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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 10/01/12 , and ending 09/30/13

Name of foundation: JAMES J & MAMIE RICHARDSON PERKINS MEMORIAL FUND - C/O BANK OF AMERICA

A Employer identification number: 56-6325764

Number and street (or P O box number if mail is not delivered to street address): NC7-002-17-01, 421 FAYETTEVILLE ST — Room/suite: MALL

B Telephone number (see instructions): 919-829-6769

City or town state and ZIP code: RALEIGH NC 27601

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 12,573,807

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ☐

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 ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	330,201	330,201		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	153,721			
b	Gross sales price for all assets on line 6a 5,560,411				
7	Capital gain net income (from Part IV, line 2)		153,721		
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) Stmt 1	7,949			
12	**Total.** Add lines 1 through 11	491,871	483,922	0	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	130,277	69,613		60,664
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 2	8,750	4,375		4,375
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) Stmt 3	2,991			2,991
24	**Total operating and administrative expenses.** Add lines 13 through 23	142,018	73,988	0	68,030
25	Contributions, gifts, grants paid	512,280			512,280
26	**Total expenses and disbursements.** Add lines 24 and 25	654,298	73,988	0	580,310
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-162,427			
b	**Net investment income** (if negative, enter -0-)		409,934		
c	**Adjusted net income** (if negative, enter -0-)			0	

ENVELOPE POSTMARK DATE FEB 10 2014

SCANNED FEB 19 2014

For Paperwork Reduction Act Notice, see instructions.

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Form **990-PF** (2012)

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	476,094	1,380,902	1,380,902
	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 4	9,912,590	8,948,929	11,192,905
	c	Investments – corporate bonds (attach schedule) See Stmt 5	103,574		
	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)	10,492,258	10,329,831	12,573,807
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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	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	10,492,258	10,329,831	
	30	**Total net assets or fund balances** (see instructions)	10,492,258	10,329,831	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,492,258	10,329,831	

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	10,492,258
2	Enter amount from Part I, line 27a	2	-162,427
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,329,831
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	10,329,831

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	SALE OF PUBLICLY TRADED SECURITIES	P	Various	Various
b	SALE OF PUBLICLY TRADED SECURITIES	P	Various	Various
c	VARIOUS SECURITIES			
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	1,322,155		1,330,580	-8,425
b	4,159,955		4,076,110	83,845
c	78,301			78,301
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-8,425
b				83,845
c				78,301
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	153,721
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	588,926	11,606,249	0.050742
2010	539,340	12,013,683	0.044894
2009	498,964	11,036,833	0.045209
2008	660,545	9,838,900	0.067136
2007	668,085	13,496,057	0.049502

2 **Total** of line 1, column (d)	2	0.257483
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	0.051497
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	12,147,467
5 Multiply line 4 by line 3	5	625,558
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,099
7 Add lines 5 and 6	7	629,657
8 Enter qualifying distributions from Part XII, line 4	8	580,310

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	8,199
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	8,199
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	8,199
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,772		
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	3,772
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	4,427
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** ▶ Refunded ▶			11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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
4a	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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		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	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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)

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JAMES G SULLIVAN Telephone no ▶ 252-756-8888

1100 CONFERENCE DRIVE

Located at ▶ GREENVILLE NC ZIP+4 ▶ 27858

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b		
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)? 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? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? 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
DANNY MCNALLY 498 RED BANKS ROAD	GREENVILLE NC 27858	MEMBER 0.84	7,710	0	0
JAMES G SULLIVAN 1100 CONFERENCE DRIVE	GREENVILLE NC 27858	CHAIRMAN 1 92	17,550	0	0
ROBERT HUDAK 401 E 4TH STREET	GREENVILLE NC 27858	MEMBER 1.34	12,200	0	0
BANK OF AMERICA 421 FAYETTEVILLE ST	RALEIGH NC 27601	TRUSTEE 10.19	92,817	0	0

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 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	11,674,027
b	Average of monthly cash balances	1b	658,427
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	12,332,454
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	12,332,454
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	184,987
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,147,467
6	**Minimum investment return.** Enter 5% of line 5	6	607,373

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	607,373
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 8,199		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	8,199
3	Distributable amount before adjustments Subtract line 2c from line 1	3	599,174
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	599,174
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	599,174

