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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning JUL 1, 2012, and ending JUN 30, 2013

Name of foundation
SEBY B. JONES FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 19067

City or town, state, and ZIP code
RALEIGH, NC 27619

Room/suite

A Employer identification number
31-1578859

B Telephone number
919-829-2499

C If exemption application is pending, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 11,353,677. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ 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))		(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	400,000.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	133,171.	133,156.	133,171.	STATEMENT 1
4	Dividends and interest from securities	198,296.	198,296.	198,296.	STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	272,194.			STATEMENT 3
b	Gross sales price for all assets on line 6a	2,188,859.			
7	Capital gain net income (from Part IV, line 2)		271,599.		
8	Net short-term capital gain			N/A	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	65,042.	13,556.	65,042.	STATEMENT 4
12	Total. Add lines 1 through 11	1,068,703.	616,607.	396,509.	
13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 5	32,940.	18,250.	0.	0.
c	Other professional fees STMT 6	93,623.	93,623.	0.	0.
17	Interest	41,772.	41,772.	0.	0.
18	Taxes STMT 7	17,004.	972.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 8	2,757.	1,864.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	188,096.	139,881.	0.	0.
25	Contributions, gifts, grants paid	658,850.			658,850.
26	Total expenses and disbursements. Add lines 24 and 25	846,946.	139,881.	0.	658,850.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	221,757.			
b	Net investment income (if negative, enter -0-)		476,726.		
c	Adjusted net income (if negative, enter -0-)			396,509.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		41,857.	27,515.	27,515.
	2	Savings and temporary cash investments		552,877.	832,817.	832,817.
	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				
	7	Other notes and loans receivable ▶	743,900.			
		Less: allowance for doubtful accounts ▶	0.	809,143.	743,900.	743,900.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 9	6,699,664.	7,009,769.	7,917,365.
	c	Investments - corporate bonds	STMT 10	1,401,885.	1,173,012.	1,171,226.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 11	593,470.	641,950.	660,854.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		10,098,896.	10,428,963.	11,353,677.	
Liabilities	17	Accounts payable and accrued expenses		29.		
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)	STATEMENT 12)	0.	108,339.	
23	Total liabilities (add lines 17 through 22)		29.	108,339.		
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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		10,098,867.	10,320,624.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		10,098,867.	10,320,624.		
31	Total liabilities and net assets/fund balances		10,098,896.	10,428,963.		

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	10,098,867.
2	Enter amount from Part I, line 27a	2	221,757.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,320,624.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,320,624.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,188,264.		1,916,665.	271,599.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			271,599.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	271,599.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	126,095.

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	725,800.	8,934,065.	.081240
2010	679,750.	8,559,316.	.079416
2009	703,450.	9,084,495.	.077434
2008	978,702.	10,506,950.	.093148
2007	1,167,885.	14,112,111.	.082758

2 Total of line 1, column (d)	2	.413996
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	.082799
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,746,351.
5 Multiply line 4 by line 3	5	889,787.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,767.
7 Add lines 5 and 6	7	894,554.
8 Enter qualifying distributions from Part XII, line 4	8	658,850.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	9,535.
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	9,535.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,535.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,760.	
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	8,760.	
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 SEE STATEMENT 13	9	775.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?	X	
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(a) (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) 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? 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

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>SEBY RUSSELL JONES</u> Telephone no. ► <u>919-829-2499</u> Located at ► <u>1207 FRONT STREET, RALEIGH, NC</u> ZIP+4 ► <u>27609</u>			
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 <u>N/A</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 ►	16	Yes No	X X

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 type="checkbox"/> 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)? <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)? Organizations relying on a current notice regarding disaster assistance check here N/A ► <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		0.	0.	0.

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

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

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

0

Form 990-PF (2012)

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	8,913,424.
b	Average of monthly cash balances	1b	644,341.
c	Fair market value of all other assets	1c	1,352,236.
d	Total (add lines 1a, b, and c)	1d	10,910,001.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,910,001.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	163,650.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,746,351.
6	Minimum investment return. Enter 5% of line 5	6	537,318.

