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**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.

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending

CW AND DOROTHY G LOVE FOUNDATION
PO BOX 158
MCCOLL, SC 29570

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

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

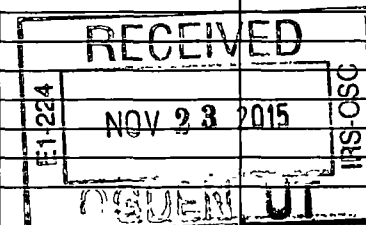
I Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ 53,911,688.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number
20-2865906
B Telephone number (see instructions)
910-276-2737
C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE				
1 Contributions, gifts, grants, etc, received (attach schedule)	39,835,157.			
2 Ck ☐ if the foundn is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	868,317.	868,317.	868,317.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	7,212,470.			
b Gross sales price for all assets on line 6a 7,632,249.				
7 Capital gain net income (from Part IV, line 2)		7,212,470.		
8 Net short term capital gain			1.	
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)				
12 Total. Add lines 1 through 11	47,915,944.	8,080,787.	868,318.	
ADMINISTRATIVE AND EXPENSES				
13 Compensation of officers, directors, trustees, etc	238,300.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch) See St 1	2,450.			
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule) (see instrs) See Stm 2	8,194.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 3	60.			
24 Total operating and administrative expenses Add lines 13 through 23	249,004.			
25 Contributions, gifts, grants paid Part XV	3,291,991.			3,291,991.
26 Total expenses and disbursements. Add lines 24 and 25	3,540,995.	0.	0.	3,291,991.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	44,374,949.			
b Net investment income (if negative, enter -0-)		8,080,787.		
c Adjusted net income (if negative, enter -0-)			868,318.	



Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	196,026.	10,618,692.	10,618,692.
	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 sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	10,595,551.	43,292,996.	43,292,996.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	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.)	10,791,577.	53,911,688.	53,911,688.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
FUND ASSETS	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	10,791,577.	53,911,688.	
	30 Total net assets or fund balances (see instructions)	10,791,577.	53,911,688.	
	31 Total liabilities and net assets/fund balances (see instructions)	10,791,577.	53,911,688.	

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	10,791,577.
2	Enter amount from Part I, line 27a	2	44,374,949.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	55,166,526.
5	Decreases not included in line 2 (itemize) <u>See Statement 4</u>	5	1,254,838.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	53,911,688.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See Statement 5				
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			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	7,212,470.
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	1.

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)

N/A

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 (column (b) divided by column (c))
2013			
2012			
2011			
2010			
2009			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1.a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	161,616.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	161,616.
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	161,616.
6 Credits/Payments			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	162,000.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	162,000.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	384.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax 384. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		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?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>		X	
14	The books are in care of <u>GREGORY B BAINES</u> Telephone no <u></u> Located at <u>PO BOX 725 LAURINBURG NC</u> ZIP + 4 <u>28352</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
16	At any time during calendar year 2014, 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?	Yes	No	
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If 'Yes,' enter the name of the foreign country <u></u>			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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1 b	N/A
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 2014?	1 c	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If 'Yes,' list the years <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>	☐ Yes ☒ 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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>		
3 a 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 2014 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 2014)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2014?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5.a** 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 4945(d)(4)(A)? (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)?

5 b 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)

6 a 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?

6 b X

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

7 a 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

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 6		238,300.	0.	0.

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
None				

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

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	1 a	43,606,414.
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	43,606,414.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	43,606,414.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	654,096.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	42,952,318.
6	Minimum investment return. Enter 5% of line 5	6	2,147,616.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,147,616.
2a	Tax on investment income for 2014 from Part VI, line 5	2 a	161,616.
b	Income tax for 2014. (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	161,616.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,986,000.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,986,000.
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	1,986,000.

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	1 a	3,291,991.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,291,991.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,291,991.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				1,986,000.
2 Undistributed income, if any, as of the end of 2014.				
a Enter amount for 2013 only			141,847.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 3,291,991.				
a Applied to 2013, but not more than line 2a			141,847.	
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 2014 distributable amount				1,986,000.
e Remaining amount distributed out of corpus	1,164,144.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	1,164,144.			
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 2013 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,164,144.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	1,164,144.			

BAA

Form 990-PF (2014)

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 2014, 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

[illegible]

- 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(i)(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(i)(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))

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

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

- c Any submission deadlines

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

Part XV Supplementary Information (continued)**3. Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 <i>Paid during the year</i> See Statement 7				
Total			▶ 3 a	3,291,991.
b <i>Approved for future payment</i>				
Total			▶ 3 b	

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 (See instructions)
		(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	868,317.	
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					7,212,470.
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)				868,317.	7,212,470.
13	Total. Add line 12, columns (b), (d), and (e)				13	8,080,787.

