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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

2012Department 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 **10/01/12**, and ending **09/30/13**

Name of foundation LUCY DANIELS FOUNDATION		A Employer identification number 58-1854794
Number and street (or P O box number if mail is not delivered to street address) 9001 WESTON PARKWAY	Room/suite	B Telephone number (see instructions) 919-677-9888
City or town, state, and ZIP code CARY NC 27513		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) \$ 5,526,370	J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) HYBRID	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)	500			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	373	373	373	
	4 Dividends and interest from securities	28,096	28,096	28,096	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	120,276			
	b Gross sales price for all assets on line 6a 809,390				
	7 Capital gain net income (from Part IV, line 2)		0		
	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 2	13,019		13,019		
12 Total. Add lines 1 through 11	162,264	28,469	41,488		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages	25,038			25,038
	15 Pension plans, employee benefits	1,826			1,826
	16a Legal fees (attach schedule) SEE STMT 3	17,612			17,612
	b Accounting fees (attach schedule) STMT 4	4,513			4,513
	c Other professional fees (attach schedule) STMT 5	7,972	7,972		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion STMT 6	61,203			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 7	105,763			105,763
	24 Total operating and administrative expenses. Add lines 13 through 23	223,927	7,972	0	154,752
	25 Contributions, gifts, grants paid	33,500			33,500
26 Total expenses and disbursements. Add lines 24 and 25	257,427	7,972	0	188,252	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-95,163				
b Net investment income (if negative, enter -0-)		20,497			
c Adjusted net income (if negative, enter -0-)			41,488		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash – non-interest-bearing	190	190	190
	2 Savings and temporary cash investments	285,369	297,624	297,624
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	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 8	1,031,713	907,064	1,223,199
	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 ▶ 3,240,586 Less: accumulated depreciation (attach sch) ▶ STMT 9 1,540,176	1,761,612	1,700,410	3,240,586
	15 Other assets (describe ▶ SEE STATEMENT 10)	685,834	764,771	764,771
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	3,764,718	3,670,059	5,526,370
Liabilities	17 Accounts payable and accrued expenses	5,929	6,433	
	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)	5,929	6,433	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	3,758,789	3,663,626	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input 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			
	30 Total net assets or fund balances (see instructions)	3,758,789	3,663,626	
	31 Total liabilities and net assets/fund balances (see instructions)	3,764,718	3,670,059	

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	3,758,789
2 Enter amount from Part I, line 27a	2	-95,163
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,663,626
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	3,663,626

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 N/A				
b				
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			
b			
c			
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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	
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	361,897	1,807,905	0.200175
2010	384,836		
2009	350,946	6,032,560	0.058175
2008	321,649	4,740,161	0.067856
2007	523,145	5,879,539	0.088977

2 Total of line 1, column (d)	2	0.415183
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	0.103796
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,562,698
5 Multiply line 4 by line 3	5	162,202
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	205
7 Add lines 5 and 6	7	162,407
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	188,252

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	205
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	205
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	205
6	Credits/Payments.		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	321
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	321
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	116
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 116 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► LDF.ORG	13	X	
14	The books are in care of ► KATIE LINDSEY 9001 WESTON PARKWAY Located at ► CARY	Telephone no ► 919-677-9888 ZIP+4 ► 27513		
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 propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A <input type="checkbox"/>	5b	
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b	X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
SEE STATEMENT 11				
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 EMORY UNIVERSITY: TREATMENT AND RESEARCH PROGRAMS INCLUDING PARTICIPANT GRANTS	30,000
2 LDC-EDUCATION GRANT	3,000
3 NC PSYCHOANALYTIC	500
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	1,231,520
b	Average of monthly cash balances	1b	354,975
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	1,586,495
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	1,586,495
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	23,797
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,562,698
6	Minimum investment return. Enter 5% of line 5	6	78,135

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	78,135
2a	Tax on investment income for 2012 from Part VI, line 5	2a	205
b	Income tax for 2012. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	205
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,930
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	77,930
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	77,930

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	188,252
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	188,252
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	205
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	188,047

