Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
LENORA AND ALFRED GLANCY FOUNDATION, INC
C/O BENJAMIN T. WHITE, ALSTON & BIRD

A Employer identification number
58-2115479

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1201 WEST PEACHTREE STREET

B Telephone number
(404) 881-7488

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30309-3424

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 4,067,574.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,115.	6,115.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	677,128.			
	b Gross sales price for all assets on line 6a 1,779,685.				
	7 Capital gain net income (from Part IV, line 2)		677,128.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	683,243.	683,243.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	2,188.	729.		1,459.
	b Accounting fees STMT 3	5,000.	1,667.		3,333.
	c Other professional fees STMT 4	26,209.	26,209.		0.
	17 Interest	6.	6.		0.
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses** Add lines 13 through 23	33,403.	28,611.		4,792.
	25 Contributions, gifts, grants paid	130,500.			130,500.
	26 **Total expenses and disbursements.** Add lines 24 and 25	163,903.	28,611.		135,292.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	519,340.			
	b **Net investment income** (if negative, enter -0-)		654,632.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	25,588.		
	2 Savings and temporary cash investments			
	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	3,382.	2,797.	2,797.
	10a Investments - U.S and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	1,513,541.	2,058,460.	4,064,777.
	14 Land, buildings, and equipment. basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,542,511.	2,061,257.	4,067,574.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,542,511.	2,061,257.	
	30 **Total net assets or fund balances**	1,542,511.	2,061,257.	
	31 **Total liabilities and net assets/fund balances**	1,542,511.	2,061,257.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,542,511.
2 Enter amount from Part I, line 27a	2	519,340.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,061,851.
5 Decreases not included in line 2 (itemize) ▶ 2012 FEDERAL EXCISE TAX	5	594.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,061,257.

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	MERRILL LYNCH 39082 (COVERED)	P		
b	MERRILL LYNCH 39082 (COVERED)	P		
c	MERRILL LYNCH 39082 (NONCOVERED)	P		
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	615,039.		555,415.	59,624.
b	554,485.		358,904.	195,581.
c	610,161.		188,238.	421,923.
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				59,624.
b				195,581.
c				421,923.
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	677,128.
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	134,767.	2,536,635.	.053128
2011	86,780.	2,691,263.	.032245
2010	98,121.	2,020,559.	.048561
2009	93,017.	1,887,727.	.049275
2008	122,317.	2,109,800.	.057976

2 Total of line 1, column (d)	2	.241185
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	.048237
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,311,975.
5 Multiply line 4 by line 3	5	159,760.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,546.
7 Add lines 5 and 6	7	166,306.
8 Enter qualifying distributions from Part XII, line 4	8	135,292.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	13,093.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	13,093.
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	13,093.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,797.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	2,797.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	10,296.
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		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?	1c		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.			
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? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	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? If "No," attach explanation*	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)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ BENJAMIN T. WHITE Telephone no. ▶ (404) 881-7488

Located at ▶ 1201 WEST PEACHTREE STREET, ATLANTA, GA ZIP+4 ▶ 30309-3424

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

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	N/A	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

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] 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)?	[ ] Yes [X] 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 [X] 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)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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 [X] No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
CHRISTOPHER I. BRANDON 1301 HESTERTOWN ROAD MADISON, GA 30650-2732	CHM/TREAS/SEC 0.00	0.	0.	0.
BENJAMIN T. WHITE 1201 W. PEACHTREE ST. ATLANTA, GA 30309-3424	ASST-SEC 0.00	0.	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

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
NONE		
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.	Expenses
1 N/A	
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.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	3,320,018.
b	Average of monthly cash balances	1b	39,596.
c	Fair market value of all other assets	1c	2,797.
d	**Total** (add lines 1a, b, and c)	1d	3,362,411.
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	3,362,411.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,436.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,311,975.
6	**Minimum investment return** Enter 5% of line 5	6	165,599.

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	165,599.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 13,093.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	13,093.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	152,506.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	152,506.
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	152,506.

