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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

, and ending

Name of foundation

BETTY AND DAVIS FITZGERALD FOUNDATION,
INC.

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

P.O. BOX 11749

A Employer identification number

58-1669823

B Telephone number

404-831-2131

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

ATLANTA, GA 30355-1749

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year **J Accounting method:** Cash Accrual
(from Part I, col. (c), line 16) Other (specify) **► \$ 28,280,100.** (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))		(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				N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		579,710.	579,524.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,356,639.			
b Gross sales price for all assets on line 6a		7,249,864.			
7 Capital gain net income (from Part IV, line 2)			1,352,280.		
8 Net short-term capital gain					
9 Income modifications					
Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<43,738.	<40,726.		STATEMENT 2
12 Total. Add lines 1 through 11		1,892,611.	1,891,078.		
13 Compensation of officers, directors, trustees, etc		134,604.	13,460.		121,144.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		9,473.	947.		8,526.
16a Legal fees	STMT 3	8,423.	0.		8,423.
b Accounting fees	STMT 4	20,049.	10,025.		9,760.
c Other professional fees	STMT 5	388,420.	378,621.		9,800.
17 Interest					
18 Taxes	STMT 6	97,528.	0.		0.
19 Depreciation and depletion		672.	0.		
20 Occupancy		14,299.	1,430.		12,869.
21 Travel, conferences, and meetings		14,642.	0.		14,642.
22 Printing and publications		350.	35.		315.
23 Other expenses	STMT 7	9,088.	709.		8,379.
24 Total operating and administrative expenses. Add lines 13 through 23		697,548.	405,227.		193,858.
25 Contributions, gifts, grants paid		1,252,739.			998,184.
26 Total expenses and disbursements. Add lines 24 and 25		1,950,287.	405,227.		1,192,042.
27 Subtract line 26 from line 12:		<57,676.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1,485,851.		
c Adjusted net income (if negative, enter -0-)				N/A	

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	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year
			(a) Book Value	(b) Book Value
	1 Cash - non-interest-bearing		59,031.	88,509.
	2 Savings and temporary cash investments		203,687.	824,258.
	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			
	7 Other notes and loans receivable ►			
	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			
	b Investments - corporate stock	STMT 9	14,745,876.	18,091,327.
	c Investments - corporate bonds	STMT 10	3,733,773.	2,641,176.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 11	5,790,071.	6,626,697.
	14 Land, buildings, and equipment basis ►	10,082.		
	Less accumulated depreciation ►	2,724.	187.	7,358.
	15 Other assets (describe ►	STATEMENT 12)	787.	775.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		24,533,412.	28,280,100.
	17 Accounts payable and accrued expenses		32,697.	32,697.
	18 Grants payable		1,607,628.	1,862,183.
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►	STATEMENT 13)	50,890.	144,470.
	23 Total liabilities (add lines 17 through 22)		1,691,215.	2,039,350.
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted		22,842,197.	26,240,750.
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances		22,842,197.	26,240,750.
	31 Total liabilities and net assets/fund balances		24,533,412.	28,280,100.

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	22,842,197.
2 Enter amount from Part I, line 27a	2	<57,676.>
3 Other increases not included in line 2 (itemize) ►	3	3,456,229.
4 Add lines 1, 2, and 3	4	26,240,750.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,240,750.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a INVESTMENT PORTFOLIO			P	VARIOUS	12/31/13
b TAX BASIS ADJUSTMENTS ON K-1 ALTERNATIVE					
c UNIT SALES			P	VARIOUS	12/31/13
d PASS-THRU UBI FROM K-1 INVESTMENTS			P	VARIOUS	12/31/13
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 7,251,708.		5,893,225.	1,358,483.		
b					
c <6,202.>			<6,202.>		
d 4,358.			4,358.		
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			1,358,483.		
b					
c			<6,202.>		
d			4,358.		
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	1,356,639.	
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). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,084,794.	23,047,448.	.047068
2011	1,076,315.	23,751,613.	.045315
2010	1,087,452.	22,608,287.	.048100
2009	1,112,960.	19,571,326.	.056867
2008	1,187,059.	22,378,650.	.053044

2 Total of line 1, column (d)

2 .250394

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 .050079

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 25,739,165.

5 Multiply line 4 by line 3

5 1,288,992.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 14,859.

7 Add lines 5 and 6

7 1,303,851.

8 Enter qualifying distributions from Part XII, line 4

8 1,199,885.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	(attach copy of letter if necessary-see instructions)	1	29,717.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3 Add lines 1 and 2			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	(attach copy of letter if necessary-see instructions)	3	29,717.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013			
b Exempt foreign organizations - tax withheld at source			
c Tax paid with application for extension of time to file (Form 8868)	(attach copy of letter if necessary-see instructions)	4	0.
d Backup withholding erroneously withheld			
7 Total credits and payments. Add lines 6a through 6d			
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	(attach copy of letter if necessary-see instructions)	10	39,231.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ►			
39,231. Refunded ►			
11			
0.			

