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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 9/1/2012, and ending 8/31/2013

Name of foundation <b>GEORGE H HINTON CHAR TUW</b>		A Employer identification number <b>54-6033088</b>
Number and street (or P O box number if mail is not delivered to street address) <b>Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041</b>		B Telephone number (see instructions) <b>(888) 730-4933</b>
Room/suite <b>Winston Salem NC 27101-3818</b>		C If exemption application is pending, check here <input type="checkbox"/>
City or town, state, and ZIP code		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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 checked="" type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 2,668,254</b>	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 checked="" 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	85,323	84,972		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	78,433			
b Gross sales price for all assets on line 6a <b>243,034</b>				
7 Capital gain net income (from Part IV, line 2)		78,433		
8 Net short-term capital gain				
9 Income modifications				
10 a 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 Total. Add lines 1 through 11	163,756	163,405	0	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	6,060	4,545		1,515
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	1,718			1,718
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	3,402	572		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	11,180	5,117	0	3,233
25 Contributions, gifts, grants paid	126,019			126,019
26 Total expenses and disbursements. Add lines 24 and 25	137,199	5,117	0	129,252
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	26,557			
b Net investment income (if negative, enter -0-)		158,288		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

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JUN 13 2014  
REMARK DATE

SCANNED JUN 23 2014

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	-16,665	38,392	38,392
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	861,830	339,258	856,348
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,146,357	1,639,904	1,773,514
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,991,522	2,017,554	2,668,254
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,991,522	2,017,554	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,991,522	2,017,554	
	31 Total liabilities and net assets/fund balances (see instructions)	1,991,522	2,017,554	

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

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,991,522
2 Enter amount from Part I, line 27a	2	26,557
3 Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	97
4 Add lines 1, 2, and 3	4	2,018,176
5 Decreases not included in line 2 (itemize) ▶ PRIOR YEAR RETURN OF CAPITAL ADJUSTMENT	5	622
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,017,554

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b>			0
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

  

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

  

<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	78,433
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	<b>3</b>	0

**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.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011			0.000000
2010			0.000000
2009			0.000000
2008			0.000000
2007			0.000000

  

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.000000
<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>	0.000000
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	<b>4</b>	
<b>5</b> Multiply line 4 by line 3	<b>5</b>	
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	0
<b>7</b> Add lines 5 and 6	<b>7</b>	0
<b>8</b> Enter qualifying distributions from Part XII, line 4 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>	0

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,166
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	3,166
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,166
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,971	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d. TAX PAID W. O R RETURN \$1195 00	7	3,166	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► 20_11_, 20_____, 20_____, 20_____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20_11_, 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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 ☒ No  
Organizations relying on a current notice regarding disaster assistance check here
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No  
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A
- 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

5b N/A

6b X

7b N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (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
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston S	Trustee	4.00	3,845	
Ammon G. Dunton, Jr., Esq. 678 Rappahannock Drive White Stone, VA 2257	Co-Trustee	20.00	2,215	

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

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

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

0

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

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

Total number of others receiving over \$50,000 for professional services

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

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

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3

0



**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>	2,671,526
<b>b</b>	Average of monthly cash balances	<b>1b</b>	64,014
<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>	2,735,540
<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>	2,735,540
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	41,033
<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>	2,694,507
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	134,725

**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>	134,725
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	3,166
<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>	3,166
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	131,559
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	131,559
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	131,559

**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>	129,252
<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>	129,252
<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>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	129,252

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				131,559
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			125,669	
<b>b</b> Total for prior years. 20 <u>08</u> , 20 <u>09</u> , 20 <u>10</u>		350		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007				
<b>b</b> From 2008				
<b>c</b> From 2009				
<b>d</b> From 2010				
<b>e</b> From 2011				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>129,252</u>				
<b>a</b> Applied to 2011, but not more than line 2a			125,669	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)		350		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				3,233
<b>e</b> Remaining amount distributed out of corpus				
<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) )				
<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	0			
<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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions				
<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				128,326
<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)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008				
<b>b</b> Excess from 2009				
<b>c</b> Excess from 2010				
<b>d</b> Excess from 2011				
<b>e</b> Excess from 2012				



