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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 10-01-2013 , and ending 09-30-2014

Name of foundation
THE RAY M & MARY E LEE FOUNDATION INC

A Employer identification number
58-6049441

Number and street (or P O box number if mail is not delivered to street address) 3414 PEACHTREE ROAD NE Room STE 722 | Room/suite

B Telephone number (see instructions)
(404) 842-1870

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30326

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 10,005,519

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

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

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

	Line	Description	(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)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	2	2		
	4	Dividends and interest from securities	183,876	183,876		
	5a	Gross rents	19,986	19,986		
	b	Net rental income or (loss) 19,986				
	6a	Net gain or (loss) from sale of assets not on line 10	127,034			
	b	Gross sales price for all assets on line 6a 678,757				
	7	Capital gain net income (from Part IV, line 2)		127,034		
	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)	1,707	1,707		
	12	**Total.** Add lines 1 through 11	332,605	332,605		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	88,000	44,000		44,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	885			885
	b	Accounting fees (attach schedule)	1,850	600		1,250
	c	Other professional fees (attach schedule)	23,079	16,155		6,924
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	26,573			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	650			
	22	Printing and publications	378			
	23	Other expenses (attach schedule)	1,039	1,009		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	142,454	61,764		53,059
	25	Contributions, gifts, grants paid	401,725			401,725
	26	**Total expenses and disbursements.** Add lines 24 and 25	544,179	61,764		454,784
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-211,574			
	b	**Net investment income** (if negative, enter -0-)		270,841		
	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		3,078	3,078
	2	Savings and temporary cash investments	107,425	52,822	52,822
	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		6,583	
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	8,028,056	7,808,941	8,509,619
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 61,810			
		Less accumulated depreciation (attach schedule) ▶ 61,810	61,810	61,810	1,440,000
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	8,197,291	7,933,234	10,005,519
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 ▶)	77,535	25,000	
	23	**Total liabilities** (add lines 17 through 22)	77,535	25,000	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	7,254,876	7,254,876	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	864,880	653,358	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	8,119,756	7,908,234	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	8,197,291	7,933,234	

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	8,119,756
2	Enter amount from Part I, line 27a	2	-211,574
3	Other increases not included in line 2 (itemize) ▶	3	52
4	Add lines 1, 2, and 3	4	7,908,234
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	7,908,234

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	127,034
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	20,399

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	430,701	9,322,682	000 046199
2011	447,703	8,785,985	000 050956
2010	399,707	8,971,309	000 044554
2009	429,452	8,235,912	000 052144
2008	565,607	7,699,233	000 073463

2	**Total** of line 1, column (d).	2	000 267316
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	000 053463
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	9,675,381
5	Multiply line 4 by line 3.	5	517,275
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,708
7	Add lines 5 and 6.	7	519,983
8	Enter qualifying distributions from Part XII, line 4.	8	454,784

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	5,417
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	5,417
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	5,417
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — **6a** 12,000		
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	12,000
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	6,583
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 5,416 **Refunded** ▶	11	1,167

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	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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		
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)*

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

Website address ▶N/A

14 The books are in care of ▶ Telephone no ▶(404) 842-1870

Located at ▶3414 PEACHTREE ROAD SUITE 722 ATLANTA GA ZIP+4 ▶30326

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		
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
MR RONALD GANN 3414 PEACHTREE ROAD NE SUITE 722 ATLANTA, GA 30326	TRUSTEE 002 00	20,000		
MR DONALD D SMITH 3414 PEACHTREE ROAD NE SUITE 722 ATLANTA, GA 30326	TRUSTEE 002 00	20,000		
LARRY B HOOKS 3414 PEACHTREE ROAD NE SUITE 722 ATLANTA, GA 30326	ADMINISTRATOR 005 00	48,000		

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 None	0
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 None	
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	8,302,599
b	Average of monthly cash balances	1b	80,123
c	Fair market value of all other assets (see instructions)	1c	1,440,000
d	**Total** (add lines 1a, b, and c)	1d	9,822,722
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	
3	Subtract line 2 from line 1d	3	9,822,722
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	147,341
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,675,381
6	**Minimum investment return.** Enter 5% of line 5	6	483,769

