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

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2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending

Name of foundation F & J FOUNDATION INC		A Employer identification number 20-3750796
Number and street (or P O box number if mail is not delivered to street address) 1103 TINKERBELL LANE		B Telephone number (see instructions) (843) 662-0406
City or town, state or province, country, and ZIP or foreign postal code LOOKOUT MOUNTAIN GA 30750		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 type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <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, column (c), line 16) ▶ \$ 978,520.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>
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)		

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)				
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	23,596.	23,596.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain			18,579.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total Add lines 1 through 11	23,596.	23,596.	18,579.	
ADMINISTRATIVE AND 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 sch.)	0.	0.		
c Other professional fees (attach sch.)				
17 Interest				
18 Taxes (attach schedule) (see instrs)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
INVESTMENT FEES 5,913	5,913.	5,913.		
24 Total operating and administrative expenses. Add lines 13 through 23	5,913.	5,913.		
25 Contributions, gifts, grants paid	48,400.			
26 Total expenses and disbursements. Add lines 24 and 25	54,313.	5,913.		
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-30,717.			
b Net investment income (if negative, enter -0-)		17,683.		
c Adjusted net income (if negative, enter -0-)			18,579.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing		47,455.	112,710.	112,710.
	2	Savings and temporary cash investments				
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U S and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule) L-10b Stmt	577,911.	492,865.	524,230.	
	c	Investments — corporate bonds (attach schedule) L-10c Stmt	140,920.	178,742.	178,578.	
	LIABILITIES	11	Investments — land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)				
12		Investments — mortgage loans				
13		Investments — other (attach schedule)				
14		Land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
15		Other assets (describe L-15 Stmt)	261,150.	154,794.	163,002.	
16		Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)	1,027,436.	939,111.	978,520.	
17		Accounts payable and accrued expenses				
18		Grants payable				
FUND ASSETS BALANCES	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)				
		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					
28	Paid-in or capital surplus, or land, bldg, and equipment fund	1,027,436.	939,111.			
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances (see instructions)	1,027,436.	939,111.			
31	Total liabilities and net assets/fund balances (see instructions)	1,027,436.	939,111.			

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	1,027,436.
2	Enter amount from Part I, line 27a	2	-30,717.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	996,719.
5	Decreases not included in line 2 (itemize)	5	Excess Capital losses over capital gains 57,608.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	939,111.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a BPV FAMILY CORE DIVERSIFICATION FUND	P	12/29/15	02/09/16
b BPV FAMILY CORE DIVERSIFICATION FUND	P	12/29/15	02/09/16
c ABSOLUTE FORUM FDS	P	12/15/15	02/18/16
d ABSOLUTE FORUM FDS	P	12/15/15	02/18/16
e See Columns (a) thru (d)			

(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 3,635.		3,782.	-147.
b 925.		964.	-39.
c 833.		796.	37.
d 3,463.		3,309.	154.
e See Columns (e) thru (h)		1,046,469.	-57,613.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			-147.
b			-39.
c			37.
d			154.
e See Columns (i) thru (l)			-57,613.

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	-57,608.
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	18,579.

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))
2015	50,091.	970,039.	0.051638
2014	50,500.	1,056,518.	0.047799
2013	50,000.	1,056,891.	0.047309
2012	46,688.	1,007,838.	0.046325
2011	45,780.	967,811.	0.047303

2 Total of line 1, column (d)	2	0.240374
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	0.048075
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5.	4	963,842.
5 Multiply line 4 by line 3	5	46,337.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	177.
7 Add lines 5 and 6.	7	46,514.
8 Enter qualifying distributions from Part XII, line 4	8	48,400.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <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	177.
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	177.
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	177.
6 Credits/Payments:			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	2,865.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	2,865.	
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	2,688.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax	11	2,688.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation . . . \$ (2) On foundation managers . . . \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
SOUTH CAROLINA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	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?	X	
Website address N/A		
14 The books are in care of FSG BANK Telephone no (855) 693-7422		
Located at 531 BROAD STREET CHATTANOOGA TN ZIP + 4 37402		
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		
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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country		

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	Yes	X 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		
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?	Yes	X 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)		
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 __		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes	X 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)		
4 a 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)**5 a** During the year did the foundation pay or incur any amount to

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

b If any answer is 'Yes' to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5 b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945–5(d)

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

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**7 b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANGELA A. LYNCH 42 FROGMORE RD MOUNT PLEASANT SC 29464	PRESIDENT	1.00	0.	0.

