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Form 990-PF



Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

|                                                                                                                                                                                                                                                                                                    |  |                                                                                                                                                                              |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>THE KNOX FOUNDATION                                                                                                                                                                                                                                                          |  | A Employer identification number<br>58-6163728                                                                                                                               |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>3133 WASHINGTON ROAD NW                                                                                                                                                                                        |  | B Telephone number (see instructions)<br>(706) 595-1907                                                                                                                      |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>THOMSON, GA 30824                                                                                                                                                                                                      |  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |  |
| G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |  |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation                                                   |  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |  |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 66,737,147                                                                                                                                                                                                   |  | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |  |
| J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis.)                                                                                                     |  |                                                                                                                                                                              |  |

| Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small> |                                                                                                      | (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 (attach schedule)                                     | 537,292                            |                           |                         |                                                             |
|                                                                                                                                                                                    | 2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 4 Dividends and interest from securities. . . . .                                                    | 1,538,542                          | 1,538,542                 | 1,538,542               |                                                             |
|                                                                                                                                                                                    | 5a Gross rents . . . . .                                                                             | 291,654                            | 291,654                   | 291,654                 |                                                             |
|                                                                                                                                                                                    | b Net rental income or (loss) 192,827                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                                             | 5,309,922                          |                           |                         |                                                             |
|                                                                                                                                                                                    | b Gross sales price for all assets on line 6a 11,349,615                                             |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 7 Capital gain net income (from Part IV, line 2) . . . .                                             |                                    | 5,309,922                 |                         |                                                             |
|                                                                                                                                                                                    | 8 Net short-term capital gain . . . . .                                                              |                                    |                           | 53,406                  |                                                             |
|                                                                                                                                                                                    | 9 Income modifications . . . . .                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 10a Gross sales less returns and allowances                                                          |                                    |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                                              | b Less Cost of goods sold . . . . .                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | c Gross profit or (loss) (attach schedule) . . . . .                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 11 Other income (attach schedule) . . . . .                                                          | -16,006                            |                           |                         |                                                             |
|                                                                                                                                                                                    | 12 Total. Add lines 1 through 11 . . . . .                                                           | 7,661,404                          | 7,140,118                 | 1,883,602               |                                                             |
|                                                                                                                                                                                    | 13 Compensation of officers, directors, trustees, etc                                                | 240,000                            | 120,000                   |                         | 120,000                                                     |
|                                                                                                                                                                                    | 14 Other employee salaries and wages . . . . .                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 15 Pension plans, employee benefits . . . . .                                                        | 55,000                             | 27,500                    |                         | 27,500                                                      |
|                                                                                                                                                                                    | 16a Legal fees (attach schedule). . . . .                                                            | 2,378                              | 1,189                     |                         | 1,189                                                       |
|                                                                                                                                                                                    | b Accounting fees (attach schedule). . . . .                                                         | 8,200                              | 4,100                     |                         | 4,100                                                       |
|                                                                                                                                                                                    | c Other professional fees (attach schedule) . . . . .                                                | 143,727                            | 143,727                   |                         |                                                             |
|                                                                                                                                                                                    | 17 Interest . . . . .                                                                                | 230                                | 230                       |                         |                                                             |
|                                                                                                                                                                                    | 18 Taxes (attach schedule) (see instructions)                                                        | 18,256                             | 9,271                     |                         | 8,985                                                       |
|                                                                                                                                                                                    | 19 Depreciation (attach schedule) and depletion . . . .                                              | 93,006                             | 93,006                    |                         |                                                             |
|                                                                                                                                                                                    | 20 Occupancy . . . . .                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 21 Travel, conferences, and meetings . . . . .                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 22 Printing and publications . . . . .                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | 23 Other expenses (attach schedule). . . . .                                                         | 145,601                            | 122,143                   |                         | 23,259                                                      |
|                                                                                                                                                                                    | 24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .                    | 706,398                            | 521,166                   |                         | 185,033                                                     |
|                                                                                                                                                                                    | 25 Contributions, gifts, grants paid . . . . .                                                       | 2,906,525                          |                           |                         | 2,906,525                                                   |
|                                                                                                                                                                                    | 26 Total expenses and disbursements. Add lines 24 and 25                                             | 3,612,923                          | 521,166                   |                         | 3,091,558                                                   |
|                                                                                                                                                                                    | 27 Subtract line 26 from line 12                                                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                                    | a Excess of revenue over expenses and disbursements                                                  | 4,048,481                          |                           |                         |                                                             |
|                                                                                                                                                                                    | b Net investment income (if negative, enter -0-)                                                     |                                    | 6,618,952                 |                         |                                                             |
|                                                                                                                                                                                    | c Adjusted net income (if negative, enter -0-)                                                       |                                    |                           | 1,883,602               |                                                             |

| Part II Balance Sheets      |                                                                                                                                          | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )                     | Beginning of year | End of year    |                       |
|-----------------------------|------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                             |                                                                                                                                          |                                                                                                                                         | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1                                                                                                                                        | Cash—non-interest-bearing . . . . .                                                                                                     |                   |                |                       |
|                             | 2                                                                                                                                        | Savings and temporary cash investments . . . . .                                                                                        | 1,205,023         | 442,332        | 442,331               |
|                             | 3                                                                                                                                        | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                             |                   |                |                       |
|                             | 4                                                                                                                                        | Pledges receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                              |                   |                |                       |
|                             | 5                                                                                                                                        | Grants receivable . . . . .                                                                                                             |                   |                |                       |
|                             | 6                                                                                                                                        | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .       |                   |                |                       |
|                             | 7                                                                                                                                        | Other notes and loans receivable (attach schedule) ▶ _____<br>Less allowance for doubtful accounts ▶ _____                              |                   |                |                       |
|                             | 8                                                                                                                                        | Inventories for sale or use . . . . .                                                                                                   |                   |                |                       |
|                             | 9                                                                                                                                        | Prepaid expenses and deferred charges . . . . .                                                                                         |                   |                |                       |
|                             | 10a                                                                                                                                      | Investments—U S and state government obligations (attach schedule)                                                                      |                   |                |                       |
|                             | b                                                                                                                                        | Investments—corporate stock (attach schedule) . . . . .                                                                                 | 58,309,746        | 60,500,081     | 55,539,487            |
|                             | c                                                                                                                                        | Investments—corporate bonds (attach schedule). . . . .                                                                                  |                   |                | 3,978,098             |
|                             | 11                                                                                                                                       | Investments—land, buildings, and equipment basis ▶ _____ 6,260,347<br>Less accumulated depreciation (attach schedule) ▶ _____ 1,445,460 | 3,767,245         | 4,814,887      | 6,260,347             |
|                             | 12                                                                                                                                       | Investments—mortgage loans . . . . .                                                                                                    |                   |                |                       |
|                             | 13                                                                                                                                       | Investments—other (attach schedule) . . . . .                                                                                           |                   |                | 315,548               |
|                             | 14                                                                                                                                       | Land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____                                 |                   |                |                       |
| 15                          | Other assets (describe ▶ _____)                                                                                                          | 276,053                                                                                                                                 | 201,336           | 201,336        |                       |
| 16                          | Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)                                               | 63,558,067                                                                                                                              | 65,958,636        | 66,737,147     |                       |
| 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 (attach schedule) . . . . .                                                                           |                   |                |                       |
|                             | 22                                                                                                                                       | Other liabilities (describe ▶ _____)                                                                                                    | 200               | 200            |                       |
|                             | 23                                                                                                                                       | Total liabilities (add lines 17 through 22) . . . . .                                                                                   | 200               | 200            |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. |                                                                                                                                         |                   |                |                       |
|                             | 24                                                                                                                                       | Unrestricted . . . . .                                                                                                                  | 63,557,867        | 65,958,436     |                       |
|                             | 25                                                                                                                                       | Temporarily restricted . . . . .                                                                                                        |                   |                |                       |
|                             | 26                                                                                                                                       | Permanently restricted . . . . .                                                                                                        |                   |                |                       |
|                             | Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.                         |                                                                                                                                         |                   |                |                       |
|                             | 27                                                                                                                                       | Capital stock, trust principal, or current funds . . . . .                                                                              |                   |                |                       |
|                             | 28                                                                                                                                       | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                          |                   |                |                       |
|                             | 29                                                                                                                                       | Retained earnings, accumulated income, endowment, or other funds                                                                        |                   |                |                       |
|                             | 30                                                                                                                                       | Total net assets or fund balances (see page 17 of the instructions) . . . . .                                                           | 63,557,867        | 65,958,436     |                       |
|                             | 31                                                                                                                                       | Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .                                              | 63,558,067        | 65,958,636     |                       |

