EXTENDED TO NOVEMBER 15, 2017

Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052 **2016** Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: JAMES AND MILDRED WILKINSON CHARITABLE FOUNDATION, INC.

A Employer identification number: 47-2521862

Number and street (or P O box number if mail is not delivered to street address): 928 HARVEST STREET | Room/suite:

B Telephone number: 919-868-4960

City or town, state or province, country, and ZIP or foreign postal code: DURHAM, NC 27704

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 5,639,442.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(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	870,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	107,659.	107,659.		STATEMENT 1
	5a Gross rents	31,845.	31,845.		STATEMENT 2
	b Net rental income or (loss) 19,778.				STATEMENT 3
	6a Net gain or (loss) from sale of assets not on line 10	26,534.			
	b Gross sales price for all assets on line 6a 1,658,282.				
	7 Capital gain net income (from Part IV, line 2)		26,534.		
	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	388.	388.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	1,036,426.	166,426.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	200,452.	0.		100,227.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 5	7,856.	0.		7,856.
	b Accounting fees STMT 6	22,645.	0.		22,645.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 7	7,762.	1,803.		0.
	19 Depreciation and depletion	12,067.	12,067.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	57,673.	44,146.		3,337.
	24 **Total operating and administrative expenses** Add lines 13 through 23	308,455.	58,016.		134,065.
	25 Contributions, gifts, grants paid	123,938.			123,938.
	26 **Total expenses and disbursements** Add lines 24 and 25	432,393.	58,016.		258,003.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	604,033.			
	b **Net investment income** (if negative, enter -0-)		108,410.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	103,579.	67,761.	67,761.
	2 Savings and temporary cash investments	89,174.	11,911.	11,911.
	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 STMT 10	707,093.	787,744.	776,380.
	b Investments - corporate stock STMT 11	2,998,385.	2,951,089.	3,232,457.
	c Investments - corporate bonds STMT 12	869,161.	776,798.	777,246.
	11 Investments - land, buildings, and equipment basis ▶ 782,311.			
	Less accumulated depreciation STMT 9 ▶ 12,067.		770,244.	770,244.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 13)	0.	3,443.	3,443.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,767,392.	5,368,990.	5,639,442.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	2,435.	0.	
	23 Total liabilities (add lines 17 through 22)	2,435.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	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	4,764,957.	5,368,990.	
	30 Total net assets or fund balances	4,764,957.	5,368,990.	
	31 Total liabilities and net assets/fund balances	4,767,392.	5,368,990.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,764,957.
2	Enter amount from Part I, line 27a	2	604,033.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,368,990.
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	5,368,990.

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	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,657,397.		1,631,748.	25,649.
b	885.			885.
c				
d				
e				

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				25,649.
b				885.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 26,534.

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	247,090.	4,924,591.	.050175
2014	318,575.	4,678,750.	.068090
2013	222,741.	4,360,960.	.051076
2012	202,373.	4,294,129.	.047128
2011	155,415.	3,622,794.	.042899

2	**Total** of line 1, column (d)	2	.259368
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	.051874
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	5,503,699.
5	Multiply line 4 by line 3	5	285,499.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,084.
7	Add lines 5 and 6	7	286,583.
8	Enter qualifying distributions from Part XII, line 4	8	258,003.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,168.
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	2,168.
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	2,168.
6	Credits/Payments:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,560.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	3,560.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	15.
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	1,377.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 1,377. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? N/A	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) ▶ 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

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ CHARLES T. WILKINSON Telephone no. ▶ 919-868-4960

Located at ▶ PO BOX 11293, DURHAM, NC ZIP+4 ▶ 27703

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

			Yes	No
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?	16		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
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	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?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______				
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?	☐ Yes ☒ 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?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | 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 15		200,452.	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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2016)

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	4,773,174.
b	Average of monthly cash balances		1b	33,527.
c	Fair market value of all other assets		1c	780,811.
d	**Total** (add lines 1a, b, and c)		1d	5,587,512.
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	5,587,512.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	83,813.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	5,503,699.
6	**Minimum investment return**. Enter 5% of line 5		6	275,185.