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

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

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

None

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

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

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

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.

1	NONE	
2		0.
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.

1	NONE	
2		0.
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		None

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1 a	978,520.
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	978,520.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	978,520.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	14,678.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	963,842.
6	Minimum investment return. Enter 5% of line 5.	6	48,192.

Part XII 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	48,192.
2a	Tax on investment income for 2016 from Part VI, line 5	2 a	177.
b	Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	177.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	48,015.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	48,015.
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	48,015.

Part XIII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26.	1 a	48,400.
b	Program-related investments — total from Part IX-B.	1 b	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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	48,400.
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	177.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	48,223.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				48,015.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			48,348.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2016				
a From 2011	46,794.			
b From 2012	48,000.			
c From 2013	50,000.			
d From 2014	50,500.			
e From 2015	50,245.			
f Total of lines 3a through e	245,539.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 48,400.				
a Applied to 2015, 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 2016 distributable amount				
e Remaining amount distributed out of corpus	48,400.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	293,939.			
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		0.		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount — see instructions.			48,348.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				48,015.
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 2011 not applied on line 5 or line 7 (see instructions)	46,794.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	247,145.			
10 Analysis of line 9				
a Excess from 2012	48,000.			
b Excess from 2013	50,000.			
c Excess from 2014	50,500.			
d Excess from 2015	50,245.			
e Excess from 2016	48,400.			

BAA

Form 990-PF (2016)

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

N/A

1 If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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) 2016	(b) 2015	(c) 2014	(d) 2013	
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))

NONE

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

NONE

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

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

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

NONE

0

(000) 000-0000

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BOYS AND GIRLS CLUBS OF THE PEE DEE 2295 HOFFMEYER ROAD FLORENCE SC 29501			DISADVANTAGED YOUTH	10,000.
HOUSE OF HOPE 1020 WEST DARLINGTON ST. FLORENCE SC 29501			HOMELESS WOMEN & CHILDREN	5,000.
FRANCIS MARION UNIVERSITY FOUNDATION HWY 327 FLORENCE SC 29501			HIGHER EDUCATION	1,200.
MERCY MEDICINE 500 S COIT ST FLORENCE SC 29501			HEALTH CARE FOR NEEDY & DISADVANTAGED	5,000.
CENTRAL UNITED METHODIST CHURCH 225 W CHEVES ST FLORENCE SC 29501			RELIGIOUS	10,700.
FAMILY HERITAGE FOUNDATION 822 N INDIAN CREEK DR CLARKSTON GA 30021			AT-RISK CHILDREN	1,000.
HELP 4 KIDS 252 S DARGAN ST FLORENCE SC 29506			AT-RISK CHILDREN	2,000.
SNAC 825 W EVANS STREET FLORENCE SC 29501			HEALTH CARE FOR NEEDY & DISADVANTAGED	2,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 9771 SOUTHERN PINE BLVD CHARLOTTE NC 28273			RESEARCH & HEALTHCARE	500.
See Line 3a statement				11,000.
Total			3 a	48,400.
b Approved for future payment				
Total			3 b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue.					
a N/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					
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 . . .					
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)					
13 Total. Add line 12, columns (b), (d), and (e)					

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1 a (1)	X
(2)	Other assets	1 a (2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3)	Rental of facilities, equipment, or other assets	1 b (3)	X
(4)	Reimbursement arrangements	1 b (4)	X
(5)	Loans or loan guarantees	1 b (5)	X
(6)	Performance of services or membership or fundraising solicitations	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	X

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.



[illegible]

2 a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	 Signature of officer or trustee		5-5-17 Date	officer Title	May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Print/Type preparer's name WILLIAM H DUNCAN		Preparer's signature 	Date 05/02/17	
Paid Preparer Use Only	Firm's name ▶ DUNCAN AND FLOYD, CPAs PA			Firm's EIN ▶ 57-0540319	
	Firm's address ▶ 308 SOUTH MCQUEEN STREET FLORENCE SC 29501-4723			Phone no (843) 662-0406	

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

OMB No 1545-0047

2016

Name of the organization

F & J FOUNDATION INC

Employer identification number

20-3750796

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. 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).