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

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

CW AND DOROTHY G LOVE FOUNDATION

Employer identification number

20-2865906

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$5,000 or more during the year. ► \$ _____

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ,

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

CW AND DOROTHY G LOVE FOUNDATION

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHARLES LOVE PO BOX 158 MCCOLL, SC 29570	\$ 39,775,433.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	ESTATE OF CHARLES LOVE PO DRAWER 1315 BENNETTSTVILLE, SC 29512	\$ 59,725.	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)

Employer identification number

20-2865906

or (10) that total more than \$1,000 for the year from any one contributor. 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.) ▶ \$ _____

► \$ _____ N/A

(b)	
-----	--

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

CW AND DOROTHY G LOVE FOUNDATION

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 2,450.			
Total	<u>\$ 2,450.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Tax Withheld	\$ 3,939.			
Investment Excise Tax	4,255.			
Total	<u>\$ 8,194.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Charges	\$ 60.			
Total	<u>\$ 60.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part III, Line 5
Other Decreases

Net Unrealized Gains or Losses on Investments	Total	<u>\$ 1,254,838.</u>
		<u>\$ 1,254,838.</u>

Statement 5
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	CAPITAL GAIN DISTRIBUTIONS	Purchased	Various	Various
2	.83050 KINDER MORGAN INC	Purchased	12/02/2014	12/02/2014
3	2943 BRE PROPERTIES	Purchased	Various	4/03/2014
4	7019 BEAM INC	Purchased	2/28/2006	5/01/2014
5	.4557 BLACKROCK CORE BD	Purchased	8/12/2005	11/12/2014

CW AND DOROTHY G LOVE FOUNDATION

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Statement 5 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
6	2071 EQUITY RESIDENTIAL	Purchased	6/01/2000	3/28/2014
7	.3653 ESSEX PROPERTY TRUST	Purchased	5/01/2006	4/03/2014
8	65300 FAMILY DOLLAR STORES	Purchased	Various	8/19/2014
9	4075 HARRIS TEETER SUPERMARKETS	Purchased	Various	1/29/2014
10	100 HILLSHIRE BRANDS CO	Purchased	7/08/2005	8/29/2014
11	.00559 RESTAURANT BRANDS INTL	Purchased	3/22/2006	12/17/2014
12	3869 TIM HORTONS	Purchased	3/22/2006	12/17/2014
13	.1 VECTOR GROUP LTD	Purchased	6/25/2007	9/29/2014
14	315 CITADEL BROADCASTING CORP	Purchased	Various	5/29/2014
15	12210 FAMILY DOLLAR STORES	Purchased	Various	8/19/2014
16	450 HARRIS TEETER SUPERMARKETS	Purchased	6/01/2000	1/29/2014
17	600 KINDER MORGAN ENERGY PARTNERS	Purchased	Various	12/02/2014
18	2602.03972 KINDER MORGAN MANAGEMENT LLC	Purchased	Various	2/28/2014

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	23,715.		0.	23,715.				\$ 23,715.
2	35.		34.	1.				1.
3	21,131.		1,436.	19,695.				19,695.
4	586,087.		135,556.	450,531.				450,531.
5	6.		7.	-1.				-1.
6	118,462.		55,682.	62,780.				62,780.
7	61.		33.	28.				28.
8	5217129.		137,639.	5079490.				5079490.
9	201,224.		86,840.	114,384.				114,384.
10	6,300.		2,551.	3,749.				3,749.
11	0.		0.	0.				0.
12	216,010.		0.	216,010.				216,010.
13	2.		1.	1.				1.
14	0.		0.	0.				0.
15	975,515.		0.	975,515.				975,515.
16	22,221.		0.	22,221.				22,221.
17	61,209.		0.	61,209.				61,209.
18	183,142.		0.	183,142.				183,142.
Total								\$ 7212470.

Statement 6
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
CHARLES LOVE JR 3105 ACADEMY ROAD MCCOLL, SC 29570	CEO and Trustee 30.00	\$ 90,300.	\$ 0.	\$ 0.

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Statement 6 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
CATHERINE L VITALE 339 STILLWATER CIRCLE BOILING SPRINGS, SC 29316	Sec./Trustee 10.00	\$ 37,000.	\$ 0.	\$ 0.
LINDA L LEVKOFF 201 WESTRIDGE COURT CHAPIN, SC 29036	Treas./Trustee 10.00	37,000.	0.	0.
ALAN LOVE PO BOX 158 MCCOLL, SC 29570	Trustee 10.00	37,000.	0.	0.
DOTTIE FARFONE 661 STERLING DRIVE CHARLESTON, SC 29412	Trustee 10.00	37,000.	0.	0.
		Total \$ 238,300.	\$ 0.	\$ 0.