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	275,185.
2a	Tax on investment income for 2016 from Part VI, line 5	2a 2,168.		
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	2,168.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	273,017.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	273,017.
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	273,017.

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	258,003.
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	258,003.
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	0.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	258,003.

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					273,017.
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only				0.	
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	88,389.				
e From 2015	4,395.				
f **Total** of lines 3a through e		92,784.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 258,003.					
a Applied to 2015, but not more than line 2a				0.	
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					258,003.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)		15,014.			15,014.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		77,770.			
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		77,770.			
10 Analysis of line 9:					
a Excess from 2012					
b Excess from 2013					
c Excess from 2014	73,375.				
d Excess from 2015	4,395.				
e Excess from 2016					

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient 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				
AMERICAN RED CROSS - TRIANGLE AREA CHAPTER 100 N. PEARTREE LANE RALEIGH, NC 27610	NONE	NC	SUPPORT FOR VICTIMS OF DISASTER	5,000.
APS OF DURHAM 2117 E. CLUB BLVD DURHAM, NC 27704	NONE	NC	SUPPORT FOR HOMELESS DOMESTIC ANIMALS	6,000.
BROOKS ELEMENTARY PTA 700 NORTHBROOK DRIVE RALEIGH, NC 27609	NONE	SO III FI	PROVIDE EDUCATIONAL SUPPLIES	2,500.
CAMPBELL UNIVERSITY 143 MAIN STREET BUIES CREEK, NC 27506	NONE	NC	SUPPORT FOR EDUCATIONAL SCHOLARSHIPS	5,000.
CENTER FOR CHILD AND FAMILY HEALTH 1121 W. CHAPEL HILL ST. #100 DURHAM, NC 27701	NONE	NC	SUPPORT RESEARCH RELATED TO CHILD TRAUMATIC STRESS	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	123,938.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2016)

623611 11-23-16 ** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

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) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	107,659.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	19,778.	
6 Net rental income or (loss) from personal property					
7 Other investment income			18	388.	
8 Gain or (loss) from sales of assets other than inventory			18	26,534.	
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.		154,359.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 154,359.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date: 11/15/17 | Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID L. HUNTOON	DAVID L. HUNTOON	11/13/17		P00078294

Firm's name ▶ COLEMAN HUNTOON & BROWN PLLC | Firm's EIN ▶ 56-1422914

Firm's address ▶ 100 EUROPA DRIVE, SUITE 445 CHAPEL HILL, NC 27517 | Phone no. 919-968-4911

