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

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

2013

For calendar year 2013, or tax year beginning

, 2013, and ending

Name of foundation

NCFI/BARNHARDT FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. BOX 34276

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

CHARLOTTE

NC 28234-4276

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)

\$ 7,236,392.

J Accounting method

☒

Cash

☐

Accrual

Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

56-6068247

B Telephone number (see the instructions)

(704) 376-0380

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 ☐

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 (att sch)

267,380.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments.

4 Dividends and interest from securities.

143,246.

143,246.

5a Gross rents.

b Net rental income or (loss).

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a.

7 Capital gain net income (from Part IV, line 2)

303,730.

8 Net short-term capital gain.

20,084.

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)

12 Total. Add lines 1 through 11.

410,626.

446,976.

20,084.

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).

c Other prof fees (attach sch) . L-16c Stmt.

34,629.

34,629.

17 Interest.

18 Taxes (attach schedule)(see instrs) FEDERAL TAXES.

1,656.

19 Depreciation (attach sch) and depletion.

20 Occupancy.

21 Travel, conferences, and meetings.

22 Printing and publications.

23 Other expenses (attach schedule)

24 Total operating and administrative expenses. Add lines 13 through 23.

36,285.

34,629.

25 Contributions, gifts, grants paid.

245,600.

245,600.

26 Total expenses and disbursements. Add lines 24 and 25.

281,885.

34,629.

245,600.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements.

128,741.

b Net investment income (if negative, enter -0-).

412,347.

c Adjusted net income (if negative, enter -0-).

20,084.

SCANNED JAN 4 2014

ADMINISTRATIVE AND OPERATING EXPENSES

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Beginning of year

End of year

		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	38,950.	83,294.	83,294.
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	3,608,090.	4,377,484.	4,377,484.
	c Investments — corporate bonds (attach schedule)	2,580,923.	2,775,614.	2,775,614.
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)				
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).	6,227,963.	7,236,392.	7,236,392.	
L I A B I L I T I E S	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)			
N E T A S S E T S O R F U N D B A L A N C E S	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, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	6,227,963.	7,236,392.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	6,227,963.	7,236,392.		
31 Total liabilities and net assets/fund balances (see instructions)	6,227,963.	7,236,392.		

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	6,227,963.
2 Enter amount from Part I, line 27a	2	128,741.
3 Other increases not included in line 2 (itemize) FMV ADJUSTMENT	3	879,688.
4 Add lines 1, 2, and 3	4	7,236,392.
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	7,236,392.

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)
1 a SEE ATTACHED SCHEDULE		P	09/17/12	08/20/13
b SEE ATTACHED SCHEDULE		P	Various	Various
c CAPITAL GAIN DISTRIBUTIONS		P	Various	Various
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 120,793.	0.	100,709.	20,084.
b 697,702.	0.	470,066.	227,636.
c 56,010.	0.	0.	56,010.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			20,084.
b 0.	0.	0.	227,636.
c 0.	0.	0.	56,010.
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	303,730.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	20,084.

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	369,260.	6,201,324.	0.059545
2011	344,956.	6,211,216.	0.055538
2010	280,921.	5,761,539.	0.048758
2009	241,750.	5,194,327.	0.046541
2008	307,450.	5,894,083.	0.052162

2 Total of line 1, column (d)	2	0.262544
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	0.052509
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	6,597,181.
5 Multiply line 4 by line 3	5	346,411.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,123.
7 Add lines 5 and 6.	7	350,534.
8 Enter qualifying distributions from Part XII, line 4	8	245,600.

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

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

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	8,247.
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	8,247.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	8,247.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a 1,990.		
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		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,990.	
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	6,257.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 0. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		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
4 a 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, column (c), and Part XV.	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	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

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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 <u>BRAGG FINANCIAL ADVISORS, INC.</u> Telephone no. <u>(704) 377-0261</u> Located at <u>1031 S. CALDWELL ST., STE. 200 CHARLOTTE NC</u> ZIP + 4 <u>28203</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here			<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year 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		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? <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 checked="" type="checkbox"/> Yes <input 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)?	1 b	X
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?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
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. ▶ <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
3 a 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)	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

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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
RALPH FALERO 1100 HAWTHORNE AVENUE CHARLOTTE NC 28205	TRUSTEE 3.00	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		
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	
	0.
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	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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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	6,626,432.
b	Average of monthly cash balances	1 b	71,214.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	6,697,646.
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	6,697,646.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	100,465.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,597,181.
6	Minimum investment return. Enter 5% of line 5	6	329,859.

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	329,859.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	8,247.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	8,247.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	321,612.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	321,612.
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	321,612.

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	245,600.
b	Program-related investments — total from Part IX-B.	1 b	0.
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	245,600.
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	245,600.

