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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

HOPE THROUGH LIFE FOUNDATION

A Employer identification number

56-2114270

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

P O BOX 4150

Room/suite

B Telephone number

919-967-0618

City or town, state, and ZIP code

CHAPEL HILL, NC 27515-4150

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year
(from Part II, col. (c), line 16)

\$ 2558522.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

(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).)

	(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	25194.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	18.	18.		Statement 1
4 Dividends and interest from securities	66110.	66110.		Statement 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	112227.			
b Gross sales (less total assets on line 6a)				
7 Capital gain net income (from Part IV, line 2)		112227.		
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	244.	244.		Statement 3
12 Total. Add lines 1 through 11	203793.	178599.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees Stmt 4	5046.	0.		5046.
c Other professional fees Stmt 5	26037.	26037.		0.
17 Interest				
18 Taxes Stmt 6	1820.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses Stmt 7	600.	600.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	33503.	26637.		5046.
25 Contributions, gifts, grants paid	135000.			135000.
26 Total expenses and disbursements. Add lines 24 and 25	168503.	26637.		140046.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	35290.			
b Net investment income (if negative, enter -0-)		151962.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			218954.	172969.	172969.
	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 9			2463669.	2499589.	2520553.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶ CHECKS OUTSTANDING)			-151000.	-135000.	-135000.
	16 Total assets (to be completed by all filers)			2531623.	2537558.	2558522.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
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 ▶ ☐					
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	27 Capital stock, trust principal, or current funds			2531623.	2537558.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
30 Total net assets or fund balances			2531623.	2537558.		
31 Total liabilities and net assets/fund balances			2531623.	2537558.		

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	2531623.
2 Enter amount from Part I, line 27a	2	35290.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2566913.
5 Decreases not included in line 2 (itemize) ▶ See Statement 8	5	29355.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2537558.

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 STATEMENT			
b SEE STATEMENT			
c SEE STATEMENT-SETTLEMENT 7/1/13			
d SEE STATEMENT-SETTLEMENT 7/1/13			
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			-5619.
b			110132.
c			-47976.
d			55690.
e			

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	
a			-5619.
b			110132.
c			-47976.
d			55690.
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	112227.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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	155500.	2779818.	.055939
2010	149913.	3119105.	.048063
2009	134727.	3038635.	.044338
2008	169405.	2679574.	.063221
2007	140596.	3731126.	.037682

2 Total of line 1, column (d)	2	.249243
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	.049849
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2596360.
5 Multiply line 4 by line 3	5	129426.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1520.
7 Add lines 5 and 6	7	130946.
8 Enter qualifying distributions from Part XII, line 4	8	140046.

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 ☐ and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2012 estimated tax payments and 2011 overpayment credited to 2012

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2013 estimated tax

6972. Refunded

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?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions)

NC

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

N/A

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)		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)		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	

Website address **N/A**

14 The books are in care of **STEVEN R. ARMSTRONG** Telephone no. **919-967-0618**
 Located at **STE 525, 100 EUROPA DRIVE, CHAPEL HILL, NC, NC** ZIP+4 **27517**

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? **Yes** **No**
X

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country **N/A**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No	
If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2012)

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

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

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

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
DENNIS ANDREW HOWELL STE 525, 100 EUROPA DRIVE CHAPEL HILL, NC 27514	PRESIDENT, TREASURER,	DIRE		
	0.00	0.	0.	0.
ELIZABETH KENAN HOWELL STE 525, 100 EUROPA DRIVE CHAPEL HILL, NC 27514	VICE-PRES, SECRETARY,	DIRE		
	0.00	0.	0.	0.

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

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

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

0

Form 990-PF (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2463319.
b	Average of monthly cash balances	1b	172579.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2635898.
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	2635898.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	39538.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2596360.
6	Minimum investment return. Enter 5% of line 5	6	129818.

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	129818.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1520.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1520.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	128298.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	128298.
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	128298.

Part XIII 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	140046.
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	140046.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1520.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	138526.

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.

Form 990-PF (2012)

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				128298.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			133554.	
b Total for prior years:		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: ► \$ 140046.				
a Applied to 2011, but not more than line 2a			133554.	
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				6492.
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				121806.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	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 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				
SEE SCHEDULE				135000.
Total			3a	135000.
b Approved for future payment				
None				
Total			3b	0.