| 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 | 63,557,867 |
| 2                                                           | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 4,048,481  |
| 3                                                           | Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 | 24,710     |
| 4                                                           | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 67,631,058 |
| 5                                                           | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 | 1,672,622  |
| 6                                                           | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 | 65,958,436 |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1a                                                                                                                                | See Additional Data Table |                                              |                                      |                                  |
| b                                                                                                                                 |                           |                                              |                                      |                                  |
| c                                                                                                                                 |                           |                                              |                                      |                                  |
| d                                                                                                                                 |                           |                                              |                                      |                                  |
| e                                                                                                                                 |                           |                                              |                                      |                                  |

|                             |                                            |                                                 |                                              |
|-----------------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price       | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
| a See Additional Data Table |                                            |                                                 |                                              |
| b                           |                                            |                                                 |                                              |
| c                           |                                            |                                                 |                                              |
| d                           |                                            |                                                 |                                              |
| e                           |                                            |                                                 |                                              |

|                                                                                             |                                      |                                               |                                                                                              |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|----------------------------------------------------------------------------------------------|
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                               | (I) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                              |
| a See Additional Data Table                                                                 |                                      |                                               |                                                                                              |
| b                                                                                           |                                      |                                               |                                                                                              |
| c                                                                                           |                                      |                                               |                                                                                              |
| d                                                                                           |                                      |                                               |                                                                                              |
| e                                                                                           |                                      |                                               |                                                                                              |

|   |                                                                                                                                                                                                              |                                                                                     |   |           |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|---|-----------|
| 2 | Capital gain net income or (net capital loss)                                                                                                                                                                | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 } | 2 | 5,309,922 |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>in Part I, line 8 . . . . . |                                                                                     | 3 | 53,406    |

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 page 18 of the instructions before making any entries

|                                                                      |                                          |                                              |                                                           |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-----------------------------------------------------------|
| (a)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2012                                                                 | 2,891,130                                | 62,209,683                                   | 0 04647                                                   |
| 2011                                                                 | 2,727,299                                | 59,134,668                                   | 0 04612                                                   |
| 2010                                                                 | 2,164,796                                | 53,977,125                                   | 0 04011                                                   |
| 2009                                                                 | 2,955,178                                | 47,045,570                                   | 0 06282                                                   |
| 2008                                                                 | 3,575,775                                | 56,381,209                                   | 0 06342                                                   |

|   |                                                                                                                                                                                                                              |   |            |
|---|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 | Total of line 1, column (d). . . . .                                                                                                                                                                                         | 2 | 0 25894    |
| 3 | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years . . . .                                        | 3 | 0 05179    |
| 4 | Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .                                                                                                                                        | 4 | 59,217,067 |
| 5 | Multiply line 4 by line 3. . . . .                                                                                                                                                                                           | 5 | 3,066,674  |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                                                          | 6 | 66,190     |
| 7 | Add lines 5 and 6. . . . .                                                                                                                                                                                                   | 7 | 3,132,864  |
| 8 | Enter qualifying distributions from Part XII, line 4. . . . .<br>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<br>the Part VI instructions | 8 | 3,091,558  |

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

|    |                                                                                                                                                           |    |         |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                               |    |         |
|    | Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)                                                        |    |         |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . . | 1  | 132,379 |
| 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  |         |
| 3  | Add lines 1 and 2. . . . .                                                                                                                                | 3  | 132,379 |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                               | 4  |         |
| 5  | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                         | 5  | 132,379 |
| 6  | Credits/Payments                                                                                                                                          |    |         |
| a  | 2013 estimated tax payments and 2012 overpayment credited to 2013                                                                                         | 6a | 38,547  |
| b  | Exempt foreign organizations—tax withheld at source . . . . .                                                                                             | 6b |         |
| c  | Tax paid with application for extension of time to file (Form 8868)                                                                                       | 6c | 10,000  |
| d  | Backup withholding erroneously withheld . . . . .                                                                                                         | 6d |         |
| 7  | Total credits and payments. Add lines 6a through 6d. . . . .                                                                                              | 7  | 48,547  |
| 8  | Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached                              | 8  | 1,120   |
| 9  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .                                                                   | 9  | 84,952  |
| 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

|    |                                                                                                                                                                                                                                                                                                                                                                  |    |     |    |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 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 | Yes | No |
| b  | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .<br>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. | 1b |     | No |
| c  | Did the foundation file Form 1120-POL for this year? . . . . .                                                                                                                                                                                                                                                                                                   | 1c |     | No |
| d  | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation  \$ _____ (2) On foundation managers  \$ _____                                                                                                                                                                                        |    |     |    |
| e  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____                                                                                                                                                                                                                   |    |     |    |
| 2  | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .<br>If "Yes," attach a detailed description of the activities.                                                                                                                                                                                          | 2  |     | No |
| 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  |     | No |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .                                                                                                                                                                                                                                                            | 4a | Yes |    |
| b  | If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .                                                                                                                                                                                                                                                                                       | 4b | Yes |    |
| 5  | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .<br>If "Yes," attach the statement required by General Instruction T.                                                                                                                                                                                    | 5  |     | No |
| 6  | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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  | Yes |    |
| 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  | Yes |    |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions)<br>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 | Yes |    |
| 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)?<br>If "Yes," complete Part XIV . . . . .                                                                                                | 9  |     | No |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.                                                                                                                                                                                                                              | 10 |     | No |