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	135,292.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	135,292.
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	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	135,292.

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				152,506.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			116,174.	
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: ▶ $ 135,292.				
a Applied to 2012, but not more than line 2a			116,174.	
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				19,118.
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).)	0.			0.
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		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				133,388.
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				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2).)

NONE

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

NONE

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

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

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

BENJAMIN T. WHITE, C/O ALSTON & BIRD, (404) 881-7488, BEN.WHITE@ALSTON.COM
1201 WEST PEACHTREE STREET, ATLANTA, GA 30309-3424

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

LETTER FORM. DESCRIBE PROJECT OR NEED FOR GRANT.

c Any submission deadlines.

NONE.

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

GRANT APPLICANTS MUST BE PUBLIC CHARITIES.

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MORGAN COUNTY HUMANE SOCIETY				1,000.
BOYS & GIRLS CLUB OF MADISON-MORGAN COUNTY				6,500.
CANINE ASSISTANTS				50,000.
CHILDREN FIRST FOUNDATION OF MORGAN COUNTY				5,000.
CHRISTIAN ACADEMY OF KNOXVILLE				5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	130,500.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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					6,115.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					677,128.
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)		0.		0.	683,243.

13 **Total** Add line 12, columns (b), (d), and (e) 13 683,243.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
4&8	THE INCOME-PRODUCING ACTIVITIES OF THIS ORGANIZATION ENABLE IT TO CONTRIBUTE TO CHARITABLE ORGANIZATIONS.

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

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

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

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

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 and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Benjamin T. White 5-7-14 Asst. Secretary / Attorney

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	SANFORD L. ABRAMS	SANFORD L. ABRAMS	04/29/14		P00053392
	Firm's name ▶ SANFORD L. ABRAMS, CPA, P.C.			Firm's EIN ▶ 58-1298888	
	Firm's address ▶ P.O. BOX 680338 MARIETTA, GA 30068-0006			Phone no. (770) 641-7622	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GEORGIA SHERIFF'S YOUTH HOMES				2,500.
GATHERING MADISON				3,000.
MADISON-MORGAN CONSERVANCY				7,500.
MORGAN COUNTY EMPTY STOCKING FUND				3,000.
MORGAN COUNTY FOUNDATION INC.				7,500.
MORGAN MEMORIAL HEALTHCARE FOUNDATION				5,000.
MUSCULAR DYSTROPHY ASSN				7,500.
RABUN GAP-NACOOCHEE SCHOOL				3,000.
THE CARING PLACE				7,000.
THE STAR FOUNDATION				10,000.
Total from continuation sheets				63,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOUNDATION COMPANION ANIMAL RESCUE				2,000.
THE WESTMINSTER SCHOOLS				3,000.
HARVEST OF THE HEART				2,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS SOURCES	6,115.	0.	6,115.	6,115.	
TO PART I, LINE 4	6,115.	0.	6,115.	6,115.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,188.	729.		1,459.
TO FM 990-PF, PG 1, LN 16A	2,188.	729.		1,459.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	5,000.	1,667.		3,333.
TO FORM 990-PF, PG 1, LN 16B	5,000.	1,667.		3,333.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	26,209.	26,209.		0.
TO FORM 990-PF, PG 1, LN 16C	26,209.	26,209.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SECURITIES--MERRILL LYNCH	COST	2,058,460.	4,064,777.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,058,460.	4,064,777.

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

The following sections are provided to facilitate your review and the preparation of your tax return

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities " A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012 Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities " Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available) but the adjusted basis will not be transmitted to the IRS