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

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

[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
N/A		

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

Sign Here  11/8/13 President

Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 1)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name STEVEN R. ARMSTRONG	Preparer's signature 	Date 11/8/13	Check ☐ if self-employed	PTIN P01366491
	Firm's name ▶ KENAN MANAGMENT, INC.			Firm's EIN ▶ 56-1979315	
	Firm's address ▶ P.O. BOX 4150 CHAPEL HILL, NC 27515-415-			Phone no. 919-967-0618	

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

HOPE THROUGH LIFE FOUNDATION

56-2114270

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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒

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

Special Rules

☐

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

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

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

Name of organization

Employer identification number

HOPE THROUGH LIFE FOUNDATION

56-2114270

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
1	DENNIS A. HOWELL 100 EUROPA DRIVE, SUITE 525 CHAPEL HILL, NC 27517	\$ 12597.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	ELIZABETH HOWELL KENAN 100 EUROPA DRIVE, SUITE 525 CHAPEL HILL, NC 27517	\$ 12597.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

HOPE THROUGH LIFE FOUNDATION

56-2114270

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
1	138 SHARES OF CATERPILLAR COMMON STOCK	\$ 12597.	12/19/12
2	138 SHARES OF CATERPILLAR COMMON STOCK	\$ 12597.	12/19/12
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

HOPE THROUGH LIFE FOUNDATION

56-2114270

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

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

Source	Amount
FIDELITY SECURITIES	18.
Total to Form 990-PF, Part I, line 3, Column A	18.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
FIDELITY SECURITIES	66110.	0.	66110.
Total to Fm 990-PF, Part I, ln 4	66110.	0.	66110.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
OTHER	244.	244.	
Total to Form 990-PF, Part I, line 11	244.	244.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
KENAN MANAGEMENT INC	5046.	0.		5046.
To Form 990-PF, Pg 1, ln 16b	5046.	0.		5046.

Form 990-PF	Other Professional Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
SCHWAB FEE	26037.	26037.		0.
To Form 990-PF, Pg 1, ln 16c	26037.	26037.		0.

Form 990-PF	Taxes	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAX	1820.	0.		0.
To Form 990-PF, Pg 1, ln 18	1820.	0.		0.

Form 990-PF	Other Expenses	Statement	7
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS	600.	600.		0.
To Form 990-PF, Pg 1, ln 23	600.	600.		0.

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	8
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Description	Amount
BOOK/TAX DIFFERENCE ON DONATED STOCK	23403.
PRIOR YEAR FUND BALANCE ADJUSTMENTS	5952.
Total to Form 990-PF, Part III, line 5	29355.

Form 990-PF	Corporate Stock	Statement	9
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Description	Book Value	Fair Market Value
MARKETABLE SECURITIES	2499589.	2520553.
Total to Form 990-PF, Part II, line 10b	2499589.	2520553.

November 6, 2013

Unrealized Gains and Losses

As of 06/30/2013
06/28/2013 Prices

Hope Through L.I.F.E. Foundation Corp Foundation Acct #: 614-877921
100 Europa Dr Ste 525
Chapel Hill, NC 27517-2389

