Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 10-01-2016 , and ending 09-30-2017

Name of foundation
THE RAY M & MARY E LEE FOUNDATION INC

A Employer identification number
58-6049441

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
3414 PEACHTREE ROAD NE Room STE 722

B Telephone number (see instructions)
(404) 842-1870

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30326

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 15,318,982

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

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

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,016	1,016		
	4	Dividends and interest from securities	258,939	258,939		
	5a	Gross rents	9,993	9,993		
	b	Net rental income or (loss) 9,993				
	6a	Net gain or (loss) from sale of assets not on line 10	6,099,597			
	b	Gross sales price for all assets on line 6a 8,841,478				
	7	Capital gain net income (from Part IV, line 2)		6,099,597		
	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)				
	12	**Total.** Add lines 1 through 11	6,369,545	6,369,545		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	72,000	36,000		36,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,700	850		850
	c	Other professional fees (attach schedule)	27,234	27,234		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,164	582		582
	22	Printing and publications				
	23	Other expenses (attach schedule)	606	303		303
	24	**Total operating and administrative expenses.** Add lines 13 through 23	102,704	64,969		37,735
	25	Contributions, gifts, grants paid	434,950			434,950
	26	**Total expenses and disbursements.** Add lines 24 and 25	537,654	64,969		472,685
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	5,831,891			
	b	**Net investment income** (if negative, enter -0-)		6,304,576		
	c	**Adjusted net income**(if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,000	3,000	3,000
	2	Savings and temporary cash investments	18,520	21,674	21,674
	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	3,310		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,592,301	13,482,412	15,294,308
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 61,810			
		Less accumulated depreciation (attach schedule) ▶	61,810		
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	7,678,941	13,507,086	15,318,982
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	7,254,876	7,254,876	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	424,065	6,252,210	
	30	**Total net assets or fund balances** (see instructions)	7,678,941	13,507,086	
	31	**Total liabilities and net assets/fund balances** (see instructions)	7,678,941	13,507,086	

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	7,678,941
2	Enter amount from Part I, line 27a	2	5,831,891
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,510,832
5	Decreases not included in line 2 (itemize) ▶	5	3,746
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,507,086

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	6,099,597
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	8,712

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 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	519,716	9,554,844	000 054393
2014	460,646	10,044,715	000 045860
2013	454,784	9,675,381	000 047004
2012	430,701	9,322,682	000 046199
2011	447,703	8,785,985	000 050956

2	**Total** of line 1, column (d)	2	000 244412
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	000 048882
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	11,934,212
5	Multiply line 4 by line 3	5	583,368
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	63,046
7	Add lines 5 and 6	7	646,414
8	Enter qualifying distributions from Part XII, line 4	8	472,685

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary–see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	126,092
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	
3	Add lines 1 and 2.			3	126,092
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	126,092
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,745		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	3,745
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	122,347
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ Telephone no ▶(404) 842-1870

Located at ▶3414 PEACHTREE ROAD SUITE 722 ATLANTA GA ZIP+4 ▶30326

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 |

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			**Yes**	**No**
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 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		
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?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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		No

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)?		**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?.	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?. . . .		**6b**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☐ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
RONALD W GANN 3414 PEACHTREE ROAD NE SUITE 722 ATLANTA, GA 30326	TRUSTEE 002 00	16,000		
DONALD D SMITH 3414 PEACHTREE ROAD NE SUITE 722 ATLANTA, GA 30326	TRUSTEE 004 00	16,000		
LARRY B HOOKS 3414 PEACHTREE ROAD NE SUITE 722 ATLANTA, GA 30326	ADMINISTRATOR 005 00	40,000		

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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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
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	0
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	
Total. Add lines 1 through 3 . . . . ▶	

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	12,115,951
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	12,115,951
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	12,115,951
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	181,739
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,934,212
6	**Minimum investment return.** Enter 5% of line 5	6	596,711

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	596,711
2a	Tax on investment income for 2016 from Part VI, line 5	2a	126,092		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	126,092
3	Distributable amount before adjustments Subtract line 2c from line 1			3	470,619
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	470,619
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	470,619