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	537,318.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,535.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	3,336.
c	Add lines 2a and 2b	2c	12,871.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	524,447.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	524,447.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	524,447.

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	658,850.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	658,850.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	658,850.

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				524,447.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	484,909.			
b From 2008	462,000.			
c From 2009	258,639.			
d From 2010	260,261.			
e From 2011	290,835.			
f Total of lines 3a through e	1,756,644.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	658,850.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				524,447.
e Remaining amount distributed out of corpus	134,403.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,891,047.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	484,909.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,406,138.			
10 Analysis of line 9:				
a Excess from 2008	462,000.			
b Excess from 2009	258,639.			
c Excess from 2010	260,261.			
d Excess from 2011	290,835.			
e Excess from 2012	134,403.			

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				
24 HOURS OF BOOTY 500 E MOREHEAD STE 218 CHARLOTTE, NC 28202	NONE	PUBLIC	COMMUNITY SUPPORT	1,000.
ALZHEIMER'S ASSOCIATION 400 OBERLIN ROAD, SUITE 220 RALEIGH, NC 27605	NONE	PUBLIC	MEDICAL	2,500.
ARID SERENITY PO BOX 4804 WILMINGTON, NC 28406	NONE	PUBLIC	COMMUNITY SUPPORT	17,000.
ARTSPLOSURE 336 FAYETTEVILLE STREET MALL, SUITE 405 RALEIGH, NC 27601	NONE	PUBLIC	CULTURAL	1,500.
BOY SCOUTS OF AMERICA - OCCONEECHEE COUNCIL PO BOX 41229 RALEIGH, NC 27629	NONE	PUBLIC	COMMUNITY SUPPORT	15,000.
Total	SEE CONTINUATION SHEET(S)			658,850.
b Approved for future payment				
NONE				
Total				0.

▶ 3a

▶ 3b

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

SEBY B. JONES FAMILY FOUNDATION

Employer identification number

31-1578859

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

SEBY B. JONES FAMILY FOUNDATION**31-1578859****Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>SBJ CHARITABLE LEAD TRUST</u> <u>3350 RIVERWOOD PARKWAY, SUITE 1600</u> <u>ATLANTA, GA 30339-3359</u>	\$ <u>400,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
SEBY B. JONES FAMILY FOUNDATION	31-1578859