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non covered securities However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types Securities distributed from a retirement account reflect the tax basis on the date of distribution Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.								
COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)								
CHIPOTLE MEXICAN GRILL		*CUSIP Number*	*169656105*					
20 0000	Sale	09/17/12	03/07/13	6,531 32	6,952 44	0 00	(421.12)	
35 0000	Sale	09/17/12	03/08/13	11,241 95	12,166.78	0.00	(924.83)	
15 0000	Sale	07/20/12	05/29/13	5,495 74	4,680 15	0 00	815 59	
15 0000	Sale	09/17/12	05/29/13	5,495 74	5,214 33	0 00	281.41	
20 0000	Sale	09/20/12	05/29/13	7,327 65	6,800 40	0.00	527.25	
20 0000	Sale	09/21/12	05/29/13	7,327 65	6,849 80	0.00	477 85	
35 0000	Sale	07/20/12	06/13/13	12,859.97	10,920.35	0 00	1,939 62	
30 0000	Sale	09/17/12	07/25/13	12,102 69	10,428 67	0 00	1,674.02	
40 0000	Sale	10/24/12	07/25/13	16,136.92	9,572.38	0.00	6,564.54	
	Security Subtotal			***84,519.63***	***73,585.30***	***0.00***	***10,934.33***	
CATAMARAN CORP SHS		*CUSIP Number*	*148887102*					
200 0000	Sale	06/11/13	09/19/13	10,399.81	11,078 88	0.00	(679.07)	
50 0000	Sale	06/25/13	09/19/13	2,599.95	2,470 86	0 00	129.09	
150 0000	Sale	05/30/13	11/25/13	6,817 10	7,292 51	0 00	(475.41)	
150 0000	Sale	06/25/13	11/25/13	6,817 10	7,412 56	0 00	(595 46)	
	Security Subtotal			***26,633.96***	***28,254.81***	***0.00***	***(1,620.85)***	

[redacted]

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
E M C CORPORATION MASS		CUSIP Number	268648102					
500 0000	Sale	01/25/12	01/15/13	12,119 77	12,774 95	0 00	(655 18)	
EBAY INC	COM	CUSIP Number	278642103					
700 0000	Sale	04/11/13	07/31/13	36,011 57	40,566 33	0 00	(4,554 76)	
700 0000	Sale	07/18/13	07/31/13	36,011 57	37,513.91	0 00	(1,502 34)	
	Security Subtotal			**72,023.14**	**78,080.24**	**0.00**	**(6,057.10)**	
F5 NETWORKS INC	COM	CUSIP Number	315616102					
300 0000	Sale	04/30/13	10/31/13	24,425 96	23,077 38	0 00	1,348 58	
FMC TECHS INC	COM	CUSIP Number	30249U101					
700 0000	Sale	04/24/13	11/25/13	33,803 46	37,740 64	0.00	(3,937 18)	
FINL ENGINES INC		CUSIP Number	317485100					
200 0000	Sale	02/22/13	12/31/13	13,760 36	6,563 64	0.00	7,196.72	
150 0000	Sale	03/11/13	12/31/13	10,320 27	5,106 42	0 00	5,213 85	
150 0000	Sale	03/21/13	12/31/13	10,320 27	5,268.18	0 00	5,052 09	
	Security Subtotal			**34,400.90**	**16,938.24**	**0.00**	**17,462.66**	
GOOGLE INC CL A		CUSIP Number	38259P508					
15 0000	Sale	04/24/13	07/18/13	13,725 48	12,190 41	0 00	1,535 07	
HMS HLDGS CORP		CUSIP Number	40425J101					
300 0000	Sale	03/27/12	03/08/13	9,182 73	9,643 53	0 00	(460 80)	
200 0000	Sale	04/20/12	03/11/13	6,281 57	5,445 44	0 00	836 13	
	Security Subtotal			**15,464.30**	**15,088.97**	**0.00**	**375.33**	
HOMEAWAY INC		CUSIP Number	43739Q100					
400 0000	Sale	03/21/13	12/02/13	14,441 22	12,856 64	0 00	1,584 58	
100 0000	Sale	04/24/13	12/02/13	3,610 30	3,192 07	0 00	418.23	
	Security Subtotal			**18,051.52**	**16,048.71**	**0.00**	**2,002.81**	