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	<b>126,019</b>
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	<b>0</b>



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

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

[illegible]

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

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

**Sign  
Here**

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

**John A. Salento** SVP Wells Fargo Bank N.A.

6/11/2014

**SVP Wells Fargo Bank N A**

**Signature of officer or trustee**

Date \_\_\_\_\_

**Title**

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

PTIN

**JOSEPH J. CASTRIANO**

*[Signature]*

6/11/2014

Check ☒ if self-employed

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Phone no	412-355-6000
----------	--------------

Account Name: HINTON, GEORGE H CHAR TUW  
EIN: 54-6033088  
Tax Year: 08/31/2013

On behalf of Wells Fargo Bank N.A., the trustee, we are filing the above amended return to correct the amount of trustee fees Wells Fargo received and the amount of co-trustee fees Ammon G. Dunton received.

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

VA ANESTHESIA &amp; PERIOPERATIVE CARE SPECIALISTS, LLC

**Street**

760 PILOT HOUSE DR, SUITE B

**City**

NEWPORT NEWS

**State**

VA

**Zip Code**

23606

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

230

**Name**

GLENDALE MEDICAL ASSOCIATES

**Street**

7401 MYRTLE AVE

**City**

GLENDALE

**State**

NY

**Zip Code**

11385

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

110

**Name**

HANOVER OUTPATIENT SURGERY CENTER, LP

**Street**

7016 LEE PARK RD

**City**

MECHANICSVILLE

**State**

VA

**Zip Code**

23111

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

553

**Name**

FASV, PC

**Street**

7016 LEE PARK RD, SUITE 105

**City**

MECHANICSVILLE

**State**

VA

**Zip Code**

23111

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

446

**Name**

DALE LAZAR, D.D.S.

**Street**

283 S MAIN ST

**City**

KILMARNICK

**State**

VA

**Zip Code**

22482

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

500

**Name**

EMPLOYMENT BACKGROUND INVESTIGATIONS-PATIENT PAYS

**Street**

PO BOX 629

**City**

OWINGS MILLS

**State**

MD

**Zip Code**

21117

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

35



**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

ST MARY'S AMBULATORY SURGERY CENTER

**Street**

1501 MAPLE AVE, MOB NW SUITE 300

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
RICHMOND	VA	23226	
<b>Relationship</b>	<b>Foundation Status</b>		
NONE	501(C)(3) PUBLIC CHARITY		
<b>Purpose of grant/contribution</b>			<b>Amount</b>
GENERAL SUPPORT GRANT			189

**Name**

PROFESSIONAL ANESTHESIA GROUP, LLC

**Street**

208 E RIDGEVILLE BLVD #201

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
MOUNT AIRY	MD	21771-5219	
<b>Relationship</b>	<b>Foundation Status</b>		
NONE	501(C)(3) PUBLIC CHARITY		
<b>Purpose of grant/contribution</b>			<b>Amount</b>
GENERAL SUPPORT GRANT			211

**Name**

NORTHUNBERLAND COUNTY RESCUE SQUAD INC

**Street**

PO BOX 1

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
REEDVILLE	VA	22539	
<b>Relationship</b>	<b>Foundation Status</b>		
NONE	501(C)(3) PUBLIC CHARITY		
<b>Purpose of grant/contribution</b>			<b>Amount</b>
GENERAL SUPPORT GRANT			2,000

**Name**

HOSPICE SUPPORT SERVICES OF THE NORTHERN NECK INC

**Street**

PO BOX 262

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
WARSAW	VA	22575	
<b>Relationship</b>	<b>Foundation Status</b>		
NONE	501(C)(3) PUBLIC CHARITY		
<b>Purpose of grant/contribution</b>			<b>Amount</b>
GENERAL SUPPORT GRANT			20,000