BAA 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)

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

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
ADR PETROLEO	P	02/18/16	02/24/16
ALTRIA GROUP INC	P	02/18/16	04/14/16
KRAFT HEINZ	P	02/22/16	04/14/16
PHILIP MORRIS INTL INC	P	02/18/16	04/14/16
KRAFT HEINZ	P	02/22/16	05/17/16
JOHNSON & JOHNSON	P	02/18/16	07/12/16
KRAFT HEINZ	P	02/22/16	07/12/16
OMEGA HEALTHCARE INVS INC	P	02/18/16	07/12/16
OMEGA HEALTHCARE INVS INC	P	02/24/16	07/12/16
REYNOLDS AMERICAN INC	P	02/18/16	07/12/16
GLAXOSMITHKLINE	P	02/18/16	07/12/16
BPV FAMILY LARGE CAP VALUE	P	02/22/16	07/20/16
ALTRIA GROUP INC	P	02/18/16	07/22/16
GENERAL MILLS INC	P	02/18/16	07/22/16
GENERAL MILLS INC	P	02/18/16	08/04/16
REALTY INCOME CORP	P	02/18/16	08/04/16
JOHNSON & JOHNSON	P	02/18/16	10/17/16
KRAFT HEINZ	P	02/22/16	10/17/16
MERCK & CO INC	P	04/14/16	10/17/16
UNILEVER	P	02/18/16	10/17/16
VENTAS INC	P	02/18/16	10/17/16
VENTAS INC	P	02/24/16	10/17/16
EATON VANCE GROWTH	P	02/24/16	10/21/16
FIDELITY CONTRA FUND	P	02/22/16	10/21/16
NEW WORLD FUND INC	P	02/24/16	10/21/16
REYNOLDS AMERICAN INC	P	10/17/16	10/25/16
REYNOLDS AMERICAN INC	P	02/18/16	10/25/16
MERCK & CO INC	P	02/18/16	11/18/16
MERCK & CO INC	P	04/14/16	11/18/16
GLAXOSMITHKLINE	P	02/18/16	11/18/16
NORTHERN LTS FUND	P	06/08/16	11/21/16
NORTHERN LTS FUND	P	02/22/16	11/21/16
ISHARES TR	P	02/23/16	12/15/16
FIDELITY INCOME FUND	P	12/02/16	12/22/16
FIDELITY INCOME FUND	P	12/02/16	12/22/16
FIDELITY INCOME FUND	P	09/16/16	12/22/16
FIDELITY INCOME FUND	P	09/19/16	12/22/16
FIDELITY INCOME FUND	P	02/24/16	12/22/16
EATON VANCE GROWTH FUND	P	12/09/16	12/23/16
EATON VANCE GROWTH FUND	P	02/24/16	12/23/16
FIDELITY CONTRA FUND	P	12/12/16	12/23/16
FIDELITY CONTRA FUND	P	02/22/16	12/23/16
JOHN HANCOCK FUNDS	P	12/19/16	12/23/16
ZACKS SMALL CAP CORE FUND	P	02/18/16	12/23/16
CHEVRONTXACO CORP	P	02/18/16	12/23/16
DOMINION RES INC	P	02/18/16	12/23/16
KRAFT HEINZ	P	02/24/16	12/23/16
KRAFT HEINZ	P	02/22/16	12/23/16
MCDONALD'S CORP	P	10/26/16	12/23/16
MCDONALD'S CORP	P	10/17/16	12/23/16