Symbol	Description	Trade Date	Quantity	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L	Weight
Equities								
ACN	Accenture PLC	01/25/2012	594	33,962.87	42,744.24	8,781.37	25.9%	1.59%
AFL	Aflac Inc	03/06/2013	958	48,990.49	55,678.96	6,688.47	13.7%	2.07%
AUY	Yamana Gold Inc	03/06/2013	3,471	49,050.64	33,009.21	(16,041.43)	-32.7%	1.23%
BBD	Banco Bradesco SA	01/25/2012	3,341	57,630.50	43,466.41	(14,164.09)	-24.6%	1.61%
BBD	Banco Bradesco SA	06/26/2013	1,090	14,241.37	14,180.90	(60.47)	-0.4%	0.53%
			4,431	71,871.87	57,647.31	(14,224.56)	-19.8%	2.14%
BBT	BB&T Corp	01/25/2012	2,084	57,729.18	70,605.92	12,876.74	22.3%	2.62%
BDN	Brandywine Realty Trust	06/26/2013	3,899	52,677.37	52,714.48	37.11	0.1%	1.96%
BWZ	SPDR Barclays Short Term Intern	01/29/2010	1,767	63,397.35	61,526.94	(1,870.41)	-3.0%	2.28%
CAKE	Cheesecake Factory Inc/The	03/06/2013	1,380	48,959.14	57,808.20	8,849.06	18.1%	2.15%
CHL	China Mobile Ltd	01/22/2008	1	75.87	51.77	(24.10)	-31.8%	0.00%
CHL	China Mobile Ltd	01/22/2008	40	3,034.81	2,070.80	(964.01)	-31.8%	0.08%
CHL	China Mobile Ltd	10/14/2008	576	27,805.31	29,819.52	2,014.21	7.2%	1.11%
CHL	China Mobile Ltd	01/25/2012	369	18,390.97	19,103.13	712.16	3.9%	0.71%
			986	49,306.96	51,045.22	1,738.26	3.5%	1.90%
CIG	Cia Energetica de Minas Gerais	08/19/2011	3,507,906	43,643.03	31,465.92	(12,177.11)	-27.9%	1.17%
CIG	Cia Energetica de Minas Gerais	01/25/2012	2,055,094	28,781.87	18,434.19	(10,347.68)	-36.0%	0.68%
			5,563	72,424.90	49,900.11	(22,524.79)	-31.1%	1.85%
CPL	CPFL Energia SA	03/06/2013	2,391	49,012.47	43,731.39	(5,281.08)	-10.8%	1.62%
CS	Credit Suisse Group AG	03/06/2013	1,862	48,798.10	49,268.52	470.42	1.0%	1.83%

Unrealized Gains and Losses

As of 06/30/2013
06/28/2013 Prices

Hope Through L.I.F.E Foundation Corp Foundation Acct # 614-877921

Symbol	Description	Trade Date	Quantity	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L	Weight
Equities								
CS	Credit Suisse Group AG	03/06/2013	45	0.00	1,190.70	1,190.70	100.0%	0.04%
			1,907	48,798.10	50,459.22	1,661.12	3.4%	1.87%
CSCO	Cisco Systems Inc	06/28/2011	1,024	15,435.27	24,919.04	9,483.77	61.4%	0.93%
CSCO	Cisco Systems Inc	01/25/2012	1,568	31,082.89	38,157.28	7,074.39	22.8%	1.42%
			2,592	46,518.16	63,076.32	16,558.16	35.6%	2.34%
CTRP	Ctrip.com International Ltd	01/23/2006	518	3,700.56	16,902.34	13,201.78	356.8%	0.63%
CTRP	Ctrip.com International Ltd	01/15/2008	54	1,360.70	1,762.02	401.32	29.5%	0.07%
CTRP	Ctrip.com International Ltd	01/22/2008	346	7,889.88	11,289.98	3,400.10	43.1%	0.42%
CTRP	Ctrip.com International Ltd	12/23/2008	220	2,206.90	7,178.60	4,971.70	225.3%	0.27%
CTRP	Ctrip.com International Ltd	01/25/2012	695	19,112.78	22,677.85	3,565.07	18.7%	0.84%
			1,833	34,270.82	59,810.79	25,539.97	74.5%	2.22%
CTSH	Cognizant Technology Solutions	03/06/2013	611	48,984.81	38,273.04	(10,711.77)	-21.9%	1.42%
CTSH	Cognizant Technology Solutions	06/26/2013	133	8,500.00	8,331.12	(168.88)	-2.0%	0.31%
			744	57,484.81	46,604.16	(10,880.65)	-18.9%	1.73%
CVE	Cenovus Energy Inc	12/11/2009	732	17,819.02	20,876.64	3,057.62	17.2%	0.78%
CVE	Cenovus Energy Inc	12/11/2009	452	11,003.00	12,891.04	1,888.04	17.2%	0.48%
CVE	Cenovus Energy Inc	01/25/2012	704	25,540.13	20,078.08	(5,462.05)	-21.4%	0.75%
			1,888	54,362.15	53,845.76	(516.39)	-0.9%	2.00%
DBSDY	DBS Group Holdings Ltd	11/08/2002	85	2,286.50	4,155.14	1,868.64	81.7%	0.15%
DBSDY	DBS Group Holdings Ltd	11/09/2005	80	3,024.00	3,910.72	886.72	29.3%	0.15%
DBSDY	DBS Group Holdings Ltd	12/20/2005	128	5,044.80	6,257.15	1,212.35	24.0%	0.23%
DBSDY	DBS Group Holdings Ltd	01/23/2006	42	1,690.10	2,053.13	363.03	21.5%	0.08%
DBSDY	DBS Group Holdings Ltd	01/22/2008	191	9,739.45	9,336.84	(402.61)	-4.1%	0.35%
DBSDY	DBS Group Holdings Ltd	12/23/2008	124	3,064.60	6,061.62	2,997.02	97.8%	0.23%
DBSDY	DBS Group Holdings Ltd	01/25/2012	361	15,281.86	17,647.12	2,365.26	15.5%	0.66%
			1,011	40,131.31	49,421.72	9,290.41	23.2%	1.83%