Part VII-A

Statements Regarding Activities *(continued)*

|                                                                                                                               |                                                                                                                                                                                           |    |     |    |
|-------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-----|----|
| 11                                                                                                                            | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).  | 11 |     | No |
| 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 |     | No |
| 13                                                                                                                            | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                       | 13 | Yes |    |
| Website address N/A                                                                                                           |                                                                                                                                                                                           |    |     |    |
| 14                                                                                                                            | The books are in care of JEFFERSON KNOX Telephone no (706) 595-1907<br>Located at 3133 Washington Rd N W THOMSON GA ZIP +4 30824                                                          |    |     |    |
| 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 |     |    |
| 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 | Yes | No |
| See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country |                                                                                                                                                                                           |    |     |    |

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

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))?                                                                                                                                      | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
|    | (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                                                            | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
|    | (3) Provide a grant to an individual for travel, study, or other similar purposes?                                                                                                                                             | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
|    | (4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).                                                     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?                                                          | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
| b  | If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? | 5b                                                                  |  | No |
|    | 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?                                                                     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?                                                                                                | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
| b  | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                     | 6b                                                                  |  | No |
|    | 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?                                                                                                                           | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |  |    |
| b  | If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?                                                                                                                        | 7b                                                                  |  | No |

Part VIII

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

|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).                     |                                                           |                                           |                                                                       |                                       |
| (a) Name and address                                                                                                         | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| JEFFERSON B A KNOX                                                                                                           | DIRECTOR<br>40 00                                         | 120,000                                   | 27,500                                                                |                                       |
| P O BOX 26<br>THOMSON,GA 30824                                                                                               |                                                           |                                           |                                                                       |                                       |
| 2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE." |                                                           |                                           |                                                                       |                                       |
| (a) Name and address of each employee paid more than \$50,000                                                                | (b) Title, and average hours per week devoted to position | (c) Compensation                          | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
| JUDY WHIDDON                                                                                                                 | ADMINISTRATIVE<br>40 00                                   | 100,000                                   |                                                                       |                                       |
| PO BOX 26<br>THOMSON,GA 30824                                                                                                |                                                           |                                           |                                                                       |                                       |
| ELIZABETH K HOPKINS                                                                                                          | ADMINISTRATIVE<br>10 00                                   | 20,000                                    |                                                                       |                                       |
| 2248 CUMMING ROAD<br>AUGUSTA,GA 30904                                                                                        |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
|                                                                                                                              |                                                           |                                           |                                                                       |                                       |
| Total number of other employees paid over \$50,000.                                                                          |                                                           |                                           |                                                                       |                                       |

Part VIII

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

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

| (a) Name and address of each person paid more than \$50,000                       | (b) Type of service | (c) Compensation |
|-----------------------------------------------------------------------------------|---------------------|------------------|
| NONE                                                                              |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
|                                                                                   |                     |                  |
| Total number of others receiving over \$50,000 for professional services. . . . . |                     |                  |

Part IX-A

Summary of Direct Charitable Activities

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|
| 1                                                                                                                                                                                                                                                      |          |
| 2                                                                                                                                                                                                                                                      |          |
| 3                                                                                                                                                                                                                                                      |          |
| 4                                                                                                                                                                                                                                                      |          |

Part IX-B

Summary of Program-Related Investments (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|------------------------------------------------------------------------------------------------------------------|--------|
| 1                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| 2                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| All other program-related investments. See page 24 of the instructions.                                          |        |
| 3                                                                                                                |        |
|                                                                                                                  |        |
|                                                                                                                  |        |
| Total. Add lines 1 through 3. . . . .                                                                            |        |

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

|   |                                                                                                                    |    |            |
|---|--------------------------------------------------------------------------------------------------------------------|----|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes         |    |            |
| a | Average monthly fair market value of securities. . . . .                                                           | 1a | 59,056,479 |
| b | Average of monthly cash balances. . . . .                                                                          | 1b | 823,677    |
| c | Fair market value of all other assets (see instructions). . . . .                                                  | 1c | 238,694    |
| d | Total (add lines 1a, b, and c). . . . .                                                                            | 1d | 60,118,850 |
| 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  |            |
| 3 | Subtract line 2 from line 1d. . . . .                                                                              | 3  | 60,118,850 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 901,783    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                | 5  | 59,217,067 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                             | 6  | 2,960,853  |

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  | 2,960,853 |
| 2a | Tax on investment income for 2013 from Part VI, line 5. . . . .                                           | 2a | 132,379   |
| b  | Income tax for 2013 (This does not include the tax from Part VI ). . . . .                                | 2b |           |
| c  | Add lines 2a and 2b. . . . .                                                                              | 2c | 132,379   |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                             | 3  | 2,828,474 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                        | 4  |           |
| 5  | Add lines 3 and 4. . . . .                                                                                | 5  | 2,828,474 |
| 6  | Deduction from distributable amount (see instructions). . . . .                                           | 6  |           |
| 7  | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . . | 7  | 2,828,474 |

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 | 3,091,558 |
| b                                                                                                                                                                                            | Program-related investments—total from Part IX-B. . . . .                                                                                                    | 1b |           |
| 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  | 3,091,558 |
| 5                                                                                                                                                                                            | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . . | 5  |           |
| 6                                                                                                                                                                                            | Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .                                                                                      | 6  | 3,091,558 |
| 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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7                                                                                                                                |               |                            |             | 2,828,474   |
| 2 Undistributed income, if any, as of the end of 2013                                                                                                                               |               |                            |             |             |
| a Enter amount for 2012 only. . . . .                                                                                                                                               |               |                            | 2,855,233   |             |
| b Total for prior years 20__, 20__, 20__                                                                                                                                            |               |                            |             |             |
| 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. . . . .                                                                                                                                              |               |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 3,091,558                                                                                                            |               |                            |             |             |
| a Applied to 2012, but not more than line 2a                                                                                                                                        |               |                            | 2,855,233   |             |
| b Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               |                            |             |             |
| c Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              | 0             |                            |             |             |
| d Applied to 2013 distributable amount. . . . .                                                                                                                                     |               |                            |             | 236,325     |
| e Remaining amount distributed out of corpus                                                                                                                                        |               |                            |             |             |
| 5 Excess distributions carryover applied to 2013<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                              |               |                            |             |             |
| 6 Enter the net total of each column as indicated below:                                                                                                                            |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   |               |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                          |               |                            |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |               |                            |             |             |
| d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               |                            |             |             |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            |             |             |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .                                                               |               |                            |             | 2,592,149   |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .                                  |               |                            |             |             |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .                                                                                |               |                            |             |             |
| 9 Excess distributions carryover to 2014.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          |               |                            |             |             |
| 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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary Information (Complete this part only if the organization 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) )