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>	1a	X
1c Did the foundation file Form 1120-POL for this year?	1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.	1c	X
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► GA		
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? <i>If "No," attach explanation</i>	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>HTTP : //WWW.BETTYANDDAVISFITZGERALD.ORG/</u>		
14 The books are in care of ► <u>JACQUELIN M. STRADLEY, EXEC. DIR.</u> Telephone no. ► Located at ► <u>3715 NORTHSIDE PARKWAY, BLDG. 300, ATLANTA, GA</u> ZIP+4 ► <u>30327</u>		
15	16	N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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

Yes No

Yes No

Yes No

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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A

►

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

Yes No

N/A

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		134,604.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

►

0
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BAY RESOURCE PARTNERS OFFSHORE FUND, LTD. - 2300 WINDY RIDGE PARKWAY, STE. 550 SOUTH, GARLAND/MERZ CONSULTING, LLC 3990 VERMONT ROAD, ATLANTA, GA 30319	INVESTMENT MANAGEMENT	108,944.
	INVESTMENT ADVISORY SERVICES	67,023.

Total number of others receiving over \$50,000 for professional services ► 0

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.

1	N/A	Expenses
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3		0.

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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	1a	25,783,356.
b	Average of monthly cash balances	1b	347,776.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	26,131,132.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	26,131,132.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	391,967.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,739,165.
6	Minimum investment return. Enter 5% of line 5	6	1,286,958.

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	1,286,958.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	29,717.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	29,717.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,257,241.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,257,241.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,257,241.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,192,042.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	7,843.
3	Amounts set aside for specific charitable projects that satisfy the:	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	1,199,885.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	5	0.
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	6	1,199,885.
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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.

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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				1,257,241.
2 Undistributed Income, if any, as of the end of 2013			1,135,965.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,199,885.			1,135,965.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				63,920.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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		0.		
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				1,193,321.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	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				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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Form 990-PF (2013)

**BETTY AND DAVIS FITZGERALD FOUNDATION,
INC.**

Form 990-PF (2013)

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Page 10

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 ►

4942(j)(3) or 4942(j)(5)

2 a	Tax year (a) 2013	Prior 3 years			(e) Total
		(b) 2012	(c) 2011	(d) 2010	
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 address of the person to whom applications should be addressed:

SEE STATEMENT 15

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:

BETTY AND DAVIS FITZGERALD FOUNDATION,
INC.

Form 990-PF (2013)

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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				
GRANTS (FORM 990-PF, PART XV, LINE 3 ATTACHMENT)	NONE	PC	TO SUPPORT THE CHARITABLE PURPOSE OF THE RECIPIENT ORG.	960,800.
MATCHING GIFTS (FORM 990-PF, PART XV, LINE 3 ATTACHMENT)	NONE	PC	TO SUPPORT THE CHARITABLE PURPOSE OF THE RECIPIENT ORG.	37,384.
Total			► 3a	998,184.
b Approved for future payment				
GRANTS APPROVED FOR FUTURE PAYMENT (FORM 990-PF, PART XV ATTACHMENT)	NONE	PC	TO SUPPORT THE CHARITABLE PURPOSE OF THE RECIPIENT ORG.	1,125,000.
Total			► 3b	1,125,000.

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Form 990-PF (2013)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	900099	186. 14		579,524.	
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	900099	<3,012.>14		<40,726.>	
8 Gain or (loss) from sales of assets other than inventory	900099	4,358. 18		1,352,281.	
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)		1,532.		1,891,079.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,892,611.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

BETTY AND DAVIS FITZGERALD FOUNDATION,
INC.

Form 990-PF (2013)

INC.

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

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
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge, it is true, accurate, and complete.

Signature of officer or trustee

Date

EXECUTIVE DIRECTOR

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Time		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	GREGORY W. HAYES		11/14/14		P00054246
	Firm's name ► MOORE STEPHENS TILLER LLC			Firm's EIN ► 58-0673524	
Firm's address ► 1960 SATELLITE BOULEVARD, STE 3600 DULUTH, GA 30097			Phone no. 770-995-8800		

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENTS					
PORTFOLIO	579,524.	0.	579,524.	579,524.	
PASS-THRU UBI FROM K-1 INVESTMENTS	186.	0.	186.	0.	
TO PART I, LINE 4	579,710.	0.	579,710.	579,524.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENT PORTFOLIO	<40,726. >	<40,726. >	
PASS-THRU UBI FROM K-1 INVESTMENTS	<3,012. >	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<43,738. >	<40,726. >	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	8,423.	0.		8,423.
TO FM 990-PF, PG 1, LN 16A	8,423.	0.		8,423.

FORM 990-PF	ACCOUNTING FEES	STATEMENT 4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	20,049.	10,025.		9,760.
TO FORM 990-PF, PG 1, LN 16B	20,049.	10,025.		9,760.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT 5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT CONSULTANT/MANAGEMENT	353,266.	353,266.		0.
INVESTMENT CUSTODIAL FEES	33,599.	25,199.		8,400.
PAYROLL PROCESSING FEES	1,555.	156.		1,400.
TO FORM 990-PF, PG 1, LN 16C	388,420.	378,621.		9,800.

