



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation KOHLHEIM FAMILY FDN INC - AGY		A Employer identification number 45-3111465
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 800-352-3705
1525 W W.T. HARRIS BLVD. D1114-044		
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28262		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	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 <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,246,813.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <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)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments	8.	8.			STMT 1
4 Dividends and interest from securities	20,679.	20,679.			STMT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10	39,343.				
b Gross sales price for all assets on line 6a	793,621.				
7 Capital gain net income (from Part IV, line 2)			39,343.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	60,030.	60,030.			
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	1,000.	NONE	NONE	1,000.	
c Other professional fees (attach schedule)	8,375.	7,074.		1,301.	
17 Interest					
18 Taxes (attach schedule) (see instructions)	722.	503.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	10,097.	7,577.	NONE	2,301.	
25 Contributions, gifts, grants paid	40,000.			40,000.	
26 Total expenses and disbursements. Add lines 24 and 25	50,097.	7,577.	NONE	42,301.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	9,933.				
b Net investment income (if negative, enter -0-)		52,453.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	253,639.	26,486.	26,486.	
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	128,808.	192,868.	192,026.	
	b	Investments - corporate stock (attach schedule)	627,980.	776,615.	926,375.	
	c	Investments - corporate bonds (attach schedule)		103,468.	101,926.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	78,536.			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,088,963.	1,099,437.	1,246,813.		
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)		NONE			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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, . . . ▶ <input checked="" type="checkbox"/>					
	check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	1,088,963.	1,099,437.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	1,088,963.	1,099,437.			
31	Total liabilities and net assets/fund balances (see instructions)	1,088,963.	1,099,437.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,088,963.
2	Enter amount from Part I, line 27a	2	9,933.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	2,273.
4	Add lines 1, 2, and 3	4	1,101,169.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 15	5	1,732.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,099,437.

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 PUBLICLY TRADED SECURITIES					
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 791,574.		752,231.	39,343.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			
a			39,343.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	39,343.	
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))
2012	21,381.	869,455.	0.024591
2011	NONE	542,978.	NONE
2010			
2009			
2008			
2 Total of line 1, column (d)			2 0.024591
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 0.012296
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,176,199.
5 Multiply line 4 by line 3			5 14,463.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 525.
7 Add lines 5 and 6			7 14,988.
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 42,301.

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	525.
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	
3 Add lines 1 and 2		3	525.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	525.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	119.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	119.	
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	406.	
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 2014 estimated tax <input type="checkbox"/> NONE Refunded <input checked="" type="checkbox"/>	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
1b 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
1c 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) SC		
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 2013 or the taxable year beginning in 2013 (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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ SEE STATEMENT 16 Telephone no. ▶			
Located at ▶		ZIP+4 ▶		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶	15		
16	At any time during calendar year 2013, 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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				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)? 1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
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 2013 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 2013.) 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 2013? 4b		X

Form 990-PF (2013)

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)?**5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

6b**X****7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
PAUL A KOHLHEM 403 STATION TWENTY STREET, SULLIVAN ISLAND, SC 29482	PRESIDENT 5	-0-	-0-	-0-
LOUISE O KOHLHEIM 403 STATION TWENTY STREET, SULLIVAN ISLAND, SC 29482	VP/SECURITY/TRES 5	-0-	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐**NONE**Form **990-PF** (2013)

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See instructions.	
3 NONE	
Total. Add lines 1 through 3	

Form **990-PF** (2013)

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	1,136,189.
b	Average of monthly cash balances	1b	57,922.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,194,111.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,194,111.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	17,912.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,176,199.
6	Minimum investment return. Enter 5% of line 5	6	58,810.

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	58,810.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	525.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	525.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	58,285.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	58,285.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	58,285.

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	42,301.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	42,301.
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	525.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	41,776.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				58,285.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			28,529.	
b Total for prior years: 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>42,301.</u>				
a Applied to 2012, but not more than line 2a			28,529.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				13,772.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				44,513.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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) 2013	(b) 2012	(c) 2011	(d) 2010	
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 address of the person to whom applications should be addressed:

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
READING PARTNERS CHARLESTON 4925 LACROSS ROAD NORTH CHARLESTON SC 29406	NONE	PC	GENERAL PURPOSE	20,000.
THE MEDICAL UNIVERSITY OF SOUTH CAROLINA 18 BEE STREET CHARLESTON SC 29425-4500	NONE	PC	GENERAL PURPOSE	20,000.
Total ▶ 3a				40,000.
b Approved for future payment				
Total ▶ 3b				

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WELLS FARGO - SECURED MARKET DEPOSIT ACC	8.	8.
TOTAL	8.	8.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----

