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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

▶ Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.
▶ Information about Form 990-PF and its instructions is at *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
PHIL HARDIN FOUNDATION

% SHERYL FELTENSTEIN

Number and street (or P O box number if mail is not delivered to street address)
2750 NORTH PARK DRIVE
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
MERIDIAN, MS 39305

A Employer identification number
64-6024940

B Telephone number (see instructions)
(601) 483-4282

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 50,466,624

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(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)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,435,597	1,435,597		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,036,023			
	b	Gross sales price for all assets on line 6a 5,622,400				
	7	Capital gain net income (from Part IV, line 2)		2,036,023		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,146			
	12	**Total.** Add lines 1 through 11	3,472,766	3,471,620		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	172,554	146,671		25,883
	14	Other employee salaries and wages	186,764			186,764
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	8,240	8,240	0	0
	c	Other professional fees (attach schedule)	46,256	37,352		8,904
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	87,696			87,696
	19	Depreciation (attach schedule) and depletion	50,273			
	20	Occupancy	7,413			7,413
	21	Travel, conferences, and meetings	26,822			26,822
	22	Printing and publications				
	23	Other expenses (attach schedule)	44,195	155		44,040
	24	**Total operating and administrative expenses.** Add lines 13 through 23	630,213	192,418	0	387,522
	25	Contributions, gifts, grants paid	1,733,100			1,733,100
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,363,313	192,418	0	2,120,622
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,109,453			
	b	**Net investment income** (if negative, enter -0-)		3,279,202		
	c	**Adjusted net income** (if negative, enter -0-)				

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	1,208,505	267,323	267,323
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 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)	14,661,292	16,425,403	45,433,002
	c	Investments—corporate bonds (attach schedule)	4,373,753	4,707,945	4,766,299
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ 1,213,959 Less accumulated depreciation (attach schedule) ▶ 271,524	990,102	942,435	
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	21,233,652	22,343,106	50,466,624
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 ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	2,108,651		
	25	Temporarily restricted	19,125,001	22,343,106	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	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)	21,233,652	22,343,106	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	21,233,652	22,343,106	

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	21,233,652
2	Enter amount from Part I, line 27a	2	1,109,453
3	Other increases not included in line 2 (itemize) ▶	3	1
4	Add lines 1, 2, and 3	4	22,343,106
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	22,343,106

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,036,023
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	2,063,074	43,605,254	0 047313
2011	1,656,089	40,550,038	0 040841
2010	1,974,612	36,232,427	0 054498
2009	2,868,531	32,783,514	0 087499
2008	1,911,316	40,348,775	0 04737

2	**Total** of line 1, column (d)	2	0 277521
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 055504
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	46,634,669
5	Multiply line 4 by line 3	5	2,588,411
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	32,792
7	Add lines 5 and 6	7	2,621,203
8	Enter qualifying distributions from Part XII, line 4	8	2,120,622

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	65,584
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	65,584
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	65,584
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 111,258		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d — 0		
7	Total credits and payments Add lines 6a through 6d	7	111,258
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	45,674
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 45,674 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	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		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
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) ▶MS			
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)? *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 ▶www philhardin org

14 The books are in care of ▶SHERYL FELTENSTEIN Telephone no ▶(601) 483-4282

Located at ▶2750 NORTH PARK DRIVE MERIDIAN MS ZIP+4 ▶39305

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 | |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . .	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		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?. . . . . ☐ **Yes** ☑ **No**			
	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?. . . . . ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).*	3b		
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))? ☐ Yes ☑ No

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
See Additional Data Table				

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
SHERYL FELTENSTEIN 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	OFFICE MANAGER 40 0	56,126	4,200	0
REBECCA COMBS DULANEY 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	CEO 40 0	105,548	7,926	0
Total number of other employees paid over $50,000 ▶				2

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
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	46,624,042
b	Average of monthly cash balances	1b	720,800
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	47,344,842
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	47,344,842
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	710,173
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	46,634,669
6	**Minimum investment return.** Enter 5% of line 5	6	2,331,733