FORM 990-PF	TAXES	STATEMENT 6
-------------	-------	-------------

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	29,717.	0.		0.
DEFERRED EXCISE TAXES	67,811.	0.		0.
TO FORM 990-PF, PG 1, LN 18	97,528.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES/EXPENSE	1,223.	122.		1,101.
TELEPHONE/TECHNOLOGY	1,857.	186.		1,671.
INSURANCE	1,307.	131.		1,176.
BANK CHARGES	228.	23.		205.
BOARD MEETINGS	501.	50.		451.
DUES & SUBSCRIPTIONS	1,532.	153.		1,379.
EQUIPMENT/MAINTENANCE/RENTAL	43.	4.		39.
MEMBERSHIP DUES	2,000.	0.		2,000.
POSTAGE	397.	40.		357.
TO FORM 990-PF, PG 1, LN 23	9,088.	709.		8,379.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 8

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON PORTFOLIO APPRECIATION	3,390,527.
BOOK/TAX DIFFERENCES ON K-1 INCOME RECOGNITION & UNIT SALES	61,755.
MISC BOOK/TAX ADJUSTMENTS & ROUNDING	3,947.
TOTAL TO FORM 990-PF, PART III, LINE 3	3,456,229.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	18,091,327.	18,091,327.
TOTAL TO FORM 990-PF, PART II, LINE 10B	18,091,327.	18,091,327.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	2,641,176.	2,641,176.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,641,176.	2,641,176.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALTERNATIVES	FMV	6,626,697.	6,626,697.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,626,697.	6,626,697.

FORM 990-PF	OTHER ASSETS	STATEMENT 12
-------------	--------------	--------------

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID FEDERAL NII EXCISE TAX	12.	0.	0.
PREPAID FEDERAL UBI TAX	775.	775.	775.
TO FORM 990-PF, PART II, LINE 15	787.	775.	775.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 13
-------------	-------------------	--------------

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL NII TAX LIABILITY	0.	25,769.
DEFERRED FEDERAL NII TAX LIABILITY	50,890.	118,701.
TOTAL TO FORM 990-PF, PART II, LINE 22	50,890.	144,470.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
J. LINDSAY STRADLEY, JR. P.O. BOX 11749 ATLANTA, GA 30355	CHAIRMAN/PRESIDENT 0.75	0.	0.	0.
WILLIAM GURLEY P.O. BOX 11749 ATLANTA, GA 30355	EXECUTIVE VICE PRESIDENT 0.50	0.	0.	0.
JACK R. HALL P.O. BOX 11749 ATLANTA, GA 30355	TREASURER 0.75	0.	0.	0.
JACQUELIN M. STRADLEY P.O. BOX 11749 ATLANTA, GA 30355	SECRETARY/EXECUTIVE DIR. 30.00	134,604.	0.	0.
TALBOTT SMITH P.O. BOX 11749 ATLANTA, GA 30355	VICE PRESIDENT 0.50	0.	0.	0.
LINDSAY STRADLEY P.O. BOX 11749 ATLANTA, GA 30355	VICE PRESIDENT 0.50	0.	0.	0.
ALICE STRADLEY WOOD P.O. BOX 11749 ATLANTA, GA 30355	VICE PRESIDENT 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		134,604.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CATHY HALL
P.O. BOX 11749
ATLANTA, GA 30355-1749

TELEPHONE NUMBER

404-831-2131

EMAIL ADDRESS

CATHYHALL@BETTYANDDAVISFITZGERALD.ORG

FORM AND CONTENT OF APPLICATIONS

ONE PAGE PLUS EXEMPTION LETTER FROM IRS. DETAILS ON
[HTTP://WWW.BETTYANDDAVISFITZGERALD.ORG](http://WWW.BETTYANDDAVISFITZGERALD.ORG)

ANY SUBMISSION DEADLINES

FEB. 15, MAY 15, AUG. 15, NOV. 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

FOUNDATION SEEKS TO MAKE A DIFFERENCE IN THE LIVES OF OTHERS, PRIMARILY
THROUGH THE EDUCATION AND HEALTH CARE OF THE DISADVANTAGED RESIDENTS OF
METRO ATLANTA AND GEORGIA.



FORM 990-PF PART II, LINES 10 & 13 DETAIL
DETAIL OF ASSETS HELD

AS OF 12/31/13

BETTY & DAVIS FITZGERALD/CORNERSSTONE

PAGE 17

PAGE 17

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODY'S	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
STIF & MONEY MARKET FUNDS							
SHORT TERM INVT TAXABLE							
107,461.630							
107,461.630	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10	609010DF7	107,461.63 1.000	3.86 0.02	107,461.63 1.00	0.00	2.02 24.72
107,461.630							
TOTAL SHORT TERM INVT TAXABLE							
107,461.630							
TOTAL STIF & MONEY MARKET FUNDS							
EQUITY SECURITIES							
DOMESTIC COMMON							
ENERGY							
820.000	CHEVRON CORPORATION	166764100	102,426.20 124.910	3.68 3.20	65,420.32 79.78	37,005.88	0.00 3,280.00
820.000	EXXONMOBIL CORP	30231G102	82,984.00 101.200	2.98 2.49	71,929.37 87.72	11,054.63	0.00 2,066.40
1,640.000							
TOTAL ENERGY							
INDUSTRIALS							
690.000	CUMMINS INC	231021106	97,269.30 140.970	3.50 1.77	78,442.10 113.68	18,827.20	0.00 1,725.00
1,190.000							
EMERSON ELEC CO							
291011104		83,514.20 70 180	3.00 2.45	68,884.49 57.89	14,629.71	0.00 2,046.80	



