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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
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.*

OMB No. 1545-0052

2013

For calendar year 2013, or tax year beginning , 2013, and ending ,

Name of foundation: DAN CAMERON FAMILY FOUNDATION, INC.
Number and street (or P.O. box number if mail is not delivered to street address): POST OFFICE BOX 3649
Room/suite:
City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON NC 28406

A Employer identification number: 56-2087335
B Telephone number (see the instructions): (910) 762-2676
C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 8,357,814.

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	16,513.	16,513.		
	4 Dividends and interest from securities	110,527.	110,527.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	40,412.	L-6a Stmt		
	b Gross sales price for all assets on line 6a 2,678,971.				
	7 Capital gain net income (from Part IV, line 2)		40,412.		
	8 Net short-term capital gain			40,412.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule) See Line 11 Stmt	-40,774.	-46,542.		
	12 **Total.** Add lines 1 through 11	126,678.	120,910.	40,412.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) L-16b Stmt	1,350.	1,350.		
	c Other prof fees (attach sch) L-16c Stmt	47,071.	47,071.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	4,767.	1,153.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	11,227.	11,227.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	64,415.	60,801.		
	25 Contributions, gifts, grants paid	390,310.			390,310.
	26 **Total expenses and disbursements.** Add lines 24 and 25	454,725.	60,801.		390,310.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-328,047.			
	b **Net investment income** (if negative, enter -0-)		60,109.		
	c **Adjusted net income** (if negative, enter -0-)			40,412.	

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BAA For Paperwork Reduction Act Notice, see instructions. TEEA0301 10/18/13 Form 990-PF (2013)

914

10

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		72,001.	31,545.	31,545.
	2	Savings and temporary cash investments		1,606,902.	1,057,975.	1,057,975.
	3	Accounts receivable ►	43,950.			
		Less: allowance for doubtful accounts ►		12,197.	43,950.	43,950.
	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 sch) ►				
		Less: allowance for doubtful accounts ►				
	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) L-10b Stmt		980,558.	1,339,192.	1,339,192.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment: basis ►				
		Less accumulated depreciation (attach schedule) ►				
	12	Investments — mortgage loans				
	13	Investments — other (attach schedule) L-13 Stmt		5,320,476.	5,885,152.	5,885,152.
	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)		7,992,134.	8,357,814.	8,357,814.
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ►)				
	23	**Total liabilities** (add lines 17 through 22)				
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		8,209,644.	8,685,861.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		-217,510.	-328,047.	
	30	**Total net assets or fund balances** (see instructions)		7,992,134.	8,357,814.	
	31	**Total liabilities and net assets/fund balances** (see instructions)		7,992,134.	8,357,814.	

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	7,992,134.
2	Enter amount from Part I, line 27a	2	-328,047.
3	Other increases not included in line 2 (itemize) ► 2013 Fair Market Value Adjustment	3	693,727.
4	Add lines 1, 2, and 3	4	8,357,814.
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	8,357,814.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	Wells Fargo Advisors (0060) - See Attached	P	Various	Various
b	Fidelity Investments (6433) - See Attached	P	Various	Various
c	Fidelity Investments (1181) - See Attached	P	Various	Various
d	Capital Gain Distributions		Various	Various
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	156,812.		170,948.	-14,136.
b	1,619,384.		1,732,329.	-112,945.
c	795,193.		735,282.	59,911.
d	107,582.		0.	107,582.
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-14,136.
b				-112,945.
c	0.	0.	0.	59,911.
d	0.	0.	0.	107,582.
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	40,412.
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	40,412.

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 (column (b) divided by column (c))
2012	406,260.	8,468,769.	0.047972
2011	325,605.	7,963,941.	0.040885
2010	316,595.	7,956,238.	0.039792
2009	282,422.	7,640,932.	0.036962
2008	773,416.	9,136,021.	0.084656

2	**Total** of line 1, column (d)	2	0.250267
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	0.050053
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,522,914.
5	Multiply line 4 by line 3	5	426,597.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	601.
7	Add lines 5 and 6	7	427,198.
8	Enter qualifying distributions from Part XII, line 4	8	390,310.

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

12,839

2013 ENHANCED SUMMARY

As of Date: 2/07/14

WELLS FARGO ADVISORS

DAN CAMERON FAMILY FOUNDATION,
INC.
ASSET ADVISOR ACCOUNT
P O BOX 3649
WILMINGTON NC 28406-0649

Your Financial Advisor :
J. REID MURCHISON/DAVID BROWNLOW
6752 PARKER FARM DRIVE
SUITE 300
WILMINGTON, NC 28405
(910) 509-5240

Account Number: 7013-0060

Year-End Account Summary

This information is NOT provided to the Internal Revenue Service, but is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

For noncovered transactions, we provide supplemental cost basis information, when it is available, to assist you with completing your tax return, however, THIS INFORMATION IS NOT PROVIDED TO THE INTERNAL REVENUE SERVICE.

SHORT TERM GAINS OR LOSSES (Box 1c) FOR COVERED SECURITIES (Box 6)
Proceeds from Broker and Barter Exchange Transactions for 2013

					Supplemental Information	
8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Gain or Loss Amount	Additional Information
JOHNSON CONTROLS INC / 478366107 02/01/13	440.0000	11/15/12	13,830.65	11,002.29	2,828.36	SALE
TOTAL SHORT TERM GAINS OR LOSSES FOR COVERED SECURITIES			**13,830.65**	**11,002.29**	**2,828.36**	

LONG TERM GAINS OR LOSSES (Box 1c) FOR NONCOVERED SECURITIES (Box 6)
Proceeds from Broker and Barter Exchange Transactions for 2013

					Supplemental Information	
8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Gain or Loss Amount	Additional Information
FEDERATED EQUITY FDS / 314172339 PRUDENT BEAR FD INSTL CL 03/21/13	5,917.1600	12/23/09	20,000.00	32,189.35	-12,189.35	SALE
06/24/13	8,874.8000	12/23/09	29,020.60	48,278.90	-19,258.30	SALE
PIMCO FDS PAC INVT / 693390304 MGMT SER LOW DURATION FD INSTL CL 03/21/13	1,906.5780	09/28/09	20,000.00	19,466.16	533.84	SALE
TOTAL LONG TERM GAINS OR LOSSES FOR NONCOVERED SECURITIES			**69,020.60**	**99,934.41**	**-30,913.81**	

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _ _ _ _ _ _ _ (attach copy of letter if necessary — see instrs)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b			1	1,202.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	1,202.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,202.
6	Credits/Payments:				
a	2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	0.		
b	Exempt foreign organizations — tax withheld at source	6 b			
c	Tax paid with application for extension of time to file (Form 8868)	6 c	2,004.		
d	Backup withholding erroneously withheld	6 d			
7	Total credits and payments. Add lines 6a through 6d			7	2,004.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	23.
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	779.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ►	779.	Refunded ►	11	

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
	*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1 c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ ______ **(2)** On foundation managers ► $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► NC - North Carolina			
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*	8 b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► WILLIAM H. CAMERON Telephone no. ► (910) 762-2676

Located at ► 1201 GLEN MEADE ROAD WILLMINGTON NC ZIP + 4 ► 28401

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** — Check here ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15

			Yes	No
16	At any time during calendar year 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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

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

			Yes	No
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b		
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c		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? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see instructions.)	2 b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 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.)*	3 b		
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		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?	4 b		X

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

5 a 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)? **5 b**

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).