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	2,331,733
2a	Tax on investment income for 2013 from Part VI, line 5	2a	65,584		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	65,584
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,266,149
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,266,149
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	2,266,149

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	2,120,622
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,120,622
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	2,120,622

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,266,149
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			676,922	
b Total for prior years 2011 , 2010 , 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 2,120,622				
a Applied to 2012, but not more than line 2a			676,922	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				1,443,700
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				822,449
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.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . . 0				

Part XIV Private 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)

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

Part XV Supplementary Information (Complete this part only if the 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

REBECCA COMBS DULANEY PHIL HARDIN
2750 NORTH PARK DRIVE MERIDIAN MS
MERIDIAN, MS 39305
(601) 483-4282

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

APPLICATION MUST INCLUDE IRS TAX EXEMPT DETERMINATION LETTER, LIST OF BOARD MEMBERS, AFFILIATIONS AND CONTACT INFO, MOST RECENT AUDITED F/S INCLUDING 990, COPY OF OPERATING BUDGET, LIST OF PAST AND PRESENT FUNDERS APPLICATIONS CAN BE FOUND AT PHILHARDIN ORG

c Any submission deadlines

APPLICATIONS MAY BE SUBMITTED AT ANY TIME

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

EXCLUSIVELY FOR EDUCATION PURPOSES FOR MISSISSIPPI RESIDENTS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,733,100
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				5,085,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a OTHER INCOME					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,435,597	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,036,023	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				3,471,620	1,146

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 3,472,766

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

******	2014-04-24	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
DENA C LAGENDIJK		2014-04-29		
Firm's name ▶	REA SHAW GIFFIN & STUART LLP		Firm's EIN ▶	
Firm's address ▶	2415 9TH ST MERIDIAN, MS 39301		Phone no (601) 693-2841	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ROBERT F WARD 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	PRESIDENT 4 0	31,114	0	0
JOE S COVINGTON JR 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	DIRECTOR 4 0	19,804	0	0
ROBERT DEEN JR 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	SENIOR VICE PRESIDENT 4 0	25,458	0	0
STEPHEN O MOORE 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	TREASURER 4 0	25,458	0	0
RONNIE L WALTON 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	SECRETARY 4 0	25,458	0	0
MARTIN DAVIDSON 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	VICE PRESIDENT OF INVESTMENTS 4 0	25,458	0	0
JIM MCGINNIS 2750 NORTH PARK DRIVE MERIDIAN, MS 39305	DIRECTOR 4 0	19,804	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA ATLANTA,GA 30303			ANNUAL MEMBERSHIP DUES	3,000
UNITED WAY OF EAST MS AND WEST AL PO BOX 5376 MERIDIAN,MS 39302			IMAGINATION LIBRARY	35,000
THE UNIVERSITY OF MISSISSIPPI PO BOX 1848 UNIVERSITY,MS 38677			PAUL H PARKER, MD GATRO CHAIR TO HONOR MARK PORTER	100,000
COMMUNITY FOUNDATION OF EAST MS 2212 B STREET MERIDIAN,MS 39301			MERIDIAN MAIN STREET INTERN EDUCATION PROGRAM	30,000
MAGNOLIA SPEECH SCHOOL 733 FLAG CHAPEL ROAD JACKSON,MS 39209			PREPARING PRESCHOOL CHILDREN WITH MULTIPLE DISABILITIES FOR THE MAINSTREAM	50,000
MISSISSIPPI MUSEUM OF NATURAL SCIENCE FOUNDATION 2148 RIVERSIDE DRIVE JACKSON,MS 39202			PLAYING IN THE DIRT TO MAKE KIDS SMARTER AND FIT EARLY CHILDHOOD INITATIVE	39,000
LAUREN ROGERS MUSEUM OF ART PO BOX 1108 LAUREL,MS 39441			ART REACH ENDOWMENT	20,000
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6018 MISSISSIPPI STATE,MS 39762			A GIFT TO MSU-MERIDIAN AND THE COLLEGE OF ARTS AND SCIENCES AT MSU	125,000
MERIDIAN PUBLIC SCHOOL DISTRICT 1019 25TH AVENUE MERIDIAN,MS 39301			RECRUITING AND RETAINING EFFECTIVE TEACHERS AND LEADERS	203,000
BOYS AND GIRLS CLUB OF EAST MISSISSIPPI 1717 45TH AVENUE MERIDIAN,MS 39307			PROJECT LEARN IMPLEMENTATION	50,000
GRANTMAKERS FOR EDUCATION 720 SW WASHINGTON STREET PORTLAND,OR 97205			DUES	500
JUNIOR AUXILIARY OF MERIDIAN PO BOX 3194 MERIDIAN,MS 39303			READING IS FUNDAMENTAL FOR 2012-2013 SCHOOL YEAR	6,000
MERIDIAN COMMUNITY COLLEGE 910 HIGHWAY 19 NORTH MERIDIAN,MS 39307			MCC STRANAHAM FOUNDATION & PHF PARTNERSHIP FOR BEEP	103,000
MERIDIAN COMMUNITY COLLEGE FOUNDATION 910 HIGHWAY 19 NORTH MERIDIAN,MS 39307			ANNUAL PHIL HARDIN FOUNDATION SCHOLARSHIPS	10,000
MERIDIAN MUSEUM OF ART PO BOX 5773 MERIDIAN,MS 39302			ARISTRY	25,000
Total . . . . ▶ **3a**				1,733,100

