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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

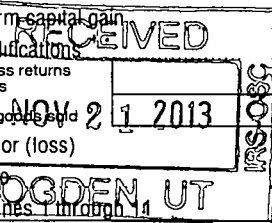
Open to public inspection

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

Name of foundation <b>Peachtree House Foundation</b>		A Employer identification number <b>54-1633892</b>
Number and street (or P O box number if mail is not delivered to street address) <b>c/o McGuireWoods LLP P. O. Box 397</b>	Room/suite	B Telephone number <b>804-775-1023</b>
City or town, state, and ZIP code <b>Richmond, VA 23218-0397</b>		C If exemption application is pending, check here <input 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 type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 5,163,495.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		187,279.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		237.	237.		Statement 1
4 Dividends and interest from securities		154,314.	154,314.		Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		98,549.			
b Gross sales price for all assets on line 6a		957,194.			
7 Capital gain net income (from Part IV, line 2)			98,549.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		440,379.	253,100.		
13 Compensation of officers, directors, trustees, etc		1,605.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 3		3,114.	0.		3,114.
b Accounting fees					
c Other professional fees Stmt 4		35,219.	35,219.		0.
17 Interest					
18 Taxes Stmt 5		1,170.	1,170.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6		25.	0.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		41,133.	36,389.		3,139.
25 Contributions, gifts, grants paid		280,000.			280,000.
26 Total expenses and disbursements. Add lines 24 and 25		321,133.	36,389.		283,139.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		119,246.			
b Net investment income (if negative, enter -0-)			216,711.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	183,679.	81,460.	81,460.
	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 ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	2,146,623.	2,501,762.	3,458,018.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 8	1,798,881.	1,665,207.	1,624,017.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers)	4,129,183.	4,248,429.	5,163,495.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	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	4,129,183.	4,248,429.	
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 <b>Total net assets or fund balances</b>	4,129,183.	4,248,429.		
31 <b>Total liabilities and net assets/fund balances</b>	4,129,183.	4,248,429.		

**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	4,129,183.
2 Enter amount from Part I, line 27a	2	119,246.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,248,429.
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	4,248,429.

**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.)
<b>1a See attached Gain/Loss Schedule</b>	<b>P</b>		
<b>b Capital Gains Dividends</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a 915,141.</b>		<b>858,645.</b>	<b>56,496.</b>
<b>b 42,053.</b>			<b>42,053.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
<b>a</b>			<b>56,496.</b>
<b>b</b>			<b>42,053.</b>
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	<b>98,549.</b>
<b>3</b> 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	}	<b>3</b>	<b>N/A</b>

**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	249,754.	4,763,284.	.052433
2010	207,835.	4,245,288.	.048957
2009	187,125.	3,618,696.	.051711
2008	200,582.	3,441,641.	.058281
2007	241,093.	4,491,502.	.053678

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.265060</b>
<b>3</b> 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	<b>3</b>	<b>.053012</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	<b>5,120,424.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>271,444.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>2,167.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>273,611.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>283,139.</b>

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,167.
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	2,167.
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	2,167.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,517.	
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	2,517.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	350.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 350. Refunded <input checked="" type="checkbox"/> 0.	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> VA		
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)

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>Rita M. Smith</u> Telephone no. ► <u>(804) 794-8230</u> Located at ► <u>2530 Salisbury Road, Midlothian, VA</u> ZIP+4 ► <u>23113</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	N/A	
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

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	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 <b>not</b> 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.) <span style="float: right;">N/A</span>	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) <span style="float: right;">N/A</span>	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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9		1,605.	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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,944,361.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	254,039.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,198,400.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,198,400.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	77,976.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,120,424.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	256,021.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	256,021.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	2,167.
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,167.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	253,854.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	253,854.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	253,854.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	283,139.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	283,139.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	2,167.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	280,972.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				253,854.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007	19,197.			
<b>b</b> From 2008	30,116.			
<b>c</b> From 2009	9,041.			
<b>d</b> From 2010				
<b>e</b> From 2011	15,148.			
<b>f</b> Total of lines 3a through e	73,502.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 283,139.				
<b>a</b> Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				253,854.
<b>e</b> Remaining amount distributed out of corpus	29,285.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	102,787.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7	19,197.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	83,590.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008	30,116.			
<b>b</b> Excess from 2009	9,041.			
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011	15,148.			
<b>e</b> Excess from 2012	29,285.			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- 3 Complete 3a, b, or c for the alternative test relied upon:
  - a "Assets" alternative test - enter:
    - (1) Value of all assets
    - (2) Value of assets qualifying under section 4942(j)(3)(B)(i)
  - b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
  - c "Support" alternative test - enter:
    - (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
    - (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
    - (3) Largest amount of support from an exempt organization
    - (4) Gross investment income

