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
DAVIS FAMILY FOUNDATION, INC.

A Employer identification number
58-2432024

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 428

Room/suite

B Telephone number
(864) 229-5211

City or town, state or province, country, and ZIP or foreign postal code
GREENWOOD, SC 29648

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: ☒ 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)* ▶$ 5,343,772.

J Accounting method: ☒ 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	66,173.			
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	84,081.	84,081.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	109,389.			
	b	Gross sales price for all assets on line 6a 787,393.				
	7	Capital gain net income (from Part IV, line 2)		109,389.		
	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	259,643.	193,470.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 2	4,286.	2,143.	0.	2,143.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 3	6,658.	6,658.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 4	61,035.	61,035.	0.	0.
	24	**Total operating and administrative expenses** Add lines 13 through 23	71,979.	69,836.	0.	2,143.
	25	Contributions, gifts, grants paid	197,200.			197,200.
	26	**Total expenses and disbursements** Add lines 24 and 25	269,179.	69,836.	0.	199,343.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<9,536.>			
	b	**Net investment income** (if negative, enter -0-)		123,634.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

9

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	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	33,823.	45,678.	45,678.
	2	Savings and temporary cash investments	85,902.	79,931.	79,931.
	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 5	2,406,926.	2,211,277.	3,396,781.
	c	Investments - corporate bonds STMT 6	628,967.	634,927.	622,382.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	988,615.	1,162,884.	1,199,000.
	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 I)	4,144,233.	4,134,697.	5,343,772.
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 ▶ ☒ 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	4,144,233.	4,134,697.	
	30	**Total net assets or fund balances**	4,144,233.	4,134,697.	
	31	**Total liabilities and net assets/fund balances**	4,144,233.	4,134,697.	

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	4,144,233.
2	Enter amount from Part I, line 27a	2	<9,536.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,134,697.
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	4,134,697.

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	COUNTY BANK - SEE ATTACHED	P	VARIOUS	VARIOUS
b	COUNTY BANK - SEE ATTACHED	P	VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	665,240.		568,549.	96,691.
b	122,153.		109,455.	12,698.
c				
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				96,691.
b				12,698.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 109,389.

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	186,292.	4,042,395.	.046085
2011	132,027.	3,840,159.	.034381
2010	99,957.	3,612,520.	.027670
2009	116,454.	3,403,908.	.034212
2008	100,607.	1,954,602.	.051472

2	**Total** of line 1, column (d)	2	.193820
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	.038764
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,981,719.
5	Multiply line 4 by line 3	5	193,111.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,236.
7	Add lines 5 and 6	7	194,347.
8	Enter qualifying distributions from Part XII, line 4	8	199,343.

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	1,236.
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	1,236.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	1,236.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,792.		
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	2,792.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,556.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	1,556.	**Refunded** ▶	11	0.

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) ▶ SC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* SEE STATEMENT 8	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 STMT 9	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ EMMETT DAVIS, JR. Telephone no. ▶ 864-229-5211

Located at ▶ 1319 REYNOLDS AVENUE, GREENWOOD, SC ZIP+4 ▶ 29649

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

			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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
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 ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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 ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 ☒ 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
EMMETT I. DAVIS, JR. 1319 REYNOLDS AVENUE GREENWOOD, SC 29649	PRESIDENT 0.10	0.	0.	0.
EMMETT I. DAVIS, III 530 SPAULDING FARM GREENVILLE, SC 29615	VICE CHAIRMAN 0.10	0.	0.	0.
STEPHEN L. DAVIS 133 GATEWOOD DRIVE GREENWOOD, SC 29646	SECRETARY & TREASURER 0.10	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	5,036,469.
b	Average of monthly cash balances	1b	21,114.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	5,057,583.
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	5,057,583.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	75,864.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,981,719.
6	**Minimum investment return** Enter 5% of line 5	6	249,086.