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	580,310
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	580,310
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	580,310

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				599,174
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			567,304	
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 ▶ $ 580,310				
a	Applied to 2011, but not more than line 2a			567,304	
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				13,006
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				586,168
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	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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))

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

DIST COMMITTEE JAMES J & MAMIE 252-756-8888
RICHARDSON PERKINS MEMORIAL FUND GREENVILLE NC 27858

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

APPLICATION FORMS AVAILABLE AT ABOVE ADDRESS

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

See Statement 6

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 Statement 7				512,280
Total			▶ 3a	512,280
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	330,201	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	78,301	75,420
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b REFUND OF PR YR EXCISE TAX					7,949
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		408,502	83,369
13 Total. Add line 12, columns (b), (d), and (e)				13	491,871

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

DAA

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers transactions and sharing arrangements
N/A			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

BANK OF AMERICA, N.A.

BY: [signature]

1/27/14 VP of Trustee

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	Check ☐ if self-employed
JAMES G. SULLIVAN	[signature]	01/07/14	
Firm's name ▶ Sullivan, Shearin & Co		PTIN	P00238015
Firm's address ▶ 1100 Conference Dr Greenville, NC 27858		Firm's EIN ▶	56-1350306
		Phone no	252-756-8888

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
REFUND OF PR YR EXCISE TAX	$ 7,949	$	$
Total	$ 7,949	$ 0	$ 0

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
SULLIVAN, SHEARIN & COMPANY	$ 8,750	$ 4,375	$	$ 4,375
Total	$ 8,750	$ 4,375	$ 0	$ 4,375

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
LIABILITY INSURANCE	2,991			2,991
Total	$ 2,991	$ 0	$ 0	$ 2,991

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE SCHEDULE	$ 9,912,590	$ 8,948,929	Cost	$ 11,192,905
Total	$ 9,912,590	$ 8,948,929		$ 11,192,905

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE SCHEDULE	$ 103,574	$	Cost	$
Total	$ 103,574	$ 0		$ 0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
APPLICATION FORMS AVAILABLE AT ABOVE ADDRESS

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
N/A

Statement 6 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
501C3 CHARITIES FOR BENEFIT OF PITT COUNTY, NORTH CAROLINA RESIDENTS

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Relationship	Address / Status	Purpose	Amount
THE SALVATION ARMY GREENVILLE NC 27834	N/A	2337 DICKINSON AVE 501C3	501C3 PURPOSES	71,129
ST PAULS EPISCOPAL CHURCH GREENVILLE NC 27858	N/A	401 E 4TH STREET 501C3	501C3 PURPOSES	26,129
PCMH FOUNDATION GREENVILLE NC 27858-8489	N/A	P.O. BOX 8489 501C3	501C3 PURPOSES	72,128
PITT CO EDUCATIONAL FOUND GREENVILLE NC 27834	N/A	1717 WEST FIFTH STREET 501C3	501C3 PURPOSES	27,180
WINTERVILLE RESCUE & EMS WINTERVILLE NC 28590	N/A	P.O. BOX 1683 501C3	501C3 PURPOSES	15,220
OPERATION SUNSHINE INC GREENVILLE NC 27836	N/A	P.O. BOX 3412 501C3	501C3 PURPOSES	8,000
PITT CO ARBORETUM GREENVILLE NC 27834	N/A	403 GOVERNMENT CIRCLE 501C3	501C3 PURPOSES	5,400
GREENVILLE CHORAL SOCIETY GREENVILLE NC 27835	N/A	P.O. BOX 1357 501C3	501C3 PURPOSES	5,000
PACTOLUS SCHOOL GREENVILLE NC 27834	N/A	3405 YANKEE HALL ROAD 501C3	501C3 PURPOSES	30,309
ROCKING HORSE RANCH THERAPEUTIC GREENVILLE NC 27834	N/A	1721 BLUE BANK FARM ROAD 501C3	501C3 PURPOSES	25,700
ECU DIVISION OF STUDENT AFFAIRS GREENVILLE NC 27858	N/A	112 SPILMAN MAIL STOP 401 501C3	501C3 PURPOSES	8,000
LITERACY VOLUNTEERS OF PITT COUNTY GREENVILLE NC 27858	N/A	105 EAST ARLINGTON BLVD 501C3	501C3 PURPOSES	1,500
SOUTH CENTRAL HIGH SCHOOL WINTERVILLE NC 28590	N/A	570 W FORLINES ROAD 501C3	501C3 PURPOSES	30,000
CHURCHES OUTREACH NETWORK GREENVILLE NC 27833	N/A	P.O. BOX 31045 501C3	501C3 PURPOSES	17,962
ELEVATE CAMPUS CLUBS INC GREENVILLE NC 27834	N/A	P.O. BOX 4023 501C3	501C3 PURPOSES	5,140
FALKLAND ELEMENTARY SCHOOL GREENVILLE NC 27834	N/A	503 NC HIGHWAY 121 501C3	501C3 PURPOSES	48,483
ULSTER PROJECT OF GREENVILLE GREENVILLE NC 27858	N/A	206 S LIBRARY STREET 501C3	501C3 PURPOSES	10,000