Form **990-PF** (2012)

**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				
Commonwealth Catholic Charities 1512 Willow Lawn Drive Richmond, VA 23230	None	Public	General Funds	36,500.
F.E.T.C.H. Inc 5609 Patterson Ave, Ste D Richmond, VA 23226	None	Public	Operating Expenses	10,000.
Historic Richmond Foundation 4 East Main Street, Ste. 1C Richmond, VA 23219	None	Public	General Funds	5,000.
INOVA-Alexandria Hospital Fdn 4320 Seminary Road Alexandria, VA 22304	None	Public	General Funds	30,000.
Lewis Ginter Botanical Gardens 1800 Lakeside Avenue Richmond, VA 23228	None	Public	General Funds	5,000.
Total			See continuation sheet(s) ▶ 3a	280,000.
b Approved for future payment				
None				
Total			▶ 3b	0.

**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
Mary Baldwin College P. O. Box 1500 Staunton, VA 24401	None	Education	General Funds	14,000.
Maymont Foundation 1700 Hampton Street Richmond, VA 23220	None	Public	General Funds	53,000.
Randolph Macon College P.O. Box 5005 Ashland, VA 23005	None	Education	General Funds	14,000.
Richmond Animal League 11401 International Drive Richmond, VA 232363945	None	Public	Annual Fund	7,000.
Salvation Army Natl Headquarters 615 Slaters Lane Alexandria, VA 22313	None	Public	Virginia Chapter	14,000.
SPCA-Fredericksburg 1523 Old William Street Fredericksburg, VA 22401	None	Public	General Funds	24,000.
The Faison School For Autism 1701 Byrd Avenue Richmond, VA 23230	None	Education	General Funds	7,000.
Virginia Chapter, American Cancer Society 4240 Park Place Court Glen Allen, VA 23060	None	Public	General Funds	14,000.
Virginia Museum of Fine Arts Fdn 200 N. Boulevard Richmond, VA 23220	None	Public	Support of the Museum	10,000.
Woodrow Wilson Presidential Library Fdn P. O. Box 24 Staunton, VA 24402	None	Public	General Funds	5,000.
<b>Total from continuation sheets</b>				<b>193,500.</b>

54-1633892

## 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**







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

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

OMB No 1545-0047

**2012**

Name of the organization

Employer identification number

Peachtree House Foundation

54-1633892

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 <b>Peachtree House Foundation</b>	Employer identification number <b>54-1633892</b>
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**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>	CF & EG Duff 2002 Charitable Lead Annuity Trust c/o Bank of America TTEE 1111 E Main St  Richmond, VA 23219	\$ <u>90,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	EG Duff Charitable Lead Annuity Tr dtd 2/21/2001 c/o Bank of America TTEE 1111 E Main St  Richmond, VA 23219	\$ <u>97,279.</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)

Name of organization

Employer identification number

**Peachtree House Foundation****54-1633892****Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

**Peachtree House Foundation****54-1633892**

**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

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Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	9
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Elizabeth Gray Duff Fredericksburg, VA 22401	Vice President 1.00	0.	0.	0.
Elmon F. Duff Fredericksburg, VA 22401	President 1.00	0.	0.	0.
James C. Duff Fredericksburg, VA 22401	Vice President 1.00	0.	0.	0.
Rita M. Smith 2530 Salisbury Road Midlothian, VA 23113	Secretary/Treasurer 8.00	1,605.	0.	0.
Rachel M. Duff Fredericksburg, VA 22401	Director 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		1,605.	0.	0.