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

SEBY B. JONES FAMILY FOUNDATION

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 REPORTED BY MORGAN STANLEY		P	01/01/12	VARIOUS
b REPORTED BY MORGAN STANLEY		P	01/01/11	VARIOUS
c REPORTED BY MORGAN STANLEY		P	01/01/11	VARIOUS
d PLEXUS FUND II, LP		P	01/01/11	VARIOUS
e PLEXUS FUND II, LP		P	01/01/11	VARIOUS
f MORGAN STANLEY HEDGEPREMIER		P	01/01/11	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,064,158.		938,063.	126,095.
b 1,051,756.		977,945.	73,811.
c 64,355.			64,355.
d 7,995.			7,995.
e		618.	-618.
f		39.	-39.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			** 126,095.
b			73,811.
c			64,355.
d			7,995.
e			-618.
f			-39.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	271,599.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	126,095.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS & GIRLS CLUBS PO BOX 19999 RALEIGH, NC 27619	NONE	PUBLIC	COMMUNITY SUPPORT	26,200.
CHRISTIAN LIBRARY INTERNATIONAL PO BOX 97095 RALEIGH, NC 27624	NONE	PUBLIC	RELIGIOUS	2,300.
ECU EDUCATIONAL FOUNDATION WARD SPORTS MEDICINE BLDG STE 304 GREENVILLE, NC 27858	NONE	PUBLIC	EDUCATIONAL	1,500.
ECU PIRATES CLUB 1001 E 5TH ST GREENVILLE, NC 27858	NONE	PUBLIC	EDUCATION	5,500.
ECU MEDICAL & HEALTH SCIENCES FOUNDATION HEALTH SCIENCES BUILDING GREENVILLE, NC 27858	NONE	PUBLIC	EDUCATION	20,000.
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE	PUBLIC	RELIGIOUS	1,000.
FOUNDATION FOR GOOD BUSINESS PO BOX 26762 RALEIGH, NC 27611	NONE	PUBLIC	COMMUNITY AWARENESS	2,000.
GREYSTONE BAPTIST CHURCH 7509 LEAD MINE ROAD RALEIGH, NC 27615	NONE	PUBLIC	RELIGIOUS	10,000.
INTERFAITH FOOD SHUTTLE PO BOX 14638 RALEIGH, NC 27620	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
KAMP KANAKUK MINISTRIES 1353 LAKESHORE DRIVE BRANSON, MO 65616	NONE	PUBLIC	COMMUNITY SUPPORT	3,430.
Total from continuation sheets				621,850.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LOUISBURG COLLEGE 501 N. MAIN STREET LOUISBURG, NC 27549	NONE	PUBLIC	EDUCATION	205,000.
MEALS ON WHEELS PO BOX 37639 RALEIGH, NC 27627	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
NATIONAL MS SOCIETY 3101 INDUSTRIAL DRIVE, SUITE 210 RALEIGH, NC 27609	NONE	PUBLIC	MEDICAL	2,500.
NC COMMUNITY FOUNDATION PO BOX 2828 RALEIGH, NC 27602	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
NC FEF PO BOX 12406 RALEIGH, NC 27606	NONE	PUBLIC	COMMUNITY AWARENESS	500.
NC HOSPITALITY EDUCATION FOUNDATION 6036 SIX FORKS ROAD RALEIGH, NC 27609	NONE	PUBLIC	COMMUNITY SUPPORT	2,500.
NC VETERINARY MEDICAL FOUNDATION, INC. CAMPUS BOX 8401 RALEIGH, NC 27695	NONE	PUBLIC	EDUCATION	1,000.
NCSU COLLEGE OF TEXTILES CAMPUS BOX 8301 RALEIGH, NC 27695	NONE	PUBLIC	EDUCATION	1,000.
NCSU STUDENT AID ASSOCIATIONS PO BOX 37100 RALEIGH, NC 27627	NONE	PUBLIC	EDUCATION	37,200.
NEW HANOVER REGIONAL MEDICAL CENTER FOUNDATION 2259 S 17TH STREET WILMINGTON, NC 28401	NONE	PUBLIC	MEDICAL	1,000.
Total from continuation sheets				

