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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

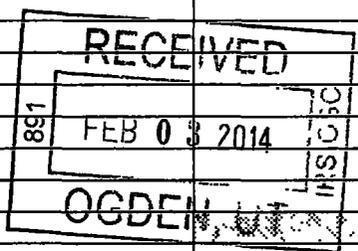
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For calendar year 2012 or tax year beginning **09/01/12**, and ending **08/31/13**

Name of foundation Curtis Foundation, Inc. Richard B. Curtis, Jr.		A Employer identification number 58-1969978
Number and street (or P O box number if mail is not delivered to street address) 1910 Wrayswood Road	Room/suite	B Telephone number (see instructions) 706-453-1605
City or town, state, and ZIP code Watkinsville GA 30677		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,115,745	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	23	23		
	4 Dividends and interest from securities	26,384	26,384		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	54,690			
	b Gross sales price for all assets on line 6a 600,403				
	7 Capital gain net income (from Part IV, line 2)		54,690		
	8 Net short-term capital gain			0	
	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 Total. Add lines 1 through 11	81,097	81,097	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	975	975		
	c Other professional fees (attach schedule) Stmt 3	8,069	8,069		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 4	1,262			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (att. sch.) Stmt 5	51	51			
24 Total operating and administrative expenses. Add lines 13 through 23	10,357	9,095	0	0	
25 Contributions, gifts, grants paid	49,400			49,400	
26 Total expenses and disbursements. Add lines 24 and 25	59,757	9,095	0	49,400	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	21,340				
b Net investment income (if negative, enter -0-)		72,002			
c Adjusted net income (if negative, enter -0-)			0		



SCANNED FEB 06 2014

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

9-14 A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	40,189	126,479	126,479
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) See Stmt 6	1,011,839	989,266	989,266
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	1,052,028	1,115,745	1,115,745	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	1,052,028	1,115,745		
30 Total net assets or fund balances (see instructions)	1,052,028	1,115,745		
31 Total liabilities and net assets/fund balances (see instructions)	1,052,028	1,115,745		

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	1,052,028
2	Enter amount from Part I, line 27a	2	21,340
3	Other increases not included in line 2 (itemize) ▶ See Statement 7	3	42,377
4	Add lines 1, 2, and 3	4	1,115,745
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,115,745

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a Capital Gain Distributions				
b Capital Gain/Loss Schedule attached			Various	Various
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 6,790			6,790	
b 593,613		545,713	47,900	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			6,790	
b			47,900	
c				
d				
e				
2 Capital gain net income or (net capital loss)		[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2 54,690
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		[If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	35,700	1,013,513	0.035224
2010	51,000	1,062,388	0.048005
2009	54,825	975,857	0.056181
2008	67,018	867,185	0.077282
2007	68,000	1,316,539	0.051651
2 Total of line 1, column (d)			2 0.268343
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.053669
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,088,697
5 Multiply line 4 by line 3			5 58,429
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 720
7 Add lines 5 and 6			7 59,149
8 Enter qualifying distributions from Part XII, line 4			8 49,400

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,440
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	1,440
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,440
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	31
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,471
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
c	N/A	
d		
e		
2		X
3	N/A	
4a		X
b	N/A	
5		X
6	X	
7	X	
8a	GA	
b	X	
9		X
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)			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)	N/A		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ n/a		X	
14	The books are in care of ▶ Richard B. Curtis, Jr. 1910 Wrayswood Road	Telephone no. ▶ 706-453-1605		
	Located at ▶ Watkinsville	GA	ZIP+4 ▶ 30677	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	▶ 15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 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? (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	N/A	
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?	N/A	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ▶ 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20	N/A	
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.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		X

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 propoganda, 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 **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No **N/A**

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 **6b** **X**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 Statement 8				

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

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

Total number of other employees paid over \$50,000 **0**

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ **0**

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See Instructions	
3	

Total. Add lines 1 through 3 ▶

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,046,042
b	Average of monthly cash balances	1b	59,234
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,105,276
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	1,105,276
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	16,579
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,088,697
6	Minimum investment return. Enter 5% of line 5	6	54,435

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

1	Minimum investment return from Part X, line 6	1	54,435
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,440
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,440
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	52,995
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	52,995
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	52,995

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	1a	49,400
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	49,400
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	49,400