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

Continued

(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
MCDONALD' S CORP	P	02/18/16	12/23/16
MERCK & CO INC	P	02/18/16	12/23/16
VENTAS INC	P	02/18/16	12/23/16
BP	P	02/24/16	12/23/16
BP	P	02/18/16	12/23/16
WELLTOWER INC	P	02/18/16	12/23/16
BPV FAMILY CORE DIVERSIFICATION FUND	P	12/31/14	02/09/16
BPV FAMILY CORE DIVERSIFICATION FUND	P	12/31/14	02/09/16
BPV FAMILY CORE DIVERSIFICATION FUND	P	10/09/14	02/09/16
BPV FAMILY CORE DIVERSIFICATION FUND	P	12/31/14	02/09/16
ISHARES TR	P	10/09/14	02/16/16
ISHARES TR	P	11/24/14	02/16/16
ISHARES TR	P	10/09/14	02/16/16
SELECT SECTOR SPDR	P	11/05/14	02/16/16
SELECT SECTOR SPDR	P	11/05/14	02/16/16
VANGUARD INDEX FDS	P	10/09/14	02/16/16
ISHARES IBOX	P	11/24/14	02/16/16
SPDR BLOOMBERG	P	11/24/14	02/16/16
PIMCO DYNAMIC INCOME FUND	P	11/24/14	02/16/16
ISHARES MSCI	P	11/24/14	02/16/16
VANGUARD INTL EQUITY FUNDS	P	10/09/14	02/16/16
ABSOLUTE FORUM FDS	P	10/09/14	02/18/16
BPV LOW VOLATILITY	P	11/07/14	02/18/16
BPV LOW VOLATILITY	P	12/31/14	02/18/16
BPV LOW VOLATILITY	P	10/09/14	02/18/16
JOHN HANCOCK FUNDS	P	11/24/14	02/18/16
BLACKROCK TOTAL RETURN FUND BD	P	02/06/15	02/18/16
FEDERATED WORLD INVT INC	P	10/09/14	02/18/16
ABBVIE INC	P	11/07/14	02/18/16
AMGEN INC	P	11/07/14	02/18/16
APPLE INC	P	10/09/14	02/18/16
CITIGROUP INC	P	11/24/14	02/18/16
EXXON MOBIL CORP	P	10/09/14	02/18/16
GENERAL ELECTRIC CO	P	11/09/14	02/18/16
GILEAD SCIENCES INC	P	11/07/14	02/18/16
GOLDMAN SACHS GROUP INC	P	11/07/14	02/18/16
HOME DEPOT INC	P	10/09/14	02/18/16
INTEL CORP	P	11/24/14	02/18/16
IBM	P	10/09/14	02/18/16
MICROSOFT CORP	P	10/09/14	02/18/16
SCHLUMBERGER LTD	P	11/24/14	02/18/16
UNITED TECHNOLOGIES CORP	P	11/07/14	02/18/16
VALERO ENERGY CORP	P	11/24/14	02/18/16
VERIZON COMMUNICATIONS INC	P	11/07/14	02/18/16
WELLS FARGO & CO	P	10/09/14	02/18/16
BPV LOW VOLATILITY	P	10/09/14	05/26/16
PROCTER & GAMBLE CO	P	10/09/14	07/22/16
ISHARES TR	P	10/09/14	10/21/16
ZACKS SMALL CAP CORE FUND	P	12/18/14	10/21/16
ZACKS SMALL CAP CORE FUND	P	12/18/14	10/21/16

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

Continued

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
ZACKS SMALL CAP CORE FUND	P	10/09/14	10/21/16
ISHARES TR	P	10/09/14	12/15/16
JOHN HANCOCK FUNDS	P	11/24/14	12/23/16
ZACKS SMALL CAP CORE FUND	P	10/09/14	12/23/16
AT&T INC	P	10/09/14	12/23/16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
68.		67.	1.
1,233.		1,211.	22.
1,541.		1,466.	75.
1,498.		1,375.	123.
4,519.		4,030.	489.
1,229.		1,043.	186.
1,490.		1,246.	244.
2,276.		2,141.	135.
163.		154.	9.
2,332.		2,228.	104.
1,309.		1,190.	119.
58,803.		54,000.	4,803.
1,376.		1,211.	165.
1,069.		877.	192.
1,051.		877.	174.
1,387.		1,213.	174.
1,183.		1,042.	141.
1,154.		953.	201.
1,229.		1,131.	98.
2,124.		2,182.	-58.
669.		520.	149.
335.		268.	67.
5,700.		5,153.	547.
30,000.		27,055.	2,945.
2,400.		2,023.	377.
2,765.		2,365.	400.
7,465.		6,684.	781.
1,860.		1,520.	340.
310.		283.	27.
2,286.		2,380.	-94.
3,014.		3,000.	14.
26,968.		27,000.	-32.
17,594.		17,998.	-404.
9.		9.	0.
11.		11.	0.
27.		28.	-1.