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	249,086.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 1,236.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,236.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	247,850.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	247,850.
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	247,850.

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	199,343.
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	199,343.
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	1,236.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	198,107.

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					247,850.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				197,104.	
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: ▶ $ 199,343.					
a Applied to 2012, but not more than line 2a				197,104.	
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					2,239.
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					245,611.
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).)

EMMETT I. DAVIS, JR.

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 10

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
AMERICAN CANCER SOCIETY GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
AMERICAN HEART ASSOCIATION GREENVILLE, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
ASCE FOUNDATION GREENVILLE, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	5,000.
BEAUFORT COUNTY OPEN LAND TRUST BEAUFORT, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
BLUE RIDGE COUNCIL BSA GREENVILLE, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	197,200.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	84,081.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	109,389.	
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.		193,470.	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 193,470.

(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).
	N/A

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

Signature of officer or trustee

Date: 7-29-14

Title: PRES.

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
KENNETH H. HOLCOMB	Kenneth H. Holcomb CPA	7/16/14		P00024623

Firm's name ▶ ELLIOTT DAVIS LLC/PLLC

Firm's EIN ▶ 57-0381582

Firm's address ▶ PO BOX 6286
GREENVILLE, SC 29606-6286

Phone no. 864-242-3370

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization
DAVIS FAMILY FOUNDATION, INC.

Employer identification number
58-2432024

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

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

Name of organization	Employer identification number
DAVIS FAMILY FOUNDATION, INC.	58-2432024

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MONA R DAVIS 1319 REYNOLDS AVENUE GREENWOOD, SC 29649	$ 66,173.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
DAVIS FAMILY FOUNDATION, INC.	58-2432024

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	MISCELLANEOUS SECURITIES - SEE ATTACHED STATEMENT	$ 66,173.	01/31/13

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
DAVIS FAMILY FOUNDATION, INC.	58-2432024

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
CAMBRIDGE ACADEMY GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,000.
CITADEL FOUNDATION CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	10,000.
CLEMSON UNIVERSITY - CIVIL ENGINEERING BUILDING CLEMSON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	7,500.
COASTAL CONSERVATION LEAGUE CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	500.
CONNIE MAXWELL CHILDREN'S HOME GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	3,000.
CORONACA VOLUNTEER FIRE DEPT GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
ETV ENDOWMENT COLUMBIA, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,500.
FAITH HOME GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	4,000.
FIRST ARP CHURCH GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	50,000.
FOOD BANK OF GREENWOOD COUNTY GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,000.
Total from continuation sheets				187,700.

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
GREENWOOD COMMUNITY THEATER GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	3,000.
HOSPICE CARE OF THE PIEDMONT GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	6,000.
LAKELANDS FCA GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,000.
LANDER FOUNDATION GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	7,500.
LOW COUNTRY OPEN LAND TRUST CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,500.
MIDDLETON PLACE FOUNDATION CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
NORTHWEST VOL FIRE AND RESCUE GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
PIEDMONT AGENCY ON AGING GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	6,000.
PIEDMONT TECHNICAL COLLEGE FOUNDATION GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	6,000.
PRESBYTERIAN COLLEGE CLINTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	5,000.
Total from continuation sheets				

DAVIS FAMILY FOUNDATION, INC. 58-2432024

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
S.C. INDEPENDENT COLLEGES AND UNIVERSITIES COLUMBIA, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	3,500.
S.C. WILDLIFE FEDERATION COLUMBIA, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
SC GOVERNORS SCHOOL FOR MATH & SCIENCE HARTSVILLE, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	5,000.
SELF REGIONAL HEALTHCARE FOUNDATION GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	9,500.
SOUTH CAROLINA HISTORICAL SOCIETY CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	7,500.
TAU BETA PI KNOXVILLE, TN		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,000.
THE MUSEUM GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,000.
TROY CEMETARY ASSOC TROY, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	1,500.
UNITED WAY OF GREENWOOD & ABBEVILLE COUNTIES GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	5,000.
UPPER SAVANNAH LAND TRUST GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	10,000.
Total from continuation sheets				