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				52,995
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			49,378	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 49,400				
a Applied to 2011, but not more than line 2a			49,378	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				22
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount – see instructions				
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				52,973
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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).)
See Statement 9
- 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 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
a Paid during the year SEE SCHEDULE ATTACHED				49,400
Total			▶ 3a	49,400
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price	Purchase				
See Schedule Attached	Various	Various		\$ 593,613	\$ 545,713	\$	\$	\$	\$ 47,900
Total				<u>\$ 593,613</u>	<u>\$ 545,713</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 47,900</u>

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	\$ 975	\$ 975	\$	\$
Total	<u>\$ 975</u>	<u>\$ 975</u>	<u>\$ 0</u>	<u>\$ 0</u>

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY FEES	\$ 8,069	\$ 8,069	\$	\$
Total	<u>\$ 8,069</u>	<u>\$ 8,069</u>	<u>\$ 0</u>	<u>\$ 0</u>

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PRIOR YEAR EXCISE TAX PAID	\$ 1,262	\$	\$	\$
Total	<u>\$ 1,262</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
OFFICE EXPENSE	21	21		
CORPORATE REGISTRATION	30	30		
Total	<u>51</u>	<u>51</u>	<u>0</u>	<u>0</u>

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	\$ 1,011,839	\$ 989,266	Market	\$ 989,266
Total	\$ 1,011,839	\$ 989,266		\$ 989,266

}

THE CURTIS FOUNDATION

Portfolio Value Report - As of 8/31/2013

<u>Security</u>	<u>Shares</u>	<u>Quote/Price</u>	<u>Cost Basis</u>	<u>Gain/Loss</u>	<u>Balance</u>
Apache Corp	75.00	85.68	6,059.25	366.75	6,426.00
Bio-Matrix Scientific Group	15,000.00	0.003	50,625.00	-50,580.00	45.00
Cisco Systems	246.00	23.31	5,364.66	369.60	5,734.26
Columbia Dividend Income Fund	3,540.17	16.75	42,504.90	16,792.90	59,297.80
Columbia Mid Cap Index Fund	2,569.68	13.66	30,670.58	4,431.28	35,101.86
Doubleline Total Return Fund	1,779.87	10.88	20,031.51	-666.50	19,365.01
ETFS Gold Trust	80.00	137.26	11,147.70	-166.90	10,980.80
Fidelity Advisor New Insights Fund	1,510.91	26.67	27,626.68	12,669.18	40,295.86
First Eagle Global Fund	669.859	52.16	30,784.88	4,154.97	34,939.85
FPA Crescent Fd Instl	1,133.16	31.48	34,146.70	1,525.24	35,671.94
Gabelli ABC Adv	9,938.14	10.17	99,585.99	1,484.91	101,070.90
Gabelli Equity Income Fund	2,269.39	26.33	45,311.92	14,441.17	59,753.09
Guggenheim S&P 500	2,055.00	62.83	103,736.88	25,378.77	129,115.65
Henderson Global All Asset	3,235.01	10.41	34,000.00	-323.50	33,676.50
Lord Abbett Floating Rate	2,132.38	9.47	19,629.59	564.02	20,193.61
Lord Abbett Short Duration Income Fd	17,505.75	4.54	80,654.65	-1,178.56	79,476.09
Mainstay Marketfield	2,044.50	17.42	34,000.00	1,615.16	35,615.16
MFS Growth	671.14	59.16	37,000.00	2,704.70	39,704.70
MFS International Diversification Fund	1,140.94	15.1	17,000.00	228.19	17,228.19
MS Trigger Plus	1,000.00	16.105	10,000.00	6,105.00	16,105.00
Orbotech Ltd	325.00	12.08	4,012.91	-86.91	3,926.00
Pioneer Strategic Income	1,347.28	10.86	14,641.43	-9.95	14,631.48
Sonic Automotive Inc	165.00	21.79	3,985.71	-390.36	3,595.35
Templeton Global Total Return Fund Advis	2,244.80	12.97	29,384.05	-268.99	29,115.06
Thornburg Investment Income Builder Func	2,592.53	19.52	47,167.60	3,438.57	50,606.17
Vanguard Dividend Appreciation	150.00	67.29	10,103.57	-10.07	10,093.50
Vanguard S&P 500 ETF	1,105.00	74.85	67,741.76	14,967.49	82,709.25
Virtus Multi-Sector Short Term Fund	3,069.01	4.82	14,836.90	-44.29	14,792.61
<u>TOTAL Investments</u>			<u>931,754.82</u>	<u>57,511.87</u>	<u>989,266.69</u>

