



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

MAY 12, 2017

Name of foundation

GEORGIA PINE LEVEL FOUNDATION, INC

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P.O. BOX 1908

City or town, state or province, country, and ZIP or foreign postal code

ORLANDO

FL

32802-1908

Foreign country name

Foreign province/state/county

Foreign postal code

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 6,682,787 J Accounting method Cash Accrual
 Other (specify) _____

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received (attach schedule)	231,800			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	164,841	164,841		
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	29,029			
	b Gross sales price for all assets on line 6a	1,291,043			
	7 Capital gain net income (from Part IV, line 2)		29,029		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	16,430	16,430		
	12 Total. Add lines 1 through 11	442,100	210,300	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages 13 2017				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500		2,500	
	c Other professional fees (attach schedule)	48,646	24,323		24,323
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	9,811	1,414		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,306	6,706		600
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	68,263	32,443	0	27,423
	25 Contributions, gifts, grants paid	265,000			265,000
	26 Total expenses and disbursements. Add lines 24 and 25	333,263	32,443	0	292,423
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	108,837			
	b Net investment income (if negative, enter -0-)		177,857		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see Instructions.

Form 990-PF (2016)

HTA

2017

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	39,181	123,399	123,399
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,358,300	5,033,602	6,559,388
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,397,481	5,157,001	6,682,787
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)	0	0	
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
Part III Analysis of Changes in Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds	5,397,481	5,157,001	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	5,397,481	5,157,001	
	31	Total liabilities and net assets/fund balances (see instructions)	5,397,481	5,157,001	

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	5,397,481
2	Enter amount from Part I, line 27a	2	108,837
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	15,178
4	Add lines 1, 2, and 3	4	5,521,496
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	364,495
6	Total net assets or fund balances at end of year (line 4 minus line 5) —Part II, column (b), line 30	6	5,157,001

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement				
b					
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					
b					
c					
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))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
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	27,997	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

 Yes No

1	Enter the appropriate amount in each column for each year, see the instructions before making any entries	(d) Distribution ratio (col. (b) divided by col. (c))
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets
2015	274,344	0.043777
2014	293,519	0.046423
2013	369,793	0.058737
2012	296,391	0.047909
2011	269,678	0.051447
2		0.248293
3		0.049659
4		6,323,560
5		314,022
6		1,779
7		315,801
8		292,423

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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

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	3,557
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	3,557
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	3,557
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,474
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	1,474
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►	9	2,083
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►	10	0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ►	11	0
			Refunded ►

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? 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?	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? 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) ► <i>GA</i>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? 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	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
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? Website address ► N/A	13	X	
14	The books are in care of ► SUNTRUST BANK Located at ► 1155 PEACHTREE ST NE ATLANTA GA	Telephone no ► (888) 288-1641 ZIP+4 ► 30309		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A	
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No

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.

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(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 ►	1b	X	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	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 ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT F. HATCHER PO BOX 5001 MACON, GA 31208	PRESIDENT/DIR AS REQ'D	0		
ROBERT F. HATCHER, JR. PO BOX 5001 MACON, GA 31208	SECRETARY AS REQ'D	0		
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SUNTRUST BANK P O BOX 4655, ATLANTA, GA 30302	AGENT INVESTMENT MANAGER	48,646
Total number of others receiving over \$50,000 for professional services		►

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See instructions		
3	NONE	
Total. Add lines 1 through 3		► 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	6,332,356
b	Average of monthly cash balances	1b	87,502
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	6,419,858
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,419,858
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	96,298
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,323,560
6	Minimum investment return. Enter 5% of line 5	6	316,178

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6	1	316,178
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,557
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,557
3	Distributable amount before adjustments Subtract line 2c from line 1	3	312,621
4	Recoveries of amounts treated as qualifying distributions	4	10,000
5	Add lines 3 and 4	5	322,621
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	322,621

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	292,423
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	292,423
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	6	292,423
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				322,621
2 Undistributed income, if any, as of the end of 2016			0	
a Enter amount for 2015 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011 10,436				
b From 2012 5,387				
c From 2013 65,756				
d From 2014				
e From 2015				
f Total of lines 3a through e 81,579				
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 292,423				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount 292,423				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	30,198			30,198
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 51,381				
b Prior years' undistributed income Subtract line 4b from line 2b 0				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a 51,381				
10 Analysis of line 9				
a Excess from 2012 51,381				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total				
b Approved for future payment NONE				► 3a 265,000
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a MAP 2012, LP					
b	MAP 2006, LP					
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)					
13	Total Add line 12, columns (b), (d), and (e)					
		0	210,300		210,300	0

(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) (See instructions)
Not Applicable	

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.		