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
YMCA GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	3,000.
MAKE A WISH FOUNDATION OF SOUTH CAROLINA GREENVILLE, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,000.
MEG'S HOUSE GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,200.
SC MEMORIAL REEF CHARLESTON, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	5,000.
WALKER FOUNDATION SPARTANBURG, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	2,000.
YOUNG LIFE GREENWOOD, SC		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	3,000.
WOUNDED WARRIOR PROJECT TOPEKA, KS		PUBLIC CHARITY	TO FURTHER THE TAX EXEMPT PURPOSE OF THE PUBLIC CHARITY	4,000.
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
COUNTY BANK - DIVIDENDS	56,675.	0.	56,675.	56,675.	56,675.
COUNTY BANK - INTEREST	27,406.	0.	27,406.	27,406.	27,406.
TO PART I, LINE 4	84,081.	0.	84,081.	84,081.	84,081.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,286.	2,143.	0.	2,143.
TO FORM 990-PF, PG 1, LN 16B	4,286.	2,143.	0.	2,143.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CLIFFS INVESTMENT GROUP PROPERTY TAXES	6,658.	6,658.	0.	0.
TO FORM 990-PF, PG 1, LN 18	6,658.	6,658.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	3,373.	3,373.	0.	0.
TRUSTEE SERVICE FEES	47,636.	47,636.	0.	0.
ADR FEE	31.	31.	0.	0.
ACCRUED INTEREST PAID	987.	987.	0.	0.
CLIFFS EXPENSES	9,008.	9,008.	0.	0.
TO FORM 990-PF, PG 1, LN 23	61,035.	61,035.	0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
THE COUNTY BANK - INV ACC 1747	2,211,277.	3,396,781.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,211,277.	3,396,781.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
THE COUNTY BANK - INV ACC 1747	634,927.	622,382.
TOTAL TO FORM 990-PF, PART II, LINE 10C	634,927.	622,382.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE CLIFFS INVESTMENT GROUP, LLC	COST	979,607.	1,000,000.
THE COUNTY BANK - INV ACC 1747	COST	183,277.	199,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,162,884.	1,199,000.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 8B STATEMENT 8

EXPLANATION

SC ATTORNEY GENERAL NO LONGER REQUIRES A COPY TO BE FILED

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 9
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
MONA R DAVIS	1319 REYNOLDS AVENUE GREENWOOD, SC 29649
EMMETT I DAVIS JR	1319 REYNOLDS AVENUE GREENWOOD, SC 29649
DAVIS & FLOYD, INC	POST OFFICE BOX 428 GREENWOOD, SC 29648

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 10
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EMMETT I. DAVIS, JR.
P.O. BOX 428
GREENWOOD, SC 29648

TELEPHONE NUMBER

864-229-5211

FORM AND CONTENT OF APPLICATIONS

REQUESTS FOR CONTRIBUTIONS ARE NOT SOLICITED. THEREFORE, THERE ARE NOT ANY FORMS AVAILABLE OR DEADLINES.

ANY SUBMISSION DEADLINES

SAME AS ABOVE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Davis Family Foundation
58-2432024
Attachment to 2013 Form 990-PF