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
LIFE OF NC INC/NC STRIVE GREENVILLE NC 27833	P.O. BOX 30733 N/A	501C3	501C3 PURPOSES	35,000
EASTER SEALS UCP NC & VA INC RALEIGH NC 27612-3266	5171 GLENWOOD AVENUE N/A	501C3	501C3 PURPOSES	70,000
Total				512,280

JAMES J AND MAMIE RICHARDSON PERKINS MEMORIAL FUND
EIN 56-6325764

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2013

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
	CORPORATE STOCK		
234	ABBOTT LABS	7,766 46	5,969.34
383	ABBVIE INC	17,131 59	12,079 70
120	ACADIA PHARMACEUTICALS INC	3,296 40	3,037 36
400	ACCENTURE PLC	29,456 00	26,627 85
153	ACCENTURE PLC	11,266 92	7,975 15
70	ACE LTD	6,549 20	5,429.35
38	AFFILIATED MANAGERS GROUP	6,940.32	3,873 75
16	AFFILIATED MANAGERS GROUP	2,922 24	1,762.19
77	AGILENT TECHNOLOGIES INC	3,946 25	4,037.56
99	AKAMAI TECHNOLOGIES INC	5,118.30	3,779 96
66	AKAMAI TECHNOLOGIES INC	3,412 20	1,923.60
30	ALBEMARLE CORP	1,888.20	1,772 78
57	ALEXION PHARMACEUTICALS INC	6,621 12	1,616 43
21	ALLIANCE DATA SYS CORP	4,440 87	2,613.99
500	ALTRIA GROUP INC	17,175.00	4,566 62
233	ALTRIA GROUP INC	8,003 55	3,820 98
85	AMAZON COM INC	26,574.40	18,853 78
113	AMERICAN ELEC PWR INC	4,898 55	3,497 93
945	AMERICAN EXPRESS CO	71,366.40	38,264 14
154	AMERICAN EXPRESS CO	11,630 08	5,884.46
600	AMERICAN INTL GROUP INC	29,178.00	24,953 24
100	AMETEK INC	4,602.00	1,145 90
152	AMGEN INC	17,012 60	10,711.14
180	AMPHENOL CORP	13,928 40	8,836 95
225	ANHEUSER BUSCH INBEV	22,320 00	22,235.34
48	AOL INC	1,659 84	1,690 26
900	APACHE CORP	76,626.00	32,551 11
32583 039	AQR MANAGED FUTURES STRATEGY FUND	324,527 07	325,000 00
7633 588	ARBITRAGE FUND	98,015 27	100,000.00
181	ASML HOLDINGS NV	17,875 56	15,061.85
681	ATMEL CORP	5,066.64	4,839.49
523	AT&T INC	17,687 86	15,148.41
44	AUTOLIV INC	3,845 16	3,004.66
137	AUTOMATED DATA PROCESSING INC	9,916.06	4,885 53
52	AUTONATION INC	2,712 84	1,397.76
43	AUTOZONE INC	18,177 39	15,582.55
65	BALLY TECHNOLOGIES INC	4,683 90	2,493.04
111	BEACON ROOFING SUPPLY INC	4,092 57	4,126 74
27	BE AEROSPACE INC	1,993.14	1,754 72
600	BERKSHIRE HATHAWAY INC	68,106.00	47,520 14
192	BIOGEN IDEC INC	46,225.92	22,751.68
100	BLACKROCK INC	27,062 00	24,331 26
32	BLACKROCK INC	8,659 84	5,019 61
132	BOEING CO	15,510 00	9,311 99
46	BORG WARNER INC	4,663 94	4,412 45
447	BRISTOL MYERS SQUIBB CO	20,687 16	15,650 83
426	BRISTOL MYERS SQUIBB CO	19,715 28	12,904 22
465	CADENCE DESIGN SYSTEM INC	6,282 15	6,443 87