**Name**

UPPER LANCASTER RESCUE SQUAD

**Street**

PO BOX 176

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
LIVELY	VA	22539	
<b>Relationship</b>	<b>Foundation Status</b>		
NONE	501(C)(3) PUBLIC CHARITY		
<b>Purpose of grant/contribution</b>			<b>Amount</b>
GENERAL SUPPORT GRANT			1,000

**Name**

KING GEORGE COUNTY DEPARTMENT OF SOCIAL SERVICES

**Street**

PO BOX 130

<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Foreign Country</b>
KING GEORGE	VA	22485	
<b>Relationship</b>	<b>Foundation Status</b>		
NONE	501(C)(3) PUBLIC CHARITY		
<b>Purpose of grant/contribution</b>			<b>Amount</b>
GENERAL SUPPORT GRANT			2,000

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

HAVEN SHELTER AND SERVICES

**Street**

PO BOX 1267

**City**

WARSAW

**State**

VA

**Zip Code**

22572

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,500

**Name**

KILMARNOCK RESCUE SQUAD INC

**Street**

PO BOX 333

**City**

KILMARNOCK

**State**

VA

**Zip Code**

22482

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,000

**Name**

CALLAO RESCUE SQUAD INC

**Street**

1348 NORTHUMBERLAND HWY

**City**

CALLAO

**State**

VA

**Zip Code**

22435

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,000

**Name**

RICHMOND COUNTY DEPARTMENT OF SOCIAL SERVICES

**Street**

5579 RICHMOND RD

**City**

WARSAW

**State**

VA

**Zip Code**

22572-0035

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,500

**Name**

NORTHERN NECK FREE HEALTH CLINIC INC

**Street**

PO BOX 1694

**City**

KILMARNOCK

**State**

VA

**Zip Code**

22482

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

87,745

**Name**

NORTHUMBERLAND COUNTY DEPARTMENT OF SOCIAL SERVICES

**Street**

6373 NORTHUMBERLAND HWY, SUITE A, PO BOX 399

**City**

HEATHSVILLE

**State**

VA

**Zip Code**

22473-0399

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

1,500

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

WESTMORELAND COUNTY DEPARTMENT OF SOCIAL SERVICES

Street

18849 KINGS HWY, PO BOX 302

City

MONTROSS

State

VA

Zip Code

22520-0302

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,000

Name

LANCASTER COUNTY DEPARTMENT OF SOCIAL SERVICES

Street

9049 MARY BALL ROAD, PO BOX 185

City

LANCASTER

State

VA

Zip Code

22503

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Date June 11, 2014

To: WM NC-PHILANTHROPIC SVC-NORTH

RE: 5013002863                      GEORGE H HINTON CHAR TUW  
August 31, 2013

**Subject: Minimum Required Payout for Private Foundation**

**Part I: Undistributed Income**

A private foundation that is not an operating foundation must spend a minimum amount annually in the form of grants to public charities and private operating foundations to accomplish its charitable purposes. The tax statute prescribes a minimum payout of at least 5% of the total fair market value of the foundation's assets, subject to certain adjustments. The foundation is given two years in which to make the qualifying distributions – the year for which the minimum distributable amount is calculated and the subsequent year. Failure to comply with the minimum payout requirement results initially in a penalty tax of 30% on the undistributed amount.

Please be aware that if an initial 30% tax is imposed under IRC Sec. 4942(a) and any portion of such income remains undistributed as of the end of the subsequent fiscal year, the IRS is authorized to impose a tax equal to 100% of the amount remaining undistributed pursuant to IRC Sec. 4942(b).

Required distribution for 08/31/13	131,559.	
Undistributed from prior years	<u>126,019.</u>	
Total Required Distributions		257,578
Qualifying distributions for 08/31/13	129,252.	
Excess distributions carried over from PY	<u>0.</u>	
Total Distributions		<u>129,252.</u>
<b>Undistributed income for 08/31/13</b>		<b>128,326 or</b>
<b>Excess Distribution Carryover to 08/31/14</b>		<b>0</b>

The undistributed income must be distributed by no later than 08/31/14 or the trust will be subject to the 30% penalty tax.