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MERIDIAN PUBLIC SCHOOL DISTRICT 1019 25TH AVENUE MERIDIAN,MS 39301			RECRUITMENT, EXPANSION, CREATION AND DEVELOPMENT TO HELP STRUGGLING CHILDREN LEARN TO READ	277,250
MISSISSIPPI ARTS COMMISSION 501 NORTH WEST STREET JACKSON,MS 39201			WHOLE SCHOOLS INITATIVE SUMMER INSTITUTE AND RETREATS	30,000
MS CENTER FOR EDUCATION INNOVATION INC 200 SOUTH LAMAR STREET SUITE 100-S JACKSON,MS 39201			SHARING SERVICES OF MISSISSIPPI'S CHILDREN	68,200
THE MONTGOMERY INSTITUTE PO BOX 1889 MERIDIAN,MS 39301			FREEDOM PROJECT	51,500
MISSISSIPPI COMMISSION FOR VOLUNTEER SERVICE 3825 RIDGEWOOD ROAD SUITE 601 JACKSON,MS 39211			POSITIONED FOR PROGRESS 2013 ECONOMIC IMPACT THROUGH COMMUNITY ENGAGEMENT	5,000
THE WOMENS FUND OF MISSISSIPPI 120 NORTH CONGRESS STREET SUITE 90 JACKSON,MS 39201			FOCUS ON THE FUTURE EDUCATION OF MS CHILDREN & THE WOMEN'S FUND OF MS	30,000
HOPE VILLAGE FOR CHILDREN PO BOX 26 MERIDIAN,MS 39302			TENTH ANNIVERSARY CELEBRATION GRANT	5,000
THE MS SCHOOL FOR MATHEMATICS AND SCIENCE FOUND 1100 COLLEGE STREET COLUMBUS,MS 39701			RECRUITING AND RETAINING MISSISSIPPI'S EXCEPTIONAL STUDENTS	100,000
TRINITY DYSLEXIA CENTER 4223 POPLAR SPRINGS DRIVE MERIDIAN,MS 39305			AFTERSCHOOL READING TUTORING PROGRAM	11,700
NATIONAL COUNCIL ON TEACHER QUALITY 1420 NEW YORK AVENUE SUITE 800 WASHINGTON,DC 20005			NCTQ TEACHER PREP REVIEW IN MISSISSIPPI	5,000
PUCKETT ATTENDANCE CENTER LIBRARY 6382 HIGHWAY 18 PUCKETT,MS 39151			COMMON CORE READINESS PROGRAM	2,850
MS ASSOCIATION OF PARTNERS IN EDUCAITON PO BOX 3803 MADISON,MS 39130			WINTER-REED FRIENDS OF EDUCATION	1,000
THE UNIVERSITY OF MISSISSIPPI PO BOX 1848 UNIVERSITY,MS 38677			GEOGRAPHIC SPONSORSHIP FOR TH EMS GEOGRAPHIC ALLIANCE	2,500
MS ASSOCIATION OF GRANTMAKERS FUNDS 525 EAST CAPITOL STREET JACKSON,MS 39201			NEXT STEPS	35,000
MERIDIAN PUBLIC SCHOOLS 1019 25TH AVENUE MERIDIAN,MS 39301			HIGH SCHOOL CHOIR PERFORMANCE AT CARGEGIE	5,000
Total . . . . ▶ **3a**				1,733,100

