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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 JULY 1, 2012, and ending JUNE 30, 2013

|                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>THE BANCKER-WILLIAMS FOUNDATION INC.</b>                                                                                                                                                                                                                             |                                                                                                                                                                                             | A Employer identification number<br><b>58-1868577</b>                                                                                                                                                                                                                                                                                                                                                             |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>C/O THOMAS OASTLER, 130 RIVERWOOD PLACE</b>                                                                                                                                                           | Room/suite                                                                                                                                                                                  | B Telephone number (see instructions)<br><b>678-538-2031</b>                                                                                                                                                                                                                                                                                                                                                      |
| City or town, state, and ZIP code<br><b>ATLANTA, GA 30327</b>                                                                                                                                                                                                                                 |                                                                                                                                                                                             | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                        |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                                                             | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/><br>E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/><br>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                             |                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                   |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 2,776,326</b>                                                                                                                                                                                        | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____<br>(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) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| <b>Revenue</b>                                                                                                                                                     | 1 Contributions, gifts, grants, etc., received (attach schedule)                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 4 Dividends and interest from securities                                            | 113,322                            | 113,322                   | N/A                     |                                                             |
|                                                                                                                                                                    | 5a Gross rents                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | b Net rental income or (loss)                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                            | <21,099>                           |                           |                         |                                                             |
|                                                                                                                                                                    | b Gross sales price for all assets on line 6a                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 7 Capital gain net income (from Part IV, line 2)                                    |                                    | -0-                       |                         |                                                             |
|                                                                                                                                                                    | 8 Net short-term capital gain                                                       |                                    |                           | N/A                     |                                                             |
|                                                                                                                                                                    | 9 Income modifications                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 10a Gross sales less returns and allowances                                         |                                    |                           |                         |                                                             |
| b Less: Cost of goods sold                                                                                                                                         |                                                                                     |                                    |                           |                         |                                                             |
| c Gross profit or (loss) (attach schedule)                                                                                                                         |                                                                                     |                                    |                           |                         |                                                             |
| 11 Other income (attach schedule)                                                                                                                                  |                                                                                     |                                    |                           |                         |                                                             |
| 12 <b>Total.</b> Add lines 1 through 11                                                                                                                            | 92,223                                                                              | 113,322                            | N/A                       |                         |                                                             |
| <b>Operating and Administrative Expenses</b>                                                                                                                       | 13 Compensation of officers, directors, trustees, etc.                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 14 Other employee salaries and wages                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 15 Pension plans, employee benefits                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 16a Legal fees (attach schedule)                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | b Accounting fees (attach schedule) SEE SCHEDULE #2                                 | 700                                | 700                       | N/A                     | 700                                                         |
|                                                                                                                                                                    | c Other professional fees (attach schedule) #2                                      | 44,016                             | 44,016                    | N/A                     | 44,016                                                      |
|                                                                                                                                                                    | 17 Interest                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 18 Taxes (attach schedule) (see instructions) SEE SCHEDULE #2                       | 804                                | 804                       |                         | 804                                                         |
|                                                                                                                                                                    | 19 Depreciation (attach schedule) and depletion                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 20 Occupancy                                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 21 Travel, conferences, and meetings                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 22 Printing and publications                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                    | 23 Other expenses (attach schedule) SEE SCHEDULE #2                                 | 71                                 | 71                        |                         | 71                                                          |
|                                                                                                                                                                    | 24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23      | 45,591                             | 45,591                    | N/A                     | 45,591                                                      |
|                                                                                                                                                                    | 25 Contributions, gifts, grants paid                                                | 181,000                            |                           |                         | 181,000                                                     |
| 26 <b>Total expenses and disbursements.</b> Add lines 24 and 25                                                                                                    | 226,591                                                                             | 45,591                             | N/A                       | 226,591                 |                                                             |
| 27 Subtract line 26 from line 12:                                                                                                                                  |                                                                                     |                                    |                           |                         |                                                             |
| a <b>Excess of revenue over expenses and disbursements</b>                                                                                                         | <134,368>                                                                           |                                    |                           |                         |                                                             |
| b <b>Net investment income</b> (if negative, enter -0-)                                                                                                            |                                                                                     | 67,731                             |                           |                         |                                                             |
| c <b>Adjusted net income</b> (if negative, enter -0-)                                                                                                              |                                                                                     |                                    | N/A                       |                         |                                                             |

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form **990-PF** (2012)

