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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ 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.

For calendar year 2014 or tax year beginning , and ending

Name of foundation GEORGIA PINE LEVEL FOUNDATION, INC			A Employer identification number 58-6163477	
Number and street (or P O box number if mail is not delivered to street address) P O. BOX 1908		Room/suite	B Telephone number (see instructions) (404) 813-1316	
City or town ORLANDO	State FL	ZIP code 32802-1908		
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 6,410,191		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>				

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)	227,520			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	158,253	159,402		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	179,279			
b Gross sales price for all assets on line 6a 1,553,580				
7 Capital gain net income (from Part IV, line 2)		179,279		
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)	25,269	25,269		
12 Total. Add lines 1 through 11	590,321	363,950	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,500			2,500
c Other professional fees (attach schedule)	45,839	22,920		22,919
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,201	1,201		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	7,459	6,859		600
24 Total operating and administrative expenses. Add lines 13 through 23	56,999	30,980	0	26,019
25 Contributions, gifts, grants paid	267,500			267,500
26 Total expenses and disbursements. Add lines 24 and 25	324,499	30,980	0	293,519
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	265,822			
b Net investment income (if negative, enter -0-)		332,970		
c Adjusted net income (if negative, enter -0-)			0	

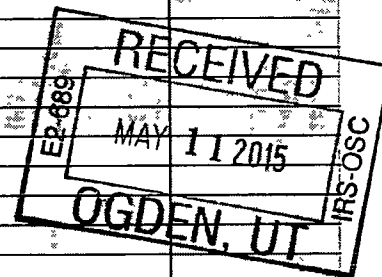
For Paperwork Reduction Act Notice, see instructions.

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GEORGIA PINE LEVEL FOUNDATION, INC

58-6163477

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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 (a) Book Value	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		18,046	18,046
	2 Savings and temporary cash investments	88,723	91,345	91,345
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	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)	4,768,556	4,793,293	6,300,800
	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)	4,857,279	4,902,684	6,410,191
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,857,279	4,902,684	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	4,857,279	4,902,684	
	31 Total liabilities and net assets/fund balances (see instructions)	4,857,279	4,902,684	

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	4,857,279
2 Enter amount from Part I, line 27a	2	265,822
3 Other increases not included in line 2 (itemize) ▶ <u>FEDERAL EXCISE TAX REFUND</u>	3	7,514
4 Add lines 1, 2, and 3	4	5,130,615
5 Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	227,931
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,902,684

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(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			0
b			0
c			0
d			0
e			0

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

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	179,279
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	0

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.

(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))
2013	369,793	6,295,733	0.058737
2012	296,391	6,186,580	0.047909
2011	269,678	5,241,814	0.051447
2010	277,908	4,943,400	0.056218
2009	291,485	4,995,043	0.058355

2	Total of line 1, column (d)	2	0.272666
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.054533
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,322,761
5	Multiply line 4 by line 3	5	344,799
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,330
7	Add lines 5 and 6	7	348,129
8	Enter qualifying distributions from Part XII, line 4 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	8	293,519

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	6,659	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3	Add lines 1 and 2	3	6,659	
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	6,659	
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,375	
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	5,375	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	1,284	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded	11	0	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
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 ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a 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? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (404) 813-1316			
Located at ▶ 1155 PEACHTREE ST NE ATLANTA GA ZIP+4 ▶ 30309				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 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?	16	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 ▶				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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 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)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No
- 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? ☐ Yes ☒ 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? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
ROBERT F. HATCHER PO BOX 5001 MACON, GA 31208	PRESIDENT/DIR AS REQ'D	0		
ROBERT F. HATCHER, JR. PO BOX 5001 MACON, GA 31208	SECRETARY AS REQ'D	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



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
SUNTRUST BANK P O BOX 4655, ATLANTA, GA 30302	AGENT INVESTMENT MANAGER	45,839

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	
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 instructions		
3	NONE	
Total. Add lines 1 through 3		0