6 a 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? **6 b** | | X

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

7 a 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? **7 b**

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
WILLIAM H CAMERON POST OFFICE BOX 3649 WILMINGTON NC 28406	DIRECTOR 6.00	0.	0.	0.
HILDA C DILL 1614 LIVE OAK PARKWAY WILMINGTON NC 28403	DIRECTOR 2.00	0.	0.	0.
DANIEL D. CAMERON, JR 11095 SARA ROAD B 84-372 LAREDO TX 78045	DIRECTOR 2.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		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				

Total number of other employees paid over $50,000 ► None

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	N/A	
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	
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	
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			1 a	6,577,340.
b	Average of monthly cash balances			1 b	1,584,667.
c	Fair market value of all other assets (see instructions)			1 c	490,698.
d	**Total** (add lines 1a, b, and c)			1 d	8,652,705.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e			
2	Acquisition indebtedness applicable to line 1 assets			2	
3	Subtract line 2 from line 1d			3	8,652,705.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	129,791.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	8,522,914.
6	**Minimum investment return.** Enter 5% of line 5			6	426,146.

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	426,146.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	1,202.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2 b			
c	Add lines 2a and 2b			2 c	1,202.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	424,944.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	424,944.
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	424,944.

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	1 a	390,310.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	390,310.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	390,310.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					424,944.
2 Undistributed income, if any, as of the end of 2013.					
a Enter amount for 2012 only				0.	
b Total for prior years 20 ___ , 20 ___ , 20 ___					
3 Excess distributions carryover, if any, to 2013					
a From 2008	0.				
b From 2009	0.				
c From 2010	181,532.				
d From 2011	325,605.				
e From 2012	406,260.				
f **Total** of lines 3a through e		913,397.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► $ 390,310.					
a Applied to 2012, 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)		390,310.			
d Applied to 2013 distributable amount					
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		424,944.			424,944.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		878,763.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
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			0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					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 2008 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		878,763.			
10 Analysis of line 9:					
a Excess from 2009	0.				
b Excess from 2010	0.				
c Excess from 2011	82,193.				
d Excess from 2012	406,260.				
e Excess from 2013	390,310.				

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

1 a 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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a 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).)

NONE

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.

NONE

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:

WILLIAM H. CAMERON
PO BOX 3649
WILMINGTON NC 28406 (910) 762-2676

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:

NONE

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				
826 MICHIGAN 115 EAST LIBERTY STREET ANN ARBOR MI 48104	NONE	N/A	LITERACY PROGRAM	500.
AMERICAN RED CROSS POST OFFICE BOX 8169 ANN ARBOR MI 48107	NONE	N/A	COMMUNITY SERVICE	500.
ANN ARBOR MEALS ON WHEELS 2025 TRAVERWOOD, SUITE F ANN ARBOR MI 48105	NONE	N/A	COMMUNITY SERVICE	800.
ANN ARBOR SCHOOL OF PERFORMING ARTS 637 SOUTH MAIN STREET ANN ARBOR MI 48104	NONE	N/A	EDUCATION	4,000.
ANN ARBOR TEEN CENTER 310 E. WASHINGTON STREET ANN ARBOR MI 48104	NONE	N/A	COMMUNITY SERVICE	20,000.
ARTRAIN 1100 NORTH MAIN STREET ANN ARBOR MI 48104	NONE	N/A	ARTS	500.
ARTS COUNCIL OF FAIRFAX COUNTY 10604 JUDICIAL DRIVE FAIRFAX VA 22030	NONE	N/A	ARTS	300.
ARWNY POST OFFICE BOX 428 E. AMHERST NY 14051	NONE	N/A	AKITA RESCUE	1,000.
BOY SCOUT TROOP # 447 2848 TERRY BLIZZARD ROAD DEEP RUN NC 28525	NONE	N/A	COMMUNITY SERVICE	1,000.
See Line 3a statement				361,710.
Total . . . . ► 3a				390,310.
b Approved for future payment				
Total . . . . ► 3b				

Part XVI-A Analysis of Income-Producing Activities

	Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	16,513.	
4	Dividends and interest from securities			14	110,527.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	40,412.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				167,452.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 167,452.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
1	

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

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

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

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

Date: 11-4-14

Title: President

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

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ► Non-Paid Preparer

Firm's EIN ►

Firm's address ►

Phone no.

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2013

Name: DAN CAMERON FAMILY FOUNDATION, INC.
Employer Identification Number: 56-2087335

Asset Information:

Description of Property: . . . . . . Publicly Traded Securities
Date Acquired: . Various
How Acquired: . . . Purchased
Date Sold: . . . Various
Name of Buyer: . . .
Sales Price: . . 2,678,971.
Cost or other basis (do not reduce by depreciation) . . . 2,638,559.
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . . 40,412.
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold: . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold: . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold: . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold: . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold: . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold: . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense: . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Description of Property: . . . . . .
Date Acquired: .
How Acquired: . . .
Date Sold. . . .
Name of Buyer: . . .
Sales Price: . .
Cost or other basis (do not reduce by depreciation) . . .
Sales Expense. . .
Valuation Method: . . . .
Total Gain (Loss): . .
Accumulation Depreciation: . . .

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
Chambers Street Properties Non Dividend Distribution	2,581.		
Wells Fargo (0060) - Non Dividend Distribution	219.		
Fidelity Investments (6433) - Non Dividend Distribution	2,966.		
K-1 Capital Gains	24,259.	24,259.	
K-1 Ordinary Income	-124,254.	-124,254.	
K-1 Other Income (Loss)	53,438.	53,438.	
K-1 Interest	15.	15.	
Rounding	2.		
Total	-40,774.	-46,542.	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Foreign Tax	1,153.	1,153.		
2012 Tax due with Return	3,614.			
Total	4,767.	1,153.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Advertising	55.	55.		
K-1 Deductions	11,172.	11,172.		
Total	11,227.	11,227.		

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person . . ☒ Business . ☐ SWANNA C. SALTIEL 1002 VALLEY VIEW ANN ARBOR MI 48105	DIRECTOR 2.00	0.	0.	0.
Person . . ☒ Business . ☐ CHARLOTTE CAMERON 1563 DOMINION HILL COURT MCLEAN VA 22101	DIRECTOR 2.00	0.	0.	0.
Person . . ☒ Business . ☐				

Form 990-PF, Page 6, Part VIII, Line 1 Continued

Information about Officers, Directors, Trustees, Etc.