Federal Statements

Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
Unrealized gain on Investments	\$ <u>42,377</u>
Total	\$ <u>42,377</u>

A10862 Curtis Foundation, Inc.
58-1969978
FYE: 8/31/2013

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Federal Statements

Statement 8 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
Lucy Ogletree	President	1.00	0	0	0
Beth Crumbley	Secretary	1.00	0	0	0
Richard B. Curtis	Treasurer	1.00	0	0	0
John Smith	Director	1.00	0	0	0
Cynthia Smith	Director	1.00	0	0	0
Robert Lewis	Director	1.00	0	0	0
Thomas R. Curtis	Director	1.00	0	0	0

10862 Curtis Foundation, Inc.
58-1969978
FYE: 8/31/2013

11/25/2013 2:59 PM

Federal Statements

Statement 9 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

<u>Name of Manager</u>	<u>Amount</u>
John & Cynthia Smith-Prior Year	\$ 59,750
Lucy C Ogletree-Prior Year	19,500
Richard B Curtis, Jr-Prior Year	126,976
Thomas R Curtis-Prior Year	258,923
Total	\$ <u>465,149</u>

THE CURTIS FOUNDATION
DONATIONS PAID FYE 8/31/13

University of Georgia
Scholarship Committee Chairman
Animal & Dairy Science Complex
Athens, Georgia 30602-2771
\$3,000.00 Scholarship Fund

Salem Academy & College
Winston-Salem, NC 27108
\$3,000.00 Scholarship Fund

John & Cynthia Smith
Fundraising Committee Co-Chairs
Festival Hall
PO Box 741
Greensboro, GA 30642
\$3,000.00 Bell

Church of The Redeemer
P.O. Box 93
Greensboro, GA 30642
\$9,000.00

Penfield Christian Home, Inc.
1061 Mercer Circle
Union Point, GA 30669
\$3,000.00

Greene County Habitat For Humanity
1373 Willow Run Road
Greensboro, GA 30642
\$3,000.00 General Fund

Greene County 4-H
Greene County Extension
1180 C Weldon Smith Drive
Greensboro, GA 30642
\$1,000.00

Linden Linthicum UMC
P.O. Box 165
12101 Linden Linthicum Lane
Clarksville, Maryland 12029
\$8,000.00 General Fund

Pediatric Pulmonology/GA Health Sciences Foundation
1446 Harper Street, BG 1104
Augusta, Ga. 30912
\$1,000.00

St. Jude Children's Research Hospital
501 St. Jude Place
Memphis, Tennessee 38105
\$1,000.00

New Springfield Baptist Church
P.O. Box 503
Greensboro, GA 30642
\$600.00 Greene County UGA Leadership

Arline Davis After School Tutoring Service Inc.
P.O. Box 36
Greensboro, GA 30642
\$1,000.00

Sparrow's Nest Mission Church
P.O. Box 1972
Athens, GA 30603
\$3,000.00

Circle of Love Center, Inc.
P.O. Box 641
Greensboro, GA 30642
\$3,500.00

Nathanael Greene Academy
2731 Highway 15 South
Siloam, Georgia 30665
\$2,000.00

Diana O'Keefe
Chair, Greene County Action Team
Ferst Books Foundation
1011 Yazoo Fishery
Greensboro, GA 30642
\$800.00 for Children's books

Greene County Boys & Girl Club
P.O. Box 474
Greensboro GA 30642
\$1,500.00

Atlas Ministry, Inc.
122 North Main Street
Greensboro, GA 30642
\$1,000.00 General Fund

Southeastern Brain Tumor Foundation
P.O. Box 422471
Atlanta, GA. 30342
\$1,000.00