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

Continued

(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)
15.		15.	0.
17,582.		18,000.	-418.
1,699.		1,725.	-26.
2,601.		2,300.	301.
831.		833.	-2.
569.		523.	46.
787.		784.	3.
1,702.		1,479.	223.
4,740.		3,508.	1,232.
4,977.		4,552.	425.
436.		365.	71.
2,179.		1,832.	347.
1,237.		1,121.	116.
1,237.		1,122.	115.
8,038.		7,647.	391.
6,554.		5,573.	981.
3,028.		2,598.	430.
553.		427.	126.
7,372.		6,012.	1,360.
3,904.		3,564.	340.
996.		1,167.	-171.
1,430.		1,675.	-245.
60,916.		75,000.	-14,084.
626.		734.	-108.
13,036.		13,776.	-740.
15,829.		16,991.	-1,162.
22,174.		22,971.	-797.
17,667.		20,484.	-2,817.
19,930.		20,435.	-505.
16,272.		17,157.	-885.
16,947.		17,836.	-889.
12,867.		16,312.	-3,445.
12,560.		16,412.	-3,852.
24,626.		34,774.	-10,148.
27,143.		31,572.	-4,429.
51,590.		55,000.	-3,410.
5,681.		6,000.	-319.
85.		90.	-5.
42,234.		43,656.	-1,422.
4,000.		4,719.	-719.
69,000.		71,314.	-2,314.
25,949.		30,000.	-4,051.
7,589.		8,632.	-1,043.
11,275.		12,018.	-743.
24,155.		25,353.	-1,198.
15,564.		21,760.	-6,196.
2,063.		2,305.	-242.
8,703.		7,473.	1,230.
11,149.		13,409.	-2,260.
11,071.		14,312.	-3,241.
6,018.		4,665.	1,353.

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

Continued

(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)
17,718.		21,750.	-4,032.
5,300.		7,469.	-2,169.
17,030.		14,963.	2,067.
18,162.		24,580.	-6,418.
11,062.		13,616.	-2,554.
24,835.		22,833.	2,002.
4,827.		4,833.	-6.
9,536.		10,284.	-748.
16,215.		16,344.	-129.
1,711.		1,679.	32.
18,629.		18,696.	-67.
231.		220.	11.
823.		785.	38.
1,347.		1,202.	145.
926.		984.	-58.
1,213.		1,136.	77.
11,021.		8,482.	2,539.
10,637.		8,697.	1,940.
Total		<u>1,046,469.</u>	<u>-57,613.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income
Columns (i) thru (l)Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			1.
			22.
			75.
			123.
			489.
			186.
			244.
			135.
			9.
			104.
			119.
			4,803.
			165.
			192.
			174.
			174.
			141.
			201.
			98.

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

Continued

Columns (i) thru (l)

Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			-58.
			149.
			67.
			547.
			2,945.
			377.
			400.
			781.
			340.
			27.
			-94.
			14.
			-32.
			-404.
			0.
			0.
			-1.
			0.
			-418.
			-26.
			301.
			-2.
			46.
			3.
			223.
			1,232.
			425.
			71.
			347.
			116.
			115.
			391.
			981.
			430.
			126.
			1,360.
			340.
			-171.
			-245.
			-14,084.
			-108.
			-740.
			-1,162.
			-797.
			-2,817.
			-505.
			-885.
			-889.

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

Continued

Complete only for assets showing gain in column (h) and owned
by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			-3,445.
			-3,852.
			-10,148.
			-4,429.
			-3,410.
			-319.
			-5.
			-1,422.
			-719.
			-2,314.
			-4,051.
			-1,043.
			-743.
			-1,198.
			-6,196.
			-242.
			1,230.
			-2,260.
			-3,241.
			1,353.
			-4,032.
			-2,169.
			2,067.
			-6,418.
			-2,554.
			2,002.
			-6.
			-748.
			-129.
			32.
			-67.
			11.
			38.
			145.
			-58.
			77.
			2,539.
			1,940.
Total			-57,613.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
CHATTANOOGA COMMUNITY KITCHEN 727 E 11TH ST. CHATTANOOGA TN 37403			FOOD & SHELTER PROGRAM	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
THOMPSON CHILD AND FAMILY FOCUS 6800 SAINT PETER'S LANE MATTHEWS NC 28105			CHILDREN & FAMILY WELL-BEING PROGRAM	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
CHARLOTTE RESCUE MISSION 907 W 1ST ST CHARLOTTE NC 28202			DRUG ADDICTION TREATMENT CENTER	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 1,000.
LOAVES & FISHES 648B GRIFFITH RD CHARLOTTE NC 28217			EMERGENCY FOOD PANTRY	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 500.
THE UNIVERSITY OF MISSISSIPPI FOUNDATION 406 UNIVERSITY AVENUE OXFORD MS 38655			EDUCATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 2,500.
MCCALLIE-FAULKNER EMERGENCY FUND 500 DODDS AVENUE CHATTANOOGA TN 37404		PC	EDUCATION	Person or <input type="checkbox"/> Business <input checked="" type="checkbox"/> 5,000.