(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
Total		0.	0.	0.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
BOYS & GIRLS CLUB OF GREATER WASHINGTON 8380 COLESVILLE ROAD, SUITE 600 SILVER SPRING MD 20910	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,600.
BREVARD MUSIC CENTER POST OFFICE BOX 312 BREVARD NC 28712	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
BURGAW FIRE DEPARTMENT 109 NORTH WALKER STREET BURGAW NC 28425	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
BURGWIN-WRIGHT MUSEUM 224 MARKET STREET WILMINGTON NC 28401	NONE	N/A	HISTORICAL SITE	Person or ☐ Business ☒ 1,000.
C & O CANAL TRUST 1850 DUAL HIGHWAY, SUITE 100 HAGERSTOWN MD 21740	NONE	N/A	HISTORICAL SITE	Person or ☐ Business ☒ 1,000.
CAMERON ART MUSEUM 3201 S. 17TH STREET WILMINGTON NC 28412	NONE	N/A	ARTS	Person or ☐ Business ☒ 11,000.
CAMPUS OUTREACH RALEIGH 110 MAGNOLIA DRIVE WILMINGTON NC 28409	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 250.
CAPE FEAR ACADEMY 3900 SOUTH COLLEGE ROAD WILMINGTON NC 28412	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 6,800.
CAPE FEAR COMMUNITY COLLEGE 411 NORTH FRONT STREET WILMINGTON NC 28401	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 8,500.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
CAPE FEAR COUNCIL - BOYS SCOUTS OF AMERICA POST OFFICE BOX 7156 WILMINGTON NC 28406	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 2,500.
CAPE FEAR LITERACY COUNCIL 1012 SOUTH 17TH STREET WILMINGTON NC 28401	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 1,500.
CAPE FEAR MUSUEM 814 MARKET STREET WILMINGTON NC 28401	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
CASTLE HAYNE FIRE DEPARTMENT POST OFFICE BOX 265 CASTLE HAYNE NC 28429	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☐ 500.
CENTER FOR EDUCATION OF WOMEN 330 EAST LIBERTY STREET ANN ARBOR MI 48104	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 500.
CFGALA 272 FRONT STREET, SUITE 215 WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERIVCE	Person or ☐ Business ☒ 2,500.
CHILDREN'S MUSEUM OF WILMINGTON 116 ORANGE STREET WILMINGTON NC 28401	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
COMMUNITY BOYS & GIRLS CLUB FOUNDATION POST OFFICE BOX 1612 WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 45,000.
CORNER HEALTH CENTER 47 NORTH HURON YPSILANTI MI 48197	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
CRAPE MYRTLE FESTIVAL, INC. POST OFFICE BOX 12201 RALEIGH NC 27605	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
CULTURAL DEVELOPMENT OF DC 916 G STREET NW WASHINGTON DC 20001	NONE	N/A	ARTS	Person or ☐ Business ☒ 500.
CULTURAL TOURISM DC 1250 H. STREET, SUITE 1000 WASHINGTON DC 20005	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☐ 500.
DANCE PLACE 3225 8TH STREET NE WASHINGTON DC 20017	NONE	N/A	ARTS	Person or ☐ Business ☒ 500.
DANNY & RON'S RESCUE POST OFFICE BOX 604 CAMDEN SC 29021	NONE	N/A	DOG RESCUE	Person or ☐ Business ☒ 1,000.
THE DAVIS COMMUNITY 1011 PORTERS NECK ROAD WILMINGTON NC 28411	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 4,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
DC ARTS & HUMANITIES EDUCATION COLLABORATIVE 1835 14TH STREET, N2w WASHINGTON DC 20009	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
DETROIT PUBLIC TV 1 CLOVER COURT WIXOM MI 48393	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
DOMESTIC VIOLENCE SHELTER POST OFFICE BOX 1555 WILMINGTON NC 28402	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
AJGA 1980 SPORTS CLUB DRIVE BRASELTON GA 30517	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 250.
DREAMS OF WILMINGTON, INC POST OFFICE BOX 363 WILMINGTON NC 28402	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 3,500.
DUKE CHILDREN'S HOSPITAL POST OFFICE BOX 735 ROLESVILLE NC 27571	NONE	N/A	HEALTH SERVICES	Person or ☐ Business ☒ 1,000.
ELE'S PLACE 355 SOUTH ZEEB ROAD ANN ARBOR MI 48103	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 800.
FAYETTEVILLE STATE UNIVERSITY 1200 MURCHISON ROAD FAYETTEVILLE NC 28301	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 250.
FELLOWSHIP OF CHRISTIAN ATHLETES 6511 CREEDMOOR ROAD, SUITE 206 RALEIGH NC 27613	NONE	N/A	CAMPUS MINISTRY	Person or ☐ Business ☒ 2,500.
FEED THE HUNGRY SAN MIGUEL, INC. 220 N. ZAPATA HIGHWAY #11 LAREDO TX 78043	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 4,000.
FIRST PRESBYTERIAN CHURCH 125 SOUTH THIRD STREET WILMINGTON NC 28401	NONE	N/A	RELIGIOUS	Person or ☐ Business ☒ 17,100.
FOOD GATHERERS POST OFFICE BOX 131037 ANN ARBOR MI 48113	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 5,000.
FRIENDS OF OAKDALE CEMETARY 520 NORTH 15TH STREET WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
FRIENDS OF RUTHERFORD POOL 301 NORTH MAIN STREET # 300 ANN ARBOR MI 48104	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 2,000.
FULL BELLY PROJECT POST OFFICE BOX 7874 WILMINGTON NC 28406	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 2,500.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
GOOD FRIENDS OF WILMINGTON POST OFFICE BOX 4222 WILMINGTON NC 28406	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
GOOD SHEPHERD CENTER 811 MARTIN STREET WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
HABITAT FOR HUMANITY HURON VALLEY 170 APRILL DRIVE, SUITE A ANN ARBOR MI 48103	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
HOUSING BUREAU FOR SENIORS 2401 PLYMOUTH ROAD, SUITE C ANN ARBOR MI 48105	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
HUMANE SOCIETY OF HURON VALLEY 3100 CHERRY HILL ROAD ANN ARBOR MI 48105	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
HUMANE SOCIETY OF NEW HANOVER COUNTY 2405 23RD STREET WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
INTERFAITH HOSPITALITY NETWORK 4290 JACKSON ROAD ANN ARBOR MI 48103	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
JO ANN CARTER HARRELSON CENTER 20 NORTH 4TH STREET, SUITE 214 WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
JOHNSON CHAPEL AME ZION CHURCH POST OFFICE BOX 274 LELAND NC 28451	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
LOWER CAPE FEAR HOSPICE 1414 PHYSICIANS DRIVE WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