SCANNED NOV 19 2013

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| <b>Part II Balance Sheets</b>                                                                                   |                                                                                                                                            | 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 |             |  |
| <b>Assets</b>                                                                                                   | <b>1</b> Cash—non-interest-bearing . . . . .                                                                                               |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>2</b> Savings and temporary cash investments . . . . .                                                                                  | 13,883                                                                                                               | 54,334         | 54,334                |             |  |
|                                                                                                                 | <b>3</b> Accounts receivable ▶                                                                                                             |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | Less: allowance for doubtful accounts ▶                                                                                                    |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>4</b> Pledges receivable ▶                                                                                                              |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | Less: allowance for doubtful accounts ▶                                                                                                    |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>5</b> Grants receivable . . . . .                                                                                                       |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>7</b> Other notes and loans receivable (attach schedule) ▶                                                                              |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | Less: allowance for doubtful accounts ▶                                                                                                    |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>8</b> Inventories for sale or use . . . . .                                                                                             |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>9</b> Prepaid expenses and deferred charges . . . . .                                                                                   |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>10a</b> Investments—U.S. and state government obligations (attach schedule)                                                             | 294,045                                                                                                              | 273,880        | 293,263               |             |  |
|                                                                                                                 | <b>b</b> Investments—corporate stock (attach schedule) <i>SEE SCHEDULE #3</i>                                                              | 1543,328                                                                                                             | 1388,674       | 2160,381              |             |  |
|                                                                                                                 | <b>c</b> Investments—corporate bonds (attach schedule) <i>#3</i>                                                                           | 265,226                                                                                                              | 265,226        | 268,348               |             |  |
|                                                                                                                 | <b>11</b> Investments—land, buildings, and equipment: basis ▶                                                                              |                                                                                                                      |                |                       |             |  |
| Less: accumulated depreciation (attach schedule) ▶                                                              |                                                                                                                                            |                                                                                                                      |                |                       |             |  |
| <b>12</b> Investments—mortgage loans . . . . .                                                                  |                                                                                                                                            |                                                                                                                      |                |                       |             |  |
| <b>13</b> Investments—other (attach schedule) . . . . .                                                         |                                                                                                                                            |                                                                                                                      |                |                       |             |  |
| <b>14</b> Land, buildings, and equipment: basis ▶                                                               |                                                                                                                                            |                                                                                                                      |                |                       |             |  |
| Less: accumulated depreciation (attach schedule) ▶                                                              |                                                                                                                                            |                                                                                                                      |                |                       |             |  |
| <b>15</b> Other assets (describe ▶ )                                                                            |                                                                                                                                            |                                                                                                                      |                |                       |             |  |
| <b>16 Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . . | 2,116,482                                                                                                                                  | 1,982,114                                                                                                            | 2,776,326      |                       |             |  |
| <b>Liabilities</b>                                                                                              | <b>17</b> Accounts payable and accrued expenses . . . . .                                                                                  |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>18</b> Grants payable . . . . .                                                                                                         |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>19</b> Deferred revenue . . . . .                                                                                                       |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>20</b> Loans from officers, directors, trustees, and other disqualified persons                                                         |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>21</b> Mortgages and other notes payable (attach schedule) . . . . .                                                                    |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>22</b> Other liabilities (describe ▶ )                                                                                                  |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>23 Total liabilities</b> (add lines 17 through 22) . . . . .                                                                            | -0-                                                                                                                  | -0-            |                       |             |  |
| <b>Net Assets or Fund Balances</b>                                                                              | <b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> <input type="checkbox"/>         |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>24</b> Unrestricted . . . . .                                                                                                           |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>25</b> Temporarily restricted . . . . .                                                                                                 |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>26</b> Permanently restricted . . . . .                                                                                                 |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input type="checkbox"/>                      |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>27</b> Capital stock, trust principal, or current funds . . . . .                                                                       | 2,116,482                                                                                                            | 1,982,114      |                       |             |  |
|                                                                                                                 | <b>28</b> Paid-in or capital surplus, or land, bldg., and equipment fund                                                                   |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>29</b> Retained earnings, accumulated income, endowment, or other funds                                                                 |                                                                                                                      |                |                       |             |  |
|                                                                                                                 | <b>30 Total net assets or fund balances</b> (see instructions) . . . . .                                                                   | 2,116,482                                                                                                            | 1,982,114      |                       |             |  |
|                                                                                                                 | <b>31 Total liabilities and net assets/fund balances</b> (see instructions) . . . . .                                                      | 2,116,482                                                                                                            | 1,982,114      |                       |             |  |

**Part III Analysis of Changes in Net Assets or Fund Balances**

|                                                                                                                                                                             |          |           |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|
| <b>1</b> 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) . . . . . | <b>1</b> | 2,116,482 |
| <b>2</b> Enter amount from Part I, line 27a . . . . .                                                                                                                       | <b>2</b> | <134,368> |
| <b>3</b> Other increases not included in line 2 (itemize) ▶                                                                                                                 | <b>3</b> |           |
| <b>4</b> Add lines 1, 2, and 3 . . . . .                                                                                                                                    | <b>4</b> | 1,982,114 |
| <b>5</b> Decreases not included in line 2 (itemize) ▶                                                                                                                       | <b>5</b> |           |
| <b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | <b>6</b> | 1,982,114 |

**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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a</b>                                                                                                                         |                                              |                                      |                                  |
| <b>b</b> SEE                                                                                                                      |                                              |                                      |                                  |
| <b>c</b> ATTACHED                                                                                                                 |                                              |                                      |                                  |
| <b>d</b> SCHEDULE #1                                                                                                              |                                              |                                      |                                  |
| <b>e</b>                                                                                                                          |                                              |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b>              |                                            |                                                 |                                              |
| <b>b</b>              |                                            |                                                 |                                              |
| <b>c</b>              |                                            |                                                 |                                              |
| <b>d</b>              |                                            |                                                 |                                              |
| <b>e</b>              |                                            |                                                 |                                              |

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

|                                                                                                                                                                                                           |          |          |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|
| <b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                                                | <b>2</b> | < 21,099 |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8 | <b>3</b> |          |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries.

| (a) Base period years<br>Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|-------------------------------------------------------------------|---------------------------------------|-------------------------------------------|----------------------------------------------------------|
| 2011                                                              | 218,608                               | 2,610,581                                 | .08374                                                   |
| 2010                                                              | 182,699                               | 2,706,307                                 | .06751                                                   |
| 2009                                                              | 178,890                               | 2,510,696                                 | .07125                                                   |
| 2008                                                              | 212,595                               | 2,400,603                                 | .08856                                                   |
| 2007                                                              | 241,832                               | 3,153,804                                 | .07668                                                   |

|                                                                                                                                                                                                                             |          |           |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-----------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                                                        | <b>2</b> | .38774    |
| <b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years                                         | <b>3</b> | .07755    |
| <b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5                                                                                                                                       | <b>4</b> | 2,738,001 |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                                                          | <b>5</b> | 212,332   |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                         | <b>6</b> | 677       |
| <b>7</b> Add lines 5 and 6                                                                                                                                                                                                  | <b>7</b> | 213,009   |
| <b>8</b> Enter qualifying distributions from Part XII, line 4<br>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. | <b>8</b> | 226,591   |