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	483,769
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,417		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,417
3	Distributable amount before adjustments Subtract line 2c from line 1			3	478,352
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	478,352
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	478,352

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	454,784
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	454,784
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	454,784

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				478,352
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			374,144	
b Total for prior years 2009 , 2010 , 2011		364,652		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 454,784				
a Applied to 2012, but not more than line 2a			374,144	
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.				80,640
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		364,652		
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		364,652		
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				397,712
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				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
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))

None

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

None

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

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

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

Larry B Hooks
3414 Peachtree Rd Ste 722
Atlanta, GA 30326
(404) 842-1870

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

Purpose of Request, Info as to Charitable Org , amount, copy of determination letter

c Any submission deadlines

Quarterly, Dec 31, March 31, June 30 and September 30th

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

Charitable Organizations in the Metro Atlanta Area

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**				401,725
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				100,000

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					
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	523920		14	2	
4 Dividends and interest from securities. . . .	523920		14	183,876	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.	523920		16	19,986	
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory	523920		18	127,034	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a Other Income	523920		18	1,707	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				332,605	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 332,605

(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

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?

		Yes	No
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

******	2014-12-01	******
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
R Steve Tumlin Jr		2014-12-01		
Firm's name ▶	Smith Tumlin McCurley Patrick PC		Firm's EIN ▶	
Firm's address ▶	94 Church St Marietta, GA 30060		Phone no (770)429-8200	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
Vanguard Explorer Fund Adm	P	2013-08-01	2014-08-26
Vanguard Int Stock Index	P	2014-06-23	2014-08-26
Vanguard Short Term	P	2014-08-26	2014-09-25
Vanguard U S Growth	P	2013-08-01	2013-12-26
Vanguard U S Growth	P	2013-11-29	2013-12-26
Vanguard U S Growth Fund Ad	P	2013-08-01	2014-01-24
Vanguard U S Growth	P	2013-08-01	2014-08-26
Vanguard Windsor Fund	P	2013-08-01	2014-08-26
Vanguard Strategic Equity	P	2013-08-01	2014-08-26
Vanguard Stock Market	P	2013-12-19	2014-03-25
Vanguard Stock Market	P	2014-03-24	2014-03-25
Vanguard Stock Market	P	2013-09-30	2014-06-30
Vanguard Stock Market	P	2013-12-19	2014-06-30
Vanguard Stock Market	P	2014-06-23	2014-06-30
Vanguard Stock Market	P	2013-08-01	2014-08-26
Vanguard Stock Market	P	2013-08-01	2014-08-26
Vanguard Cpt Gain Dis	P	2013-08-01	2014-08-26
Vanguard St Term Cap Gn Dis	P	2014-01-01	2014-09-30

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

(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)
13,800		13,468	332
117,800		108,011	9,789
52,368		52,289	79
9,173		8,157	1,016
4,827		4,652	175
26,400		23,954	2,446
64,400		52,563	11,837
61,100		54,643	6,457
46,400		38,203	8,197
8,144		7,857	287
10,856		10,820	36
4,176		3,642	534
5,086		4,682	404
10,738		10,731	7
88,700		75,697	13,003
96,500		82,354	14,146
52,663			52,663
5,626			5,626

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			332
			9,789
			79
			1,016
			175
			2,446
			11,837
			6,457
			8,197
			287
			36
			534
			404
			7
			13,003
			14,146
			52,663
			5,626