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	6,268,587
b	Average of monthly cash balances	1b	150,460
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,419,047
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	6,419,047
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	96,286
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,322,761
6	Minimum investment return. Enter 5% of line 5	6	316,138

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	316,138
2a	Tax on investment income for 2014 from Part VI, line 5	2a	6,659
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,659
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	309,479
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	309,479
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	309,479

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	293,519
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	293,519
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	293,519

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				309,479
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009	19,742			
b From 2010	33,832			
c From 2011	10,436			
d From 2012	5,387			
e From 2013	65,756			
f Total of lines 3a through e	135,153			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 293,519				
a Applied to 2013, but not more than line 2a				
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 2014 distributable amount				293,519
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	15,960			15,960
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	119,193			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	3,782			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	115,411			
10 Analysis of line 9				
a Excess from 2010	33,832			
b Excess from 2011	10,436			
c Excess from 2012	5,387			
d Excess from 2013	65,756			
e Excess from 2014				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****1a** 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)**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	

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 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))

ROBERT F. HATCHER

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.

N/A

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

GA PINE LEVEL FOUNDATION PO BOX 4655, MC 221 ATLANTA, GA 30302 (404) 588-7227

b The form in which applications should be submitted and information and materials they should include**LETTER OF REQUEST AND IRS TAX EXEMPT LETTER****c** Any submission deadlines.

NONE

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

GA CONCERNS PRIMARILY IN BIBB COUNTY (MACON)

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	267,500
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion 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	158,253	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	179,279	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a MAP 2012, L P			01	7,604	
b	MAP2006 (A), L P			01	17,665	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		362,801	0
13	Total. Add line 12, columns (b), (d), and (e)				13	362,801

(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.

OMB No 1545-0047

2014▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**

GEORGIA PINE LEVEL FOUNDATION, INC

Employer identification number

58-6163477

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 foundationCheck 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).

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

Page **4**

Name of organization GEORGIA PINE LEVEL FOUNDATION, INC.	Employer identification number 58-6163477
--------------------------------------------------------------------	-----------------------------------------------------

Part III **Exclusively** religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), 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.) ▶ \$ 0

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
	----- ----- -----		----- ----- -----
	For Prov	Country	
(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
	----- ----- -----		----- ----- -----
	For Prov	Country	
(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
	----- ----- -----		----- ----- -----
	For Prov	Country	
(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
	----- ----- -----		----- ----- -----
	For Prov	Country	

GEORGIA PINE LEVEL FOUNDATION, INC

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

21ST CENTURY PARTNERSHIP

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

MIDDLE GEORGIA STATE COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

NEWTOWN MACON

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 2,500

Name

GEORGIA PUBLIC POLICY FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 10,000

Name

MUSEUM OF ARTS AND SCIENCES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 55,000

Name

SALVATION ARMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 1,000

GEORGIA PINE LEVEL FOUNDATION, INC

58-6163477 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

STRATFORD ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 15,000

Name

WESLEYAN COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 2,000

Name

UGA FOUNDATION FOR STATE BOTANICAL GARDEN OF GA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 2,000

Name

COMMUNITY FOUNDATION OF CENTRAL GA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 110,000

Name

MERCER UNIVERSITY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSES			Amount 50,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount



IA GA PINE LEVEL FDN NON-DIRECT
ACCOUNT NO. 1129613

PORTFOLIO DETAIL

AS OF 12/31/14

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
STIF & MONEY MARKET FUNDS						
18,045.77	PMM FIDUCIARY MASTER DEP ACCT CUSIP: 99A101DF0	18,045.77 1.000 0.28 %	18,045.77 1.00	0.00	9	0.05 % 0.00 %
US GOVERNMENT & AGENCY BONDS						
75,000	FEDERAL FARM CREDIT BANK DTD 07/16/2014 2.375% 07/16/2020 CALLABLE CUSIP: 3133EDQP0	75,112.50 100.150 1.17 %	74,906.25 99.87	206.25	1,781	2.37 % 2.35 %
100,000	FEDERAL HOME LOAN BANK DTD 06/13/2007 5.625% 06/09/2017 NON CALLABLE CUSIP: 3133XLF81	110,730.00 110.730 1.73 %	99,811.00 99.81	10,919.00	5,625	5.08 % 1.15 %
TOTAL US GOVERNMENT & AGENCY BONDS		185,842.50	174,717.25	11,125.25	7,406	3.99 %