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				77,930
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only				
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	237,804			
b From 2008	86,073			
c From 2009	19,526			
d From 2010	379,820			
e From 2011	272,056			
f Total of lines 3a through e	995,279			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 188,252				
a Applied to 2011, but not more than line 2a				
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				77,930
e Remaining amount distributed out of corpus	110,322			
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	1,105,601			
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				0
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)	237,804			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	867,797			
10 Analysis of line 9				
a Excess from 2008	86,073			
b Excess from 2009	19,526			
c Excess from 2010	379,820			
d Excess from 2011	272,056			
e Excess from 2012	110,322			

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			(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))
N/A

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

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines.
N/A

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year EMORY UNIVERSITY 201 DOWMAN DRIVE ATLANTA GA 30322			RESEARCH GRANT	30,000
Total			▶ 3a	30,000
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

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

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
		Date Acquired	Date Sold				
Whom Sold							
APPLE INC		6/16/10	10/10/12	\$ 31,879	PURCHASE	\$ 13,305	\$ 18,574
CONOCOPHILLIPS		5/22/03	10/10/12	28,486	PURCHASE	10,303	18,183
CUMINS INC		12/02/10	10/10/12	44,073	PURCHASE	52,173	-8,100
STRYKER CORP		4/15/09	10/10/12	51,487	PURCHASE	36,414	15,073
MOLYCORP INC		12/08/11	11/15/12	21,800	PURCHASE	63,413	-41,613
APPLE INC		VARIOUS	1/15/13	72,248	PURCHASE	49,587	22,661
CONOCOPHILLIPS		5/22/03	2/14/13	57,258	PURCHASE	20,606	36,652
CHEVRON CORP		5/07/03	3/19/13	23,595	PURCHASE	6,703	16,892
VODAFONE GROUPO		12/02/09	3/19/13	28,052	PURCHASE	24,247	3,805
WHITING PETROLEUM CORP		4/26/11	3/19/13	50,147	PURCHASE	72,640	-22,493
DUKE ENERGY CORP		7/25/11	6/04/13	33,139	PURCHASE	28,788	4,351
ISHARES BARCLAYS TIPS BO		6/22/09	6/04/13	115,317	PURCHASE	100,974	14,343
LINN ENERGY LLC		3/14/12	6/04/13	16,356	PURCHASE	19,386	-3,030
CEPHEID INC CALIF		12/08/10	7/11/13	35,515	PURCHASE	23,665	11,850
TORTOISE ENERGY		11/12/04	7/24/13	46,071	PURCHASE	26,887	19,184
KODIAK OIL & GAS CORP		2/17/11	7/12/13	42,870	PURCHASE	33,745	9,125
VODAFONE GROUPO		12/02/09	7/24/13	29,228	PURCHASE	24,247	4,981
LINN ENERGY		3/14/12	7/03/13	11,652	PURCHASE	19,391	-7,739

Federal Statements

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

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
				Sale Price					
WHITING PETROLEUM CORP		VARIOUS	7/11/13	PURCHASE 48,022	\$	42,201	\$	\$	5,821
LINN ENERGY LLC PARTNER		7/18/12	7/03/13	PURCHASE 11,652		20,439			-8,787
LINN ENERGY		VARIOUS	VARIOUS	PURCHASE 10,543					10,543
TOTAL				\$ 809,390	\$	689,114	\$	0 \$	120,276

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
CONFERENCE REGISTRATIONS	\$ 2,400	\$	\$ 2,400
OTHER RELATED INCOME	17,399		17,399
OTHER INCOME	500		500
LINN ENERGY LLC	-7,280		-7,280
TOTAL	\$ 13,019	\$ 0	\$ 13,019

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT LEGAL FEES	\$ 17,612	\$	\$	\$ 17,612
TOTAL	\$ 17,612	\$ 0	\$ 0	\$ 17,612

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Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 4,513	\$	\$	\$ 4,513
TOTAL	\$ 4,513	\$ 0	\$ 0	\$ 4,513

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MANAGEMENT FEES	\$ 7,972	\$ 7,972	\$	\$
TOTAL	\$ 7,972	\$ 7,972	\$ 0	\$ 0

