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Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052







2012


Open to Public Inspection

For calendar year 2012, or tax year beginning 07-01-2012 , and ending 06-30-2013

Name of foundation EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC		A Employer identification number 56-1844198	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 1527		B Telephone number (see instructions) (252) 752-2111	
City or town, state, and ZIP code GREENVILLE, NC 27835		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		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) \$ 50,720,406		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	6,910	6,910		
	4 Dividends and interest from securities.	230,190	96,702		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	863,928			
	b Gross sales price for all assets on line 6a _____ 6,150,541				
	7 Capital gain net income (from Part IV, line 2)		863,928		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-15,883	24,128		
	12 Total. Add lines 1 through 11	1,085,145	991,668		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages	47,624	0		47,624
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	12,960	11,370		0
	b Accounting fees (attach schedule)	33,700	29,564		0
	c Other professional fees (attach schedule)	354,927	311,367		0
	17 Interest	5,707	0		0
	18 Taxes (attach schedule) (see instructions)	2,163	2,163		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,498	1,314		0
	22 Printing and publications				
	23 Other expenses (attach schedule)	3,642	3,195		0
	24 Total operating and administrative expenses. Add lines 13 through 23	462,221	358,973		47,624
	25 Contributions, gifts, grants paid	2,576,639			2,576,639
	26 Total expenses and disbursements. Add lines 24 and 25	3,038,860	358,973		2,624,263
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,953,715			
	b Net investment income (if negative, enter -0-)		632,695		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	2,006,079	1,295,893	1,295,893
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	5,147,502	 4,642,867	4,642,867
	b	Investments—corporate stock (attach schedule)	497,299	 4,099,594	4,375,868
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	35,900,517	 31,570,123	40,405,778
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	 12,194	 0	 0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	43,563,591	41,608,477	50,720,406	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	43,563,591	41,608,477	
	30	Total net assets or fund balances (see page 17 of the instructions)	43,563,591	41,608,477	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	43,563,591	41,608,477	

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 43,563,591
2	Enter amount from Part I, line 27a	2 -1,953,715
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 41,609,876
5	Decreases not included in line 2 (itemize) ▶ _____ 	5 1,399
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 41,608,477

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

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

2	Capital gain net income or (net capital loss)	<div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>	2	863,928
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	2,348,152	48,250,799	0 048666
2010	2,408,633	46,798,571	0 051468
2009	2,446,912	49,881,327	0 049055
2008	3,105,254	49,672,208	0 062515
2007	2,508,592	62,057,476	0 040424

2	Total of line 1, column (d).	2	0 252128
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050426
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	47,609,479
5	Multiply line 4 by line 3.	5	2,400,756
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,327
7	Add lines 5 and 6.	7	2,407,083
8	Enter qualifying distributions from Part XII, line 4.	8	2,624,263

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

Part VI

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		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	6,327
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	6,327
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	6,327
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	6,470	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	6,470
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	143
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-A

Statements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of THE ORGANIZATION Telephone no (252) 752-2111 Located at 5121 MARTIN LUTHER KING JR BLVD GREENVILLE NC ZIP +4 27834			
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		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country OC				

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 checked="" type="checkbox"/> Yes <input 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		1b	No
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	No
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? If "Yes," list the years 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.).		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

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

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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?

7b

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

2

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

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

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	7,002,841
b	Average of monthly cash balances.	1b	2,546,995
c	Fair market value of all other assets (see instructions).	1c	38,784,660
d	Total (add lines 1a, b, and c).	1d	48,334,496
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	48,334,496
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	725,017
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	47,609,479
6	Minimum investment return. Enter 5% of line 5.	6	2,380,474

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	2,380,474
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	6,327
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,327
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,374,147
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,374,147
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	2,374,147

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	2,624,263
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	2,624,263
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	6,327
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,617,936
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				2,374,147
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			2,347,573	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 2,624,263				
a Applied to 2011, but not more than line 2a			2,347,573	
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.				276,690
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				2,097,457
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV

Private Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

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

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

See Additional Data Table

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

b

The form in which applications should be submitted and information and materials they should include

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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)				
<div>a Paid during the year</div> <div>See Additional Data Table</div>				
<div>Total</div>			<div>3a</div>	2,576,639
<div>b Approved for future payment</div> <div>See Additional Data Table</div>				
<div>Total</div>			<div>3b</div>	725,357

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	6,910	
4 Dividends and interest from securities. . . .			14	230,190	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	863,928	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a See Additional Data Table					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). .		-43,211		1,128,356	0
13 Total. Add line 12, columns (b), (d), and (e).			13		1,085,145

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

*****	2013-12-09	*****	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Signature of officer or trustee	Date	Title	

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

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P01239083
	TERRY P NG	TERRY P NG			
	Firm's name <input type="checkbox"/>	TERRY NG CPA PLLC PO BOX 31084			Firm's EIN <input type="checkbox"/> 33-1031141
	Firm's address <input type="checkbox"/>	GREENVILLE, NC 278331084			Phone no (252) 756-6415