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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO Maturity
CORPORATE OBLIGATIONS						
25,000	BECTON DICKINSON DTD 05/15/2009 5 000% 05/15/2019 NON CALLABLE CUSIP: 075887AU3 MOODY'S RATING: A3	27,647.00 110.588 0.43 %	29,074.00 116.30	1,427.00-	1,250	4.52 % 2.43 %
50,000	BERKSHIRE HATHAWAY INC DTD 01/31/2012 3.400% 01/31/2022 NON CALLABLE CUSIP: 084670BF4 MOODY'S RATING: AA2	52,061.00 104.122 0.81 %	51,495.00 102.99	566.00	1,700	3.27 % 2.76 %
50,000	CISCO SYSTEMS INC DTD 03/16/2011 3.150% 03/14/2017 NON CALLABLE CUSIP: 17275RAK8 MOODY'S RATING: A1	52,265.00 104.530 0.82 %	51,181.80 102.36	1,083.20	1,575	3.01 % 1.06 %
100,000	GOLDMAN SACHS GROUP INC DTD 01/12/2005 5.125% 01/15/2015 NON CALLABLE CUSIP: 38141GEA8 MOODY'S RATING: BAA1	100,128.00 100.128 1.56 %	99,805.00 99.80	323.00	5,125	5.12 % 1.79 %
250,000	HEIGHTS FINANCE CORP SUBD DEB SER K UNREGD DTD 07/01/14 7.500% DUE 06/30/17 SUBSIDIARY OF MIDCOUNTRY FIN CORP CUSIP: 4228219C4 250,000 PLEDGED/COLLATERAL	250,000.00 100.000 3.90 %	250,000.00 100.00	0.00	18,750	7.50 % 7.50 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO Maturity
50,000	IBM CORP DTD 08/01/2013 3.375% 08/01/2023 NON CALLABLE CUSIP: 459200HP9 MOODY'S RATING: AA3	51,088.00 102.176 0.80 %	49,847.50 99.69	1,240.50	1,688	3.30 % 3.08 %
50,000	PFIZER INC DTD 02/19/2003 4.650% 03/01/2018 NON CALLABLE CUSIP: 717081AQ6 MOODY'S RATING: A1	54,623.00 109.246 0.85 %	57,848.00 115.70	3,225.00-	2,325	4.26 % 1.64 %
25,000	PRAXAIR INC DTD 08/13/2009 4.500% 08/15/2019 NON CALLABLE CUSIP: 74005PAU8 MOODY'S RATING: A2	27,529.50 110.118 0.43 %	28,483.00 113.93	953.50-	1,125	4.09 % 2.19 %
50,000	SHELL INTERNATIONAL FIN DTD 09/22/2009 4.300% 09/22/2019 NON CALLABLE CUSIP: 822582AJ1	54,873.00 109.746 0.86 %	52,805.00 105.61	2,068.00	2,150	3.92 % 2.12 %
50,000	STATE STREET CORP DTD 03/07/2011 4.375% 03/07/2021 NON CALLABLE CUSIP: 857477AG8 MOODY'S RATING: A1	54,702.00 109.404 0.85 %	52,027.00 104.05	2,675.00	2,188	4.00 % 2.71 %
25,000	TOTAL CAPITAL SA DTD 09/15/2010 2.300% 03/15/2016 NON CALLABLE CUSIP: 89152UAE2	25,446.50 101.786 0.40 %	25,787.75 103.15	341.25-	575	2.26 % 0.81 %