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ENO RIVER ASSOCIATION 4404 GUESS ROAD DURHAM, NC 27712	NONE	PC	SUPPORT FOR ENO RIVER CONSERVATION EFFORTS	1,000.
HABITAT FOR HUMANITY OF DURHAM 215 N. CHURCH STREET DURHAM, NC 27701	NONE	NC	SUPPORT FOR AFFORDABLE HOME OWNERSHIP	17,500.
INTER-FAITH FOOD SHUTTLE P.O. BOX 14638 RALEIGH, NC 27620	NONE	NC	SUPPORT SOLUTIONS FOR ENDING HUNGER IN THE COMMUNITY	9,288.
MEREDITH AUTISM PROGRAM 3800 HILLSBOROUGH STREET RALEIGH, NC 27607	NONE	NC	SUPPORT EARLY INTERVENTION SERVICES FOR AUTISTIC CHILDREN	3,000.
METHODIST HOME FOR CHILDREN 1041 WASHINGTON STREET RALEIGH, NC 27605-1259	NONE	NC	SUPPORT OF SERVICES FOR CHILDREN IN NEED	10,000.
MT. SYLVAN UNITED METHODIST CHURCH 5731 NORTH ROXBORO ROAD DURHAM, NC 27712	NONE	NC	SUPPORT FOR CHURCH OPERATIONS	5,500.
SALVATION ARMY OF WAKE COUNTY 215 SOUTH PERSON STREET RALEIGH, NC 27601	NONE	SO I	SUPPORT FOR INDIVIDUALS IN NEED	10,000.
ST. JUDE'S CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 28105	NONE	NC	SUPPORT RESEARCH FOR CURES AND PREVENTION OF CHILDHOOD DISEASES	5,000.
ST. LUKE UNITED METHODIST CHURCH 2916 WICKER STREET SANFORD, NC 27330-7655	NONE	NC	SUPPORT FOR RELIGIOUS MINISTRY	2,000.
STOP HUNGER NOW! 615 HILLSBOROUGH ST. #200 RALEIGH, NC 27603	NONE	PC	SUPPORT PACKAGING AND SHIPPING MEALS TO FEED PEOPLE IN NEED	500.
Total from continuation sheets				104,438.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE FIRST TEE OF THE TRIANGLE 5560 MUNFORD ROAD, SUITE 201 RALEIGH, NC 27612-2621	NONE	PC	PROVIDE EDUCATIONAL PROGRAMS FOR YOUTH THROUGH GOLF	5,000.
THE NORTH CAROLINA AGRICULTURAL FOUNDATION CAMPUS BOX 7207 RALEIGH, NC 27695	NONE	PC	SUPPORT FOR AGRICULTURAL RESEARCH	4,000.
VOYAGER ACADEMY 101 HOCK PARC DURHAM, NC 27704	NONE	NC	SUPPORT FOR EDUCATION OF GRADES 3-8	1,000.
WAKE FOREST UNIVERSITY BAPTIST MEDICAL CENTER 1 MEDICAL CENTER BLVD WINSTON-SALEM, NC 27103	NONE	SO I	SUPPORT FOR MEDICAL RESEARCH	5,000.
APEX UNITED METHODIST CHURCH 100 S. HUGHES STREET APEX, NC 27502	NONE	NC	SUPPORT FOR RELIGIOUS COMMUNITY	5,000.
FAMILIES MOVING FORWARD 300 N. QUEEN ST. DURHAM, NC 27701	NONE	NC	SUPPORT TEMPORARY HOUSEING TO FAMILIES WITH CHILDREN IN CRISIS OF HOMELESSNESS	700.
FELLOWSHIP OF CHRISTIAN ATHLETES 8701 LEEDS ROAD KANSAS CITY, MO 64129	NONE	NC	SUPPORT FOR THE RELIGIOUS COMMUNITY THROUGH SPORTS	5,000.
KIDS 'N COMMUNITY FOUNDATION 1400 EDWARDS MILL ROAD RALEIGH, NC 27607	NONE	NC	SUPPORT THE HEALTH AND EDUCATIONAL NEEDS OF UNDERSERVED POPULATOINA AND STRENGHTHEN YOUTH	3,450.
KIDZNOTES 120 MORRIS ST. DURHAM, NC 27514	NONE	NC	SUPPORT MUSIC INSTRUCTION TO UNDERSERVED CHILDGREN IN DURHAM AND SOUTHEAST RALEIGH	2,000.
LEADERSHIP TRIANGLE PO BOX 611 DURHAM, NC 27702	NONE	NC	EDUCATE AND PROMOTE REGIONALISM ACCROSS THE SEPARATE COMMUNITIES OF THE TRIANGLE	2,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
RONALD MCDONALD HOUSE OF DURHAM 506 ALEXANDER AVENUE DURHAM, NC 27705	NONE	NC	PROVIDE A COMFORTING HOME AWAY FROM HOME AND A COMMUNITY OF SUPPORT FOR SERIOUSLY ILL CHILDREN AND THEIR	7,000.
Total from continuation sheets				

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04-01-16

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - KIDS 'N COMMUNITY FOUNDATION

SUPPORT THE HEALTH AND EDUCATIONAL NEEDS OF UNDERSERVED POPULATOINA AND STRENGHTHEN YOUTH HOCKEY IN THE COMMUNITY

NAME OF RECIPIENT - RONALD MCDONALD HOUSE OF DURHAM

PROVIDE A COMFORTING HOME AWAY FROM HOME AND A COMMUNITY OF SUPPORT FOR SERIOUSLY ILL CHILDREN AND THEIR FAMILIES

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
JAMES AND MILDRED WILKINSON CHARITABLE FOUNDATION, INC.