## US Trust

Page 1 of 2

Statement of Capital Gains and Losses From Sales  
(Does not include capital gain distributions from mutual  
funds or CTF's - See Tax Transaction Detail)

7/25/2013 10:43:11

Account Id: 055006301444

AGT PEACHTREE HOUSE FDN-D  
Trust Year 7/1/2012 - 6/30/2013

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
19765N567	COLUMBIA FDS SER TR I SMALL CAP								
Sold		05/22/13	419 21	20,989 59					
Acq		12/02/09	419 21	20,989 59	15,238.10	15,238.10	5,751 49	5,751 49	L
	Total for 5/22/2013				15,238.10	15,238 10	5,751.49	5,751 49	
19765N567	COLUMBIA FDS SER TR I SMALL CAP								
Sold		05/22/13	1443	72,251 06					
Acq		08/03/09	1443	72,251 06	50,000 00	50,000 00	22,251 06	22,251 06	L
	Total for 5/22/2013				50,000 00	50,000 00	22,251 06	22,251 06	
19765P232	COLUMBIA FDS SER TR I MID CAP								
Sold		05/22/13	420 99	12,718 14					
Acq		03/09/12	420.99	12,718 14	11,779 32	11,779 32	938 82	938 82	L
	Total for 5/22/2013				11,779.32	11,779 32	938.82	938 82	
19765P232	COLUMBIA FDS SER TR I MID CAP								
Sold		05/22/13	2508.12	75,770.15					
Acq		12/02/09	2508 12	75,770 15	49,886.41	49,886 41	25,883.74	25,883 74	L
	Total for 5/22/2013				49,886.41	49,886 41	25,883 74	25,883.74	
19765P232	COLUMBIA FDS SER TR I MID CAP								
Sold		05/22/13	1117 94	33,773 06					
Acq		08/03/09	1117 94	33,773 06	20,000.00	20,000 00	13,773.06	13,773.06	L
	Total for 5/22/2013				20,000.00	20,000 00	13,773.06	13,773 06	
19765P596	COLUMBIA FDS SER TR I SMALL CAP								
Sold		05/22/13	2381 09	75,313 78					
Acq		12/02/09	2381 09	75,313.78	54,312.59	54,312.59	21,001.19	21,001 19	L
	Total for 5/22/2013				54,312 59	54,312 59	21,001 19	21,001 19	
19765P596	COLUMBIA FDS SER TR I SMALL CAP								
Sold		05/22/13	953 74	30,166 89					
Acq		08/03/09	953 74	30,166 89	20,000 00	20,000 00	10,166 89	10,166 89	L
	Total for 5/22/2013				20,000 00	20,000.00	10,166 89	10,166 89	
464285105	ISHARES COMEX GOLD TR ISHARES								
Sold		05/22/13	10370	136,674 21					
Acq		03/04/13	10370	136,674 21	159,074 76	159,074 76	-22,400 55	-22,400 55	S
	Total for 5/22/2013				159,074 76	159,074 76	-22,400 55	-22,400 55	
693390700	PIMCO TOTAL RETURN FUND #35								
Sold		03/04/13	5319 15	59,787 24					
Acq		06/11/12	5319 15	59,787 24	60,000.00	60,000 00	-212 76	-212.76	S
	Total for 3/4/2013				60,000 00	60,000 00	-212 76	-212 76	
693390700	PIMCO TOTAL RETURN FUND #35								
Sold		03/04/13	9271 64	104,213 19					
Acq		03/09/12	9271 64	104,213 19	103,286 03	103,286 03	927 16	927 16	S
	Total for 3/4/2013				103,286 03	103,286 03	927 16	927 16	

## US Trust

Page 2 of 2

7/25/2013 10:43:11

**Statement of Capital Gains and Losses From Sales**  
 (Does not include capital gain distributions from mutual  
 funds or CTF's - See Tax Transaction Detail)