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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
25,000	WAL-MART STORES INC DTD 01/23/2009 4.125% 02/01/2019 NON CALLABLE CUSIP: 931142CP6 MOODY'S RATING: AA2	27,230.00 108.920 0.42 %	28,117.75 112.47	887.75-	1,031	3.79 % 1.85 %
TOTAL CORPORATE OBLIGATIONS		777,593.00	776,471.80	1,121.20	39,481	5.08 %
<u>EQUITY SECURITIES</u>						
<u>CONSUMER STAPLES</u>						
8,000	COCA COLA CO CUSIP: 191216100	337,760.00 42.220 5.27 %	120,474.24 15.06	217,285.76	9,760	2.89 % 0.00 %
<u>FINANCIALS</u>						
18,100	BB&T CORPORATION CUSIP: 054937107	703,909.00 38.890 10.98 %	48,990.00 2.71	654,919.00	17,376	2.47 % 0.00 %
4,000	MIDCOUNTRY FINL CORP WTS EXP 09/29/14 CUSIP: 595652926	0.40 0.000 0.00 %	0.00 0.00	0.40	0	0.00 % 0.00 %
TOTAL FINANCIALS		703,909.40	48,990.00	654,919.40	17,376	2.47 %



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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS-EQUITY						
300	ISHARES RUSSEL 2000 VALUE ETF CUSIP: 464287630	30,504.00 101.680 0.48 %	10,666.39 35.55	19,837.61	574	1.88 % 0.00 %
535	ISHARES RUSSELL MIDCAP GRWTH ETF CUSIP: 464287481	49,878.05 93.230 0.78 %	14,530.60 27.16	35,347.45	512	1.03 % 0.00 %
675	ISHARES RUSSELL MIDCAP VALUE ETF CUSIP: 464287473	49,788.00 73.760 0.78 %	14,289.75 21.17	35,498.25	918	1.84 % 0.00 %
3,530	ISHARES RUSSELL 1000 GROWTH ETF CUSIP: 464287614	337,503.30 95.610 5.26 %	201,257.82 57.01	136,245.48	4,473	1.33 % 0.00 %
250	ISHARES RUSSELL 2000 GROWTH ETF CUSIP: 464287648	35,595.00 142.380 0.56 %	10,032.50 40.13	25,562.50	258	0.72 % 0.00 %
4,050	SPDR S&P DIVIDEND ETF CUSIP: 78464A763	319,140.00 78.800 4.98 %	225,973.39 55.80	93,166.61	7,233	2.27 % 0.00 %
3,220	SPDR S&P 500 ETF TRUST CUSIP: 78462F103	661,838.80 205.540 10.32 %	356,220.91 110.63	305,617.89	12,349	1.87 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		1,484,247.15	832,971.36	651,275.79	26,317	1.77 %



IA GA PINE LEVEL FDN NON-DIRECT
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PORTFOLIO DETAIL

AS OF 12/31/14

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
LTD PARTNERSHIP & CLOSELY HELD						
1	MAP 2006 DELAWARE LTD PARTNERSHIP SUBSCRIPTION AGMT & POA CUSIP: 992499SV6	250,000.00 250,000.000 3.90 %	250,000.00 250,000.00	0.00	0	0.00 % 0.00 %
1	MAP 2012 DELAWARE LTD PARTNERSHIP SUBSCRIPTION AGMT & POA CUSIP: 9911260N4	150,500.00 150,500.000 2.35 %	122,500.00 122,500.00	28,000.00	0	0.00 % 0.00 %
109,193	MIDCOUNTRY FINL CORP COM CUSIP: 595652108 109,193 PLEDGED/COLLATERAL	750,155.91 6.870 11.70 %	1,085,102.21 9.96	337,946.30-	0	0.00 % 0.00 %
2,090	MIDCOUNTRY FINL CORP SER A-1 CONV PFD CUSIP: 59499D923 2,090 PLEDGED/COLLATERAL	358,957.50 171 750 5.60 %	200,000.00 95.69	158,957.50	0	0.00 % 0.00 %
8,000	MIDCOUNTRY FINL CORP SER C FLTG PFD CUSIP: 595652991 8,000 PLEDGED/COLLATERAL	200,000.00 25.000 3.12 %	0.00 0.00	200,000.00	0	0.00 % 0.00 %
TOTAL LTD PARTNERSHIP & CLOSELY HELD		1,709,613.41	1,660,602.21	49,011.20	0	0.00 %