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation

Date Acquired	Description	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
2/28/90	SURGE PROTECTOR	156	\$ 156	S/L	10	\$	\$	\$
3/15/90	AUDIO SYSTEM	1,404	1,404	S/L	10			
5/15/90	2 SURGE PROTECTORS	163	163	S/L	10			
3/07/90	COMPUTER ACCESSORIES	35	35	S/L	10			
8/18/92	IBM TYPEWRITER	742	742	S/L	10			
9/18/92	WHEELCHAIR	450	450	S/L	10			
9/20/92	COMPUTER TERMINAL	762	762	S/L	5			
9/20/92	CPU & KEYBOARD	400	400	S/L	5			
10/26/92	GE MICROWAVE	210	210	S/L	5			

Federal Statements

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description						
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income
						Adjusted Net Income
CPU STAND						
10/26/92 \$	105 \$	105	S/L	5	\$	\$
4 HP LASER PRINTERS						
1/05/93	4,614	4,614	S/L	5		
10 CASSETTE RECORDERS W/ MICROPHONES						
1/07/93	1,874	1,874	S/L	5		
VHS CAMCORDER W/ MIC (PANASONIC)						
2/09/93	2,045	2,045	S/L	5		
TRIPOD						
2/09/93	265	265	S/L	5		
20" TV/RECEIVER (MITSU)						
2/09/93	355	355	S/L	5		
TUFFY CART 42"						
2/09/93	195	195	S/L	10		
COMPUTER ACCESSORIES						
3/04/93	1,345	1,345	S/L	5		
DICTATING EQUIPMENT						
8/10/93	764	764	S/L	10		
KODAK PROJECTOR						
8/23/93	1,103	1,103	S/L	5		
SIGN (STREET)						
12/15/92	5,962	5,962	S/L	15		
HUMIDIFIER						
4/19/94	220	220	S/L	10		
LCD PROJECTOR						
10/11/94	4,035	4,035	S/L	5		
OVERHEAD PROJECTOR						
1/31/95	212	212	S/L	5		
WHEELED CART (OAK)						
4/04/95	400	400	S/L	10		
COMPUTER MONITOR						
6/04/96	518	518	S/L	5		
HP DESK TOP HP P75-630NB						
6/13/96	1,973	1,973	S/L	5		
NEC 15 INCH COMPUTER MONITOR						
1/28/97	465	465	S/L	5		

Federal Statements

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
COMPUTER UPGRADE									
10/20/97 \$	1,382 \$		1,382	S/L		5	\$		\$
KENITEC P200MMX 32 MB COMPUTER (DEV DIRECTOR)									
10/31/97	2,618		2,618	S/L		5			
COMPUTER UPGRADE									
11/04/97	1,313		1,313	S/L		5			
FIRE SYSTEM UPGRADE									
11/26/97	965		965	S/L		5			
WATER HEATER FOR SCHOOL									
4/30/98	4,317		4,317	S/L		7			
KENITEC PII/350 W/SCI (EXECUTIVE ASSISTANT)									
8/10/98	4,892		4,892	S/L		5			
FAX MACHINE									
9/01/98	569		569	S/L		5			
2 ZIP DRIVES									
9/17/98	211		211	S/L		5			
OFFICE FURNISHINGS									
9/15/92	19,000		19,000	S/L		10			
OFFICE FURNISHINGS									
9/15/92	16,000		16,000	S/L		10			
OFFICE MATS									
10/07/92	816		816	S/L		10			
OFFICE FURNISHINGS									
11/02/92	16,296		16,296	S/L		10			
OFFICE FURNISHINGS									
11/10/92	8,248		8,248	S/L		10			
OFFICE FURNITURE (INMAN)									
12/17/92	4,309		4,309	S/L		10			
CONFERENCE TABLE									
1/11/93	1,557		1,557	S/L		10			
MINIBLINDS									
2/09/93	517		517	S/L		10			
OUTDOOR SIGN (BLDG)									
2/19/93	1,173		1,173	S/L		15			
CABINETS-KITCHEN									
2/23/93	5,205		5,205	S/L		10			