---

**Part II: Excess Distributions carryover to 08/31/14**

Excess from 08/31/09	0.
Excess from 08/31/10	0.
Excess from 08/31/11	0.
Excess from 08/31/12	0.
Excess from 08/31/13	0.
Total	<b>0.</b>

Override Field Report for TEST

Description	Line	Value
Form _990PF VTS		
Sheet 4	Line 7	3166

Error Report for TEST

- EFile NOT AVAILABLE	The EF990 must be added to the return before the Federal 990-PF e-file may be created
- EFile _990PF VTS	Form 4720 may be required.
- EFile _990PF VTS	Attach the election required for Part XIII, line 4b and/or 4c
- EFile _990PF VTS	Entering an amount in Part XIII, lines 4b and/or 4c without submitting the required statement is not considered a valid election
- EFile _990PF VTS	Part II, line 30 column a should be the same as line 30 column b last year
- EFile _990PF VTS	Part III, line 1 should be the same as Part III, line 6 last year
- EFile _990PF VTS	Part VI, Line 7 must equal the sum of Line 6a plus Line 6b plus Line 6c plus Line 6d
- EFile _990PF.VTS	Did not find record holder of tag CompensationExplanation on this form
- EFile _990PF VTS	Did not find record holder of tag ContractorCompensationExpln on this form
- EFile _990PF VTS	Did not find record holder of tag EmployeeCompensationExpln on this form
- EFile _990PF VTS	On Sheet 4 you entered a value of "3166"
- EFile _990PF VTS	Valid characters A-Z, a-z, 0-9, hyphen, slash and space (Limited to 35 characters)
- EFile _990PF VTS	The value must be numeric, greater than or equal to zero, and without cents (Limited to 15 characters)
- Critical _990PF VTS	Part VI, Line 7 must equal the sum of Line 6a plus Line 6b plus Line 6c plus Line 6d
- Warning _990PF VTS	Form 4720 may be required
- Warning _990PF VTS	Attach the election required for Part XIII, line 4b and/or 4c
- Warning _990PF VTS	Entering an amount in Part XIII, lines 4b and/or 4c without submitting the required statement is not considered a valid election
- Warning _990PF VTS	Part II, line 30 column a should be the same as line 30 column b last year.
- Warning. _990PF VTS	Part III, line 1 should be the same as Part III, line 6 last year

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals			Net Gain or Loss		
									Capital Gains/Losses					
									Gross Sales	Cost or Other Basis	Valuation Method			
Long Term CG Distributions									243,034		Cost, Other Basis and Expenses		Net Gain or Loss	
Short Term CG Distributions									0		164,601		78,433	
1	X	BANK NEW YORK MELLON CO	064058100		8/17/2008		9/14/2012	12,980	21,164					-8,184
2	X	CENTURYLINK, INC	156700106		11/8/2010		6/4/2013	12,068	14,797					-2,729
3	X	CISCO SYSTEMS, INC	17275R102		1/31/2000		9/14/2012	6,227	16,630					-10,403
4	X	CISCO SYSTEMS, INC	17275R102		4/27/2001		9/14/2012	292	231					61
5	X	LOCKHEED MARTIN CORP	539830109		1/25/1995		6/4/2013	63,125	13,552					49,573
6	X	MEADWESTVACO CORP	583334107		2/15/2011		9/14/2012	13,828	12,125					1,703
7	X	MEADWESTVACO CORP	583334107		2/15/2011		6/4/2013	8,852	6,736					2,116
8	X	NIKE INC CL B	654108103		8/17/2008		9/14/2012	4,358	2,846					1,510
9	X	PRAXAIR INC COM	74005P104		11/17/2009		9/14/2012	13,478	10,520					2,958
10	X	TEXAS INSTRUMENTS INC	882508104		4/27/2001		9/14/2012	13,254	16,776					-3,522
11	X	WF ADV TRAD SIC GRWTH FD	94985D244		5/1/2003		6/4/2013	31,152	18,221					12,931
12	X	WF ADV TRAD SIC GRWTH FD	94985D244		3/26/2003		6/4/2013	56,985	31,003					25,983

