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EXTENDED TO NOVEMBER 15, 2017

## Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

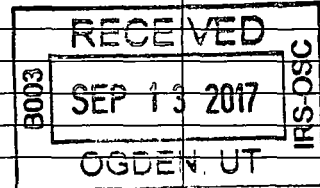
Department of the Treasury  
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation <b>THE DONALD &amp; ELIZABETH COOKE FOUNDATION</b>		A Employer identification number <b>58-1408721</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>P.O. BOX 1940</b>	Room/suite	B Telephone number <b>910-692-6703</b>
City or town, state or province, country, and ZIP or foreign postal code <b>SOUTHERN PINES, NC 28388</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 5,033,037.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				<b>N/A</b>	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		<b>3,523.</b>	<b>3,523.</b>		<b>STATEMENT 1</b>
4 Dividends and interest from securities		<b>167,549.</b>	<b>167,549.</b>		<b>STATEMENT 2</b>
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<b>52,506.</b>			
b Gross sales price for all assets on line 6a <b>368,640.</b>					
7 Capital gain net income (from Part IV, line 2)			<b>52,506.</b>		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		<b>223,578.</b>	<b>223,578.</b>		
13 Compensation of officers, directors, trustees, etc		<b>1,500.</b>	<b>0.</b>		<b>0.</b>
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees <b>STMT 3</b>		<b>30,000.</b>	<b>7,500.</b>		<b>22,500.</b>
b Accounting fees <b>STMT 4</b>		<b>4,960.</b>	<b>1,240.</b>		<b>3,720.</b>
c Other professional fees					
17 Interest					
18 Taxes <b>STMT 5</b>		<b>3,171.</b>	<b>793.</b>		<b>2,378.</b>
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses <b>STMT 6</b>		<b>71.</b>	<b>18.</b>		<b>53.</b>
24 Total operating and administrative expenses. Add lines 13 through 23		<b>39,702.</b>	<b>9,551.</b>		<b>28,651.</b>
25 Contributions, gifts, grants paid		<b>231,000.</b>			<b>231,000.</b>
26 Total expenses and disbursements. Add lines 24 and 25		<b>270,702.</b>	<b>9,551.</b>		<b>259,651.</b>
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<b>&lt;47,124.&gt;</b>			
b Net investment income (if negative, enter -0-)			<b>214,027.</b>		
c Adjusted net income (if negative, enter -0-)				<b>N/A</b>	



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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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	543,706.	601,012.	601,012.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 7</b>	3,250,056.	3,150,626.	4,084,014.
	c Investments - corporate bonds <b>STMT 8</b>	324,807.	319,807.	348,011.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment; basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,118,569.	4,071,445.	5,033,037.	
<b>Liabilities</b>	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 ▶)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	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	4,658,976.	4,658,976.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<540,407.>	<587,531.>	
30 <b>Total net assets or fund balances</b>	4,118,569.	4,071,445.		
31 <b>Total liabilities and net assets/fund balances</b>	4,118,569.	4,071,445.		

**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	4,118,569.
2 Enter amount from Part I, line 27a	2	<47,124.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,071,445.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,071,445.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE				
b SEE ATTACHED SCHEDULE				
c SEE ATTACHED SCHEDULE				
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 24,578.		23,116.	1,462.
b 230,486.		181,111.	49,375.
c 113,576.		111,907.	1,669.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,462.
b			49,375.
c			1,669.
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	52,506.
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	{ 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	221,790.	4,885,593.	.045397
2014	226,626.	4,709,829.	.048118
2013	199,555.	4,230,911.	.047166
2012	203,291.	4,236,467.	.047986
2011	259,272.	4,182,272.	.061993

2 Total of line 1, column (d)	2	.250660
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	.050132
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,820,445.
5 Multiply line 4 by line 3	5	241,659.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,140.
7 Add lines 5 and 6	7	243,799.
8 Enter qualifying distributions from Part XII, line 4	8	259,651.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2,140.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	2,140.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,140.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	2,580.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	1,000.
a 2016 estimated tax payments and 2015 overpayment credited to 2016		6d	
b Exempt foreign organizations - tax withheld at source		7	3,580.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	1,440.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 1,440. Refunded <input type="checkbox"/>			

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NC</u>		
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

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>SANDY PATTERSON</u> Telephone no. ► <u>910-692-6703</u> Located at ► <u>215 TALL TIMBERS DRIVE, PINEHURST, NC</u> ZIP+4 ► <u>28374</u>		
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		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		X

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

**5b**

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

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

☐ Yes ☒ No**6b****X****7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

(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
SANDY PATTERSON P.O. BOX 1940 SOUTHERN PINES, NC 28388	PRESIDENT 6.00	0.	0.	0.
CAROL M. WHITE P.O. BOX 1940 SOUTHERN PINES, NC 28388	SECRETARY 0.25	500.	0.	0.
MARY MCLAUCHLIN POPE P.O. BOX 1940 SOUTHERN PINES, NC 28388	VICE PRESIDENT 0.25	500.	0.	0.
DEBBIE RILEY P.O. BOX 1940 SOUTHERN PINES, NC 28388	DIRECTOR 0.25	500.	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

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

(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

## 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

## 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 NONE

0.