EATON VANCE FLOATING RATE FD-I #924	140.	140.
FHLMC POOL #G04593	55.	55.
FHLMC POOL #G14593	2.	2.
FED NATL MTG ASSN	4.	4.
FED NATL MTG ASSN	3.	3.
FNMA POOL #254543	3.	3.
FNMA POOL #AJ4261	9.	9.
FNMA POOL #AJ6943	5.	5.
FNMA POOL #AJ8604	2.	2.
FNMA POOL #AK1612	49.	49.
FNMA POOL #AK3906	30.	30.
FNMA POOL #AK4949	12.	12.
FNMA POOL #AL0095	23.	23.
FNMA POOL #AL1013	92.	92.
FNMA POOL #AO0309	8.	8.
FNMA POOL #AO7628	14.	14.
FNMA POOL #AP4750	6.	6.
FNMA POOL #AP7788	35.	35.
FNMA POOL #AP7939	53.	53.
FNMA POOL #AQ2099	27.	27.
FNMA POOL #AT2926	1.	1.
FNMA POOL #725715	10.	10.
FNMA POOL #735141	41.	41.
FNMA POOL #735403	89.	89.
FNMA POOL #735439	16.	16.
FNMA POOL #735580	2.	2.
FNMA POOL #745840	15.	15.
FNMA POOL #889455	38.	38.
FNMA POOL #889583	11.	11.
FNMA POOL #959451	6.	6.
FNMA POOL #964072	9.	9.
FNMA POOL #995112	64.	64.
DQV136 5892 04/16/2014 13:11:57		

-

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FNMA POOL #AB0532	5.500% 12/01/38	5.
FNMA POOL #AB3495	3.500% 9/01/26	6.
FNMA POOL #AB3254	3.500% 7/01/26	25.
FNMA POOL #AB8890	3.000% 4/01/28	14.
FNMA POOL #AB9159	2.500% 4/01/28	12.
FNMA POOL #MA1246	3.000% 11/01/27	53.
FNMA POOL #MA1281	3.000% 12/01/27	25.
FNMA POOL #MA1624	3.500% 10/01/28	4.
FNMA POOL #AD0679	5.500% 10/01/39	14.
FNMA POOL #AE7547	3.500% 10/01/25	74.
FID ADV EMER MKTS INC- CL I #607		188.
HARBOR FD INTL FD		1,714.
OAKMARK FD CL I		606.
ISHARES TIPS BOND ETF		188.
ISHARES MSCI EAFE INDEX FD		2,314.
ISHARES S & P MIDCAP 400 INDEX FUND		1,483.
ISHARES S & P SMALLCAP 600 INDEX FUND		743.
JPMORGAN HIGH YIELD FUND SS #3580		1,494.
OPPENHEIMER DEVELOPING MKT-Y #788		798.
PIMCO FOREIGN BOND FUND-INST		216.
PIMCO FOREIGN BOND (UNHEDGED) #1853		119.
PIMCO COMMODITY REAL RET STRAT-I#45		373.
PIMCO EMERGING LOCAL BOND IS #332		534.
PRINCIPAL PREFERRED SEC-INS #4929		882.
SPDR TR UNIT SER 1		2,018.
SPDR DJ WILSHIRE INTERNATIONAL REAL		1,997.
SPDR DOW JONES REIT ETF		1,397.
U S TREASURY NOTE 4.125% 5/15/15		665.
U S TREASURY NOTE 4.250% 8/15/15		20.
U S TREASURY NOTES 5.125% 5/15/16		200.
U S TREASURY NOTE 4.625% 11/15/16		78.
US TREASURY NOTE 2.000% 11/30/13		125.
US TREASURY NOTE 1.750% 3/31/14		176.
DQV136 5892 04/16/2014 13:11:57		

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
US TREASURY NOTE	2.125% 11/30/14	34.
US TREASURY NOTE	2.500% 4/30/15	68.
US TREASURY NOTE	2.125% 5/31/15	17.
US TREASURY NOTE	2.500% 6/30/17	19.
US TREASURY NOTE	1.875% 6/30/15	299.
US TREASURY NOTE	1.250% 10/31/15	26.
US TREASURY NOTE	2.125% 12/31/15	172.
US TREASURY NOTE	1.250% 3/15/14	87.
US TREASURY NOTE	1.000% 5/15/14	25.
US TREASURY NOTE	1.500% 6/30/16	1.
US TREASURY NOTE	0.750% 6/15/14	128.
US TREASURY NOTE	0.375% 6/30/13	21.
US TREASURY NOTE	0.500% 8/15/14	6.
US TREASURY NOTE	0.500% 10/15/14	34.
US TREASURY NOTE	0.875% 12/31/16	1.
US TREASURY NOTE	0.875% 2/28/17	1.
US TREASURY NOTE	0.375% 4/15/15	3.
US TREASURY NOTE	0.250% 6/30/14	7.
US TREASURY NOTE	0.625% 8/31/17	8.
US TREASURY NOTE	0.250% 10/15/15	3.
US TREASURY NOTE	0.750% 10/31/17	9.
US TREASURY NOTE	0.250% 12/15/15	1.
US TREASURY NOTE	0.750% 12/31/17	13.
US TREASURY NOTE	0.625% 4/30/18	2.
US TREASURY NOTE	0.250% 5/31/15	10.
US TREASURY NOTE	0.500% 6/15/16	3.
US TREASURY NOTE	0.375% 8/31/15	7.
US TREASURY NOTE	0.250% 9/30/15	1.
WESTERN ASSET CORE PLUS BOND-I #287		239.
	-----	-----
	20,679.	20,679.
	=====	=====
TOTAL		