Statement 7
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
MCCOLL PENTECOSTAL MAIN STREET MCCOLL, SC 29570				\$ 10,000.
MARLBORO CO SHERIFF MCCOLL HWY BENNETTSVILLE, SC 29571				1,000.
MCCOLL FIRE DEPARTMENT MAIN STREET MCCOLL, SC 29570				8,000.
TOWN OF MCCOLL MAIN STREET MCCOLL, SC 29570			MUSEUM MAINTENANCE	92,500.
MCCOLL CHURCH OF GOD 321 E. MCLAURIN AVENUE MCCOLL, SC 29570				2,000.
MAIN STREET METHODIST MAIN STREET MCCOLL, SC 29570				41,000.

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
EASTSIDE BAPTIST CHURCH MAIN STREET MCCOLL, SC 29570				\$ 8,000.
FIRST BAPTIST CHURCH MAIN STREET MCCOLL, SC 29570				2,000.
FIRST PRESBYTERIAN CHURCH MAIN STREET MCCOLL, SC 29570				42,000.
SALVATION ARMY PO BOX 4108 FLORENCE, SC 29502				5,000.
MCCOLL POLICE MAIN STREET MCCOLL, SC 29570				8,000.
HOSPICE OF SCOTLAND COUNTY 610 LAUCHWOOD DRIVE LAURINBURG, NC 28352				10,000.
SCOTLAND MEMORIAL FOUNDATION LAUCHWOOD DRIVE LAURINBURG, NC 28352				50,000.
PEE DEE TRIBE 200 S.MAIN STREET MCCOLL, SC 29570				55,243.
HUMANE SOCIETY OF MARLBORO COUNTY MCCOLL ROAD BENNETTSVILLE, SC 29571				5,000.
CHRIST THE CORNERSTONE ACADEMY 10401 MCCOLL HIGHWAY LAURINBURG, NC 28352				5,000.
WALKER FOUNDATION 355 CEDAR SPRINGS ROAD SPARTANBURG, SC 29302				20,000.
TOWN OF MCCOLL MAIN STREET MCCOLL, SC 29570				518,290.

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
OLD LAUREL HILL PRESBYTERIAN CHURCH OLD LAUREL HILL CHURCH ROAD LAUREL HILL, NC 28351				\$ 5,000.
OAK HILL CHURCH OF GOD 632 OAK HILL ROAD MCCOLL, SC 29570				15,000.
SMILE TRAIN PO BOX 96208 WASHINGTON, DC 20090				10,000.
EPWORTH CHILDRENS HOME 2900 MILLWOOD AVENUE COLUMBIA, SC 29250				10,000.
AMERICAN LEGION POST 177 132 PICKENS STREET COLUMBIA, SC 29205				5,000.
MARLBORO COUNTY COUNCIL ON AGING 209 E. MARKET STREET BENNETTSVILLE, SC 29512				5,000.
THE CHILDRENS SECURITY BLANKET 899 SOUTH PINE STREET SPARTANBURG, SC 29302				20,000.
TOWN OF BLACKSBURG 105 S. SHELBY STREET BLACKSBURG, SC 29702				49,958.
CAMP HAPPY DAYS 1622 ASHLEY HALL ROAD CHARLESTON, SC 29407	COMMUNITY			20,000.
SPARTANBURG AREA CONSERVANCY INC PO BOX 18168 SPARTANBURG, SC 29318	COMMUNITY			50,000.
HALTER HANDICAPPED ATHLETES PO BOX 1403 SPARTANBURG, SC 29304	COMMUNITY			10,000.
CAROLINA CRITTER CARE 1480 BOILING SPRINGS RD STE 128 SPARTANBURG, SC 29303	COMMUNITY			10,000.