TOTAL EQUITY SECURITIES

4,235,529.96 2,663,037.81 1,572,492.15 53,453 1.26 %



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ACCOUNT NO. 1129613

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS						
5,245.799	BRANDES INTERNATIONAL SMALL CAP EQUITY FUND CUSIP: 105262737	64,156.12 12.230 1.00 %	73,093.95 13.93	8,937.83-	2,041	3.18 % 0.00 %
33,957.157	DFA INTERNATIONAL CORE EQUITY FUND CUSIP: 233203371	397,298.74 11.700 6.20 %	446,000.00 13.13	48,701.26-	12,564	3.16 % 0.00 %
6,158.135	MAINSTAY ICAP INTERNATIONAL FUND CUSIP: 56063J716	201,925.25 32.790 3.15 %	220,000.00 35.73	18,074.75-	6,682	3.31 % 0.00 %
4,339.964	OPPENHEIMER DEVELOPING MARKETS FUND CUSIP: 683974505	152,159.14 35.060 2.37 %	154,716.66 35.65	2,557.52-	972	0.64 % 0.00 %
14,917.375	WASATCH LONG/SHORT FUND CUSIP: 936793769	222,418.06 14.910 3.47 %	217,633.78 14.59	4,784.28	0	0.00 % 0.00 %
5,887.29	WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND CUSIP: 94987W737	63,877.10 10.850 1.00 %	67,621.76 11.49	3,744.66-	1,878	2.94 % 0.00 %
TOTAL MUTUAL FUNDS			1,179,066.15	77,231.74-	24,137	2.19 %
PRINCIPAL PORTFOLIO TOTAL			4,811,338.78	1,507,506.86	124,486	1.97 %



IA GA PINE LEVEL FDN NON-DIRECT
ACCOUNT NO 1129613

PORTFOLIO DETAIL

AS OF 12/31/14

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>INCOME PORTFOLIO</u>						
	INCOME CASH	1,878 81 0 03 %	1,878 81			
<u>STIF & MONEY MARKET FUNDS</u>						
9,496 84	PWM CUSTODY MASTER DEPOSIT ACCOUNT CUSIP 99A101064	9,496 84 1 000 0 15 %	9,496 84 1 00	0 00		5 0 05 % 0 00 %
81,847 95	PWM FIDUCIARY MASTER DEP ACCT CUSIP 99A101DF0	81,847 95 1 000 1 28 %	81,847 95 1 00	0 00		41 0 05 % 0 00 %
TOTAL STIF & MONEY MARKET FUNDS		91,344 79	91,344 79	0 00		46 0 05 %
INCOME PORTFOLIO TOTAL		93,223.60	93,223.60	0.00		46 0.05 %