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	472,685
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		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	472,685
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	472,685

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				470,619
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			382,783	
b Total for prior years 2012 , 2013 , 2014		432,247		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 472,685				
a Applied to 2015, but not more than line 2a			382,783	
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.				89,902
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))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		432,247		
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		432,247		
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				380,717
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				
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

None

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

None

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				434,950
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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	523920	1,016	14		
4 Dividends and interest from securities. . . .	523920	258,939	14		
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.	523920	9,993	16		
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory	523920	6,099,597	18		
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		6,369,545			

13 **Total.** Add line 12, columns (b), (d), and (e). 13 6,369,545

(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)

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)**		**No**
(2) Other assets	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
(4) Reimbursement arrangements	**1b(4)**		**No**
(5) Loans or loan guarantees	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

******	2017-11-15	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ **Yes** ☑ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
R Steve Tumlin Jr		2017-11-15		
Firm's name ▶ Smith Tumlin McCurley and Patrick PC				Firm's EIN ▶
Firm's address ▶ 94 Church Street Marietta, GA 30060				Phone no (770) 429-8200

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Land Lot 156, Dekalb County, Ga	P	1970-06-01	2017-03-31
Vanguard Ttl Int Stock	P	2010-01-01	2017-05-31
Vanguard Ttl Int Stock	P	2010-01-01	2017-03-30
Vanguard US Growth Fund	P	2010-01-01	2016-11-16
Vanguard Explorer Fund	P	2010-01-01	2016-11-16
Vanguard Explorer	P	2010-01-01	2016-11-16
Vanguard Ttl Bond	P	2010-01-01	2017-05-31
Vanguard Ttl Bond	P	2010-01-01	2017-03-30
Vanguard ST Cap Gain Div	P	2010-01-01	2016-12-21
Vanguard LT Cap Gn Div	P	2010-01-01	2016-12-21

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,000,000		70,431	5,929,569
172,000		160,375	11,625
3,000		2,894	106
777,895		684,979	92,916
278,897		310,260	-31,363
69,542		77,362	-7,820
15,000		14,808	192
1,500		1,498	2
166			166
78			78

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,929,569
			11,625
			106
			92,916
			-31,363
			-7,820
			192
			2
			166
			78

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Vanguard Windsor II Fund	P	2010-01-01	2016-11-16
413 shs Van Int Bond	P	2010-01-01	2017-05-31
23 Van Int Bond Index	P	2010-01-01	2017-03-30
1018 Van Int Inv Grade	P	2010-01-01	2017-05-31
Van INt Cap Gain Dividend	P	2016-12-15	2016-12-23
Van L T Cap Gain Div	P	2010-01-01	2016-12-23
635 shsVan ST Inv Grade	P	2010-01-01	2017-07-25
840 shs Vanguard Short Inv	P	2010-01-01	2017-04-25
Cap Gain Div	P	2017-01-01	2017-03-31
ST Cap Gain Div	P	2016-12-01	2016-12-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
819,698		798,143	21,555
9,000		8,647	353
500		470	30
10,000		9,923	77
1,915			1,915
1,245			1,245
6,784		6,771	13
8,967		8,966	1
89			89
211			211

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			21,555
			353
			30
			77
			1,915
			1,245
			13
			1
			89
			211

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
531 Vang ST Inv	P	2016-10-01	2016-10-18
541 Vang ST Inv	P	2017-01-01	2017-01-25
VAG Strategic Equity	P	2010-01-01	2017-11-16
135 shs Vang Total Stock	P	2010-01-01	2017-03-30
353 shs Van total Stock	P	2010-01-01	2016-12-22
3217 Vang total Stock	P	2010-01-01	2017-05-31
Totl Intl Stock 66420	P	2017-04-15	2017-08-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,723		5,679	44
5,759		5,785	-26
361,509		316,585	44,924
8,000		6,634	1,366
20,000		17,330	2,670
194,000		170,820	23,180
70,000		63,521	6,479

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			44
			-26
			44,924
			1,366
			2,670
			23,180
			6,479

