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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

2016

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation BODDIE NOELL FOUNDATION ATTN: TAX AND RISK MANAGEMENT		A Employer identification number 20-1897695
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 (252) 937-2000
City or town, state or province, country, and ZIP or foreign postal code ROCKY MOUNT, NC 27802-1908		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,333,032. (Part I, column (d) must be on cash basis.)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		506,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		264.	264.		STATEMENT 1
4 Dividends and interest from securities		109,242.	109,242.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-65,486.			
b Gross sales price for all assets on line 6a		1,764,997.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		550,020.	109,506.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		2,200.	1,100.		1,100.
c Other professional fees		24,379.	24,379.		0.
17 Interest					
18 Taxes		2,360.	1,560.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		1,836.	36.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		30,775.	27,075.		1,100.
25 Contributions, gifts, grants paid		263,200.			263,200.
26 Total expenses and disbursements. Add lines 24 and 25		293,975.	27,075.		264,300.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		256,045.			
b Net investment income (if negative, enter -0-)			82,431.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED MAY 22 2017

RECEIVED
MAY 17 2017
STMT 4
STMT 5
STMT 6

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	104,770.	342,736.	342,736.	
	2 Savings and temporary cash investments	116,420.	85,688.	85,688.	
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 7	1,581,559.	1,880,457.	2,072,851.
	c Investments - corporate bonds				
	Liabilities	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation					
12 Investments - mortgage loans					
13 Investments - other		STMT 8	2,178,415.	1,929,195.	1,822,187.
14 Land, buildings, and equipment basis					
Less: accumulated depreciation					
15 Other assets (describe)		STATEMENT 9	10,437.	9,570.	9,570.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			3,991,601.	4,247,646.	4,333,032.
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	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 and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		3,991,601.	4,247,646.	
30 Total net assets or fund balances		3,991,601.	4,247,646.		
31 Total liabilities and net assets/fund balances		3,991,601.	4,247,646.		

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	3,991,601.
2 Enter amount from Part I, line 27a	2	256,045.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	4,247,646.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,247,646.

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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 CAPTRUST ACCOUNT RPM-361891-SHORT TERM	P	VARIOUS	VARIOUS
b CAPTRUST ACCOUNT RPM-361891-LONG TERM	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 702,724.		769,221.	-66,497.
b 1,049,897.		1,061,262.	-11,365.
c 12,376.			12,376.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-66,497.
b			-11,365.
c			12,376.
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	-65,486.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	247,635.	3,941,916.	.062821
2014	220,781.	3,979,778.	.055476
2013	196,363.	3,686,567.	.053264
2012	216,669.	3,569,532.	.060700
2011	175,688.	3,731,589.	.047081

2 Total of line 1, column (d)	2	.279342
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	.055868
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,108,663.
5 Multiply line 4 by line 3	5	229,543.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	824.
7 Add lines 5 and 6	7	230,367.
8 Enter qualifying distributions from Part XII, line 4	8	264,300.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	824.
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	824.
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	824.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,306.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,306.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,482.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 1,482. Refunded <input type="checkbox"/> 0.	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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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 ► N/A	X	
14 The books are in care of ► WILLIAM L. BODDIE Telephone no. ► 252-937-2000 Located at ► P.O. BOX 1908, ROCKY MOUNT, NC ZIP+4 ► 27802		
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 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 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 2016.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2016?		X

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

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(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 10		0.	0.	0.

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

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

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

0

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

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

Expenses

Amount

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	3,650,381.
b	Average of monthly cash balances	1b	520,850.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,171,231.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,171,231.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	62,568.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,108,663.
6	Minimum investment return. Enter 5% of line 5	6	205,433.

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	205,433.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	824.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	824.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	204,609.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	204,609.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	204,609.

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	264,300.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	264,300.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	824.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	263,476.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				204,609.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			25,205.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	264,300.			
a Applied to 2015, but not more than line 2a			25,205.	
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 2016 distributable amount				204,609.
e Remaining amount distributed out of corpus	34,486.			
5 Excess distributions carryover applied to 2016 (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:	34,486.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	34,486.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016	34,486.			