2

All other program-related investments. See instructions.

3

**Total.** Add lines 1 through 3

0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,204,634.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	689,219.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,893,853.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,893,853.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	73,408.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,820,445.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	241,022.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	241,022.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5	<b>2a</b>	2,140.
<b>b</b>	Income tax for 2016. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,140.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	238,882.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	238,882.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	238,882.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	259,651.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	259,651.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	2,140.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	257,511.

**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.

Form 990-PF (2016)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				238,882.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2016:				
<b>a</b> From 2011	11,797.			
<b>b</b> From 2012				
<b>c</b> From 2013				
<b>d</b> From 2014				
<b>e</b> From 2015				
<b>f</b> Total of lines 3a through e	11,797.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4: ► \$	259,651.			
<b>a</b> Applied to 2015, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2016 distributable amount				238,882.
<b>e</b> Remaining amount distributed out of corpus	20,769.			
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	32,566.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7	11,797.			
<b>9</b> Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	20,769.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2012				
<b>b</b> Excess from 2013				
<b>c</b> Excess from 2014				
<b>d</b> Excess from 2015				
<b>e</b> Excess from 2016	20,769.			

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income**

[illegible]

**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
<b>a Paid during the year</b>				
ARTS COUNCIL OF MOORE COUNTY	N/A	N/A	CHARITABLE	10,000.
BOYS AND GIRLS CLUB OF THE SANDHILLS	N/A	N/A	CHARITABLE	5,000.
BOYS AND GIRLS HOMES OF NC	N/A	N/A	CHARITABLE	2,500.
CAMPBELL UNIVERSITY	N/A	N/A	EDUCATIONAL SCHOLARSHIP	70,000.
CYPRESS HOUSE CHILDREN'S CENTER	N/A	N/A	CHARITABLE	10,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>231,000.</b>
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b>				<b>0.</b>



**Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	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]

**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: \_\_\_\_\_

Date 9/5/2017

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

SCOTT BREWER

Preparer's signature

H. G. Lee

Date

8/28/17

Check ☐ if  
self-employed

PTIN
------

P00004789

Firm's name ► **DIXON HUGHES GOODMAN LLP**

Firm's EIN ▶ 56-0747981

Firm's address ► 130 TURNBERRY WAY  
PINEHURST, NC 28374

Phone no. 910-692-8555

Form **990-PF** (2016)

**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
DUKE UNIVERSITY	N/A	N/A	EDUCATIONAL	10,000.
MEALS ON WHEELS OF THE SANDHILLS, INC.	N/A	N/A	CHARITABLE	1,000.
MIRA FOUNDATION	N/A	N/A	CHARITABLE	2,500.
MOORE HUMANE SOCIETY	N/A	N/A	CHARITABLE	10,000.
NORTH CAROLINA ZOOLOGICAL SOCIETY	N/A	N/A	CHARITABLE	10,000.
NORTH MOORE HIGH SCHOOL	N/A	N/A	EDUCATIONAL	5,000.
NORTHERN MOORE FAMILY RESOURCE CENTER	N/A	N/A	CHARITABLE	5,000.
SANDHILLS COMMUNITY COLLEGE FOUNDATION	N/A	N/A	EDUCATIONAL	5,000.
THE CHAPIN SCHOOL	N/A	N/A	EDUCATIONAL	1,000.
THE NATURE CONSERVANCY, NORTH CAROLINA CHAPTER/SANDHILLS	N/A	N/A	CHARITABLE	1,000.
<b>Total from continuation sheets</b>				<b>133,500.</b>

**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
TOWN OF CARTHAGE	N/A	N/A	CHARITABLE	10,000.
UNC CENTER FOR PUBLIC TV	N/A	N/A	CHARITABLE	10,000.
UNION PINES HIGH SCHOOL	N/A	N/A	EDUCATIONAL	25,000.
WAKE FOREST UNIVERSITY	N/A	N/A	EDUCATIONAL	10,000.
WALTHOUR-MOSS FOUNDATION	N/A	N/A	CHARITABLE	2,500.
AMERICAN RED CROSS	N/A	N/A	CHARITABLE	10,000.
GIVEN MEMORIAL LIBRARY	N/A	N/A	EDUCATIONAL	5,000.
FRIENDS OF WESTERN NORTH CAROLINA NATURE CENTER	N/A	N/A	CHARITABLE	5,000.
ROBBINS AREA CHRISTIAN MINISTRIES	N/A	N/A	CHARITABLE	1,000.
ASHLEY HEIGHTS BAPTIST CHURCH	N/A	N/A	CHARITABLE	1,000.
<b>Total from continuation sheets</b>				



## 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST - CD	3,252.	3,252.	
INTEREST - MONEY MARKET ACCOUNTS	271.	271.	
TOTAL TO PART I, LINE 3	3,523.	3,523.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	135,321.	0.	135,321.	135,321.	
INTEREST - BONDS	32,228.	0.	32,228.	32,228.	
TO PART I, LINE 4	167,549.	0.	167,549.	167,549.	