MCLEAN PROJECT FOR THE ARTS 1234 INGLESIDE AVENUE MCLEAN VA 22101	NONE	N/A	ARTS	Person or ☐ Business ☒ 2,900.
MICHIGAN RADIO 535 W. WILLIAM STREET, SUITE 110 ANN ARBOR MI 48103	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
MICHIGAN THEATER 603 EAST LIBERTY STREET ANN ARBOR MI 48104	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
MUSC HOLLINGS CANCER CENTER POST OFFICE BOX 250955 CHARLESTON SC 29425	NONE	N/A	HEALTH CARE	Person or ☐ Business ☒ 1,000.
MUSCULAR DYSTROPHY ASSOCIATION 110 CINEMA DRIVE #A WILMINGTON NC 27403	NONE	N/A	HEALTH CARE	Person or ☐ Business ☒ 100.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
NATIONAL MUSEUM OF WOMEN IN THE ARTS 1250 NEW YORK AVENUE, NEW WASHINGTON DC 20005	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,650.
NATIONAL WOMEN'S HISTORY MUSEUM 205 S. WHITING STREET, SUITE 254 ALEXANDRIA VA 22304	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
NATIONAL SYMPHONY ORCHESTRA 2700 F. STREET, NW WASHINGTON DC 20566	NONE	N/A	ARTS	Person or ☐ Business ☒ 3,000.
NEIGHBORHOOD SENIOR SERVICES 4925 PACKARD ROAD ANN ARBOR MI 48108	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 800.
NC ZOOLOGICAL SOCIETY 4403 ZOO PARKWAY ASHEBORO NC 27203	NONE	N/A	EDUCATIONAL	Person or ☐ Business ☒ 1,000.
NEW LIFE PRISON MINISTRIES, INC. 19 NORTH FIFTH STREET WILMINGTON NC 28401	NONE	N/A	RELIGIOUS	Person or ☐ Business ☒ 250.
NORTH CAROLINA AQUARIUM SOCIETY 3125 POPLARWOOD COURT, SUITE 160 RALEIGH NC 27604	NONE	N/A	EDUCATIONAL	Person or ☐ Business ☒ 1,000.
OZONE HOUSE 1705 WASHTENAW ANN ARBOR MI 48104	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 800.
PHOENIX EMPLOYMENT MINISTRY 20 N. 4TH STREET, SUITE 100 WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
RICH MOUNTAIN CONSERVANCY POST OFFICE BOX 127 CEDAR MOUNTAIN NC 28718	NONE	N/A	CONSERVATION	Person or ☐ Business ☒ 500.
ROCKY POINT VOLUNTEER FIRE DEPARTMENT POST OFFICE BOX 27 ROCKY POINT NC 28457	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
SAFE HOUSE CENTER 4100 CLARK ROAD ANN ARBOR MI 48105	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
SALVATION ARMY 820 NORTH SECOND STREET WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 14,000.
SALVATION ARMY OF WASHINGTON, DC POST OFFICE BOX 18658 WASHINGTON DC 20036	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 750.
SAN MIGUEL COMMUNITY FOUNDATION PMB 5-K - 220 N. ZAPATA HWY # 11 LAREDO TX 78043	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 25,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
SHELTER ASSOCIATION OF WASHTENAW POST OFFIFCE BOX 7370 ANN ARBOR MI 48107	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 800.
SITAR ARTS CENTER 1700 KALORAMA ROAD, NW - SUTIE 101 WASHINGTON DC 20009	NONE	N/A	ARTS	Person or ☐ Business ☒ 3,500.
SOS COMMUNITY SERVICES 101 SOUTH HURON STREET YPSILANTI MI 48197	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 3,500.
ST. ANDREWS COVENANT CHURCH 1416 MARKET STREET WILMINGTON NC 28401	NONE	N/A	RELIGIOUS	Person or ☐ Business ☒ 12,500.
ST. JAMES PARISH 25 SOUTH THIRD STREET WILMINGTON NC 28401	NONE	N/A	RELIGIOUS	Person or ☐ Business ☒ 12,500.
ST. MARY'S SCHOOL 900 HILLSBOROUGH STREET RALEIGH NC 27603	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 1,000.
THALIAN ASSOCIATION, INC. BOX 1111 WILMINGTON NC 28402	NONE	N/A	ARTS	Person or ☐ Business ☒ 10,000.
THE COMMUNITY FOUND. FOR THE NAT'L CAPITAL REGION 1201 15TH STREET NW, SUITE 420 WASHINGTON DC 20005	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
THE JUNIOR LEAGUE OF WILMINGTON, NC, INC. 3803 WRIGHTSVILLE AVENUE, UNIT 9 WILMINGTON NC 28403	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
THE MERRIE-WOODE FOUNDATION, INC. 100 MERRIE-WOODE ROAD SAPPHIRE NC 28774	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 1,000.
THE PHILLIPS COLLECTION 1600 TWENTY-FIRST STREET - NW WASHINGTON DC 20009	NONE	N/A	ARTS	Person or ☐ Business ☒ 12,200.
THE SCRAP EXCHANGE 923 FRANKLIN STREET, BAY 1 DURHAM NC 27701	NONE	N/A	ARTS	Person or ☐ Business ☒ 40,000.
UNIVERSITY OF MICHIGAN DEPRESSION CENTER 1500 EAST MEDICAL CENTER DRIVE ANN ARBOR MI 48101	NONE	N/A	MEDICAL	Person or ☐ Business ☒ 4,000.
WILMINGTON AREA LEADERSHIP FOUNDATION 311 N. 7TH STREET WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
THE WOMEN'S CENTER OF SOUTHEAST MICHIGAN 510 S. MAPLE ROAD Ann Arbor MI 48103	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 2,000.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
THE WOMEN'S CENTER 1035 VERMONT AVENUE, NW, SUITE 310 WASHINGTON DC 20005	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 2,500.
THIS FOR DIPLOMATS 1630 CRESCENT PLACE, NW WASHINGTON DC 20009	NONE	N/A	HOSPITALITY	Person or ☐ Business ☒ 300.
TRANSYLVANIA YOUTH STRINGS POST OFFICE BOX 1662 BREVARD NC 28712	NONE	N/A	ARTS	Person or ☐ Business ☒ 430.
TRHF - KOALA TRANSPORTATION PROGRAM POST OFFICE BOX 2440 BREVARD NC 28712	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 200.
TRUST FOR THE NATIONAL MALL 1300 PENNSYLVANIA AVENUE, NW, SUIT 370 WASHINGTON DC 20004	NONE	N/A	TRUST	Person or ☐ Business ☒ 2,350.
TRYON PALACE COUNCIL OF FRIENDS, INC. POST OFFICE BOX 1007 NEW BERN NC 28563	NONE	N/A	HISTORIC	Person or ☐ Business ☒ 1,000.
UNIQUE LEARNING CENTER POST OFFICE BOX 26089 WASHINGTON DC 2000	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 3,500.
UNIVERSITY MUSICAL SOCIETY 881 NORTH UNIVERSITY ANN ARBOR MI 48109	NONE	N/A	ARTS	Person or ☐ Business ☒ 2,000.
VIRGINIANS FOR THE ARTS ONE EAST CARY STREET RICHMOND VA 23219	NONE	N/A	ARTS	Person or ☐ Business ☒ 300.
WASHINGTON PERFORMING ARTS SOCIETY 2000 L STREET, SUITE 510 WASHINGTON DC 20036	NONE	N/A	ARTS	Person or ☐ Business ☒ 19,630.
WASHTENAW COMMUNITY COLLEGE POST OFFICE BOX 1610 ANN ARBOR MI 48106	NONE	N/A	EDUCATION	Person or ☐ Business ☒ 1,000.
WELCOME HOME ANGEL 1028 S. COLLEGE ROAD WILMINGTON NC 28403	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,000.
WILLIS RICHARDSON PLAYERS 508 BARCLAY HILLS DRIVE WILMINGTON NC 28405	NONE	N/A	ARTS	Person or ☐ Business ☒ 100.
WILMINGTON CONCERT ASSOCIATION POST OFFICE BOX 1084 WILMINGTON NC 28402	NONE	N/A	ARTS	Person or ☐ Business ☒ 1,000.
WILMINGTON FIRE DEPARTMENT (EMPIE PARK) 3403 PARK AVENUE WILMINGTON NC 28403	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.