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

|           |                                                                                                                                                                                                                                     |           |       |  |
|-----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|--|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) |           |       |  |
| <b>b</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                                                                          | <b>1</b>  | 677   |  |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                            |           |       |  |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                           | <b>2</b>  |       |  |
| <b>3</b>  | Add lines 1 and 2                                                                                                                                                                                                                   | <b>3</b>  | 677   |  |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                         | <b>4</b>  |       |  |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                      | <b>5</b>  | 677   |  |
| <b>6</b>  | Credits/Payments:                                                                                                                                                                                                                   |           |       |  |
| <b>a</b>  | 2012 estimated tax payments and 2011 overpayment credited to 2012                                                                                                                                                                   | <b>6a</b> | 1,756 |  |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source                                                                                                                                                                                 | <b>6b</b> |       |  |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                 | <b>6c</b> |       |  |
| <b>d</b>  | Backup withholding erroneously withheld                                                                                                                                                                                             | <b>6d</b> |       |  |
| <b>7</b>  | Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                 | <b>7</b>  | 1,756 |  |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                            | <b>8</b>  |       |  |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>                                                                                                                                         | <b>9</b>  |       |  |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>                                                                                                                             | <b>10</b> | 1,079 |  |
| <b>11</b> | Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> <u>1,079</u> <b>Refunded</b>                                                                                                                               | <b>11</b> |       |  |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                             | Yes                                 | No                                  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|-------------------------------------|
| <b>1a</b> 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?                                                                                                                                                                              |                                     | <input checked="" type="checkbox"/> |
| <b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?<br><i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i> |                                     | <input checked="" type="checkbox"/> |
| <b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?                                                                                                                                                                                                                                                                                        |                                     | <input checked="" type="checkbox"/> |
| <b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:<br>(1) On the foundation. <u>\$ 0</u> (2) On foundation managers. <u>\$ 0</u>                                                                                                                                                                   |                                     |                                     |
| <b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <u>\$ 0</u>                                                                                                                                                                                                  |                                     |                                     |
| <b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS?<br><i>If "Yes," attach a detailed description of the activities.</i>                                                                                                                                                                               |                                     | <input checked="" type="checkbox"/> |
| <b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>                                                                                                                 |                                     | <input checked="" type="checkbox"/> |
| <b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                                                                                       |                                     | <input checked="" type="checkbox"/> |
| <b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?                                                                                                                                                                                                                                                                            |                                     | <input checked="" type="checkbox"/> |
| <b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br><i>If "Yes," attach the statement required by General Instruction T.</i>                                                                                                                                                                         |                                     | <input checked="" type="checkbox"/> |
| <b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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?                 | <input checked="" type="checkbox"/> |                                     |
| <b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>                                                                                                                                                                                                           | <input checked="" type="checkbox"/> |                                     |
| <b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <u>GEORGIA</u>                                                                                                                                                                                                                                 |                                     |                                     |
| <b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>                                                                                                                                 | <input checked="" type="checkbox"/> |                                     |
| <b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>                                                                                        |                                     | <input checked="" type="checkbox"/> |
| <b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>                                                                                                                                                                                                         |                                     | <input checked="" type="checkbox"/> |

**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 |            | ✓       |
| 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 |            | ✓       |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?<br>Website address ▶                                                                                                                                                                                          | 13 | ✓          |         |
| 14 | The books are in care of ▶ <u>NONE</u><br>Located at ▶ <u>BEVERLY KELLY c/o BNY MELLON</u> Telephone no. ▶ <u>678-538-2031</u><br><u>3290 NORTHSIDE PKWY, SUITE 950, ATLANTA, GA</u> ZIP+4 ▶ <u>30327</u>                                                                                                                         |    |            |         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here.<br>and enter the amount of tax-exempt interest received or accrued during the year                                                                                                                                             | 15 | <u>N/A</u> | ✓       |
| 16 | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | 16 | Yes        | No<br>✓ |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required****File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Yes | No         |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|------------|
| 1a During the year did the foundation (either directly or indirectly):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |     |            |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                                                            |     |            |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                                    |     |            |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                                                        |     |            |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                                                              |     |            |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                     |     |            |
| (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                           |     |            |
| b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                            | 1b  | <u>N/A</u> |
| Organizations relying on a current notice regarding disaster assistance check here . . . . . <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                           |     |            |
| 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                         | 1c  | ✓          |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):                                                                                                                                                                                                                                                                                                                                                                                                |     |            |
| a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ▶ 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                  |     |            |
| b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                  | 2b  | <u>N/A</u> |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>▶ 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.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | 3b  | <u>N/A</u> |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 4a  | ✓          |
| 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  | ✓          |

**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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ No**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 ATTACHED SCHEDULE #4 |                                                           |                                           |                                                                       |                                       |
|                          |                                                           |                                           |                                                                       |                                       |
|                          |                                                           |                                           |                                                                       |                                       |
|                          |                                                           |                                           |                                                                       |                                       |
|                          |                                                           |                                           |                                                                       |                                       |

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

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

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

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|-------------------------------------------------------------|---------------------|------------------|
|                                                             |                     |                  |
|                                                             |                     |                  |
| NONE                                                        |                     |                  |
|                                                             |                     |                  |
|                                                             |                     |                  |

**Total** number of others receiving over \$50,000 for professional services . . . . . ▶**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 |
|----------|----------|
| <b>1</b> |          |
| <b>2</b> |          |
| NONE     |          |
| <b>3</b> |          |
| <b>4</b> |          |

**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 |
|--------------------------------------------------------|--------|
| <b>1</b>                                               |        |
| <b>2</b>                                               |        |
| NONE                                                   |        |
| All other program-related investments See instructions |        |
| <b>3</b>                                               |        |
| <b>Total.</b> Add lines 1 through 3 . . . . . ▶        |        |