CW AND DOROTHY G LOVE FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
FRIENDS OF SPARTANBURG COUNTY 207 MAGNOLIA ST SUITE 102 SPARTANBURG, SC 29306	COMMUNITY			\$ 5,000.
HOPE CENTER FOR CHILDREN 202 HUDSON BARKSDALE BLVD SPARTANBURG, SC 29306	COMMUNITY			25,000.
SQ RESCUE INC 121 LAUREL BAY LANE COLUMBIA, SC 29229	COMMUNITY			10,000.
HOPE POINT CHURCH 190 LINCOLN SCHOOL ROAD SPARTANBURG, SC 29301	COMMUNITY			50,000.
ARTS PARTNERSHIP-GREATER SPARTANBURG 200 E SAINT JOHN STREET SPARTANBURG, SC 29306	COMMUNITY			100,000.
SPARTANBURG INTERFAITH HOSPITALITY NTWK 899 S. PINE STREET SPARTANBURG, SC 29302	COMMUNITY			10,000.
SISTERCARE INC PO BOX 1029 COLUMBIA, SC 29202	COMMUNITY			10,000.
ST JUDES CHILDREN RESEARCH HOSPITAL 6000 FAIRVIEW RD #648 CHARLOTTE, NC 28210	COMMUNITY			100,000.
THE ALS ASSOCIATION 1275 K STREET NW SUITE 250 WASHINGTON, DC	COMMUNITY			100,000.
VICTORY JUNCTION GANG CAMP INC 4500 ADAMS WAY RANDLEMAN, NC 27317	COMMUNITY			20,000.
HELP 4 KIDS 12053 B HWY 17 SOUTH GARDEN CITY, SC 29576	COMMUNITY			30,000.

CW AND DOROTHY G LOVE FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
POST POLIO HEALTH INTERNATIONAL INC 4207 LINDELL BLVD 110 ST. LOUIS, MO 63108	COMMUNITY			\$ 20,000.
IWAG PUPPY RESCUE 4340 BIG BARN DRIVE SUITE 101 LITTLE RIVER, SC 29566	COMMUNITY			61,000.
CANINE ANGELS INC 98 SHADOW MOSS PLACE NORTH MYRTLE BEACH, SC 29578	COMMUNITY			25,000.
WORLDVIEW MINISTRY INTERNATIONAL, INC 4200 COQUINA HARBOR DRIVE LITTLE RIVER, SC 29566	COMMUNITY			35,000.
MAKE A WISH SOUTH CAROLINA 225 S. PLEASANTBURG DRIVE 8B GREENVILLE, SC 29607	COMMUNITY			75,000.
PARTNERS IN DEVELOPMENT, INC 55 MARKET STREET SUITE 201 IPSWICH, MA 01938	COMMUNITY			30,000.
BAREFOOT CHURCH INC 701 MAIN STREET NORTH MYRTLE BEACH, SC 29582	COMMUNITY			37,000.
FATHER'S CUP MINISTRIES 4347 BIG BARN DRIVE LITTLE RIVER, SC 29566	COMMUNITY			48,000.
WIGS FOR CANCER 4275 SEA MOUNTAIN HIGHWAY LITTLE RIVER, SC 29566	COMMUNITY			50,000.
CHIEFS ATHLETIC BOOSTER CLUB INC 458 NATURE TRAIL LITTLE RIVER, SC 29566	COMMUNITY			25,000.
GEDDIE COLE CENTER INC PO BOX 306 MCCOLL, SC 29570	COMMUNITY			25,000.

CW AND DOROTHY G LOVE FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
MCLEOD HEALTH FOUNDATION PO BOX 100551 FLORENCE, SC 29502	COMMUNITY			\$ 25,000.
MARLBORO ECONOMIC DEVELOPMENT PO BOX 653 BENNETTSVILLE, SC 29512	COMMUNITY			100,000.
BREAD OF LIFE FOOD PANTRY 116 BROAD STREET BENNETTSVILLE, SC 29512	COMMUNITY			25,000.
ST. JOHN NEUMANN SCHOOL 721 POLO ROAD COLUMBIA, SC 29223	COMMUNITY			50,000.
ANN STORCK CENTER INC 1790 SW 43RD WAY FT. LAUDERDALE, FL 33317	COMMUNITY			25,000.
HAPPY WHEELS INC PO BOX 11070 COLUMBIA, SC 29211	COMMUNITY			25,000.
HARVEST HOPE FOOD BANK 2220 SHOP ROAD COLUMBIA, SC 29201	COMMUNITY			35,000.
NATIONAL STUTTERING ASSOCIATION 119 W. 40TH STREET 14TH FLOOR NEW YORK, NY 10018	COMMUNITY			50,000.
PALMETTO ANIMAL ASSISTED LIVING 2216 W BRANCH RD COLUMBIA, SC 29223	COMMUNITY			100,000.
IMPACT FAMILY VIOLENCE SERVICES 6101 IDLEWILD RD STE 177 CHARLOTTE, NC 28212	COMMUNITY			25,000.
UNITED WAY OF THE MIDLANDS 1800 MAIN STREET STE 2 COLUMBIA, SC 29201	COMMUNITY			50,000.
STARR TEAM 243 MARTIN NEESE ROAD SWANSEA, SC 29160	COMMUNITY			25,000.