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

(OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
INTUITIVE SURGICAL INC NEW		*CUSIP Number*	*46120E602*					
20 0000	Sale	03/12/13	06/12/13	9,914 79	10,261 75	0 00	(346.96)	
10 0000	Sale	03/12/13	07/08/13	5,013 88	5,130 88	0 00	(117.00)	
5 0000	Sale	03/18/13	07/08/13	2,506 94	2,410.25	0.00	96.69	
5 0000	Sale	03/18/13	07/08/13	2,506.94	2,398.36	0.00	108.58	
	Security Subtotal			***19,942.55***	***20,201.24***	***0.00***	***(258.69)***	
IPC THE HOSPITALIST CO INC		*CUSIP Number*	*44984A105*					
800 0000	Sale	11/16/12	09/03/13	41,436.71	28,428.72	0.00	13,007 99	
LULULEMON ATHLETICA INC		*CUSIP Number*	*550021109*					
325 0000	Sale	12/06/12	05/30/13	25,405.16	22,794.23	0.00	2,610.93	
75 0000	Sale	03/04/13	05/30/13	5,862.72	5,071 50	0.00	791 22	
100 0000	Sale	03/04/13	09/06/13	7,032.22	6,762 00	0 00	270.22	
200 0000	Sale	06/13/13	09/06/13	14,064 45	13,001 56	0.00	1,062.89	
200 0000	Sale	07/15/13	09/06/13	14,064.45	13,194 50	0.00	869.95	
	Security Subtotal			***66,429.00***	***60,823.79***	***0.00***	***5,605.21***	
NETFLIX COM INC		*CUSIP Number*	*64110L106*					
100 0000	Sale	04/24/12	02/04/13	17,263 61	8,817.50	0.00	8,446.11	
PACCAR INC		*CUSIP Number*	*693718108*					
200 0000	Sale	03/08/13	12/26/13	11,728.29	10,042.00	0 00	1,686 29	
PRECISION CASTPARTS		*CUSIP Number*	*740189105*					
100 0000	Sale	09/21/12	04/17/13	18,546 40	16,196 00	0 00	2,350 40	
QUALCOMM INC		*CUSIP Number*	*747525103*					
100 0000	Sale	03/22/13	07/15/13	6,101 73	6,577 27	0 00	(475.54)	
SPLUNK INC COMMON SHARES		*CUSIP Number*	*848637104*					
200 0000	Sale	01/29/13	07/11/13	9,903.60	6,623 64	0.00	3,279.96	
100 0000	Sale	03/06/13	07/11/13	4,951.80	3,783 99	0.00	1,167 81	
	Security Subtotal			***14,855.40***	***10,407.63***	***0.00***	***4,447.77***	
VERIZON COMMUNICATNS COM		*CUSIP Number*	*92343V104*					
1400 0000	Sale	11/30/12	02/22/13	62,666 37	61,730 20	0 00	936.17	

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B — **2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS** — **(OMB NO. 1545-0715)**

1e. Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
ZILLOW INC SHS	*CL A*	*CUSIP Number*	*98954A107*					
300 0000	Sale	04/04/12	02/21/13	12,557.38	11,046.45	0 00	1,510.93	
200 0000	Sale	04/04/12	02/22/13	8,343.07	7,364 30	0 00	978.77	
	Security Subtotal			***20,900.45***	***18,410.75***	***0.00***	***2,489.70***	
Covered Short Term Capital Gains and Losses Subtotal				**615,038.63**	**555,414.75**	**0.00**	**59,623.88**	
NET SHORT TERM CAPITAL GAINS AND LOSSES				**615,038.63**	**555,414.75**	**0.00**	**59,623.88**	

