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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.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

JUL 1, 2013

, and ending

JUN 30, 2014

Name of foundation

THE LASSITER FAMILY CHARITABLE
FOUNDATION

A Employer identification number

46-1402786

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

3750 N. STRATFORD ROAD

Room/suite

B Telephone number

404-504-3740

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

ATLANTA, GA 30342

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE 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 ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 11,246,594.

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).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	224,789.	224,789.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	169,742.			
b Gross sales price for all assets on line 6a	1,068,375.			
7 Capital gain net income (from Part IV, line 2)		169,742.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	394,531.	394,531.	0.	0.
13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 2	817.	0.	0.	817.
b Accounting fees STMT 3	2,500.	1,250.	0.	1,250.
c Other professional fees STMT 4	52,095.	52,095.	0.	0.
17 Interest				
18 Taxes STMT 5	13,597.	1,351.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 6	441.	441.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23	69,450.	55,137.	0.	2,067.
25 Contributions, gifts, grants paid	525,212.			525,212.
26 Total expenses and disbursements. Add lines 24 and 25	594,662.	55,137.	0.	527,279.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<200,131.>			
b Net investment income (if negative, enter -0-)		339,394.		
c Adjusted net income (if negative, enter -0-)			0.	

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10-10-13

LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			1,388,288.	156,866.	156,866.
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock	STMT 7		6,515,348.	7,461,024.	8,776,645.
	c Investments - corporate bonds	STMT 8		2,049,788.	1,966,351.	2,313,083.
	11 Investments - land, buildings, and equipment, basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment, basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			9,953,424.	9,584,241.	11,246,594.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶ STATEMENT 9)			3,993.	44,965.	
23 Total liabilities (add lines 17 through 22)			3,993.	44,965.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			9,949,431.	9,539,276.	
30 Total net assets or fund balances			9,949,431.	9,539,276.		
31 Total liabilities and net assets/fund balances			9,953,424.	9,584,241.		

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	9,949,431.
2 Enter amount from Part I, line 27a	2	<200,131.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,749,300.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS	5	210,024.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,539,276.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		VARIOUS	06/30/14
b PUBLICLY TRADED SECURITIES		VARIOUS	06/30/14
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 469,682.		359,532.	110,150.
b 598,693.		539,101.	59,592.
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			110,150.
b			59,592.
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	169,742.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	302,804.	9,932,061.	.030488
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	.030488
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	.030488
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,581,654.
5 Multiply line 4 by line 3	5	322,613.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,394.
7 Add lines 5 and 6	7	326,007.
8 Enter qualifying distributions from Part XII, line 4	8	527,279.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,394.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,394.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,394.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,500.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	7,500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	3.	
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	4,103.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1b		
c Did the foundation file Form 1120-POL for this year?		X
1c		
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► MARIANNE LASSITER Located at ► 3750 N. STRATFORD ROAD, ATLANTA, GA	Telephone no. ► 404-504-3740 ZIP+4 ► 30342		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A**

Organizations relying on a current notice regarding disaster assistance check here ☒

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

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

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

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

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
E.G. LASSITER, III 3750 N. STRATFORD ROAD ATLANTA, GA 30342	PRESIDENT 8.00	0.	0.	0.
MARIANNE B. LASSITER 3750 N. STRATFORD ROAD ATLANTA, GA 30342	SECRETARY 1.00	0.	0.	0.
DR. RICHARD G. LASSITER 3750 N. STRATFORD ROAD ATLANTA, GA 30342	TREASURER 0.25	0.	0.	0.
ANN MARIE JOHNSTON 3750 N. STRATFORD ROAD ATLANTA, GA 30342	TRUSTEE 0.25	0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,076,346.
b	Average of monthly cash balances	1b	666,450.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,742,796.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,742,796.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	161,142.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,581,654.
6	Minimum investment return. Enter 5% of line 5	6	529,083.

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	529,083.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,394.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,394.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	525,689.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	525,689.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	525,689.

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	527,279.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	527,279.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,394.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	523,885.

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.

Form 990-PF (2013)

**THE LASSITER FAMILY CHARITABLE
FOUNDATION**

Form 990-PF (2013)

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				525,689.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012	19,089.			
f Total of lines 3a through e	19,089.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	527,279.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				525,689.
e Remaining amount distributed out of corpus	1,590.			
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:	20,679.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	20,679.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012	19,089.			
e Excess from 2013	1,590.			