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

|          |                                                                                                                               |                     |
|----------|-------------------------------------------------------------------------------------------------------------------------------|---------------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:                   |                     |
| <b>a</b> | Average monthly fair market value of securities . . . . .                                                                     | <b>1a</b> 2,750,820 |
| <b>b</b> | Average of monthly cash balances . . . . .                                                                                    | <b>1b</b> 28,876    |
| <b>c</b> | Fair market value of all other assets (see instructions) . . . . .                                                            | <b>1c</b>           |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .                                                                               | <b>1d</b> 2,779,696 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b> |                     |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .                                                                | <b>2</b>            |
| <b>3</b> | Subtract line 2 from line 1d . . . . .                                                                                        | <b>3</b> 2,779,696  |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .          | <b>4</b> 41,695     |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4                   | <b>5</b> 2,738,001  |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .                                                                | <b>6</b> 136,900    |

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

|           |                                                                                                                     |                  |
|-----------|---------------------------------------------------------------------------------------------------------------------|------------------|
| <b>1</b>  | Minimum investment return from Part X, line 6 . . . . .                                                             | <b>1</b> 136,900 |
| <b>2a</b> | Tax on investment income for 2012 from Part VI, line 5 . . . . . <b>2a</b> 677                                      |                  |
| <b>b</b>  | Income tax for 2012. (This does not include the tax from Part VI.) . . . . . <b>2b</b>                              |                  |
| <b>c</b>  | Add lines 2a and 2b . . . . .                                                                                       | <b>2c</b> 677    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                     | <b>3</b> 136,223 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions . . . . .                                                 | <b>4</b>         |
| <b>5</b>  | Add lines 3 and 4 . . . . .                                                                                         | <b>5</b> 136,223 |
| <b>6</b>  | Deduction from distributable amount (see instructions) . . . . .                                                    | <b>6</b>         |
| <b>7</b>  | <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b> 136,223 |

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

|          |                                                                                                                                                                |                   |
|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:                                                                     |                   |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .                                                                          | <b>1a</b> 226,591 |
| <b>b</b> | Program-related investments—total from Part IX-B . . . . .                                                                                                     | <b>1b</b>         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .                                            | <b>2</b>          |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:                                                                                           |                   |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .                                                                                                       | <b>3a</b>         |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .                                                                                                | <b>3b</b>         |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                              | <b>4</b> 226,591  |
| <b>5</b> | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . . | <b>5</b> 677      |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .                                                                                | <b>6</b> 225,914  |

**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)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 136,223     |
| <b>2</b> Undistributed income, if any, as of the end of 2012:                                                                                                                               |               |                            |             |             |
| <b>a</b> Enter amount for 2011 only . . . . .                                                                                                                                               |               |                            | - 0 -       |             |
| <b>b</b> Total for prior years: 20____, 20____, 20____                                                                                                                                      |               | - 0 -                      |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2012:                                                                                                                                   |               |                            |             |             |
| <b>a</b> From 2007 . . . . .                                                                                                                                                                | 84,142        |                            |             |             |
| <b>b</b> From 2008 . . . . .                                                                                                                                                                | 93,309        |                            |             |             |
| <b>c</b> From 2009 . . . . .                                                                                                                                                                | 55,064        |                            |             |             |
| <b>d</b> From 2010 . . . . .                                                                                                                                                                | 50,615        |                            |             |             |
| <b>e</b> From 2011 . . . . .                                                                                                                                                                | 91,029        |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .                                                                                                                                              | 374,159       |                            |             |             |
| <b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>226,591</u>                                                                                                       |               |                            |             |             |
| <b>a</b> Applied to 2011, but not more than line 2a . . . . .                                                                                                                               |               |                            | - 0 -       |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .                                                                                      |               | - 0 -                      |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .                                                                                              | - 0 -         |                            |             |             |
| <b>d</b> Applied to 2012 distributable amount . . . . .                                                                                                                                     |               |                            |             | 136,223     |
| <b>e</b> Remaining amount distributed out of corpus . . . . .                                                                                                                               | 90,368        |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)                                                  | - 0 -         |                            |             | - 0 -       |
| <b>6</b> Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| <b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .                                                                                                                        | 464,527       |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .                                                                                                         |               | - 0 -                      |             |             |
| <b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . . |               | - 0 -                      |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .                                                                                                           |               | - 0 -                      |             |             |
| <b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .                                                                            |               |                            | - 0 -       |             |
| <b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 . . . . .                                                              |               |                            |             | - 0 -       |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  | - 0 -         |                            |             |             |
| <b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              | 84,142        |                            |             |             |
| <b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | 380,385       |                            |             |             |
| <b>10</b> Analysis of line 9:                                                                                                                                                               |               |                            |             |             |
| <b>a</b> Excess from 2008 . . . . .                                                                                                                                                         | 93,309        |                            |             |             |
| <b>b</b> Excess from 2009 . . . . .                                                                                                                                                         | 55,064        |                            |             |             |
| <b>c</b> Excess from 2010 . . . . .                                                                                                                                                         | 50,615        |                            |             |             |
| <b>d</b> Excess from 2011 . . . . .                                                                                                                                                         | 91,029        |                            |             |             |
| <b>e</b> Excess from 2012 . . . . .                                                                                                                                                         | 90,368        |                            |             |             |

**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 . . . . . **N/A**

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

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

**Part XV Supplementary Information** (Complete this part only if the foundation 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).) **N/A**

**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. **N/A**

**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 or e-mail of the person to whom applications should be addressed: **N/A**

**b** The form in which applications should be submitted and information and materials they should include: **N/A**

**c** Any submission deadlines: **N/A**

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

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

| Recipient<br>Name and address (home or business)                                                                                                  | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount            |
|---------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|-------------------|
| <b>a</b> Paid during the year<br><br><div style="text-align: center; font-size: 1.5em;">SEE<br/><br/>ATTACHED<br/><br/>SCHEDULE<br/><br/>#5</div> |                                                                                                                    |                                      |                                     |                   |
| <b>Total</b> . . . . . ▶                                                                                                                          |                                                                                                                    |                                      |                                     | <b>3a</b> 181,000 |
| <b>b</b> Approved for future payment<br><br><div style="text-align: center; font-size: 1.5em;">N/A</div>                                          |                                                                                                                    |                                      |                                     |                   |
| <b>Total</b> . . . . . ▶                                                                                                                          |                                                                                                                    |                                      |                                     | <b>3b</b> N/A     |