Form 990-PF, Page 11, Part XV, line 3a Continued

Line 3a statement

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	Person or Business Checkbox Amount
a *Paid during the year*				
WILMINGTON FIRE DEPARTMENT 801 MARKET STREET WILMINGTON NC 28401	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
WILMINGTON FIREFIGHTERS FOUNDATION MEMORIAL FUND 801 MARKET STREET WILMINGTON NC 28401	NONE	N/A	MEMORIAL	Person or ☐ Business ☒ 2,000.
WILMINGTON SYMPHONY ORCHESTRA 4608 CEDAR AVENUE # 105 WILMINGTON NC 28403	NONE	N/A	ARTS	Person or ☐ Business ☒ 7,500.
WORKING FILMS 602 SOUTH FIFTH AVENUE WILMINGTON NC 28401	NONE	N/A	ARTS	Person or ☐ Business ☒ 2,000.
WORLD VISION POST OFFICE BOX 70102 TACOMA WA 98481	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 500.
WRIGHTSVILLE BEAH VOLUNTEER FIREFIGHTERS ASSOCIATION POST OFFICE BOX 251 WRIGHTSVILLE BEACH NC 28480	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 100.
YOUNG LIFE PORT CITY 4822 COLLEGE ACRES DRIVE WILMINGTON NC 28403	NONE	N/A	COMMUNITY SERVICE	Person or ☐ Business ☒ 1,500.
YWCA - LOWER CAPE FEAR 2815 SOUTH COLLEGE ROAD WILMINGTON NC 28412	NONE	N/A	COMMUNITY CENTER	Person or ☐ Business ☒ 5,500.
Total				361,710.

Explanation Statement

Form/Line: Form 990-PF, Page 9, Part XIII Line 4c

Explanation of: Undistributed Income - Election to Treat Distribution as Out of Corpus

Dan Cameron Family Foundation is making an election under Reg. Sec. 53.4942(A)-3(D)(2) for $ 390,310 of 2013 qualifying distributions to be distributed out of corpus.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RSM McGladrey, Inc.	Accounting	1,350.	1,350.		
Total		1,350.	1,350.		

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Cameron Management, Inc.	Management Fees	10,000.	10,000.		
Wells Fargo Advisors (0060)	Investment Management Fees	11,752.	11,752.		
Fidelity Investments (6433)	Investment Management Fees	13,626.	13,626.		
Fidelity Investments (1181)	Investment Management Fees	11,693.	11,693.		
Total		47,071.	47,071.		

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	Fair Market Value
Fidelity Investments (6433)	344,147.	344,147.
Fidelity Investments (1181)	901,757.	901,757.
Wells Fargo Advisors (0060)	93,288.	93,288.
Total	1,339,192.	1,339,192.

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
Hatteras Multi-Strategy Fund	1,043,366.	1,043,366.
Fidelity Investments (676-356433)- Mutual Funds	1,037,214.	1,037,214.
Fidelity Investments (676-356433)- Other	104,754.	104,754.
Wells Fargo Advisors (7013-0060) - Mutual Funds	1,362,004.	1,362,004.
Wells Fargo Advisors (7013-0060) - Other Investments	144,291.	144,291.
Wells Fargo Advisors (2624-7244) - Mutual Funds	1,840,582.	1,840,582.
Chambers Street Properties	1.	1.
Plexus Fund II, LP	254,792.	254,792.
Plexus Fund III, LP	39,458.	39,458.
Premier Commercial Bank Stock	22,000.	22,000.

Form 990-PF, Page 2, Part II, Line 13 Continued

L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	Fair Market Value
nCino, Inc.	32,135.	32,135.
Laurenbridge Development Company	4,555.	4,555.
Total	5,885,152.	5,885,152.

Supporting Statement of:

Form 990-PF, p1/Line 3(b)

Description	Amount
Vantage South Bank - Interest	1,656.
Live Oak Bank - Interest	13,150.
Premier Commercial Bank - Interest	1,707.
Total	16,513.

Supporting Statement of:

Form 990-PF, p1/Line 4(b)

Description	Amount
Wells Fargo Advsiors (0060) - Interest	4.
Fidelity Investments (6433) - Interest	5.
Fidelity Investments (1181) - Interest	2.
Wells Fargo Advisors (0060) - Dividends	29,022.
Wells Fargo Advisors (7244) - Dividends	19,489.
Fidelity Investments (6433) - Dividends	46,881.
Fidelity Investments (1181) - Dividends	13,050.
Chambers Street Properties - Dividends	2,074.
Total	110,527.

Supporting Statement of:

Form 990-PF, p2/Line 1(a)

Description	Amount
Bank of America	72,001.
Total	72,001.

Supporting Statement of:

Form 990-PF, p2/Line 2(a)

Description	Amount
Vantage South Bank	446,807.
Live Oak Bank	913,421.
Premier Commercial Bank	165,289.
Wells Fargo Advisors (7244)	440.
Wells Fargo Advisors (0060)	35,697.
Fidelity Investments (1181)	14,397.

Continued

Supporting Statement of:

Form 990-PF, p2/Line 2(a)

Description	Amount
Fidelity Investments (6433)	30,851.
Total	1,606,902.

Supporting Statement of:

Form 990-PF, p2/Line 27(a)

Description	Amount
Prior Years Retained Earnings	-5,600,181.
DDC Original Contribution	4,437,031.
DDC Estate Capital Contribution	2,083,471.
EHC Capital Contribution	3,911,739.
EHC Rev Trust Capital Contribution	3,188,261.
Mark to Market	189,323.
Total	8,209,644.

Supporting Statement of:

Form 990-PF, p2/Line 1(b)

Description	Amount
Bank of America	31,545.
Total	31,545.

Supporting Statement of:

Form 990-PF, p2/Line 1(c)

Description	Amount
Bank of America	31,545.
Total	31,545.