DETAIL OF ASSETS HELD
FORM 990-PF PART II, LINES 10 & 13 DETAIL

AS OF 12/31/13

BETTY & DAVIS FITZGERALD/CORNERSTONE

PAGE 18

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODY'S	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME				
570.000	GENERAL DYNAMICS CORP	369550108	54,463.50 95.550	1.96 2.35	38,823.64 66.11	15,639.86	0.00 1,276.80				
970.000	NORFOLK SOUTHERN CORP	655844108	90,045.10 92.830	3.24 2.24	74,107.65 76.40	15,937.45	0.00 2,017.60				
765.000	PARKER HANNIFIN CORP	701094104	98,409.60 128.640	3.54 1.40	60,271.77 78.79	38,137.83	0.00 1,377.00				
670.000	3M CO	88579Y101	93,967.50 140.250	3.38 2.44	63,931.02 95.42	30,036.48	0.00 2,291.40				
				517,669.20	18.60 2.07	384,460.67	133,208.53				
4,855.000		TOTAL INDUSTRIALS				10,734.60					
CONSUMER DISCRETIONARY											
1,180.000	BED BATH & BEYOND INC	075896100	94,754.00 80.300	3.41 0.00	83,658.64 70.90	11,095.36	0.00 -0.00				
1,390.000	GAP INC	364760108	54,321.20 39.080	1.95 2.05	53,541.43 38.52	779.77	0.00 1,112.00				
1,535.000	HASBRO INC	418056107	84,440.35 55.010	3.04 2.91	55,270.20 36.01	29,170.15	0.00 2,456.00				
2,400.000	MATTEL INC	577081102	114,192.00 47.580	4.10 3.03	69,526.17 28.97	44,665.83	0.00 3,456.00				
				347,707.55		261,996.44	85,711.11				
TOTAL CONSUMER DISCRETIONARY											
CONSUMER STAPLES											
6,505.000											
				347,707.55		12.50 2.02	0.00 7,024.00				



DETAIL OF ASSETS HELD
FORM 990-PF PART II, LINES 10 & 13 DETAIL

AS OF 12/31/13

BETTY & DAVIS FITZGERALD/CORNERSTONE

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SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODY'S	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
1,280.000	WAL MART STORES INC	931142103	100,723.20 78.690	3.62 2.39	68,059.06 53.18	32,654.14	601.60 2,406.40
			100,723.20	3.62	68,069.06	32,654.14	601.60
1,280.000	TOTAL CONSUMER STAPLES			2.39			2,406.40
1,000.000	HEALTH CARE	071813109	69,550.00 69.550	2.50 2.82	66,517.59 66.52	3,032.41	372.40 1,960.00
	BAXTER INTL INC						
870.000	JOHNSON & JOHNSON	478160104	79,683.30 91.590	2.86 2.88	64,496.52 74.13	15,186.78	0.00 2,296.80
1,870.000	TOTAL HEALTH CARE		149,233.30	5.36 2.85	131,014.11	18,219.19	372.40 4,256.80
	FINANCIALS						
1,215.000	CAPITAL ONE FINANCIAL CORP	14040H105	93,081.15 76.610	3.35 1.57	39,172.52 32.24	53,908.63	0.00 1,458.00
	CITIGROUP INC	172967424	87,023.70 52.110	3.13 0.08	65,695.04 39.34	21,328.66	0.00 66.80
1,550.000	JP MORGAN CHASE & CO	46625H100	90,644.00 58.480	3.26 2.60	76,696.23 49.48	13,947.77	0.00 2,356.00
2,400.000	UNUM GROUP	91529Y106	84,192.00 35.080	3.03 1.65	65,445.32 27.27	18,746.68	0.00 1,392.00
6,835.000	TOTAL FINANCIALS		354,940.85	12.76 1.49	247,009.11	107,931.74	0.00 5,272.80
	INFORMATION TECHNOLOGY						