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," complete the following schedule	
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Paid Preparer Use Only	Print/Type preparer's name SHAWN P. HANLON	Preparer's signature <i>SHAWN P. HANLON</i>	Date 5/9/2017	Check <input checked="" type="checkbox"/> if self-employed	PTIN P00965923
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ► 13-4008324	
	Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219			Phone no	412-355-6000

GEORGIA PINE LEVEL FOUNDATION, INC

58-6163477 Page 1 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

21ST CENTURY PARTNERSHIP

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

NONE PC

Purpose of grant/contribution	Amount
-------------------------------	--------

PAYMENT ON PLEDGE 10,000

Name

MIDDLE GEORGIA STATE COLLEGE

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

NONE PC

Purpose of grant/contribution	Amount
-------------------------------	--------

ANNUAL FUND 10,000

Name

NEWTOWN MACON

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

NONE PC

Purpose of grant/contribution	Amount
-------------------------------	--------

PAYMENT ON PLEDGE 20,000

Name

GEORGIA PUBLIC POLICY FOUNDATION

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

NONE PC

Purpose of grant/contribution	Amount
-------------------------------	--------

ANNUAL OPERATING FUND 10,000

Name

MUSEUM OF ARTS AND SCIENCES

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

NONE PC

Purpose of grant/contribution	Amount
-------------------------------	--------

ANNUAL FUND/PAYMENT ON PLEDGE 55,000

Name

SALVATION ARMY

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

NONE PC

Purpose of grant/contribution	Amount
-------------------------------	--------

ANNUAL FUND 1,000

GEORGIA PINE LEVEL FOUNDATION, INC

58-6163477 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

STRATFORD ACADEMY

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution ANNUAL FUND/PAYMENT ON PLEDGE	Amount 15,000
--	------------------

Name

WESLEYAN COLLEGE

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution ANNUAL FUND	Amount 2,000
--	-----------------

Name

UGA FOUNDATION FOR STATE BOTANICAL GARDEN OF GA

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution PAYMENT ON PLEDGE	Amount 2,000
--	-----------------

Name

COMMUNITY FOUNDATION OF CENTRAL GA

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution GENERAL CHARITABLE PURPOSES	Amount 90,000
--	------------------

Name

MERCER UNIVERSITY

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PC
----------------------	-------------------------

Purpose of grant/contribution PAYMENT ON PLEDGE	Amount 50,000
--	------------------

Name**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount
-------------------------------	--------

Part I, Line 6 (950-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "X" to include in Part IV Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		Adjustments	Net Gain or Loss
										Total	Gross Sales		
1 BBAT CORPORATION	054931107	X			11/10/2002	11/16/2016	123,146	9,259				0	113,887
2 BANK OF NY MTN	0640891B6	X			3/17/2015	7/28/2016	50,000	50,000				0	0
3 DFA INTERNATIONAL CORE	233203371	X			5/13/2014	12/13/2016	378,032	420,000				0	-41,988
4 DFA INTERNATIONAL CORE	233203371	X			11/12/2014	12/13/2016	25,119	26,000				0	-281
5 DFA INTERNATIONAL CORE	233203371	X			5/22/2015	12/13/2016	62,378	74,000				0	6,422
6 DFA INTERNATIONAL CORE	233203371	X			6/12/2015	12/13/2016	47,320	50,000				0	-2,680
7 FFCB	1 650% 7/15/2	X			8/3/2015	7/15/2016	50,000	50,000				0	0
8 FFCB	2 650% 4/1/1	X			3/26/2015	4/1/2016	50,000	49,876				0	124
9 COTHAM ABSOLUTE RETURN	386873137	X			12/23/2015	12/12/2016	136,350	126,784				0	9,566
10 MAINSTAY ICAP INTERNATIONAL	560834716	X			11/15/2013	12/12/2016	86,193	10,000				0	-13,507
11 MAINSTAY ICAP INTERNATIONAL	560834716	X			5/13/2014	12/12/2016	90,472	110,000				0	-19,526
12 MAINSTAY ICAP INTERNATIONAL	560834716	X			11/12/2014	12/12/2016	8,765	10,000				0	-1,235
13 MIDCOUNTRY FIN CORP CO	595652108	X			12/31/2016	12/31/2016	3	3				0	0
14 OPPENHEIMER DEVELOPING	6833974604	X			7/9/2013	12/13/2016	72,983	75,000				0	-2,117
15 OPPENHEIMER DEVELOPING	6833974604	X			5/13/2014	12/13/2016	28,322	33,386				0	-5,044
16 OPPENHEIMER DEVELOPING	6833974604	X			12/5/2014	12/13/2016	2,269	2,552				0	-283
17 OPPENHEIMER DEVELOPING	6833974604	X			5/22/2015	12/13/2016	7,318	8,500				0	982
18 OPPENHEIMER DEVELOPING	6833974604	X			6/12/2015	12/13/2016	36,386	4,000				0	-3,214
19 TOTAL CAPITAL SA	2 300%	X			1/19/2012	3/15/2016	25,000	25,788				0	-788