Supporting Statement of:

Form 990-PF, p2/Line 2(b)

Description	Amount
Live Oak Bank	760,034.
Premier Commercial Bank	166,997.
Wells Fargo Advisors (0060)	40,420.
Wells Fargo Advisors (7244)	440.
Fidelity Investments (6433)	70,580.
Fidelity Investments (1181)	19,504.
Total	1,057,975.

Supporting Statement of:

Form 990-PF, p2/Line 2(c)

Description	Amount
Live Oak Bank	760,034.
Premier Commercial Bank	166,997.
Wells Fargo Advisors (0060)	40,420.
Wells Fargo Advisors (7244)	440.
Fidelity Invesments (6433)	70,580.
Fidelity Investments (1181)	19,504.
Total	1,057,975.

Supporting Statement of:

Form 990-PF, p2/Line 3 Accounts Rec.

Description	Amount
Laurenbridge Development Company	43,950.
Total	43,950.

Supporting Statement of:

Form 990-PF, p2/Line 3(c)

Description	Amount
Laurenbridge Development Company	43,950.
Total	43,950.

Supporting Statement of:

Form 990-PF, p2/Line 27(b)

Description	Amount
Prior Years Retained Earnings	-5,817,691.
DDC Original Contribution	4,437,031.
DDC Estate Capital Contribution	2,083,471.
EHC Capital Contribution	3,911,739.
EHC Rev Trust Capital Contribution	3,188,261.
Mark to Market	883,048.
Rounding	2.
Total	8,685,861.

Supporting Statement of:

Form 990-PF, p3/Part IV, Line 1(e)-4

Description	Amount
Fidelity Investments (6433)	14,140.
Chambers Street Properties	52.
Wells Fargo (0060)	27,019.
Wells Fargo (7244)	66,371.
Total	107,582.

Supporting Statement of:

Form 990-PF, p8/Part X, Line 1a

Description	Amount
Hatteras Multi-Strategy Fund	980,117.
Wells Fargo Advisors (0060)	1,588,599.
Wells Fargo Advisors (7244)	1,629,109.
Fidelity Investments (6433)	1,561,226.
Fidelity Investments (1181)	743,983.
Chambers Street Properties	52,306.
Premier Commercial Bank Stock	22,000.
Total	6,577,340.

Supporting Statement of:

Form 990-PF, p8/Part X, Line 1b

Description	Amount
Bank of America	20,223.
Vantage South Bank	447,656.
Live Oak Bank	950,573.
Premier Commercial Bank	166,215.
Total	1,584,667.

Supporting Statement of:

Form 990-PF, p8/Part X, Line 1c

Description	Amount
Plexus Fund II, LP	224,108.
nCino, Inc.	32,135.
Plexus Fund III, LP	29,723.
Laurenbridge Development Company, LLC	4,732.
nCino, LLC	200,000.
Total	490,698.

Supporting Statement of:

Form 990-PF,p12/Line 3 Column (d)

Description	Amount
Vantage South Bank - Interest	1,656.
Live Oak Bank - Interest	13,150.
Premier Commercial Bank - Interest	1,707.
Total	16,513.

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (d)

Description	Amount
Wells Fargo Advisors (0060) - Interest	4.
Fidelity Investments (6433) - Interest	5.
Fidelity Investments (1181) - Interest	2.
Wells Fargo Advisors (0060) - Dividends	29,022.
Wells Fargo Advisors (7244) - Dividends	19,489.
Fidelity Investments (6433) - Dividends	46,881.

Continued

Supporting Statement of:

Form 990-PF,p12/Line 4 Column (d)

Description	Amount
Fidelity Investments (1181) - Dividends	13,050.
Chambers Street Properties - Dividends	2,074.
Total	110,527.

Supporting Statement of:

Net Gain or Loss From Sale of Assets/Sales Price-1

Description	Amount
Wells Fargo Advisors (0060)	156,812.
Fidelity Investments (6433)	1,619,384.
Fidelity Investments (1181)	795,193.
Capital Gain Distributions	107,582.
Total	2,678,971.

Supporting Statement of:

Net Gain or Loss From Sale of Assets/Cost or other basis-1

Description	Amount
Wells Fargo Advisors (0060)	170,948.
Fidelity Investments (6433)	1,732,329.
Fidelity Investments (1181)	735,282.
Total	2,638,559.

2013 ENHANCED SUMMARY

As of Date: 2/07/14

DAN CAMERON FAMILY FOUNDATION,
INC.
ASSET ADVISOR ACCOUNT
P O BOX 3649
WILMINGTON NC 28406-0649

Your Financial Advisor :
J. REID MURCHISON/DAVID BROWNLOW
6752 PARKER FARM DRIVE
SUITE 300
WILMINGTON, NC 28405
(910) 509-5240

Account Number: 7013-0060

Year-End Account Summary

This Information Is NOT provided to the Internal Revenue Service, but Is being provided to you for courtesy purposes. Please consult with your Financial Advisor or Tax Advisor regarding specific questions.

PARTNERSHIP DISPOSITIONS FOR NONCOVERED SECURITIES

Proceeds from Broker and Barter Exchange Transactions for 2013

8-Description / CUSIP 1a-Date of Sale or Exchange	1e-Quantity Sold	1b-Date of Acquisition	2a-Sales Price*	3-Cost or Other Basis	Supplemental Information Gain or Loss Amount	Additional Information	
GREENHAVEN CONTINOUS ET / 395258106 COMMODITY INDEX FUND							
03/21/13	1,275.0000	09/28/09	36,151.05	29,993.10	6,157.95	SALE	
POWERSHARES DB ET / 73935S105 COMMODITY INDEX TRACKING FUND							
	1,295.0000	*09/28/09*	*35,099.41*	*27,865.81*	*7,233.60*		
	100.0000	*09/28/09*	*2,710.38*	*2,151.90*	*558.48*		
03/21/13	1,395.0000	09/28/09	37,809.79	30,017.71	7,792.08	SALE	TOTAL 2 LOTS
TOTAL PARTNERSHIP DISPOSITIONS			**73,960.84**	**60,010.81**	**13,950.03**		

*Box 2a: Sales price less commissions and option premiums

Fidelity INVESTMENTS

2013 Informational Tax Reporting Statement

DAN CAMERON FAM FOUNDATION INC Account No. **676-356433** Customer Service. 910-791-1437
Recipient ID No **56-2087335** Payer's Fed ID Number· 04-3523567

Note: This information is not reported to the IRS. It may assist you in tax return preparation.