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ALASKA STUDENT LOAN 011855AU7 06-01-13/TD	P	2011-03-01	2013-06-03
BETTENDORF IOWA G/O 087671B69/TD	P	2012-03-27	2013-06-03
BROWNSVILLE PA 116304CH7/MB	P	2010-03-08	2012-11-15
CAMP HILL PA GO BDS 133879CM6/MB	P	2012-10-19	2013-05-15
CIT BANK CD 17284AHC5/TD	P	2010-11-16	2012-07-02
CLINTON CNTY PA 187496FH2/MB	P	2010-02-18	2012-10-03
COLUMBUS GA BLDG AUTH LEASE 199112CT8/MB	P	2012-08-17	2012-11-01
CONNECTICUT ST HSG 207748Z64 11-15-12/TD	P	2010-10-27	2012-11-15
DAUPHIN CNTY PA 238253WS3 8-1-12/TD	P	2010-08-03	2012-08-01
FANNIE MAE 3136G0CU3 04-23-13/TD	P	2012-04-04	2013-04-25
FED NATL MTG ASSN 3136FT2L2	P	2012-02-29	2013-03-13
FED NATL MTG ASSN 3136FT3X5	P	2012-03-02	2013-04-01
FEDERAL FARM CR BKS 31331KRX0 071912/TD	P	2012-01-17	2012-07-19
GEORGIA ST HSG 3735385M5 12-01-11/TD	P	2011-02-02	2012-08-15
GEORGIA ST HSG 373539DU6 06 01 13/TD	P	2010-11-16	2012-07-02
ISHARES S&P 500 GROWTH IDX FUND	P	2013-01-23	2013-04-24
ISHARES S&P 500 GROWTH IDX FUND_SLD#1	P	2013-01-23	2013-04-24
ISHARES S&P 500 GROWTH IDX FUND_SLD#2	P	2013-01-23	2013-04-24
KANSAS ST DEV 48542KY60 11-01-12/TD	P	2011-02-22	2012-11-01
LAKE CITY BANK CD 508176CC6/TD	P	2012-05-28	2013-04-29
MISSISSIPPI ST 605580HB8 8-1-18/TD	P	2010-09-08	2012-11-28
MUSCATINE IA ELEC REV 627270DQ1/TD	P	2012-03-30	2013-01-02
NEWYORK ST 64985YAK6 01 01 13/TD	P	2010-07-16	2013-01-02
NORFOLK VA 655867BU2/MB	P	2012-08-15	2013-03-01
NORTHGATE SCH DIST PA 666442EA2/MB	P	2010-03-24	2012-08-15
PENNSYLVANIA HSG 708793AX2/TD	P	2010-05-07	2012-10-14
PORTSMOUTH VA 7373REJ8 7-1-12/TD	P	2010-08-30	2012-07-02
SOUTH CAROLINA ST G/O SER A 83710DPE2/TD	P	2012-03-27	2013-01-02
SPRING-FORD PA SCH 849534PR7/MB	P	2012-10-12	2013-06-03
STATE PUB SCH PA MISC REV BDS 857322VY4/MB	P	2012-03-13	2012-11-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TEXAS ST GO 8827214E0 08-01-12/TD	P	2010-10-27	2012-08-02
US TREASURY INFL IX 912828KM1/MB	P	2009-09-28	2012-09-24
VANGUARD EM MKTS ETF	P	2012-10-26	2013-02-19
VANGUARD INFO TECH IDX	P	2012-02-17	2013-06-03
WASHINGTON PA 938803CR2	P	2009-02-24	2013-06-03
WAYNE HIGHLANDS PA SCH 946056LZ9/MB	P	2012-11-16	2013-04-01
SALE OF INTEREST IN AXA SECONDARY FUND III	P	2004-07-06	2013-06-30
SALE OF INTEREST IN SAMLYN OFFSHORE	P	2009-04-14	2013-04-09
SALE OF INTEREST IN FRONTPOINT ENERGY PARTNERS	P	2007-03-26	2012-12-17
SALE OF INTEREST IN EVEREST CAPITAL CLASS A-1 SERIES	P	2006-08-01	2013-04-18
SALE OF INTEREST IN EVEREST CAPITAL CLASS A SERIES	P	2005-08-01	2013-04-18
SALE OF INTEREST IN PICTET INTERNATIONAL FUND	P	2007-11-30	2012-11-09
FROM CHATHAM K-1	P		2012-12-31
FROM PICTET K-1	P		2012-12-31
FROM PRIVATE ADVISORS PRIVATE EQUITY K-1	P		2012-12-31
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
130,000		130,000	0
50,000		50,000	0
195,000		195,000	0
55,000		55,000	0
55,000		55,000	0
105,000		105,000	0
85,000		85,304	-304
100,000		100,000	0
50,000		50,000	0
50,000		50,000	0
100,000		100,000	0
100,000		100,000	0
100,000		98,380	1,620
65,000		65,000	0
75,000		75,969	-969
376,790		348,730	28,060
16,626		15,393	1,233
141,386		130,841	10,545
85,000		85,000	0
150,000		150,000	0
103,068		101,509	1,559
75,000		75,000	0
200,000		200,000	0
100,000		100,000	0
60,000		60,000	0
60,000		60,000	0
250,000		250,000	0
50,000		50,000	0
85,000		85,000	0
50,000		50,000	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
100,000		100,000	0
332,556		298,874	33,682
1,028,807		994,589	34,218
255,340		233,272	22,068
100,000		100,000	0
90,000		90,543	-543
359,669			359,669
322,876			322,876
18,687			18,687
224,524			224,524
183,910			183,910
		178,336	-178,336
		182,249	-182,249
		32,624	-32,624
13,077			13,077
3,225			3,225

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

[illegible]

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			0
			33,682
			34,218
			22,068
			0
			-543
			359,669
			322,876
			18,687
			224,524
			183,910
			-178,336
			-182,249
			-32,624
			13,077
			3,225

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EDWARD C SMITH JR	PRESIDENT/DIRECTOR 3 00	0	0	0
2961 LANDING CIRCLE GRIMESLAND,NC 27837				
CHRISTOPHER B SMITH	VICE PRES /DIRECTOR 8 00	330,823	0	0
1152 PINEHURST DRIVE CHAPEL HILL,NC 27517				
JO A SMITH	SECRETARY/DIRECTOR 2 00	0	0	0
2961 LANDING CIRCLE GRIMESLAND,NC 27837				
KRISTIN CARROLL	DIRECTOR 1 00	0	0	0
605 CARNOUSTIE DRIVE GREENVILLE,NC 27858				
LAURENCE S GRAHAM	DIRECTOR 1 00	10,000	0	0
PO BOX 7384 GREENVILLE,NC 23845				
HERMAN SIMON	DIRECTOR 1 00	24,000	0	0
3720 SOUTH OCEAN BOULEVARD 602 HIGHLAND BEACH,FL 33487				