FORM 990-PF

LEGAL FEES

STATEMENT

3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	30,000.	7,500.		22,500.
TO FM 990-PF, PG 1, LN 16A	30,000.	7,500.		22,500.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	4,960.	1,240.		3,720.	
TO FORM 990-PF, PG 1, LN 16B	4,960.	1,240.		3,720.	

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	3,171.	793.		2,378.
TO FORM 990-PF, PG 1, LN 18	3,171.	793.		2,378.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	48.	12.		36.
POSTAGE	23.	6.		17.
TO FORM 990-PF, PG 1, LN 23	71.	18.		53.

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

SHARES	DESCRIPTION	BOOK VALUE 12/31/15	BOOK VALUE 12/31/16	FAIR MARKET VALUE 12/31/16
300	3M CO	25,569 50	25,569 50	53,571 00
100	3M CO	10,471 02	10,471 02	17,857 00
100	3M CO	12,009 20	12,009 20	17,857 00
500	ABBOTT LABORATORIES	-	21,610 30	19,205 00
1,000	AFLAC INC 5 5% PFD (PREFERRED/FIXED RATE)	25,000 00	25,000 00	24,200 00
8	ADVANSIX INC	-	88 83	177 12
12	ADVANSIX INC	-	179 94	265 68
500	AMERICAN ELECTRIC POWER INC	18,186 82	18,186 82	31,480 00
500	AMERICAN ELECTRIC POWER INC	19,438 15	19,438 15	31,480 00
200	APPLE INC	25,098 11	25,098 11	23,164 00
100	APPLE INC	11,156 44	11,156 44	11,582 00
200	APPLE INC	-	22,168 14	23,164 00
500	AT&T INC	13,390 59	13,390 59	21,265 00
250	AT&T INC	7,219 38	7,219 38	10,632 50
250	AT&T INC	7,343 57	7,343 57	10,632 50
500	AT&T INC	14,526 43	14,526 43	21,265 00
384	AT&T INC	13,508 54	13,508 54	16,331 52
116	AT&T INC	4,078 97	4,078 97	4,933 48
300	AT&T INC	9,957 79	-	-
300	BANK OF AMERICA	13,953 67	13,953 67	6,630 00
500	BANK OF AMERICA	26,077 29	26,077 29	11,050 00
200	BANK OF AMERICA	9,810 50	-	-
300	BAXALTA INC	8,040 26	-	-
300	BAXALTA INC	9,374 88	-	-
200	BAXALTA INC	6,693 04	-	-
300	BAXTER INTERNATIONAL INC	9,906 77	-	-
300	BAXTER INTERNATIONAL INC	11,551 21	-	-
200	BAXTER INTERNATIONAL INC	8,246 79	-	-
500	BB&T CORP	19,916 20	19,916 20	23,510 00
500	BB&T CORP	18,533 80	18,533 80	23,510 00
150	BB&T CORP	4,694 03	4,694 03	7,053 00
1,000	BB&T CORP 5 625% PFD (PREFERRED/FIXED RATE)	25,000 00	25,000 00	23,750 00
1,000	BB&T CORP 5 85% PFD (PREFERRED/FIXED RATE)	25,000 00	25,000 00	24,527 50
2,500	BLACKROCK BUILD AMERICA BOND TRUST (CLOSED END MUT FUND)	50,000 00	50,000 00	54,000 00
300	BOEING CO	22,103 60	22,103 60	46,704 00
100	BOEING CO	-	12,981 86	15,568 00
300	BRISTOL MYERS SQUIBB CO	8,558 43	8,558 43	17,532 00
300	BRISTOL MYERS SQUIBB CO	7,516 31	7,516 31	17,532 00
400	BRISTOL MYERS SQUIBB CO	11,426 62	11,426 62	23,376 00
200	BRISTOL MYERS SQUIBB CO	6,453 02	6,453 02	11,688 00
200	CATERPILLAR INC	18,285 80	18,285 80	18,548 00
200	CATERPILLAR INC	19,664 82	19,664 82	18,548 00
100	CATERPILLAR INC	8,912 77	8,912 77	9,274 00
250	CHEVRON CORPORATION	24,442 55	24,442 55	29,425 00
200	CHEVRON CORPORATION	23,423 03	23,423 03	23,540 00
100	CHEVRON CORPORATION	12,195 20	12,195 20	11,770 00
500	CISCO SYSTEMS INC	9,665 45	9,665 45	15,110 00
400	CISCO SYSTEMS INC	10,498 50	10,498 50	12,088 00
100	CISCO SYSTEMS INC	2,630 12	2,630 12	3,022 00
500	CISCO SYSTEMS INC	13,881 17	13,881 17	15,110 00
500	CISCO SYSTEMS INC	14,652 97	14,652 97	15,110 00
200	CLOROX COMPANY	11,655 98	11,655 98	24,004 00
300	CLOROX COMPANY	21,083 39	21,083 39	36,006 00
150	CLOROX COMPANY	12,359 47	12,359 47	18,003 00
500	COCA-COLA COMPANY	16,915 90	16,915 90	20,730 00
600	COCA-COLA COMPANY	20,557 07	20,557 07	24,876 00
200	COCA-COLA COMPANY	7,604 69	7,604 69	8,292 00
200	COCA-COLA COMPANY	8,196 15	8,196 15	8,292 00
500	COLGATE-PALMOLIVE CO	20,426 25	20,426 25	32,720 00
600	COLGATE-PALMOLIVE CO	32,695 95	32,695 95	39,264 00
250	CONOCOPHILLIPS	13,044 40	13,044 40	12,535 00
250	CONOCOPHILLIPS	7,834 67	7,834 67	12,535 00
200	CONOCOPHILLIPS	12,106 99	12,106 99	10,028 00
300	CONOCOPHILLIPS	15,873 92	15,873 92	15,042 00
500	CONOCOPHILLIPS	35,292 93	35,292 93	25,070 00
500	CONSOLIDATED EDISON INC	28,518 69	28,518 69	36,840 00
200	CUMMINS INC	24,546 40	24,546 40	27,334 00
200	CUMMINS INC	24,144 52	24,144 52	27,334 00
100	CUMMINS INC	-	10,765 64	13,667 00
200	DEERE & CO	14,976 38	14,976 38	20,608 00
100	DEERE & CO	7,495 52	7,495 52	10,304 00