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

		16,430	16,430	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER PARTNERSHIP INCOME	16,646	16,646	
2	OTHER INCOME (LOSS)	-216	-216	

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

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

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MANAGEMENT FEES	48,646	24,323	0	24,323

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

		9,811	1,414	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,414	1,414		
2	PY EXCISE TAX DUE	6,923			
3	ESTIMATED EXCISE PAYMENTS	1,474			

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

		7,306	6,706	0	600
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	OTHER PARTNERSHIP DEDUCTIONS	6,706	6,706		
2	SOUTHEASTERN COUNCIL OF FOUNDATIONS	600	0		600

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

Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1		5,358,300	5,033,602	6,559,388

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1	MUTUAL FUND TIMING DIFFERENCE	1	5,118
2	RECOVERY OF GRANTS PAID	2	10,000
3	FEDERAL INCOME TAX REFUND	3	60
4	Total	4	15,178

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

1	MUTUAL FUND TIMING DIFFERENCE	1	5,667
2	PARTNERSHIP TAX COST ADJUSTMENT	2	139,305
3	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	3	969
4	COST BASIS ADJUSTMENT	4	3,944
5	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	5	214,610
6	Total	6	364,495

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

	Amount	Long Term CG Distributions	Short Term CG Distributions	1,286,656	0	0	1,261,128	25,528	0	0	Excess of FMV Over Adjusted Basis as of 12/31/09	0	0	25,528	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Gains Minus Adjusted Basis	Excess FMV Over Adjusted Basis	Gains Minus Adjusted Basis	Excess FMV Over Adjusted Basis	
1 BBBT CORPORATION	054937107	11/30/2002	11/16/2016	123,146	0	0	0	9,259	113,887	0	0	0	0	113,887	
2 BANK OF NY MTN	2,300%	064068HBY16	31/7/2015	7/28/2016	50,000	0	0	50,000	0	0	0	0	0	0	0
3 DFA INTERNATIONAL CORE	233203311	5/13/2014	12/13/2016	378,032	0	0	0	420,000	-41,968	0	0	0	0	-41,968	
4 DFA INTERNATIONAL CORE	233203311	11/12/2014	12/13/2016	25,719	0	0	0	26,000	-281	0	0	0	0	-281	
5 DFA INTERNATIONAL CORE	233203311	5/22/2015	12/13/2016	67,578	0	0	0	74,000	-6,422	0	0	0	0	6,422	
6 DFA INTERNATIONAL CORE	233203311	6/12/2015	12/13/2016	47,220	0	0	0	50,000	-2,780	0	0	0	0	-2,780	
7 FFCB	1,850%	7/15/52	8/6/2015	50,000	0	0	0	50,000	0	0	0	0	0	0	
8 FFCB	2,850%	4/0/17	3/26/2015	41,120	0	0	0	49,876	124	0	0	0	0	124	
9 GOTHAM ABSOLUTE RETUR	360873137	12/23/2015	12/12/2016	136,450	0	0	0	126,784	9,666	0	0	0	0	9,666	
10 MAINSTAY CAP INTERNAT	560633176	11/15/2013	12/12/2016	86,493	0	0	0	100,000	-13,507	0	0	0	0	-13,507	
11 MAINSTAY CAP INTERNAT	560633176	5/13/2014	12/12/2016	90,472	0	0	0	110,000	-19,528	0	0	0	0	-19,528	
12 MAINSTAY CAP INTERNAT	560633176	11/12/2014	12/12/2016	8,765	0	0	0	10,000	-1,235	0	0	0	0	-1,235	
13 MIDCOUNTRY FIN CORP CO	5995652108	12/31/2016	12/31/2016	3	0	0	0	3	0	0	0	0	0	0	
14 OPPENHEIMER DEVELOPING	68394604	7/8/2013	12/13/2016	72,883	0	0	0	75,000	-2,117	0	0	0	0	-2,117	
16 OPPENHEIMER DEVELOPING	68394604	5/13/2014	12/13/2016	28,322	0	0	0	33,336	-5,044	0	0	0	0	-5,044	
16 OPPENHEIMER DEVELOPING	68394604	12/5/2014	12/13/2016	2,269	0	0	0	2,532	-283	0	0	0	0	-283	
17 OPPENHEIMER DEVELOPING	68394604	5/22/2015	12/13/2016	7,518	0	0	0	8,500	-962	0	0	0	0	-962	
18 OPPENHEIMER DEVELOPING	68394604	6/12/2015	12/13/2016	36,786	0	0	0	40,000	-3,214	0	0	0	0	-3,214	
19 TOTAL CAPITAL SA	2,300%	11/19/2012	3/15/2016	25,000	0	0	0	25,788	-788	0	0	0	0	-788	