TOTAL ASSETS \$93,223.60
TOTAL LIABILITIES \$0.00
TOTAL NET ASSETS \$93,223.60

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Amount										Totals			
Long Term CG Distributions										Capital Gains/Losses			
Short Term CG Distributions										Other sales			
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Cost, Other Basis and Expenses			Net Gain or Loss
										Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	
1	X	MANNING & NAPIER WORLD C	563821545		2/19/2010		5/13/2014	29,765	25,000			0	4,765
2	X	MANNING & NAPIER WORLD C	563821545		5/19/2010		5/13/2014	63,140	50,000			0	13,140
3	X	MANNING & NAPIER WORLD C	563821545		1/16/2010		5/13/2014	11,195	10,000			0	1,195
4	X	MANNING & NAPIER WORLD C	563821545		8/18/2011		5/13/2014	60,923	50,000			0	10,923
5	X	MANNING & NAPIER WORLD C	563821545		11/20/2012		5/13/2014	189,676	150,000			0	39,676
6	X	MANNING & NAPIER WORLD C	563821545		7/9/2013		5/13/2014	80,577	70,000			0	10,577
7	X	OPPENHEIMER DEVELOPING	683974505		5/13/2014		11/12/2014	13,000	12,835			0	165
8	X	SPDR S&P 500 ETF TRUST	78462F103		7/9/2013		11/12/2014	16,303	13,213			0	3,090
9	X	VANGUARD FTSE EMERGING	922042858		9/19/2012		11/12/2014	15,936	11,780			0	4,156
10	X	VANGUARD FTSE EMERGING	922042858		11/9/2009		5/13/2014	31,016	30,054			0	962
11	X	VANGUARD FTSE EMERGING	922042858		8/18/2010		5/13/2014	3,587	3,589			0	-2
12	X	VANGUARD FTSE EMERGING	922042858		9/19/2012		5/13/2014	36,080	36,636			0	-556
13	X	VANGUARD FTSE EMERGING	922042858		11/20/2012		5/13/2014	55,914	54,444			0	1,470
14	X	WASATCH LONG/SHORT FUN	936793769		9/19/2012		5/13/2014	30,000	25,522			0	4,478
15	X	WASATCH LONG/SHORT FUN	936793769		10/30/2014		11/12/2014	8,500	8,364			0	136
16	X	WFA ABSOLUTE RETURN FUN	94987W737		5/13/2014		11/12/2014	3,000	3,053			53	0
17	X	ABERDEEN-EQ LONG SHOR	003020336		9/18/2012		5/13/2014	25,000	23,608			0	1,392
18	X	ABERDEEN-EQ LONG SHOR	003020336		2/19/2010		10/30/2014	21,808	19,344			0	2,464
19	X	ABERDEEN-EQ LONG SHOR	003020336		5/19/2010		10/30/2014	11,429	10,000			0	1,429
20	X	HEIGHTS FINANCE CO 10 000	422821986		2/3/2010		7/29/2014	250,000	250,000			0	0
21	X	ISHARES RUSSELL MIDCAP V	464287473		3/10/2009		10/30/2014	4,255	1,270			0	2,985
22	X	ISHARES RUSSELL MIDCAP V	464287473		3/10/2009		11/12/2014	12,747	3,705			0	9,042
23	X	ISHARES RUSSELL MIDCAP V	464287481		3/10/2009		10/30/2014	6,653	2,037			0	4,616
24	X	ISHARES RUSSELL MIDCAP V	464287481		3/10/2009		11/12/2014	12,899	3,802			0	9,097
25	X	ISHARES RUSSELL 1000 GRO	464287614		9/19/2012		5/13/2014	69,982	54,501			0	15,481
26	X	ISHARES RUSSELL 1000 GRO	464287614		9/19/2012		11/12/2014	16,143	11,581			0	4,562
27	X	ABERDEEN-EQ LONG SHOR	003020336		9/18/2012		10/30/2014	33,979	31,392			0	2,587
28	X	BAXTER INTL INC 4.250%	0718138C2		5/24/2011		4/1/2014	54,430	51,929			0	2,501
29	X	DFA REAL ESTATE SECS POR	233203835		5/13/2014		10/30/2014	69,174	65,000			0	4,174
30	X	FFCB 5.650% 6/30/14	31331VK96		6/7/2007		9/30/2014	75,000	76,143			0	-1,143
31	X	FFCB 4.950% 1/03/14	31331XFD9		3/11/2008		11/12/2014	81,382	77,427			0	3,955
32	X	ABSOLUTE STRATEGIES FUN	34984T600		2/27/2008		5/13/2014	47,358	45,125			0	2,233
33	X	ABSOLUTE STRATEGIES FUN	34984T600		9/18/2012		5/13/2014	55,245	55,000			0	245
34	X	ABSOLUTE STRATEGIES FUN	34984T600		9/19/2012		5/13/2014	38,135	38,000			0	135
35	X	MAP 2006(A), L P SHORT TER						-1,019	0			0	-1,019
36	X	MAP 2006(A), L P LONG TER						-189	0			0	-189