FORM 990-PF PART II, LINES 10 & 13 DETAIL
DETAIL OF ASSETS HELD

AS OF 12/31/13

CUST BETTY & DAVIS FITZGERALD FDN INC

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**SHARES
PAR VA-**

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCURED INCOME EST ANN INCOME
STIF & MONEY MARKET FUNDS							
SHORT TERM INVT TAXABLE							
716,796.000	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10	609010DF7	716,796.00	2.86 0.02	716,796.00 1.00	0.00	11.72 164.86
716,796.000	TOTAL SHORT TERM INVT TAXABLE		716,796.00	2.86 0.02	716,796.00	0.00	11.72 164.86
716,796.000	TOTAL STIF & MONEY MARKET FUNDS		716,796.00	2.86 0.02	716,796.00	0.00	11.72 164.86
EQUITY SECURITIES							
EXCHANGE TRADED FUNDS							
21,164.000	ISHARES RUSSELL MIDCAP VALUE ETF	464287473	1,390,686.44 65.710	5.54 1.71	982,535.01 46.42	408,151.43	0.00 23,767.17
18,671.000	ISHARES RUSSELL MIDCAP GRWTH ETF	464287481	1,575,085.56 84.360	6.28 0.80	1,092,466.07 58.51	482,619.49	* 0.00 12,528.24
3,594.000	ISHARES RUSSELL 1000 VALUE ETF	464287598	338,446.98 94.170	1.35 1.95	307,322.94 85.51	31,124.04	0.00 6,594.99
9,796.000	ISHARES RUSSELL 1000 GROWTH ETF	464287614	841,966.20 85.950	3.36 1.29	712,982.09 72.78	128,984.11	0.00 10,853.97
5,322.000	ISHARES RUSSEL 2000 VALUE ETF	464287630	529,539.00 99.500	2.11 1.77	321,182.70 60.35	208,356.30	0.00 9,377.36
5,320.000	ISHARES RUSSELL 2000 GROWTH ETF	464287648	720,913.20 135.510	2.87 0.72	430,622.70 80.94	290,290.50	0.00 5,155.08
5,396,637.38	TOTAL EXCHANGE TRADED FUNDS		21.51		3,847,111.51		1,549,525.87
63,867.000	TOTAL EXCHANGE TRADED FUNDS		1.27				68,276.81



DETAIL OF ASSETS HELD
FORM 990-PF PART II, LINES 10 & 13 DETAIL

AS OF 12/31/13

CUST BETTY & DAVIS FITZGERALD FDN INC

PAGE 29

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODY'S	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCREDDED INCOME EST ANN INCOME
63,867.000	TOTAL EQUITY SECURITIES		5,396,637.38	21.51	3,847,111.51	1,549,525.87	68,276.81
	MUTUAL FUNDS						
	MF EQUITIES						
27,339.032	CENTURY SMALL CAP SELECT FUND	15649P208	951,124.92 34.790	3.79 0.00	675,842.39 24.72	275,282.53	0.00 0.00
41,315.201	DFA US TARGETED VALUE PORTFOLIO	233203595	940,747.13 22.770	3.75 0.64	693,632.34 16.79	247,114.79	0.00 6,032.02
36,172.762	DODGE & COX INTERNATIONAL STOCK FUND	256206103	1,556,875.68 43.040	6.21 1.62	1,227,617.61 33.94	329,258.07	0.00 25,140.07
27,244.210	PARAMETRIC TAX MANAGED EMERGING MARKETS FUND	277907606	1,329,245.01 48.790	5.30 1.93	1,257,123.20 46.14	72,121.81	0.00 25,636.80
58,131.224	OAKMARK INTERNATIONAL FUND	413838202	1,530,013.82 26.320	6.10 1.66	1,249,590.05 21.50	280,423.77	0.00 25,356.84
156,445.004	PIMCO STOCKSPLUS FUND	693390403	1,531,605.38 9.790	6.11 4.99	1,572,752.40 10.05	-41,146.02	0.00 76,339.39
2,330.080	SEQUOIA FUND	817418106	519,421.43 222.920	2.07 0.00	327,800.92 140.68	191,620.51	0.00 0.00
25,223.461	TWEEDY BROWNE GLOBAL VALUE FUND	901165100	671,448.53 26.620	2.68 4.43	595,255.08 23.60	76,193.45	0.00 29,713.24
7,464.021	VANGUARD WINDSOR II FUND	922018304	486,952.73 65.240	1.94 2.08	439,662.78 58.90	47,289.95	0.00 10,121.21
381,665.95	TOTAL MF EQUITIES		9,517,435.63	37.94	8,039,276.77	1,478,158.86	198,339.57



DETAIL OF ASSETS HELD
FORM 990-PF PART II, LINES 10 & 13 DETAIL

AS OF 12/31/13

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CUST BETTY & DAVIS FITZGERALD FDN INC