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Action Ministries Inc 1700 Century Circle NE Suite 200 Atlanta, GA 30345	None	PC	Unrestricted Grant	15,000
Atlanta Children's Shelter Inc P O Box 54322 Atlanta, GA 30308	None	PC	Unrestricted Grant	10,000
Atlanta Ballet 1695 Marietta Blvd Atlanta, GA 30318	None	PC	Unrestricted Grant	10,000
Atlanta Mission PO Box 1807 Atlanta, GA 30301	None	PC	Unrestricted Grant	15,000
Atlanta Community Food Bank 732 Joseph E Lowry Blvd NW Atlanta, GA 30318	None	PC	Unrestricted Grant	15,000
Total . . . . ▶ 3a				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Atlanta Botanical Garden 1345 Piedmont Ave Atlanta, GA 30309	None	PC	Unrestricted Grant	5,000
The Atlanta Opera 1575 Northside Dr Ste 350 Atlanta, GA 30318	None	PC	Unrestricted Grant	10,000
Berry College P O Box 490069 Mount Berry, GA 30149	None	PC	Scholarship	10,000
Brenau University 500 Washington St Gainesville, GA 30501	None	PC	Scholarship	10,000
Atlanta History Center 130 West Paces Ferry Road NW Atlanta, GA 30305	None	PC	Unrestricted Grant	10,000
Total . . . . ▶ 3a				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Children's Healthcare of Atlanta Foundation 1577 Northeast Expressway Atlanta, GA 30329	None	PC	Unrestricted Grant	30,000
Crossroads Community Ministries Inc 420 Courtland St Atlanta, GA 30308	None	PC	Unrestricted Grant	15,000
CURE Childhood Cancer INc 1117 Perimeter Center West N-402 Atlanta, GA 30338	None	PC	Unrestricted Grant	10,000
Eagle Ranch Inc P O Box 37200 Chestnut Mtn, GA 30502	None	PC	Chapel Maintenance Fund	25,000
Emory University Winship Cancer Inst 1440 CliftonRd Ste 170 Atlanta, GA 30322	None	PC	Unrestricted Grant	10,000
Total . . . . ▶ **3a**				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Foundation Center of Atlanta 133 Peachtree St Ste 350 Atlanta, GA 30303	None	PC	Unrestricted Grant	1,000
Georgia Council on Economic Education P O Box 1619 Atlanta, GA 30301	None	PC	Unrestricted Grant	3,000
Fernbank Museum of Natural HIstory 767 Clifton Road Atlanta, GA 30307	None	PC	Unrestricted Grant	10,000
Georgia Public Broadcasting 260 14th St Atlanta, GA 30318	None	PC	Unrestricted Grant	10,000
Good Samaritan Health Center 1015 Donald Lee Hollowell PWY Atlanta, GA 30318	None	PC	Unrestricted Grant	15,000
Total . . . . ▶ **3a**				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Shepherd Center 2020 Peachtree Rd NW Atlanta, GA 30309	None	PC	Unrestricted Grant	10,000
Kennesaw State University 1000 Chastain Rd MD 9102 Bldg 3391 Kennesaw, GA 30144	None	PC	Scholarships	10,000