Part XV **Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NEW LIFE CAMP 9927 FALLS OF NEUSE ROAD RALEIGH, NC 27614	NONE	PUBLIC	COMMUNITY SUPPORT	2,500.
PASSAGE HOME PO BOX 10347 RALEIGH, NC 27605	NONE	PUBLIC	COMMUNITY SUPPORT	2,500.
RAFIKI FOUNDATION PO BOX 1988 EUSTIS, FL 32727	NONE	PUBLIC	COMMUNITY SUPPORT	10,000.
RALEIGH LIONS CLUB 315 HUBERT STREET RALEIGH, NC 27603	NONE	PUBLIC	COMMUNITY SUPPORT	1,000.
RALEIGH LITTLE THEATRE PO BOX 5637 RALEIGH, NC 27650	NONE	PUBLIC	COMMUNITY DEVELOPMENT	2,500.
RALEIGH RESCUE MISSION PO BOX 27391 RALEIGH, NC 27611	NONE	PUBLIC	COMMUNITY SUPPORT	10,200.
SHEPHERD'S TABLE PO BOX 28024 RALEIGH, NC 27611	NONE	PUBLIC	COMMUNITY SUPPORT	2,000.
SOUTHEASTERN BAPTIST THEOLOGICAL SEMINARY 222 N WINGATE STREET WAKE FOREST, NC 27587	NONE	PUBLIC	RELIGIOUS	28,000.
SPCA OF WAKE COUNTY 200 PETFINDER LANE RALEIGH, NC 27603	NONE	PUBLIC	COMMUNITY SUPPORT	7,000.
ST. DAVID'S SCHOOL PO BOX 17787 RALEIGH, NC 27619	NONE	PUBLIC	EDUCATION	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TAMMY LYNN CENTER 739 CHAPPELL DRIVE RALEIGH, NC 27606	NONE	PUBLIC	COMMUNITY SUPPORT	30,000.
THAILAN HALL PO BOX 37100 WILMINGTON, NC 28402	NONE	PUBLIC	EDUCATION	10,000.
THE EASY DOES IT RANCH AND RIDING ACADEMY 3581 MUDDY CREEK ROAD VIRGINIA BEACH, VA 23456	NONE	PUBLIC	COMMUNITY SUPPORT	20,000.
THE MISSION CHATTANOOGA 1427 WILLIAMS STREET CHATTANOOGA, TN 37408	NONE	PUBLIC	COMMUNITY SUPPORT	1,757.
THE SALVATION ARMY 215 SOUTH PERSON STREET RALEIGH, NC 27601	NONE	PUBLIC	COMMUNITY SUPPORT	25,000.
TRIANGLE FAMILY SERVICES, INC. 3937 WESTERN BLVD RALEIGH, NC 27606	NONE	PUBLIC	COMMUNITY SUPPORT	11,000.
UNICEF 125 MALDEN LANE NEW YORK, NY 10038	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
VINTAGE21 CHURCH 103 ENTERPRISE ST #201 RALEIGH, NC 27601	NONE	PUBLIC	COMMUNITY SUPPORT	1,000.
WAKE EDUCATION PARTNERSHIP 706 HILLSBOROUGH ST., SUITE A RALEIGH, NC 27603	NONE	PUBLIC	EDUCATION	5,000.
WHITE MEMORIAL PRESBYTERIAN CHURCH 1704 OBERLIN ROAD RALEIGH, NC 27608	NONE	PUBLIC	RELIGIOUS	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WILMINGTON AREA INTERGROUP ASSOCIATION 5901 WRIGHTSVILLE AVENUE WRIGHTSVILLE BEACH, NC 28403	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
WOMAN'S MISSIONARY UNION OF NC 1200 FRONT STREET, SUITE 110 RALEIGH, NC 27609	NONE	PUBLIC	RELIGIOUS	10,000.
YOUNG LIFE PO BOX 5893 WINSTON-SALEM, NC 27113	NONE	PUBLIC	COMMUNITY SUPPORT	2,776.
STOP HUNGER NOW 615 HILLSBOROUGH STREET, STE 200 RALEIGH, NC 27603	NONE	PUBLIC	COMMUNITY SUPPORT	10,000.
HOLY NAME OF JESUS CATHEDRAL 715 NAZARETH STREET RALEIGH, NC 27606	NONE	PUBLIC	RELIGIOUS	200.
YOUTH BASE 813 HAMPTON AVENUE GREENVILLE, SC 29601	NONE	PUBLIC	COMMUNITY SUPPORT	15,000.
JUVENILE DIABETES RESEARCH FOUNDATION 7721 SIX FORKS RD SUITE #136 RALEIGH, NC 27615	NONE	PUBLIC	COMMUNITY SUPPORT	250.
WILMINGTON INTERFAITH HOSPITALITY NETWORK 4938 OLEANDER DRIVE WILMINGTON, NC 28403	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
KELLY HOUSE 1390 S SIXTEENTH STREET WILMINGTON, NC 28401	NONE	PUBLIC	COMMUNITY SUPPORT	5,000.
COOPERATIVE BAPTIST FELLOWSHIP 8025 NORTH POINT BLVD SUITE 205 WINSTON-SALEM, NC 27106	NONE	PUBLIC	RELIGIOUS	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PRESTONWOOD CHRISTIAN ACADEMY 6801 W PARK BLVD PLANO, TX 75093	NONE	PUBLIC	EDUCATIONAL	1,500.
RAVENSCROFT SCHOOL 7409 FALLS OF NEUSE RD RALEIGH, NC 27615	NONE	PUBLIC	EDUCATIONAL	1,000.
COME UNITY PO BOX 63 BRIDGEPORT, PA 19405	NONE	PUBLIC	COMMUNITY SUPPORT	300.
CITY LIGHT CHURCH PO BOX 5154 NEW YORK, NY 10185	NONE	PUBLIC	RELIGIOUS	1,500.
SIMPLE CYCLES INC 4455 N 6TH STREET PHILADELPHIA, PA 19140	NONE	PUBLIC	COMMUNITY SUPPORT	3,000.
COMMON GROUND CHRISTIAN CHURCH 4550 N ILLINOIS STREET INDIANAPOLIS, IN 46208	NONE	PUBLIC	RELIGIOUS	100.
GRACE COMMUNITY CHURCH 6561 MERIDIAN DRIVE RALEIGH, NC 27616	NONE	PUBLIC	RELIGIOUS	1,500.
CAROLINA CLIMBERS COALITION PO BOX 33227 RALEIGH, NC 27636	NONE	PUBLIC	COMMUNITY AWARENESS	1,000.
ADVENTURE CYCLING ASSOCIATION PO BOX 8308 MISSOULA, MT 59807	NONE	PUBLIC	COMMUNITY AWARENESS	1,000.
GUANACASTE LITERACY 3310 CROSSPARK LANE HOUSTON, TX 77007	NONE	PUBLIC	COMMUNITY AWARENESS	3,887.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEAM RAWANDA CYCLING 802 E COOPER AVENUE SUITE 4 ASPEN, CO 81611	NONE	PUBLIC	COMMUNITY AWARENESS	250.
YMCA 980 MARTIN LUTHER KING JR BLVD CHAPEL HILL, NC 27514	NONE	PUBLIC	COMMUNITY SUPPORT	1,000.
AGAPE INTERNATIONAL SPIRITUAL CENTER 1830 VERNON STREET SUITE 9 ROSEVILLE, CA 95678	NONE	PUBLIC	RELIGIOUS	1,000.
WORLD BICYCLE RELIEF 1333 N KINGSBURY 4TH FLOOR CHICAGO, IL 60642	NONE	PUBLIC	COMMUNITY SUPPORT	300.
PALOMA CREEK ELEMENTARY PTA 1600 NAVO ROAD AUBREY, TX 76227	NONE	PUBLIC	EDUCATIONAL	1,500.
INTERVARSITY CHRISTIAN FELLOWSHIP 6400 SCHROEDER ROAD MADISON, WI 53707-7895	NONE	PUBLIC	COMMUNITY SUPPORT	3,000.
FRIENDS OF THE MUSEUM 11 WEST JONES STREET RALEIGH, NC 27601	NONE	PUBLIC	COMMUNITY SUPPORT	1,000.
HUNTER ELEMENTARY PTA 1018 E DAVIE STREET RALEIGH, NC 27601	NONE	PUBLIC	EDUCATIONAL	2,000.
NCSU DEPARTMENT OF BIOLOGICAL SCIENCES 3510 THOMAS HALL RALEIGH, NC 27695	NONE	PUBLIC	EDUCATIONAL	1,700.
LIFECARE, INC. 1001 NAVAHO DRIVE STE 101 RALEIGH, NC 27609	NONE	PUBLIC	COMMUNITY SUPPORT	2,500.
Total from continuation sheets				