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

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

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

- 1 Credit from prior year return .
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

	Date	Amount
1		0
2	5/13/2016	119
3	6/4/2016	114
4	9/13/2016	113
5	12/13/2016	1,128
6		
7		1,474

Part VIII, Line 3 (990-PF) - Highest-Paid Independent Contractors for Professional Services

Name and address of each person paid more than \$50,000		(b) Type of service	(c) Compensation
Name SUNTRUST BANK 1. Street P O BOX 4655 City ATLANTA ST GA ZIP 30302	Check if Business <input type="checkbox"/> Foreign Country	AGENT INVESTMENT MANAGER	48,646
Name 2. Street City ST ZIP	Check if Business <input type="checkbox"/> Foreign Country	Explanation	
Name 3. Street City ST ZIP	Check if Business <input type="checkbox"/> Foreign Country	Explanation	
Name 4. Street City ST ZIP	Check if Business <input type="checkbox"/> Foreign Country	Explanation	
Name 5. Street City ST ZIP	Check if Business <input type="checkbox"/> Foreign Country	Explanation	

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No. 1545-0047

2016

► 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.

Name of the organization

GEORGIA PINE LEVEL FOUNDATION, INC

Organization type (check one)

Employer identification number

58-6163477

Filers of:**Section:**

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule** For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions**Special Rules** For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. 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 GEORGIA PINE LEVEL FOUNDATION, INC	Employer identification number 58-6163477
--	--

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	ROBERT F. HATCHER PO BOX 5001 MACON GA 31208 Foreign State or Province _____ Foreign Country _____	\$ 231,800	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	----- ----- Foreign State or Province _____ Foreign Country _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

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

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
1	2000 SH BB&T STOCK	\$ 85,160	11/14/2016
1	4000 SH BB&T STOCK	\$ 146,640	6/23/2016
		\$	
1	4000 SH BB&T STOCK	\$	
		\$	
1	4000 SH BB&T STOCK	\$	
		\$	
1	4000 SH BB&T STOCK	\$	
		\$	
1	4000 SH BB&T STOCK	\$	
		\$	

Name of organization

GEORGIA PINE LEVEL FOUNDATION, INC.

Employer identification number

58-6163477

Part III *Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions.) ► \$ 0*
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For	Prov	Country	-----
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For	Prov	Country	-----
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For	Prov	Country	-----
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For	Prov	Country	-----
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----

STATEMENT S225

Distributions to Donor Advised Fund (See Key Issue 26L)

Organization: GEORGIA PINE LEVEL FOUNDATION, INC.
TIN: 58-6163477
Tax Year Ended: 12/31/2016

Form 990-PF, Part VII-A, Line 12—Distributions to donor advised fund

The following table provides the detail of distributions paid by the organization during the tax year ended 12/31/2016 to a donor advised fund over which the foundation or a disqualified person had advisory privileges.