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODY'S	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
114.400	MF TAXABLE FIXED INCOME	72201F383	1,067.35 9.330	0.01 4.63	1,151.39 10.06	-84.04	0.00 49.42
114.400	TOTAL MF TAXABLE FIXED INCOME		1,067.35	0.01 4.63	1,151.39	-84.04	0.00 49.42
24,766.000	CLOSED END TAXABLE FIXED INC						
24,766.000	EATON VANCE FLOATING RATE INCOME TRUST	278279104	378,176.82 15.270	1.51 6.29	306,854.38 12.39	71,322.44	0.00 23,800.13
24,766.000	TOTAL CLOSED END TAXABLE FIXED INC		378,176.82	1.51 6.29	306,854.38	71,322.44	0.00 23,800.13
37,880.330	ALTERNATIVE FUNDS	H993701LL3	37,880.33 1.000	0.15 0.00	37,880.33 1.00	0.00	0.00 0.00
10,165.905	ESTIMATED HOLDBACK RECEIVABLE VOYAGER GLOBAL ABSOLUTE RET LTD-1 SUBJECT TO ADJUSTMENT BY AUDIT NO GUARANTEE THAT FULL AMOUNT OF HOLDBACK ESTIMATE WILL BE PAID	99A10ARS7	1,103,610.65 108.560	4.40 0.00	1,040,000.00 102.30	63,610.65	0.00 0.00
508,537.850	VOYAGER GLOBAL FD LTD CL ABSOLUTE RETURN D-R SER 1	99105AQ22	508,537.85 1.000	2.03 0.00	500,000.00 0.98	8,537.85	0.00 0.00
0.595	JK ASIAN INVEST LP						
1,223,908.000	BAY RESOURCE PARTNERS OFFSHORE LTD C/O GOLDMAN SACHS CAYMAN LTD CL S4-1	991050FEO	662.12 1,111.872	0.00 0.00	596.00 1,000.84	66.12	0.00 0.00
1,223,908.000	OFFIT HALL ABSOLUTE RETURN FD OFFSHORE FEEDER AL LP	9911236B1	1,223,908.00 1.000	4.88 0.00	1,000,000.00 0.82	223,908.00	0.00 0.00



DETAIL OF ASSETS HELD

FORM 990-PF PART II: FINES 10 & 13 DETAIL

AS OF 12/31/13

CLIST BETTY EDAVS FITZGERALD EDN TNC

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PAGE 31

**SHARES
PAR VALUE**

ASSET DESCRIPTION

CUSIP NUMBER
MOODY'S

ACCRUED INCOME
EST ANN INCOME

SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODYS	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCREDITED INCOME EST ANN INCOMR
678,495	TIFF PRIVATE EQUITY PARTNERS 2008 LLC	9911244N5	678,495.00 1,000	2.71 0.00	562,984.08 0.83	115,510.92	0.00 0.00
167.867	BAY RESOURCE PARTNERS OFFSHORE LTD C/O GOLDMAN SACHS CAYMAN LTD CL A-49	992096VU8	1,800,922.97 10,728.260	7.18 0.00	976,081.61 5,814.61	824,841.36	0.00 0.00
591.389	TIFF ABSOLUTE RETURN POOL II HEDGE LTD PARTNERSHIP SER 1	993701EU1	1,304,905.74 2,206.510	5.20 0.00	972,418.58 1,644.30	332,487.16	0.00 0.00
17.754	BAY RESOURCE PARTNERS OFFSHORE LTD C/O GOLDMAN SACHS CAYMAN LTD CL S1-1	993806YE2	23,432.62 1,319.850	0.09 0.00	13,294.52 748.82	10,138.10	0.00 0.00
9.648	BAY RESOURCE PARTNERS OFFSHORE L C/O GOLDMAN SACHS CAYMAN LTD CL S2-1	993808NS9	12,733.38 1,319.850	0.05 0.00	7,214.76 747.83	5,518.62	0.00 0.00
50,679.961	COLCHESTER GLOBAL BD AI FD	993908GA4	564,133.85 11,131	2.25 0.00	491,569.62 9.70	72,564.23	0.00 0.00
560.201	SEIX CREDIT OPPORTUNITIES LLC OFFSHORE CL A-2 2011	993908XJ6	1,297,604.78 2,316.320	5.17 0.00	1,000,000.00 1,785.07	297,604.78	0.00 0.00
4.615	BAY RESOURCE PARTNERS OFFSHORE LTD C/O GOLDMAN SACHS CAYMAN LTD CL S3-1	994909KE8	5,131.61 1,111.870	0.02 0.00	4,615.00 999.93	516.61	0.00 0.00
75,000.000	FULCRUM GROWTH FD II LP	994929SD0	75,000.00 1,000	0.30 0.00	75,000.00 1.00	0.00	0.00 0.00
353.012	VOYAGER GLOBAL ABSOLUTE RETURN LTD SER ONE FKA ISIS FD SVCS GLOBAL STRATEGIES LTD OFFSHORE ABSOLUTE RETURN CL A	994939JR8	38,322.98 108.550	0.15 0.00	21,747.47 61.61	16,575.51	0.00 0.00
							1,971,879.91
			8,675,281.88	34.59 0.00	6,703,401.97		
							2,586,372.128
							TOTAL ALTERNATIVE FUNDS