Part I, Line 11 (990-PF) - Other Income

		25,269	25,269	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER PARTNERSHIP INCOME	25,971	25,971	
2	OTHER INCOME (LOSS)	-702	-702	

Part I, Line 16b (990-PF) - Accounting Fees

		2,500	0	0	2,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

Part I, Line 16c (990-PF) - Other Professional Fees

		45,839	22,920	0	22,919
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MANAGEMENT FEES	45,839	22,920		22,919

Part I, Line 18 (990-PF) - Taxes

		1,201	1,201	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,201	1,201		

Part I, Line 23 (990-PF) - Other Expenses

		7,459	6,859	0	600
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PARTNERSHIP EXPENSES	6,859	6,859		
2	MEMBERSHIP FEES	600			600

Part II, Line 13 (990-PF) - Investments - Other

		4,768,556		4,793,293		6,300,800	
		Book Value		Book Value		FMV	
		Beg. of Year		End of Year		End of Year	
1	SEE ATTACHED			4,793,293		6,300,800	

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FEDERAL EXCISE TAX REFUND	1	7,514
2	Total	2	7,514

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	370
2	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	2	210,232
3	PARTNERSHIP INCOME ADJUSTMENT	3	17,329
4	Total	4	227,931

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Line	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	MANNING & NAPIER WORLD OPPOR	5/3/2014	5/3/2014	5/3/2014	25,765		0	25,000	4,765	0	0	0	4,765
2	MANNING & NAPIER WORLD OPPOR	5/3/2014	5/3/2014	5/3/2014	63,140		0	50,000	13,140	0	0	0	13,140
3	MANNING & NAPIER WORLD OPPOR	5/3/2014	5/3/2014	5/3/2014	11,195		0	10,000	1,195	0	0	0	1,195
4	MANNING & NAPIER WORLD OPPOR	5/3/2014	5/3/2014	5/3/2014	80,823		0	50,000	30,823	0	0	0	30,823
5	MANNING & NAPIER WORLD OPPOR	5/3/2014	5/3/2014	5/3/2014	189,676		0	150,000	39,676	0	0	0	39,676
6	MANNING & NAPIER WORLD OPPOR	5/3/2014	5/3/2014	5/3/2014	80,577		0	70,000	10,577	0	0	0	10,577
7	OPPENHEIMER DEVELOPING MKT-Y	5/3/2014	5/3/2014	5/3/2014	13,000		0	12,835	165	0	0	0	165
8	SPDR S&P 500 ETF TRUST	7/9/2013	11/12/2014	11/12/2014	16,303		0	13,213	3,090	0	0	0	3,090
9	SPDR S&P 500 ETF TRUST	7/9/2013	11/12/2014	11/12/2014	15,936		0	11,780	4,156	0	0	0	4,156
10	VANGUARD FTSE EMERGING MARKET	9/19/2012	5/3/2014	5/3/2014	31,016		0	30,054	962	0	0	0	962
11	VANGUARD FTSE EMERGING MARKET	8/18/2010	5/3/2014	5/3/2014	3,587		0	3,589	-2	0	0	0	-2
12	VANGUARD FTSE EMERGING MARKET	9/19/2012	5/3/2014	5/3/2014	36,080		0	36,636	-556	0	0	0	-556
13	VANGUARD FTSE EMERGING MARKET	11/20/2012	5/3/2014	5/3/2014	55,914		0	54,444	1,470	0	0	0	1,470
14	WASATCH LONG/SHORT FUND-INS	9/19/2012	5/3/2014	5/3/2014	30,000		0	25,522	4,478	0	0	0	4,478