FORM 990-PF

CORPORATE STOCK

STATEMENT 7

SHARES	DESCRIPTION	BOOK VALUE 12/31/15	BOOK VALUE 12/31/16	FAIR MARKET VALUE 12/31/16
200	DEERE & CO	16,936 40	16,936 40	20,608 00
200	DEERE & CO	18,036 38	-	-
300	DISNEY WALT COMPANY	-	29,309 99	31,266 00
500	DOMINION RES INC VA NEW	16,161 77	16,161 77	38,295 00
500	DOW CHEMICAL COMPANY	13,784 73	13,784 73	28,610 00
300	DOW CHEMICAL COMPANY	10,472 51	10,472 51	17,166 00
300	DOW CHEMICAL COMPANY	10,129 21	10,129 21	17,166 00
500	DU PONT E I DE NEMOURS AND COMPANY	22,269 62	22,269 62	36,700 00
200	DU PONT E I DE NEMOURS AND COMPANY	10,223 70	10,223 70	14,680 00
200	DU PONT E I DE NEMOURS AND COMPANY	11,236 15	11,236 15	14,680 00
333	DUKE ENERGY CORP	15,723 85	15,723 85	25,873 33
218	DUKE ENERGY CORP	11,569 85	11,569 85	16,882 35
218	DUKE ENERGY CORP	10,577 23	10,577 23	16,882 35
167	DUKE ENERGY CORP	9,265 33	9,265 33	12,936 67
2,000	DUKE ENERGY 5 125% PFD (PREFERRED/FIXED RATE)	50,000 00	50,000 00	47,860 00
600	ELI LILLY & CO	21,103 78	21,103 78	44,130 00
400	ELI LILLY & CO	16,288 10	16,288 10	29,420 00
200	ELI LILLY & CO	10,109 67	10,109 67	14,710 00
400	EMERSON ELECTRIC CO	20,808 89	-	-
200	EMERSON ELECTRIC CO	12,456 20	12,456 20	11,150 00
200	EMERSON ELECTRIC CO	12,766 36	12,766 36	11,150 00
200	EMERSON ELECTRIC CO	11,935 20	11,935 20	11,150 00
2,000	ENTERGY ARKANSAS 4 9% PFD (PREFERRED/FIXED RATE)	50,000 00	50,000 00	43,540 00
1,000	ENTERGY MISS INC (PREFERRED/FIXED RATE)	25,579 17	-	-
500	EXELON CORPORATION	20,140 98	20,140 98	17,745 00
250	EXELON CORPORATION	9,412 69	9,412 69	8,872 50
100	EXXON MOBIL CORP	6,560 50	6,560 50	9,026 00
100	EXXON MOBIL CORP	5,890 50	5,890 50	9,026 00
100	EXXON MOBIL CORP	8,395 50	8,395 50	9,026 00
100	EXXON MOBIL CORP	8,419 00	8,419 00	9,026 00
200	EXXON MOBIL CORP	14,210 00	14,210 00	18,052 00
150	EXXON MOBIL CORP	12,802 22	12,802 22	13,539 00
1,000	FORD MOTOR COMPANY	-	12,844 50	12,130 00
2,000	GE CAP CORP 4 875% PFD (PREFERRED/FIXED RATE)	50,000 00	50,000 00	49,180 00