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MS ARTS AND ENTERTAINMENT CENTER 1901 FRONT STREET MERIDIAN,MS 39301			MS ARTS AND ENTERTAINMENT CENTER	300,000
MS STATE UNIVERSITY-MERIDIAN CAMPUS 1000 HIGHWAY 19 NORTH MERIDIAN,MS 39307			DRAMA IN SCHOOL LEADERSHIP TRAINING	3,600
Total . . . . ▶ **3a**				1,733,100

TY 2013 Accounting Fees Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,240	8,240		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE FURNISHINGS	1990-01-01	4,430	4,430	SL	10				
CALCULATOR	1992-01-01	200	200	SL	10				
FURNITURE, FURNISH	1996-01-01	41,025	41,025	SL	10				
RUG	1999-01-01	681	681	SL	10				
TABLE	2000-01-01	401	401	SL	10				
FURNITURE	2000-01-01	1,006	1,006	SL	10				
FURNISHINGS	2000-01-01	3,074	3,074	SL	10				
17 INCH MONITOR	2002-03-25	161	161	SL	5				
COMPUTER EQUIPMENT	2003-12-29	3,273	3,273	SL	5				
19" LCD PRINTER 17	2004-04-01	985	985	SL	5				
HP OFFICE JET PRIN	2005-06-09	504	504	SL	5				
COMPUTER EQUIPMENT	2005-07-29	1,599	1,599	SL	5				
DESKJET PRINTER	2005-07-29	129	129	SL	5				
LCD 17" MONITOR	2005-07-29	239	239	SL	5				
FRAMING OF 14 WATE	2006-02-14	1,109	763	SL	10	111			
MONROE CALCULATOR	2007-03-02	192	192	SL	5				
REURB TYPEWRITER	2007-04-23	748	748	SL	5				
SHREDDER	2007-05-08	637	637	SL	5				
TOSHIBA COPIER	2007-06-20	10,723	5,896	SL	10	1,072			
WIRELESS PACKAGE	2007-06-26	585	585	SL	5				
LEATHER EXEC CHAIR	2007-09-19	825	825	SL	5				
HP COMPUTER & EQUI	2007-09-25	7,858	7,858	SL	5				
DESK & RETURN	2007-09-11	1,471	1,471	SL	5				
FILING CABINET	2007-09-14	266	266	SL	5				
SERVER & EQUIP	2007-10-26	5,788	5,788	SL	5				
CANON SCANNER	2008-11-07	625	521	SL	5	104			
LAND	2008-12-31	55,000		L					
NEW BUILDING	2010-02-15	988,416	96,096	SL	30	32,947			
RECORDER	2008-02-13	211	207	SL	5	4			
BLACKBERRY	2008-02-13	321	315	SL	5	6			
HEKMAN FURNITURE	2010-02-15	2,162	1,260	SL	5	432			
LATERAL FILES	2010-02-15	3,485	2,033	SL	5	697			
OFFICSOURCE FURNIT	2010-02-15	1,729	1,009	SL	5	346			
OFFISOURCE FURNITU	2010-02-15	4,077	2,377	SL	5	815			
RECOVER CHAIR	2010-02-15	643	376	SL	5	129			