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 11

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

NONE

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

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

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

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

c Any submission deadlines:

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

**THE LASSITER FAMILY CHARITABLE
FOUNDATION**

Form 990-PF (2013)

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Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ATLANTA AREA COUNCIL, BSA 1800 CIRCLE 75 PKWY ATLANTA, GA 30339	N/A	PC	YOUTH DEVELOPMENT	12,000.
HIGHLANDS-CASHIERS HOSPITAL FOUNDATION PO BOX 742 HIGHLANDS, NC 28741	N/A	PC	COMMUNITY HOSPITAL SUPPORT	13,500.
PEACHTREE PRESBYTERIAN 3434 ROSWELL RD ATLANTA, GA 30305	N/A	PC	CHURCH OPERATING BUDGET	60,000.
STATE YMCA OF GEORGIA PO BOX 820 MCDONOUGH, GA 30253	N/A	PC	YOUTH DEVELOPMENT	57,500.
UNITED WAY 100 EDGEWOOD AVE ATLANTA, GA 30303	N/A	PC	VARIOUS COMMUNITY CHARITIES	25,000.
Total	SEE CONTINUATION SHEET(S)			525,212.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	224,789.		
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	169,742.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		394,531.		0.
13 Total. Add line 12, columns (b), (d), and (e)						394,531.

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

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

[illegible]

Part XVII

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

- | | | | | | | | | | | | | | | | | | | | | | |
|--|---|--|-----|--------------|--|--------------|--|--------------|--|--------------|--|--------------|--|--------------|--|--------------|--|--------------|--|-----------|--|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <table border="1"> <tr> <td></td> <td>Yes</td> </tr> <tr> <td>1a(1)</td> <td></td> </tr> <tr> <td>1a(2)</td> <td></td> </tr> <tr> <td>1b(1)</td> <td></td> </tr> <tr> <td>1b(2)</td> <td></td> </tr> <tr> <td>1b(3)</td> <td></td> </tr> <tr> <td>1b(4)</td> <td></td> </tr> <tr> <td>1b(5)</td> <td></td> </tr> <tr> <td>1b(6)</td> <td></td> </tr> <tr> <td>1c</td> <td></td> </tr> </table> | | Yes | 1a(1) | | 1a(2) | | 1b(1) | | 1b(2) | | 1b(3) | | 1b(4) | | 1b(5) | | 1b(6) | | 1c | |
| | Yes | | | | | | | | | | | | | | | | | | | | |
| 1a(1) | | | | | | | | | | | | | | | | | | | | | |
| 1a(2) | | | | | | | | | | | | | | | | | | | | | |
| 1b(1) | | | | | | | | | | | | | | | | | | | | | |
| 1b(2) | | | | | | | | | | | | | | | | | | | | | |
| 1b(3) | | | | | | | | | | | | | | | | | | | | | |
| 1b(4) | | | | | | | | | | | | | | | | | | | | | |
| 1b(5) | | | | | | | | | | | | | | | | | | | | | |
| 1b(6) | | | | | | | | | | | | | | | | | | | | | |
| 1c | | | | | | | | | | | | | | | | | | | | | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee E. S. Lasiter, III

Date 11/4/14

PRESIDENT
Title

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

<input checked="" type="checkbox"/> X	Yes	<input type="checkbox"/>	No
---------------------------------------	-----	--------------------------	----

**Paid
Preparer
Use Only**

Print/Type preparer's name

CARLYE W. DOOLEY

Preparer's signature

CARLYE W. DOOLEY

Date

11/03/14

Check ☐ self-employed

PTIN

P00292964

Firm's name ► WINDHAM BRANNON, PC

Firm's EIN ▶ 58-1763439

Firm's address ▶ 3630 PEACHTREE RD., NE SUITE 600
ATLANTA, GA 30326

Phone no. **404-898-2000**

Form **990-PF** (2013)