Unrealized Gains and Losses

As of 06/30/2013
06/28/2013 Prices

Hope Through L.I.F.E. Foundation Corp Foundation Acct #. 614-877921

Symbol	Description	Trade Date	Quantity	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L	Weight
Equities								
DRE	Duke Realty Corp	06/26/2013	3,426	52,522.12	53,411.34	889.22	1.7%	1.98%
DRJ	Darden Restaurants Inc	02/29/2012	1,170	59,400.95	59,061.60	(339.35)	-0.6%	2.19%
ELUXY	Electrolux AB	04/04/2013	950	48,880.95	47,687.15	(1,193.80)	-2.4%	1.77%
FFIV	F5 Networks Inc	04/04/2013	545	49,038.88	37,496.00	(11,542.88)	-23.5%	1.39%
FFIV	F5 Networks Inc	06/26/2013	225	15,438.43	15,480.00	41.57	0.3%	0.57%
			770	64,477.31	52,976.00	(11,501.31)	-17.8%	1.97%
FSLR	First Solar Inc	01/22/2008	10	1,743.20	448.10	(1,295.10)	-74.3%	0.02%
FSLR	First Solar Inc	10/07/2008	244	31,220.48	10,933.64	(20,286.84)	-65.0%	0.41%
FSLR	First Solar Inc	06/28/2011	127	15,554.02	5,690.87	(9,863.15)	-63.4%	0.21%
FSLR	First Solar Inc	12/30/2011	678	22,746.04	30,381.18	7,635.14	33.6%	1.13%
FSLR	First Solar Inc	01/25/2012	629	24,209.86	28,185.49	3,975.63	16.4%	1.05%
			1,688	95,473.60	75,639.28	(19,834.32)	-20.8%	2.81%
GD	General Dynamics Corp	06/28/2011	526	38,876.23	41,201.58	2,325.35	6.0%	1.53%
GD	General Dynamics Corp	01/25/2012	315	22,574.03	24,673.95	2,099.92	9.3%	0.92%
			841	61,450.26	65,875.53	4,425.27	7.2%	2.45%
GELY	Geely Automobile Holdings Ltd	04/04/2013	5,274	49,369.09	45,693.94	(3,675.15)	-7.4%	1.70%
IBN	ICICI Bank Ltd	01/25/2012	1,621	57,694.96	62,003.25	4,308.29	7.5%	2.30%
ICLR	ICON PLC	08/19/2011	723	13,766.50	25,615.89	11,849.39	86.1%	0.95%
ICLR	ICON PLC	01/25/2012	1,420	26,749.39	50,310.60	23,561.21	88.1%	1.87%
			2,143	40,515.89	75,926.49	35,410.60	87.4%	2.82%
IKTSY	Intertek Group PLC	04/04/2013	939	49,454.59	41,628.69	(7,825.90)	-15.8%	1.55%
IKTSY	Intertek Group PLC	06/26/2013	211	9,627.44	9,354.26	(273.18)	-2.8%	0.35%
			1,150	59,082.03	50,982.95	(8,099.08)	-13.7%	1.89%