WOODSTOCK FURNITUR	2010-02-15	2,066	1,205	SL	5	413			
RUGS-TINNIN IMPORT	2010-02-15	4,495	2,622	SL	5	899			
BLINDS	2010-02-15	978	571	SL	5	196			
LEATHER CHAIR-SOUT	2010-02-15	1,328	775	SL	5	266			
LATERAL FILES-SOUT	2010-02-15	5,486	3,200	SL	5	1,097			
CAMERA	2009-09-19	504	328	SL	5	101			
DISHWASHER	2009-08-18	410	273	SL	5	82			
INTERIOR DESIGN	2010-01-19	1,335	779	SL	5	267			
MAILBOX	2010-01-21	507	295	SL	5	101			
11 BLINDS-ABBA	2010-02-09	1,955	1,140	SL	5	391			
MIRRORS-BATHROOM	2010-02-09	511	298	SL	5	102			
FURNITURE	2010-02-24	1,505	853	SL	5	301			
DRAPERIES	2010-03-01	6,067	3,437	SL	5	1,213			
FRAMING	2010-03-03	1,200	680	SL	5	240			
FRAMING	2010-03-30	770	424	SL	5	154			
WASHINGTON PRINT	2010-04-08	586	322	SL	5	117			
BLACK LEATH CHAIRS	2010-04-13	1,250	688	SL	5	250			
FRAMING	2010-04-13	1,399	770	SL	5	280			
OREK VACUUM	2010-04-13	236	129	SL	5	47			
DECORATIONS	2010-04-16	3,242	1,728	SL	5	648			
FLORAL ARRANGEMENT	2010-04-16	492	262	SL	5	98			
DECORATIONS	2010-04-23	2,764	1,475	SL	5	553			
MICROWAVE	2010-04-29	119	106	SL	3	13			
PLACEMATS	2010-05-04	184	163	SL	3	21			
FURNITURE	2010-05-20	2,355	1,217	SL	5	471			
PEDESTAL TABLE	2010-05-20	641	331	SL	5	128			
FRAMING	2010-06-01	225	116	SL	5	45			
CAST BRONZE PLAQUE	2010-06-01	974	504	SL	5	195			
FRAMING	2010-06-01	1,508	780	SL	5	302			
16 IMAGES PRINTS	2010-06-01	1,120	579	SL	5	224			
FRAMING	2010-06-01	1,500	775	SL	5	300			
BOB DEEN'S PHOTOS	2010-06-07	160	83	SL	5	32			
FICUS TREE	2010-06-07	294	152	SL	5	59			
DESIGN	2010-06-10	2,286	1,181	SL	5	457			
PLANTERS & RUGS	2010-06-17	2,269	1,135	SL	5	454			
PLAQUES HANGING	2010-06-28	85	43	SL	5	17			
PERSIAN RUG	2010-06-30	262	130	SL	5	52			
INTERIOR DESIGN	2010-06-30	3,723	1,862	SL	5	745			
PLANT	2010-07-19	257	208	SL	3	49			
IRRIGATION SYSTEM	2011-01-04	2,624	750	SL	7	375			
SOD	2011-04-13	3,525	1,234	SL	5	705			
TABLE-DIRECTOR'S	2011-06-21	534	160	SL	5	107			
ELECTRONIC DOOR	2011-11-07	1,000	233	SL	5	200			
HP COMPUTER	2012-02-15	1,290	237	SL	5	258			
POWER SUPPLY ALARM	2012-06-01	754	88	SL	5	151			
LANDSCAPING	2013-07-01	2,606		SL	3	434			