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				321,612.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			29,092.	
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	0.			
d From 2011	0.			
e From 2012	46,920.			
f Total of lines 3a through e	46,920.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 245,600.				
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)				
d Applied to 2013 distributable amount				245,600.
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).)	46,920.			46,920.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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			29,092.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				29,092.
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	0.			
10 Analysis of line 9:				
a Excess from 2009	0.			
b Excess from 2010	0.			
c Excess from 2011	0.			
d Excess from 2012	0.			
e Excess from 2013	0.			

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) ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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).)

N/A

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

N/A

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

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

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

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PROVIDENCE MINISTRIES 711 S. HAMILTON ST DALTON GA 30720	NONE	PUBLIC CHARITY	GENERAL SUPPORT	300.
ARTS & SCIENCE COUNCIL P.O. BOX 602720 CHARLOTTE NC 28260	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
GOODWILL INDUSTRIES 2122 FREEDOM DRIVE CHARLOTTE NC 28208	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
SURRY CENTRAL HIGH SCHOOL P.O. BOX 4 DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	400.
NAT. MULTIPLE SCLEROSIS SOCIETY 9801-1 SOUTHERN PINES BLVD. CHARLOTTE NC 28273	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250.
SALVATION ARMY-HICKORY 750 THIRD AVE PL, SE HICKORY NC 28602	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,500.
JOHNSON C SMITH UNIVERSITY 100 BEATTIES FORD ROAD CHARLOTTE NC 28216	NONE	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
THE CROSSNORE SCHOOL P.O. BOX 249 CROSSNORE NC 28616	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
COVENANT PRESBYTERIAN CHURCH 1000 E. MOREHEAD STREET CHARLOTTE NC 28204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,500.
See Line 3a statement				219,650.
Total				245,600.
b Approved for future payment				
Total				3b

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

► **Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047

2013

Name of the organization

NCFI/BARNHARDT FOUNDATION

Employer identification number

56-6068247

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)() (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ,
or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

NCFI/BARNHARDT FOUNDATION

56-6068247

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BARNHARDT MANUFACTURING COMPANY P.O. BOX 34276 CHARLOTTE NC 28234	\$ 267,380.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

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	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
CHARLOTTE RESCUE MISSION P.O. BOX 33000 CHARLOTTE NC 28233	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
RIGHT MOVES FOR YOUTH 2211 W. MOREHEAD STREET CHARLOTTE NC 28208	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 250.
YOUNG LIFE P.O. BOX 327 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
N. MYRTLE BEACH RESCUE SQUAD P.O. BOX 555 N. MYRTLE BEACH SC 29597	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 250.
MOUNT AIRY MUSEUM OF REGIONAL HISTORY 301 NORTH MAIN STREET MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
REEVES COMMUNITY CENTER P.O. BOX 70 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,500.
SURRY COMMUNITY COLLEGE 630 S MAIN STREET DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 6,000.
SURRY COUNTY HEALTH FOUNDATION 118 HAMBY ROAD DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
SURRY COUNTY EDF-SURRY FLL P.O. BOX 1282 DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,000.
YOKEFELLOW MINISTRY 215 JONES SCHOOL ROAD MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,500.
AMERICAN HEART ASSOCIATION 222 SOUTH CHURCH ST. #303 CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
CATAWBA LANDS CONSERVANCY 105 W. MOREHEAD ST. CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,500.
UNITED WAY OF NORTHWEST GEORGIA P.O. BOX 566 DALTON GA 30722	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
UNITED WAY OF SALT LAKE 257 E 200 S SALT LAKE CITY UT 84111	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,000.
UNITED WAY OF FRANKLIN COUNTY 51 DAVIS STREET, STE. 2 GREENFIELD MA 01301	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 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	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
COLRAIN CENTRAL SCHOOL 22 JACKSONVILLE ROAD COLRAIN MA 01340	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
MOHAWK TRAIL HIGH SCHOOL 26 ASHFIELD ROAD SHELBURNE FALLS MA 01370	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
COLRAIN VOLUNTEER FIRE DEPT. 51 MAIN ROAD COLRAIN MA 01340	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
HABITAT FOR HUMANITY - MT. AIRY P.O. BOX 6449 MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
HOSPICE OF SURRY & YADKIN COUNTY 401 TECHNOLOGY LANE, STE. 200 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 2,000.
NATIONAL FIRE SAFETY COUNCIL 1218 STATE STREET MOUNT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 100.
SALVATION ARMY OF MT AIRY 651 S MAIN STREET MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
AMERICAN RED CROSS - SURRY COUNTY 844 WESTLAKE DRIVE MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 6,000.
SURRY ARTS COUNCIL P.O. BOX 141 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 10,000.
CHARLOTTE FAMILY HOUSING 300 HAWTHORNE LANE CHARLOTTE NC 28204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
BOYS AND GIRLS HOMES OF NC P.O. BOX 127 LAKE WACCAMAW NC 28450	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,400.
CHILDRENS CENTER OF SURRY P.O. BOX 692 DOBSON NC 27017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 800.
SURRY MEDICAL MINISTRIES CLINIC P.O. BOX 349 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,500.
GEORGIA SPECIAL OLYMPICS P.O. BOX 501177 ATLANTA GA 31150	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 200.
THE SALVATION ARMY 4335 STUART ANDREW BLVD CHARLOTTE NC 28127	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.