Unrealized Gains and Losses

As of 06/30/2013

06/28/2013 Prices

Hope Through L I F E Foundation Corp Foundation Acct #: 614-877921

Symbol	Description	Trade Date	Quantity	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L	Weight
Equities								
ISRG	Intuitive Surgical Inc	06/26/2006	9	954.94	4,555.19	3,600.25	377.0%	0.17%
ISRG	Intuitive Surgical Inc	01/22/2008	46	12,009.40	23,282.07	11,272.67	93.9%	0.86%
ISRG	Intuitive Surgical Inc	12/23/2008	27	3,288.50	13,665.56	10,377.06	315.6%	0.51%
ISRG	Intuitive Surgical Inc	01/25/2012	46	20,882.75	23,282.07	2,399.32	11.5%	0.86%
			128	37,135.59	64,784.90	27,649.31	74.5%	2.41%
ITUB	Itau Unibanco Holding SA	10/07/2008	1,806.784	17,599.95	23,343.65	5,743.70	32.6%	0.87%
ITUB	Itau Unibanco Holding SA	01/25/2012	995.216	18,993.95	12,858.19	(6,135.76)	-32.3%	0.48%
ITUB	Itau Unibanco Holding SA	06/26/2013	1,731	22,129.96	22,364.52	234.56	1.1%	0.83%
			4,533	58,723.86	58,566.36	(157.50)	-0.3%	2.17%
KMB	Kimberly-Clark Corp	08/19/2011	149	9,811.22	14,473.86	4,662.64	47.5%	0.54%
KMB	Kimberly-Clark Corp	01/25/2012	405	29,118.53	39,341.70	10,223.17	35.1%	1.46%
			554	38,929.75	53,815.56	14,885.81	38.2%	2.00%
NBL	Noble Energy Inc	05/24/2010	229	6,895.47	13,749.16	6,853.69	99.4%	0.51%
NBL	Noble Energy Inc	01/25/2012	562	28,791.97	33,742.48	4,950.51	17.2%	1.25%
			791	35,687.44	47,491.64	11,804.20	33.1%	1.76%
NEM	Newmont Mining Corp	03/06/2013	1,236	49,137.75	37,018.20	(12,119.55)	-24.7%	1.37%
ORLY	O'Reilly Automotive Inc	01/29/2010	148	5,626.15	16,667.76	11,041.61	196.3%	0.62%
ORLY	O'Reilly Automotive Inc	01/25/2012	284	23,459.59	31,984.08	8,524.49	36.3%	1.19%
			432	29,085.74	48,651.84	19,566.10	67.3%	1.81%
PCY	PowerShares Emerging Markets S	01/29/2010	3,755	94,800.28	102,549.05	7,748.77	8.2%	3.81%
PCY	PowerShares Emerging Markets S	03/06/2013	1,618	49,225.43	44,187.58	(5,037.85)	-10.2%	1.64%
			5,373	144,025.71	146,736.63	2,710.92	1.9%	5.45%
POT	Potash Corp of Saskatchewan Inc	10/07/2008	530	15,062.38	20,208.90	5,146.52	34.2%	0.75%