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMENT MANAGEMENT FEES	409.	409.	
BANK FEES	7,406.	6,665.	741.
GRANT ADMIN FEES	560.		560.
	-----	-----	-----
TOTALS	8,375.	7,074.	1,301.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	100.	
FEDERAL ESTIMATES - PRINCIPAL	119.	
FOREIGN TAXES ON QUALIFIED FOR	350.	350.
FOREIGN TAXES ON NONQUALIFIED	153.	153.
	-----	-----
TOTALS	722.	503.
	=====	=====

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	----	---
3128M6NJ3 FHLMC POOL #G04593		
3135G0CM3 FED NATL MTG ASSN	822.	826.
31416VSW5 FNMA POOL #AB0532		
31417AJM2 FED NATL MTG ASSN		
31417AKN8 FED NATL MTG ASSN		
3138A5JG8 FED NATL MTG ASSN		
3138AM6U4 FED NATL MTG ASSN		
3138AXXV8 FED NATL MTG ASSN		
3138EGC93 FNMA POOL #AL0095		
31371NP33 FED NATL MTG ASSN		
31410LD74 FED NATL MTG ASSN		
912828KD1 U S TREASURY NOTE		
912828QG8 U S TREASURY NOTE		
912828QN3 U S TREASURY NOTE		
912828LB4 U S TREASURY NOTE		
912828QW3 U S TREASURY NOTE		
912828QX1 U S TREASURY NOTE		
912828PD6 U S TREASURY NOTE		
912828PC8 U S TREASURY NOTE		
912828PV6 U S TREASURY NOTE		
3135G0SB0 FED NATL MTG ASSN		
3138EHD76 FNMA POOL #AL1013	1,312.	1,314.
3138MBUN4 FNMA POOL #AP7788		
3138MBZD1 FNMA POOL #AP7939		
3138MHKM4 FNMA POOL #AQ2099	1,687.	1,623.
31402QWA5 FNMA POOL #735141	868.	836.
31402RBG3 FNMA POOL #735439	2,353.	2,355.
31403DS59 FNMA POOL #745840		
31410KE42 FNMA POOL #889455		

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
31413YL82 FNMA POOL #959451		
31414EQZ0 FNMA POOL #964072		
31416BN53 FNMA POOL #995112	1,951.	1,960.
31418AL48 FNMA POOL #MA1246	1,868.	1,803.
31418MXH0 FNMA POOL #AD0679		
912828DV9 U S TREASURY NOTE	4,313.	4,213.
912828JT8 US TREASURY NOTE		
912828KJ8 US TREASURY NOTE		
912828MZ0 US TREASURY NOTE		
912828NF3 US TREASURY NOTE	15,526.	15,453.
912828NL0 US TREASURY NOTE		
912828PE4 US TREASURY NOTE		
912828PZ7 US TREASURY NOTE	16,583.	16,388.
912828QR4 US TREASURY NOTE		
912828QS2 US TREASURY NOTE		
912828RA0 US TREASURY NOTE		
912828TW0 US TREASURY NOTE	10,061.	10,029.
3128MDKE2 FHLMC POOL #G14593		
31371KWC1 FNMA POOL #254543	1,915.	1,897.
3138AVWX9 FNMA POOL #AJ4261	2,157.	2,162.
3138AYWD7 FNMA POOL #AJ6943	1,317.	1,316.
3138LYPN1 FNMA POOL #AO7628	802.	794.
3138M8H48 FNMA POOL #AP4750	901.	869.
31402DGY0 FNMA POOL #725715	924.	916.
31402RAC3 FNMA POOL #735403	1,041.	1,045.
31402RFV6 FNMA POOL #735580	5,576.	5,605.
31402RFV6 FNMA POOL #735580	994.	985.
31410KJ47 FNMA POOL #889583	1,109.	1,114.
31416Y3D8 FNMA POOL #AB3495	704.	702.
31416YTL2 FNMA POOL #AB3254	1,172.	1,155.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
31418AM70 FNMA POOL #MA1281	945.	909.
31418AYW2 FNMA POOL #MA1624	1,031.	1,023.
912828A59 US TREASURY NOTE	9,983.	9,959.
912828EE6 U S TREASURY NOTE	7,564.	7,447.
912828NK2 US TREASURY NOTE	2,093.	2,099.
912828PM6 US TREASURY NOTE	3,151.	3,103.
912828QM5 US TREASURY NOTE	10,060.	10,033.
912828RB8 US TREASURY NOTE	15,053.	15,035.
912828RL6 US TREASURY NOTE	12,047.	12,034.
912828SP6 US TREASURY NOTE	10,009.	10,023.
912828TA8 US TREASURY NOTE	10,011.	10,008.
912828UK4 US TREASURY NOTE	9,993.	10,008.
912828VD9 US TREASURY NOTE	10,984.	11,005.
912828WA4 US TREASURY NOTE	1,003.	998.
912828WB2 US TREASURY NOTE	12,985.	12,982.
	-----	-----
TOTALS	192,868.	192,026.
	=====	=====