JAMES J AND MAMIE RICHARDSON PERKINS MEMORIAL FUND
EIN 56-6325764

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2013

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
84	CAMERON INTL CORP	4,903 08	5,172 50
50	CANADIAN NATIONAL RAILWAY	5,068 50	3,929 25
155	CANADIAN PAC RY LTD	19,111 50	20,741.01
59	CASEYS GEN STORES INC	4,330 01	3,158.90
62	CBOE HLDGS INC	2,804 26	2,897.79
141	CBRE GROUP INC	3,261.33	2,897 55
450	CBS CORP	24,822 00	16,756 82
1100	CHEVRON CORP	133,650 00	38,997.20
145	CHEVRON CORP	17,617.50	11,046 38
12	CHIPOTLE MEXICAN GRILL INC	5,145 65	2,952.56
107	CHUBB CORP	9,550.82	7,205 48
491	CISCO SYS INC	11,504 62	10,952.65
657	CITIGROUP INC	31,871.07	27,658.60
84	CITRIX SYS INC	5,931 24	6,249 40
147	CLEAN HBRS INC	8,623 02	8,227 51
75	CLOROX CO	6,129 00	4,941 13
109	CME GROUP INC	8,052 92	5,477 20
143	CMS ENERGY CORP	3,763 76	3,080.93
506	COBALT INTL ENERGY INC	12,579 16	12,656.67
600	COCA COLA CO	22,728 00	1,638 28
188	COGNEX CORP	5,882 52	5,660 83
11425 772	COLUMBIA ACORN FUND	419,097 32	315,169.46
8354 048	COLUMBIA ACORN INTERNATINAL FUND	389,131 56	335,366.46
882.132	COLUMBIA ACORN USA FUND	32,233.10	30,000 00
8198 403	COLUMBIA DIVIDEND INCOME FUND	140,110 71	100,000 00
16557.812	COLUMBIA EMERGING MARKETS FUND	161,935 40	160,000 00
10185 267	COLUMBIA INCOME OPPORTUNITIES FUND	100,630 44	100,000 00
10116 353	COLUMBIA SHORT TERM BOND FUND	100,758 88	99,241 42
26481 129	COLUMBIA SELECT LARGE CAP GROWTH FD	481,691.74	350,000 00
3949 688	COLUMBIA TECHNOLOGY FUND	59,482 30	40,000 00
400	COMCAST CORP	18,046 00	16,106.31
15	CONOCOPHILLIPS	1,042.65	787 77
132	CONOCOPHILLIPS	9,175 32	9,054.63
1250	CSX CORP	32,175.00	21,508 12
34	CULLEN FROST BANKERS INC	2,398 70	2,034 38
3882 199	CULLEN HIGH DIVIDEND EQUITY FUND	60,911 70	50,000.00
103	DANA HLDG CORP	2,352 52	2,360 42
127	DICKS SPORTING GOODS INC	6,779 26	6,235.51
20	DILLARDS INC	1,566.00	1,510 05
350	DISNEY WALT CO	22,571 50	19,751 48
54	DOLBY LABORATORIES INC	1,863 54	2,122.94
62	DOMINION RES INC	3,873.76	3,143 05
62	DORMAN PRODS INC	3,072 10	3,007.69
92	DOVER CORP	8,264.36	3,097 72
23	DSW INC	1,962 36	1,330.01
52	DUKE ENERGY CORP	3,472 56	3,378.58
185	DU PONT E I DE NEMOURS & CO	10,833 60	8,801 32
368	EBAY INC	20,532 56	18,578 51
225	EMC CORP	5,751 00	6,039 65
383	EMC CORP	9,789 48	9,726 74