**THE LASSITER FAMILY CHARITABLE
FOUNDATION**

46-1402786

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN RED CROSS 1955 MONROE DR ATLANTA, GA 30324	N/A	PC	GLOBAL CATASTROPHE RELIEF	10,000.
OXFAM AMERICA 226 CAUSEWAY ST BOSTON, MA 02114	N/A	PC	GLOBAL CATASTROPHE RELIEF	5,000.
FEED MY STARVING CHILDREN 401 93RD AVE COON RAPIDS, MN 55433	N/A	PC	GLOBAL HUNGER RELIEF	2,500.
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS RD KANSAS CITY, MO 64129	N/A	PC	YOUTH DEVELOPMENT	25,000.
COVENANT HOUSE OF GEORGIA 1559 JOHNSON RD ATLANTA, GA 30318	N/A	PC	YOUTH DEVELOPMENT	10,000.
THE LITERACY COUNCIL OF HIGHLANDS PO BOX 2320 HIGHLANDS, NC 28741	N/A	PC	COMMUNITY LITERACY SUPPORT	5,000.
DRUID HILLS UNITED METHODIST PRESCHOOL 1200 PONCE DE LEON AVE ATLANTA, GA 30306	N/A	PC	YOUTH DEVELOPMENT	5,000.
PEACHTREE PRESBYTERIAN 3434 ROSWELL RD ATLANTA, GA 30305	N/A	PC	CHURCH MISSIONS	6,000.
CHILDREN'S HEALTHCARE OF ATLANTA FDTN 1577 NE EXPRESSWAY, SUITE A ATLANTA, GA 30329	N/A	PC	COMMUNITY HOSPITAL SUPPORT	2,500.
SHEPHERD CENTER 2020 PEACHTREE RD ATLANTA, GA 30309	N/A	PC	COMMUNITY HOSPITAL SUPPORT	2,500.
Total from continuation sheets				357,212.

**THE LASSITER FAMILY CHARITABLE
FOUNDATION**

46-1402786

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CAMP TWIN LAKES 600 MEANS ST, SUITE 110 ATLANTA, GA 30318	N/A	PC	YOUTH DEVELOPMENT	2,500.
COLUMBIA SEMINARY 701 S COLUMBIA DR DECATUR, GA 30031	N/A	PC	EDUCATIONAL INSTITUTION SUPPORT	2,000.
UNIVERSITY OF GEORGIA FOUNDATION 394 SOUTH MILLEDGE AVE, SUITE 100 ATHENS, GA 30602	N/A	PC	CAPITAL CAMPAIGN AND ANNUAL FUND	52,500.
ALPHA SIGMA PHI FOUNDATION 710 ADAMS ST CARMEL, IN 46032	N/A	PC	YOUTH DEVELOPMENT	25,000.
PRESBYTERIAN COLLEGE 503 S BROAD ST CLINTON, SC 29325	N/A	PC	EDUCATIONAL INSTITUTION SUPPORT	58,712.
PRESBYTERIAN HERITAGE CENTER PO BOX 207 MONTREAT, NC 28757	N/A	PC	CHURCH MUSEUM SUPPORT	1,000.
ST JUDE'S RESEARCH HOSPITAL 501 ST JUDE PL MEMPHIS, TN 38105	N/A	PC	COMMUNITY HOSPITAL SUPPORT	1,000.
CITY OF HOPE 1055 WILSHIRE BLVD LOS ANGELES, CA 90017	N/A	PC	COMMUNITY HOSPITAL SUPPORT	5,000.
CRU 100 LAKE HART DR ORLANDO, FL 32832	N/A	PC	YOUTH DEVELOPMENT	3,000.
PRESBYTERIAN HOMES OF GEORGIA 301 E SCREVEN ST QUITMAN, GA 31643	N/A	PC	ELDER CARE SUPPORT	1,000.
Total from continuation sheets				