**SUPPORTING SCHEDULE #1 - THE BANCKER-WILLIAMS FOUNDATION FORM 990-PF FYE 6/30/13 EIN #58-1868577**

**PART IV - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| LINE 1<br>PROPERTY SOLD<br>A                                                   | HOW<br>ACQUIRED<br>B | DATE<br>BOUGHT<br>C | DATE<br>SOLD<br>D | GROSS<br>SALES PRICE<br>E | DEPR<br>F | COST OR<br>BASIS<br>G | GAIN OR<br>LOSS<br>H |
|--------------------------------------------------------------------------------|----------------------|---------------------|-------------------|---------------------------|-----------|-----------------------|----------------------|
| A - COMMON STOCK, .9601 SHARES<br>PENTAIR LTD                                  | P                    | 6/23/2009           | 11/2/2012         | \$44 00                   |           | \$19.00               | \$25.00              |
| B- CAPITAL GAIN DISTRIBUTION, 3,383 UNITS<br>BNY MELLON MID CAP STOCK FUND     | P                    | N/A                 | 12/11/2012        | \$2,439 00                |           | \$0.00                | \$2,439 00           |
| C - COMMON STOCK CLASS ACTION SETTLEMENT<br>BANK OF AMERICA CORP               | P                    | N/A                 | 12/13/2012        | \$16 00                   |           | \$0 00                | \$16 00              |
| D - COMMON STOCK RETURN OF CAPITAL<br>ADT CORP                                 | P                    | N/A                 | 12/18/2012        | \$44 00                   |           | \$44.00               | \$0 00               |
| E- CAPITAL GAIN DISTRIBUTION, 3,885 UNITS<br>BNY MELLON INTERMEDIATE BOND FUND | P                    | N/A                 | 12/18/2012        | \$66.00                   |           | \$0.00                | \$66 00              |
| F- CAPITAL GAIN DISTRIBUTION, 16,820 UNITS<br>BNY MELLON BOND FUND             | P                    | N/A                 | 12/18/2012        | \$1,840 00                |           | \$0 00                | \$1,840 00           |
| G - COMMON STOCK CLASS ACTION SETTLEMENT<br>MARVELL TECHNOLOGY                 | P                    | N/A                 | 1/29/2013         | \$13 00                   |           | \$0 00                | \$13 00              |
| H - COMMON STOCK, 167 SHARES<br>PENTAIR LTD                                    | P                    | 6/23/2009           | 2/27/2013         | \$8,674 00                |           | \$3,387 00            | \$5,287 00           |
| I - COMMON STOCK, 1000 SHARES<br>VALE SA-SP ADR                                | P                    | 6/23/2009           | 2/27/2013         | \$18,130 00               |           | \$17,270.00           | \$860 00             |
| J - 75,000 US TREASURY STRIPPED<br>INTEREST DTD 11/15/85 MAT 11/15/14          | P                    | 7/24/1996           | 5/16/2013         | \$20,219 00               |           | \$20,728 00           | (\$509 00)           |
| K- COMMON STOCK, 300 SHARES<br>PROCTER & GAMBLE CO                             | P                    | 5/11/2006           | 5/16/2013         | \$24,134 00               |           | \$16,686 00           | \$7,448.00           |
| L- COMMON STOCK, 300 SHARES<br>MCKESSON CORPORATION                            | P                    | 6/23/2009           | 5/16/2013         | \$34,823 00               |           | \$12,930 00           | \$21,893 00          |
| M- STOCK FUND, 9649 122 UNITS<br>BNY MELLON INTERNATIONAL FUND CL M            | P                    | VARIOUS             | 5/16/2013         | \$110,000 00              |           | \$170,477 00          | (\$60,477 00)        |

GROSS SALES

**\$220,442.00**

NET CAPITAL GAIN FOR LINE 2

**(\$21,099.00)**

THE BANCKER-WILLIAMS FOUNDATION, INC. EIN 58-1868577  
SUPPORTING SCHEDULE #2 OF INFORMATION FOR FORM 990PF  
FISCAL YEAR ENDED JUNE 30, 2013

PART I, LINE 16

**(B) ACCOUNTING FEES:**

|                                                            |              |
|------------------------------------------------------------|--------------|
| PAID TO TOM OASTLER FOR ACCOUNTING FEES<br>FOR FYE 6/30/12 | <u>\$700</u> |
|------------------------------------------------------------|--------------|

|                              |                     |
|------------------------------|---------------------|
| <b>TOTAL ACCOUNTING FEES</b> | <b><u>\$700</u></b> |
|------------------------------|---------------------|

**(C) OTHER PROFESSIONAL FEES:**

|                                                                                          |                 |
|------------------------------------------------------------------------------------------|-----------------|
| PAID TO BNY MELLON PRIVATE WEALTH MANAGEMENT<br>FOR MANAGEMENT OF FOUNDATION INVESTMENTS | <u>\$44,016</u> |
|------------------------------------------------------------------------------------------|-----------------|

|                                |                        |
|--------------------------------|------------------------|
| <b>TOTAL PROFESSIONAL FEES</b> | <b><u>\$44,016</u></b> |
|--------------------------------|------------------------|