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*				
Action Ministries Inc 17 Executive Park Dr Ste 540 Atlanta, GA 30329	None	PC	Unrestricted General	5,000
American Heart Association 1101 North Northcase Pwy Ste 1 Marietta, GA 30067	None	PC	Unrestricted General	3,000
Angel Flight Soars INc 2000 Airport Rd Ste 227 Atlanta, GA 30341	None	PC	Unrestricted General	1,000
Atlanta Ballet 1695 Marietta Blvd Atlanta, GA 30318	None	PC	Unrestricted General	15,000
Atlanta Botantical Garden 1345 Piedmont Avenue Atlanta, GA 30309	None	PC	Unrestricted General	5,000
Atlanta Community Food Bank 732 Joseph E Lowry Blvd NW Atlanta, GA 30318	None	PC	Unrestricted General	10,000
Atlanta Music Project Inc 1280 Peachtree St NE Ste 4074 Atlanta, GA 30309	None	PC	Unrestricted General	5,000
The Atlanta Opera 1575 Northside Dr Atlanta, GA 30318	None	PC	Unrestricted General	1,000
Berry College P O Box 490039 Mount Berry, GA 30149	None	PC	Scholarships	7,000
Boys & Girls Club of Metro Atlanta 1275 Peachtree St Ste 500 Atlanta, GA 30309	None	PC	Unrestricted General	5,000
Boys Scouts of America Atlanta Area Council 1800 Circle 75 Pwy Atlanta, GA 30339	None	PC	Unrestricted General	5,000
Camp Kudzu 5885 Glenridge Dr Ste 160 Atlanta, GA 30328	None	PC	Unrestricted General	2,500
Camp Sunshine 1850 Clairmont Rd Decatur, GA 30033	None	PC	Unrestricted General	2,500
Center for Visually Impaired 739 West Peachtree St Atlanta, GA 30308	None	PC	Unrestricted General	5,000
Children's Healthcare of Atlanta Foundation 1687 Tulie Circle NE Atlanta, GA 30329	None	PC	Grant Partnership at Marietta HIgh	5,000
Total . . . . ▶ **3a**				401,725

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*				
Children's Museum of Atlanta Inc 275 Centennial Olympic Park Dr Atlanta, GA 30313	None	PC	Unrestricted General	5,000
Crossroads Community Ministries Inc 420 Courtland St Atlanta, GA 30308	None	PC	Unrestricted General	5,000
CURE Childhood Cancer INc 1117 Perimeter Center West N-402 Atlant a, GA 30338	None	PC	Unrestricted General	5,000
Eagle Ranch Inc P O Box 7200 Chestnut Mtn, GA 30502	None	PC	Endowment of Chapel Preservation	25,000
Emory University Winship Cancer Inst 1440 CliftonRd Ste 170 Atlanta, GA 30332	None	PC	Medical Research	25,000
Foundation of Wesley Woods 1817 Clifton Road NE Atlanta, GA 30329	None	PC	Unrestricted General	5,000
Georgia Council on Economic Education P O Box 1619 Atlanta, GA 30301	None	PC	Unresricted General	2,500
Georgia Lions Lighthouse Foundation 5582 Peachtree Rd Chamblee, GA 30341	None	PC	unrestricted General	3,000
Georgia Public Broadcasting 260 14th St Atlanta, GA 30318	None	PC	Grant for Educational Production	25,000
Good Samaritan Health Center 1015 Donald Lee Hollowell PWY Atlanta, GA 30318	None	PC	Unrestricted General	10,000
Jerusalem House 17 Executive Park Dr NE Ste 290 Atlanta, GA 30329	None	PC	Unrestricted General	2,000
JuvenileDiabetes Research Foundation 3525 Piedmont Road NE Atlanta, GA 30305	None	PC	Unrestricted General	10,000
Kennesaw State University 1000 Chastain Road Kennesaw, GA 30144	None	PC	Scholarships	7,000
The Mission Society Inc for Centerform 4300 Paces Ferry Rd Ste 245 Atlanta, GA 30339	None	PC	Unrestricted General	1,000
MUST Ministries Inc P O Box 1717 Marietta, GA 30061	None	PC	Unrestricted General	10,000
Total . . . . ▶ **3a**				401,725