Account Id: 055006301444

AGT PEACHTREE HOUSE FDN-D

Trust Year 7/1/2012 - 6/30/2013

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type)
693390700	PIMCO TOTAL RETURN FUND		#35						
Sold		03/04/13	12626 29	141,919.45					
Acq		01/27/12	12626 29	141,919.45	139,899.25	139,899 25	2,020 20	2,020 20	L
Total for 3/4/2013					139,899 25	139,899 25	2,020 20	2,020 20	
722005667	PIMCO COMMODITY REALRETURN STRA								
Sold		05/22/13	2418 33	15,042 02					
Acq		08/03/09	2418 33	15,042 02	18,669 52	18,669 52	-3,627 50	-3,627 50	L
Total for 5/22/2013					18,669 52	18,669 52	-3,627 50	-3,627 50	
722005667	PIMCO COMMODITY REALRETURN STRA								
Sold		05/22/13	11545.35	71,812 08					
Acq		06/15/10	11545 35	71,812 08	88,668 29	88,668 29	-16,856 21	-16,856.21	L
Total for 5/22/2013					88,668 29	88,668 29	-16,856 21	-16,856 21	
722005667	PIMCO COMMODITY REALRETURN STRA								
Sold		05/22/13	10403 56	64,710.15					
Acq		03/04/13	10403 56	64,710.15	67,831 22	67,831 22	-3,121 07	-3,121 07	S
Total for 5/22/2013					67,831 22	67,831 22	-3,121 07	-3,121 07	
Total for Account: 055006301444					858,645 49	858,645 49	56,495 52	56,495.52	
Total Proceeds:									
915,141.01					S/T Gain/Loss	-24,807 22	-24,807 22		
					L/T Gain/Loss	81,302 74	81,302 74		

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Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

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Source	Amount
US Trust	237.
Total to Form 990-PF, Part I, line 3, Column A	237.



Form 990-PF	Dividends and Interest from Securities	Statement	2
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
US Trust	154,314.	0.	154,314.
US Trust	42,053.	42,053.	0.
Total to Fm 990-PF, Part I, ln 4	196,367.	42,053.	154,314.

Form 990-PF

Legal Fees

Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
McGuireWoods LLP	3,114.	0.		3,114.
To Fm 990-PF, Pg 1, ln 16a	3,114.	0.		3,114.

Form 990-PF

Other Professional Fees

Statement

4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
US Trust - Agency Fees	35,219.	35,219.		0.
To Form 990-PF, Pg 1, ln 16c	35,219.	35,219.		0.

Form 990-PF

Taxes

Statement

5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax Withheld	1,170.	1,170.		0.
To Form 990-PF, Pg 1, ln 18	1,170.	1,170.		0.

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
SCC Annual Registration Fee	25.	0.		25.	
To Form 990-PF, Pg 1, ln 23	25.	0.		25.	

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
Equities-See schedule attached	2,501,762.	3,458,018.
Total to Form 990-PF, Part II, line 10b	2,501,762.	3,458,018.

Form 990-PF	Other Investments	Statement	8
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Description	Valuation Method	Book Value	Fair Market Value
Fixed Inc-See schedule attached	COST	1,528,390.	1,501,008.
Other-See schedule attached	COST	136,817.	123,009.
Total to Form 990-PF, Part II, line 13		1,665,207.	1,624,017.

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

## Portfolio Detail

Account: 40-05-500-6301444 AGT PEACHTREE HOUSE FDN-D

July 01, 2012 through June 30, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Cash/Currency</b>									
<b>Cash Equivalents</b>									
22,523.100	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (Income Investment)	994458719	\$22,523.10	\$0.67	\$22,523.10 1.000		\$0.00	\$13.51	0.06%
58,936.740	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	58,936.74	2.70	58,936.74 1.000		0.00	35.36	0.06
	<b>Total Cash Equivalents</b>		<b>\$81,459.84</b>	<b>\$3.37</b>	<b>\$81,459.84</b>		<b>\$0.00</b>	<b>\$48.87</b>	<b>0.06%</b>
<b>Total Cash/Currency</b>			<b>\$81,459.84</b>	<b>\$3.37</b>	<b>\$81,459.84</b>		<b>\$0.00</b>	<b>\$48.87</b>	<b>0.06%</b>