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

EDWARD C SMITH JR
CHRISTOPHER B SMITH

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ACUMEN FUND INC 76 NINTH AVENUE SUITE 315 NEW YORK,NY 10011	NONE	PUBLIC CHARITY	FUND DRIVE	500
AFRICA YOGA PROJECT PO BOX 69 WOODSTOCK,NY 12498	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
ALPHA PHI-ZETA THETA FOUNDATION 1930 SHERMAN AVENUE EVANSTON,IL 60201	NONE	PUBLIC CHARITY	FUND DRIVE	250
ALZHEIMBER'S NORTH CAROLINA INC 2445 STATONSBURG ROAD SUITE C GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	DISEASE PREVENTION PROGRAM	6,000
AMERICAN CHILDREN'S HOME PO BOX 1288 LEXINGTON,NC 272931288	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	1,000
AMERICAN HEART ASSOCIATION 101 CENTRE PORT DRIVE GREENSBORO,NC 27409	NONE	PUBLIC CHARITY	DISEASE PREVENTION PROGRAM	1,000
AMERICAN RED CROSS 601-F COUNTRY CLUB DRIVE GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	FUND DRIVE	22,000
AUTISM SOCIETY OF NORTH CAROLINA 505 OBERLIN ROAD SUITE 230 RALEIGH,NC 276051345	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
BATH HIGH SCHOOL PRESERVATION PO BOX 14900 BATH,NC 27808	NONE	PUBLIC CHARITY	FUND DRIVE	64,000
BETA CHAPTER OF PDT INC PO BOX 7007 ALBERT LEA,MN 560078007	NONE	PUBLIC CHARITY	FUND DRIVE	500
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DRIVE ORLANDO,FL 32832	NONE	PUBLIC CHARITY	FUND DRIVE	7,500
CARENET COUNSELING EAST 3219 LANDMARK STREET GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	FUND DRIVE	4,000
CAROLINA COASTAL CLASSROOMS INC 501 EAST FRONT STREET NEW BERN,NC 28560	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
CAROLINA FOR KIBERA 301 PITTSBORO STREET SUITE 3002 CAMPUS BOX 5145 CHAPEL HILL,NC 27599	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
CATCH-A-DREAM FOUNDATION PO BOX 6280 MISSISSIPPI STATE,MS 39762	NONE	PUBLIC CHARITY	FUND DRIVE	12,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CENTER FOR FAMILY VIOLENCE PREVENTION PO BOX 8429 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	FUND DRIVE	3,000
CHAPEL HILL DUCKS UNLIMITED 6310 ACOM RIDGE TRAIL HILLSBOROUGH,NC 27278	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	500
CHARLOTTE COUNTRY DAY SCHOOL 1440 CARMEL ROAD CHARLOTTE,NC 282265096	NONE	PUBLIC CHARITY	EDUCATIONAL	3,500
CHARLOTTE MECKLENBURG LIBRARY 310 NORTH TRYON STREET CHARLOTTE,NC 28202	NONE	PUBLIC CHARITY	EDUCATIONAL	2,500
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVENUE ANNAPOLIS,MD 21403	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	1,000
CHILDREN'S SCHOLARSHIP FUND-CHARLOTTE FOUNDATION FOR THE CAROLINAS 220 NORTH TRYON STREET CHARLOTTE,NC 28202	NONE	PUBLIC CHARITY	EDUCATIONAL	1,500
CHRIST COVENANT SCHOOL 4889 OLD TAR ROAD WINTERVILLE,NC 28590	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
CHURCH OF THE GOOD SHEPARD 2425 N MARKET STREET WASHINGTON,NC 278899045	NONE	PUBLIC CHARITY	FUND DRIVE	6,000
CLEAN AIR CAROLINA PO BOX 5311 CHARLOTTE,NC 28299	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	2,500
COASTAL CONSERVATION ASSOCIATION PO BOX 58629 RALEIGH,NC 27658	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	20,000
COMMUNITIES IN SCHOOLS - CHARLOTTE 601 EAST 5TH ST 301 CHARLOTTE,NC 28202	NONE	PUBLIC CHARITY	EDUCATIONAL	2,500
COMPASSION INTERNATIONAL 12290 VOYAGER PARKWAY COLORADO SPRINGS,CO 80921	NONE	PUBLIC CHARITY	FUND DRIVE	500
CONGRESSIONAL SPORTSMEN'S FOUNDATION 110 NORTH CAROLINA AVENUE SE WASHINGTON,DC 20003	NONE	PUBLIC CHARITY	FUND DRIVE	27,500
CONSERVATION TRUST FOR NC 1028 WASHINGTON STREET RALEIGH,NC 27605	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	2,000
COUNCIL FOR CHILDREN'S RIGHTS 601 EAST 5TH AVE SUITE 510 CHARLOTTE,NC 28202	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	2,500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
COUNCIL ON FOUNDATIONS 1828 L STREET NW SUITE 300 WASHINGTON,DC 20036	NONE	PUBLIC CHARITY	FUND DRIVE	6,110
CRISIS ASSISTANCE MINISTRY 500-A SPRATT STREET CHARLOTTE,NC 28206	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
CROSS TRAIL OUTFITTERS - MIKE ARNOLD MINISTRIES PO BOX 706 PLYMOUTH,NC 27962	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
CYPRESS GLEN RETIREMENT COMMUNITY 100 HICKORY STREET GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
DEAN R O'NEILL RENAL CELL CANCER RESEARCH FUND 9650 ROCKVILLE PIKE BETHESDA,MD 20814	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
DUCKS UNLIMITED 3294 ASHLEY PHOSPHATE ROAD SUITE 1-F NORTH CHARLESTON,SC 29418	NONE	PUBLIC CHARITY	FUND DRIVE	4,000
DUCKS UNLIMITED - CHILDRESS VINEYARDS 136 GROUCHER WAY CHURCHVILLE,MD 21028	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
DURHAM ADADEMY DEVELOPMENT OFFICE 3601 RIDGE ROAD DURHAM,NC 27705	NONE	PUBLIC CHARITY	FUND DRIVE	9,750
EAST CAROLINA COUNCIL BSA PO BOX 1698 KINSTON,NC 285031698	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