CW AND DOROTHY G LOVE FOUNDATION

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Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
DREAM RIDERS 156 SANDY HILL ROAD LEXINGTON, SC 29072	COMMUNITY			\$ 25,000.
COLUMBIA FREE MEDICAL CLINIC INC PO BOX 4616 COLUMBIA, SC 29240	COMMUNITY			25,000.
DAYBREAK INC PO BOX 2302 COLUMBIA, SC 29202	COMMUNITY			15,000.
PALMETTO HEALTH FOUNDATION PO BOX 247 COLUMBIA, SC 29202	COMMUNITY			50,000.
CHARLESTON AREA SENIOR CITIZENS 205 ST. JOHNS AVENUE CHARLESTON HEIGHTS, SC 29405	COMMUNITY			25,000.
CHARLESTON AREA THERAPEUTIC RIDING PO BOX 146 JOHNS ISLAND, SC 29457	COMMUNITY			60,000.
SOUTH CAROLINA WATERFOWL ASSOC 9833 OLD RIVER ROAD PINWOOD, SC 29125	COMMUNITY			20,000.
COASTAL CONSERVATION ASSOCIATION 4801 WOODWAY SUITE 220W HOUSTON, TX 77056	COMMUNITY			15,000.
HABITAT FOR HUMANITY 121 HABITAT STREET AMERICUS, GA 31709	COMMUNITY			30,000.
ROPER ST. FRANCIS FOUNDATION 125 DOUGHY ST. STE 790 CHARLESTON, SC 29403	COMMUNITY			50,000.
CHARLESTON COUNTY SCHOOL DISTRICT 3999 BRIDGE VIEW DRIVE CHARLESTON, SC 29405	COMMUNITY			15,000.

CW AND DOROTHY G LOVE FOUNDATION

20-2865906

Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
RESPIRE CARE CHARLESTON 405 KING STREET CHARLESTON, SC 29403	COMMUNITY			\$ 15,000.
USC EDUCATIONAL FOUNDATION 1027 BARNWELL STREET COLUMBIA, SC 29208	COMMUNITY			30,000.
HIGH COUNTRY COMMUNITY HEALTH 642 W KING STREET BOONE, NC 28607	COMMUNITY			100,000.
MEDICAL UNIV. OF SC FOUNDATION PO BOX 250450 CHARLESTON, SC 29425	COMMUNITY			80,000.
ST. JAMES EPISCOPAL CHURCH 1872 CAMP ROAD CHARLESTON, SC 29412	COMMUNITY			30,000.
HOSPICE OF THE BLUE RIDGE INC 236 HOSPITAL DRIVE SPRUCE PINE, NC 28777	COMMUNITY			60,000.
LEUKEMIA & LYMPHONA SOCIETY, INC. 1311 MAMARONECK AVENUE WHITE PLAINS, NY 10605	COMMUNITY			10,000.
COASTAL ANIMAL RESCUE 1288 LIMESTONE DRIVE MURRELLS INLET, SC 29576	COMMUNITY			3,000.
SPARTANBURG COUNTY FOUNDATION 424 EAST KENNEDY STREET SPARTANBURG, SC 29302	COMMUNITY			10,000.
SC DENTAL CARE FOUNDATION 120 STONEMARK LANE COLUMBIA, SC 29210	COMMUNITY			30,000.
BOB WOODRUFF FOUNDATION 127 E 59TH ST THIRD FLOOR NEW YORK, NY 10022	COMMUNITY			10,000.
PETS INC 300 ORCHARD DRIVE WEST COLUMBIA, SC 29170	COMMUNITY			10,000.

Statement 7 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ST JOHNS UMC BLACKSBURG 105 S. RUTHERFORD STREET BLACKSBURG, SC 29702	CHURCH			\$ 30,000.
PINEHILL BAPTIST RETREAT & CAMP 2096 BAPTIST ROAD BENNETTSVILLE, SC 29512	CHURCH			5,000.
CHRIST UNITED METHODIST CHURCH 819 N. MARLBORO STREET BENNETTSVILLE, SC 29512	CHURCH			5,000.
AMERICAN RED CROSS 205 E. MARKET STREET BENNETTSVILLE, SC 29512	COMMUNITY			5,000.
SPARTANBURG SCHOOL DISTRICT 610 DUPRE DRIVE SPARTANBURG, SC 29307	COMMUNITY			10,000.
Total				\$ <u>3,291,991.</u>