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*				
Oglethorpe University 4484 Peachtree Rd Atlanta, GA 30319	None	PC	Scholarships	7,500
Paul Anderson Youth Home Inc P O Box 525 Vidalia, GA 30475	None	PC	Unrestricted General	5,000
Reinhardt University 7300 Reinhardt Circle Waleska, GA 30183	None	PC	Scholarships	6,000
Saint Josephs Mercy Foundation Inc 1100 Johnson Ferry Rd Ste LL80 Atlanta, GA 30342	None	PC	Unrestricted General	5,000
Second Wind Retreat Inc 2187 Devils Dens Rd Epworth, GA 30541	None	PC	Unrestricted General	10,000
Senior Citizen Services 1700 Commerce Dr NW Atlanta, GA 30318	None	PC	Unrestricted General	5,000
St Simons Land Trust Inc 4300 Paces Ferry Rd Ste 245 Atlanta, GA 30339	None	PC	Unrestricted General	5,000
Children's Museums Inc 275 Centennial Olmpic Park Atlanta, GA 30313	None	PC	Unrestricted General	5,000
Truancy Intervention Project 395 Pryor St Ste 4122 Atlanta, GA 30312	None	PC	Unrestricted General	1,000
The Woodruff Arts Center Inc 1280 Peachtree St Atlanta, GA 30309	None	PC	Unrestricted General	25,000
YWCA of Northwest Georgia 48 Henderson St Marietta, GA 30064	None	PC	Unrestricted General	5,000
Atlanta-Fulton County Zoo Inc 800 Cherokee Ave Atlanta, GA 30315	None	PC	Unrestricted General	2,500
Alzheimer's Association 41 Perimeter Center East 550 Atlanta, GA 30346	None	PC	Unrestricted General	10,000
Atlanta Mission P O Box 1807 Atlanta, GA 30301	None	PC	Unrestricted General	10,000
Georgia Court Appointed Special Advocates 1776Peachtree Rd Ste 219 South Atlanta, GA 30309	None	PC	Unrestricted General	2,000
Total . . . . ▶ **3a**				401,725

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*				
Children's Healthcare of Atlanta Inc 1687 Tullie Circle Atlanta, GA 30329	None	PC	Camio Intracranial Pres Monitors	15,000
Communities in Schools of Atlanta 600 W Peachtree St NW Ste 1250 Atlanta, GA 30358	None	PC	Unrestricted General	5,000
Foundation Center-Atlanta 50 Hurt Plaza Ste 150 Atlanta, GA 30303	None	PC	Unrestricted General	2,000
Georgia Center for Non Profits 100 Peachtree St Ste 1500 Atlanta, GA 30303	None	PC	Unrestricted General	2,000
Georgia Justice Project 438 Edgewood Ave Atlanta, GA 30312	None	PC	Unrestricted General	5,000
Georgia Public Broadcasting-Robert Shaw 260 14th St NW Atlanta, GA 30318	None	PC	Production Grant	10,000
Phsicians Alliance for Community Service 440 Winn Way Atlanta, GA 30030	None	PC	Unrestricted General	5,000
Prevent Blindness Atlanta 739 Peachtree St Ste 200 Atlanta, GA 30308	None	PC	Unrestricted General	3,500
Richmond Graduate University 2055 Mount Paran Road NW Atlanta, GA 30327	None	PC	Unrestricted General	10,000
Special Olympics Georgia 4000 Dekalb Technology Pkwy Atlanta, GA 30340	None	PC	Unrestricted General	5,000
Allice Lloyd College 100 Purpose Road Pippa Passes, KY 41844	None	PC	Educational Scholarships	5,000
Ruth Carter Vannerman Foundation Inc 3010 Paces Mill Road Atlanta, GA 30309	None	PC	Unrestricted General	10,000
Court Appt Special Advocates-Fulton 866 St Charles Ave Atlanta, GA 30306	None	PC	Unrestricted General	1,000
Association of Small Foundations P O Box 247 Winooski, VT 05404	None	PC	General	725
Southeastern Council of Foundations 80 Hurt Plaza Ste 350 Atlanta, GA 30303	None	PC	General	1,000
Total . . . . ▶ **3a**				401,725

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

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization
THE RAY M & MARY E LEE FOUNDATION INC

Employer identification number
58-6049441

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization
THE RAY M & MARY E LEE FOUNDATION INC

Employer identification number
58-6049441

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

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

Name of organization
THE RAY M & MARY E LEE FOUNDATION INC

Employer identification number
58-6049441

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

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

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

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

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

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

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

Name of organization
THE RAY M & MARY E LEE FOUNDATION INC

Employer identification number
58-6049441

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

TY 2013 Accounting Fees Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE - BOA	1,800	600		1,200
Tumlın	50			50

TY 2013 All Other Program Related Investments Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount
None	