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

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

KNOX FOUNDATION  
3133 WASHINGTON RD  
THOMSON, GA 30814  
(706) 595-1907

b

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

NO SPECIFIC FORMAT

c

Any submission deadlines

NO SPECIFIC DEADLINES

d

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

NONE

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

| Recipient                                           | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                 |                                                                                                           |                                |                                  |           |
| a Paid during the year<br>See Additional Data Table |                                                                                                           |                                |                                  |           |
| Total . . . . .                                     |                                                                                                           |                                | 3a                               | 2,906,525 |
| b Approved for future payment                       |                                                                                                           |                                |                                  |           |
| Total . . . . .                                     |                                                                                                           |                                | 3b                               |           |

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| 9678 EQUITY RESIDENTIAL SH                                                                                                        | P                                            | 2000-07-06                           | 2013-04-23                       |
| 3500 EQUITY RESIDENTIAL SH                                                                                                        | P                                            | 2000-07-06                           | 2013-12-03                       |
| 1890 EQUITY RESIDENTIAL SH                                                                                                        | P                                            | 2000-07-06                           | 2013-12-04                       |
| 189502 FIRST TRUST GLOVAL TARGET                                                                                                  | P                                            | 2012-09-20                           | 2013-10-15                       |
| 15000 RAYONIER INCORPORATED REIT                                                                                                  | P                                            | 2004-01-05                           | 2013-10-17                       |
| 19017 REGIONS FINL CORPORATION                                                                                                    | P                                            | 2004-03-11                           | 2013-12-13                       |
| 5000 CISCO SYSTEMS INCORPORATED                                                                                                   | P                                            | 2012-12-17                           | 2013-10-25                       |
| 2300 MONDOLEZ INTERNATIONAL INC CL A                                                                                              | P                                            | 2012-04-30                           | 2013-03-06                       |
| 1000 FACEBOOK INCOR CL A                                                                                                          | P                                            | 2012-05-18                           | 2013-06-24                       |
| 766 KRAFT FOODS GROUP INC                                                                                                         | P                                            | 2012-04-30                           | 2013-06-24                       |
| 2000 DARDEN RESTAURANTS INC                                                                                                       | P                                            | 2010-06-16                           | 2013-03-06                       |
| 1572 DEERE & CO                                                                                                                   | P                                            | 2010-02-04                           | 2013-10-25                       |
| 1800 EMERSON ELEC COMPANY                                                                                                         | P                                            | 2010-11-24                           | 2013-03-06                       |
| 2500 MARATHON OIL CORPORATION                                                                                                     | P                                            | 2010-08-20                           | 2013-03-06                       |
| 2000 BROADCOM CORP CL A                                                                                                           | P                                            | 2013-07-24                           | 2013-10-29                       |
| 600 BUCKEYE PARTNERS LP UNIT                                                                                                      | P                                            | 2012-06-05                           | 2013-05-21                       |
| 900 DEERE & CO                                                                                                                    | P                                            | 2013-07-22                           | 2013-11-13                       |
| 1000 GLOBAL PAYMENTS INC                                                                                                          | P                                            | 2013-04-04                           | 2013-06-03                       |
| 700 NATIONAL OILWELL VARCO INC                                                                                                    | P                                            | 2013-01-23                           | 2013-12-05                       |
| 1000 NUSTAR ENERGY LP UNIT COM                                                                                                    | P                                            | 2013-06-05                           | 2013-12-05                       |
| 2000 ORACLE CORPORATION                                                                                                           | P                                            | 2013-03-21                           | 2013-06-03                       |
| 750 RAYMOND JAMES FINANCIAL INC                                                                                                   | P                                            | 2013-04-30                           | 2013-05-21                       |
| 1237 030 TCW TOTAL RETURN BOND FUND CL N                                                                                          | P                                            | 2013-10-17                           | 2013-10-17                       |
| 1000 EATON CORP PLC SHS                                                                                                           | P                                            | 2013-04-23                           | 2013-06-05                       |
| 3000 BANK OF AMERICA CORP                                                                                                         | P                                            | 2007-09-06                           | 2013-09-30                       |
| 1280 COUSINS PPTYS INC REIT                                                                                                       | P                                            | 2000-11-17                           | 2013-04-30                       |
| 629 COUSINS PPTYS INC REIT                                                                                                        | P                                            | 2010-09-23                           | 2013-05-02                       |
| 1000 NUSTAR ENERGY LP UNIT COM                                                                                                    | P                                            | 2012-09-11                           | 2013-12-05                       |
| 1800 POWERSHARES EMERGING MKTS SOVEREIGN                                                                                          | P                                            | 2011-12-01                           | 2013-12-19                       |
| 8350 698 TCW TOTAL RETURN BOND FUND CL N                                                                                          | P                                            | 2012-09-13                           | 2013-10-17                       |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (a) List and describe the kind(s) of property sold (e g , real estate,<br>2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b) How<br>acquired<br>P—Purchase<br>D—Donation | (c) Date<br>acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|--------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-----------------------------------------|----------------------------------|
| 8000 TEMPLETON GLOBAL INCOME FD                                                                                                      | P                                               | 2011-12-01                              | 2013-12-20                       |
| 100 US BANCORP PERP PFD SER A NON                                                                                                    | P                                               | 2010-09-09                              | 2013-09-30                       |
| 40400 EQUITY RESIDENTIAL SH                                                                                                          | P                                               | 2000-07-06                              | 2013-10-29                       |
| 6100 EQUITY RESIDENTIAL SH                                                                                                           | P                                               | 2000-07-06                              | 2013-11-05                       |
| 13500 RAYONIER INCORPORATED REIT                                                                                                     | P                                               | 2004-01-05                              | 2013-11-05                       |
| 41500 RAYONIER INCORPORATED REIT                                                                                                     | P                                               | 2004-01-05                              | 2013-11-12                       |
| Capital Gain Dividends                                                                                                               |                                                 |                                         |                                  |
|                                                                                                                                      |                                                 |                                         |                                  |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 557,702               |                                            | 116,184                                         | 441,518                                      |
| 180,451               |                                            | 42,017                                          | 138,434                                      |
| 99,765                |                                            | 22,689                                          | 77,076                                       |
| 2,092,860             |                                            | 2,000,004                                       | 92,856                                       |
| 869,169               |                                            | 273,727                                         | 595,442                                      |
| 179,009               |                                            | 570,696                                         | -391,687                                     |
| 111,999               |                                            | 99,500                                          | 12,499                                       |