PART 1, LINE 18

**TAXES:**

FOREIGN TAX PAYMENTS

|                                                   |       |
|---------------------------------------------------|-------|
| VALE SA STOCK CASH DIVIDEND TAX WITHHELD          | \$39  |
| BNY MELLON EMERGING MARKETS FUND TAX WITHHELD     | \$245 |
| BNY MELLON INTERNATIONAL FUND TAX WITHHELD        | \$405 |
| DREYFUS STRATEGIC INTERNATIONAL FUND TAX WITHHELD | \$155 |

|                  |               |
|------------------|---------------|
| STATE TAX REFUND | <u>(\$40)</u> |
|------------------|---------------|

|                           |                     |
|---------------------------|---------------------|
| <b>TOTAL TAX PAYMENTS</b> | <b><u>\$804</u></b> |
|---------------------------|---------------------|

PART I, LINE 23:

**OTHER EXPENSES:**

|                                    |             |
|------------------------------------|-------------|
| GEORGIA STATE BUSINESS LICENSE FEE | \$30        |
| BROKERAGE FEES                     | <u>\$41</u> |

|                             |                    |
|-----------------------------|--------------------|
| <b>TOTAL OTHER EXPENSES</b> | <b><u>\$71</u></b> |
|-----------------------------|--------------------|



**PART II, LINE 10 INVESTMENTS:**

**A) U.S. AND STATE GOVERNMENT OBLIGATIONS:**

| NAME                                             | FACE<br>VALUE | BOOK<br>VALUE           | FAIR MARKET<br>VALUE    |
|--------------------------------------------------|---------------|-------------------------|-------------------------|
| U S TREASURY BOND STRIPPED INTEREST DUE 11/15/14 | \$175,000     | \$175,624               | \$174,419               |
| U S TREASURY NOTES 7 25% DUE 5/15/2016           | \$100,000     | <u>\$98,256</u>         | <u>\$118,844</u>        |
| <b>TOTAL GOVERNMENT OBLIGATIONS</b>              |               | <b><u>\$273,880</u></b> | <b><u>\$293,263</u></b> |

**B) CORPORATE STOCK**

| NAME                                   | SHARES      | BOOK<br>VALUE             | FAIR MARKET<br>VALUE      |
|----------------------------------------|-------------|---------------------------|---------------------------|
| STRATEGIC INTERNATIONAL STOCK FUND     | 7,868 UNITS | \$100,000                 | \$113,375                 |
| AMERICAN EXPRESS                       | 1,500       | \$45,284                  | \$112,140                 |
| CHEVRON CORP                           | 800         | \$27,964                  | \$94,672                  |
| ADOBE SYSTEMS INC                      | 2,000       | \$5,738                   | \$91,120                  |
| APACHE CORP                            | 1,000       | \$24,273                  | \$83,830                  |
| BNY MELLON EMERGING MARKETS FUND       | 9,057 UNITS | \$150,000                 | \$82,603                  |
| AMERIPRISE FINANCIAL INC               | 1,000       | \$22,898                  | \$80,880                  |
| MCKESSON CORP                          | 700         | \$22,706                  | \$80,150                  |
| NIKE INC CLASS B                       | 1,200       | \$24,819                  | \$76,416                  |
| DANAHER CORP                           | 1,000       | \$34,099                  | \$63,300                  |
| GRAINGER W W INC.                      | 250         | \$7,764                   | \$63,045                  |
| COMCAST CORP. CL A                     | 1,500       | \$35,730                  | \$62,625                  |
| BNY MELLON INTERNATIONAL FUND          | 5,640 UNITS | \$79,523                  | \$61,080                  |
| APPLE INC                              | 150         | \$20,127                  | \$59,480                  |
| PFIZER INC.                            | 2,000       | \$72,262                  | \$56,020                  |
| MICROSOFT CORPORATION                  | 1,500       | \$41,157                  | \$51,818                  |
| JOHNSON & JOHNSON                      | 600         | \$12,082                  | \$51,516                  |
| ISHARES S&P GSCI COMMODITY INDEX TRUST | 1,570 UNITS | \$49,957                  | \$48,356                  |
| UNION PACIFIC CORP                     | 300         | \$23,784                  | \$46,284                  |
| ORACLE CORPORATION                     | 1,500       | \$31,249                  | \$46,065                  |
| DFA EMERGING MARKETS CORE EQUITY FUNDS | 2,483 UNITS | \$50,000                  | \$45,482                  |
| BNY MELLON MID CAP FUND                | 3,383 UNITS | \$25,000                  | \$43,471                  |
| CVS CAREMARK CORPORATION               | 750         | \$28,432                  | \$42,885                  |
| THERMO FISHER SCIENTIFIC INC           | 500         | \$28,385                  | \$42,315                  |
| PEPSICO INC                            | 500         | \$29,330                  | \$40,895                  |
| UNITEDHEALTH GROUP INC                 | 600         | \$19,775                  | \$39,288                  |
| OMNICOM GROUP INC                      | 600         | \$31,851                  | \$37,722                  |
| WALMART STORES INC                     | 500         | \$28,525                  | \$37,245                  |
| GOOGLE INC                             | 40          | \$16,253                  | \$35,215                  |
| COCA-COLA ENTERPRISES                  | 1,000       | \$21,938                  | \$35,160                  |
| PROCTER & GAMBLE CO                    | 400         | \$22,248                  | \$30,796                  |
| QUALCOMM INC                           | 500         | \$33,443                  | \$30,545                  |
| JP MORGAN CHASE & CO.                  | 500         | \$16,920                  | \$26,395                  |
| MEDTRONIC INC                          | 500         | \$16,800                  | \$25,735                  |
| VODAPHONE GROUP PLC NEW                | 875         | \$27,215                  | \$25,152                  |
| TYCO INTERNATIONAL LTD                 | 700         | \$8,817                   | \$23,065                  |
| COSTCO WHOLESALE CORP                  | 200         | \$17,310                  | \$22,114                  |
| PNC FINANCIAL SERVICES GROUP           | 300         | \$18,553                  | \$21,876                  |
| ACCENTURE PLC                          | 300         | \$18,881                  | \$21,588                  |
| INTERNATIONAL BUSINESS MACHINES CORP   | 100         | \$20,402                  | \$19,111                  |
| US BANCORP                             | 500         | \$15,587                  | \$18,075                  |
| B B & T CORPORATION                    | 500         | \$15,343                  | \$16,940                  |
| THE TRAVELERS COMPANIES INC            | 200         | \$16,114                  | \$15,984                  |
| THE ADT CORPORATION                    | 350         | \$5,815                   | \$13,947                  |
| YUM! BRANDS INC.                       | 200         | \$14,430                  | \$13,868                  |
| JOHNSON CONTROLS INC                   | 300         | \$9,891                   | \$10,737                  |
| <b>TOTAL CORPORATE STOCK</b>           |             | <b><u>\$1,388,674</u></b> | <b><u>\$2,160,381</u></b> |