CONTINUATION OF S225

HOW DISTRIBUTION ACCOMPLISHES CHARITABLE PURPOSE:

Georgia Pine Level Foundation maintains a companion donor advised fund at the Community Foundation of Central Georgia to respond to smaller grant requests that fall outside the normal grant timing for the foundation. The annual grant into the fund is generally given away each year and only a small balance is maintained. The fees paid by the fund aid the Community Foundation in furtherance of their mission of serving the local community, much of which is shared by Georgia Pine Level Foundation.



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

PORTFOLIO DETAIL
AS OF 12/31/16

PAGE 3

<u>PAR VALUE OR SHARES</u>	<u>ASSET DESCRIPTION</u>	<u>MARKET VALUE MARKET PRICE % OF MARKET</u>	<u>FED TAX COST COST PER UNIT</u>	<u>UNREALIZED GAIN/LOSS (FED TO MKT)</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>INCOME YIELD AT MARKET/ YIELD TO MATURITY</u>
<u>PRINCIPAL PORTFOLIO</u>						
<u>STIF & MONEY MARKET FUNDS</u>						
11,804.06	PWM CUSTODY MASTER DEPOSIT ACCOUNT CUSIP: 99A101064	11,804.06 1.000 0.18 %	11,804.06 1.00	0.00	29	0.25 % 0.00 %
86,452.6	PWM FIDUCIARY MASTER DEP ACCT CUSIP: 99A101DF0	86,452.60 1.000 1.29 %	86,452.60 1.00	0.00	216	0.25 % 0.00 %
		<u>98,256.66</u>	<u>98,256.66</u>	<u>0.00</u>	<u>245</u>	<u>0.25 %</u>
<u>TOTAL STIF & MONEY MARKET FUNDS</u>						
<u>US GOVERNMENT & AGENCY BONDS</u>						
50,000	FEDERAL HOME LOAN BANK DTD 03/05/2012 2.375% 09/10/2021 NON CALLABLE CUSIP: 313378JP7	50,894.50 101,789 0.76 %	52,551.80 105.10	1,657.30-	1,188	2.33 % 1.97 %
100,000	FEDERAL HOME LOAN BANK DTD 06/13/2007 5.625% 06/09/2017 NON CALLABLE CUSIP: 3133XLF81	102,116.00 102,116 1.53 %	99,811.00 99,81	2,305.00	5,625	5.51 % 0.81 %
50,000	FEDERAL HOME LOAN MORTGAGE CORP MEDIUM TERM NOTE DTD 04/26/2016 1.150% 07/26/2019 CALLABLE CUSIP: 3134GBYP8	49,338.00 98,676 0.74 %	50,000.00 100.00	662.00- 0.74 %	575	1.17 % 1.68 %



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

PORTFOLIO DETAIL
AS OF 12/31/16

PAGE 4

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
	TOTAL US GOVERNMENT & AGENCY BONDS	202,348.50	202,362.80	14.30-	7,388	3.65 %
CORPORATE OBLIGATIONS						
25,000	APPLE INC DTD 05/06/2014 3.450% 05/06/2024 NON CALLABLE CUSIP: 037833AS9 MOODY'S RATING: AA1	25,751.00 103.004 0.39 %	26,329.94 105.32	578.94-	863	3.35 % 2.99 %
25,000	BECTON DICKINSON DTD 05/15/2009 5.000% 05/15/2019 NON CALLABLE CUSIP: 075887AU3 MOODY'S RATING: BAA2	26,642.25 106.569 0.40 %	29,074.00 116.30	2,431.75-	1,250	4.69 % 2.15 %
50,000	BERKSHIRE HATHAWAY INC DTD 01/31/2012 3.400% 01/31/2022 NON CALLABLE CUSIP: 084670BF4 MOODY'S RATING: AA2	52,185.50 104.371 0.78 %	51,495.00 102.99	690.50	1,700	3.26 % 2.48 %
50,000	BRANCH BANKING & TRUST DTD 09/26/2013 2.300% 10/15/2018 CALLABLE CUSIP: 07330NAD7 MOODY'S RATING: A1	50,498.00 100.996 0.76 %	50,541.25 101.08	43.25-	1,150	2.28 % 0.00 %
50,000	CISCO SYSTEMS INC DTD 03/16/2011 3.150% 03/14/2017 NON CALLABLE CUSIP: 17215RAK8 MOODY'S RATING: A1	50,221.00 100.442 0.75 %	51,181.80 102.36	960.80-	1,575	3.14 % 0.99 %