Part I, Line 16a (990-PF) - Legal Fees

		1,718	0	0	1,718
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	COMMISSIONERS FEES	1,718			1,718



**Part I, Line 18 (990-PF) - Taxes**

		3,402	572	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	572	572		
2	PRIOR YEAR EXCISE TAX DUE	859			
3	ESTIMATED EXCISE PAYMENTS	1,971			

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	FMV Minus Excess of FMV Over Adjusted Basis or Losses
Long Term CG Distributions	8.438												
Short Term CG Distributions	0												
						238,598	0	0	184,801	71,997	0	0	71,997
1 BANK NEW YORK MELLON CORP COM	084055100		8/17/2008	9/14/2012	12,880		0	21,184	-8,184	0	0	0	-8,184
2 CENTURIALINK INC.	158700106		8/17/2008	8/4/2013	12,058		0	14,787	-2,729	0	0	0	-2,729
3 CISCO SYSTEMS INC	17275R102		1/31/2000	9/14/2012	8,227		0	16,830	-10,403	0	0	0	-10,403
4 CISCO SYSTEMS INC	17275R102		4/27/2001	9/14/2012	282		0	231	61	0	0	0	61
5 LOCKHEED MARTIN CORP	539830109		1/25/1995	8/4/2013	83,125		0	13,552	49,573	0	0	0	49,573
6 MEADWESTVACO CORP	583334107		2/15/2011	9/14/2012	13,828		0	12,123	1,703	0	0	0	1,703
7 MEADWESTVACO CORP	583334107		2/15/2011	8/4/2013	8,852		0	6,738	2,118	0	0	0	2,118
8 NIKE INC CL B	854108103		8/17/2008	9/14/2012	4,356		0	2,946	1,510	0	0	0	1,510
9 PRAAIR INC COM	74005P104		1/17/2009	9/14/2012	13,478		0	10,520	2,958	0	0	0	2,958
10 TEXAS INSTRUMENTS INC	802508104		4/27/2001	9/14/2012	13,254		0	16,778	-3,522	0	0	0	-3,522
11 MF ADV TRD SIC GRWTH FD INST #4	848850244		5/7/2003	8/4/2013	31,152		0	18,221	12,931	0	0	0	12,931
12 MF ADV TRD SIC GRWTH FD INST #4	848850244		3/28/2003	8/4/2013	56,986		0	31,003	25,983	0	0	0	25,983

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		Co-Trustee	4 00	3,845		
1	Wells Fargo Bank N.A.	X										
2	Ammon G. Dunton, Jr., Esq.		678 Rappahannock Drive	White Stone	VA	22578		Co-Trustee	20 00	2,215		
										8,060	0	0

**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date		Amount
1 Credit from prior year return . . . . .		1	
2 First quarter estimated tax payment . . . . .	1/9/2013	2	493
3 Second quarter estimated tax payment . . . . .	2/11/2013	3	493
4 Third quarter estimated tax payment . . . . .		4	
5 Fourth quarter estimated tax payment . . . . .	8/12/2013	5	985
6 Other payments . . . . .		6	0
7 Total . . . . .		7	1,971

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	125,669
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	125,669

**Part XIII, Line 2b, Column B (990-PF) - Undistributed Income for Prior Years**

<b>1</b>	Undistributed income for the 3rd year 2010	<b>1</b>	<u>350</u>
<b>2</b>	Undistributed income for the 4th year 2009	<b>2</b>	<u></u>
<b>3</b>	Undistributed income for the 5th year 2008	<b>3</b>	<u></u>
<b>4</b>	<b>Total</b>	<b>4</b>	<u>350</u>