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

1e. Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
CHIPOTLE MEXICAN GRILL		*CUSIP Number*	*169656105*					
15 0000	Sale	03/05/12	06/13/13	5,511.41	5,719 16	0 00 (Y)	(207 75)	
5 0000	Sale	03/05/12	07/25/13	2,017.11	1,906 40	0 00 (Y)	110 71	
	Security Subtotal			***7,528.52***	***7,625.56***	***0.00***	***(97.04)***	
CATAMARAN CORP SHS		*CUSIP Number*	*148887102*					
100 0000	Sale	03/10/11	11/25/13	4,544 73	2,453 50	0 00	2,091 23	
300 0000	Sale	03/10/11	11/26/13	13,493 91	7,360 50	0 00	6,133.41	
400 0000	Sale	10/24/11	11/26/13	17,991 89	8,592 38	0.00	9,399.51	
200 0000	Sale	04/20/12	11/26/13	8,995.95	9,807 17	0 00	(811.22)	
	Security Subtotal			***45,026.48***	***28,213.55***	***0.00***	***16,812.93***	
E M C CORPORATION MASS		*CUSIP Number*	*268648102*					
1000 0000	Sale	01/25/12	01/29/13	24,043 55	25,549 90	0 00	(1,506.35)	
ENERGY XXI LTD NEW COM SHARES		*CUSIP Number*	*G10082140*					
600 0000	Sale	02/04/11	02/13/13	19,042 43	18,807.06	0.00	235.37	
100 0000	Sale	08/17/11	02/13/13	3,173 73	2,712.15	0 00	461.58	
200 0000	Sale	08/17/11	02/21/13	6,065 90	5,424.30	0 00	641 60	
100 0000	Sale	08/17/11	02/22/13	3,029 28	2,712 15	0 00	317 13	
100 0000	Sale	02/16/11	03/04/13	2,913.36	3,295.82	0 00	(382.46)	
400 0000	Sale	04/29/11	03/04/13	11,653 47	14,469 16	0 00	(2,815.69)	
	Security Subtotal			***45,878.17***	***47,420.64***	***0.00***	***(1,542.47)***	

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b. Date of Acquisition	1a. Date of Sale or Exchange	2a. Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
FUSION-IO INC COM		*CUSIP Number*	*36112J107*					
1000 0000	Sale	03/28/12	04/11/13	14,772.56	28,643 80	0.00	(13,871 24)	
FACEBOOK INC CLASS A COMMON STOCK		*CUSIP Number*	*30303M102*					
350 0000	Sale	05/21/12	09/30/13	17,714 66	11,955 90	0 00	5,758 76	
50 0000	Sale	05/23/12	09/30/13	2,530 66	1,592 71	0.00	937.95	
100 0000	Sale	05/23/12	11/12/13	4,679.03	3,185.41	0 00	1,493 62	
300 0000	Sale	09/19/12	11/12/13	14,037 11	6,788 67	0.00	7,248 44	
	Security Subtotal			**38,961.46**	**23,522.69**	**0.00**	**15,438.77**	
LINKEDIN CORP CLASS A COMMON STOCK		*CUSIP Number*	*53578A108*					
50 0000	Sale	03/14/12	03/25/13	8,804.07	4,585.71	0.00	4,218.36	
20 0000	Sale	03/14/12	04/17/13	3,572 21	1,834.28	0 00	1,737 93	
100 0000	Sale	10/12/12	10/22/13	24,467 87	11,231 75	0 00	13,236 12	
	Security Subtotal			**36,844.15**	**17,651.74**	**0.00**	**19,192.41**	
MITEK SYS INC COM NEW		*CUSIP Number*	*606710200*					
2400 0000	Sale	01/11/12	07/25/13	12,168 74	18,502 32	0 00	(6,333 58)	
NETFLIX COM INC		*CUSIP Number*	*64110L106*					
100 0000	Sale	12/02/11	02/21/13	18,644 39	6,700.59	0.00	11,943.80	
10 0000	Sale	07/22/10	03/04/13	1,806 03	1,040 16	0 00 (Y)	765 87	
40 0000	Sale	12/02/11	03/04/13	7,224 12	2,680.24	0 00	4,543.88	
	Security Subtotal			**27,674.54**	**10,420.99**	**0.00**	**17,253.55**	
PORTFOLIO RECOVERY ASSOC INC		*CUSIP Number*	*73640Q105*					
100 0000	Sale	01/19/12	03/04/13	12,002.73	6,782.96	0 00	5,219.77	
100 0000	Sale	12/15/11	03/11/13	12,332 27	6,485 50	0.00	5,846.77	
100 0000	Sale	01/19/12	03/11/13	12,332 27	6,782 96	0.00	5,549 31	
100 0000	Sale	12/15/11	04/10/13	12,243 54	6,485 50	0 00	5,758 04	
100 0000	Sale	01/10/12	04/10/13	12,243 54	6,398.04	0 00	5,845 50	
	Security Subtotal			**61,154.35**	**32,934.96**	**0.00**	**28,219.39**	
PACCAR INC		*CUSIP Number*	*693718108*					
200 0000	Sale	12/12/12	12/26/13	11,728 29	8,960 00	0 00	2,768 29	