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

PORTFOLIO DETAIL

AS OF 12/31/16

PAGE 5

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE		FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
		MARKET PRICE % OF MARKET	MARKET PRICE % OF MARKET				
250,000	HEIGHTS FINANCE CORP SUBD DEB SER K UNREGD DTD 07/01/14 7,500\$ DUE 06/30/17 SUBSIDIARY OF MIDCOUNTRY FIN CORP CUSIP: 4228219C4 250,000 PLEDGED/COLLATERAL	250,000.00 100,000 3.74 %	250,000.00 100,000 3.74 %		0.00	18,750	7.50 % 7.50 %
50,000	IBM CORP DTD 08/01/2013 3.375% 08/01/2023 NON CALLABLE CUSIP: 459200WP9 MOODY'S RATING: AA3	51,359.50 102,719 0.77 %	49,847.50 99.69		1,512.00	1,688	3.29 % 2.92 %
50,000	ORACLE CORP DTD 07/15/2011 3.875% 07/15/2020 NON CALLABLE CUSIP: 68389XAK1 MOODY'S RATING: A1	53,065.00 106,130 0.79 %	52,969.19 105.94		95.81	1,938	3.65 % 2.07 %
50,000	Pfizer Inc DTD 02/19/2003 4.650% 03/01/2018 NON CALLABLE CUSIP: 717081AQ6 MOODY'S RATING: A1	51,852.00 103,704 0.78 %	57,848.00 115.70		5,996.00-	2,325	4.48 % 1.44 %
25,000	PRAXAIR INC DTD 08/13/2009 4.500% 08/15/2019 NON CALLABLE CUSIP: 74005PAU8 MOODY'S RATING: A2	26,648.50 106,594 0.40 %	28,483.00 113.93		1,834.50-	1,125	4.22 % 1.91 %
50,000	SHELL INTERNATIONAL FIN DTD 09/22/2009 4.300% 09/22/2019 NON CALLABLE CUSIP: 822582AU1	53,042.00 106,084 0.79 %	52,805.00 105.61		237.00	2,150	4.05 % 2.00 %



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

PORTFOLIO DETAIL
AS OF 12/31/16

PAGE 6

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE			UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
		MARKET PRICE % OF MARKET	FED COST COST PER UNIT	TAX COST PER UNIT			
50,000	STATE STREET CORP DTD 03/07/2011 4.375% 03/07/2021 NON CALLABLE CUSIP: 85747TAG8 MOODY'S RATING: A1	53,670.50 107.341 0.80 %	52,027.00 104.05		1,643.50	2,188	4.08 % 2.52 %
50,000	TARGET CORP DTD 07/16/2010 3.875% 07/15/2020 NON CALLABLE CUSIP: 87612EAV8 MOODY'S RATING: A2	52,961.50 105.923 0.79 %	53,266.21 106.53		304.71-	1,938	3.66 % 2.13 %
25,000	WAL-MART STORES INC DTD 01/23/2009 4 12.55% 02/01/2019 NON CALLABLE CUSIP: 931112CP6 MOODY'S RATING: AA2	26,260.00 105.040 0.39 %	28,117.75 112.47		1,857.75-	1,031	3.93 % 1.66 %
TOTAL CORPORATE OBLIGATIONS		<u>824,156.75</u>	<u>833,985.64</u>		<u>9,828.89-</u>	<u>39,669</u>	<u>4.81 %</u>
<u>EQUITY SECURITIES</u>							