500	GENERAL ELECTRIC CO	15,677 85	15,677 85	15,800 00
500	GENERAL ELECTRIC CO	16,858 27	16,858 27	15,800 00
500	GENERAL ELECTRIC CO	10,339 35	10,339 35	15,800 00
500	GENERAL ELECTRIC CO	12,503 49	12,503 49	15,800 00
500	GENERAL ELECTRIC CO	13,290 53	13,290 53	15,800 00
600	GENERAL MILLS INC	21,902 83	21,902 83	37,062 00
200	GENERAL MILLS INC	7,855 10	7,855 10	12,354 00
200	GENERAL MILLS INC	7,924 16	7,924 16	12,354 00
500	GLAXOSMITHKLINE PLC - ADR	22,736 28	22,736 28	19,255 00
300	GLAXOSMITHKLINE PLC - ADR	15,565 51	15,565 51	11,553 00
200	GLAXOSMITHKLINE PLC - ADR	10,399 87	10,399 87	7,702 00
1,000	GOLDMAN SACHS GRP 6 2% (PREFERRED/FIXED RATE)	25,016 00	25,016 00	25,430 00
125	HOME DEPOT INC	3,959 02	3,959 02	16,760 00
125	HOME DEPOT INC	4,759 48	4,759 48	16,760 00
300	HOME DEPOT INC	25,270 13	25,270 13	40,224 00
200	HONEYWELL INTERNATIONAL INC	16,778 89	16,690 06	23,170 00
300	HONEYWELL INTERNATIONAL INC	-	33,809 59	34,755 00
500	INTEL CORP	11,140 46	11,140 46	18,135 00
500	INTEL CORP	11,931 78	11,931 78	18,135 00
500	INTEL CORP	15,312 63	15,312 63	18,135 00
500	INTEL CORP	16,180 32	16,180 32	18,135 00
100	JOHNSON & JOHNSON	6,751 10	6,751 10	11,521 00
100	JOHNSON & JOHNSON	6,486 50	6,486 50	11,521 00
200	JOHNSON & JOHNSON	12,510 00	12,510 00	23,042 00
250	JOHNSON & JOHNSON	14,926 00	14,926 00	28,802 50
100	JOHNSON & JOHNSON	5,981 16	5,981 16	11,521 00
250	JOHNSON & JOHNSON	27,625 26	-	-
250	KELLOGG COMPANY	9,524 74	9,524 74	18,427 50
250	KELLOGG COMPANY	14,149 78	14,149 78	18,427 50
300	KELLOGG COMPANY	15,083 85	15,083 85	22,113 00
200	KELLOGG COMPANY	12,092 31	12,092 31	14,742 00
200	KIMBERLY CLARK CORP	12,102 12	-	-
300	KIMBERLY-CLARK CORP	18,982 18	18,982 18	34,236 00
300	KIMBERLY-CLARK CORP	21,369 96	21,369 96	34,236 00
167	KRAFT HEINZ CO	5,482 91	5,482 91	14,538 78
67	KRAFT HEINZ CO	2,392 73	2,392 73	5,815 51
100	KRAFT HEINZ CO	4,112 30	4,112 30	8,723 27
667	KRAFT HEINZ CO	31,742 51	31,742 51	58,242 44