JAMES J AND MAMIE RICHARDSON PERKINS MEMORIAL FUND
EIN 56-6325764

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2013

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
93	EMERSON ELEC CO	6,017 10	4,531.58
29	ENERSYS	1,758 27	1,008 10
162	ENTEGRIS INC	1,645 92	1,392 07
10	EOG RES INC	1,692 80	946.95
77	EVERCORE PARTNERS INC	3,790 71	1,964.45
40	EVERCORE PARTNERS INC	1,969.20	1,594.62
70	EXPEDIA INC	3,626 70	2,159.78
173	EXPEDITORS INTL WASHINGTON INC	7,622 38	7,525.97
81	EXPRESS SCRIPTS HLDG CO	5,005 80	4,575 69
1000	EXXON MOBIL CORP	86,040 00	10,442 70
246	EXXON MOBIL CORP	21,165 84	17,118.89
100246 351	FEDERATED STRATEGIC VALUE FUND INSTL	556,367 25	500,000 00
30	FEI CO	2,634.00	1,324 93
313	FIFTH THIRD BANCORP	5,649 65	5,596 53
59	FINANCIAL ENGINES INC	3,506 67	1,957 75
120	FIREEYE INC	4,983 60	4,760 32
64	FIRST REP BK SAN FRANCISCO	2,984 32	2,526 25
52	FLEETÇOR TECHNOLOGIES INC	5,728 32	4,303 47
35	FLEETCOR TECHNOLOGIES INC	3,855 60	1,416 51
32665 02	FRANKLIN FTLG RATE DAILY ACCESS FUND	299,538 23	300,000.00
108	FRESH MKT INC	5,109 48	5,858 46
95	FULLER H B CO	4,293.05	3,623 04
52	GARTNER GROUP INC	3,120 00	2,326 96
1900	GENERAL ELEC CO	45,391 00	7,045 83
57	GENESEE & WYO INC	5,299 29	4,318.84
38	GEMOMIC HEALTH INC	1,162.04	1,207 67
900	GILEAD SCIENCES INC	56,583 00	32,989 06
250	GOLDCORP INC	6,502 50	10,577 42
40	GOOGLE INC	35,036 40	30,277 98
31	GRAINGER W W INC	8,113 01	5,767 01
55	HAIN CELESTIAL GROUP INC	4,241 60	3,163.31
26	HANGER INC	877.76	688 97
5535 812	HARBOR INTERNATIONAL FUND	383,521 06	283,288 86
59	HARMAN INTL INDS INC	3,907 57	4,038 37
178	HCA HLDGS INC	7,609.50	5,720 46
60	HEARTLAND PMT SYS INC	2,383 20	1,249 53
34	HELMERICH & PAYNE INC	2,344 30	1,645.94
20	HERSHEY CO	1,850 00	1,208 70
72	HERSHEY CO	6,660 00	4,017 87
160	HERTZ GLOBAL HLDGS INC	3,545.60	2,136.43
282	HOME DEPOT INC	21,389.70	13,055 86
292	HOME DEPOT INC	22,148 20	5,926 91
800	HONEYWELL INTL INC	66,432 00	22,364 03
154	HONEYWELL INTL INC	12,788 16	7,086 20
73	IAC / INTERACTIVECORP	3,990 91	2,956 18
66	ILLUMINA INC	5,334 78	1,918 06
42	INCYTE CORP	1,602.30	628 91
50	INFORMATICA CORP	1,948 50	1,963 30
498	INTEL CORP	11,414 66	9,324.63
600	INTERNATIONAL BUSINESS MACHS	111,108 00	54,641.61