DETAIL OF ASSETS HELD
FORM 990-PF PART II, LINES 10 & 13 DETAIL

AS OF 12/31/13

CUST BETTY & DAVIS FITZGERALD FDN INC

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SHARES PAR VALUE	ASSET DESCRIPTION	CUSIP NUMBER MOODY'S	MARKET VALUE MARKET PRICE	% MKT YLD MKT	COST UNIT COST	UNREALIZED GAIN/LOSS	ACCRUED INCOME EST ANN INCOME
2,992,918.523	TOTAL MUTUAL FUNDS		18,571,961.68	74.04	15,050,684.51	3,521,277.17	222,189.12
	PROPRIETARY FUNDS						
	SUNTRUST FIXED INCOMES						
131.489	RIDGEWORTH FD-HIGH INCOME I SHS #RGCI	76628T405	936.20 7.120	0.00 6.08	950.75 7.23	-14.55	0.00 56.93
38,851 141	RIDGEWORTH FD-TOTAL RETURN BD I SHS #RGCP	76628T512	398,224.20 10.250	1.59 1.85	392,548.09 10.10	5,676.11	7,381.72
	TOTAL SUNTRUST FIXED INCOMES	399,160.40	1.59	1.86	393,498.84	5,661.56	0.00
	TOTAL PROPRIETARY FUNDS	399,160.40	1.59	1.86	393,498.84	5,661.56	7,438.65
	CASH		4 90	0.00	4.90	.	.
	TOTAL ACCOUNT	25,084,560.36	100.00	1.19	20,008,095.76	5,076,464.60	11.72
	CURRENT PERIOD ACCRUED INCOME		11.72		11.72		298,069.45
	TOTAL VALUE						25,084,572.08
							20,008,107.48

Betty and Davis Fitzgerald Foundation, Inc.
 FORM 990-PF, PART XV, LINE 3 DETAILS
 December 31, 2013

Grantee	Month	Year	Amount	2013		Unpaid Balance 31-Dec-12
				Grants Awarded	Payments	
Henry W Grady Health System Foundation	6	2009	1,000,000	750,000	-	250,000
Christ Community Health Services Augusta	6	2009	200,000	100,000	-	100,000
City of Refuge	12	2009	100,000	70,000	-	30,000
Salvation Army Augusta	12	2009	60,000	40,000	-	20,000
Teach For America	6	2010	1,000,000	650,000	-	375,000
King's Daughters' School	12	2011	25,000	15,000	-	15,000
Clarke County Mentor Program	12	2012	10,000	10,000	-	10,000
Eleventh Step House	12	2012	10,000	10,000	-	10,000
Hearts & Hands Clinic	12	2012	10,000	10,000	-	10,000
United Way (CareerRise)	12	2012	10,000	10,000	-	10,000
Year Up	12	2012	10,000	10,000	-	10,000
Walker School	12	2012	400	400	-	400
Foundation Center	12	2012	2,000	2,000	-	2,000
Georgia Center for Nonprofits	12	2012	2,000	2,000	-	2,000
Georgia Budget & Policy Institute	12	2012	1,000	1,000	-	1,000
Walker School	6	2013	400	-	400	400
Bartow Health Access	6	2013	10,000	-	10,000	10,000
Caring Hands Health Clinic	6	2013	10,000	-	10,000	10,000
Friends of Southwest Georgia Public Health	6	2013	15,000	-	15,000	15,000
Future Foundation	6	2013	10,000	-	10,000	10,000
Georgia Dental Assn Foundation for Oral Health	6	2013	10,000	-	10,000	10,000
Georgia Southwestern Foundation	6	2013	10,000	-	10,000	10,000
Path to Shine	6	2013	10,000	-	10,000	10,000
Ron Clark Academy	6	2013	10,000	-	10,000	10,000
Georgia Tech Foundation	6	2013	20,000	-	20,000	20,000
Community Foundation of Greater Atlanta (Safety Net Initiative)	7	2013	10,000	-	10,000	10,000
Georgia Justice Project	11	2013	20,000	-	20,000	20,000
Technical College System of GA FDN	11	2013	25,000	-	25,000	25,000
MUST Ministries	11	2013	10,000	-	10,000	10,000
Ronald McDonald House Charities of Augusta	11	2013	50,000	-	50,000	50,000
Magnolia Coastlands Area Health Education Ctr	11	2013	10,000	-	10,000	10,000
Georgia Perimeter College Foundation	11	2013	1,000,000	-	1,000,000	1,000,000
Clarkston Community Center	11	2013	10,000	-	10,000	10,000
Totals			1,680,400	1,240,400	960,800	1,960,000

4:25 PM
11/10/14
Accrual Basis

Betty and Davis Fitzgerald Foundation, Inc.
FORM 990-PF, PART XV, LINE 3 DETAIL
January through December 2013