| 65,575                |                                            | 59,387                                          | 6,188                                        |
| 23,997                |                                            | 40,018                                          | -16,021                                      |
| 41,295                |                                            | 32,076                                          | 9,219                                        |
| 94,621                |                                            | 88,657                                          | 5,964                                        |
| 130,506               |                                            | 78,268                                          | 52,238                                       |
| 101,772               |                                            | 100,201                                         | 1,571                                        |
| 81,977                |                                            | 46,971                                          | 35,006                                       |
| 54,749                |                                            | 54,100                                          | 649                                          |
| 41,297                |                                            | 29,330                                          | 11,967                                       |
| 74,126                |                                            | 76,309                                          | -2,183                                       |
| 47,476                |                                            | 44,783                                          | 2,693                                        |
| 57,036                |                                            | 51,435                                          | 5,601                                        |
| 50,145                |                                            | 45,069                                          | 5,076                                        |
| 67,694                |                                            | 65,365                                          | 2,329                                        |
| 33,632                |                                            | 31,182                                          | 2,450                                        |
| 12,902                |                                            | 13,030                                          | -128                                         |
| 64,382                |                                            | 58,117                                          | 6,265                                        |
| 54,181                |                                            | 69,054                                          | -14,873                                      |
| 13,806                |                                            | 33,327                                          | -19,521                                      |
| 7                     |                                            | 4                                               | 3                                            |
| 50,145                |                                            | 46,527                                          | 3,618                                        |
| 48,485                |                                            | 48,876                                          | -391                                         |
| 87,098                |                                            | 87,093                                          | 5                                            |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 62,014                |                                            | 75,492                                          | -13,478                                      |
| 75,407                |                                            | 78,516                                          | -3,109                                       |
| 2,170,864             |                                            | 484,999                                         | 1,685,865                                    |
| 324,254               |                                            | 73,230                                          | 251,024                                      |
| 624,905               |                                            | 246,354                                         | 378,551                                      |
| 1,849,581             |                                            | 757,106                                         | 1,092,475                                    |
|                       |                                            |                                                 |                                              |
|                       |                                            |                                                 | 767,055                                      |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | 441,518                                                                                |
|                                                                                             |                                   |                                            | 138,434                                                                                |
|                                                                                             |                                   |                                            | 77,076                                                                                 |
|                                                                                             |                                   |                                            | 92,856                                                                                 |
|                                                                                             |                                   |                                            | 595,442                                                                                |
|                                                                                             |                                   |                                            | -391,687                                                                               |
|                                                                                             |                                   |                                            | 12,499                                                                                 |
|                                                                                             |                                   |                                            | 6,188                                                                                  |
|                                                                                             |                                   |                                            | -16,021                                                                                |
|                                                                                             |                                   |                                            | 9,219                                                                                  |
|                                                                                             |                                   |                                            | 5,964                                                                                  |
|                                                                                             |                                   |                                            | 52,238                                                                                 |
|                                                                                             |                                   |                                            | 1,571                                                                                  |
|                                                                                             |                                   |                                            | 35,006                                                                                 |
|                                                                                             |                                   |                                            | 649                                                                                    |
|                                                                                             |                                   |                                            | 11,967                                                                                 |
|                                                                                             |                                   |                                            | -2,183                                                                                 |
|                                                                                             |                                   |                                            | 2,693                                                                                  |
|                                                                                             |                                   |                                            | 5,601                                                                                  |
|                                                                                             |                                   |                                            | 5,076                                                                                  |
|                                                                                             |                                   |                                            | 2,329                                                                                  |
|                                                                                             |                                   |                                            | 2,450                                                                                  |
|                                                                                             |                                   |                                            | -128                                                                                   |
|                                                                                             |                                   |                                            | 6,265                                                                                  |
|                                                                                             |                                   |                                            | -14,873                                                                                |
|                                                                                             |                                   |                                            | -19,521                                                                                |
|                                                                                             |                                   |                                            | 3                                                                                      |
|                                                                                             |                                   |                                            | 3,618                                                                                  |
|                                                                                             |                                   |                                            | -391                                                                                   |
|                                                                                             |                                   |                                            | 5                                                                                      |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                   |                                            | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|-----------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any |                                                                                        |