**C) CORPORATE BONDS:**

| NAME                              | UNITS      | BOOK<br>VALUE           | FAIR MARKET<br>VALUE    |
|-----------------------------------|------------|-------------------------|-------------------------|
| BNY MELLON BOND FUND              | 16,819.945 | \$215,226               | \$218,659               |
| BNY MELLON INTERMEDIATE BOND FUND | 3,885 004  | <u>\$50,000</u>         | <u>\$49,689</u>         |
| <b>TOTAL CORPORATE BONDS</b>      |            | <b><u>\$265,226</u></b> | <b><u>\$268,348</u></b> |

**THE BANCER-WILLIAMS FOUNDATION, INC.                      EIN 58-1868577**  
**SUPPORTING SCHEDULE #4 OF INFORMATION FOR FORM 990PF**  
**FISCAL YEAR ENDED JUNE 30, 2013**

PART VIII, LINE 1:

| <u>TRUSTEE NAME AND ADDRESS</u>                                                               | <u>TITLE AND<br/>HRS/WK<br/>DEVOTED</u> | <u>COMPENSATION</u> | <u>CONTRIBUTION<br/>TO EMPLOYEE<br/>BENEFIT PLAN</u> | <u>EXPENSE<br/>ACCOUNT &amp;<br/>ALLOWANCE</u> |
|-----------------------------------------------------------------------------------------------|-----------------------------------------|---------------------|------------------------------------------------------|------------------------------------------------|
| ELAINE O. BLACKMON<br>2527 WINDWOOD COURT<br>ATLANTA, GA 30060                                | CHAIRWOMAN/<br>TRUSTEE/ .5 HR           | \$0                 | \$0                                                  | \$0                                            |
| BELITJE B BULL<br>P.O. BOX 30035<br>SEA ISLAND, GA 31561                                      | TRUSTEE/<br>.1 HR                       | \$0                 | \$0                                                  | \$0                                            |
| ELIZABETH O. JACKSON<br>314 N. HARRINGTON ROAD<br>ST. SIMONS ISLAND, GA 31522                 | TRUSTEE/<br>.1 HR                       | \$0                 | \$0                                                  | \$0                                            |
| KATHARINE B. JOHNSON<br>301 DANCING FOX ROAD, #36<br>DECATUR, GA 30032-3975                   | TRUSTEE/<br>.1 HR                       | \$0                 | \$0                                                  | \$0                                            |
| DOROTHY B ROBERTSON<br>2801 GLENWOOD GARDENS LANE #107<br>RALEIGH, NC 27608                   | TRUSTEE/<br>.1 HR                       | \$0                 | \$0                                                  | \$0                                            |
| CHARLOTTE H. VERSFELD<br>PRSOURCE INC.<br>4208 SIX FORKS ROAD, SUITE 220<br>RALEIGH, NC 27609 | TRUSTEE/<br>1 HR                        | \$0                 | \$0                                                  | \$0                                            |
| SUNNI JOHNSON<br>1069 SEABOARD AVENUE #13<br>ATLANTA, GA 30307                                | TRUSTEE/<br>1 HR                        | \$0                 | \$0                                                  | \$0                                            |
| THOMAS W. OASTLER<br>130 RIVERWOOD PLACE<br>ATLANTA, GA 30327                                 | TAX<br>OFFICER/<br>.15 HR               | \$0                 | \$0                                                  | \$0                                            |
| BEVERLY KELLY<br>3290 NORTHSIDE PKWY., SUITE 950<br>ATLANTA, GA 30327                         | SECRETARY/<br>TREASURER/<br>.5 HR       | \$0                 | \$0                                                  | \$0                                            |