EAST CAROLINA MUSICAL ARTS EDUCATION FOUNDATION PO BOX 1924 GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	500
ECU EDUCATIONAL FOUNDATION 77 MINGES COLISEUM GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	EDUCATIONAL	18,679
ECU FOUNDATION 2200 SOUTH CHARLES BLVD MAIL STOP 301 GREENVILLE,NC 278584353	NONE	PUBLIC CHARITY	EDUCATIONAL	118,000
ECU JOYNER LIBRARY 2400 JOYNER LIBRARY MAIL STOP 516 GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
ECU MEDICAL AND HEALTH SCIENCES FOUNDATION INC 525 MOYE BLVD GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	EDUCATIONAL	103,490
EDWARD C SMITH SR CIVIC CENTER 217 SOUTH MAIN STREET LEXINGTON,NC 27292	NONE	PUBLIC CHARITY	FUND DRIVE	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
FELLOWSHIP OF CHRISTIAN ATHLETES - LACROSSE 913 RIDGEBROOK ROAD SUITE 300 SPARKS,MD 21152	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
FELLOWSHIP OF CHRISTIAN ATHLETES 740 GREENVILLE BLVD SUITE 400 GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	3,500
FELLOWSHIP OF CHRISTIAN ATHLETES 6511 CREEDMORE ROAD SUITE 206 RALEIGH,NC 27613	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
FISCHER CENTER FOR ALZHEIMER'S - RESEARCH FOUNDATION 199 WATER STREET 23RD FLOOR NEW YORK,NY 10038	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
FRIENDS OF BATH COMMUNITY LIBRARY INC PO BOX 160 BATH,NC 27808	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
FRIENDS OF GREENVILLE GREENWAYS PO BOX 2544 GREENVILLE,NC 27836	NONE	PUBLIC CHARITY	FUND DRIVE	1,800
FRIENDS OF SPOONERS CREEK ASSOCIATION 3427 LAKEVIEW TRAIL KINSTON,NC 28504	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
FRIENDS OF THE NC MARITIME MUSEUM 315 FRONT STREET BEAUFORT,NC 28516	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
FRIENDS OF THE NC MUSEUM OF NATURAL SCIENCE PO BOX 26928 RALEIGH,NC 276116928	NONE	PUBLIC CHARITY	FUND DRIVE	2,000
FRIENDS OF THE QUEEN ANNE'S REVENGE PO BOX 2249 BEAUFORT,NC 28516	NONE	PUBLIC CHARITY	EDUCATIONAL	75,000
GO-SCIENCE PO BOX 3824 GREENVILLE,NC 27836	NONE	PUBLIC CHARITY	EDUCATIONAL	50,000
GRANDFATHER HOME FOR CHILDREN PO BOX 98 BANNER ELK,NC 28604	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
GREATER GREENVILLE FOUNDATION PO BOX 20154 GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	202,500
GREENSBORO COLLEGE SOCIETY 815 WEST MARKET STREET GREENSBORO,NC 27401	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
GREENVILLE COMMUNITY SHELTER PO BOX 687 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	FUND DRIVE	5,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GREENVILLE MUSEUM OF ART 9802 SOUTH EVANS STREET GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	FUND DRIVE	6,000
GREENVILLE PUBLIC ACCESS TV 300-B ARLINGTON BLVD GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
GREENVILLE ROTARY CLUB 4102 HARDWICK COURT GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	FUND DRIVE	250
GRIFTON SCHOOL 513 MCCRAE STREET GRIFTON,NC 28530	NONE	PUBLIC CHARITY	EDUCATIONAL	5,150
HABITAT FOR HUMANITY 210 E 14TH STREET GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	20,503
HISTORIC PRESERVATION FOUNDATION OF NC PO BOX 27644 RALEIGH,NC 27611	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
HOSPICE OF DAVIDSON COUNTY INC PO BOX 1941 LEXINGTON,NC 272931941	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
HUMANE SOCIETY OF EASTERN CAROLINA 3520 TUPPER DRIVE GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
HUNTERS HELPING KIDS 223 HOLLY DRIVE WASHINGTON,NC 27889	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
INDEPENDENT COLLEGE FUND OF NC 863 WASHINGTON STREET RALEIGH,NC 27605	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
JOHN LOCKE FOUNDATION 200 W MORGAN ST 200 RALEIGH,NC 27601	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
JUVENILE DIABETES RESEARCH FOUNDATION - PIEDMONT TRIAD CHAPTER 312 N EUGENE STREET SUITE D GREENSBORO,NC 27401	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	500
KAPADIA EDUCATION FOUNDATION 3000 EAST OJAI AVENUE OJAI,CA 93023	NONE	PUBLIC CHARITY	SCHOLARSHIP	600
KENAN-FLAGLER BUSINESS SCHOOL FOUNDATION CAMPUS BOX 3490 MCCOLL BUILDING CHAPEL HILL,NC 275993490	NONE	PUBLIC CHARITY	EDUCATIONAL	2,500
LITTLE WASHINGTON SAILING CLUBDOWNTOWN WASHINGTON ON THE WATERFRONT 102 EAST 2ND STREET SUITE 311A WASHINGTON,NC 27889	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LOAVES AND FISHES PO BOX 11234 CHARLOTTE,NC 282201234	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
LOVE MEMORIAL BAPTIST CHURCH 192 WOODLAND CHURCH ROAD GOLDSBORO,NC 27530	NONE	PUBLIC CHARITY	FUND DRIVE	10,000
MAINE ADAPTIVE SPORTS & RECREATION - SUNDAY RIVER SKI RESORT 8 SUNDANCE LANE NEWRY,ME 042613228	NONE	PUBLIC CHARITY	FUND DRIVE	3,000
MARBLES KIDS MUSEUM 201 E HARGETT STREET RALEIGH,NC 27601	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