|                                                                                             |                                   |                                            | -13,478                                                                                |
|                                                                                             |                                   |                                            | -3,109                                                                                 |
|                                                                                             |                                   |                                            | 1,685,865                                                                              |
|                                                                                             |                                   |                                            | 251,024                                                                                |
|                                                                                             |                                   |                                            | 378,551                                                                                |
|                                                                                             |                                   |                                            | 1,092,475                                                                              |
|                                                                                             |                                   |                                            |                                                                                        |
|                                                                                             |                                   |                                            |                                                                                        |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                               | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                     |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                    |                                                                                                           |                                |                                  |           |
| AUGUSTA BALLET INC 1301 GREEN ST<br>AUGUSTA,GA 30904                    | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 45,000    |
| AUGUSTA CHILDREN CHORALE PO BOX 115383<br>AUGUSTA,GA 30919              | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 15,000    |
| AUGUSTA CHORAL SOCIETY PO BOX 1402<br>AUGUSTA,GA 30903                  | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 28,000    |
| AUGUSTA PLAYERS INC PO BOX 2352<br>AUGUSTA,GA 30903                     | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 35,000    |
| AUGUSTA SYMPHONY PO BOX 579<br>AUGUSTA,GA 30903                         | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 349,225   |
| CSRA HUMANE SOCIETY PO BOX 14667<br>AUGUSTA,GA 30919                    | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 25,000    |
| GACAROLINA COUNCILBSA PO BOX 2247<br>AUGUSTA,GA 30903                   | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 15,000    |
| GERTRUDE HERBERT ART INS 506 TELFAIR STREET<br>AUGUSTA,GA 30901         | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 55,000    |
| GOLDEN HARVEST FOOD BANK 3310 COMMERCE DRIVE<br>AUGUSTA,GA 30909        | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 35,000    |
| GREATER AUGUSTA ARTS COUNCIL 1301 GREEN STREET<br>AUGUSTA,GA 30901      | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 18,000    |
| THE HALE FOUNDATION 402 WALKER STREET<br>AUGUSTA,GA 30902               | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 40,000    |
| HISTORIC AUGUSTA INC PO BOX 37<br>AUGUSTA,GA 30903                      | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 53,000    |
| SACRED HEART CULTURAL CENTER INC 1301 GREENE STREET<br>AUGUSTA,GA 30901 | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 135,000   |
| UNITED WAY OF CSRA PO BOX 1724<br>AUGUSTA,GA 30904                      | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 20,000    |
| EMPTY STOCKING FUND PO BOX 1928<br>AUGUSTA,GA 30903                     | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 5,000     |
| <b>Total . . . . . ▶ 3a</b>                                             |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |           |
| TUESDAY MUSIC LIVE 605 REYNOLDS ST AUGUSTA,GA 30901                                                                    | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 5,000     |
| AMERICAN CANCER SOCIETY PO BOX 539 THOMSON,GA 30824                                                                    | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 4,300     |
| ACTION MINISTRIES INC PO BOX 2001 AUGUSTA,GA 30903                                                                     | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 30,000    |
| CHILD ENRICHMENT INC PO BOX 12036 AUGUSTA,GA 30914                                                                     | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 48,000    |
| AMERICAN RED CROSS 1322 ELLIS STREET AUGUSTA,GA 30901                                                                  | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 60,000    |
| FAMILY Y 3617 WALTON WAY AUGUSTA,GA 30909                                                                              | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 165,000   |
| SALVATION ARMY PO BOX 2523 AUGUSTA,GA 30903                                                                            | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 41,000    |
| WESLEYAN COLLEGE 4760 FORSYTH ROAD MACON,GA 31210                                                                      | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 20,000    |
| WIMBERLY HOUSE MINISTRIES PO BOX 50 WAYNESBORO,GA 30830                                                                | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 10,000    |
| HOPE HOUSE FOR WOMEN PO BOX 3597 AUGUSTA,GA 30914                                                                      | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 15,000    |
| FELLOWSHIP OF CHRISTIAN PO BOX 204168 AUGUSTA,GA 30917                                                                 | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| BOYS GIRLS CLUB CSRA 206 MILLEDGE ROAD AUGUSTA,GA 30904                                                                | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 61,000    |
| AUGUSTA PREPARATORY DAY 285 FLOWING WELLS ROAD AUGUSTA,GA 30907                                                        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 69,000    |
| AUGUSTA MUSEUM OF HISTORY 560 REYNOLDS ST AUGUSTA,GA 30901                                                             | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 55,000    |
| SE NATURAL SCIENCES 1858 LOCK DAM RD AUGUSTA,GA 30906                                                                  | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 15,000    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |           |
| EASTER SEALS PO BOX 2441<br>AUGUSTA,GA 30903                                                                           | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 17,000    |
| CHURCH OF THE GOOD SHEPHERD<br>1105 FURYS LANE STE C<br>MARTINEZ,GA 30907                                              | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 30,000    |
| MOLLYS MILITIA INC 501 LAUREL<br>LAKES DRIVE<br>BELVEDERE,SC 29860                                                     | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| RACHEL LONGSTREET<br>FOUNDATION PO BOX 2247<br>AUGUSTA,GA 30903                                                        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 55,500    |
| UNIVERSITY HEALTH CARE<br>FOUNDAT 2100 CENTRAL AVE<br>SUITE D-1<br>AUGUSTA,GA 30904                                    | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 25,000    |
| AUGUSTA MINI THEATRE 430 8TH<br>STREET<br>AUGUSTA,GA 30901                                                             | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 15,000    |
| HERITAGE ACADEMY 2230 BROAD<br>STREET<br>AUGUSTA,GA 30904                                                              | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 336,000   |
| JUD C HICKEY CENTER 1901<br>CENTRAL AVE<br>AUGUSTA,GA 30904                                                            | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 15,000    |
| WESTMINISTER SCHOOL 3067<br>WHEELER ROAD<br>AUGUSTA,GA 30909                                                           | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 65,500    |
| ST JOHN UMC PO BOX 444<br>AUGUSTA,GA 30903                                                                             | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 4,000     |
| STORYLAND THEATRE PO BOX<br>14875<br>AUGUSTA,GA 30919                                                                  | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 17,000    |
| AQUINAS HIGH SCHOOL 1920<br>HIGHLAND AVENUE<br>AUGUSTA,GA 30904                                                        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 2,000     |
| COLLEGE OF CHARLESTON<br>FOUNDATI 66 GEORGE STREET<br>CHARLESTON,SC 29424                                              | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 20,000    |
| JUNIOR ACHIEVEMENT OF<br>GEORGIA PO BOX 1089<br>AUGUSTA,GA 30901                                                       | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 3,500     |
| THE LYDIA PROJECT INC 1321<br>ARSENAL AVE<br>AUGUSTA,GA 30904                                                          | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 22,500    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |           |
| UGA TEE-OFF CLUB 120<br>PENDLETON DR<br>ATHENS,GA 30606                                                                | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 2,500     |
| COASTAL EMPIRE POLIO<br>SURVIVORS 112 VAN NUYS BLVD<br>SAVANNAH,GA 31419                                               | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 3,000     |
| NEW BETHLEHEM COMMUNITY CTR<br>1336 CONKLIN AVE<br>AUGUSTA,GA 30901                                                    | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 12,000    |
| GIRL SCOUTS OF HISTORIC<br>GEORGIA 4150 FA A ROAD<br>CUMMING,GA 30041                                                  | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 15,000    |
| MCDUFFIE COUNTY HOSPITAL<br>FOUNDATION 521 HILL ST SW<br>THOMSON,GA 30824                                              | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 4,000     |
| ST SIMONS LAND TRUST 1624<br>FREDERICA RD STE 6<br>ST SIMONS ISLAND,GA 31522                                           | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 1,500     |
| THOMSON-MCDUFFIE CHAMBER<br>OF COMMERC 111 RAILROAD ST<br>THOMSON,GA 30824                                             | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| AUGUSTA ARSENAL SOCCER CLUB<br>3824 MADDOX RD<br>AUGUSTA,GA 30909                                                      | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 6,000     |
| AUGUSTA CHRISTIAN SCHOOLS<br>313 BASTON RD<br>MARTINEZ,GA 30907                                                        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| AUGUSTA EXCHANGE CLUB<br>CHARITY PO BOX 3884<br>AUGUSTA,GA 30914                                                       | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 7,500     |
| IMPERIAL THEATER 749 BROAT<br>ST<br>AUGUSTA,GA 30901                                                                   | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 18,000    |
| MADISON MORGAN CULTURAL<br>CENTER 434 S MAIN STREET<br>MADISON,GA 30650                                                | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| PAINE COLLEGE 1235 15TH ST<br>AUGUSTA,GA 30901                                                                         | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 3,500     |
| TRINITY ON THE HILL 1330<br>MONTE SANTO AVE<br>AUGUSTA,GA 30904                                                        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 21,700    |