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	Found- ation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
INDEPENDENT COLLEGE FUND OF NC 630 N BLOUNT ST. RALEIGH NC 27604	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 1,200.
CRISIS ASSISTANCE MINISTRY 500-A SPRATT STREET CHARLOTTE NC 28206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 3,000.
FRIENDSHIP TRAYS 2401-A DISTRIBUTION STREET CHARLOTTE NC 28203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 4,000.
CYSTIC FIBROSIS 7506 E. INDEPENDENCE BLVD. CHARLOTTE NC 28227	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 500.
LOAVES AND FISHES P.O. BOX 11234 CHARLOTTE NC 28220	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 1,000.
SECOND HARVEST FOOD BANK OF METROLINA 500-B SPRATT STREET CHARLOTTE NC 28206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 1,000.
UNITED WAY OF CENTRAL CAROLINAS 301 S. BREVARD STREET CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 20,000.
N.C. SPECIAL OLYMPICS 2200 GATEWAY CENTRE BLVD., STE. 201 MORRISVILLE NC 27560	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 500.
UNITED WAY OF GREATER MR. AIRY P.O. BOX 409 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 22,000.
SURRY/STOKES FRIENDS OF YOUTH 1151 WEST LEBANON ST., STE. 200 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 300.
GREATER ENRICHMENT PROGRAM P.O. BOX 16188 CHARLOTTE NC 28297	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 2,500.
YMCA CAMP THUNDERBIRD 1 THUNDERBIRD LANE LAKE WYLIE SC 29710	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 2,500.
UNITED FAMILY SERVICES 601 E. FIFTH ST., STE. 400 CHARLOTTE NC 28202	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 10,000.
COLRAIN PRE SCHOOL 22 JACKSONVILLE ROAD COLRAIN MA 01340	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 500.
BOY SCOUTS OF AMERICA 6600 SILAS CREEK PARKWAY WINSTON-SALEM NC 27106	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input type="checkbox"/> <input checked="" type="checkbox"/> 17,500.

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	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
GREATER MT AIRY MINISTRY OF HOSPITALITY P.O. BOX 1722 MT. AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,500.
THE LITERACY PROJECT 15 BANK ROW, STE. C GREENFIELD MA 01301	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
JOHNSTON YMCA 3025 NORTH DAVIDSON STREET CHARLOTTE NC 28205	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
MEN'S SHELTER OF CHARLOTTE 1210 N. TRYON STREET CHARLOTTE NC 28206	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
CATAWBA COUNTY UNITED WAY P.O. BOX 2425 HICKORY NC 28603	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
LEVINE & DICKSON HOSPICE HOUSE 1420 EAST SEVENTH ST. CHARLOTTE NC 28204	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 5,000.
DENTAL TRADE ALLIANCE FOUNDATION 4350 N FAIRFAX DRIVE, STE. 220 ARLINGTON VA 22203	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
FREEDOM SCHOOL PARTNERS P.O. BOX 37363 CHARLOTTE NC 28237	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
FIRST PRESBYTERIAN CHURCH OF MT AIRY P.O. BOX 1286 MT AIRY NC 27030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
GRANDFATHER HOME FOR CHILDREN P.O. BOX 98 BANNER ELK NC 28604	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 1,000.
BOY SCOUTS OF AMERICA 1410 E. 7TH STREET CHARLOTTE NC 28204	NONE	PUBLIC CHAIRTY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 3,500.
ALEXANDER YOUTH NETWORK 6220 THERMAL ROAD CHARLOTTE NC 28211	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 500.
ROCKY RIVER PRESBYTERIAN CHURCH 7940 ROCKY RIVER ROAD CONCORD NC 28025	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 25,000.
JUVENILE DIABETES FOUNDATION 205 REGENCY EXECUTIVE PARK DR., STE. 102 CHARLOTTE NC 28217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 10,000.
LEE INDUSTRIES EDUCATIONAL FOUNDATION INC. 210 4TH ST. SW CONOVER NC 28658	NONE	PUBLIC CHARITY	GENERAL SUPPORT	Person or Business <input checked="" type="checkbox"/> 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	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
SURRY COMMUNITY COLLEGE				Person or <input type="checkbox"/>
630 SOUTH MAIN ST.		PUBLIC		Business <input checked="" type="checkbox"/>
DOBSON NC 27017	NONE	CHARITY	GENERAL SUPPORT	650.
BARIUM SPRINGS				Person or <input type="checkbox"/>
P.O. BOX 1		PUBLIC		Business <input checked="" type="checkbox"/>
BARIUM SPRINGS NC 28010	NONE	CHARITY	GENERAL SUPPORT	5,000.