JAMES J AND MAMIE RICHARDSON PERKINS MEMORIAL FUND
EIN 56-6325764

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2013

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
86	INTERNATIONAL BUSINESS MACHS	15,925 48	7,378 22
143	INTERNATIONAL GAME TECHNOLOGY	2,706.99	2,584 29
52	INTERXION HLDG	1,156.48	1,211.86
5500	ISHARES MSCI EMERGING MARKETS ETF	224,152 50	221,865.08
3000	ISHARES MSCI EMERGING MKTS MIN VOL ETF	176,160 00	172,898 29
2200	ISHARES RUSSELL 2000 ETF	234,542 00	170,659 18
750	ISHARES TR S&P GLOBAL INFO TECHNOLOGY	56,122 50	45,670 84
3000	ISHARES US PFD STK FUND	114,000 00	116,331 57
105	IXIA	1,645 35	1,829 46
114	JABIL CIRCUIT INC	2,471 52	2,828 41
167	JANUS CAP GROUP INC	1,421 17	1,426 36
79	JARDEN CORP	3,823 60	2,102.52
25	JAZZ PHARMACEUTICALS PLC	2,299 25	1,816 22
6033 36	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND	100,515 78	100,000 00
900	JOHNSON & JOHNSON	78,021.00	36,294.50
239	JOHNSON & JOHNSON	20,718 91	16,184 86
1000	JPMORGAN ALERIAN MLP INDEX ETN	44,600 00	39,430 40
301	J P MORGAN CHASE & CO	15,558.69	12,900.59
4182 958	J P MORGAN US LARGE CAP CORE PLUS FUND	113,818 29	75,000 00
5530 019	KALMAR POOLED INVT TR SMALL CAP GR W/VALUE FD	118,010 61	85,000 00
250	KANSAS CITY SOUTHERN	27,340 00	13,776 66
59	KAPSTONE PAPER & PACKAGING CORP	2,525.20	991 63
114	KIMBERLY CLARK CORP	10,741 08	8,102 33
312	KINDER MORGAN INC	11,097 84	11,939 96
123	KLA-TENCOR CORP	7,484 55	6,953.13
150	KRAFT FOODS INC	7,872 00	3,919 29
125	LABORATORY CORP AMER HLDGS	12,392 50	10,979 63
127	L BRANDS INC	7,759 70	6,214 43
14688 393	LAZARD EMERGING MKTS EQUITY PORTFOLIO INSTL	279,813 89	275,000 00
32	LINKEDIN CORP	7,873 92	5,769 95
56	LKQ CORP	1,784 72	997.42
125	LOCKHEED MARTIN CORP	15,943 75	13,877 38
259	LULULEMON ATHLETICA INC	18,940 67	16,214 14
84	LYONDELLBASELL INDUSTRIES	6,151.32	5,361.52
179	MACYS INC	7,745.33	7,976 14
195	MARSH & MCLENNAN COS INC	8,492 25	6,703 27
200	MCDONALDS CORP	19,242 00	19,493 93
133	MCDONALDS CORP	12,795 93	9,105 44
77	MEDIVATION INC	4,615 38	3,175 87
80	MELLANOX TECHNOLOGIES LTD	3,038 00	2,986 19
35	MERCADOLIBRE INC	4,721 85	2,461 47
339	MERCK & CO INC	16,139.45	12,444 39
81	METLIFE INC	3,802 95	4,054 29
29709.601	METRO WEST T/R BD	315,515 96	305,020 13
75	MICHAEL KORS HLDGS LTD	5,589.00	4,150 76
900	MICROSOFT CORP	29,952.00	19,967 98
600	MICROSOFT CORP	19,968.00	16,724.19
450	MONDELEZ INTL INC	14,139 45	7,043.94
271	MONSANTO CO	28,284.27	16,617 00
150	NESTLE SA	10,492 20	8,542 75