Federal Statements

Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
3 LOUNGE CHAIRS		2/23/93	\$ 2,511	\$ 2,511	S/L	10	\$	\$	\$
OFFICE FURNISHINGS		1/27/93	1,703	1,703	S/L	10			
COFFEE TABLE (GLASS/CHROME)		3/04/93	1,470	1,470	S/L	10			
INTERNAL LETTERING		3/11/93	2,416	2,416	S/L	10			
SOFA (INMAN)		3/16/93	4,026	4,026	S/L	10			
LAMP (INMAN)		6/24/93	345	345	S/L	10			
SERVING CART		6/24/93	318	318	S/L	10			
OFFICE FURNISHINGS (FINAL)		7/31/93	18,038	18,038	S/L	10			
SUNSHADE (CONFERENCE ROOM)		6/24/93	4,000	4,000	S/L	10			
EASEL		9/30/93	324	324	S/L	10			
STORAGE CABINET		9/30/93	172	172	S/L	10			
PAINTINGS		2/08/93	19,421	19,421	S/L	10			
PODIUM W/COVER		1/26/94	1,705	1,705	S/L	10			
OUTSIDE SCULPTURES (THOMAS SAYRE)		3/09/94	7,200	7,200	S/L	10			
COMPUTER/WORK DESK		3/31/94	1,226	1,226	S/L	10			
METAL SHELVING		11/11/94	169	169	S/L	10			
PROJECTOR TABLE		3/01/95	159	159	S/L	10			
FILE CABINETS (OAK)		3/14/95	4,522	4,522	S/L	10			

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Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
OAK CLOSET INSERT									
3/14/95 \$	400 \$		400	S/L	10	\$	\$		
OFFICE CABINET (RETROFIT)									
7/27/95	470		470	S/L	10				
RESEARCH ROOM JOURNAL CASE									
5/14/96	3,300		3,300	S/L	10				
FILING CABINET									
8/01/96	610		610	S/L	10				
OAK JOURNAL CASE									
5/14/96	3,446		3,446	S/L	10				
LARGE OAK PLATFORM									
2/25/97	750		750	S/L	10				
SMALL OAK PLATFORM									
2/25/97	375		375	S/L	10				
2 OAK PLATFORMS									
1/15/97	1,525		1,525	S/L	10				
2 OAK FILE DRAWERS									
12/02/96	530		530	S/L	10				
2 OAK FILE DRAWERS									
4/28/97	564		564	S/L	10				
CABINETS									
3/03/98	486		486	S/L	10				
CABINETS									
3/03/98	2,562		2,562	S/L	10				
CABINETS									
4/02/98	1,102		1,102	S/L	10				
CABINETS									
2/06/98	2,562		2,562	S/L	10				
CHAIR									
12/04/97	422		422	S/L	10				
LIBRARY ADDITIONS									
6/30/90	998		998	S/L	5				
LIBRARY ADDITIONS									
1/01/91	1,342		1,342	S/L	5				
LIBRARY ADDITIONS									
3/15/92	1,066		1,066	S/L	5				

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Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
LIBRARY ADDITIONS		5/15/93	\$ 1,215	1,215	S/L	5	\$	\$	\$
LIBRARY ADDITIONS		3/31/94	2,122	2,122	S/L	5			
LIBRARY ADDITIONS		3/01/95	1,945	1,945	S/L	5			
LIBRARY ADDITIONS		3/01/96	1,865	1,865	S/L	5			
LIBRARY ADDITIONS		3/01/97	2,206	2,206	S/L	5			
LIBRARY ADDITIONS		3/01/98	3,247	3,247	S/L	5			
BUILDING		9/01/92	2,017,389	1,010,796	S/L	31.5	50,435		
SECURITY & FIRE SYSTEM		8/31/92	16,835	16,835	S/L	15			
BUILDING		3/29/93	128,723	62,887	S/L	31.5	3,218		
BUILDING		9/02/93	12,825	6,105	S/L	31.5	321		
SECURITY SYSTEM		11/10/92	13,674	13,674	S/L	15			
BUILDING		3/31/94	6,925	3,210	S/L	31.5	173		
BUILDING		3/01/94	7,839	3,634	S/L	31.5	196		
BUILDING-STORAGE ROOM		8/31/94	6,550	2,968	S/L	39	164		
DRAINAGE SYSTEM		11/30/95	6,071	2,561	S/L	39	152		
WATERPROOFING OF BUILDING		9/15/98	38,160	26,951	S/L	20	1,908		
LAND		3/16/90	528,772			0			
NIGHT MAGIC 4 LUMINARIES & 4 LIGHT POLES		10/23/95	2,334	1,926	S/L	20	117		