Total

219,650.

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
BRAGG FINANCIAL ADV.	ADVISORY FEES	34,629.	34,629.		

Total

34,629.34,629.

Supporting Statement of:

Form 990-PF, p1/Line 1(a)

Description	Amount
BARNHARDT MANUFACTURING COMPANY	267,380.
Total	267,380.

As of 12/31/2013

Realized Gains/Losses

Barnhardt Foundation, The NCFI (5QR007723)

From December 31, 2012 to December 31, 2013

Description	Symbol	Open Date	Close Date	Quantity	Cost Basis	Net Proceeds	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
Alleghen Pub Ltd	ALLE	12/18/2009	12/5/2013	0.666	\$14.61	\$27.80	\$13.28		\$13.28
Brown Forman Class B	BFB	12/18/2009	11/21/2013	108,000	\$3,767.19	\$8,124.74	\$4,357.55		\$4,357.55
		12/18/2009		150,000	\$5,233.21	\$11,284.36	\$6,051.15		\$6,051.15
		12/18/2009		7,000	\$244.23	\$526.60	\$282.37		\$282.37
Marathon Oil Corp	MRO	12/18/2009		265,000	\$9,244.63	\$19,935.70	\$10,691.07		\$10,691.07
Medtronic Inc	MDT	8/23/2011	11/21/2013	615,000	\$15,809.20	\$23,349.25	\$7,540.05		\$7,540.05
Procter & Gamble Co	PG	12/18/2009	11/21/2013	385,000	\$16,565.97	\$21,997.25	\$5,431.28		\$5,431.28
Sysco Corp	SYV	12/18/2009	11/21/2013	175,000	\$10,635.42	\$14,808.94	\$4,173.52		\$4,173.52
		12/18/2009	11/21/2013	100,000	\$2,703.62	\$3,351.59	\$647.97		\$647.97
		12/18/2009		100,000	\$2,702.62	\$3,351.59	\$648.97		\$648.97
		12/18/2009		100,000	\$2,702.63	\$3,351.59	\$648.96		\$648.96
		12/18/2009		100,000	\$2,702.63	\$3,351.59	\$648.96		\$648.96
		12/18/2009		200,000	\$5,404.88	\$6,703.18	\$1,298.30		\$1,298.30
T R Price Mid Cap Growth	RPMGX	12/18/2009		600,000	\$16,216.38	\$20,109.54	\$3,893.16		\$3,893.16
Vanguard Explorer Admiral	VEXRX	12/18/2009	11/21/2013	174,731	\$8,159.94	\$13,000.00	\$4,840.06		\$4,840.06
General Electric Co	GE	9/17/2012	11/21/2013	136,439	\$10,447.64	\$13,991.00	\$3,543.36		\$3,543.36
General Electric Co	GE	12/18/2009	8/20/2013	100,000	\$1,573.40	\$2,376.50	\$803.10		\$803.10
Lowes Cos Inc	LOW	12/18/2009	8/20/2013	530,000	\$8,339.03	\$12,603.12	\$4,264.09		\$4,264.09
		12/18/2009	8/20/2013	100,000	\$2,362.55	\$4,420.94	\$2,058.39		\$2,058.39
		12/18/2009		155,000	\$3,660.12	\$6,852.47	\$3,192.35		\$3,192.35
Lowes Cos Inc	LOW	12/18/2009		255,000	\$6,022.67	\$11,273.41	\$5,250.74		\$5,250.74
Marathon Oil Corp	MRO	12/18/2009	8/20/2013	200,000	\$4,722.74	\$8,841.88	\$4,118.92		\$4,118.92
		8/23/2011	8/20/2013	1,000	\$25.70	\$33.32	\$7.62		\$7.62
		8/23/2011		41,000	\$1,054.03	\$1,366.00	\$311.97		\$311.97
		8/23/2011		100,000	\$2,570.78	\$3,331.69	\$760.91		\$760.91
		8/23/2011		158,000	\$4,061.84	\$5,264.07	\$1,202.23		\$1,202.23
		8/23/2011		300,000	\$7,711.80	\$9,985.07	\$2,283.27		\$2,283.27
McDonald's Corp	MCD	8/23/2011		600,000	\$15,424.15	\$19,990.15	\$4,566.00		\$4,566.00
Medtronic Inc	MDT	12/18/2009	8/20/2013	210,000	\$13,056.62	\$20,097.70	\$7,041.08		\$7,041.08
		12/18/2009	8/20/2013	100,000	\$4,303.03	\$5,284.43	\$981.40		\$981.40
		12/18/2009		100,000	\$4,304.03	\$5,284.43	\$980.40		\$980.40
		12/18/2009		330,000	\$14,189.41	\$17,438.60	\$3,239.19		\$3,239.19
		12/18/2009		530,000	\$22,808.47	\$28,007.46	\$5,200.99		\$5,200.99

The above information is based on sources believed to be correct. However, it is not to be considered an official statement of your account. We suggest that you compare this report to the account statements and the order confirmations sent to you directly from Pershing, LLC.