**THE LASSITER FAMILY CHARITABLE
FOUNDATION**

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Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THORNWELL HOME FOR CHILDREN 302 S BROAD ST CLINTON, SC 29325	N/A	PC	YOUTH DEVELOPMENT	1,000.
INTIATIVE FOR AFFORDABLE HOUSING 1434 SCOTT BLVD DECATUR, GA 30030	N/A	PC	HOMELESS RELIEF	1,000.
FAMILIES FIRST 1105 W PEACHTREE ST ATLANTA, GA 30309	N/A	PC	FAMILY DEVELOPMENT	2,500.
UCLA FOUNDATION 10920 WILSHIRE BLVD, SUITE 1400 LOS ANGELES, CA 90024	N/A	PC	EDUCATIONAL INSTITUTION SUPPORT	5,000.
OFF THE MAT INTO THE WORLD 436 14TH ST OAKLAND, CA 94612	N/A	PC	YOUTH DEVELOPMENT	2,500.
FIDELITY CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI, OH 45277	N/A	PC	GIFT TO DAF FOR EVENTUAL GIFTING TO QUALIFIED 501-(C3) ORGANIZATIONS	120,000.
Total from continuation sheets				

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB DIVIDENDS	224,789.	0.	224,789.	224,789.	224,789.
TO PART I, LINE 4	224,789.	0.	224,789.	224,789.	224,789.

FORM 990-PF	LEGAL FEES				STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	817.	0.	0.	817.
TO FM 990-PF, PG 1, LN 16A	817.	0.	0.	817.

FORM 990-PF	ACCOUNTING FEES				STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	2,500.	1,250.	0.	1,250.
TO FORM 990-PF, PG 1, LN 16B	2,500.	1,250.	0.	1,250.

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	52,095.	52,095.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	52,095.	52,095.	0.	0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	1,351.	1,351.	0.	0.	
EXCISE TAXES PAID	12,246.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	13,597.	1,351.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADR PASS THRU FEES	441.	441.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	441.	441.	0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CHARLES SCHWAB SEE STATEMENT A ATTACHED	7,461,024.	8,776,645.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,461,024.	8,776,645.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CHARLES SCHWAB SEE STATEMENT A ATTACHED	1,966,351.	2,313,083.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,966,351.	2,313,083.		

FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
BOND ACCRETION/AMORTIZATION	3,993.	44,965.
TOTAL TO FORM 990-PF, PART II, LINE 22	3,993.	44,965.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT	10
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EXPLANATION

THE LASSITER FAMILY CHARITABLE FOUNDATION TREATED A DONATION OF \$120,000 AS A QUALIFIED DISTRIBUTION THAT WAS CONTRIBUTED TO A 501(C)(3) DONOR ADVISED FUND. MONEY IN THIS FUND WILL GO TO OTHER 501(C)(3) ORGANIZATIONS THAT WILL FURTHER THE RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY AND/OR EDUCATIONAL PURPOSES AS DESCRIBED UNDER CODE 170(C)(2)(B).

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	11
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NAME OF MANAGER

E.G. LASSITER, III
MARIANNE B. LASSITER

Investments

FFCB 2.19%22 DUE 03/07/22 CURRENT YIELD 2.26463%	100,000.0000	96.7043	96,704.30
FFCB 2.92%27 DUE 12/13/27 CURRENT YIELD 3.13706%	100,000.0000	93.0807	93,080.70
FHLB 2.5%28 DUE 02/14/28 MULTI STEP CPN CALLABLE 08/14/14 AT 100.00000	100,000.0000	91.2899	91,289.90
FHLB 2.375%28 DUE 01/25/28 MULTI STEP CPN CALLABLE 07/25/14 AT 100.00000	100,000.0000	90.3927	90,392.70
FHLMC 3%28 DUE 01/18/28 CALLABLE 07/18/14 AT 100.00000 CURRENT YIELD 3.19811%	100,000.0000	93.8052	93,805.20
FNMA 2.5%28 DUE 01/25/28 MULTI STEP CPN CALLABLE 07/25/14 AT 100.00000	100,000.0000	91.7672	91,767.20
FNMA 2.75%28 DUE 03/20/28 MULTI STEP CPN CALLABLE 09/20/14 AT 100.00000	100,000.0000	93.7717	93,771.70
FNMA 2.125%27 DUE 12/21/27 MULTI STEP CPN CALLABLE 09/21/14 AT 100.00000	20,000.0000	91.6562	18,331.24
TENNESSEE VLY AU 1.75%18 DUE 10/15/18 CURRENT YIELD 1.73625%	120,000.0000	100.7916	120,949.92

Please see "Endnotes For Your Account" section for an explanation of the endnote codes and symbols on this statement.