TY 2013 Investments - Land Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

TY 2013 Land, Etc. Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE FURNISHINGS	4,430	4,430		
CALCULATOR	200	200		
FURNITURE, FURNISH	41,025	41,025		
RUG	681	681		
TABLE	401	401		
FURNITURE	1,006	1,006		
FURNISHINGS	3,074	3,074		
17 INCH MONITOR	161	161		
COMPUTER EQUIPMENT	3,273	3,273		
19" LCD PRINTER 17	985	985		
HP OFFICE JET PRIN	504	504		
COMPUTER EQUIPMENT	1,599	1,599		
DESKJET PRINTER	129	129		
LCD 17" MONITOR	239	239		
FRAMING OF 14 WATE	1,109	874	235	
MONROE CALCULATOR	192	192		
REURB. TYPEWRITER	748	748		
SHREDDER	637	637		
TOSHIBA COPIER	10,723	6,968	3,755	
WIRELESS PACKAGE	585	585		
LEATHER EXEC CHAIR	825	825		
HP COMPUTER & EQUI	7,858	7,858		
DESK & RETURN	1,471	1,471		
FILING CABINET	266	266		
SERVER & EQUIP	5,788	5,788		
CANON SCANNER	625	625		
LAND	55,000		55,000	
NEW BUILDING	988,416	129,043	859,373	
RECORDER	211	211		
BLACKBERRY	321	321		

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
HEKMAN FURNITURE	2,162	1,692	470	
LATERAL FILES	3,485	2,730	755	
OFFICSOURCE FURNIT	1,729	1,355	374	
OFFISOURCE FURNITU	4,077	3,192	885	
RECOVER CHAIR	643	505	138	
WOODSTOCK FURNITUR	2,066	1,618	448	
RUGS-TINNIN IMPORT	4,495	3,521	974	
BLINDS	978	767	211	
LEATHER CHAIR-SOUT	1,328	1,041	287	
LATERAL FILES-SOUT	5,486	4,297	1,189	
CAMERA	504	429	75	
DISHWASHER	410	355	55	
INTERIOR DESIGN	1,335	1,046	289	
MAILBOX	507	396	111	
11 BLINDS-ABBA	1,955	1,531	424	
MIRRORS-BATHROOM	511	400	111	
FURNITURE	1,505	1,154	351	
DRAPERIES	6,067	4,650	1,417	
FRAMING	1,200	920	280	
FRAMING	770	578	192	
WASHINGTON PRINT	586	439	147	
BLACK LEATH CHAIRS	1,250	938	312	
FRAMING	1,399	1,050	349	
OREK VACUUM	236	176	60	
DECORATIONS	3,242	2,376	866	
FLORAL ARRANGEMENT	492	360	132	
DECORATIONS	2,764	2,028	736	
MICROWAVE	119	119		
PLACEMATS	184	184		
FURNITURE	2,355	1,688	667	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
PEDESTAL TABLE	641	459	182	
FRAMING	225	161	64	
CAST BRONZE PLAQUE	974	699	275	
FRAMING	1,508	1,082	426	
16 IMAGES PRINTS	1,120	803	317	
FRAMING	1,500	1,075	425	
BOB DEEN'S PHOTOS	160	115	45	
FICUS TREE	294	211	83	
DESIGN	2,286	1,638	648	
PLANTERS & RUGS	2,269	1,589	680	
PLAQUES HANGING	85	60	25	
PERSIAN RUG	262	182	80	
INTERIOR DESIGN	3,723	2,607	1,116	
PLANT	257	257		
IRRIGATION SYSTEM	2,624	1,125	1,499	
SOD	3,525	1,939	1,586	
TABLE-DIRECTOR'S	534	267	267	
ELECTRONIC DOOR	1,000	433	567	
HP COMPUTER	1,290	495	795	
POWER SUPPLY ALARM	754	239	515	
LANDSCAPING	2,606	434	2,172	

TY 2013 Other Expenses Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REPAIRS	2,472			2,472
INSURANCE	11,108			11,108
SUPPLIES	621			621
TELEPHONE	5,338			5,338
WEBSITE, INTERNET	2,082			2,082
BANKING FEES	155	155		
OFFICE	5,296			5,296
PUBLIC RELATIONS	5,671			5,671
MISCELLANEOUS	11,452			11,452

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TY 2013 Other Income Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	1,146		

TY 2013 Other Increases Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Description	Amount
ROUNDING	1

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TY 2013 Other Professional Fees Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PORTFOLIO MANAGEMENT FEES	37,352	37,352		
OTHER PROFESSIONAL FEES	8,904			8,904

TY 2013 Taxes Schedule

Name: PHIL HARDIN FOUNDATION

EIN: 64-6024940

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	87,696			