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As of 12/31/2013

Realized Gains/Losses

Barnhardt Foundation, The NCFI (5QR007723)

From December 31, 2012 to December 31, 2013

Description	Symbol	Open Date	Close Date	Quantity	Cost Basis	Net Proceeds	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
Pepsico Inc	PEP	12/18/2009	8/20/2013	350,000	\$20,640.69	\$28,179.75		\$7,539.06	\$7,539.06
Progressive Corp Of	PGR	12/18/2009	8/20/2013	2,000	\$34.08	\$50.54		\$16.48	\$16.48
		12/18/2009		40,000	\$682.36	\$1,010.76		\$328.40	\$328.40
		12/18/2009		58,000	\$987.98	\$1,465.82		\$477.84	\$477.84
Progressive Corp Of	PGR	12/18/2009		100,000	\$1,704.40	\$2,526.92		\$822.52	\$822.52
		12/18/2009	8/20/2013	42,000	\$715.43	\$1,061.72		\$346.29	\$346.29
		12/18/2009		58,000	\$987.98	\$1,466.20		\$478.22	\$478.22
Progressive Corp Of	PGR	12/18/2009		100,000	\$1,703.41	\$2,527.92		\$824.51	\$824.51
		12/18/2009	8/20/2013	142,000	\$2,418.84	\$3,580.34		\$1,171.50	\$1,171.50
		12/18/2009		568,000	\$9,674.32	\$14,361.36		\$4,687.04	\$4,687.04
Texas Instruments	TXN	12/18/2009	8/20/2013	710,000	\$12,093.16	\$17,951.70		\$5,858.54	\$5,858.54
United Technologies	UTX	12/18/2009	8/20/2013	260,000	\$6,573.97	\$10,063.28		\$3,489.31	\$3,489.31
Vang SC Gr Index Admiral	VSGAX	9/17/2012	8/20/2013	150,000	\$10,427.38	\$15,358.98		\$4,931.60	\$4,931.60
Vanguard Info Tech	VGIT	12/18/2009	8/20/2013	3,160,703	\$100,708.00	\$120,783.07	\$20,084.07		\$20,084.07
Vanguard Materials ETF	VAW	12/18/2009	8/20/2013	170,000	\$9,088.72	\$13,347.18		\$4,260.46	\$4,260.46
News Corp Ltd Spons	NWSA	12/18/2009	8/20/2013	90,000	\$6,021.84	\$8,264.85		\$2,243.01	\$2,243.01
ChevronTexaco Corp	CVX	12/18/2009	7/5/2013	0,750	\$4.33	\$11.30		\$6.97	\$6.97
Honeywell Intl Inc	HON	12/18/2009	6/12/2013	170,000	\$13,093.11	\$20,351.76		\$7,258.65	\$7,258.65
Honeywell Intl Inc	HON	12/18/2009	6/12/2013	100,000	\$3,839.11	\$7,732.69		\$3,793.58	\$3,793.58
Honeywell Intl Inc	HON	12/18/2009	6/12/2013	100,000	\$3,939.11	\$7,733.69		\$3,794.58	\$3,794.58
Phillips 66 Com	PSX	12/18/2009	6/12/2013	605,000	\$23,831.65	\$46,791.50		\$22,959.85	\$22,959.85
T R Price Mid Cap Value	TRMCX	12/18/2009	6/12/2013	265,000	\$6,045.79	\$16,778.14		\$10,732.35	\$10,732.35
Vanguard Info Tech	VGIT	12/18/2009	6/12/2013	919,118	\$18,851.11	\$25,000.00		\$6,148.89	\$6,148.89
Vanguard Materials ETF	VAW	12/18/2009	6/12/2013	360,000	\$19,242.47	\$26,987.05		\$7,744.58	\$7,744.58
Wells Fargo & Co	WFC	12/18/2009	6/12/2013	115,000	\$7,894.57	\$10,205.29		\$2,510.72	\$2,510.72
CST Brands Inc	CST	12/18/2009	6/12/2013	300,000	\$8,056.59	\$12,041.64		\$3,985.05	\$3,985.05
Ishares Tr Lehman 1-3 Yr Cr Bd Fd	CSJ	12/18/2009	5/2/2013	0,333	\$4.17	\$9.83		\$5.76	\$5.76
Vanguard Small Cap Growth ETF	VBK	12/18/2009	3/4/2013	475,000	\$49,698.66	\$50,131.03		\$432.37	\$432.37
Vanguard Small Cap Growth ETF	VBK	12/18/2009	3/4/2013	100,000	\$5,833.31	\$9,590.17		\$3,756.86	\$3,756.86
Vanguard Small Cap Growth ETF	VBK	12/18/2009	3/4/2013	200,000	\$11,666.62	\$18,182.32		\$7,515.70	\$7,515.70
Vanguard Small Cap Growth ETF	VBK	12/18/2009	3/4/2013	1,215,000	\$70,874.72	\$116,524.65		\$45,649.93	\$45,649.93