Date Sold	Security Name	Share Amt	Sales Price	Cost Basis	Gain/Loss Amt
2/13/2013	ALPS ALERIAN ETF	(300.00)	5,078.88	(5,152.50)	(73.62)
3/11/2013	CHICAGO BRIDGE IRON	(0.49)	26.20	(18.74)	7.46
8/19/2013	CREE INC	(3,000.00)	182,949.80	(190,734.50)	(7,784.70)
12/4/2013	GREENWAY MED TECH	(2,000.00)	40,700.00	(24,011.00)	16,689.00
2/13/2013	ISHARES TRUST DJ DIV	(60.00)	3,621.11	(3,606.60)	14.51
6/18/2013	ISHARES TRUST MSCI	(295.00)	11,749.67	(11,894.40)	(144.73)
8/15/2013	ISHARES TRUST MSCI	(293.00)	11,620.20	(11,813.76)	(193.56)
2/13/2013	ISHARES IBOXX ETF	(40.00)	4,758.29	(4,776.40)	(18.11)
2/13/2013	ISHARES TR MIDCAP	(29.00)	3,193.55	(3,152.87)	40.68
2/13/2013	ISHARES RUSSELL	(20.00)	1,801.15	(1,787.10)	14.05
2/13/2013	ISHARES S&P US PFD	(83.00)	3,315.73	(3,334.94)	(19.21)
7/26/2013	PEABODY ENERGY CORP	(350.00)	6,043.38	(9,008.97)	(2,965.59)
2/13/2013	POWERSHARES FINL PFD	(69.00)	1,263.03	(1,271.33)	(8.30)
2/13/2013	SPDR S&P INTL DIV	(38.00)	1,826.11	(1,879.86)	(53.75)
2/13/2013	SPDR BARCLAYS ETF	(63.00)	2,540.81	(2,584.89)	(44.08)
2/13/2013	SPDR S & P REGIONAL	(135.00)	4,095.45	(4,018.95)	76.50
2/13/2013	SPDR HEALTHCARE ETF	(55.00)	2,370.89	(2,372.43)	(1.54)
2/13/2013	SECTOR SPDR ENERGY	(20.00)	1,557.76	(1,560.70)	(2.94)
2/13/2013	SECTOR SPDR TR TECH	(112.00)	3,342.08	(3,296.44)	45.64
2/14/2013	SHAW GROUP INC	(3,000.00)	143,317.78	(78,700.00)	64,617.78
6/21/2013	VG INFL PR SEC #119	(155.00)	2,073.90	(2,230.45)	(156.55)
7/24/2013	VG INFL PR SEC #119	(232.38)	3,141.77	(3,343.93)	(202.16)
7/24/2013	VG INFL PR SEC #119	(1.56)	21.13	(22.32)	(1.19)
2/13/2013	VANGUARD MID-CAP	(25.00)	1,842.20	(1,832.13)	10.07
2/15/2013	VERIZON COMMUN	(190.00)	8,415.71	(6,739.97)	1,675.74
6/11/2013	HEINZ H J CO	(130.00)	9,425.00	(5,540.60)	3,884.40
3/27/2013	MONDELEZ INTL INC	(190.00)	5,680.26	(3,891.18)	1,789.08
6/25/2013	KIMBERLY CLARK CORP	(20.00)	1,880.47	(1,292.60)	587.87
11/14/2013	DIGITAL REALTY TRUST	(52.00)	2,399.24	(3,439.71)	(1,040.47)
2/22/2013	BARD C R INC	(27.00)	2,701.83	(2,302.08)	399.75
2/8/2013	CHURCH & DWIGHT INC	(25.00)	1,479.81	(839.03)	640.78
11/25/2013	ADVANCE AUTO PARTS	(33.00)	3,217.75	(2,323.98)	893.77
3/21/2013	OMNICOM GROUP INC	(35.00)	2,068.81	(1,516.37)	552.44
8/15/2013	OMNICOM GROUP INC	(83.00)	5,213.15	(3,595.95)	1,617.20
11/25/2013	MSC INDL DIRECT CO	(40.00)	3,090.77	(2,533.12)	557.65
9/24/2013	MSC INDL DIRECT CO	(50.00)	4,119.57	(3,166.39)	953.18
2/8/2013	EQT CORPORATION	(29.00)	1,762.21	(1,083.15)	679.06
3/21/2013	SIRONA DENTAL SYS	(29.00)	2,043.87	(1,439.52)	604.35
2/22/2013	PRICE GROUP INC	(29.00)	2,131.74	(1,566.68)	565.06
2/8/2013	QUESTAR CORP	(82.00)	1,891.71	(1,407.36)	484.35
12/5/2013	R L I CORP	(29.00)	2,924.05	(1,960.09)	963.96