## Equities

(2)Industry Sector Codes	CND = Consumer Discretionary CNS = Consumer Staples ENR = Energy	FIN = Financials HEA = Health Care IND = Industrials	IFT = Information Technology MAT = Materials OEQ = Other Equities	TEL = Telecommunication Services UTL = Utilities			
U.S. Large Cap							
305 000	ABBOTT LABS Ticker: ABT	002824100 HEA	\$0.00	\$7,279.76 23.868	\$3,358.64	\$170.80	1.60%
305.000	ABBVIE INC Ticker: ABBV	00287Y109 HEA	0.00	7,894.25 25.883	4,714.45	488.00	3.87
190.000	APPLE INC Ticker: AAPL	037833100 IFT	0.00	49,163.36 258.755	26,177.34	2,318.00	3.07
820 000	AT&T INC Ticker: T	00206R102 TEL	0.00	19,582.73 23.881	9,445.27	1,476.00	5.08
1,060 000	COLGATE PALMOLIVE CO Ticker: CL	194162103 CNS	0.00	29,766.38 28.081	30,961.02	1,441.60	2.37
34,855.266	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker: GSFTX	19765N245 OEQ	0.00	428,175.54 12.284	157,741.48	12,757.03	2.17
35,652.886	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker: UMLGX	19765Y688 OEQ	0.00	351,218.60 9.851	194,270.56	0.00	0.00

(1) Market Value in the Portfolio Detail section does not include Accrued Income



\*48332004000\*

Settlement Date

# Portfolio Detail

July 01, 2012 through June 30, 2013

Account: 40-05-500-6301444 AGT PEACHTREE HOUSE FDN-D

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>U.S. Large Cap (cont)</b>									
415 000	DISNEY WALT CO COM DISNEY Ticker: DIS	254687106 CND	26,207.25 63.150	0.00	12,361.68 29.787		13,845.57	311.25	1.18
405 000	EXELON CORP Ticker: EXC	30161N101 UTL	12,506.40 30.880	0.00	17,680.06 43.654		-5,173.66	502.20	4.01
470 000	EXPRESS SCRIPTS HLDG CO Ticker: ESRX	30219G108 HEA	29,017.80 61.740	0.00	12,443.99 26.477		16,573.81	0.00	0.00
2,025 000	EXXON MOBIL CORP Ticker: XOM	30231G102 ENR	182,958.75 90.350	0.00	2,322.21 1.147		180,636.54	5,103.00	2.78
75 000	GOOGLE INC CLACOM Ticker: GOOG	38259P508 IFT	66,027.75 880.370	0.00	44,677.70 595.703		21,350.05	0.00	0.00
298 000	HESS CORP Ticker: HES	42809H107 ENR	19,814.02 66.490	0.00	16,052.04 53.866		3,761.98	119.20	0.60
395 000	INTERNATIONAL BUSINESS MACHS Ticker: IBM	459200101 IFT	75,488.45 191.110	0.00	31,535.22 79.836		43,953.23	1,501.00	1.98
780 000	J P MORGAN CHASE & CO Ticker: JPM	46625H100 FIN	41,176.20 52.790	0.00	36,488.08 46.780		4,688.12	1,185.60	2.87
285 000	KELLOGG CO Ticker: K	487836108 CNS	18,305.55 64.230	0.00	12,928.94 45.365		5,376.61	501.60	2.74
225 000	LOCKHEED MARTIN CORP Ticker: LMT	539830109 IND	24,403.50 108.460	0.00	16,863.96 74.951		7,539.54	1,035.00	4.24
700 000	LOWES COS INC Ticker: LOW	548661107 CND	28,630.00 40.900	0.00	15,886.50 22.695		12,743.50	504.00	1.76
955 000	MICROSOFT CORP Ticker: MSFT	594918104 IFT	32,990.48 34.545	0.00	7,398.13 7.747		25,592.35	878.60	2.66
230 000	OCCIDENTAL PETE CORP DEL Ticker: OXY	674599105 ENR	20,522.90 89.230	147.20	16,901.55 73.485		3,621.35	588.80	2.86
305 000	PEPSICO INC Ticker: PEP	713448108 CNS	24,945.95 81.790	0.00	10,235.22 33.558		14,710.73	692.35	2.77
1,125 000	PFIZER INC Ticker: PFE	717081103 HEA	31,511.25 28.010	0.00	28,856.69 25.650		2,654.56	1,080.00	3.42