MARINE TOYS FOR TOTS FOUNDATION 715 BROADWAY ST PO BOX 1947 QUANTICO,VA 22134	NONE	PUBLIC CHARITY	FUND DRIVE	500
MARTIN COUNTY ARTS COUNCIL PO BOX 1134 WILLIAMSTON,NC 27892	NONE	PUBLIC CHARITY	FUND DRIVE	6,000
MECKED 129 WTRADE STREET SUITE 1555 CHARLOTTE,NC 28202	NONE	PUBLIC CHARITY	FUND DRIVE	1,500
METHODIST HOME FOR CHILDREN FOUNDATION 1041 WASHINGTON STREET RALEIGH,NC 276051259	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	1,000
MUSIC ACADEMY OF EASTERN NORTH CAROLINA 1400 RED BANKS ROAD GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	1,500
NATHANIEL'S HOPE 2300 JETPORT DRIVE ORLANDO,FL 32809	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
NATIONAL WILD TURKEY FEDERATION PO BOX 530 EDGEFIELD,SC 298240530	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	500
NC CHILDREN'S PROMISE - THE MEDICAL FOUNDATION OF NC INC CAMPUS BOX 7237 CHAPEL HILL,NC 27514	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	15,580
NC COASTAL FEDERATION 3609 HIGHWAY 24 NEWPORT,NC 28570	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	20,000
NC COASTAL LAND TRUST 131 RACINE DRIVE WILMINGTON,NC 28403	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	6,750
NC FFA FOUNDATION - NCSU BOX 7654 RALEIGH,NC 27695	NONE	PUBLIC CHARITY	EDUCATIONAL	4,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NC HIGH SCHOOL ATHLETIC ASSOCIATION PO BOX 3216 CHAPEL HILL, NC 275153216	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
NC MUSEUM OF HISTORY 5 EAST EDENTON ST 4650 MAIL SERVICE CENTER RALEIGH, NC 276994650	NONE	PUBLIC CHARITY	FUND DRVIE	2,000
NC WESLEYAN COLLEGE - THE MAULDIN SCHOLARSHIP FUND 3400 WESLEYAN BLVD ROCKY MOUNT, NC 27804	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
NEW LIFE MINISTRIES INC 1028 WASHINGTON STREET RALEIGH, NC 276906599	NONE	PUBLIC CHARITY	FUND DRIVE	2,000
NORTH CAROLINA OPERA 612 WADE AVENUE SUITE 100 RALEIGH, NC 27605	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
NRA CIVIL RIGHTS DEFENSE FUND 11250 WAPLES MILL ROAD FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	FUND DRIVE	50,000
NRA FREEDOM ACTION FOUNDATION 11250 WAPLES MILL ROAD FAIRFAX, VA 22030	NONE	PUBLIC CHARITY	FUND DRIVE	50,000
OAK RIDGE MILITARY ACADEMY PO BOX 498 OAK RIDGE, NC 273100498	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
ORANGE COUNTY ANIMAL SERVICES CENTER 1601 EUBANKS ROAD CHAPEL HILL, NC 27516	NONE	PUBLIC CHARITY	FUND DRIVE	1,500
PAMLICO TAR RIVER FOUNDATION PO BOX 1854 WASHINGTON, NC 27889	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	55,000
PITT COMMUNITY COLLEGE FOUNDATION PO DRAWER 7007 GREENVILLE, NC 27835	NONE	PUBLIC CHARITY	EDUCATIONAL	1,082
PITT COUNTY COUNCIL ON AGING INC 4551 COUNTY HOME ROAD GREENVILLE, NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
PLANNED PARENTHOOD 100 S BOYLAN AVE RALEIGH, NC 27603	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
PROJECT POTENTIALLEXINGTON EDUC ASSOC PO BOX 1823 LEXINGTON, NC 27293	NONE	PUBLIC CHARITY	EDUCATIONAL	3,500
PROVIDENCE DAY SCHOOL - DEVELOPMENT OFFICE 5800 SARDIS ROAD CHARLOTTE, NC 28270	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PUBLIC RADIO EAST 800 COLLEGE COURT NEW BERN, NC 28562	NONE	PUBLIC CHARITY	FUND DRIVE	5,100
QUALITY DEER MANAGEMENT ASSOCIATION PO BOX 160 BOGART, GA 30622	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
REFORMED UNIVERSITY FELLOWSHIP (RUF) 1700 N BROWN ROAD SUITE 104 LAWRENCEVILLE, GA 300438143	NONE	PUBLIC CHARITY	FUND DRIVE	6,000
ROBERT BRUTON MEMORIAL SCHOLARSHIP FUND - AMERICAN CHILDREN'S HOME PO BOX 1288 LEXINGTON, NC 272931288	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	500
RONALD MCDONALD HOUSE OF CHAPEL HILL 101 OLD MASON FARM ROAD CHAPEL HILL, NC 27157	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	25,000
SEA GULL AND SEAFARER FUND 218 SEA GULL LANDING ARAPAHOE, NC 28510	NONE	PUBLIC CHARITY	FUND DRIVE	50,000
SERVICE LEAGUE OF GREENVILLE 921 CHESAPEAKE PLACE GREENVILLE, NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
SHEPPARD MEMORIAL LIBRARY 530 EVANS STREET GREENVILLE, NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	2,000
SOUTHERN PITT DUCKS UNLIMITED 6191 BLOUNT HALL RD GRIFTON, NC 28530	NONE	PUBLIC CHARITY	FUND DRIVE	840
SPAY TODAY INC 4550-B COUNTY HOME ROAD GREENVILLE, NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
SPECIAL OPERATIONS WARRIOR PO BOX 13483 TAMPA, FL 33681	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
SPORTSWORKS MINISTRY INC PO BOX 8031 GREENVILLE, NC 278358031	NONE	PUBLIC CHARITY	FUND DRIVE	3,000
ST JAMES UNITED METHODIST CHURCH 2000 EAST SIXTH STREET GREENVILLE, NC 278582915	NONE	PUBLIC CHARITY	FUND DRIVE	95,000
ST MICHAEL AND ALL ANGELS EPISCOPAL CHURCH 6408 BRIDGEWOOD ROAD COLUMBIA, SC 29206	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