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
PRECISION CASTPARTS		*CUSIP Number*	*740189105*					
50 0000	Sale	07/28/11	04/17/13	9,268 79	8,078 27	0 00	1,190 52	
30 0000	Sale	08/17/11	07/24/13	7,009.24	4,548.27	0 00	2,460.97	
70 0000	Sale	08/17/11	08/01/13	15,622 19	10,612 63	0 00	5,009.56	
	Security Subtotal			***31,900.22***	***23,239.17***	***0.00***	***8,661.05***	
SALIX PHRMCTCLS LTD COM		*CUSIP Number*	*795435106*					
500 0000	Sale	12/28/11	04/17/13	24,052 00	23,827.15	0.00	224.85	
100 0000	Sale	01/23/12	04/17/13	4,810 41	4,565 68	0.00	244.75	
	Security Subtotal			***28,862.41***	***28,392.81***	***0.00***	***469.60***	
TESLA MTRS INC		*CUSIP Number*	*88160R101*					
100 0000	Sale	03/29/11	03/25/13	3,736 69	2,384 21	0 00	1,352.48	
100 0000	Sale	03/29/11	04/11/13	4,398 92	2,384 21	0 00	2,014 71	
100 0000	Sale	03/29/11	04/25/13	5,118 53	2,384.21	0.00	2,734 32	
100 0000	Sale	03/28/11	05/01/13	5,411 99	2,293.26	0.00	3,118 73	
100 0000	Sale	03/29/11	05/01/13	5,411 99	2,384 21	0.00	3,027 78	
300 0000	Sale	03/28/11	06/25/13	30,822 12	6,879 78	0 00	23,942 34	
300 0000	Sale	03/28/11	08/06/13	43,090 91	6,879 78	0 00	36,211 13	
100 0000	Sale	09/25/12	09/30/13	19,305 07	2,783.91	0 00	16,521 16	
	Security Subtotal			***117,296.22***	***28,373.57***	***0.00***	***88,922.65***	
ZILLOW INC SHS CL A		*CUSIP Number*	*98954A107*					
300 0000	Sale	11/16/11	03/08/13	14,855 24	8,834 25	0 00	6,020 99	
25 0000	Sale	11/16/11	03/21/13	1,379.25	736.19	0.00	643 06	
75 0000	Sale	04/04/12	04/10/13	4,052 90	2,761.61	0 00	1,291 29	
300 0000	Sale	04/04/12	04/11/13	15,860 34	11,046 45	0 00	4,813 89	
175 0000	Sale	11/16/11	07/24/13	12,685 19	5,153 31	0 00	7,531 88	
25 0000	Sale	04/04/12	07/24/13	1,812.16	920 54	0 00	891 62	
	Security Subtotal			***50,645.08***	***29,452.35***	***0.00***	***21,192.73***	
Covered Long Term Capital Gains and Losses Subtotal				**554,484.74**	**358,904.05**	**0.00**	**195,580.69**	

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
APPLE INC		*CUSIP Number*	*037833100*					
125 0000	Sale	09/22/04	04/24/13	49,984 32	2,360 43	0 00	47,623 89	