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

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Vanguard Explorer Fund Adm	2013-08	P	2014-08	Public Traded	13,800	13,468	Market		332	
Vanguard Int Stock Index	2014-06	P	2014-08	Publicly Traded	117,800	108,011	Market		9,789	
Vanguard Short Term	2014-08	P	2014-09	Publicly Traded	52,368	52,289	Market		79	
Vanguard U S Growth	2013-08	P	2013-12	Publicly Traded	9,173	8,157	Market		1,016	
Vanguard U S Growth	2013-11	P	2013-12	Publicly Traded	4,827	4,652	Market		175	
Vanguard U S Growth Fund Ad	2013-08	P	2014-01	Publicly Traded	26,400	23,954	Market		2,446	
Vanguard U S Growth	2013-08	P	2014-08	Publicly Traded	64,400	52,563	Market		11,837	
Vanguard Windsor Fund	2013-08	P	2014-08	Publicly Traded	61,100	54,643	Market		6,457	
Vanguard Strategic Equity	2013-08	P	2014-08	Publicly Traded	46,400	38,203	Market		8,197	
Vanguard Stock Market	2013-12	P	2014-03	Publicly Traded	8,144	7,857	Market		287	
Vanguard Stock Market	2014-03	P	2014-03	Publicly Traded	10,856	10,820	Market		36	
Vanguard Stock Market	2013-09	P	2014-06	Publicly Traded	4,176	3,642	Market		534	
Vanguard Stock Market	2013-12	P	2014-06	Publicly Traded	5,086	4,682	Market		404	
Vanguard Stock Market	2014-06	P	2014-06	Publicly Traded	10,738	10,731	Market		7	
Vanguard Stock Market	2013-08	P	2014-08	Publicly Traded	88,700	75,697	Market		13,003	
Vanguard Stock Market	2013-08	P	2014-08	Publicly Traded	96,500	82,354	Market		14,146	
Vanguard Cpt Gain Dis	2013-08	P	2014-08	Publicly Traded	52,663		Market		52,663	
Vanguard St Term Cap Gn Dis	2014-01	P	2014-09	Public Traded	5,626		Market		5,626	

TY 2013 General Explanation Attachment

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Identifier	Return Reference	Explanation
	Enter statement title here Rent and Royalty Income Commercial Ground Lease 1577 Northeast Rental Inc	Enter statement title here Rent and Royalty Income Commercial Ground Lease 1577 Northeast Rental Income 19985 22

TY 2013 Investments Corporate Stock Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPLORER FUNDS ADMIRAL	358,652	353,542
INTER-TERM INVEST-GR ADMIRAL	414,027	417,141
SHORT-TERM INVEST-GR ADMIRAL	258,219	258,773
STRATEGIC EQUITY FUND	302,226	353,898
TOT INTL BOND INDEX ADMIRAL	333,491	350,146
TOT INTL STOCK INDEX ADMIRAL	1,889,537	1,991,604
TOTAL BOND MKT INDEX ADMIRAL	686,672	696,257
TOTAL STOCK MKT INDEX ADMIRAL	2,100,134	2,401,200
US GROWTH FUND ADMIRAL	699,326	842,554
WINDSOR II FUND ADMIRAL	766,657	844,504

TY 2013 Investments - Land Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Landmark Data Center	61,810	61,810	61,810	1,440,000

TY 2013 Legal Fees Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Smith, Tumlin	885			885

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TY 2013 Other Expenses Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ga Corp Registration Sec of State	30			
RENTAL EXPENSES		1,009		
INSURANCE	1,009			

TY 2013 Other Income Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Securities Litigation	1,664	1,664	
Refund of Foreign Taxes	43	43	

TY 2013 Other Increases Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Description	Amount
Miscellaneous	52

TY 2013 Other Liabilities Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Description	Beginning of Year - Book Value	End of Year - Book Value
OUTSTANDING CHECKS 208 2013	77,535	25,000

TY 2013 Other Professional Fees Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 13000230

Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	23,079	16,155		6,924

TY 2013 Taxes Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC
EIN: 58-6049441
Software ID: 13000230
Software Version: 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 Federal Taxes	21,156			
2014 Taxes of 12,000 estimated	5,417			