ST PAUL'S EPISCOPAL CHURCH 410 E FOURTH STREET GREENVILLE, NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TAR RIVER LAND CONVSERVANCY PO BOX 1161 LOUISBURG,NC 27549	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	61,000
TEEN HEALTH CONNECTION 251 EASTWAY DRIVE CHARLOTTE,NC 28213	NONE	PUBLIC CHARITY	FUND DRIVE	2,500
THE CHILDRESS INSTITUTE FOR PEDIATRIC TRAUMA WAKE FOREST UNIVERSITY BAPTIST MEDICAL CENTER WINSTONSALEM,NC 271571021	NONE	PUBLIC CHARITY	FUND DRIVE	50,000
THE DOE FUND 232 EAST 84TH STREET NEW YORK,NY 10028	NONE	PUBLIC CHARITY	FUND DRIVE	1,500
THE EDUCATIONAL CENTER 6357 CLAY ROAD ST LOUIS,MO 63117	NONE	PUBLIC CHARITY	EDUCATIONAL	500
THE FOOD BANK OF CENTRAL & EASTERN NC 3808 TARHEEL DRIVE RALEIGH,NC 27609	NONE	PUBLIC CHARITY	FUND DRIVE	30,000
THE HILL CENTER 3200 PICKETT ROAD DURHAM,NC 27705	NONE	PUBLIC CHARITY	FUND DRIVE	350
THE JESSE HELMS CENTER FOUNDATION PO BOX 188 WINGATE,NC 28714	NONE	PUBLIC CHARITY	FUND DRIVE	2,000
THE JOHN W POPE CENTER 333 E SIX FORKS ROAD SUITE 150 RALEIGH,NC 27609	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
THE MICHAEL J FOX FOUNDATION PO BOX 780 NEW YORK,NY 100080780	NONE	PUBLIC CHARITY	DISEASE PREVENTION PROGRAM	52,150
THE NATURE CONSERVANCY 4705 UNIVERSITY DRIVE SUITE 290 DURHAM,NC 27707	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	5,000
THE NORTH CAROLINA SYMPHONY 3700 GLENWOOD AVENUE RALEIGH,NC 27612	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
THE SALVATION ARMY PO BOX 30280 GREENVILLE,NC 27833	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
THE SON SET REFUGE 1380 LOWER FIELD ROAD AYDEN,NC 28513	NONE	PUBLIC CHARITY	FUDN DRIVE	17,500
TOYS FOR TOTS - ORANGE COUNTY PO BOX 8181 HILLSBOROUGH,NC 27278	NONE	PUBLIC CHARITY	FUND DRIVE	1,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
TRIANGLE COMMUNITY FOUNDATION 324 BLACKWELL STREET SUITE 1220 DURHAM,NC 27701	NONE	PUBLIC CHARITY	FUND DRIVE	500
TRICKLE UP PROGRAM 104 WEST 27TH STREET 12TH FLOOR NEW YORK,NY 100016210	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
TUFTS UNIVERSITYUNIVERSITY ADVANCEMENT - TUFTS TELEFUND 80 GEORGE STREET SUITE 300-7 MEDFORD,MA 02155	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
UNC - TV PO BOX 14900 RESEARCH TRIANGLE PARK,NC 277099751	NONE	PUBLIC CHARITY	EDUCATIONAL	10,000
UNC EDUCATIONAL FOUNDATION PO BOX 2446 CHAPEL HILL,NC 27515	NONE	PUBLIC CHARITY	EDUCATIONAL	674,680
UNC FRIENDS OF THE LIBRARY CAMPUS BOX 3900 DAVIS LIBRARY CHAPEL HILL,NC 275148890	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	5,000
UNC INSTITUTE FOR THE ENVIRONMENT CAMPUS BOX 1105 CHAPEL HILL,NC 257991105	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
UNC LINEBERGER CANCER CENTER CAMPUS BOX 7295 CHAPEL HILL,NC 275997295	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	49,025
UNC SCHOOL OF MEDICINE CAMPUS BOX 7120 SLEEP TECHNOLOGY BS PROGRAM DEV FUND CHAPEL HILL,NC 275997120	NONE	PUBLIC CHARITY	EDUCATIONAL	18,000
UNC SCHOOL OF MEDICINE DEPT OF ALLIED HEALTH SERVICES CAMPUS BOX 7120 CHAPEL HILL,NC 27599	NONE	PUBLIC CHARITY	EDUCATIONAL	67,500
UNC-CHAPEL HILL OFFICE OF UNIVERSITY DEVELOPMENT PO BOX 309 CHAPEL HILL,NC 27514	NONE	PUBLIC CHARITY	EDUCATIONAL	1,000
UNITED METHODIST RETIREMENT HOMES INC 2600 CROSSDAILE FARM PARKWAY SUITE A-500 DURHAM,NC 27705	NONE	PUBLIC CHARITY	FUND DRIVE	100,000
UNITED SERVICE ORGANIZATIONS INC (USO) PO BOX 96860 WASHINGTON,DC 200906860	NONE	PUBLIC CHARITY	FUND DRIVE	2,000
UNITED WAY OF PITT COUNTY PO BOX 1028 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	FUND DRIVE	10,000
UPTOWN GREENVILLE ASSOCIATION 301 SOUTH EVANS STREET SUITE 101 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	FUND DRIVE	5,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
VIDANT MEDICAL CENTER - CANCER CARE PO BOX 6028 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	DISEASE PREVENTION PROGRAM	1,000
VIDANT MEDICAL CENTER FOUNDATION PO BOX 8489 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	FUND DRIVE	20,000
VIRGINIA EPISCOPAL SCHOOL PO BOX 408 LYNCHBURG,VA 24505	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
WOMEN FOR WOMEN FUND PO BOX 20459 GREENVILLE,NC 27858	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
WOMEN'S IMPACT FUND 220 NORTH TRYON STREET CHARLOTTE,NC 28202	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
WOUNDED WARRIOR PROJECT PO BOX 758517 TOPEKA,KS 66675	NONE	PUBLIC CHARITY	FUND DRIVE	1,500
YMCA OF THE TRIANGLE AREA 1603 HILLSBOROUGH STREET RALEIGH,NC 27605	NONE	PUBLIC CHARITY	FUND DRIVE	1,000
YOUNG LIFE - PAMLICO CHAPTER PO BOX 1682 WASHINGTON,NC 27889	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
YOUNG LIFE OF PITT COUNTY PO BOX 3738 GREENVILLE,NC 27836	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	1,500
YWCA CENTRAL CAROLINAS - FAMILIES TOGETHER PROGRAM 3420 PARK RD CHARLOTTE,NC 28209	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	2,500
Total ▶ 3a				2,576,639