2/8/2013	WILEY JOHN & SONS	(48.00)	1,835.18	(2,086.11)	(250.93)
6/27/2013	WILEY JOHN & SONS	(102.00)	3,993.02	(4,432.98)	(439.96)
9/24/2013	ROSS STORES INC	(21.00)	1,518.48	(731.47)	787.01
10/8/2013	NORDSON CORP	(30.00)	2,234.36	(531.85)	1,702.51
3/28/2013	UTD THERAPEUTIC CORP	(40.00)	2,385.26	(1,973.96)	411.30
8/12/2013	TESCO CORP	(65.00)	965.23	(688.75)	276.48
1/25/2013	TESCO CORP	(70.00)	863.98	(741.74)	122.24
5/3/2013	TEXAS ROADHOUSE INC	(20.00)	480.79	(290.59)	190.20
8/21/2013	TORTOISE ENERGY	(45.00)	1,977.71	(1,183.11)	794.60
10/11/2013	II - VI INC	(110.00)	1,932.92	(1,793.05)	139.87
10/31/2013	TYLER TECHNOLOGIES	(15.00)	1,497.31	(612.04)	885.27
7/31/2013	UMPQUA HOLDINGS CORP	(70.00)	1,162.67	(1,009.15)	153.52
7/29/2013	SVB FINANCIAL GROUP	(10.00)	901.48	(466.37)	435.11
3/26/2013	SCHNITZER STL INDS	(35.00)	968.83	(1,717.42)	(748.59)
8/1/2013	SOURCEFIRE INC	(45.00)	3,386.66	(1,763.66)	1,623.00
7/26/2013	SIGNATURE BK NY	(20.00)	1,816.94	(689.99)	1,126.95
12/20/2013	SIGNATURE BK NY	(20.00)	2,086.36	(689.99)	1,396.37
5/10/2013	LANDAUER INC	(10.00)	532.89	(480.05)	52.84
2/6/2013	LANDAUER INC	(15.00)	950.27	(720.08)	230.19
3/18/2013	LANDAUER INC	(5.00)	285.04	(240.02)	45.02
2/6/2013	LIFE TIME FITNESS IN	(25.00)	1,010.99	(937.36)	73.63
10/16/2013	COSTAR GROUP INC	(15.00)	2,439.85	(1,054.06)	1,385.79
5/1/2013	MIDDLEBY CORP	(5.00)	744.03	(224.58)	519.45
9/23/2013	CLEARBRIDGE ENERGY	(50.00)	1,292.98	(1,019.55)	273.43
10/23/2013	CUBIST PHARMA INC	(25.00)	1,669.47	(1,065.79)	603.68
11/25/2013	GULFPORT ENERGY CORP	(30.00)	1,659.27	(504.34)	1,154.93
5/9/2013	GULFPORT ENERGY CORP	(20.00)	1,070.37	(336.22)	734.15
10/21/2013	GULFPORT ENERGY CORP	(40.00)	2,630.77	(672.45)	1,958.32
4/25/2013	HMS HLDGS CORP	(35.00)	834.03	(362.89)	471.14
1/16/2013	HARMONIC INC	(130.00)	656.48	(779.97)	(123.49)
7/26/2013	HARMONIC INC	(130.00)	904.78	(779.97)	124.81
9/23/2013	HARRIS TEETER	(85.00)	4,177.68	(3,086.94)	1,090.74
12/20/2013	ALLEGION PLC	(1.00)	42.63	(20.75)	21.88
4/22/2013	BROOKFIELD PPTY LP	(6.31)	2,404.38	(2,404.38)	-
4/22/2013	BROOKFIELD PPTY LP	(6.00)	131.70	(131.15)	0.55
5/1/2013	BROOKFIELD PPTY LP	(0.31)	6.32	(6.86)	(0.54)
7/22/2013	NABORS INDUSTRIES	(110.00)	1,649.98	(3,081.09)	(1,431.11)
10/31/2013	TRANSOCEAN LTD	(180.00)	8,810.43	(22,555.80)	(13,745.37)
8/15/2013	CATERPILLAR FINL SVC	(25,000.00)	25,000.00	(27,374.50)	(2,374.50)
8/19/2013	CONSOLIDATED NATL	(25,000.00)	26,312.50	(25,127.00)	1,185.50
6/17/2013	LOWES COS INC 5.40%	(25,000.00)	28,561.00	(25,888.75)	2,672.25
6/17/2013	S C ELEC & GAS 7.125	(25,000.00)	25,000.00	(27,969.00)	(2,969.00)
8/14/2013	TJX COS INC	(52.00)	2,727.87	(1,127.07)	1,600.80
5/31/2013	ROPER INDUSTRIES	(57.00)	7,163.51	(5,527.20)	1,636.31
6/3/2013	EDWARDS LIFESCIENCES	(75.00)	4,813.41	(6,146.24)	(1,332.83)
8/27/2013	FASTENAL CO	(118.00)	5,314.56	(5,854.14)	(539.58)
8/13/2013	IBM CORP	(29.00)	5,439.72	(2,931.90)	2,507.82