2013 Proceeds from Broker and Barter Exchange Transactions*

Short-term transactions

(IRS Form 1099-B box numbers are shown below in **bold type**)

8 Description, **1d** Stock or Other Symbol, CUSIP										
Action	**1a** Date of Sale or Exchange	**1b** Date of Acquisition	**1e** Quantity Sold	**2a** Sales Price of Stocks, Bonds, etc (b)	**3** Cost or Other Basis (a)	Gain/Loss (-)	**5** Wash Sale Loss Disallowed	**4 Federal Income Tax Withheld**	**13** State	**15** State Tax Withheld
AMER CENTURY ZERO COUPON 2015 INVT CL, BTFTX, 024935405										
Sale	01/24/13	01/04/13	1,268.292	144,762.85	144,623.31	139.54				
JPMORGAN CHASE & CO ALERIAN MLP INDEX ET, AMJ, 46625H365										
Sale	01/04/13	03/21/12	1,754 000	70,788 57	70,090.95	697.62				
LORD ABBETT SHORT DURATION INCOME CL A, LALDX, 543916100										
Sale	05/28/13	01/04/13	18,008.121	83,377.60	83,778 12	-400.52	5.29			
PERMANENT PORTFOLIO, PRPFX, 714199106										
Sale	05/28/13	01/04/13	1,421.293	67,170.30	69,387.50	-2,217.20				
PIMCO GLOBAL MULTI - ASSET INSTL, PGAIX, 72201P100										
Sale	03/18/13	01/04/13	3,267.669	37,214 70	37,663.55	-448 85				
VANGUARD SPECIALIZEDPORTFOLIOS DIV APPRE, VIG, 921908844										
Sale	07/19/13	05/28/13	90 000	6,282.09	6,239.46	42.63				
TOTALS				**409,596.11**	**411,782.89**			**0.00**		
	Short-Term Realized Gain					**879.79**				
	Short-Term Realized Loss					**-3,066.57**				
	Wash Sale Loss Disallowed					(2186.88)	**5.29**			

***Our records indicate that you are an exempt recipient for 1099 reporting purposes. This statement provided is based on IRS information reporting requirements for individuals as of the preparation date and is NOT furnished to the IRS. You may be subject to different income tax reporting requirements. Please contact your tax advisor if you have any questions.**

Fidelity INVESTMENTS

2013 Informational Tax Reporting Statement

DAN CAMERON FAM FOUNDATION INC Account No **676-356433** Customer Service. 910-791-1437
Recipient ID No. **56-2087335** Payer's Fed ID Number: 04-3523567

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2013 Proceeds from Broker and Barter Exchange Transactions*

Long-term transactions

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8 Description, **1d** Stock or Other Symbol, CUSIP

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AMERICAN INTL GROUP INC COM NEW, AIG, 026874784										
Sale	01/02/13	02/22/00	11.000	390.68	13,240.12	-12,849.44				
AMERICAN INTL GROUP INC WT EXP 01/19/202, AIGWS, 026874156										
Sale	01/02/13	01/20/11	5.000	67.44	81.45	-14 01				
BANK OF AMERICA CORP, BAC, 060505104										
Sale	01/02/13	06/22/98	4,265.000	51,062.14	160,521.80	-109,459.66				
BB & T CORP, BBT, 054937107										
Sale	01/02/13	06/18/98	2,000 000	59,536.71	65,094 00	-5,557.29				
CHAMBERS STR PPTYS COM SPEC PRICE FROM C, 157SPC999										
Tender	06/26/13	10/12/09	2,541.000	25,664.10	25,410 00 (f)	254.10				
DOUBLELINE TOTAL RETURN BOND FD CL I, DBLTX, 258620103										
Sale	05/28/13	10/17/11	3,426.635	38,803 78	38,418 98	384.80				
FPA CRESCENT INSTL, FPACX, 30254T759										
Sale	01/24/13	03/04/11	56.656	1,634.91	1,576 83	58.08				
GOLDMAN SACHS GROUP INC, GS, 38141G104										
Sale	01/02/13	06/01/01	100.000	13,039 72	9,400 00	3,639 72				
Sale	01/02/13	06/11/01	50 000	6,519.86	4,600 00	1,919.86				
Subtotals				**19,559.58**	**14,000.00**					
MARATHON OIL CORP ISIN #US5658491064 SED, MRO, 565849106										
Sale	01/02/13	01/17/08	1,500 000	47,000 54	45,271 94	1,728 60				

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Fidelity
INVESTMENTS

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MARATHON PETROLEUM CORP COM USD0.01, MPC, 56585A102										
Sale	01/02/13	01/17/08	750 000	47,820.87	28,993.06	18,827.81				
OPPENHEIMERSTEELPATHMLP INCOME CL A, MLPDX, 858268600										
Sale	01/04/13	03/04/11	5,295.675	52,321.27	52,563.72	-242.45				
PERMANENT PORTFOLIO, PRPFX, 714199106										
Sale	01/24/13	09/01/10	21 166	1,049 83	950.98	98 85				
Sale	05/28/13	various	3,206.097	151,520 15	144,049.02	7,471.13				
Subtotals				**152,569.98**	**145,000.00**					
PIMCO ALL ASSET ALL AUTHORITY-INSTIT CL, PAUIX, 72200Q182										
Sale	05/28/13	03/09/10	2,671.074	28,961.15	28,126.14	835.01				
Sale	07/19/13	various	11,580 155	119,836.45	121,937.86	-2,101.41				
Sale	07/19/13	03/21/12	1,176.453	12,174.44	12,956.01	-781 57				
Subtotals				**160,972.04**	**163,020.01**					
PIMCO ALL ASSET INSTCLASS, PAAIX, 722005626										
Sale	01/04/13	03/01/11	6,504.065	82,191.38	80,025 00	2,166 38				
PIMCO GLOBAL MULTI - ASSET INSTL, PGAIX, 72201P100										
Sale	03/18/13	various	12,873.326	146,611.23	150,050.00	-3,438.77				
ROYAL DUTCH SHELL ADR EA REP 2 CL A EURO, RDSA, 780259206										
Sale	01/02/13	01/17/08	1,250.000	85,962.12	96,518.75	-10,556.63				

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SCHLUMBERGER LIMITEDCOM STK USD0 01, SLB, 806857108										
Sale	01/02/13	04/10/06	450.000	31,779.33	14,906.25	16,873.08				
VANGUARD SHORT TERM INVMT GRADE ADMIRAL, VFSUX, 922031836										
Sale	01/04/13	11/09/09	19,007.371	205,829.83	201,685.01	4,144.82				
WMI HLDGS CORP COM, WMIH, 92936P100										
Sale	01/02/13	10/05/05	13.000	9.81	24,168.88	-24,159 07				
TOTALS				**1,209,787.74**	**1,320,545.80**			**0.00**		
	Long-Term Realized Gain					**58,402.24**				
	Long-Term Realized Loss					**-169,160.30**				
	Wash Sale Loss Disallowed						**0.00**			

(110,758.06)

Total (112,944.94)