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

SOURCE	AMOUNT
CAPITAL BANK	225.
INTEREST INCOME FROM HEDGE PREMIER FUND	33,048.
INTEREST INCOME FROM PLEXUS FUND II, LLC	2.
MORGAN STANLEY	62,575.
THE NORTHSIDE COMPANY	37,321.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	133,171.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
HEDGE PREMIER FUND	7,502.	0.	7,502.
MORGAN STANLEY	190,273.	0.	190,273.
WELLS FARGO	521.	0.	521.
TOTAL TO FM 990-PF, PART I, LN 4	198,296.	0.	198,296.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 3

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
REPORTED BY MORGAN STANLEY	PURCHASED	01/01/12	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
1,064,158.	938,063.	0.	0.
			126,095.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
REPORTED BY MORGAN STANLEY	PURCHASED	01/01/11	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
1,051,756.	977,945.	0.	0.
			73,811.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
REPORTED BY MORGAN STANLEY	PURCHASED	01/01/11	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
64,355.	0.	0.	0.
			64,355.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PLEXUS FUND II, LP	PURCHASED	01/01/11	VARIOUS		
	7,995.	0.	0.	0.	7,995.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
PLEXUS FUND II, LP	PURCHASED	01/01/11	VARIOUS		
	0.	618.	0.	0.	-618.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
MORGAN STANLEY HEDGE PREMIER	PURCHASED	01/01/11	VARIOUS		
	0.	39.	0.	0.	-39.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
REPORTED BY MORGAN STANLEY HEDGE PREMIER FUND	PURCHASED	VARIOUS	12/31/12		
	595.	0.	0.	0.	595.