15	WASATCH LONG/SHORT FUND-INS	10/30/2014	11/12/2014	11/12/2014	8,500		0	8,364	136	0	0	0	136
16	WFA ABSOLUTE RETURN FUND-INS	5/13/2014	11/12/2014	11/12/2014	3,000		53	3,053	0	0	0	0	0
17	ABERDEEN-EQY LONG SHORT-IN	9/18/2012	5/3/2014	5/3/2014	25,000		0	23,608	1,392	0	0	0	1,392
18	ABERDEEN-EQY LONG SHORT-IN	2/19/2010	10/30/2014	10/30/2014	21,808		0	19,344	2,464	0	0	0	2,464
19	ABERDEEN-EQY LONG SHORT-IN	5/19/2010	10/30/2014	10/30/2014	11,429		0	10,000	1,429	0	0	0	1,429
20	HEIGHTS FINANCE CO 10.000% 6/30/14	2/3/2010	7/26/2014	7/26/2014	250,000		0	250,000	0	0	0	0	0
21	SHARES RUSSELL MIDCAP VALUE ETF	4/28/2013	10/30/2014	10/30/2014	4,255		0	1,270	2,985	0	0	0	2,985
22	SHARES RUSSELL MIDCAP VALUE ETF	3/10/2009	11/12/2014	11/12/2014	12,747		0	3,705	9,042	0	0	0	9,042
23	SHARES RUSSELL MIDCAP GRWTH ETF	3/10/2009	10/30/2014	10/30/2014	6,653		0	2,037	4,616	0	0	0	4,616
24	SHARES RUSSELL MIDCAP GRWTH ETF	3/10/2009	11/12/2014	11/12/2014	12,899		0	3,802	9,097	0	0	0	9,097
25	SHARES RUSSELL 1000 GROWTH ETF	9/19/2012	5/3/2014	5/3/2014	68,982		0	54,501	15,481	0	0	0	15,481
26	SHARES RUSSELL 1000 GROWTH ETF	9/19/2012	11/12/2014	11/12/2014	16,143		0	11,581	4,562	0	0	0	4,562
27	ABERDEEN-EQY LONG SHORT-IN	03/02/0336	10/30/2014	10/30/2014	33,978		0	31,392	2,587	0	0	0	2,587
28	BAXTER INTL INC 4.750% 3/15/20	07/18/19C2	4/1/2014	4/1/2014	54,430		0	51,929	2,501	0	0	0	2,501
29	DFA REAL ESTATE SECS PORT	5/13/2014	10/30/2014	10/30/2014	68,174		0	65,000	3,174	0	0	0	3,174
30	FFCB 5.650% 10/31/17	23/020355	6/30/2014	6/30/2014	75,000		0	75,143	-1,143	0	0	0	-1,143
31	FFCB 4.950% 10/31/17	31331XK96	5/7/2007	11/12/2014	61,382		0	77,427	3,955	0	0	0	3,955
32	ABSOLUTE STRATEGIES FUND I	349847600	2/7/2008	5/3/2014	47,358		0	45,125	2,233	0	0	0	2,233
33	ABSOLUTE STRATEGIES FUND I	349847600	9/18/2012	5/3/2014	55,245		0	55,000	245	0	0	0	245
34	ABSOLUTE STRATEGIES FUND I	349847600	9/19/2012	5/3/2014	38,135		0	38,000	135	0	0	0	135
35	MAP 2008(A) L.P. SHORT TERM				-1,019		0	0	-1,019	0	0	0	-1,019
36	MAP 2008(A) L.P. LONG TERM				-189		0	0	-189	0	0	0	-189

Part VII-A, Line 12 (990-PF) - Distribution to a Donor Advised Fund

GEORGIA LEVEL PINE FOUNDATION MADE A GRANT TO THE COMMUNITY FOUNDATION OF CENTRAL GEORGIE INTO
THE GEORGIA PINE LEVEL FOUNDATION FUND OVER WHICH A DISQUALIFIED PERSON HAS ADVISORY PRIVILEGES

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	ROBERT F HATCHER		PO BOX 5001	MACON	GA	31208		PRESIDENT/AS REQ'D DIR		0		
2	ROBERT F HATCHER, JR		PO BOX 5001	MACON	GA	31208		SECRETARY/AS REQ'D		0		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	5,375
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	5,375