MUST Ministries Inc P O Box 1717 Marietta, GA 30061	None	PC	Unrestricted Grant	15,000
Hosea Feed the Hungry & Homeless 1035 Donnelly Avenue SW Atlanta, GA 30310	None	PC	Unrestricted Grant	15,000
Paul Anderson Youth Home Inc P O Box 525 Vidalia, GA 30475	None	PC	Unrestricted Grant	5,000
Total . . . . ▶ **3a**				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Second Wind Retreat Inc 2187 Devils Dens Rd Epworth, GA 30541	None	PC	Unrestricted Grant	5,000
St Simons Land Trust Inc 3185 Laramie Drive Atlanta, GA 30339	None	PC	Unrestricted Grant	10,000
Special Olympics Georgia 4000 Dekalb Technology Pway Ste 400 Atlanta, GA 30340	None	PC	Unrestricted Grant	3,000
Visiting Nurse Health System 5775 Glenridge Dr NE E 200 Atlanta, GA 30328	None	PC	Unrestricted Grant	5,000
The Robert Woodruff Arts Center Inc 1280 Peachtree St Atlanta, GA 30309	None	PC	Unrestricted Grant	25,000
Total . . . . ▶ 3a				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Charity Navigator P O Box 6002 Bellmawr, NJ 08099	None	PC	Unrestricted Grant	1,000
United Negro College Fund INc 229 Peachtree St NE Ste 2350 Atlanta, GA 30303	None	PC	Unrestricted Grant	10,000
UYC Maritime Foundation 6649 Yacht Club Rd Flowery Branch, GA 30542	None	PC	Unrestricted Grant	5,000
Zoo Atlanta 800 Cherokee Ave SE Atlanta, GA 30315	None	PC	Unrestricted Grant	10,000
Alice Lloyd College 100 Purpose Road Pippa Passes, KY 41844	None	PC	Schloarship	10,000
Total . . . . ▶ 3a				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Georgia Center for Non-Profits 100 Peachtree St NW ste 1500 Atlanta, GA 30303	None	PC	Unrestricted Grant	1,000
Ogelethorpe University 4484 Peachtree Rd Atlanta, GA 30319	None	PC	Scholarship	10,000
Exponent Philanthropy 1720 N Street Washington, DC 20036	None	PC	Unrestricted Grant	750
Southeastern Council of Foundations 100 Peachtree Street NW Suite 2080 Atlanta, GA 30303	None	PC	Unrestricted Grant	1,200
Guidestar 4801 Courthouse St Williamsburg, VA 23188	None	PC	Unrestricted Grant	1,000
Total . . . . ▶ 3a				434,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Angel Flight Soars Inc 2000 Airport Road Suite 227 Atlanta, GA 30341	None	PC	Unrestricted Grant	3,000
Georgia Conservancy 230 Peachtree Street NW Suite 1250 Atlanta, GA 30303	None	PC	Unrestricted Grant	5,000
Meals on Wheels Atlanta 1705 Commerce Drive NW atlanta, GA 30318	None	PC	Unrestricted Grant	10,000
St Vincent de Paul Georgia 2050-C Chamblee Tucker Road Atlanta, GA 30341	None	PC	Unrestricted Grant	15,000
Toccoa Falls College 107 Kincaid Drive MSC 809 Toccoa Falls, GA 30598	None	PC	Scholarships	10,000
Total . . . . ▶ 3a				434,950