Settlement Date



## Portfolio Detail

**Account:** 40-05-500-6301444 AGT PEACHTREE HOUSE FDN-D

July 01, 2012 through June 30, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>U.S. Large Cap (cont)</b>								
235 000	PG&E CORP Ticker: PGC	69331C108 UTL	10,746.55 45.730	106.93	10,428.64 44.377	317.91	427.70	3.98
500.000	PNC FINL SVCS GROUP INC Ticker: PNC	693475105 FIN	36,460.00 72.920	0.00	19,067.50 38.135	17,392.50	880.00	2.41
230 000	PRAXAIR INC Ticker: PX	74005P104 MAT	26,486.80 115.160	0.00	11,628.31 50.558	14,858.49	552.00	2.08
166.000	PROCTER & GAMBLE CO Ticker: PG	742718109 CNS	12,780.34 76.990	0.00	4,901.89 29.529	7,878.45	399.40	3.12
210 000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108 ENR	15,048.60 71.660	65.63	12,636.16 60.172	2,412.44	262.50	1.74
300.000	UNITED PARCEL SVC INC CLB Ticker: UPS	911312106 IND	25,944.00 86.480	0.00	16,288.50 54.295	9,655.50	744.00	2.86
650 000	UNITED TECHNOLOGIES CORP Ticker: UTX	913017109 IND	60,411.00 92.940	0.00	29,265.05 45.023	31,145.95	1,391.00	2.30
800 000	US BANCORP DEL COM NEW Ticker: USB	902973304 FIN	28,920.00 36.150	184.00	16,586.48 20.733	12,333.52	736.00	2.54
500 000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104 TEL	25,170.00 50.340	0.00	15,067.83 30.136	10,102.17	1,030.00	4.09
810.000	WASTE MGMT INC DEL Ticker: WM	94106L109 IND	32,667.30 40.330	0.00	25,950.08 32.037	6,717.22	1,182.60	3.62
465 000	YUM BRANDS INC Ticker: YUM	988498101 CND	32,243.10 69.340	0.00	13,199.47 28.386	19,043.63	623.10	1.93
<b>Total U.S. Large Cap</b>			<b>\$2,261,133.32</b>	<b>\$503.76</b>	<b>\$1,350,732.50</b>	<b>\$910,400.82</b>	<b>\$40,882.33</b>	<b>1.80%</b>
<b>U.S. Mid Cap</b>								
225.000	CLOROX CO Ticker: CLX	189054109 CNS	\$18,706.50 83.140	\$0.00	\$13,252.51 58.900	\$5,453.99	\$639.00	3.41%
432.000	ISHARES RUSSELL MIDCAP INDEX FUND Ticker: IWR	464287499 OEQ	56,112.48 129.890	0.00	53,246.16 123.255	2,866.32	905.04	1.61

\*48342005000\*

Settlement Date

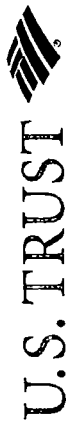
## Portfolio Detail

July 01, 2012 through June 30, 2013

Account: 40-05-500-6301444 AGT PEACHTREE HOUSE FDN-D

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (Cont)</b>								
<b>U.S. Mid Cap (cont)</b>								
11,034.591	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND Ticker: JWMIX	47803W406 OEQ	171,146.51 15.510	0.00	138,920.44 12.590	32,226.07	926.91	0.54
852.000	STAPLES INC Ticker: SPLS	855030102 CND	13,521.24 15.870	102.24	16,577.85 19.458	-3,056.61	408.96	3.02
1,250.000	VANGUARD MID-CAP ETF Ticker: VO	922908629 OEQ	118,925.00 95.140	0.00	122,196.75 97.757	-3,271.75	1,442.50	1.21
<b>Total U.S. Mid Cap</b>			<b>\$378,411.73</b>	<b>\$102.24</b>	<b>\$344,193.71</b>	<b>\$34,218.02</b>	<b>\$4,322.41</b>	<b>1.14%</b>
<b>U.S. Small Cap</b>								
1,057.310	CAMBIAR SMALL CAP FUND INV CL Ticker: CAMSX	0075W0817 OEQ	\$22,404.40 21.190	\$0.00	\$20,014.88 18.930	\$2,389.52	\$0.00	0.00%
9,652.510	COLUMBIA SMALL CAP INDEX FUND CLASS Z SHARES Ticker: NMSCX	19765J814 OEQ	194,884.18 20.190	0.00	200,000.00 20.720	-5,115.82	3,021.24	1.55
<b>Total U.S. Small Cap</b>			<b>\$217,288.58</b>	<b>\$0.00</b>	<b>\$220,014.88</b>	<b>-\$2,726.30</b>	<b>\$3,021.24</b>	<b>1.39%</b>
<b>International Developed</b>								
2,505.644	HARBOR INTERNATIONAL FUND INSTL CL Ticker: HAINX	411511306 OEQ	\$156,226.90 62.350	\$0.00	\$143,617.48 57.318	\$12,609.42	\$3,147.09	2.01%
5,292.004	JOHN HANCOCK FDS III INTL GROWTH FUND CL I Ticker: GOGIX	47803T627 OEQ	114,889.41 21.710	0.00	97,109.58 18.350	17,779.83	2,677.75	2.33
<b>Total International Developed</b>			<b>\$271,116.31</b>	<b>\$0.00</b>	<b>\$240,727.06</b>	<b>\$30,389.25</b>	<b>\$5,824.84</b>	<b>2.14%</b>
<b>Emerging Markets</b>								
8,508.000	VANGUARD FTSE EMERGING MKTS ETF Ticker: VWO	922042858 OEQ	\$330,067.86 38.795	\$0.00	\$346,093.98 40.679	-\$16,026.12	\$13,093.81	3.96%
<b>Total Emerging Markets</b>			<b>\$330,067.86</b>	<b>\$0.00</b>	<b>\$346,093.98</b>	<b>-\$16,026.12</b>	<b>\$13,093.81</b>	<b>3.96%</b>