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Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description						
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income
2 LIGHT POLES 11/28/95 \$	908 \$	749 S/L		20 \$	46 \$	\$
PARKING LOT LIGHTS 2/27/96	459	379 S/L		20	23	
POLE LIGHTS INSTALATION 3/01/96	2,825	2,331 S/L		20	141	
AIS COMPUTER PART 3/05/99	190	190 S/L		5		
SLIDE PROJECTOR 4/21/99	464	464 S/L		5		
VIDEO EQUIPMENT 5/28/99	1,167	1,167 S/L		5		
SECURITY CAMERA 7/08/99	1,585	1,585 S/L		5		
NIGHT MAGIC 4 LUMINAIRES 12/28/98	3,371	2,276 S/L		20	168	
NIGHT MAGIC 6 PATH LIGHTS 6/11/99	1,743	1,176 S/L		20	88	
NIGHT MAGIC 14 IN-GROUND PATH LIGHTS 4/21/99	3,927	2,651 S/L		20	196	
PATH LIGHTS ELECTRICAL INSTALL. 4/21/99	2,500	1,688 S/L		20	125	
3 IN GROUND PATH LIGHTS 10/07/99	873	873 200DB		5		
2 WIRELESS HANDHELD MIC PACKAGES W/ TRANSMIT 12/07/99	1,717	1,717 200DB		5		
BOGEN PROJECTOR PLATE 2/15/00	278	278 200DB		5		
3 - 14 DRAW LATERAL CABINETS (TAPE STORAGE) 2/29/00	8,774	8,774 200DB		7		
SHREDDER 8/01/00	180	180 200DB		5		
HP DESKJET 2000CSE/CXI PRINTER 8/04/00	508	508 200DB		5		
HP JETDIRECT 300X ENET 8/04/00	317	317 200DB		5		

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Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
HP LASERJET 4050TN									
8/04/00 \$	1,908 \$	1,908	200DB			5	\$	\$	\$
TOSHIBA SATELLITE PRO 4340 LAPTOP COMPUTER									
8/04/00	3,405	3,405	200DB			5			
PC WAREHOUSE COMPUTER AMD K7 ATHLON 750MHZ									
8/04/00	2,767	2,767	200DB			5			
APC SMART UPS									
8/04/00	371	371	200DB			5			
DELL COMPUTER (BAUCOM)									
8/10/00	2,699	2,699	200DB			5			
DELL DIMENSION 4100 COMPUTER (BAUCOM)									
9/14/00	2,031	2,031	200DB			5			
COMPUTER MONITOR (MVB)									
9/30/00	1,167	1,167	200DB			5			
FURNITURE (MVB)									
9/30/00	3,975	3,975	200DB			7			
DESK TOP (MVB)									
9/30/00	988	988	200DB			7			
SECURITY SYSTEM UPGRADE									
5/31/00	17,214	17,214	200DB			7			
4 METAL HALIDE STANDARDS W/FIXTURES									
7/02/01	3,981	3,981	200DB			5			
POLE LIGHT INSTALLATION									
9/30/01	2,831	1,711	150DB			20	126		
REFRIGERATOR									
2/27/01	1,813	1,813	200DB			7			
FOLDING TABLES									
5/04/01	320	320	200DB			7			
NEC 124I DIGITAL TELEPHONE SYSTEM									
8/15/01	5,971	5,971	200DB			5			
FURNITURE - TABLES AND LAMP									
10/30/00	850	850	200DB			7			
EXECUTIVE HIGH BACK CHAIR									
11/07/00	583	583	200DB			7			
96HR TIME LAPSE VCR									
12/21/00	986	986	200DB			5			