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

PORTFOLIO DETAIL

AS OF 12/31/16

PAGE 7

<u>PAR VALUE OR SHARES</u>	<u>ASSET DESCRIPTION</u>	<u>MARKET VALUE MARKET PRICE % OF MARKET</u>	<u>FED TAX COST COST PER UNIT</u>	<u>UNREALIZED GAIN/LOSS (FED TO MKT)</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>INCOME YIELD AT MARKET/ YIELD TO MATURITY</u>
<u>CONSUMER STAPLES</u>						
8,000	COCA COLA CO CUSIP: 191216100	331,680.00 41.460 4.96 %	120,474.24 15.06	211,205.76	11,200	3.38 % 0.00 %
<u>FINANCIALS</u>						
13,200	BB&T CORPORATION CUSIP: 054937107	620,664.00 47.020 9.29 %	38,988.81 2.95	581,675.19	15,840	2.55 % 0.00 %
<u>MUTUAL FUNDS-EQUITY</u>						
11,980	ISHARES MSCI EAFE ETF CUSIP: 464287465	691,605.40 57.730 10.35 %	705,816.24 58.92	14,210.84 -	21,217	3.07 % 0.00 %
625	ISHARES RUSSELL MIDCAP GROWTH ETF CUSIP: 464287481	60,868.75 97.390 0.91 %	23,495.05 37.59	37,373.70	708	1.16 % 0.00 %
825	ISHARES RUSSELL MIDCAP VALUE ETF CUSIP: 464287473	66,354.75 80.430 0.99 %	25,724.24 31.18	40,630.51	1,393	2.10 % 0.00 %
3,775	ISHARES RUSSELL 1000 GROWTH ETF CUSIP: 464287614	395,997.50 104.900 5.93 %	225,677.51 59.78	170,319.99	5,670	1.43 % 0.00 %
275	ISHARES RUSSELL 2000 GROWTH ETF CUSIP: 464287648	42,333.50 153.940 0.63 %	13,863.00 50.41	28,470.50	409	0.97 % 0.00 %



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

PORTFOLIO DETAIL
AS OF 12/31/16

PAGE 8

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET			UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
		FED	TAX COST	COST PER UNIT			
400	ISHARES RUSSELL 2000 VALUE ETF CUSIP: 464267630	47,576.00 118.940 0.71 %	20,934.39 52.34	26,641.61	829	1.74 %	0.00 %
4,900	SPDR S&P DIVIDEND ETF CUSIP: 78464AA763	419,244.00 85.560 6.27 %	292,220.14 59.64	127,023.86	10,956	2.61 %	0.00 %
3,220	SPDR S&P 500 ETF TRUST CUSIP: 78462FF03	719,766.60 223.530 10.77 %	356,220.91 110.63	363,545.69	14,616	2.03 %	0.00 %
TOTAL MUTUAL FUNDS-EQUITY		<u>2,443,746.50</u>	<u>1,663,951.48</u>	<u>779,795.02</u>	<u>55,797</u>	<u>2.28 %</u>	
<u>LTD PARTNERSHIP & CLOSELY HELD</u>							
1	MAP 2006 DELAWARE LTD PARTNERSHIP SUBSCRIPTION AGMT & POA CUSIP: 992499SV6	250,000.00 250,000.00 3.74 %	250,000.00 250,000.00	0.00	0	0.00 %	0.00 %
1	MAP 2012 DELAWARE LTD PARTNERSHIP SUBSCRIPTION AGMT & POA CUSIP: 9911260N4	250,000.00 250,000.00 3.74 %	250,000.00 250,000.00	0.00	0	0.00 %	0.00 %
114,940	MIDCOUNTRY FINL CORP GA COM CUSIP: 595652108 114,940 PLEDGED/COLLATERAL	649,411.00 5.650 9.72 %	1,114,529.98 9.70	465,118.98-	0	0.00 %	0.00 %
TOTAL LTD PARTNERSHIP & CLOSELY HELD		<u>1,149,411.00</u>	<u>1,614,529.98</u>	<u>465,118.98-</u>	<u>0</u>	<u>0.00 %</u>	