Unrealized Gains and Losses

As of 06/30/2013
06/28/2013 Prices

Hope Through L I F E Foundation Corp Foundation Acct #: 614-877921

Symbol	Description	Trade Date	Quantity	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L	Weight
Equities								
POT	Potash Corp of Saskatchewan Inc	01/25/2012	694	31,465.67	26,462.22	(5,003.45)	-15.9%	0.98%
			1,224	46,528.05	46,671.12	143.07	0.3%	1.73%
PUTKY	United Tractors Tbk PT	12/30/2011	491	28,456.49	18,007.43	(10,449.06)	-36.7%	0.67%
PUTKY	United Tractors Tbk PT	01/25/2012	311	19,600.95	11,405.93	(8,195.02)	-41.8%	0.42%
PUTKY	United Tractors Tbk PT	03/06/2013	559	22,657.08	20,501.33	(2,155.75)	-9.5%	0.76%
			1,361	70,714.52	49,914.68	(20,799.84)	-29.4%	1.85%
QCOM	QUALCOMM Inc	07/01/2010	574	18,459.18	35,065.66	16,606.48	90.0%	1.30%
QCOM	QUALCOMM Inc	01/25/2012	651	38,409.39	39,769.59	1,360.20	3.5%	1.48%
			1,225	56,868.57	74,835.25	17,966.68	31.6%	2.78%
RDY	Dr Reddy's Laboratories Ltd	12/30/2011	951	28,214.58	35,966.82	7,752.24	27.5%	1.34%
RDY	Dr Reddy's Laboratories Ltd	01/25/2012	550	18,259.48	20,801.00	2,541.52	13.9%	0.77%
			1,501	46,474.06	56,767.82	10,293.76	22.1%	2.11%
THERF	Theratechnologies Inc	11/05/2007	5,881	74,557.55	1,728.14	(72,829.41)	-97.7%	0.06%
THERF	Theratechnologies Inc	11/05/2007	606	7,682.68	178.07	(7,504.61)	-97.7%	0.01%
THERF	Theratechnologies Inc	12/28/2007	1,700	18,739.08	499.55	(18,239.53)	-97.3%	0.02%
THERF	Theratechnologies Inc	01/22/2008	1,425	14,435.49	418.74	(14,016.75)	-97.1%	0.02%
THERF	Theratechnologies Inc	01/30/2008	2,846	26,013.33	836.30	(25,177.03)	-96.8%	0.03%
THERF	Theratechnologies Inc	03/26/2008	1,835	13,587.00	539.22	(13,047.78)	-96.0%	0.02%
THERF	Theratechnologies Inc	04/09/2008	1,610	11,978.35	473.10	(11,505.25)	-96.1%	0.02%
THERF	Theratechnologies Inc	05/21/2008	321	2,332.04	94.33	(2,237.71)	-96.0%	0.00%
THERF	Theratechnologies Inc	06/18/2008	1,049	6,721.60	308.25	(6,413.35)	-95.4%	0.01%
THERF	Theratechnologies Inc	06/23/2008	4,757	23,740.17	1,397.85	(22,342.32)	-94.1%	0.05%
THERF	Theratechnologies Inc	07/28/2008	459	2,240.75	134.88	(2,105.87)	-94.0%	0.01%
THERF	Theratechnologies Inc	10/07/2008	4,532	15,645.35	1,331.74	(14,313.61)	-91.5%	0.05%
THERF	Theratechnologies Inc	11/26/2008	22,656	24,113.44	6,657.51	(17,455.93)	-72.4%	0.25%
			49,677	241,786.83	14,597.69	(227,189.14)	-94.0%	0.54%
TYG	Tortoise Energy Infrastructure Cor	04/13/2009	3,907	71,551.79	181,675.50	110,123.71	153.9%	6.74%

Unrealized Gains and Losses

As of 06/30/2013
06/28/2013 Prices

Hope Through L.I.F.E Foundation Corp Foundation Acct #. 614-877921

Symbol	Description	Trade Date	Quantity	Cost Basis	Current Value	Unrealized Gain (Loss)	% G/L	Weight
Equities								
TYG	Tortoise Energy Infrastructure Cor	01/29/2010	1,983	57,732.07	92,209.50	34,477.43	59.7%	3.42%
			5,890	129,283.86	273,885.00	144,601.14	111.8%	10.17%
WAT	Waters Corp	08/19/2011	254	18,768.52	25,412.70	6,644.18	35.4%	0.94%
WAT	Waters Corp	01/25/2012	325	28,622.61	32,516.25	3,893.64	13.6%	1.21%
			579	47,391.13	57,928.95	10,537.82	22.2%	2.15%
				2,499,588.61	2,520,553.12	20,964.51	0.8%	93.58%
Cash and Money Funds								
CASH	Cash			172,968.94	172,968.94			6.42%
				2,672,557.55	2,693,522.06	20,964.51	0.8%	100.00%