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3. Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
COGNIZANT TECH SOLUTNS A		CUSIP Number	192446102					
200 0000	Sale	04/22/03	02/07/13	15,407 67	960.50	0.00	14,447 17	
100 0000	Sale	04/22/03	03/04/13	7,794.82	480.25	0.00	7,314.57	
100 0000	Sale	04/22/03	03/18/13	7,790 57	480 25	0 00	7,310 32	
10 0000	Sale	04/22/03	03/21/13	764.28	48.02	0 00	716 26	
140 0000	Sale	04/22/03	03/22/13	10,472 18	672.35	0.00	9,799.83	
150 0000	Sale	04/22/03	06/20/13	9,373.66	720.38	0.00	8,653.28	
200 0000	Sale	05/06/03	06/20/13	12,498.22	925.41	0 00	11,572 81	
600 0000	Sale	05/06/03	06/27/13	37,695 72	2,776 21	0 00	34,919 51	
	Security Subtotal			***101,797.12***	***7,063.37***	***0.00***	***94,733.75***	
CATAMARAN CORP SHS		CUSIP Number	148887102					
300 0000	Sale	12/07/10	11/25/13	13,634 19	6,813 00	0 00	6,821.19	
300 0000	Sale	12/07/10	11/26/13	13,493 91	6,813 00	0.00	6,680.91	
200 0000	Sale	12/07/10	11/26/13	8,995 94	4,542 00	0 00	4,453.94	
300 0000	Sale	12/07/10	11/26/13	13,493 91	6,813.00	0.00	6,680.91	
	Security Subtotal			***49,617.95***	***24,981.00***	***0.00***	***24,636.95***	
ENERGY XXI LTD NEW COM SHARES		CUSIP Number	G10082140					
100 0000	Sale	11/19/10	02/22/13	3,029.28	2,585.87	0.00	443.41	
200 0000	Sale	12/03/10	02/22/13	6,058 56	5,243.98	0 00	814 60	
400 0000	Sale	11/19/10	03/04/13	11,653 45	10,343 48	0 00	1,309.97	
	Security Subtotal			***20,741.29***	***18,173.31***	***0.00***	***2,567.98***	
F5 NETWORKS INC COM		CUSIP Number	315616102					
100 0000	Sale	01/16/08	10/17/13	8,633 74	2,072 98	0.00	6,560.76	
200 0000	Sale	10/18/10	10/17/13	17,267 49	18,636 34	0 00	(1,368.85)	
300 0000	Sale	01/16/08	10/24/13	25,525 38	6,218 94	0.00	19,306.44	
300 0000	Sale	04/10/08	10/31/13	24,425.96	5,579.97	0 00	18,845 99	
	Security Subtotal			***75,852.57***	***32,508.23***	***0.00***	***43,344.34***	
HMS HLDGS CORP		CUSIP Number	40425J101					
300 0000	Sale	07/08/09	03/11/13	9,422 36	3,960 74	0 00	5,461 62	
150 0000	Sale	07/08/09	04/11/13	4,025 62	1,980 37	0 00	2,045 25	
500 0000	Sale	07/08/09	04/26/13	12,501 36	6,601 23	0 00	5,900 13	
450 0000	Sale	07/08/09	04/26/13	10,993 25	5,941 11	0 00	5,052 14	

Merrill Lynch
Bank of America Corporation

Account No. 16H-39082 | Taxpayer No. XX-XXX5479

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS (OMB NO. 1545-0715)