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Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description		Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
OFFICE FURNITURE - MVB	206 \$	1/05/01	\$	206	200DB	7	\$	\$	\$
COMPUTER KEYBOARD/MOUSE SUPPORT SYS	688	3/09/01		688	200DB	5			
FURNITURE	261	8/29/01		261	200DB	7			
3 5-SHELF UNITS	380	2/27/01		380	200DB	7			
CANON COLOR PRINTER	332	5/31/02		332	S/L	5			
OFFICE FIXTURE	201	4/30/02		201	S/L	5			
VCR	261	12/03/02		261	S/L	5			
KYOCERA SMART PHONE 7135 (VERIZON)	492	4/29/03		492	S/L	5			
POLYCOM SOUND STATION	1,100	1/12/04		760	S/L	5			
DELL COMPUTER	2,806	8/30/04		1,937	S/L	5			
HP PRINTER	748	8/30/04		516	S/L	5			
SLIDE SCANNER	1,100	8/30/04		759	S/L	5			
TOSHIBA COMPUTER	3,399	12/23/03		2,347	S/L	5			
SECURITY BUNDLE (LDCEC)	1,772	4/01/04		1,224	S/L	5			
SERVER HARDWARE/SOFTWARE	4,771	4/01/04		3,294	S/L	5			
XEROX PHASER 8400N COLOR PRINTER	1,390	5/06/04		960	S/L	5			
COMPUTER MONITOR	534	8/23/04		369	S/L	5			
PRINTER TROLLEY	337	12/03/03		229	S/L	7			

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Statement 6 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description							
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
EASEL 1/06/04	\$ 300	204	S/L	7	\$	\$	\$
CHAIR & TABLE 3/16/04	1,314	894	S/L	7			
FOLDING CHAIRS 4/07/11	931	199	S/L	7	133		
SERVER 9/19/11	1,559	312	S/L	5	312		
MAC BOOK 9/08/11	949	147	S/L	7	135		
WATERPROOFING 12/09/10	118,018	5,422	S/L	39	3,026		
TOTAL	\$ 3,240,587	\$ 1,478,979			\$ 61,203	\$	\$

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Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
ADVERTISING AND PUBLIC RELATI	3,076			3,076
TREATMENT AND RESEARCH	14,764			14,764
OFFICE EXPENSE	343			343
DUES	3,551			3,551
INSURANCE	10,905			10,905
REPAIRS AND MAINTENANCE	15,705			15,705
WEBSITE/COMPUTER EXPENSE	2,585			2,585
FACILITY MANAGEMENT	25,500			25,500
SECURITY ALARM & MONITORING	3,720			3,720
UTILITIES	15,349			15,349
TELEPHONE	2,049			2,049
LANDSCAPING	3,656			3,656
TRASH	1,965			1,965
EDUCATION & OUTREACH	2,595			2,595
TOTAL	<u>\$ 105,763</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 105,763</u>

Federal Statements

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
STOCKS	\$ 1,031,713	\$ 907,064	COST	\$ 1,223,199
TOTAL	\$ 1,031,713	\$ 907,064		\$ 1,223,199

Statement 9 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
BUILDINGS & EQUIPMENT	\$ 1,232,840	\$ 2,711,814	\$ 1,540,176	\$ 2,711,814
LAND	528,772	528,772		528,772
TOTAL	\$ 1,761,612	\$ 3,240,586	\$ 1,540,176	\$ 3,240,586

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
FILM IN PRODUCTION	\$ <u>685,834</u>	\$ <u>764,771</u>	\$ <u>764,771</u>
TOTAL	\$ <u>685,834</u>	\$ <u>764,771</u>	\$ <u>764,771</u>

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Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
LUCY DANIELS, PH.D 2636 TATTON DR RALEIGH NC 27608	CHAIRPERSON	3.00	0	0	0
ROBERT D DILL 12708 ALPERN CT RALEIGH NC 27614	BOARD OF DIR	1.00	0	0	0
LUCY NOBLE INMAN 2627 DOVER ROAD RALEIGH NC 27608-2031	BOARD OF DIR	1.00	0	0	0
KERRY SULKOWICZ, MD 151 EAST 80TH ST SUITE 1-B NEW YORK NY 10075	BOARD OF DIR	1.00	0	0	0
PAUL BRINCH 320 GLENDALE DRIVE CHAPEL HILL NC 27514-5914	VICE-CHAIR/S	1.00	0	0	0

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

Name of Manager	Amount
N/A	\$
TOTAL	\$ 0