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

PORTFOLIO DETAIL

AS OF 12/31/16

PAGE 9

<u>PAR VALUE OR SHARES</u>	<u>ASSET DESCRIPTION</u>	<u>MARKET VALUE MARKET PRICE % OF MARKET</u>	<u>FED TAX COST COST PER UNIT</u>	<u>UNREALIZED GAIN/LOSS (FED TO MKTR)</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>INCOME YIELD AT MARKET/ YIELD TO MATURITY</u>
	TOTAL EQUITY SECURITIES	4,546,501.50	3,437,944.51	1,107,556.99	82,837	1.82 %
	PREFERRED SECURITIES					
	LTD PARTNERSHIP & CLOSELY HELD					
2,090	MIDCOUNTRY FINL CORP SER A-1 CONV PFD CUSIP: 59499D923	295,212.50 141,250 4.42 %	200,000.00 95,69	95,212.50	0	0.00 %
8,000	MIDCOUNTRY FINL CORP SER C FLTG PFD GA CUSIP: 595652991	200,000.00 25,000 2.99 %	0.00 0.00	200,000.00	0	0.00 %
	TOTAL LTD PARTNERSHIP & CLOSELY HELD	495,212.50	200,000.00	295,212.50	0	0.00 %
	TOTAL PREFERRED SECURITIES	495,212.50	200,000.00	295,212.50	0	0.00 %



IA GA PINE LEVEL FDN NON-DIRECT
ACCOUNT NO 1129613

PORTFOLIO DETAIL
AS OF 12/31/16

PAGE 10

<u>PAR VALUE OR SHARES</u>	<u>ASSET DESCRIPTION</u>	<u>MARKET VALUE MARKET PRICE % OF MARKET</u>	<u>FED TAX COST COST PER UNIT</u>	<u>UNREALIZED GAIN/LOSS (FED TO MKT)</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>INCOME YIELD AT MARKET/ YIELD TO MATURITY</u>
MUTUAL FUNDS						
4,984.298	BLACKSTONE ALTERNATIVE MULTI STRATEGY FUND CUSIP: 09257V201	50,889.68 10.210 0.76 %	50,790.00 10.19	99.68	0	0.00 % 0.00 %
6,201.019	BRANDES INTERNATIONAL SMALL CAP EQUITY FUND CUSIP: 105262737	81,605.41 13.160 1.22 %	86,022.99 13.87	4,417.58-	1,544	1.89 % 0.00 %
10,049.477	GOTHAM ABSOLUTE RETURN FUND CUSIP: 360873137	133,557.55 13.290 2.00 %	125,216.48 12.46	8,341.07	0	0.00 % 0.00 %
11,068.992	VAN ECK EMERGING MARKETS FUND CUSIP: 921075438	143,896.90 13.000 2.15 %	146,000.00 13.19	2,103.10-	0	0.00 % 0.00 %
7,951.532	WELLS FARGO ADVANTAGE ABSOLUTE RETURN FUND CUSIP: 94987W737	82,218.84 10.340 1.23 %	90,584.64 11.39	8,365.80-	970	1.18 % 0.00 %
TOTAL MUTUAL FUNDS		492,168.38	498,614.11	6,445.73-	2,514	-0.51 %
PRINCIPAL PORTFOLIO TOTAL		6,657,644.29	5,271,163.72	1,386,480.57	132,633	-1.99 %
INCOME PORTFOLIO						



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

PORTFOLIO DETAIL
AS OF 12/31/16

PAGE 11

<u>PAR VALUE OR SHARES</u>	<u>ASSET DESCRIPTION</u>	<u>MARKET VALUE MARKET PRICE % OF MARKET</u>	<u>FED TAX COST COST PER UNIT</u>	<u>UNREALIZED GAIN/LOSS (FED TO MKT)</u>	<u>ESTIMATED ANNUAL INCOME</u>	<u>INCOME YIELD AT MARKET/ YIELD TO MATURITY</u>
STIF & MONEY MARKET FUNDS						
7,584.88	PWM CUSTODY MASTER DEPOSIT ACCOUNT CUSIP: 99A101064	7,584.88 1.000 0.11 %		7,584.88 1.00	0.00	1.9 0.00 %
17,557.45	PWM FIDUCIARY MASTER DEP ACCT CUSIP: 99A101DF0	17,557.45 1.000 0.26 %		17,557.45 1.00	0.00	44 0.00 %
		<hr/>		<hr/>		
	TOTAL STIF & MONEY MARKET FUNDS	25,142.33		25,142.33	0.00	63 0.25 %
	INCOME PORTFOLIO TOTAL	25,142.33		25,142.33	0.00	63 0.25 %
TOTAL ASSETS						
67,682,746.62						