1e Quantity	Transaction Description	1b Date of Acquisition	1a. Date of Sale or Exchange	2a Amount	3 Cost Basis	5. Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
HMS HLDGS CORP		*CUSIP Number*	*40425J101*					
200 0000	Sale	07/08/09	04/29/13	5,014 30	2,640.50	0 00	2,373.80	
900 0000	Sale	07/31/09	04/29/13	22,564 39	11,780 52	0 00	10,783 87	
	Security Subtotal			***64,521.28***	***32,904.47***	***0.00***	***31,616.81***	
INTUITIVE SURGICAL INC NEW		*CUSIP Number*	*46120E602*					
130 0000	Sale	03/25/09	07/15/13	54,397 59	12,421 39	0 00	41,976 20	
20 0000	Sale	12/08/10	07/15/13	8,368.87	5,188.11	0.00	3,180.76	
	Security Subtotal			***62,766.46***	***17,609.50***	***0.00***	***45,156.96***	
LULULEMON ATHLETICA INC		*CUSIP Number*	*550021109*					
100 0000	Sale	04/27/10	09/06/13	7,032.22	2,146.00	0 00	4,886 22	
600 0000	Sale	06/30/10	11/12/13	39,918.08	11,503.56	0.00	28,414 52	
	Security Subtotal			***46,950.30***	***13,649.56***	***0.00***	***33,300.74***	
MERCADOLIBRE INC		*CUSIP Number*	*58733R102*					
200 0000	Sale	12/07/09	05/23/13	23,997 52	9,953.56	0 00	14,043 96	
50 0000	Sale	12/07/09	05/31/13	5,838 60	2,488 39	0 00	3,350 21	
	Security Subtotal			***29,836.12***	***12,441.95***	***0.00***	***17,394.17***	
NORDSTROM INC		*CUSIP Number*	*655664100*					
700 0000	Sale	12/11/08	08/08/13	41,687.07	9,132 55	0.00	32,554 52	
PRICELINE COM INC		*CUSIP Number*	*741503403*					
25 0000	Sale	11/09/09	02/04/13	17,092 11	4,339 88	0 00	12,752 23	
20 0000	Sale	11/09/09	02/21/13	13,698.49	3,471.90	0.00	10,226 59	
25 0000	Sale	11/09/09	04/11/13	18,367 08	4,339 88	0 00	14,027 20	
	Security Subtotal			***49,157.68***	***12,151.66***	***0.00***	***37,006.02***	
PRECISION CASTPARTS		*CUSIP Number*	*740189105*					
10 0000	Sale	07/24/09	08/01/13	2,231 74	783 68	0 00	1,448 06	
40 0000	Sale	07/24/09	08/01/13	8,915 95	3,134.72	0 00	5,781.23	
	Security Subtotal			***11,147.69***	***3,918.40***	***0.00***	***7,229.29***	
QUALCOMM INC		*CUSIP Number*	*747525103*					
100 0000	Sale	05/04/99	07/15/13	6,101 73	1,343 36	0.00	4,758 37	

LENORA AND ALFRED GLANCY

2013 TAX REPORTING STATEMENT

1099-B **2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS** **(OMB NO. 1545-0715)**

1e Quantity	Transaction Description	1b Date of Acquisition	1a Date of Sale or Exchange	2a Amount	3 Cost Basis	5 Wash Sale Loss Disallowed	Gain or (Loss)	Remarks
Noncovered Long Term Capital Gains and Losses Subtotal				610,161.58	188,237.79	0.00	421,923.79	
NET LONG TERM CAPITAL GAINS AND LOSSES				1,164,646.32	547,141.84	0.00	617,504.48	
TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES				1,779,684.95				
TOTAL REPORTED SALES PROCEEDS				1,779,684.95				

(Y) The gain or loss of this transaction includes an adjustment to basis for the deferred loss amount on one or more previous "Wash Sales"

2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

COVERED SHORT TERM GAINS/LOSSES	NONCOVERED SHORT TERM GAINS/LOSSES	COVERED LONG TERM GAINS/LOSSES	NONCOVERED LONG TERM GAINS/LOSSES
59,623.88	0.00	195,580.69	421,923.79

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- 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 ▶ [ ]

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 File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions LENORA AND ALFRED GLANCY FOUNDATION, INC C/O BENJAMIN T. WHITE, ALSTON & BIRD	Employer identification number (EIN) or 58-2115479
	Number, street, and room or suite no If a P O box, see instructions 1201 WEST PEACHTREE STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions ATLANTA, GA 30309-3424	

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

- The books are in the care of ▶ BENJAMIN T. WHITE
1201 WEST PEACHTREE STREET - ATLANTA, GA 30309-3424
Telephone No ▶ (404) 881-7488 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- 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
▶ [X] 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	$ 0.
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	$ 0.
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	$ 0.

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