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ISHARES TR DOW JONES U S ENERGY SECTOR I, IYE, 464287796										
Sale	01/28/13	12/31/12	174.000	7,617.14	6,953.11	664.03				
ISHARES TR DOW JONES U S INDL SECTOR IND, IYJ, 464287754										
Sale	01/28/13	11/13/12	85.000	6,638.15	6,231.51	406.64				
ISHARES TR DOW JONES U S UTILS SECTOR IN, IDU, 464287697										
Sale	01/28/13	12/17/12	56.000	4,991.35	4,925.31	66.04				
ISHARES U S ENERGY ETF, IYE, 464287796										
Sale	07/15/13	12/31/12	267.000	12,430.73	10,669.43	1,761.30				
Sale	09/23/13	12/31/12	304.000	14,444.03	12,147.97	2,296.06				
Sale	10/28/13	12/31/12	287.000	14,043.60	11,468.64	2,574.96				
Subtotals				**40,918.36**	**34,286.04**					
ISHARES U S HEALTHCARE ETF, IYH, 464287762										
Sale	09/23/13	07/22/13	136.000	14,713.50	14,588.62	124.88				
Sale	10/28/13	07/22/13	143.000	15,883.42	15,339.51	543.91				
Subtotals				**30,596.92**	**29,928.13**					
ISHARES U S INDUSTRIALS ETF, IYJ, 464287754										
Sale	07/15/13	11/21/12	152.000	13,214.40	11,153.77	2,060.63				
Sale	09/23/13	11/21/12	166.000	15,175.93	12,341.98	2,833.95				
Sale	10/28/13	11/21/12	169.000	15,961.03	12,565.03	3,396.00				
Sale	10/28/13	12/10/12	2.000	188.89	145.47	43.42				

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ISHARES U S INDUSTRIALS ETF, IYJ, 464287754										
Subtotals				**44,540.25**	**36,206.25**					
ISHARES US TECHNOLOGY ETF, IYW, 464287721										
Sale	07/15/13	01/28/13	155.000	11,960.12	11,196.76	763.36				
Sale	09/23/13	01/28/13	207.000	16,510.15	14,953.10	1,557.05				
Sale	10/28/13	01/28/13	174.000	14,227.54	12,569.27	1,658.27				
Subtotals				**42,697.81**	**38,719.13**					
ISHARES US UTILITIESETF, IDU, 464287697										
Sale	07/01/13	12/17/12	583.000	55,035.67	51,276.05	3,759.62				
Sale	07/01/13	03/26/13	205.000	19,352.17	19,560.84	-208.67	208.67			
Sale	09/16/13	04/09/13	205.000	19,177.99	20,300.05	-1,122.06	1,122.06			
Sale	09/16/13	07/15/13	699.000	65,392.27	68,506.69	-3,114.42	3,114.42			
Sale	09/16/13	07/22/13	29.000	2,712.98	2,881.03	-168.05	168.05			
Sale	09/16/13	08/26/13	145.000	13,564.92	13,686.61	-121.69	121.69			
Sale	10/14/13	09/02/13	1,078.000	101,579.10	107,373.22	-5,794.12				
Sale	10/14/13	09/23/13	6.000	565.37	572.43	-7.06				
Subtotals				**277,380.47**	**284,156.92**		**4,734.89**			
SECTOR SPDR TR SHS BEN INT CONSUMER STAP, XLP, 81369Y308										
Sale	01/28/13	10/23/12	87.000	3,186.28	3,151.07	35.21				
Sale	01/28/13	10/23/12	73.000	2,673.55	2,691.91	-18.36				
Sale	07/15/13	10/23/12	33.000	1,367.28	1,195.23	172.05				
Sale	07/15/13	10/31/12	265.000	10,979.64	9,439.50	1,540.14				

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SECTOR SPDR TR SHS BEN INT CONSUMER STAP, XLP, 81369Y308										
Sale	08/26/13	10/31/12	473.000	18,970.24	16,848.63	2,121.61				
Sale	08/26/13	11/19/12	398.000	15,962.27	13,793.08	2,169.19				
Sale	08/26/13	12/03/12	249.000	9,986.45	8,981.45	1,005.00				
Sale	08/26/13	03/26/13	493.000	19,772.36	19,499.88	272.48				
Sale	08/26/13	07/01/13	526.000	21,095.86	21,120.50	-24.64				
Sale	08/26/13	07/22/13	62.000	2,486.58	2,598.64	-112.06				
Subtotals				**106,480.51**	**99,319.89**					
SECTOR SPDR TR SHS BEN INT FINANCIAL, XLF, 81369Y605										
Sale	01/28/13	10/31/12	365.000	6,332.50	5,793.07	539.43				
Sale	07/15/13	10/31/12	680.000	13,836.12	10,792.58	3,043.54				
Sale	09/23/13	10/31/12	3.000	60.47	47.61	12.86				
Sale	09/23/13	11/19/12	663.000	13,364.96	10,279.26	3,085.70				
Sale	10/28/13	11/19/12	255.000	5,301.27	3,953.56	1,347.71				
Sale	10/28/13	12/03/12	515.000	10,706.50	8,158.46	2,548.04				
Subtotals				**49,601.82**	**39,024.54**					
SELECT SECTOR SPDR TR CONSUMER DISCRETIO, XLY, 81369Y407										
Sale	01/28/13	10/31/12	128.000	6,483.36	5,897.22	586.14				
Sale	07/15/13	10/31/12	229.000	13,645.90	10,550.49	3,095.41				
Sale	09/23/13	10/31/12	64 000	3,873.51	2,948.61	924.90				
Sale	09/23/13	11/19/12	181.000	10,954.78	8,277.58	2,677.20				

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SELECT SECTOR SPDR TR CONSUMER DISCRETIO, XLY, 81369Y407										
Sale	10/28/13	11/19/12	117.000	7,364.11	5,350.70	2,013.41				
Sale	10/28/13	12/03/12	131.000	8,245.28	6,263.60	1,981.68				
Subtotals				**50,566.94**	**39,288.20**					
SELECT SECTOR SPDR TR HEALTH CARE FORMER, XLV, 81369Y209										
Sale	01/28/13	10/23/12	24.000	1,024.16	980.97	43.19				
Sale	01/28/13	10/31/12	134.000	5,718.20	5,382.48	335.72				
Sale	07/01/13	10/31/12	334.000	16,085.19	13,416.02	2,669.17				
Sale	07/01/13	10/31/12	156.000	7,512.84	6,409.91	1,102.93				
Sale	07/01/13	11/19/12	353.000	17,000.22	13,847.60	3,152.62				
Sale	07/01/13	12/03/12	378.000	18,204.20	15,271.44	2,932.76				
Sale	07/01/13	03/26/13	424.000	20,419.53	19,138.83	1,280.70				
Subtotals				**85,964.34**	**74,447.25**					
SELECT SECTOR SPDR TR SHS BEN INT MATERI, XLB, 81369Y100										
Sale	01/28/13	12/24/12	165.000	6,487.95	6,113.77	374.18				
Sale	07/15/13	12/24/12	289.000	11,566.30	10,708.35	857.95				
Sale	09/23/13	12/24/12	330.000	14,016.84	12,227.53	1,789,31				
Sale	10/28/13	12/24/12	344.000	15,127.78	12,746.28	2,381.50				
Subtotals				**47,198.87**	**41,795.93**					
TOTALS				**795,192.93**	**735,282.21**			**0.00**		
Short-Term Realized Gain						**70,601.85**				
Short-Term Realized Loss						**-10,691.13**				
Wash Sale Loss Disallowed							**4,734.89**			

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