TOTAL DONATIONS \$49,400

THE CURTIS FOUNDATION
Long-ShortCAP Gains

9/1/2012 through 8/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
SHORT TERM							
407-70973	Powershares Exchange-Traded Fd Tr Dwa	565	4/10/2012	11/30/2012	15,810.83	15,037.48	773.35
407-70973	Powershares Exchange-Traded Fd Tr Dwa	1,335.00	6/7/2012	11/30/2012	37,358.33	34,934.41	2,423.92
407-70973	Prudential Short-Term Corp Bond Fd Inc	1,994.80	2/6/2012	11/30/2012	23,179.53	23,000.97	178.56
407-70973	Prudential Short-Term Corp Bond Fd Inc	780.572	2/6/2012	11/30/2012	9,070.25	9,000.38	69.87
407-70973	Prudential Short-Term Corp Bond Fd Inc	6.285	3/1/2012	11/30/2012	73.03	72.47	0.56
407-70973	Prudential Short-Term Corp Bond Fd Inc	8.997	4/2/2012	11/30/2012	104.55	103.74	0.81
407-70973	Prudential Short-Term Corp Bond Fd Inc	8.138	5/1/2012	11/30/2012	94.56	93.84	0.72
407-70973	Prudential Short-Term Corp Bond Fd Inc	8.765	6/1/2012	11/30/2012	101.85	101.06	0.79
407-70973	Prudential Short-Term Corp Bond Fd Inc	8.594	7/1/2012	11/30/2012	99.86	99.09	0.77
407-70973	Prudential Short-Term Corp Bond Fd Inc	8.168	8/1/2012	11/30/2012	94.91	94.18	0.73
407-70973	Prudential Short-Term Corp Bond Fd Inc	9.047	9/1/2012	11/30/2012	105.13	104.32	0.81
407-70973	Prudential Short-Term Corp Bond Fd Inc	7.138	10/1/2012	11/30/2012	82.94	82.30	0.64
407-70973	Prudential Short-Term Corp Bond Fd Inc	8.004	11/1/2012	11/30/2012	93.01	92.29	0.72
407-70973	Gabelli Enterprise Merge & ACQ	1,883.24	6/7/2012	4/8/2013	22,109.23	20,238.29	1,870.94
407-70973	Gabelli Enterprise Merge & ACQ	1,373.63	8/20/2012	4/8/2013	16,126.37	14,761.71	1,364.66
407-70973	Columbia Acorn Fund	8.612	6/6/2012	4/8/2013	282.82	224.35	58.47
407-70973	Columbia Acorn Fund	38.70	12/6/2012	4/8/2013	1,270.94	1,008.22	262.72
407-70973	Guggenheim S&P 500	370	4/10/2012	4/8/2013	21,890.29	18,491.86	3,398.43
407-70973	First Trust North American	700	8/20/2012	4/8/2013	16,502.13	14,901.60	1,600.53
407-70973	Vanguard S&P 500 ETF	85	6/7/2012	4/8/2013	6,068.86	5,130.89	937.97
407-70973	Waddell & Reed Fincl Inc	81.00	4/16/2013	4/18/2013	3,163.78	3,317.76	(153.98)
407-70973	Federated Investors, Inc	140	4/10/2013	5/1/2013	3,176.80	3,340.12	(163.32)
407-70973	Pitney Bowes Inc	220	4/10/2013	5/1/2013	3,155.51	3,303.32	(147.81)
407-70973	Wellcare Health Plans, Inc	56	4/16/2013	5/21/2013	2,853.69	3,344.88	(491.19)
407-70973	Sunediton Inc Com	766	4/16/2013	5/31/2013	6,273.12	3,347.34	2,925.78
407-70973	Alkermes Plc Shs	132	4/16/2013	6/3/2013	4,031.23	3,326.16	705.07
407-70973	Arkansas Best Corp.	205	5/13/2013	6/3/2013	3,824.00	3,355.38	468.62
407-70973	Coach Inc	60	5/15/2013	6/3/2013	3,502.13	3,528.00	(25.87)
407-70973	Scripps Network Interactive	50	4/8/2013	6/3/2013	3,325.44	3,349.50	(24.06)
407-70973	CVS/Caremark Corp	60	4/8/2013	6/5/2013	3,437.34	3,381.60	55.74
407-70973	Bed Bath & Beyond	50	4/25/2013	6/5/2013	3,427.44	3,386.50	40.94
407-70973	TRW Automotive Holding Corp	61	4/16/2013	6/6/2013	3,759.36	3,325.72	433.64
407-70973	Coinstar Inc	65	5/1/2013	6/6/2013	3,674.38	3,379.35	295.03
407-70973	Capital One Financial Corp	60	4/25/2013	6/6/2013	3,599.94	3,444.59	155.35