Form 990PF Part XV Line 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)				
b <i>Approved for future payment</i>				
CAMP DON LEE315 CAMP DON LEE ROAD ARAPAHOE,NC 28510	NONE	PUBLIC CHARITY	FUND DRIVE	50,000
ECU ENDOWED SCHOLARSHIP FUND GREENVILLE CENTRE SUITE 1100 2200 S CHARLES BLVD GREENVILLE,NC 278584353	NONE	PUBLIC CHARITY	EDUCATIONAL	40,000
ECU MEDICAL FOUNDATION - MEDICAL ASSISTANCE FUND525 MOYE BLVD GREENVILLE,NC 27834	NONE	PUBLIC CHARITY	EDUCATIONAL	20,000
FELLOWSHIP OF CHRISTIAN ATHLETES - UNC CHAPLAIN (FOOTBALL)6511 CREEDMORE ROAD SUITE 206 RALEIGH,NC 27613	NONE	PUBLIC CHARITY	FUND DRIVE	10,000
FRIENDS OF THE QUEEN ANNE'S REVENGEPO BOX 2249 BEAUFORT,NC 28516	NONE	PUBLIC CHARITY	EDUCATIONAL	75,000
GRIFTON MISSION MINISTRIES 6499 HIGHLAND BLVD GRIFTON,NC 28530	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
MARBLES KIDS MUSEUM201 E HARGETT STREET RALEIGH,NC 27601	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
NATIONAL WILD TURKEY FOUNDATIONPO BOX 530 EDGEFIELD,SC 298240530	NONE	PUBLIC CHARITY	ENVIRONMENTAL PRESERVATION	500
NC CHILDRENS SOCIETYCAMPUS BOX 7237 CHAPEL HILL,NC 27514	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	2,000
NC HIGH SCHOOL ATHLETIC ASSOCIATIONPO BOX 3216 CHAPEL HILL,NC 275153216	NONE	PUBLIC CHARITY	FUND DRIVE	5,000
RONALD MCDONALD HOUSE OF CHAPEL HILL101 OLD MASON FARM ROAD CHAPEL HILL,NC 27157	NONE	PUBLIC CHARITY	CHILDRENS SERVICES	25,000
ST JAMES UNITED METHODIST CHURCH2000 EAST SIXTH STREET GREENVILLE,NC 278582915	NONE	PUBLIC CHARITY	FUND DRIVE	50,000
UNC EDUCATIONAL FOUNDATION PO BOX 2446 CHAPEL HILL,NC 27515	NONE	PUBLIC CHARITY	EDUCATIONAL	5,000
UNC EDUCATIONAL FOUNDATION - CAROLINA BASKETBALL FAMILY FUNDPO BOX 2446 CHAPEL HILL,NC 27515	NONE	PUBLIC CHARITY	EDUCATIONAL	240,000
UNC EXCELLENCE FUNDPO BOX 2446 CHAPEL HILL,NC 27515	NONE	PUBLIC CHARITY	EDUCATIONAL	42,857
UNC PROFESSORSHIP - ANESTHESEOLOGYCAMPUS BOX 7295 DAVIS LIBRARY CHAPEL HILL,NC 275148890	NONE	PUBLIC CHARITY	CHILDREN'S SERVICES	20,000
VIDANT MEDICAL FOUNDATION - CANCER CENTERPO BOX 8489 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	DISEASE PREVENTION PROGRAM	30,000
PITT COMMUNITY COLLEGE FOUNDATIONPO DRAWER 7007 GREENVILLE,NC 27835	NONE	PUBLIC CHARITY	EDUCATIONAL	100,000
Total			3b	725,357