BODDIE NOELL FOUNDATION

Form 990-PF (2016)

ATTN: TAX AND RISK MANAGEMENT

20-1897695 Page 11

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT ATTACHED				263,200.
Total			3a	263,200.
b Approved for future payment				
NONE				
Total			3b	0.

Form 990-PF (2016)

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	264.		
4 Dividends and interest from securities			14	109,242.		
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	-65,486.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		44,020.		0
13 Total. Add line 12, columns (b), (d), and (e)					13	44,020

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

[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, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2016

Name of the organization

BODDIE NOELL FOUNDATION
ATTN: TAX AND RISK MANAGEMENT

Employer identification number

20-1897695

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

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

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

BODDIE NOELL FOUNDATION
ATTN: TAX AND RISK MANAGEMENT

Employer identification number

20-1897695**Part I Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BODDIE-NOELLE ENTERPRISES, INC. PO BOX 1908 ROCKY MOUNT, NC 27802	\$ 506,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

20-1897695

[illegible]

Name of organization

Employer identification number

BODDIE NOELL FOUNDATION

ATTN: TAX AND RISK MANAGEMENT

20-1897695

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 info once) ▶ \$

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
	(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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CAPTRUST - 090519	112.	112.	
CAPTRUST - 361891	152.	152.	
TOTAL TO PART I, LINE 3	264.	264.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPTRUST - 361891	121,618.	12,376.	109,242.	109,242.	
TO PART I, LINE 4	121,618.	12,376.	109,242.	109,242.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,200.	1,100.		1,100.
TO FORM 990-PF, PG 1, LN 16B	2,200.	1,100.		1,100.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISORY FEES	24,379.	24,379.		0.
TO FORM 990-PF, PG 1, LN 16C	24,379.	24,379.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,560.	1,560.		0.
FEDERAL EXCISE TAX	800.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,360.	1,560.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE CHARGE	36.	36.		0.
MISCELLANEOUS	1,800.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,836.	36.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPTRUST - PIM STOCK	1,880,457.	2,072,851.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,880,457.	2,072,851.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CAPTRUST - PIM MUTUAL FUNDS	COST	1,929,195.	1,822,187.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,929,195.	1,822,187.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CAPTRUST - DIVIDEND REC	10,437.	9,570.	9,570.
TO FORM 990-PF, PART II, LINE 15	10,437.	9,570.	9,570.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM L. BODDIE P.O. BOX 1908 ROCKY MOUNT, NC 278021908	PRESIDENT AND 1.00	DIRECTOR 0.	0.	0.
MICHAEL H. HANCOCK P.O. BOX 1908 ROCKY MOUNT, NC 278021908	VICE PRESIDENT AND 1.00	DIRECTOR 0.	0.	0.
PAMELA LARIMER P.O. BOX 1908 ROCKY MOUNT, NC 278021908	SECRETARY AND 1.00	TREASURER 0.	0.	0.
MAYO BODDIE, SR. P.O. BOX 1908 ROCKY MOUNT, NC 278021908	DIRECTOR 1.00	0.	0.	0.
DOUGLAS E. ANDERSON P.O. BOX 1908 ROCKY MOUNT, NC 278021908	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