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Realized Gains/Losses

Barnhardt Foundation, The NCFI (5QR007723)

From December 31, 2012 to December 31, 2013

Description	Symbol	Open Date	Close Date	Quantity	Cost Basis	Net Proceeds	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
Total Realized Gain/Loss					\$570,774.76	\$818,494.39	\$20,084.07	\$227,635.56	\$247,719.63

Portfolio Holdings

As of 12/31/2013

The NCFI Barnhardt Foundation
P. O. Box 34276
Charlotte, NC 28234-4276

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized Gain (Loss)	% G/L	Maturity Date
Barnhardt Foundation, The NCFI 5QR007723								
US Large Cap								
TECHNOLOGY								
Applied Materials	AMAT	2,380	07/23/2012	42,078.40	24,922	17,156	68.8%	
Cisco Systems Inc	CSCO	1,805	12/18/2009	40,486.15	42,116	(1,630)	-3.9%	
Corning Inc	GLW	2,070	07/23/2012	36,887.40	24,991	11,896	47.6%	
EMC Corp	EMC	2,070	12/18/2009	52,060.50	35,696	16,365	45.8%	
Google Inc Cl A	GOOG	40	09/17/2012	44,828.40	28,372	16,457	58.0%	
IBM	IBM	325	12/18/2009	60,960.25	41,457	19,503	47.0%	
Intel Corp	INTC	2,160	12/18/2009	56,062.80	42,195	13,868	32.9%	
Maxim Integrated	MXIM	1,000	09/17/2012	27,900.00	27,507	393	1.4%	
Microsoft Corp	MSFT	1,390	12/18/2009	51,999.90	41,762	10,238	24.5%	
Oracle Corp	ORCL	1,395	12/18/2009	53,372.70	33,958	19,415	57.2%	
Qualcomm Inc	QCOM	170	12/05/2012	12,622.50	10,857	1,766	16.3%	
Texas Instruments	TXN	1,380	12/18/2009	60,595.80	34,893	25,703	73.7%	
FINANCIAL								
American Express	AXP	725	12/18/2009	65,779.25	29,086	36,693	126.2%	
Ameriprise Financial	AMP	255	12/18/2009	29,337.75	9,664	19,674	203.6%	
Bank Of New York Co	BK	1,465	12/18/2009	51,187.10	39,199	11,988	30.6%	
Chubb Corp	CB	550	12/18/2009	53,146.50	26,294	26,853	102.1%	
Price T Rowe Group Inc	TROW	745	12/18/2009	62,408.65	39,263	23,146	58.9%	
Progressive Corp Of	PGR	1,385	12/18/2009	37,768.95	23,590	14,179	60.1%	
US Bancorp Del	USB	1,190	12/18/2009	48,076.00	26,343	21,733	82.5%	
Wells Fargo & Co	WFC	1,160	12/18/2009	52,664.00	31,152	21,512	69.1%	
HEALTH CARE								
Abbott Laboratories	ABT	450	12/18/2009	17,248.50	11,501	5,748	50.0%	
Abbvie Inc Com	ABBV	450	01/02/2013	23,764.50	12,471	11,293	90.6%	
Amgen Inc	AMGN	440	12/18/2009	50,195.20	24,536	25,659	104.6%	
Becton Dickinson &	BDX	525	12/18/2009	58,007.25	39,112	18,896	48.3%	
Bristol-Myers Squibb	BMJ	985	12/18/2009	52,352.75	25,231	27,122	107.5%	
C. R. Bard, Inc	BCR	305	12/18/2009	40,851.70	23,812	17,040	71.6%	
Johnson & Johnson	JNJ	605	12/18/2009	55,411.95	38,814	16,598	42.8%	
Merck & Co Inc	MRK	1,045	12/18/2009	52,302.25	39,457	12,845	32.6%	
Pfizer Inc	PFE	1,555	12/18/2009	47,629.65	28,573	19,057	66.7%	
CONS STAPLES								
Brown Forman Class B	BF B	492	12/18/2009	37,180.44	17,165	20,016	116.6%	
Colgate-Palmolive Co	CL	570	04/04/2011	37,169.70	22,998	14,172	61.6%	
Pepsico Inc	PEP	345	12/18/2009	28,614.30	20,346	8,268	40.6%	
Procter & Gamble Co	PG	500	12/18/2009	40,705.00	30,387	10,318	34.0%	
Safeway	SWY	1,300	12/18/2009	42,341.00	27,074	15,267	56.4%	
Sysco Corp	SYI	915	12/18/2009	33,031.50	24,727	8,304	33.6%	
Wal Mart Stores Inc	WMT	610	12/18/2009	48,000.90	32,172	15,828	49.2%	
Walgreen Stores	WAG	745	12/18/2009	42,792.80	27,246	15,546	57.1%	
CONS CYCLICALS								
Lowes Cos Inc	LOW	1,245	12/18/2009	61,689.75	29,399	32,291	109.8%	
McDonald's Corp	MCD	435	12/18/2009	42,208.05	27,046	15,162	56.1%	
News Corp Ltd Spons	NWSA	548	12/18/2009	9,874.96	3,166	6,709	211.9%	
Target Corp	TGT	845	12/18/2009	53,463.15	40,459	13,004	32.1%	
Tjx Companies Inc	TJX	1,090	12/18/2009	69,465.70	19,973	49,493	247.8%	
Twenty-First Centy Fox Inc Cl A	FOXA	2,195	07/01/2013	77,198.15	26,179	51,019	194.9%	
CAPITAL GOODS								
Allegron Pub Ltd	ALLE	236	12/02/2013	10,428.84	5,180	5,249	101.3%	
Danaher Corp	DHR	555	12/18/2009	42,846.00	20,801	22,045	106.0%	