Employer identification number
47-2521862

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)

Name of organization	Employer identification number
JAMES AND MILDRED WILKINSON CHARITABLE FOUNDATION, INC.	47-2521862

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	JAMES B. WILKINSON ESTATE PO BOX 11293 DURHAM, NC 27703	$ 870,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
JAMES AND MILDRED WILKINSON CHARITABLE FOUNDATION, INC.	47-2521862

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

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

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

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

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

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

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

Name of organization
JAMES AND MILDRED WILKINSON CHARITABLE FOUNDATION, INC.

Employer identification number
47-2521862

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BB&T - ACCRETION	20.	0.	20.	20.	
BB&T - AMORTIZATION	<13,787.>	0.	<13,787.>	<13,787.>	
BB&T - CAPITAL GAIN DISTRIBUTIONS	885.	885.	0.	0.	
BB&T - DIVIDENDS	75,937.	0.	75,937.	75,937.	
BB&T - INTEREST	45,489.	0.	45,489.	45,489.	
TO PART I, LINE 4	108,544.	885.	107,659.	107,659.	

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
	1	31,845.
TOTAL TO FORM 990-PF, PART I, LINE 5A		31,845.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		12,067.	
- SUBTOTAL -	1		12,067.
TOTAL RENTAL EXPENSES			12,067.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			19,778.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	388.	388.	
TOTAL TO FORM 990-PF, PART I, LINE 11	388.	388.	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY FEES	7,856.	0.		7,856.
TO FM 990-PF, PG 1, LN 16A	7,856.	0.		7,856.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTANT FEES	22,645.	0.		22,645.
TO FORM 990-PF, PG 1, LN 16B	22,645.	0.		22,645.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2015 FEDERAL EXCISE TAX	5,959.	0.		0.
FOREIGN TAXES WITHHELD ON INVESTMENTS	1,803.	1,803.		0.
TO FORM 990-PF, PG 1, LN 18	7,762.	1,803.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BB&T ADVISOR FEES	43,658.	43,658.		0.
BANK FEES	237.	0.		0.
POSTAGE	57.	0.		0.
OTHER	84.	0.		0.
BB&T ADR FEES	488.	488.		0.
PAYROLL TAXES	6,674.	0.		3,337.
PENALTIES AND INTEREST	69.	0.		0.
EVENTS	6,406.	0.		0.
TO FORM 990-PF, PG 1, LN 23	57,673.	44,146.		3,337.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
BUILDING	537,839.	12,067.	525,772.	525,772.
LAND	244,472.	0.	244,472.	244,472.
TO 990-PF, PART II, LN 11	782,311.	12,067.	770,244.	770,244.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
BB&T WEALTH MANAGEMENT - MUNICIPAL BONDS		X	236,356.	237,315.
BB&T WEALTH MANAGEMENT - US GOVERMENT OBLIGATIONS	X		551,388.	539,065.
TOTAL U.S. GOVERNMENT OBLIGATIONS			551,388.	539,065.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			236,356.	237,315.
TOTAL TO FORM 990-PF, PART II, LINE 10A			787,744.	776,380.

FORM 990-PF	CORPORATE STOCK		STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BB&T WEALTH MANAGEMENT - SEE ATTACHMENT 1	2,951,089.	3,232,457.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,951,089.	3,232,457.

FORM 990-PF	CORPORATE BONDS		STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BB&T WEALTH MANAGEMENT - SEE ATTACHMENT 2	776,798.	777,246.
TOTAL TO FORM 990-PF, PART II, LINE 10C	776,798.	777,246.

FORM 990-PF	OTHER ASSETS		STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PAYROLL TAX OVERPAYMENT	0.	3,443.	3,443.
TO FORM 990-PF, PART II, LINE 15	0.	3,443.	3,443.