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
411511306 HARBOR INTERNATIONAL F	63,772.	77,170.
411511504 HARBOR CAPITAL APRCT		
413838103 OAKMARK FUND - I #11	72,596.	95,507.
464287465 ISHARES MSCI EAFE ET	63,261.	79,575.
464287507 ISHARES CORE S&P MID	79,829.	109,323.
464287804 ISHARES CORE S&P SMA	46,225.	66,678.
683974505 OPPENHEIMER DEVELOPI	131,341.	147,026.
73935S105 POWERSHARES DB COMMO	52,397.	53,219.
78462F103 SPDR S & P 500 ETF T	86,849.	99,179.
78463X863 SPDR DJ WILSHIRE INT	38,562.	42,106.
78464A607 SPDR DOW JONES REIT	41,783.	41,194.
77954Q106 T ROWE PRICE BLUE CH	100,000.	115,398.
	-----	-----
TOTALS	776,615.	926,375.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
277911491 EATON VANCE FLOATING	15,000.	15,066.
315920702 FID ADV EMER MKTS IN	16,000.	15,811.
4812C0803 JPMORGAN HIGH YIELD	14,922.	14,760.
693390882 PIMCO FOREIGN BD FD	6,187.	5,964.
722005220 PIMCO FOREIGN BOND (6,456.	5,875.
74253Q416 PRINCIPAL PREFERRED	14,903.	14,583.
957663503 WESTERN ASSET CORE P	30,000.	29,867.
	-----	-----
TOTALS	103,468.	101,926.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV	C	OR	F
-----	----			
464287176 ISHARES BARCLAYS TIP	C			
4812C0803 JPMORGAN HIGH YIELD	C			
693390304 PIMCO LOW DUR FD	C			
74253Q416 PRINCIPAL PREFERRED	C			
72201F516 PIMCO EMERGING LOCAL	C			
722005220 PIMCO FOREIGN BOND (C			
693390882 PIMCO FOREIGN BD FD	C			
411511504 HARBOR CAP APPREC	C			
464287507 ISHARES TR MID CAP F	C			
464287804 ISHARES TR SM CAP FD	C			
413838103 OAKMARK FD CLASS I	C			
411511306 HARBOR INTL FD	C			
464287465 ISHARES MSCI EAFE	C			
683974505 OPPENHEIMER DEV FD	C			
464287564 ISHARES COHEN & STRS	C			
73935S105 POWERSHARES DB COM	C			
78463X863 SPDR DJ WILSHIRE INT	C			

TOTALS

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	2,209.
ACCRUED INTEREST PAID EFFECTIVE DATE BEFORE TYE	58.
ROUNDING	6.

TOTAL	2,273.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

MUTUAL FUND POSTING DATE AFTER TYE

1,727.

ACCRUED INTEREST PAID EFFECTIVE DATE AFTER TYE

5.

TOTAL

1,732.

=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: WELLS FARGO BANK NA

ADDRESS: 1 WEST 4TH STREET 6TH FLOOR
WINSTON-SALEM, NC 27101

TELEPHONE NUMBER: (800)352-3705

KOHLHEIM FAMILY FDN INC - AGY
FORM 990PF, PART XV - LINES 2a - 2d
=====

45-3111465

RECIPIENT NAME:
PAUL OR LOUISE KOHLHEIM
ADDRESS:
403 STATION TWNETY STREET
SULLIVAN ISLAND, SC 29482
RECIPIENT'S PHONE NUMBER: 917-658-4472
FORM, INFORMATION AND MATERIALS:
WRITE OR CALL FOR FORMS
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE



STATEMENT 17