HOPE THROUGH LIFE FOUNDATION
FORM 990-PF - Part XV
YE 6/30/2013

Name and Address	Foundation Status of Recipient	Purpose	Amount
Pregnancy Support Services PO Box 52599 Durham, NC 27717	Public	Operations	20,000
Reality Ministries PO Box 242 Durham, NC 27702	Public	\$ 30,000 Operations - \$30,000 New Horizons Academy	60,000
The Medical Foundation of NC Inc Horizons Program 880 MLK, Jr. Blvd Chapel Hill, NC 27514	Public	UNC Horizons Program - Operations	10,000
Durham Rescue Mission PO Box 11368 Durham, NC 27703	Public	Operations	5,000
Converting Hearts Ministries PO Box 90818 Raleigh, NC 27675	Public	\$5,000 Operations - \$5,000 Wilkins Scholarship Endowment	10,000
The Seattle School of Theology & Psychology 2501 Elliott Avenue Seattle, WA 98121	Public	Allender Center	10,000
40 Days for Life 10908 Courthouse Road Suite 102229 Fredericksburg, VA 22408	Public	Operations	10,000
SECU Family House at UNC Hospitals 123 Old Mason Farm Road Chapel Hill, NC 27517	Public	Operations	2,500
Mountain Life Church 7375 N Silver Creed Road Park City, UT 84098	Public	Operations	2,500
National Ability Center PO Box 682799 Park City, UT 84068	Public	Operations	5,000
TOTAL GRANTS YE 6/30/13			<u>\$135,000</u>

CUSIP	Symbol	Description	Date of Sale	Settlement Date	Date Acquired	Quantity	Proceeds	Cost/Share Cost	Realized Gain	Realized G Holding Period
375558103	GILD	GILEAD SCI	7/23/2012	7/26/2012	1/25/2012	599	\$31,038.88	\$48.48	\$1,998.37	6.88% Short
375558103	GILD	GILEAD SCI	7/23/2012	7/26/2012	7/1/2010	956	\$49,537.85	\$33.98	\$32,484.23	\$17,053.62 52.50% Long
375558103	GILD	GILEAD SCI	7/23/2012	7/26/2012	10/6/2009	79	\$4,093.61	\$45.71	\$3,610.91	\$482.70 13.37% Long
87160A100	SYT	SYNGENTA A	7/25/2012	7/30/2012	1/25/2012	287	\$18,546.96	\$24.49	\$17,935.61	\$611.35 3.41% Short
87160A100	SYT	SYNGENTA A	7/25/2012	7/30/2012	12/30/2011	479	\$30,954.69	\$58.86	\$28,194.50	\$2,760.19 9.79% Short
149123101	CAT	CATERPILLAR	12/21/2012	12/27/2012	9/25/1992	138	\$12,076.31	\$6.49	\$895.88	\$11,180.43 1247.98% Long
149123101	CAT	CATERPILLAR	12/21/2012	12/27/2012	8/19/2012	138	\$12,076.31	\$6.49	\$895.88	\$11,180.43 1247.98% Long
G4705A100	ICLR	ICON ORD E	3/6/2013	3/11/2013	12/23/2008	106	\$24,760.92	\$19.04	\$14,832.78	\$9,928.14 66.93% Long
G4705A100	ICLR	ICON ORD E	3/6/2013	3/11/2013	1/22/2008	446	\$3,369.27	\$18.08	\$1,916.00	\$1,453.27 75.85% Long
G4705A100	ICLR	ICON ORD E	3/6/2013	3/11/2013	8/7/2007	267	\$14,176.35	\$32.03	\$14,284.69	(\$108.34) -0.76% Long
62913F201	NIHD	NII HLDGS	3/6/2013	3/11/2013	1/25/2012	872	\$8,486.74	\$23.90	\$6,382.21	\$2,104.53 32.97% Long
62913F201	NIHD	NII HLDGS	3/6/2013	3/11/2013	12/30/2011	485	\$4,002.03	\$19.99	\$17,429.40	(\$13,427.37) -77.04% Long
62913F201	NIHD	NII HLDGS	3/6/2013	3/11/2013	10/7/2008	809	\$2,225.90	\$21.30	\$10,328.44	(\$8,102.54) -78.45% Long
62913F201	NIHD	NII HLDGS	3/6/2013	3/11/2013	3/26/2008	363	\$3,712.89	\$26.42	\$21,373.69	(\$17,660.80) -82.63% Long
747525103	QCOM	QUALCOMM I	3/6/2013	3/11/2013	7/1/2010	325	\$1,665.98	\$32.08	\$11,645.45	(\$9,979.47) -85.69% Long
747525103	QCOM	QUALCOMM I	3/6/2013	3/11/2013	12/23/2008	116	\$21,649.31	\$32.16	\$10,451.62	\$11,197.69 107.14% Long
747525103	QCOM	QUALCOMM I	3/6/2013	3/11/2013	1/22/2008	77	\$7,727.14	\$34.33	\$3,982.16	\$3,744.98 94.04% Long
78463V107	GLD	SPDR GOLD	3/6/2013	3/11/2013	1/22/2008	77	\$5,129.22	\$36.98	\$2,847.17	\$2,282.05 80.15% Long
89147L100	TYG	TORTOISE E	3/6/2013	3/11/2013	1/25/2012	1,297.00	\$197,754.18	\$166.37	\$215,782.84	(\$18,028.66) -8.36% Long
17275R102	CSCO	CISCO SYS	4/4/2013	4/9/2013	4/13/2009	2,554.00	\$117,997.58	\$18.31	\$46,773.30	\$71,224.28 152.28% Long
17275R102	CSCO	CISCO SYS	4/4/2013	4/9/2013	6/28/2011	365	\$7,659.69	\$15.07	\$5,501.83	\$2,157.86 39.22% Long
17275R102	CSCO	CISCO SYS	4/4/2013	4/9/2013	12/23/2008	226	\$4,742.72	\$16.29	\$3,680.50	\$1,062.22 28.86% Long
17275R102	CSCO	CISCO SYS	4/4/2013	4/9/2013	1/22/2006	353	\$7,407.87	\$23.37	\$8,250.02	(\$842.15) -10.21% Long
494368103	KMB	KIMBERLY C	4/4/2013	4/9/2013	1/23/2006	611	\$12,822.12	\$18.26	\$11,158.65	\$1,663.47 14.91% Long
500255104	KSS	KOHL'S CORP	4/4/2013	4/9/2013	8/19/2011	518	\$50,932.87	\$55.85	\$34,108.81	\$16,824.06 49.32% Long
500255104	KSS	KOHL'S CORP	4/4/2013	4/9/2013	1/25/2012	347	\$16,581.48	\$47.91	\$16,625.04	(\$43.56) -0.26% Long
941848103	WAT	WATERS COR	4/4/2013	4/9/2013	12/30/2011	568	\$27,142.02	\$49.62	\$28,186.12	(\$1,044.10) -3.70% Long
941848103	WAT	WATERS COR	4/4/2013	4/9/2013	8/19/2011	20	\$1,881.90	\$73.89	\$1,477.84	\$404.06 27.34% Long
744383100	PTINY	INDOSAT(PT	6/4/2013	6/7/2013	10/14/2008	331	\$31,145.38	\$47.49	\$15,720.38	\$15,425.00 98.12% Long
					3/6/2013	1,460.00	\$37,630.19	\$33.30	\$48,619.47	(\$10,989.28) -22.60% Short
									Total Short	(\$5,619.37)
									Total Long	\$110,131.80