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UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
150	NEWMONT MNG CORP	4,215 00	9,404 56
71	NEXTERA ENERGY INC	5,691 36	3,720 90
136	NIELSON HLDGS NETHERLANDS	4,957 20	3,678 86
300	NIKE INC	21,792 00	9,165.44
38	NORDSON CORP	2,797 94	1,995 78
78	NORDSTROM INC	4,383 60	4,517.11
100	NOVARTIS	7,671.00	5,599 76
50	NOVO-NORDISK A S	8,461.00	7,821 56
65	NXP SEMICONDUCTORS NETHERLANDS	2,418 65	2,013 95
150	OCCIDENTAL PETE CORP	14,031 00	13,680 09
50	OCCIDENTAL PETE CORP	4,677 00	1,752 25
150	ON ASSIGNMENT INC	4,950 00	3,338.24
20	ONYX PHARMACEUTICALS INC	2,494.00	1,462.48
2850 242	OPPENHEIMER INTL GROWTH FUND	103,492 29	100,000 00
156	PANDORA MEDIA INC	3,920.28	2,941.85
79	PAREXEL INTL CORP	3,965 80	2,275 47
51	PARKER HANNIFIN CORP	5,544.72	2,140.81
253	PENTAIR LTD	16,429 82	11,629 27
79	PENTAIR LTD	5,130 26	4,618 83
650	PEPSICO INC	51,675 00	31,672 24
4090 095	PERMANENT PORTFOLIO	194,075 01	200,000 00
48	PERRIGO CO	5,922 24	4,531 92
51	PETSMART INC	3,889.26	2,003.79
735	PFIZER INC	21,112 88	11,506.31
500	PHILIP MORRIS INTL INC	43,295 00	10,491 21
276	PHILIP MORRIS INTL INC	23,898 84	13,303 00
150	PHILLIPS 66	8,673 00	8,306 81
91	PHILLIPS 66	5,261 62	5,633 30
14489 797	PIMCO ALL ASSET ALL AUTH FUND	149,389.81	157,098 64
14154.103	PIMCO TOTAL RETURN FUND	153,147 39	144,301 21
138	PNC FINL SVCS GROUP INC	9,998 10	9,098 49
114	POLARIS INDS INC	14,726.52	7,870 77
31	POLARIS INDS INC	4,004.58	2,081.33
41	PPG INDS INC	6,849.46	5,140 82
113	PRECISION CASTPARTS CORP	25,678 12	16,205 00
84	PRICE T ROWE GROUP INC	6,042.12	2,394.13
22	PRICELINE COM INC	22,240.90	9,308 13
27050 443	PRINCIPAL PFD SECS FUND INSTL	272,938 97	275,000.00
300	PROCTER & GAMBLE CO	22,677 00	12,146.02
178	PROCTER & GAMBLE CO	13,455.02	11,879 66
32	PUBLIC STORAGE INC	5,137 60	4,160.76
196	QEP RES INC	5,427 24	6,197 33
82	QLIK TECHNOLOGIES INC	2,806 86	3,026 92
1400	QUALCOMM INC	94,248 00	33,114 50
43	RACKSPACE HOSTING INC	2,268.68	1,347 62
145	RAYTHEON CO	11,175.15	6,573 15
67	ROBERT HALF INTL INC	2,615.01	2,027 95
450	ROCHE HLDG LTD	30,344 40	27,822.84
63	ROPER INDS INC	8,370 81	4,865 66
72	ROVI CORP	1,380 24	1,724.27