Portfolio Holdings

As of 12/31/2013

The NCFI Barnhardt Foundation

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized Gain (Loss)	% G/L	Maturity Date
Barnhardt Foundation, The NCFI 5QR007723								
US Large Cap								
CAPITAL GOODS								
General Electric Co	GE	1,980	12/18/2009	55,499.40	31,153	24,346	78.1%	
Ingersoll Rand Co	IR	710	12/18/2009	43,736.00	20,207	23,529	116.4%	
Minnesota Mining & United Technologies	MMM	390	08/23/2011	54,697.50	30,999	23,699	76.5%	
United Technologies	UTX	440	12/18/2009	50,072.00	30,587	19,485	63.7%	
COMMUNICATIONS								
AT&T Inc	T	490	12/18/2009	17,228.40	13,377	3,852	28.8%	
Centurytel Inc Com	CTL	425	12/18/2009	13,536.25	14,906	(1,370)	-9.2%	
Verizon	VZ	835	12/18/2009	41,031.90	25,583	15,448	60.4%	
ENERGY								
Apache Corp	APA	400	12/18/2009	34,376.00	40,134	(5,758)	-14.3%	
Baker Hughes Inc	BHI	604	04/28/2010	33,377.04	28,265	5,112	18.1%	
ChevronTexaco Corp	CVX	350	12/18/2009	43,718.50	26,956	16,762	62.2%	
Conocophillips	COP	530	12/18/2009	37,444.50	20,344	17,101	84.1%	
CST Brands Inc	CST	103	05/02/2013	3,782.16	1,289	2,493	193.4%	
Exxon Mobil Corp	XOM	585	12/18/2009	59,202.00	39,731	19,471	49.0%	
Valero Energy	VLO	930	12/18/2009	46,872.00	14,381	32,491	225.9%	
UTILITIES								
Dominion Res Inc Va	D	770	12/18/2009	49,811.30	30,078	19,734	65.6%	
Exelon Corp Com	EXC	785	12/18/2009	21,501.15	36,828	(15,326)	-41.6%	
Firstenergy Corp	FE	640	12/18/2009	21,107.20	29,833	(8,726)	-29.2%	
Southern Co	SO	905	12/18/2009	37,204.55	30,426	6,779	22.3%	
BASIC MATERIALS								
Air Products & Chems	APD	380	12/18/2009	42,476.40	30,915	11,561	37.4%	
Dow Chem Co	DOW	1,175	12/18/2009	52,170.00	30,993	21,177	68.3%	
Nucor Corp	NUE	715	12/18/2009	38,166.70	30,947	7,220	23.3%	
SPDR Gold Trust	GLD	275	12/18/2009	31,933.00	29,985	1,948	6.5%	
REIT								
Vanguard REIT ETF	VNQ	620	12/18/2009	40,027.20	27,145	12,882	47.5%	
				2,883,968.14	1,846,204	1,037,764	56.2%	
US Mid Cap								
GROWTH MUTUAL FUND								
T R Price Mid Cap Growth	RPMGX	1,497.726	12/18/2009	109,004.50	74,178	34,826	46.9%	
VALUE MUTUAL FUND								
Perkins Mid Cap Value I	JMVAX	482.16	08/25/2011	11,263.26	10,009	1,254	12.5%	
T R Price Mid Cap Value	TRMCX	4,747.875	12/18/2009	142,673.64	97,379	45,295	46.5%	
				262,941.40	181,566	81,375	44.8%	
US Small Cap								
GROWTH MUTUAL FUND								
Vanguard Explorer	VEXPX	45.007	08/25/2011	4,653.72	2,910	1,743	59.9%	
Vanguard Explorer Admiral	VEXRX	2,305.771	09/17/2012	221,699.88	176,561	45,139	25.6%	
VALUE MUTUAL FUND								
Queens Road Small Val	QRSVX	7,897.321	12/18/2009	185,034.23	137,612	47,422	34.5%	
Royce Total Return	RYTRX	9,882.364	08/20/2013	162,762.54	159,018	3,745	2.4%	
				574,150.37	476,102	98,048	20.6%	
Foreign Equities								
GROWTH MUTUAL FUND								
Europacific Growth F-2	AEPFX	6,637.579	12/19/2012	325,108.62	292,045	33,064	11.3%	