407-70973	Thermo Fisher Scientific Inc	40	4/8/2013	6/6/2013	3,447.94	3,127.99	319.95
407-70973	Hollyfrontier Corp Com	65	4/25/2013	6/6/2013	3,076.39	3,355.30	(278.91)
407-70973	Swift Transportation Co	160	4/26/2013	6/6/2013	2,645.53	2,238.13	407.40
407-70973	Goodyear Tire & Rubber	270	4/26/2013	6/19/2013	4,142.26	3,379.56	762.70
407-70973	Target Corp.	45	4/8/2013	6/19/2013	3,112.14	3,110.40	1.74
407-70973	Invesco Balanced Risk Alloc Allocation Fund	127.61	12/7/2012	6/24/2013	1,521.11	1,581.36	(60.25)
407-70973	Invesco Balanced Risk Alloc Allocation Fund	117.005	4/8/2013	6/24/2013	1,394.70	1,449.94	(55.24)
407-70973	Pimco Fds-All Asset All Auth	24.69	9/20/2012	6/24/2013	248.89	265.47	(16.58)
407-70973	Pimco Fds-All Asset All Auth	91.644	12/27/2012	6/24/2013	923.77	985.34	(61.57)
407-70973	Pimco Fds-All Asset All Auth	23.408	1/2/2013	6/24/2013	235.95	251.68	(15.73)
407-70973	Pimco Fds-All Asset All Auth	25.735	3/21/2013	6/24/2013	259.41	276.70	(17.29)
407-70973	Pimco Fds-All Asset All Auth	14.144	6/20/2013	6/24/2013	142.57	152.07	(9.50)
407-70973	World Fuel Services Corp	89	4/16/2013	6/24/2013	3,454.91	3,325.03	129.88
407-70973	Crocs Inc	215	5/1/2013	6/24/2013	3,288.13	3,413.15	(125.02)
407-70973	Advance Auto Parts	40	5/13/2013	6/24/2013	3,213.54	3,376.00	(162.46)
407-70973	Broadcom Corp	95.00	4/26/2013	6/24/2013	3,128.29	3,296.41	(168.12)
407-70973	Blackstone Group LP	185	6/19/2013	6/25/2013	3,784.09	4,008.95	(224.86)
407-70973	Tetra Technologies Inc	360	6/19/2013	6/25/2013	3,672.07	4,019.76	(347.69)
407-70973	Hartford World Bond	1,851.85	4/8/2013	7/8/2013	19,518.52	20,000.00	(481.48)
407-70973	Hartford World Bond	1.549	4/29/2013	7/8/2013	16.33	16.79	(0.46)
407-70973	Hartford World Bond	1.67	5/29/2013	7/8/2013	17.60	17.87	(0.27)
407-70973	Hartford World Bond	1.77	6/27/2013	7/8/2013	18.66	18.71	(0.05)
407-70973	Garmin Ltd	171	7/8/2013	7/23/2013	6,410.64	5,991.36	419.28
407-70973	Intel Corp	150	4/10/2013	7/23/2013	3,403.94	3,280.16	123.78
407-70973	Omnicell Inc	285	7/23/2013	7/24/2013	5,912.16	6,044.99	(132.83)
407-70973	Western Un Co	225	4/8/2013	8/30/2013	3,967.51	3,246.23	721.28
407-70973	Western Un Co	122	7/8/2013	8/30/2013	2,151.27	2,094.36	56.91
407-70973	ATMI Inc	154	4/16/2013	8/30/2013	3,811.82	3,338.70	473.12
407-70973	ATMI Inc	89	7/8/2013	8/30/2013	2,202.93	2,193.84	9.09
TOTAL SHORT TERM					310,846.65	292,559.92	18,286.73
LONG TERM							
407-70973	Fidelity Advisor New Insights Fund	1,905.34	9/3/2010	4/8/2013	47,500.00	34,838.75	12,661.25
407-70973	Thornburg Investment Income Builder Fund	1,684.84	9/3/2010	4/8/2013	34,000.00	30,627.11	3,372.89
407-70973	Templeton Global Total Return Fund Advisor	2,149.00	2/6/2012	4/8/2013	30,000.00	28,112.46	1,887.54
407-70973	First Eagle Global Fund	525.906	9/20/2011	4/8/2013	27,000.00	24,169.19	2,830.81
407-70973	Columbia Acorn Fund	620.035	9/3/2010	4/8/2013	20,361.95	16,152.80	4,209.15
407-70973	Columbia Acorn Fund	0.648	12/16/2010	4/8/2013	21.28	16.88	4.40
407-70973	Columbia Acorn Fund	38.774	12/16/2010	4/8/2013	1,273.34	1,010.12	263.22
407-70973	Columbia Acorn Fund	3.843	6/8/2011	4/8/2013	126.20	100.12	26.08