5/30/2013	INTUITIVE SURGICAL	(12.00)	6,030.09	(3,283.69)	2,746.40
6/25/2013	MICROSOFT CORP	(155.00)	5,248.22	(4,390.48)	857.74
7/17/2013	MONSANTO CO	(12.00)	1,229.49	(893.40)	336.09
5/23/2013	NATIONAL OILWELL	(67.00)	4,677.53	(4,452.14)	225.39
5/14/2013	BED BATH & BEYOND	(85.00)	5,891.26	(5,666.65)	224.61
3/11/2013	CAPITAL ONE	(96.00)	5,187.09	(4,646.73)	540.36
7/16/2013	EMC CORP	(188.00)	4,592.76	(3,137.72)	1,455.04
2/1/2013	COACH INC	(85.00)	4,429.40	(5,109.06)	(679.66)
9/24/2013	THE COCA-COLA CO	(156.00)	6,115.09	(4,505.22)	1,609.87
3/26/2013	AGILENT TECH	(135.00)	5,729.38	(5,592.21)	137.17
7/24/2013	AMERICAN TOWER REIT	(83.00)	6,201.78	(4,357.56)	1,844.22
1/4/2013	ARM HOLDINGS ADR	(164.00)	6,131.38	(4,373.23)	1,758.15
5/14/2013	BB & T CORP	(190.00)	5,948.36	(5,607.05)	341.31
5/14/2013	KRAFT FOODS GROUP	(54.00)	2,968.86	(1,855.79)	1,113.07
9/4/2013	V F CORP	(37.00)	6,917.32	(5,492.28)	1,425.04
7/24/2013	ACCENTURE PLC	(87.00)	6,523.20	(2,956.26)	3,566.94
5/23/2013	UNITED PARCEL SVC	(75.00)	6,630.72	(4,828.53)	1,802.19
		Totals	**787,392.84**	**(678,003.32)**	**109,389.52**

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 ▶ ☒
- 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 DAVIS FAMILY FOUNDATION, INC.	Employer identification number (EIN) or 58-2432024
	Number, street, and room or suite no If a P.O box, see instructions. P.O. BOX 428	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. GREENWOOD, SC 29648	

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 ▶ EMMETT DAVIS, JR. 1319 REYNOLDS AVENUE - GREENWOOD, SC 29649
  Telephone No ▶ 864-229-5211 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:
▶ ☒ 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	$ 2,792.
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

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