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UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
136.313	ROYAL DUTCH SHELL PLC	8,953 04	8,797 74
194	RPM INTL INC	7,022 80	4,319 93
26	SALIX PHARMACEUTICALS LTD	1,738.88	1,718 11
37	SALLY BEAUTY HLDGS INC	967.92	997 87
65	SBA COMMUNICATIONS CORP	5,229.90	4,866 26
293	SCHLUMBERGER LTD	25,889.48	21,134 62
66	SCHLUMBERGER LTD	5,831 76	5,635 19
5665 107	SCHRODER EMERGING MKT EQUITY FUND	74,722 76	75,000 00
98	SCRIPPS NETWORKS INTERACTIVE INC	7,654 78	5,942.33
55	SEMPRA ENERGY	4,708.00	3,080 60
128	SEMTECH CORP	3,838 72	4,146.25
113	SERVICENOW INC	5,870 35	3,674 72
116	SHERWIN WILLIAMS CO	21,132 88	20,970.18
76	SHERWIN WILLIAMS CO	13,845.68	6,536 70
62	SIGNET JEWELERS LTD	4,442 30	2,618 34
55	SILGAN HOLDINGS INC	2,585 00	1,947 55
34	SIMON PPTY GROUP INC	5,039 82	5,352 68
177	SKYWORKS SOLUTIONS INC	4,396 68	4,279 12
50	SOLARWINDS INC	1,753 00	1,155.28
150	S&P BIOTECH	19,374 00	8,094 39
115	SS&C TECHNOLOGIES HLDGS INC	4,381 50	3,604 87
450	STARBUCKS CORP	34,636 50	23,404 91
232	STARWOOD HOTELS & RESORTS	15,416 40	8,560 40
76	STERICYCLE INC	8,770.40	6,503 94
199	TD AMERITRADE HLDG CORP	5,209.82	3,643 63
2176 413	TEMPLETON GLOBAL BD FUND	28,119 26	30,000.00
127	TEREX CORP	4,267.20	4,027 69
120	TEXAS INSTRS INC	4,834 80	4,380.12
213	TEXAS INSTRS INC	8,581.77	6,903 35
350	3M CO	41,793 50	28,899 08
500	THERMO FISHER SCIENTIFIC CORP	46,075 00	24,575 50
115	THORATEC CORP	4,288 35	3,645 51
12533 297	THORNBURG INTL VALUE FUND	385,524 22	310,028 55
166	TIBCO SOFTWARE INC	4,247 94	5,036 06
116	TIBCO SOFTWARE INC	2,968 44	2,796 52
213	TIME WARNER INC	14,017 53	7,253 23
338	TJX COS INC	19,059.82	7,628 51
122	TJX COS INC	6,879.58	3,643 01
127	TOTAL SYS SVCS INC	3,736 34	2,990.04
46	TOWERS WATSON & CO	4,920 16	2,618 55
112	TRACTOR SUPPLY CO	7,523 04	4,941 69
87	TRIUMPH GROUP INC	6,109.14	4,610 09
340	US BANCORP	12,437 20	9,788 60
65	UNDER ARMOUR INC	5,164 25	3,170 56
1311	UNION PAC CORP	203,650.74	113,558 69
108	UNITED PARCEL SVC INC	9,867 96	9,309 89
160	UNITED RENTALS INC	9,326 40	7,838 25
59	UNITED RENTALS INC	3,439 11	1,313 34
4900	UNITED STS COMMODITY INDEX FUND	274,253 00	286,455 45
1400	UNITED TECHNOLOGIES CORP	150,948.00	53,683 98

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UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
42	UNITED TECHNOLOGIES CORP	4,528 44	2,157 54
26	UNITED THERAPEUTICS CORP	2,050 10	1,448 67
49	UNIVERSAL HLTH SVCS INC	3,674.51	2,012.53
18	VALMONT INDS INC	2,500 38	2,290 30
1500	VANGUARD DIVIDEND APPRECIATION INDEX FUND	104,415 00	97,855.16
1300	VAMGUARD REIT	85,982 00	90,846 83
500	VERIZON COMMUNICATIONS INC	23,337 50	8,021 09
519	VERIZON COMMUNICATIONS INC	24,224 33	17,676.36
72	VERTEX PHARMACEUTICALS INC	5,459 04	5,897 76
20	V F CORP	3,981.00	3,380.20
200	VISA INC	38,220 00	25,087 38
32	VISTEON CORP	2,420 48	2,358 74
56	WABTEC CORP	3,520 72	1,660 49
86	WAL-MART STORES INC	6,360 56	4,993 99
114	WASTE MGMT INC	4,701 36	3,520 54
58	WELLCARE GROUP INC	4,044.92	3,281.11
1107	WELLS FARGO & CO	45,741 24	26,464 73
421	WELLS FARGO & CO	17,395.72	14,383 97
158	WESTAR ENERGY INC	4,842 70	4,622 38
50	WHITING PETE CORP	2,992.50	2,430 89
129	WILLIAMS SONOMA INC	7,249 80	7,555 68
53	WILLIAMS SONOMA INC	2,978 60	2,313 61
91	WISCONSIN ENERGY CORP	3,674 58	3,110 50
300	WISDOMTREE JAPAN HEDGED EQUITY FUND	14,379 00	14,191.50
60	WYNDHAM WORLDWIDE CORP	3,658 20	3,462 90
42	WYNDHAM WORLDWIDE CORP	2,560 74	1,261 68
139	WYNN RESORTS LTD	21,963.39	14,157.60
97	XL GROUP PLC	2,989 54	2,153 57
239	YAHOO INC	7,927 63	5,967 12
278	ZOETIS INC	8,651 36	8,748 66
		11,192,905 44	8,948,929 68