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a PRIVATE ADVISER PRIVATE EQUITY OTHER INCOME			14	7,911	
b PRIVATE ADVISER PRIVATE EQUITY OTHER INCOME-UBTI	525990	1,763			
c THE CEDARS OTHER INCOME			14	49,544	
d CHATHAM OTHER INCOME			14	0	
e CHATHAM OTHER INCOME - UBTI	525990	-13,421			
f BELL WRANGLER OTHER INCOME			14	-6,171	
g BELL WRANGLER OTHER INCOME - UBTI	525990	-32,943			
h PICTET OTHER INCOME			14	-2,387	
i GREENSPRING GLOBAL OTHER INCOME			14	-24,769	
j GREENSPRING GLOBAL OTHER INCOME - UBTI	525990	1,390			
k FEDERAL TAX REFUND			01	3,200	

TY 2012 Accounting Fees Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	33,700	29,564		0

TY 2012 General Explanation Attachment

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Identifier	Return Reference	Explanation
COMPENSATION OF OFFICERS AND DIRECTORS	990-PF, PART I, LINE 13	SEE 990-PF, PART VIII, LINE 1 AND STATEMENT 17 FOR ADDITIONAL DETAIL

Identifier	Return Reference	Explanation
INFORMATION ABOUT OFFICERS AND DIRECTORS	990-PF, PART VIII, LINE I	THE DIRECTORS RECEIVE NO COMPENSATION FOR THEIR SERVICES TO THE FOUNDATION AS AN OFFICER AND DIRECTOR, BUT RATHER THE AMOUNTS LISTED ARE PROVIDED FOR SPECIFIC LEGAL, CONSULTING, AND INVESTMENT ADVISORY SERVICES TO THE FOUNDATION PROVIDED BY COMPANIES OWNED (IN PART IF APPLICABLE) BY THE DIRECTOR AMOUNTS PAID TO ENTITIES THAT HAVE A PRINCIPAL WHO IS ALSO A DIRECTOR OF THE FOUNDATION LEGAL FEES PAID TO LAURENCE S GRAHAM AND GRAHAM, NUCKOLLS, AND BROWN (LAURENCE S GRAHAM, PRINCIPAL) \$10,000CONSULTING FEES PAID TO SIMON INVESTMENT ADVISORY SERVICES (HERMAN SIMON, PRINCIPAL) \$24,000INVESTMENT ADVISORY FEES PAID TO SAFE HARBOR FAMILY CAPITAL, LLC (CHRISTOPHER B SMITH, PRINCIPAL) \$330,823

Identifier	Return Reference	Explanation
LEGAL, ACCOUNTING, OTHER PROFESSIONAL FEES	990-PF, PART I, LINES 16 A, B, C	AMOUNTS PAID TO ENTITIES THAT HAVE A PRINCIPAL WHO IS ALSO A DIRECTOR THESE PAYMENTS FIT WITHIN THE PERSONAL SERVICES EXCEPTION TO THE SELF-DEALING RULES SEE STATEMENT 17 FOR FURTHER DETAIL

**TY 2012 Investments Corporate
Stock Schedule****Name:** EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC**EIN:** 56-1844198

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS-MUTUAL FUNDS	4,099,594	4,375,868

TY 2012 Investments Government Obligations Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

**US Government Securities - End of
Year Book Value:**

0

**US Government Securities - End of
Year Fair Market Value:**

0

**State & Local Government
Securities - End of Year Book
Value:**

4,642,867

**State & Local Government
Securities - End of Year Fair
Market Value:**

4,642,867

TY 2012 Investments - Other Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC
 EIN: 56-1844198

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALLBLUE LTD	AT COST	50,000	2,459,373
ARMAJARO COMMODITIES FUND	AT COST	1,250,000	1,295,542
AVENUE EUROPE	AT COST	449,188	70,722
AXA SECONDARY FUND III	AT COST	0	716,126
AXA SECONDARY FUND V	AT COST	1,158,915	1,526,431
BELL WRANGLER	AT COST	2,374,261	5,066,087
CAPITAL CREDIT OPP FUND	AT COST	1,000,000	1,276,705
CEDARS	AT COST	151,886	400,000
CEVIAN CAPTIAL II	AT COST	2,500,000	2,662,250
CHATHAM	AT COST	267,052	334,841
CORRIENTE CHINA OPP OFFSHORE II	AT COST	1,000,000	742,096
ESG DOMESTIC OPP OS FUND	AT COST	1,000,000	1,004,549
ETON PARK OVERSEAS FUND	AT COST	1,506,109	1,986,438
EVEREST CAPITAL CLASS	AT COST	0	0
FORESTER OFFSHORE	AT COST	2,742,787	3,316,109
FORESTER OPPORTUNITIES LTD	AT COST	1,500,000	1,563,212
GREENSPRING GLOBAL V-B	AT COST	387,100	468,425
LEGG MASON REAL ESTATE CAPITAL II	AT COST	2,170,785	2,867,092
LUXOR CAPITAL PARTNERS	AT COST	1,746,284	2,094,165
METCAPITAL	AT COST	1,000,000	1,383,513
MOON CAPITAL GLOBAL	AT COST	813,789	1,472,725
MORROCROFT SPECIAL OPP FUND II	AT COST	1,500,000	1,880,546
NEON LIBERTY EMERGING MKTS FUND	AT COST	1,000,000	1,009,667
OSPARAIE	AT COST	1,083,783	184,184
OZ ASIA	AT COST	559,723	87,946
OZ EUROPE	AT COST	411,581	41,624
OZ OVERSEAS FUND II	AT COST	1,795,509	3,322,279
PICTET FUND	AT COST	0	0
PIPE EQUITY	AT COST	464,442	493,451
PRIVATE ADVISORS-PRI EQUITY FUND	AT COST	97,539	292,738

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROUNDTABLE GLOBAL FUND	AT COST	1,333,116	130,668
SAMLYN OFFSHORE	AT COST	0	0
SJC ONSHORE DIRECT LENDING FUND II	AT COST	256,274	256,274

TY 2012 Legal Fees Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	12,960	11,370		0

TY 2012 Other Assets Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
IN-TRANSIT RECEIVABLES FROM INVESTMENTS	12,194	0	0

TY 2012 Other Decreases Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Description	Amount
OTHER DECREASES NOT INCLUDED	1,399

TY 2012 Other Expenses Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	3,644	3,197		0
ROUNDING	-2	-2		0

TY 2012 Other Income Schedule**Name:** EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC**EIN:** 56-1844198

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PRIVATE ADVISER PRIVATE EQUITY OTHER INCOME	7,911	7,911	7,911
PRIVATE ADVISER PRIVATE EQUITY OTHER INCOME-UBTI	1,763		1,763
THE CEDARS OTHER INCOME	49,544	49,544	49,544
CHATHAM OTHER INCOME - UBTI	-13,421		-13,421
BELL WRANGLER OTHER INCOME	-6,171	-6,171	-6,171
BELL WRANGLER OTHER INCOME - UBTI	-32,943		-32,943
PICTET OTHER INCOME	-2,387	-2,387	-2,387
GREENSPRING GLOBAL OTHER INCOME	-24,769	-24,769	-24,769
GREENSPRING GLOBAL OTHER INCOME - UBTI	1,390		1,390
FEDERAL TAX REFUND	3,200		3,200

TY 2012 Other Professional Fees Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MONEY MANAGER FEES	354,927	311,367		0

TY 2012 Taxes Schedule

Name: EDDIE AND JO ALLISON SMITH FAMILY FOUNDATION INC

EIN: 56-1844198

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD ON INVESTMENTS	2,163	2,163		0