Sales settled 7/1:

G1151C101	ACN	ACCENTURE	6/26/2013	7/1/2013	1/25/2012	413	\$32,986.45	\$57.18	\$23,613.92	\$9,372.53 39.69% Long
84423102	WRB	BERKLEY W	6/26/2013	7/1/2013	3/6/2013	1,171.00	\$47,251.61	\$41.90	\$49,064.52	(\$1,812.91) -3.69% Short
655044105	NBL	NOBLE ENER	6/26/2013	7/1/2013	5/24/2010	745	\$44,849.21	\$30.11	\$22,432.87	\$22,416.34 99.93% Long
67103H107	ORLY	O REILLY A	6/26/2013	7/1/2013	1/29/2010	332	\$36,522.34	\$38.01	\$12,620.83	\$23,901.51 189.38% Long
71654V408	PBR	PETROLEO B	6/26/2013	7/1/2013	3/6/2013	1,927.00	\$26,401.66	\$16.25	\$31,316.88	(\$4,915.22) -15.70% Short
71654V408	PBR	PETROLEO B	6/26/2013	7/1/2013	1/25/2012	845	\$11,577.27	\$31.83	\$26,894.18	(\$15,316.91) -56.95% Long
71654V408	PBR	PETROLEO B	6/26/2013	7/1/2013	6/28/2011	660	\$9,042.60	\$32.76	\$21,621.08	(\$12,578.48) -58.18% Long
71654V408	PBR	PETROLEO B	6/26/2013	7/1/2013	10/14/2008	765	\$10,481.20	\$31.15	\$23,833.26	(\$13,352.06) -56.02% Long

Settled 7/1

Total SHORT < 47,976 >

Total LONG 55690

Total + 112,227