	Date	Name	Debit
71000 Matching Gifts			
	06/07/2013	The Walker School	2,500.00
	06/11/2013	Trinity on Hill United Methodist Church	4,000.00
	06/12/2013	Augusta Preparatory Day School	1,000.00
	06/14/2013	North Fulton Community Charities	200.00
	06/17/2013	Yale University	200.00
	06/17/2013	Kent Volunteer Fire Department	100.00
	06/17/2013	Crossroads Community Ministries	600.00
	06/18/2013	The Stony Brook School	2,500.00
	06/18/2013	Kent Memorial Library	500.00
	06/18/2013	Kent Land Trust	1,000.00
	06/18/2013	Greenwood Counseling Services, Inc	700.00
	06/18/2013	St. Andrew's Parish	6,250.00
	06/18/2013	Vanderbilt University	1,000.00
	06/18/2013	Episcopal Relief and Development	1,000.00
	06/18/2013	Vanderbilt University College of A&S	700.00
	06/19/2013	United Way of Metropolitan Atlanta	384.00
	06/19/2013	Chastain Park Conservancy	100.00
	06/21/2013	Alliance Theatre at Woodruff Arts Center	200.00
	06/21/2013	All Area Council BSA Friends of Scouting	400.00
	06/21/2013	All Area Council BSA Friends of Scouting	600.00
	06/21/2013	The Galloway School	200.00
	06/24/2013	Dwight Hall at Yale	200.00
	06/24/2013	Prime Time House, Inc	200.00
	06/24/2013	Salvation Army	100.00
	06/25/2013	Fenway High School Fund	200.00
	06/26/2013	Allegheny College	500.00
	06/26/2013	Holy Innocents' Episcopal Church	9,300.00
	06/27/2013	Nat'l All of Mental Illness of Connecticut	500.00
	06/27/2013	All Our Kin	200.00
	06/28/2013	Chore Services	250.00
	06/28/2013	Young Life - Birmingham	1,400.00
	07/02/2013	MIT Sloan	200.00
	07/05/2013	Teach For America	200.00
			37,384.00
		TOTAL	37,384.00

Form 4562

Depreciation and Amortization 990PF
(Including Information on Listed Property)

OMB No 1545-0172

2013

Attachment
Sequence No 179Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

BETTY AND DAVIS FITZGERALD FOUNDATION,
INC.

Business or activity to which this form relates

Identifying number

FORM 990-PF PAGE 1

58-1669823

Part I Election To Expense Certain Property Under Section 179 Note: If you have any listed property, complete Part V before you complete Part I.

1 Maximum amount (see instructions)	1	500,000.
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7 Listed property. Enter the amount from line 29	7	
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction. Enter the smaller of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12 Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2013	17	672.
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		27.5 yrs.	MM	S/L	
	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21 Listed property. Enter amount from line 28	21	
22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	22	672.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

316251
12-19-13 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2013)

BETTY AND DAVIS FITZGERALD FOUNDATION,
INC.

Form 4562 (2013)

58-1669823 Page 2

Part V

Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--------------------------------------------------	----------------------------------	--------------------------------------------------	-------------------------------	--------------------------------------------------------------------	---------------------------	------------------------------	----------------------------------	---------------------------------------

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

	%							
	%							
	%							

27 Property used 50% or less in a qualified business use:

	%				S/L -		
	%				S/L -		
	%				S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1

29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

30 Total business/investment miles driven during the year (do not include commuting miles)	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle						
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI Amortization	(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
-----------------------------	-----------------------------	---------------------------------	---------------------------	---------------------	------------------------------------------	-----------------------------------

42 Amortization of costs that begins during your 2013 tax year:

43 Amortization of costs that began before your 2013 tax year

43

44 Total. Add amounts in column (f). See the instructions for where to report

44

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ►
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	<p>Name of exempt organization or other filer, see instructions. BETTY AND DAVIS FITZGERALD FOUNDATION, INC.</p> <p>Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 11749</p> <p>City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30355-1749</p>	<p>Employer identification number (EIN) or 58-1669823</p> <p>Social security number (SSN)</p>
---------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JACQUELIN M. STRADLEY, EXEC. DIR.

4. I request an additional 3-month extension of time until NOVEMBER 15, 2014

For calendar year 2013, or other tax year beginning November 15, 2013, and ending

5 For calendar year 2013, or other tax year beginning _____, and ending _____.

Change in accounting period

7 State in detail why you need the extension

THE TAXPAYER IS STILL WAITING FOR INFORMATION THAT IS NECESSARY IN

ORDER TO FILE A COMPLETE AND ACCURATE RETURN

Digitized by srujanika@gmail.com

8a. If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any

nonrefundable credits. See instructions. **8a \$ 28,948.**

b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated

tax payments made. Include any prior year overpayment allowed as a credit and any amount paid

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ► W. L. Long Title ► CRA Date ► 8/7/14 Form 8862 (Rev. 1-2014)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box X
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only X

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print	Name of exempt organization or other filer, see instructions. BETTY AND DAVIS FITZGERALD FOUNDATION, INC.	Employer identification number (EIN) or 58-1669823
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 11749	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA, GA 30355-1749	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) (trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JACQUELIN M. STRADLEY, EXEC. DIR.

• The books are in the care of ► **P.O. BOX 11749 - ATLANTA, GA 30355-1749**

Telephone No. ► **404-831-2131**

Fax No. ►

• If the organization does not have an office or place of business in the United States, check this box X

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until

AUGUST 15, 2014, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2013** or

► tax year beginning , and ending .

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 28,948.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 3,948.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 25,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.
323841
12-31-13

Form 8868 (Rev. 1-2014)