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

SHARES	DESCRIPTION	BOOK VALUE 12/31/15	BOOK VALUE 12/31/16	FAIR MARKET VALUE 12/31/16
300	MCDONALD'S CORP	23,435 48	23,435 48	36,516 00
200	MCDONALD'S CORP	17,863 20	17,863 20	24,344 00
200	MCDONALD'S CORP	19,934 85	19,934 85	24,344 00
200	MCDONALD'S CORP	19,251 11	19,251 11	24,344 00
500	MERCK & CO INC NEW	19,651 84	19,651 84	29,435 00
300	MERCK & CO INC NEW	13,345 32	13,345 32	17,661 00
200	MERCK & CO INC NEW	8,895 56	8,895 56	11,774 00
300	MERCK & CO INC NEW	15,023 76	15,023 76	17,661 00
400	METLIFE INC	19,933 56	19,933 56	21,556 00
400	METLIFE INC	21,070 42	21,070 42	21,556 00
225	METLIFE INC	11,540 42	11,540 42	12,125 25
1,000	MICROSOFT CORP	28,500 16	28,500 16	62,140 00
500	MICROSOFT CORP	16,308 17	16,308 17	31,070 00
200	MICROSOFT CORP	8,368 49	8,368 49	12,428 00
500	MONDELEZ INTL INC	10,152 57	10,152 57	22,165 00
200	MONDELEZ INTL INC	4,430 56	4,430 56	8,866 00
300	MONDELEZ INTL INC	7,614 62	7,614 62	13,299 00
500	MONDELEZ INTL INC	15,999 90	15,999 90	22,165 00
2,000	NEXTERA ENERGY 5 7% PDF (PREFERRED/FIXED RATE)	50,000 00	50,000 00	48,520 00
250	PEPSICO INCORPORATED	13,829 63	13,829 63	26,157 50
250	PEPSICO INCORPORATED	16,249 81	16,249 81	26,157 50
250	PEPSICO INCORPORATED	18,283 50	18,283 50	26,157 50
375	PFIZER INCORPORATED	9,115 10	9,115 10	12,180 00
525	PFIZER INCORPORATED	9,845 04	9,845 04	17,052 00
600	PFIZER INCORPORATED	18,105 78	18,105 78	19,488 00
500	PFIZER INCORPORATED	14,437 03	14,437 03	16,240 00
500	PIEDMONT NATURAL GAS	12,264 90	-	-
500	PIEDMONT NATURAL GAS	14,589 25	-	-
400	PIEDMONT NATURAL GAS	14,157 83	-	-
400	PIEDMONT NATURAL GAS	14,440 69	-	-
1,000	PPL CAPITAL FDG 5 9% PFD (PREFERRED/FIXED RATE)	25,000 00	25,000 00	25,000 00
300	PROCTOR & GAMBLE CO	16,269 70	16,269 70	25,224 00
200	PROCTOR & GAMBLE CO	12,943 50	12,943 50	16,816 00
200	PROCTOR & GAMBLE CO	12,567 06	12,567 06	16,816 00
300	PROCTOR & GAMBLE CO	24,149 28	24,149 28	25,224 00
300	PRUDENTIAL FINANCIAL INC	26,604 68	26,604 68	31,218 00
300	PUBLIC SVC ENTERPRISE GROUP INC	9,779 48	9,779 48	13,164 00
100	PUBLIC SVC ENTERPRISE GROUP INC	3,264 93	3,264 93	4,388 00
100	PUBLIC SVC ENTERPRISE GROUP INC	3,259 60	3,259 60	4,388 00
500	PUBLIC SVC ENTERPRISE GROUP INC	15,370 39	15,370 39	21,940 00
250	QUALCOMM INC	-	12,777 29	16,300 00
500	SCANA CORP COM	20,453 42	20,453 42	36,640 00
500	SCANA CORP COM	22,943 75	22,943 75	36,640 00
500	SPECTRA ENERGY CORP	11,334 91	11,334 91	20,545 00
500	SPECTRA ENERGY CORP	14,773 14	14,773 14	20,545 00
500	SPECTRA ENERGY CORP	15,025 43	15,025 43	20,545 00
300	SPECTRA ENERGY CORP	11,034 44	11,034 44	12,327 00
500	SPECTRA ENERGY CORP	16,750 16	16,750 16	20,545 00
750	SYSCO CORPORATION	21,232 63	21,232 63	41,527 50
250	SYSCO CORPORATION	8,839 13	8,839 13	13,842 50
200	SYSCO CORPORATION	-	9,563 17	11,074 00
200	TARGET CORP	14,547 67	14,547 67	14,446 00
50	TARGET CORP	3,635 67	3,635 67	3,611 50
250	TARGET CORP	20,796 44	20,796 44	18,057 50
800	TECO ENERGY INC	14,106 14	-	-
200	TECO ENERGY INC	3,533 58	-	-
300	THE SOUTHERN COMPANY	9,290 65	9,290 65	14,757 00
200	THE SOUTHERN COMPANY	7,191 91	7,191 91	9,838 00
500	THE SOUTHERN COMPANY	23,346 47	23,346 47	24,595 00
100	UNITED PARCEL SERVICE-B	6,910 50	6,910 50	11,464 00
200	UNITED PARCEL SERVICE-B	15,136 00	15,136 00	22,928 00
200	UNITED PARCEL SERVICE-B	15,613 04	15,613 04	22,928 00
100	UNITED PARCEL SERVICE-B	9,811 08	9,811 08	11,464 00
250	UNITED TECHNOLOGIES CORP	-	25,693 30	27,405 00
300	VERIZON COMMUNICATIONS COM	11,008 84	11,008 84	16,014 00
700	VERIZON COMMUNICATIONS COM	26,782 00	26,782 00	37,366 00
300	VERIZON COMMUNICATIONS COM	14,894 30	14,894 30	16,014 00
100	WAL-MART STORES INC	4,408 50	4,408 50	6,912 00
400	WAL-MART STORES INC	22,209 26	22,209 26	27,648 00
200	WAL-MART STORES INC	11,918 31	11,918 31	13,824 00
200	WAL-MART STORES INC	14,768 54	14,768 54	13,824 00
200	WAL-MART STORES INC	13,158 10	-	-