407-70973	Columbia Acorn Fund	14.063	6/8/2011	4/8/2013	461.83	366.36	95.47
407-70973	Columbia Acorn Fund	24.603	12/7/2011	4/8/2013	807.96	640.94	167.02
407-70973	Pimco Fds-All Asset All Auth	1,250.43	9/8/2010	4/8/2013	13,754.74	13,449.54	305.20
407-70973	Pimco Fds-All Asset All Auth	21.45	9/16/2010	4/8/2013	235.95	230.71	5.24
407-70973	Pimco Fds-All Asset All Auth	5.923	12/8/2010	4/8/2013	65.15	63.71	1.44
407-70973	Pimco Fds-All Asset All Auth	31.29	12/31/2010	4/8/2013	344.16	336.52	7.64
407-70973	Virtus Multi-Sector Short Term Fund	2,409.64	2/6/2012	4/8/2013	12,000.00	11,646.76	353.24
407-70973	Pioneer Strategic Income	1,051.71	9/3/2010	4/8/2013	12,000.00	11,423.45	576.55
407-70973	Lord Abbett Floating Rate	891.92	9/3/2010	4/8/2013	8,500.00	8,206.06	293.94
407-70973	Ishares Silver Trust	300.00	9/3/2010	4/8/2013	7,896.51	5,750.40	2,146.11
407-70973	Lord Abbett Short Duration Income Fd	1,293.10	2/6/2012	4/8/2013	6,000.00	5,957.92	42.08
407-70973	Gabelli Equity Income Fund	194.55	9/20/2011	4/8/2013	5,000.00	3,867.20	1,132.80
407-70973	Columbia Dividend Income Fund	183.038	9/3/2010	4/8/2013	3,000.00	2,193.23	806.77
407-70973	ETFS Gold Trust	50	9/3/2010	4/18/2013	6,861.34	6,182.00	679.34
407-70973	Invesco Balanced Risk Alloc Allocation Fund	1,215.56	2/6/2012	6/24/2013	14,489.46	15,063.34	(573.88)
407-70973	Invesco Balanced Risk Alloc Allocation Fund	803.86	4/10/2012	6/24/2013	9,582.00	9,961.51	(379.51)
407-70973	Invesco Balanced Risk Alloc Allocation Fund	406.84	6/7/2012	6/24/2013	4,849.47	5,041.54	(192.07)
407-70973	Pimco Fds-All Asset All Auth	63.34	12/31/2010	6/24/2013	638.48	681.03	(42.55)
407-70973	Pimco Fds-All Asset All Auth	15.504	3/17/2011	6/24/2013	156.28	166.70	(10.42)
407-70973	Pimco Fds-All Asset All Auth	14.513	6/16/2011	6/24/2013	146.29	156.04	(9.75)
407-70973	Pimco Fds-All Asset All Auth	15.762	9/15/2011	6/24/2013	158.88	169.47	(10.59)
407-70973	Pimco Fds-All Asset All Auth	77.483	12/29/2011	6/24/2013	781.03	833.09	(52.06)
407-70973	Pimco Fds-All Asset All Auth	13.426	3/22/2012	6/24/2013	135.33	144.35	(9.02)
407-70973	Pimco Fds-All Asset All Auth	853.89	4/10/2012	6/24/2013	8,607.21	9,180.90	(573.69)
407-70973	Pimco Fds-All Asset All Auth	580.833	6/7/2012	6/24/2013	5,854.80	6,245.03	(390.23)
407-70973	Pimco Fds-All Asset All Auth	15.62	6/21/2012	6/24/2013	157.43	167.92	(10.49)
TOTAL LONG TERM					282,767.07	253,153.15	29,613.92

OVERALL TOTAL 593,613.72 545,713.07 47,900.65