FORM 990-PF	OTHER LIABILITIES		STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAX LIABILITIES	2,435.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	2,435.	0.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES T. WILKINSON 928 HARVEST STREET DURHAM, NC 27704	DIRECTOR/CO-CHAIRMAN/PRESI 15.00	65,306.	0.	0.
ANDREW WILKINSON 928 HARVEST STREET DURHAM, NC 27704	DIRECTOR/VICE PRES PUBLIC 6.00	30,383.	0.	0.
JENNIFER ROGERS 928 HARVEST STREET DURHAM, NC 27704	DIRECTOR/SECRETARY 6.00	26,428.	0.	0.
AARON WILKINSON 928 HARVEST STREET DURHAM, NC 27704	DIRECTOR/TREASURER 6.00	33,335.	0.	0.
MICHAEL E. HALL 2027 BLACK WALNUT FARM ROAD HILLSBOROUGH, NC 27278	DIRECTOR 3.00	35,000.	0.	0.
BILL SELF 1012 BRANCH LINE LANE APEX, NC 27502	DIRECTOR 3.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		200,452.	0.	0.

ATTACHMENT 1 - STATEMENT 11

Corporate Stocks

Description	Number of Shares	Book Value	Fair Market Value
Dodge & Cox	2,849.867	38,852.65	38,729.69
DoubleLine Total Return	5,296.435	58,138.10	56,248.14
Ishares Barclays 1-3 year	655.000	68,670.06	68,735.70
Metropolitan West Total Return	5,258.020	55,311.70	55,366.95
Pimco Foreign Bond	3,529.272	38,689.03	36,916.19
Prudential Short Term Corporate	12,641.880	140,507.36	139,692.77
Sterling Capital	33,945.281	339,941.64	335,379.38
Autoliv Inc. Common	50.000	2,968.50	5,657.50
Bayerische Motoren	360.000	11,375.00	11,204.64
Carmax Inc. Common	120.000	6,731.92	7,726.80
Comcast Corp	300.000	17,361.16	20,715.00
Core-Mark Holding Company, Inc.	85.000	2,268.01	3,660.95
D.R. Horton Inc	610.000	19,773.94	16,671.30
Dollar General Corp Common	245.000	19,334.62	18,147.15
Foot Locker	105.000	4,497.59	7,443.45
Goodyear Tire and Rubber	195.000	5,166.23	6,019.65
Grupo Televisa Sa De CV	190.000	5,234.44	3,969.10
Hanesbrands Inc Common	240.000	4,186.80	5,176.80
Hasbro Inc Common	60.000	5,109.90	4,667.40
LVMH Moet-Hennessey	190.000	6,096.19	7,270.54
Lear Corp Common	170.000	19,227.85	22,502.90
Lowes Companies	230.000	11,912.39	16,357.60
Naspers Limited	900.000	12,620.30	13,255.20
Newell Brands Inc Common	365.000	19,566.81	16,297.25
Polaris Industries	50.000	4,198.61	4,119.50
Ralph Lauren Corp	50.000	5,362.00	4,516.00
Ross Stores	100.000	1,915.75	6,560.00
Service Corp Intl	235.000	6,382.68	6,674.00
Sinclair Broadcast	180.000	5,403.50	6,003.00
WPP	150.000	10,071.75	16,599.00
Whirlpool Corp Common	35.000	5,854.28	6,361.95
Signet Jewelers	65.000	2,670.30	6,126.90
Royal Caribbean Cruises	255.000	23,461.78	20,920.20
Altria Group Inc	300.000	19,799.64	20,286.00
Anheuser-Busch	90.000	7,841.00	9,489.60
Blue Buffalo Pet Products Inc	200.000	5,200.40	4,808.00
CVS	200.000	19,002.00	15,782.00
Campbell Soup Co	330.000	19,806.77	19,955.10
Caseys General Stores	70.000	3,419.30	8,321.60
Dr Pepper Snapple Group	195.000	17,806.42	17,680.65
Ingredion Inc Common	150.000	20,472.05	18,744.00
Kimberly-Clark Corp	145.000	17,519.62	16,547.40