Statement Period: June 1, 2014 to June 30, 2014

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Investment Detail (continued)

Description	Symbol	Quantity	Price	Market Value
Investments (continued)				
ANHEUSER-BUSCH IN 2 5%22 DUE 07/15/22 A2/A CURRENT YIELD 2 60937%		100,000.0000	95.8084	95,808.40
BARCLAYS BANK PLC 3%25F DUE 04/17/25 BARCLAYS BANK PLC CALLABLE 10/17/14 AT 100 00000		100,000.0000	99.9270	99,927.00
BARCLAYS BANK PLC 3%27F DUE 12/20/27 BARCLAYS BANK PLC CALLABLE 12/20/14 AT 100 00000		15,000.0000	100.3146	15,047.19
BECTON DICKINSON 3 125%21 DUE 11/08/21 A3/A CURRENT YIELD 3.04611%		100,000.0000	102.5898	102,589.80
BURLINGTON NO SANTAF 3%23 DUE 03/15/23 CALLABLE 12/15/22 AT 100.00000 A3/BBB+ CURRENT YIELD 3.05603%		100,000.0000	98.1664	98,166.40
CHARLES SCHWAB 3.225%22 DUE 09/01/22 A2/A CURRENT YIELD 3.17899%		100,000.0000	101.4472	101,447.20
DOW CHEMICAL CO 2.7%20 DUE 03/15/20 CALLABLE 09/15/14 AT 100.00000 Baa2/BBB CURRENT YIELD 2 69375%		100,000.0000	100.2319	100,231.90
GENERAL ELECTRIC VAR 15 DUE 07/09/15 A1/AA+ CURRENT YIELD 0%		100,000.0000	100.4255	100,425.50
HSBC FIN CORP 3%15 DUE 09/15/15 Baa1/A CURRENT YIELD 2.94523%		100,000.0000	101.8593	101,859.30
MICROSOFT CORP 2 125%22 DUE 11/15/22 Aaa/AAA CURRENT YIELD 2 22059%		100,000.0000	95.6949	95,694.90
MORGAN STANLEY VAR 15 DUE 08/31/15 Baa2/A- CURRENT YIELD 0%		150,000.0000	101.9416	152,912.40
NIKE INC 2.25%23 DUE 05/01/23 CALLABLE 02/01/23 AT 100 00000 A1/AA- CURRENT YIELD 2.38865%		100,000.0000	94.1954	94,195.40
RIO TINTO FN US 2.25%18F DUE 12/14/18 RIO TINTO FN USA PLC CALLABLE 11/14/18 AT 100 00000		110,000.0000	101.7835	111,961.85
THERMO FISHER SCN 3 6%21 DUE 08/15/21 CALLABLE 05/15/21 AT 100.00000 Baa3/BBB CURRENT YIELD 3.47051%		150,000.0000	103.7311	155,596.65

Please see "Endnotes For Your Account" section for an explanation of the endnote codes and symbols on this statement.

Statement Period: June 1, 2014 to June 30, 2014
Page 6 of 9

Investment Detail (continued)