| UNITED METHODIST CHILDRENS<br>HOME 325 8TH STREET<br>AUGUSTA,GA 30901                                                  | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 14,200    |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                    | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                          |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                         |                                                                                                           |                                |                                  |           |
| AUGUSTA CHARITY CLASSIC FUND<br>PO Box 204168<br>AUGUSTA,GA 30917            | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 1,600     |
| AUGUSTA ROWING CLUB 101<br>Riverfront Dr<br>AUGUSTA,GA 30901                 | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 20,000    |
| AUGUSTA TRAINING SHOP 1704<br>Jenkins Street<br>AUGUSTA,GA 30904             | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| FIRST UNITED METHODIST CHURCH 802 N Liberty St<br>WAYNESBORO,GA 30907        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| GEORGIA METH PROJECT INC PO<br>Box 724436<br>ATLANTA,GA 31139                | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 20,000    |
| GEORGIA PUBLIC BROADCASTING<br>260 14th Street NW<br>ATLANTA,GA 30318        | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 1,000     |
| HARRY JACOBS CHAMBER MUSIC SOCIETY Post Box No 15286<br>AUGUSTA,GA 30919     | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| LUCY CRAFT LANEY THE DELTA HOUSE IN 1116 Phillips Street<br>AUGUSTA,GA 30901 | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 7,500     |
| MORRIS MUSEUM OF ART 1 Tenth Street<br>AUGUSTA,GA 30901                      | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 12,000    |
| SMILE TRAIN 41 Madison Ave 28th Floor<br>NEWYORK,NY 10010                    | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| AUGUSTA STATE UNIVERSITY FOUNDATION 2500 WALTON WAY<br>AUGUSTA,GA 30904      | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 1,000     |
| EPISCOPAL DAY SCHOOL 2248 WALTON WAY<br>AUGUSTA,GA 30904                     | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 1,000     |
| FAMILY Y OF THOMPSON 510 WEST HILL STREET<br>THOMPSON,GA 30824               | NONE                                                                                                      | EXEMPT                         | GENERL SUPPORT                   | 10,000    |
| FIRST PRESBYTERIAN CHURCH OF AUGUST 642 TELFAIR STREET<br>AUGUSTA,GA 30901   | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 9,500     |
| GEORGIA HUMANITIES COUNCIL 50 HERTZ PLAZA<br>ATLANTA,GA 30303                | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| <b>Total . . . . . ▶ 3a</b>                                                  |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                             | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|---------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                   |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                                  |                                                                                                           |                                |                                  |           |
| MACH ACADEMY INC 1850 CHESTER AVE AUGUSTA,GA 30906                                    | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HERTZ PLAZA ATLANTA,GA 30303                   | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| UNITED WAY OF MCDUFFIE COUNTY P O BOX 87 THOMPSON,GA 30824                            | NONE                                                                                                      | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| ALZHEIMERS ASSOCIATION OF GA CHAPTE 7022 EVANS TOWNE CENTER BLVD EVANS,GA 30809       | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 20,000    |
| AUGUSTA RESCUE MISSION 526 WALKER STREET AUGUSTA,GA 30901                             | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 1,000     |
| EAST LAKE COMMUNITY FOUNDATION 2606 ALSTON DRIVE ATLANTA,GA 30317                     | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| FAMILY COUNSELING CENTER OF THE CSR 3711 EXECUTIVE CENTER SUITE 201 MARTINEZ,GA 30907 | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| FERST FOUNDATION FOR CHILDHOOD P O BOX 1327 MADISON,GA 30650                          | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| FIRESIDE INDUSTRIES P O BOX 2525 AUGUSTA,GA 30903                                     | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 15,000    |
| GLASCOCK CO PUBLIC LIBRARY RAILROAD AVENUE GIBSON,GA 30810                            | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 2,000     |
| IKE JUSTINE WASHINGTON FOUNDATION 2500 WALTON WAY AUGUSTA,GA 30901                    | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 1,000     |
| MERCER UNIVERSITY 1400 COLEMAN AVENUE MACON,GA 31207                                  | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| SE FIREFIGHTERS BURN FOUNDATION 3614 DEWEY GRAY CIRCLE BLDG C AUGUSTA,GA 30909        | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 5,000     |
| THOMSON MCDUFFIE LIBRARY WASHINGTON ROAD THOMSON,GA 30324                             | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 5,600     |
| UGA FOUNDATION- TERRY COLLEGE OF BU UGA CAMPUS ATHENS,GA 30602                        | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 1,200     |
| <b>Total . . . . . ➡ 3a</b>                                                           |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |           |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |           |
| WOODLAWN METHODIST CHURCH<br>2220 WALTON WAY<br>AUGUSTA,GA 30904                                                       | N/A                                                                                                       | EXEMPT                         | GENERAL SUPPORT                  | 10,000    |
| AMERICAN CANCER SOCIETY -<br>AUGUSTA 2607 COMMONDS<br>BOULEVARD<br>AUGUSTA,GA 30909                                    | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 9,000     |
| AQUARIUS FOUNDATION INC P O<br>BOX 1215<br>ISLAMABORA,FL 33036                                                         | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 20,000    |
| ARTS NOW 100 EDGEWOOD<br>AVENUE STE 100<br>ATLANTA,GA 30303                                                            | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 10,000    |
| AUGUSTA'S HISTORIC COTTAGE<br>CEMETARY 500 NORWICH RD<br>WAVERLY VILL 1<br>AUGUSTA,GA 30909                            | NONE                                                                                                      | EXEMPT                         | DONATION                         | 5,000     |
| CENTER FOR NEW BEGINNINGS P<br>O BOX 1066<br>WAYNESBORO,GA 30830                                                       | NONE                                                                                                      | EXEMPT                         | COMMUNITY OUTREACH               | 20,000    |
| COMMUNITY FOUNDATION FOR<br>THE CSRA P O BOX 31358<br>AUGUSTA,GA 30903                                                 | NONE                                                                                                      | EXEMPT                         | COMMUNITY OUTREACH               | 10,000    |
| EPISCOPAL DIOCESE OF GEORGIA<br>611 EAST BAY STREET<br>SAVANNAH,GA 31401                                               | NONE                                                                                                      | EXEMPT                         | RELIGIOUS                        | 5,000     |
| FAMILY PROMISE OF AUGUSTA<br>2177 CENTRAL AVENUE<br>AUGUSTA,GA 30904                                                   | NONE                                                                                                      | EXEMPT                         | COMMUNITY OUTREACH               | 30,000    |
| FIRST TEE OF AUGUSTA 3165<br>DAMASCUS ROAD<br>AUGUSTA,GA 30909                                                         | NONE                                                                                                      | EXEMPT                         | COMMUNITY OUTREACH               | 10,000    |
| GEORGIA 4-h FOUNDATION 306<br>HOKE SMITH ANNEX<br>ATHENS,GA 30602                                                      | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 2,200     |
| GREATER AUGUSTA PARTNERSHIP<br>FOR LIT P O BOX 16454<br>AUGUSTA,GA 30919                                               | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 5,000     |
| LE CHAT NOIR INC 304 8TH<br>STREET<br>AUGUSTA,GA 30901                                                                 | N/A                                                                                                       | EXEMPT                         | EDUCATIONAL                      | 2,000     |
| MANNA INC 451 E HILL STREET<br>THOMSON,GA 30824                                                                        | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 30,000    |
| MOUNTAIN CHALLENGE P O BOX<br>523<br>CASHIERS,NC 28717                                                                 | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 2,000     |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 2,906,525 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient                                                                   | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount    |
|-----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|-----------|
| Name and address (home or business)                                         |                                                                                                           |                                |                                  |           |
| <b>a</b> <i>Paid during the year</i>                                        |                                                                                                           |                                |                                  |           |
| NATURE CONVERVANCY IN GEORGIA P O BOX 2404 AUGUSTA,GA 30903                 | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 31,000    |
| REINHARDT UNIVERSITY 7300 REINHARDT CIRCLE WALESKA,GA 30183                 | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 25,000    |
| RONALD MCDONALD HOUSE CHARITIES OF 938 GREENE STREET AUGUSTA,GA 30901       | NONE                                                                                                      | EXEMPT                         | COMMUNITY OUTREACH               | 150,000   |
| THS BOOSTERS CLUB 160 WHITE OAK ROAD THOMSON,GA 30824                       | N/A                                                                                                       | EXEMPT                         | EDUCATIONAL                      | 5,500     |
| TUTTLE NEWTON HOUSE 2196 CENTRAL AVENUE AUGUSTA,GA 30904                    | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 5,000     |
| UGA FOUNDATION 394 SOUTH MILLEDGE AVENUE ATHENS,GA 30602                    | N/A                                                                                                       | EXEMPT                         | EDUCATIONAL                      | 10,000    |
| UGA FOUNDATION HOLBROOK SOCIETY 90 CARLTON STREET ATHENS,GA 30602           | NONE                                                                                                      | EXEMPT                         | EDUCATIONAL                      | 10,000    |
| WALTON FOUNDATION FOR INDEPENDENCE 1355 INDEPENDENCE DRIVE AUGUSTA,GA 30901 | NONE                                                                                                      | EXEMPT                         | COMMUNITY OUTREACH               | 20,000    |
| WESTERN AMATEUR 2013 INC 400 W CAPITAL AVENUE STE 2000 LITTLE ROCK,AR 72201 | N/A                                                                                                       | EXEMPT                         | EDUCATIONAL                      | 5,000     |
| WIMBERLY HOUSE MINISTRIES P O BOX 50 WAYNESBORO,GA 30830                    | N/A                                                                                                       | EXEMPT                         | RELIGIOUS                        | 2,000     |
| <b>Total . . . . .</b>                                                      |                                                                                                           |                                | <b>3a</b>                        | 2,906,525 |