ATTACHMENT 1 - STATEMENT 11

Corporate Stocks

Description	Number of Shares	Book Value	Fair Market Value
L'Oreal	405.000	9,888.16	14,814.50
Nestle SA	280.000	16,456.65	20,125.00
Unileaver PLC	230.000	7,123.42	9,361.00
Bunge Limited	165.000	11,107.05	11,919.60
Chevron	195.000	16,778.57	22,951.50
Dril-Quip Inc Common	70.000	4,159.75	4,203.50
Exxon Mobil Corp	220.000	17,887.10	19,857.20
Newfield Exploration	175.000	4,752.60	7,087.50
Parsley Energy Inc	230.000	7,771.65	8,105.20
Royal Cutch Shell	340.000	16,773.59	19,709.80
Schlumberger Ltd Common	410.000	27,584.48	34,419.50
Spectra Energy Corp	610.000	21,923.21	25,064.90
Tenaris	200.000	5,661.80	7,142.00
Core Laboratories NV	70.000	8,821.23	8,402.80
AIA Group	870.000	13,748.90	19,637.64
Affiliated Managers Group Inc	35.000	5,780.78	5,085.50
Allianz	725.000	8,571.45	12,006.00
Ameriprise Financial Inc	215.000	23,580.16	23,852.10
Banco Bilboa	750.000	7,954.45	5,077.50
Cit Group	130.000	4,552.20	5,548.40
DBS Group	230.000	9,725.10	11,042.30
Discover Financial Services	390.000	22,590.83	28,115.10
First Republic Bank	80.000	5,552.23	7,371.20
ITAU Unibanco	957.000	8,201.33	9,837.96
JP Morgan Chase	350.000	22,266.23	30,201.50
NASCAQ OMX Group	325.000	20,708.12	21,814.00
Signature Bank Common	55.000	4,219.95	8,261.00
Starwood Property Trust	425.000	9,801.10	9,328.75
Suntrust Banks Inc	510.000	22,292.72	27,973.50
Synchrony Financial Common	260.000	7,599.80	9,430.20
Turkiye Garanti Bank Asi A.S.	2,090.000	9,405.90	4,526.94
Wells Fargo & Co	405.000	22,031.89	22,319.55
Western Alliance Bancorp	190.000	7,113.23	9,254.90
Arch Capital	100.000	3,488.26	8,629.00
Axis Capital Holdings	130.000	4,346.10	8,485.10
Chubb Limited Common	175.000	22,123.50	23,121.00
Abbvie Inc	345.000	15,932.36	21,603.90
Amerisource	60.000	2,349.77	4,691.40
Amgen Inc	125.000	20,034.27	18,276.25
Bayer A G	135.000	14,626.58	14,115.33
BioMarin Pharmacuetical	75.000	5,112.00	6,213.00
Bristol-Myers Squibb	340.000	20,157.27	19,869.60