The Boddie-Noell Foundation
For Year Ended 12/31/2016

Statement 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT	VALUE OF GOODS RECEIVED	NET AMOUNT	Letter Receipt
AMERICAN CANCER SOCIETY ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
AMERICAN HEART ASSOCIATION MORRISVILLE, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$3,000	\$0	\$3,000	Yes
AMERICAN RED CROSS ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$15,000	\$0	\$15,000	Yes
BAPTIST CHILDREN'S HOMES OF NC, INC THOMASVILLE, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$5,000	\$0	\$5,000	Yes
BOYS & GIRLS CLUBS OF THE TAR RIVER REGION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
BOYS & GIRLS HOMES OF NORTH CAROLINA LAKE WACCAMAW, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
CAROLINA DONOR SERVICES GREENVILLE, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$180	\$820	Yes
CAROLINAS GATEWAY PARTNERSHIP ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$10,000	\$0	\$10,000	Yes
CITY OF ROCKY MOUNT ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,000	\$0	\$2,000	Yes
COMMUNITIES IN SCHOOLS ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,000	\$0	\$2,000	Yes
CONETOE FAMILY LIFE CENTER ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
DOWN EAST PARTNERSHIP FOR CHILDREN ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,500	\$0	\$2,500	Yes
EAST CAROLINA COUNCIL-BOYS SCOUTS OF AMERICA KINSTON, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$8,000	\$0	\$8,000	Yes
EAST CAROLINA COUNCIL-BOYS SCOUTS OF AMERICA KINSTON, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$25,000	\$0	\$25,000	Yes
EDGEcombe COMMUNITY COLLEGE FOUNDATION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$3,000	\$0	\$3,000	Yes
E4E RELIEF - FOUNDATION FOR THE CAROLINAS CHARLOTTE, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$17,000	\$0	\$17,000	Yes
FAITH CHRISTIAN SCHOOL ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
JACKSON FIELD HOMES RICHMOND, VA	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$5,000	\$0	\$5,000	Yes
LAKEside BAPTIST CHURCH ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$500	\$0	\$500	Yes
MEALS ON WHEELS ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,500	\$0	\$2,500	Yes
MY SISTERS HOUSE NASHVILLE, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
NASH COMMUNITY COLLEGE FOUNDATION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$3,000	\$0	\$3,000	Yes
NASH COUNTY HISTORICAL ASSOCIATION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
NASH HEALTH CARE FOUNDATION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,500	\$180	\$2,120	Yes
NASH HEALTH CARE FOUNDATION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$3,000	\$240	\$2,760	Yes
NASH HEALTH CARE FOUNDATION ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$20,000	\$0	\$20,000	Yes
NORTH CAROLINA POLICE EXECUTIVES HILLSBORO, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
NORTH CAROLINA WESLEYAN COLLEGE ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$40,000	\$0	\$40,000	Yes
NORTH CAROLINA WESLEYAN COLLEGE ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$6,000	\$0	\$6,000	Yes
PEACE MAKERS ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$3,000	\$0	\$3,000	Yes
ROCKY MOUNT ACADEMY ROCKY MOUNT, NC	NONE	509(A)(1)&170(B)(1)(C)	CHARITABLE	\$20,000	\$0	\$20,000	Yes

ROCKY MOUNT F O P #46 ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$1,000	\$0	Yes
SPECIAL OLYMPICS NORTH CAROLINA MORRISVILLE, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,000	\$0	\$2,000	Yes
TAR RIVER CHORAL AND ORCHESTRAL SOCIETY ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,500	\$0	\$1,500	Yes
THE NORTH CAROLINA AGRICULTURAL FOUNDATION, INC RALEIGH, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,500	\$0	\$1,500	Yes
THE ROCKY MOUNT ROTARY CHARITABLE TRUST ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
THE TWIN COUNTIES GOD BELONGS IN MY CITY COMMISSION, INC ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$1,000	\$0	\$1,000	Yes
THE YMCA - HARRISON FAMILY YMCA ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$12,500	\$0	\$12,500	Yes
THE YMCA OF THE TRIANGLE / SEA GULL / SEAFARER RALEIGH, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,500	\$0	\$2,500	Yes
UNITED COMMUNITY MINISTRIES ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,500	\$0	\$2,500	Yes
UNITED WAY TAR RIVER REGION ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$10,500	\$0	\$10,500	Yes
UNIVERSITY OF NORTH CAROLINA WILMINGTON WILMINGTON, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$20,000	\$0	\$20,000	Yes
YOUR CHOICE RESOURCE CENTER ROCKY MOUNT, NC	NONE 509(A)(1)&170(B)(1)(C)	CHARITABLE	\$2,000	\$0	\$2,000	Yes
TOTAL		TOTAL CONTRIBUTIONS P	\$265,000	\$1,800	\$263,200	