Total

11,000.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
EATON VANCE GROWTH FUNDS	40,548.	45,570.
FEDERATED EQUITY FUNDS	27,000.	31,033.
FIDELITY CONTRA FUND	26,422.	28,344.
FIDELITY SECS FUND	36,098.	34,969.
JPMORGAN TR EQUITY FUND	58,357.	60,865.
JOHN HANCOCK FUNDS	37,318.	39,870.
PRIMECAP ODYSSEY FUNDS	27,951.	32,562.
ZACKS SMALL CAP CORE FUND	43,316.	57,064.
NEW WORLD FUND INC	24,977.	27,976.
ABBVIE INC	9,775.	9,831.
ALTRIA GROUP INC	10,098.	11,157.
AMERICAN ELECTRIC POWER INC	3,127.	3,148.
ASTRAZENECA	3,704.	3,142.
COCA-COLA CO	7,345.	7,048.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Continued

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
CONSOLIDATED EDISON	2,496.	2,579.
CROWN CASTLE INTL	4,650.	4,339.
DUKE ENERGY CORP	7,494.	7,762.
EXXON MOBIL CORPORATION	9,166.	9,026.
GENERAL MILLS	2,046.	2,162.
JOHNSON & JOHNSON	2,607.	2,880.
KIMBERLY CLARK CORP	5,855.	5,135.
NATIONAL GRID	10,120.	8,458.
OCCIDENTAL PETE CORP	2,610.	2,493.
PPL CORP	5,663.	5,278.
PEPSICO INC	2,497.	2,616.
PHILIP MORRIS INTL	9,623.	9,606.
PROCTER & GAMBLE CO	8,749.	8,828.
REALTY INCOME CORP	2,426.	2,299.
SANOFI SPONSORED	8,025.	7,684.
SOUTHERN CO	7,314.	7,379.
UNILEVER	3,488.	3,256.
VERIZON COMMUNICATIONS INC	10,428.	10,943.
VODAFONE GROUP	11,023.	8,697.
BCE INC	10,036.	9,902.
GLAXOSMITHKLINE	5,944.	5,777.
NOVARTIS AG	3,359.	3,278.
S.A. ADR	1,210.	1,274.
Total	<u>492,865.</u>	<u>524,230.</u>

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
VANGUARD SCOTTSDALE FUNDS	18,213.	18,426.
BLACKROCK FUNDS	12,500.	12,513.
BLACKROCK TOTAL RETURN FUND	29,746.	28,767.
HOTCHKIS & WILEY FUNDS	14,000.	15,983.
JPMORGAN FUNDS	77,283.	75,398.
MILLER INVT FUNDS	9,000.	10,129.
VANGUARD MUN BD FUNDS	18,000.	17,362.
Total	<u>178,742.</u>	<u>178,578.</u>

Form 990-PF, Page 2, Part II, Line 15

Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
FIRST TR EXCHANGE FUND	0.	18,538.	18,515.
VANGUARD INDEX FUNDS	0.	26,600.	28,886.
JOHN HANCOCK FUNDS	0.	27,000.	28,237.
LITMAN GREGORY FUNDS	0.	18,000.	19,136.
AQR EQUITY MARKET FUND	0.	19,602.	20,301.
BLACKROCK FUNDS	0.	18,054.	18,958.
JPM GLOBAL ALLOCATION FUND	0.	27,000.	28,969.
Total	0.	154,794.	163,002.