Portfolio Holdings
As of 12/31/2013

The NCFI Barnhardt Foundation

Description	Symbol	Quantity	Trade Date	Current Value	Cost Basis	Unrealized Gain (Loss)	% G/L	Maturity Date
Barnhardt Foundation, The NCFI 5QR007723								
Foreign Equities								
VALUE MUTUAL FUND								
Harbor Intl	HAINX	4,665.764	12/05/2012	331,315.90	303,045	28,271	9.3%	
				656,424.52	595,090	61,335	10.3%	
Taxable Fixed Incm								
AGENCY								
Vanguard GNMA	VFIIX	6,142.51	03/16/2010	64,004.95	67,018	(3,013)	-4.5%	
Inflation Protected Secutities								
TIPS Ishare	TIP	2,250	12/18/2009	247,275.00	236,913	10,362	4.4%	
Vanguard Inflation Protected Sec.	VIPSX	5,935.754	03/07/2012	77,046.09	85,009	(7,963)	-9.4%	
Vanguard ST Inflation-Protected	VTAPX	3,442.689	12/23/2013	85,034.42	85,009	25	0.0%	
US TREASURY/AGENCY								
Ishares Barclays 3-7 Yr Treas Bd	IEI	508	12/18/2009	60,975.24	56,880	4,096	7.2%	
Ishares Lehman Agency Bd	AGZ	755	12/18/2009	83,465.25	81,954	1,511	1.8%	
Vanguard GNMA Fund	VFIJX	17,873.101	12/08/2011	186,237.71	200,009	(13,771)	-6.9%	
Vanguard Int-Term Treasury	VFIUX	3,636.89	12/19/2012	40,442.22	41,018	(576)	-1.4%	
Vanguard Interm Gov't Bond	VGIT	2,250	12/18/2009	140,940.00	134,808	6,132	4.5%	
Vanguard Short-Term	VSGDX	21,289.723	12/18/2009	227,800.04	231,906	(4,106)	-1.8%	
Vanguard ST Gov't Bond	VGSH	560	12/18/2009	34,092.80	33,631	462	1.4%	
HIGH GRADE CORPORATE BOND								
Capital World Bond F-2	BFWFX	4,132.231	06/18/2013	82,975.20	85,009	(2,034)	-2.4%	
Ishares Barclays Intermed Cr Bd	CIU	1,175	12/18/2009	126,759.00	122,099	4,660	3.8%	
Ishares Tr Lehman 1-3 Yr Cr Bd	CSJ	510	12/18/2009	53,784.60	53,361	424	0.8%	
Vanguard Inter Corp Admr	VFIDX	44,145.406	12/22/2009	426,886.08	435,027	(8,141)	-1.9%	
Vanguard Interm Corp	VCIT	1,795	12/18/2009	148,446.50	138,195	10,252	7.4%	
Vanguard Short-Term	VFSUX	38,090.041	12/18/2009	407,563.44	405,295	2,269	0.6%	
Vanguard ST Corp Bond	VCSH	1,066	12/18/2009	85,045.48	81,501	3,545	4.3%	
HIGH YIELD BOND								
Vanguard High Yield	VWEAX	32,643.421	12/18/2009	196,839.83	182,253	14,587	8.0%	
				2,775,613.85	2,756,893	18,721	0.7%	
Cash Equivalents								
MONEY MARKET								
CASH	CASH			3,319.28	3,319			
Federated Cap Reserves	FCR			79,974.51	79,975			
				7,236,392.07	5,939,149	1,297,244	21.8%	
				7,236,392.07	5,939,149	1,297,244	21.8%	

① = 4,377.484 Stock

Bonds

\$83,294 {