FORM 990-PF

CORPORATE STOCK

STATEMENT 7

SHARES	DESCRIPTION	BOOK VALUE 12/31/15	BOOK VALUE 12/31/16	FAIR MARKET VALUE 12/31/16
500	WASTE MGMT INC DEL	19,342 66	19,342 66	35,455 00
300	WASTE MGMT INC DEL	13,854 58	13,854 58	21,273 00
200	WASTE MGMT INC DEL	9,241 39	9,241 39	14,182 00
40	WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 200 SHS 9516 09	9,495 37	9,495 37	2,189 70
60	WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 300 SHS 13550 27)	13,520 77	13,520 77	3,284 55
40	WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 200 SHS 10906	10,882 26	10,882 26	2,189 70
60	WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 300 SHS 16929	16,892 15	16,892 15	3,284 56
99	WELLS FARGO COMPANY (FORMERLY WACHOVIA CORP 500 SHS 27209 38	27,150 15	-	-
1,000	WELLS FARGO 5 2% PFD (PREFERRED/FIXED RATE)	25,000 00	25,000 00	23,120 00
		<u>3,250,056</u>	<u>3,150,626</u>	<u>4,084,014</u>

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 8

SHARES	DESCRIPTION	BOOK VALUE 12/31/15	BOOK VALUE 12/31/16	FAIR MARKET VALUE 12/31/16
25,000	DUKE CAPITAL CORP SENIOR NOTES 8 000% DUE 10/01/19 24804 61	24,687 50	24,687 50	28,199 50
25,000	FORD MOTO CO DEBENTURES 7 5% DUE 8/1/26 25599 75	25,000.00	25,000.00	30,051.00
25,000	FORD MOTO CO DEBENTURES 6 625% DUE 2/15/28 23553	23,547 00	23,547 00	28,478 50
50,000	BB&T 5 25% 11/1/19	50,003 50	50,003 50	54,054 50
25,000	WALMART STORES 5 25% 9/1/35	25,238 00	25,238 00	29,665 75
25,000	ALLSTATE CORP 5 35% DUE 6/1/33	24,947 25	24,947 25	28,449 00
25,000	CAROLINA POWER & LIGHT 6 125% DUE 9/15/33	26,734 50	26,734 50	30,666 75
25,000	BELLSOUTH CORP 6 0% DUE 11/15/34	24,975 00	24,975 00	25,718.75
25,000	HARTFORD FINL SVCS GRP 5 95% DUE 10/15/36	24,630 00	24,630 00	27,960 50
25,000	NATL RURAL UTIL COOP 4 0% DUE 02/15/30	25,000 00	-	-
50,000	DUKE ENERGY CORP 3 350% DUE 3/15/27	50,044 00	50,044 00	45,935 00
10,000	JP MORGAN CHASE & CO MULTISTEP CPN 2 500% DUE 09/20/29	-	10,000 00	9,713 00
10,000	GOLDMAN SACHS GRP INC MULTI STP UP CPN 3 125% DUE 09/23/36	-	10,000 00	9,119 00
		<u>324,807</u>	<u>319,807</u>	<u>348,011</u>



# 2016 Year-End Account Summary

As of Date: 02/21/17

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Account Number: 4198-1860

THE DONALD AND ELIZABETH COOKE  
FOUNDATION

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## Proceeds from Broker and Barter Exchange Transactions

### Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Accrued Market Discount (Box 1g)	Wash Sale Loss Disallowed (Box 1h)	Gain/Loss Amount (Box 1i)	Additional Information
AT & T INC CUSIP 00206R102	300 00000	09/30/2015	04/07/2016	11,268.64	9,957.79	0.00	0.00	1,310.85	Box 6: Gross Proceeds
WAL-MART STORES INC CUSIP 931142103	200 00000	09/30/2015	04/07/2016	13,309.63	13,158.10	0.00	0.00	151.53	Box 6: Gross Proceeds
Totals				\$24,578.27	\$23,115.89	\$0.00	\$0.00	\$1,462.38	

## 2016 Year-End Account Summary

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As of Date: 02/21/17

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THE DONALD AND ELIZABETH COOKE  
FOUNDATION

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## Proceeds from Broker and Barter Exchange Transactions, continued

## Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1)	Quantity Sold (Box 1b)	Date Acquired (Box 1c)	Date Sold or Disposed (Box 1d)	Proceeds (Box 1e)	Cost or Other Basis (Box 1f)	Accrued Market Discount (Box 1g)	Wash Sale Loss Disallowed (Box 1h)	Gain/Loss Amount	Additional Information
BAXALTA INC CUSIP: 07177M103	300.00000	08/20/2012	04/01/2016	11,993.95	8,040.26	0.00	0.00	3,953.69	Box 6: Gross Proceeds
	300.00000	02/13/2013	04/01/2016	11,993.95	9,374.88	0.00	0.00	2,519.07	Box 6: Gross Proceeds
	200.00000	07/31/2013	04/01/2016	7,929.30	6,693.04	0.00	0.00	1,236.26	Box 6: Gross Proceeds
<b>Subtotals</b>	<b>800.00000</b>			<b>\$31,717.20</b>	<b>\$24,108.18</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$7,609.02</b>	
BAXTER INTERNATIONAL INC CUSIP: 071813109	300.00000	08/20/2012	04/01/2016	11,998.22	9,908.77	0.00	0.00	2,091.45	Box 6: Gross Proceeds
	300.00000	02/13/2013	04/01/2016	11,998.23	11,551.21	0.00	0.00	447.02	Box 6: Gross Proceeds
	200.00000	07/31/2013	04/01/2016	7,998.82	8,246.79	0.00	0.00	-247.97	Box 6: Gross Proceeds
<b>Subtotals</b>	<b>800.00000</b>			<b>\$31,995.27</b>	<b>\$29,704.77</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$2,290.50</b>	
DEERE & CO CUSIP: 244199105	200.00000	12/18/2013	04/07/2016	14,830.36	19,036.38	0.00	0.00	-3,206.02	Box 6: Gross Proceeds
EMERSON ELECTRIC CO CUSIP: 291011104	400.00000	02/27/2012	04/07/2016	20,772.83	20,808.89	0.00	0.00	-36.06	Box 6: Gross Proceeds
JOHNSON & JOHNSON CUSIP: 478160104	250.00000	12/08/2014	04/07/2016	26,735.99	27,625.26	0.00	0.00	-889.27	Box 6: Gross Proceeds
PIEDMONT NATURAL GAS CHG CUSIP: 720186105	500.00000	02/16/2011	04/01/2016	29,578.15	14,569.25	0.00	0.00	14,988.90	Box 6: Gross Proceeds
	400.00000	07/31/2013	04/01/2016	23,651.56	14,157.83	0.00	0.00	9,493.73	Box 6: Gross Proceeds
	400.00000	08/11/2014	04/01/2016	23,654.61	14,440.69	0.00	0.00	9,213.92	Box 6: Gross Proceeds
<b>Subtotals</b>	<b>1300.00000</b>			<b>\$76,884.32</b>	<b>\$43,187.77</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$33,696.55</b>	
TECO ENERGY INC CUSIP: 872375100	200.00000	05/24/2012	07/01/2016	5,510.00	3,533.58	0.00	0.00	1,976.42	Box 6: Gross Proceeds
	800.00000	05/24/2012	07/01/2016	22,040.00	14,106.14	0.00	0.00	7,933.86	Box 6: Gross Proceeds
<b>Subtotals</b>	<b>1000.00000</b>			<b>\$27,550.00</b>	<b>\$17,639.72</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$9,910.28</b>	
<b>Totals</b>				<b>\$230,486.97</b>	<b>\$181,110.97</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$49,376.00</b>	

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# 2016 Year-End Account Summary

As of Date: 02/21/17

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Account Number: 4198-1860

THE DONALD AND ELIZABETH COOKE  
FOUNDATION

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## Proceeds from Broker and Barter Exchange Transactions, continued

### Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Accrued Market Discount	Wash Sale Loss Disallowed	Gain/Loss Amount	Additional Information
BANK OF AMERICA CORP CUSIP: 060505104	200 00000	07/31/2007	04/01/2016	2,581.51	9,810.50	0.00	0.00	-7,228.99	Box 6: Gross Proceeds
ENERGY MISS INC PFD 1ST MTG BOND CPN: 6.2000% DUE 04/15/2040 CUSIP: 29364N843	1000 00000	07/19/2010	10/17/2016	25,000.00	25,579.17	0.00	0.00	-579.17	Box 6: Gross Proceeds Redemption
KIMBERLY-CLARK CORP CUSIP: 494368103	200 00000	11/16/2010	04/07/2016	26,762.05	12,102.12	0.00	0.00	14,659.93	Box 6: Gross Proceeds
NATL RURAL UTIL COOP FIN INTERNOTES CPN: 4.0000% DUE 02/15/2030 CUSIP: 63743FPF7	25000.00000	02/06/2012	06/15/2016	25,000.00	25,000.00	0.00	0.00	0.00	Box 6: Gross Proceeds Redemption
PIEDMONT NATURAL GAS CHG CUSIP: 720186105	500 00000	04/03/2006	04/01/2016	29,583.10	12,264.90	0.00	0.00	17,318.20	Box 6: Gross Proceeds
WELLS FARGO & CO NEW CUSIP: 949746101	99 00000 0 33334	11/30/2006 11/30/2006	04/01/2016 04/06/2016	4,633.43 15.84	27,059.05 91.10	0.00 0.00	0.00 0.00	-22,425.62 -75.26	Box 6: Gross Proceeds Box 6: Gross Proceeds Cash in Lieu
<b>Subtotals</b>	<b>99.33334</b>			<b>\$4,649.27</b>	<b>\$27,150.15</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>(\$22,500.88)</b>	
<b>Totals</b>				<b>\$113,575.93</b>	<b>\$111,906.84</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$1,669.09</b>	

For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds, Gain/Loss or Cost columns. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss.  
Please note that the totals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.