**TY 2013 Accounting Fees Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Category        | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------|--------|--------------------------|------------------------|---------------------------------------------|
| ACCOUNTING FEES | 8,200  | 4,100                    | 0                      | 4,100                                       |

**TY 2013 Investments - Land Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Category/ Item         | Cost/Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|------------------------|------------------|--------------------------|------------|-------------------------------|
| Furniture and Fixtures | 46,432           | 32,801                   | 13,631     | 46,432                        |
| Buildings              | 4,844,606        | 1,412,659                | 3,431,947  | 4,844,606                     |
| Land                   | 1,369,309        |                          | 1,369,309  | 1,369,309                     |

## TY 2013 Investments - Other Schedule

**Name:** THE KNOX FOUNDATION

**EIN:** 58-6163728

**Software ID:** 13000170

**Software Version:** 2013v3.1

| Category/ Item           | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|--------------------------|-----------------------|------------|-------------------------------|
| TCW TOTAL RETURNMBS FUND | FMV                   |            | 315,548                       |
| BUCKEYE PARTNERS         | FMV                   |            |                               |

**TY 2013 Legal Fees Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Category   | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------|--------|--------------------------|------------------------|---------------------------------------------|
| LEGAL FEES | 2,378  | 1,189                    | 0                      | 1,189                                       |

**TY 2013 Other Assets Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Description       | Beginning of Year -<br>Book Value | End of Year - Book<br>Value | End of Year - Fair<br>Market Value |
|-------------------|-----------------------------------|-----------------------------|------------------------------------|
| ACCRUED DIVIDENDS | 276,053                           | 201,336                     | 201,336                            |

## TY 2013 Other Decreases Schedule

**Name:** THE KNOX FOUNDATION

**EIN:** 58-6163728

**Software ID:** 13000170

**Software Version:** 2013v3.1

| Description                       | Amount |
|-----------------------------------|--------|
| NON DEDUCTIBLE EXPENSES FROM K-1S | 235    |
| UNRELATED BUSINESS TAXES          | 51,413 |

**TY 2013 Other Expenses Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Description                              | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|------------------------------------------|-----------------------------------|--------------------------|---------------------|------------------------------------------|
| MISCELLANEOUS EXPENSE                    | 14,360                            | 7,180                    |                     | 7,180                                    |
| OFFICE SUPPLIES                          | 1,129                             | 465                      |                     | 465                                      |
| COMPUTER                                 | 892                               | 446                      |                     | 446                                      |
| MEMBERSHIP DUES                          | 108                               | 54                       |                     | 54                                       |
| POSTAGE                                  | 78                                | 39                       |                     | 39                                       |
| TRAVEL EXPENSES                          | 500                               | 250                      |                     | 250                                      |
| SECTION 1231 LOSS                        | 56                                | 56                       |                     |                                          |
| CONTRIBUTIONS FROM PASS THRU<br>ENTITIES | 67                                | 34                       |                     | 33                                       |
| EMPLOYEE HEALTH INSURANCE                | 29,584                            | 14,792                   |                     | 14,792                                   |
| Rental Expenses                          | 98,827                            | 98,827                   |                     |                                          |

## TY 2013 Other Income Schedule

**Name:** THE KNOX FOUNDATION

**EIN:** 58-6163728

**Software ID:** 13000170

**Software Version:** 2013v3.1

| Description            | Revenue And<br>Expenses Per Books | Net Investment<br>Income | Adjusted Net Income |
|------------------------|-----------------------------------|--------------------------|---------------------|
| MISCELLEANOUS RECEIPTS | -16,006                           |                          |                     |

**TY 2013 Other Professional Fees Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Category        | Amount  | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-----------------|---------|--------------------------|------------------------|---------------------------------------------|
| INVESTMENT FEES | 143,727 | 143,727                  | 0                      | 0                                           |

**TY 2013 Taxes Schedule****Name:** THE KNOX FOUNDATION**EIN:** 58-6163728**Software ID:** 13000170**Software Version:** 2013v3.1

| Category           | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------------|--------|--------------------------|------------------------|---------------------------------------------|
| PAYROLL TAXES      | 17,970 | 8,985                    |                        | 8,985                                       |
| FOREIGN TAXES PAID | 286    | 286                      |                        |                                             |