ATTACHMENT 1 - STATEMENT 11

Corporate Stocks

Description	Number of Shares	Book Value	Fair Market Value
CSL LTD	270.000	4,566.20	9,815.58
Centene Corp	105.000	6,422.82	5,933.55
Coloplast As	780.000	6,039.90	5,270.46
Dentsply Sirona Inc	65.000	3,932.17	3,752.45
Fresenius USA	300.000	10,872.10	12,663.00
Grifols, S.A.	300.000	5,251.50	4,821.00
Johnson & Johnson	190.000	19,504.45	21,889.90
Mednax Inc	120.000	3,929.80	7,999.20
Parexel International	90.000	6,168.60	5,914.80
Pfizer Inc.	631.000	13,192.06	20,494.88
Roche Holding	615.000	14,585.91	17,593.31
Sonova Holding AG	250.000	4,822.10	6,070.75
Stryker Corp Common	180.000	20,433.46	21,565.80
Sysmex Corp	355.000	3,555.32	10,302.81
United Health Group Inc	150.000	20,736.00	24,006.00
Universal Health Services	60.000	7,590.15	6,382.80
Steris PLC Common	285.000	19,593.32	19,206.15
Air Lease Corp	170.000	5,799.55	5,836.10
Alaska Air Group	365.000	28,218.06	32,386.45
Alfa Laval AB	390.000	5,857.80	6,474.00
Allison Transmission Holdings	255.000	7,802.82	8,590.95
Amtek Inc	120.000	6,103.80	5,832.00
Atlas Copco	340.000	8,143.00	10,385.64
BBA Aviaton PLC	185.000	3,126.50	3,238.06
The Boeing Company Capital	175.000	25,359.37	27,244.00
Canadian Natl RY	205.000	8,207.52	13,817.00
Fanuc Ltd	1,358.000	19,737.17	23,071.06
Honeywell Internatinal Inc	200.000	23,301.30	23,170.00
JGC Corp	210.000	11,259.62	7,648.41
Kone OYJ-B-Unsponsored ADR	225.000	4,929.60	5,051.25
Kubota Corporation	80.000	5,675.20	5,722.16
Lennox International Inc	145.000	23,134.20	22,209.65
Monotaro Co Ltd.	245.000	4,392.93	5,020.30
Park24 Co LTD	260.000	7,607.60	7,066.54
Rockwell Automation	65.000	7,075.30	8,736.00
Snap On Inc	40.000	4,612.20	6,850.80
Stanley Black & Decker	210.000	23,120.55	24,084.90
Teledyne Technologies	45.000	4,674.40	5,535.00
Activision Blizzard Inc	570.000	23,348.00	20,582.70
Alliance Data Systems	30.000	5,052.90	6,855.00
Alphabet Inc - Cl A	29.000	13,709.77	22,981.05
Apple Inc.	201.000	15,700.59	23,279.82

ATTACHMENT 1 - STATEMENT 11

Corporate Stocks

Description	Number of Shares	Book Value	Fair Market Value
Aspen Tech Common	180.000	7,129.00	9,842.40
Autodesk Inc.	120.000	4,826.20	8,881.20
Baidu	115.000	19,451.03	18,907.15
Broadridge Financial Solutions	380.000	20,879.10	25,194.00
CDW Corp of Deleware	660.000	25,704.79	34,379.40
Cisco Systems	745.000	20,662.30	22,513.90
Dassault Systems	275.000	10,543.57	20,997.35
Facebook Inc	185.000	22,999.20	21,284.25
Harris Corporation	80.000	6,279.60	8,197.60
IPG Photonics Corp	90.000	7,126.25	8,883.90
Lam Research Corp	245.000	19,539.97	25,903.85
Mentor Graphics Corp	260.000	5,830.30	9,591.40
Microsoft Corp	375.000	14,539.82	23,302.50
SAP SE ADR	215.000	12,296.90	18,582.45
Taiwan Semiconductor Manufacturi	890.000	12,970.60	25,587.50
XILINX Inc	110.000	4,461.05	6,640.70
Amdocs LTD SC	135.000	7,660.57	7,863.75
Seagate Technology	135.000	7,630.87	5,152.95
Checkpoint Software Technology	100.000	4,942.50	8,446.00
Broadcom LTD	140.000	24,724.29	24,747.80
Advansix Inc	8.000	124.86	177.12
L'Air Liquide-Unspons ADR Commoi	599.000	12,226.72	13,349.91
Albemarle Corp	100.000	8,284.71	8,608.00
Berry Plastics Group	190.000	6,787.85	9,258.70
Crown Holdings	140.000	4,604.89	7,359.80
Fuchs Petrolu SE-Pref	675.000	7,601.13	7,098.30
Linde AG Spon ADR	510.000	8,311.02	8,397.15
Methanex	150.000	4,829.85	6,570.00
Sasol LTD	200.000	7,838.30	5,718.00
Sealed Air Corp	335.000	15,351.78	15,188.90
Symrise AG Adr	470.000	6,473.25	7,167.03
Ishares-MSCI Emerging Markets	2,600.000	107,756.88	91,026.00
Ishares-S&P Small Cap 600 Index	1,285.000	147,040.56	176,713.20
Ishares-MSCI EAFE Small Cap	1,340.000	53,642.70	66,785.60
Ishares-MSCI EAFE Value Index	1,355.000	72,976.99	64,023.75
Alexandria Real Estate	75.000	6,352.00	8,334.75
Liberty Property Trust Sh Ben Tr	135.000	5,078.78	5,332.50
Mitsubishi Estate Company LTD	270.000	7,568.10	5,387.85
Prologis Inc. Common	500.000	23,250.35	26,395.00
Vornado Realty Trust	55.000	5,128.48	5,740.35
AT&T Inc	395.000	13,658.36	16,799.35
Mtn Group	460.000	9,230.10	4,243.96