NET GAIN OR LOSS FROM SALE OF ASSETS	272,194.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	272,194.

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME	9,601.	9,601.	9,601.	
OTHER INCOME PLEXUS FUND	-330.	-330.	-330.	
OTHER INCOME IN HEDGE PREMIER	25,365.	25,365.	25,365.	
PARTNERSHIP INCOME IN HEDGE PREMIER	-21,080.	-21,080.	-21,080.	
PARTNERSHIP INCOME PLEXUS FUND II, LLC	28,838.	0.	28,838.	
PARTNERSHIP INCOME HEDGE PREMIER FUND	22,648.	0.	22,648.	
TOTAL TO FORM 990-PF, PART I, LINE 11	65,042.	13,556.	65,042.	

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEE	29,640.	0.	0.	0.
TAX PREPARATION FEES	3,300.	1,650.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	32,940.	1,650.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	93,623.	93,623.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	93,623.	93,623.	0.	0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	16,032.	0.	0.	0.	
FOREIGN TAXES PAID ON INVESTMENTS	972.	972.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	17,004.	972.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	186.	0.	0.	0.	
BANK SERVICE CHARGES	20.	0.	0.	0.	
AMORTIZATION EXPENSE FROM PLEXUS FUND II, LLC	96.	0.	0.	0.	
LEGAL EXPENSE FROM PLEXUS FUND II, LLC	3.	0.	0.	0.	
MANAGEMENT FEES FROM PLEXUS FUND II, LLC	537.	0.	0.	0.	
MISCELLANEOUS EXPENSE FROM PLEXUS FUND II, LLC	45.	0.	0.	0.	
OTHER DEDUCTIONS FROM HEDGE PREMIER FUND	1,864.	1,864.	0.	0.	
CHARITABLE CONTRIBUTION FROM PLEXUS FUND K1	6.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	2,757.	1,864.	0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
MUTUAL FUNDS	5,408,203.	6,168,167.		
STOCKS	1,528,929.	1,681,536.		
EXCHANGE-TRADED & CLOSED-END FUNDS	72,637.	67,662.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,009,769.	7,917,365.		

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,173,012.	1,171,226.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,173,012.	1,171,226.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN PLEXUS FUND	COST	188,292.	207,685.
INVESTMENT IN MS HEDGE PREMIER FUND	COST	453,658.	453,169.
TOTAL TO FORM 990-PF, PART II, LINE 13		641,950.	660,854.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
MORGAN STANLEY - UNSETTLED SALES	0.	108,339.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	108,339.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	13
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TAX DUE FROM FORM 990-PF, PART VI	775.
LATE PAYMENT INTEREST	6.
TOTAL AMOUNT DUE	781.

FORM 990-PF		LATE PAYMENT INTEREST				STATEMENT 14
DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	11/15/13	775.	775.	.0300	92	6.
DATE FILED	02/15/14		781.			
TOTAL LATE PAYMENT INTEREST						6.

FORM 990-PF		PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 15
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT L JONES PO BOX 19067 RALEIGH, NC 27619	CHAIRMAN 1.00	0.	0.	0.
JAMES R JONES PO BOX 19067 RALEIGH, NC 27619	PRESIDENT 1.00	0.	0.	0.
SEBY B JONES JR. PO BOX 19067 RALEIGH, NC 27619	VICE PRESIDENT 1.00	0.	0.	0.
ALICE J HARROD PO BOX 19067 RALEIGH, NC 27619	TREASURER 1.00	0.	0.	0.
SEBY RUSSELL JONES PO BOX 19067 RALEIGH, NC 27619	SECRETARY 1.00	0.	0.	0.
SUSAN EASLEY PO BOX 19067 RALEIGH, NC 27619	ASSISTANT SECRETARY 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.