Settlement Date



Bank of America Private Wealth Management

**Portfolio Detail****Account:** 40-05-500-6301444 AGT PEACHTREE HOUSE FDN-D

July 01, 2012 through June 30, 2013

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Emerging Markets (cont)</b>									
Total Equities			\$3,458,017.80	\$606.00	\$2,501,762.13		\$956,255.67	\$67,144.63	1.94%
<b>Fixed Income</b>									
<b>Investment Grade Taxable</b>									
3,420,000	ISHARES S&P U S PFD STK INDEX FUND	464288687	\$134,337.60 39.280	\$0.00	\$140,031.90 40.945		-\$5,694.30	\$7,691.58	5.72%
113,077 879	Moody's: NA S&P: N RTD PIMCO TOTAL RETURN FUND INSTL	693390700	1,216,717.98 10.760	2,067.88	1,238,372.43 10.952		-21,654.45	35,280.30	2.90
	<b>Total Investment Grade Taxable</b>		<b>\$1,351,055.58</b>	<b>\$2,067.88</b>	<b>\$1,378,404.33</b>		<b>-\$27,348.75</b>	<b>\$42,971.88</b>	<b>3.18%</b>
<b>Global High Yield Taxable</b>									
1,650,000	ISHARES IBOX \$ HIGH YIELD CORP BD FUND	464288513	\$149,952.00 90.880	\$0.00	\$149,985.50 90.900		-\$33.50	\$9,772.95	6.51%
	<b>Total Global High Yield Taxable</b>		<b>\$149,952.00</b>	<b>\$0.00</b>	<b>\$149,985.50</b>		<b>-\$33.50</b>	<b>\$9,772.95</b>	<b>6.51%</b>
<b>Total Fixed Income</b>			<b>\$1,501,007.58</b>	<b>\$2,067.88</b>	<b>\$1,528,389.83</b>		<b>-\$27,382.25</b>	<b>\$52,744.83</b>	<b>3.51%</b>
<b>Real Estate</b>									
<b>Public REITs</b>									
1,790,000	VANGUARD REIT ETF	922908553	\$123,008.80 68.720	\$0.00	\$136,817.22 76.434		-\$13,808.42	\$4,451.73	3.61%
	<b>Total Public REITs</b>		<b>\$123,008.80</b>	<b>\$0.00</b>	<b>\$136,817.22</b>		<b>-\$13,808.42</b>	<b>\$4,451.73</b>	<b>3.61%</b>
<b>Total Real Estate</b>			<b>\$123,008.80</b>	<b>\$0.00</b>	<b>\$136,817.22</b>		<b>-\$13,808.42</b>	<b>\$4,451.73</b>	<b>3.61%</b>
<b>Total Portfolio</b>			<b>\$5,163,494.02</b>	<b>\$2,677.25</b>	<b>\$4,248,429.02</b>		<b>\$915,065.00</b>	<b>\$124,390.06</b>	<b>2.40%</b>
Accrued Income			\$2,677.25						