TY 2016 Accounting Fees Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Steve Tumlin, Jr , CPA	1,700	850		850

TY 2016 All Other Program Related Investments Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Category	Amount
None	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Gain/Loss from Sale of Other Assets Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC
EIN: 58-6049441
Software ID: 16000333
Software Version: 17.2.1.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Land Lot 156, Dekalb County, Ga	1970-06	P	2017-03	Real Estate Enterprises LLC	6,000,000	61,810	cost	8,621	5,929,569	
Vanguard Ttl Int Stock	2010-01	P	2017-05	Vanguard	172,000	160,375	cost		11,625	
Vanguard Ttl Int Stock	2010-01	P	2017-03	Vanguard	3,000	2,894	cost		106	
Vanguard US Growth Fund	2010-01	P	2016-11	Vanguard	777,895	684,979	cost		92,916	
Vanguard Explorer Fund	2010-01	P	2016-11	Vanguard	278,897	310,260	cost		-31,363	
Vanguard Explorer	2010-01	P	2016-11	Vanguard	69,542	77,362	cost		-7,820	
Vanguard Ttl Bond	2010-01	P	2017-05	Vanguard	15,000	14,808	cost		192	
Vanguard Ttl Bond	2010-01	P	2017-03	Vanguard	1,500	1,498	cost		2	
Vanguard ST Cap Gain Div	2010-01	P	2016-12	Vanguard	166		cost		166	
Vanguard LT Cap Gn Div	2010-01	P	2016-12	Vanguard	78		cost		78	
Vanguard Windsor II Fund	2010-01	P	2016-11	Vanguard	819,698	798,143	cost		21,555	
413 shs Van Int Bond	2010-01	P	2017-05	Vanguard	9,000	8,647	cost		353	
23 Van Int Bond Index	2010-01	P	2017-03	Vanguard	500	470	cost		30	
1018 Van Int Inv Grade	2010-01	P	2017-05	Vanguard	10,000	9,923	cost		77	
Van INt Cap Gain Dividend	2016-12	P	2016-12	Vanguard	1,915		cost		1,915	
Van L T Cap Gain Div	2010-01	P	2016-12	Vanguard	1,245		cost		1,245	
635 shsVan ST Inv Grade	2010-01	P	2017-07	Vanguard	6,784	6,771	cost		13	
840 shs Vanguard Short Inv	2010-01	P	2017-04	Vanguard	8,967	8,966	cost		1	
Cap Gain Div	2017-01	P	2017-03	Vanguard	89		cost		89	
ST Cap Gain Div	2016-12	P	2016-12	Vanguard	211		cost		211	
531 Vang ST Inv	2016-10	P	2016-10	Vanguard	5,723	5,679	cost		44	
541 Vang ST Inv	2017-01	P	2017-01	Vanguard	5,759	5,785	cost		-26	
VAG Strategic Equity	2010-01	P	2017-11	Vanguard	361,509	316,585	cost		44,924	
135 shs Vang Total Stock	2010-01	P	2017-03	Vanguard	8,000	6,634	cost		1,366	
353 shs Van total Stock	2010-01	P	2016-12	Vanguard	20,000	17,330	cost		2,670	
3217 Vang total Stock	2010-01	P	2017-05	Vanguard	194,000	170,820	cost		23,180	
Totl Intl Stock 66420	2017-04	P	2017-08	Vanguard	70,000	63,521	cost		6,479	

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TY 2016 General Explanation Attachment

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

General Explanation Attachment

Identifier	Return Reference	Explanation	
1		Election for Treatment of Unused Prior Year Corpus Distributions Pursuant to IRC Section 4942g3 and	Election for Treatment of Unused Prior Year Corpus Distributions Pursuant to IRC Section 4942g)3) and Reg 53 4942a)3c)2)iv) the Foundation elects to treat unused prior tax years distributions that were treated as corpus distributions as distributions from corpus in the current tax year Enter statement title here

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TY 2016 Investments Corporate Stock Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
34045 shares of INTER-TERM INVEST-GR ADMIRAL	620,611	625,345
20410 shares of SHORT-TERM INVEST-GR ADMIRAL	401,500	402,304
21938 shares of TOT INTL BOND INDEX ADMIRAL	850,656	884,011
77976 shares of TOT INTL STOCK INDEX ADMIRAL	3,276,564	3,678,366
51687 shares of TOTAL BOND MKT ADMIRAL	1,026,087	1,038,246
42407 shares of TOTAL STOCK MKT INDEX ADMIRAL	7,306,994	8,666,036

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TY 2016 Investments - Land Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

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Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Landmark Data Center	61,810			

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TY 2016 Legal Fees Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes

TY 2016 Other Decreases Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

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Description	Amount
Applied Tax Payments	3,745
Rounding	1

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TY 2016 Other Expenses Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ga Corp Registration Sec of State	30	15		15
INSURANCE	576	288		288

TY 2016 Other Liabilities Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Description	Beginning of Year - Book Value	End of Year - Book Value

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TY 2016 Other Professional Fees Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES Vanguard	27,234	27,234		

TY 2016 Taxes Schedule

Name: THE RAY M & MARY E LEE FOUNDATION INC

EIN: 58-6049441

Software ID: 16000333

Software Version: 17.2.1.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes

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

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization	Employer identification number
THE RAY M & MARY E LEE FOUNDATION INC	58-6049441

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other 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 Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
THE RAY M & MARY E LEE FOUNDATION INC	58-6049441

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
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE RAY M & MARY E LEE FOUNDATION INC	58-6049441

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

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

Name of organization	**Employer identification number**
THE RAY M & MARY E LEE FOUNDATION INC	58-6049441

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.) ▶ $** ____________

Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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