PART XV, SUPPLEMENTARY INFORMATION

LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

| RECIPIENT NAME<br>AND ADDRESS                                                                                  | RELATIONSHIP<br>TO<br>FOUNDATION | RECIPIENT<br>FOUNDATION<br>STATUS | PURPOSE OF<br>CONTRIBUTION                                                                                      | AMOUNT           |
|----------------------------------------------------------------------------------------------------------------|----------------------------------|-----------------------------------|-----------------------------------------------------------------------------------------------------------------|------------------|
| IDEAS<br>1702 DANCING FOX ROAD<br>DECATUR, GA 30032                                                            | N/A                              | PUBLIC                            | TO PROVIDE SOLAR ENERGY SOLUTIONS<br>FOR THE WOMEN AND THEIR CHILDREN<br>IN NICARAGUA'S FAIR TRADE COFFEE COOPS | \$26,000         |
| INTERNATIONAL ANIMAL RESCUE<br>P O BOX 137<br>SHREWSBURY, MA 01545                                             | N/A                              | PUBLIC                            | TO COME TO THE AID OF<br>SUFFERING ANIMALS THRU<br>RESCUE ACROSS THE GLOBE                                      | \$25,000         |
| POPULATION MEDIA CENTER<br>P O BOX 547<br>SHELBURNE, VT 05482                                                  | N/A                              | PUBLIC                            | TO USE THE MEDIA TO<br>PROMOTE HEALTHY CHOICES IN ADDRESSING<br>POPULATION AND REPRODUCTIVE ISSUES              | \$25,000         |
| GLOBAL GREENGRANTS FUND<br>2840 WILDERNESS PLACE, SUITE A<br>BOULDER, CO 80301                                 | N/A                              | PUBLIC                            | TO HELP MOBILIZE RESOURCES<br>FOR GLOBAL ENVIRONMENTAL<br>SUSTAINABILITY AND SOCIAL JUSTICE                     | \$20,000         |
| NOAH'S ARK ANIMAL SANCTUARY<br>712 LG GRIFFIN ROAD<br>LOCUST GROVE, GA 30248                                   | N/A                              | PUBLIC                            | TO PROVIDE HABITATS FOR WHITE<br>BENGAL TIGER "ZURI", TIGER "DOC"<br>AND BLACK BEAR "LITTLE ANNE"               | \$20,000         |
| SOUTHERN ALLIANCE FOR CLEAN ENERGY<br>P O BOX 1842<br>KNOXVILLE, TN 37901                                      | N/A                              | PUBLIC                            | TO ADVANCE CLEAN POWER<br>PROGRAMS IN THE REGION WITH THE<br>GREEN POWER REFUELING PROJECT                      | \$18,000         |
| SOUL CHANGERS RECOVERY FOUNDATION<br>C/O ABS ACCOUNTING SERVICES<br>2762 JOE JERKINS BLVD<br>AUSTELL, GA 30106 | N/A                              | PUBLIC                            | TO PROVIDE SERVICES AND HELP FOR ADDICTS<br>THROUGH A DRUG ADDICTION<br>TREATMENT CENTER                        | \$11,000         |
| MEDSHARE<br>3240 CLIFTON SPRINGS ROAD<br>DECATUR, GA 30034                                                     | N/A                              | PUBLIC                            | TO IMPROVE THE RECOVERY &<br>REDISTRIBUTION OF MEDICAL SUPPLIES<br>& EQUIPMENT TO THE NEEDY                     | \$10,000         |
| VOICE FOR THE ANIMALS FOUNDATION<br>2633 LINCOLN BLVD , #202<br>SANTA MONICA, CA 90405                         | N/A                              | PUBLIC                            | FOR THE ELDERLY COMPANION ANIMAL<br>RESCUE, REHABILITATION AND<br>ADOPTION PROGRAM                              | \$8,000          |
| ST SIMONS LAND TRUST<br>P O BOX 24615<br>ST SIMONS ISLAND, GA 31522                                            | N/A                              | PUBLIC                            | FOR DEVELOPMENT OF AN ISLAND-WIDE<br>TRAIL SYSTEM LINKING PARKS<br>AND GREENSPACES FOR THE PUBLIC               | \$5,500          |
| COMMUNITY ADVANCED PRACTICE NURSES<br>173 BOULEVARD NE<br>ATLANTA, GA 30312                                    | N/A                              | PUBLIC                            | TO PROVIDE FREE HEALTH CARE<br>TO ATLANTA'S HOMELESS AND POOR<br>FAMILIES                                       | \$3,000          |
| RALEIGH RESCUE MISSION<br>P O BOX 27562<br>RALEIGH, NC 27690-1173                                              | N/A                              | PUBLIC                            | FOR CHRISTIAN SERVICE TO THE<br>HOMELESS PEOPLE OF RALEIGH<br>NORTH CAROLINA                                    | \$2,000          |
| THE GATHERING PLACE<br>1002 GLOUCESTER STREET<br>BRUNSWICK, GA 31520                                           | N/A                              | PUBLIC                            | TO SUPPORT, EDUCATE & EMPOWER<br>INDIVIDUALS AND FAMILIES<br>COPING WITH CANCER                                 | \$1,500          |
| ELLIJAY WILDLIFE REHABILITATION SANCTUARY<br>435 COUGAR LANE<br>ELLIJAY, GA 30540                              | N/A                              | PUBLIC                            | TO RESCUE INJURED AND ORPHANED<br>WILD ANIMALS & RETURN THEM TO<br>HEALTH & THE WILD                            | \$1,000          |
| THE RALEIGH SCHOOL<br>1071 RALEIGH SCHOOL DRIVE<br>RALEIGH, NC 27607                                           | N/A                              | PUBLIC                            | FOR A ELEMENTARY SCHOOL THAT<br>FOSTERS A LOVE OF LEARNING IN<br>AN ATMOSPHERE OF CHALLENGE                     | \$1,000          |
| URBAN MINISTRIES OF WAKE COUNTY<br>P O BOX 26476<br>RALEIGH, NC 27611-6476                                     | N/A                              | PUBLIC                            | FOR ADDRESSING POVERTY,<br>HOMELESSNESS AND HEALTHCARE<br>FOR THE UNINSURED OF WAKE COUNTY                      | \$1,000          |
| HISTORIC OAKLAND FOUNDATION<br>248 OAKLAND AVE , S E<br>ATLANTA, GA 30312                                      | N/A                              | PUBLIC                            | TO PRESERVE, RESTORE, ENHANCE AND SHARE<br>WITH THE PUBLIC ATLANTA'S<br>OLDEST CEMETARY                         | \$1,000          |
| SECOND CHANCE PET ADOPTIONS<br>6003 CHAPEL HILL ROAD, SUITE 133<br>RALEIGH, NC 27607                           | N/A                              | PUBLIC                            | TO PROVIDE RESCUE<br>AND ADOPTION SERVICES FOR CATS AND DOGS<br>IN THE TRIANGLE AREA                            | \$1,000          |
| SPCA OF WAKE COUNTY<br>200 PETFINDER LANE<br>RALEIGH, NC 27603                                                 | N/A                              | PUBLIC                            | TO EDUCATE AND REDUCE<br>ANIMAL OVERPOPULATION WITH NEUTERING<br>AND ADOPTION THROUGH THE FUR BALL              | <u>\$1,000</u>   |
| TOTAL CONTRIBUTIONS                                                                                            |                                  |                                   |                                                                                                                 | <u>\$181,000</u> |