<i>Description</i>	<i>Symbol</i>	<i>Quantity</i>	<i>Price</i>	<i>Market Value</i>
Investments (continued)				
WELLS FARGO & CO STEP 30 DUE 02/22/30 MULTI STEP CPN CALLABLE 02/22/18 AT 100 00000 A2/A+		100,000.0000	97.1259	97,125.90
A G L RESOURCES INC	GAS	5,600.0000	55.0300	308,168.00
A T & T INC NEW	T	4,700.0000	35.3600	166,192.00
ALBEMARLE CORP	ALB	2,500.0000	71.5000	178,750.00
ALERE INC	ALR	3,200.0000	37.4200	119,744.00
AMERICAN EXPRESS COMPANY	AXP	1,300.0000	94.8700	123,331.00
ANHEUSER-BUSCH INBEV ADRF SPONSORED ADR 1 ADR REPS 1 ORD	BUD	1,650.0000	114.9400	189,651.00
APPLE INC	AAPL	2,800.0000	92.9300	260,204.00
BANCO BRADESCO NEW ADR F SPONSORED ADR 1 ADR REP 1 PFD SH	BBD	10,000.0000	14.5200	145,200.00
BED BATH & BEYOND	BBBY	2,485.0000	57.3800	142,589.30
BUNGE LIMITED F	BG	2,500.0000	75.6400	189,100.00
CARDINAL HEALTH INC	CAH	2,575.0000	68.5600	176,542.00
CATERPILLAR INC	CAT	1,900.0000	108.6700	206,473.00
CELGENE CORP	CELG	1,300.0000	85.8800	111,644.00
CHEVRON CORPORATION	CVX	1,000.0000	130.5500	130,550.00
CISCO SYSTEMS INC	CSCO	7,700.0000	24.8500	191,345.00
CME GROUP INC CL A CLASS A	CME	1,400.0000	70.9500	99,330.00
COCA COLA COMPANY	KO	4,200.0000	42.3600	177,912.00
COMSCORE INC NEW	SCOR	5,400.0000	35.4800	191,592.00
CURTISS WRIGHT CORP	CW	2,035.0000	65.5600	133,414.60
DR PEPPER SNAPPLE GROUP	DPS	3,800.0000	58.5800	222,604.00
DU PONT E I DE NEMOUR&CO	DD	1,700.0000	65.4400	111,248.00
E O G RESOURCES INC	EOG	1,270.0000	116.8600	148,412.20
EAST WEST BANCORP	EWBC	6,945.0000	34.9900	243,005.55
FMC TECHNOLOGIES INC	FTI	1,540.0000	61.0700	94,047.80
FRESH MARKET INC	TFM	2,750.0000	33.4700	92,042.50
GILEAD SCIENCES INC	GILD	3,620.0000	82.9100	300,134.20
HANGER INC	HGR	2,875.0000	31.4500	90,418.75
HORSEHEAD HOLDING CORP	ZINC	7,340.0000	18.2600	134,028.40
INTL BUSINESS MACHINES	IBM	960.0000	181.2700	174,019.20
JOHNSON CONTROLS INC	JCI	4,000.0000	49.9300	199,720.00
KAYNE ANDERSON MLP INVT	KYN	4,800.0000	39.4100	189,168.00
METLIFE INC	MET	4,200.0000	55.5600	233,352.00
MICROSOFT CORP	MSFT	8,000.0000	41.7000	333,600.00
MONDELEZ INTL INC CL A	MDLZ	5,505.0000	37.6100	207,043.05

Please see "Endnotes For Your Account" section for an explanation of the endnote codes and symbols on this statement.

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Investment Detail (continued)

Description	Symbol	Quantity	Price	Market Value
Investments (continued)				
MRC GLOBAL INC	MRC	3,125.0000	28.2900	88,406.25
NEWMONT MINING CORP	NEM	5,200.0000	25.4400	132,288.00
NOBLE ENERGY INC	NBL	1,000.0000	77.4600	77,460.00
O S I SYSTEMS INC	OSIS	1,750.0000	66.7500	116,812.50
ORACLE CORPORATION	ORCL	4,500.0000	40.5300	182,385.00
PEABODY ENERGY CORP	BTU	8,300.0000	16.3500	135,705.00
PERRIGO CO PLC F US SHARES	PRGO	700.0000	145.7600	102,032.00
PNC FINL SERVICES GP INC	PNC	1,150.0000	89.0500	102,407.50
PORTLAND GENERAL ELEC	POR	3,000.0000	34.6700	104,010.00
PROCTER & GAMBLE	PG	2,200.0000	78.5900	172,898.00
SCHLUMBERGER LTD F	SLB	2,500.0000	117.9500	294,875.00
SEAGATE TECHNOLOGY PLC F	STX	4,025.0000	56.8200	228,700.50
TERADATA CORP	TDC	2,850.0000	40.2000	114,570.00
TORNIER NV F	TRNX	7,700.0000	23.3800	180,026.00
TRIUMPH GROUP INC NEW	TGI	1,325.0000	69.8200	92,511.50
U S BANCORP DEL NEW	USB	2,400.0000	43.3200	103,968.00
XYLEM INC	XYL	5,900.0000	39.0800	230,572.00
YUM BRANDS INC	YUM	1,255.0000	81.2000	101,906.00
3M COMPANY	MMM	1,400.0000	143.2400	200,536.00
Total Stock and Bond Value				\$11,089,727

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