ATTACHMENT 1 - STATEMENT 11

Corporate Stocks

Description	Number of Shares	Book Value	Fair Market Value
Verizon Communications	265.000	13,100.27	14,145.70
CMS Energy Corp	425.000	14,983.37	17,688.50
Eversource Energy	120.000	5,501.37	6,627.60
Exelon Corp	530.000	18,335.35	18,809.70
Portland General Electric	210.000	7,421.73	9,099.30
Total Corporate Stocks		**2,951,089.05**	**3,232,456.92**

ATTACHMENT 2 - STATEMENT 12

Corporate Bonds

Description	Number of Shares	Book Value	Fair Market Value
AT&T INC DTD	30,000.000	30,143.19	30,377.10
Anheuser-Busch	25,000.000	24,921.75	25,143.75
Apacha Corp	15,000.000	15,086.70	15,235.65
Bank of America	20,000.000	20,409.85	20,066.80
Berkshire Hathaway	20,000.000	19,981.20	19,870.20
CVS Health Corp	30,000.000	29,741.70	28,595.10
Capital One Financial	25,000.000	26,896.68	25,893.00
Citigroup	10,000.000	10,124.46	10,184.60
The Coca-Cola Co	20,000.000	20,774.88	20,777.00
Express Scripts Holding Co	20,000.000	19,982.00	19,764.20
Exxon Mobil Corp	25,000.000	25,000.00	25,085.00
Fifth Third Bancorp	25,000.000	24,967.75	25,275.00
General Elec	25,000.000	25,455.55	27,726.50
George Wash Univ	25,000.000	25,267.04	26,067.50
Goldman Sachs Group	20,000.000	19,981.98	20,092.40
Home Depot Inc	15,000.000	16,190.60	16,264.50
Invesco Finance PLC	20,000.000	20,065.35	20,147.60
JP Morgan	20,000.000	21,452.24	20,862.60
KeyCorp	20,000.000	20,052.47	20,119.20
Mcdonald's Corp	10,000.000	9,819.20	10,149.40
Microsoft Corp	20,000.000	20,030.63	20,223.40
Morgan Stanley	25,000.000	25,190.56	25,262.75
Oracle Corp	30,000.000	30,016.84	29,315.70
Regions Financial Corp	25,000.000	25,323.47	25,353.75
Republic Services Inc Services	15,000.000	15,254.90	15,582.00
Shell International	30,000.000	29,895.90	29,153.10
Simon Property Group	25,000.000	27,949.11	27,348.00
Southern Company	25,000.000	24,993.95	25,256.75
TJX Companies	20,000.000	18,396.00	18,419.80
Toyota Motor Credit	25,000.000	25,062.56	25,056.25
United Tech Corp	25,000.000	25,570.96	25,696.00
Verizon Communication	25,000.000	27,837.68	27,643.50
Visa inc	30,000.000	29,974.50	30,093.30
Wells Fargo & Co	25,000.000	24,986.00	25,144.50
Total Corporate Bonds		**776,797.65**	**777,245.90**