

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation WALTER & MARIE WILLIAMS FOUNDATION		A Employer identification number 20-5940392	
Number and street (or P O box number if mail is not delivered to street address) 3600 NORTH DRIVE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code GREENVILLE, NC 27834		B Telephone number (see instructions) (252) 561-6957	
G Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input checked="" type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here 2 Foreign organizations meeting the 85% test, check here and attach computation	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,607,255		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		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))		(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)	145,129			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	29,945	29,945		
	4 Dividends and interest from securities	29,268	29,268		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-3,324			
	b Gross sales price for all assets on line 6a _____ 6,513				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	571	571		
	12 Total. Add lines 1 through 11	201,589	59,784		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	75	75		
	b Accounting fees (attach schedule)	3,950	3,950		
	c Other professional fees (attach schedule)				
	17 Interest	74	74		
	18 Taxes (attach schedule) (see instructions)	652	652		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	7,322	7,322		
	24 Total operating and administrative expenses. Add lines 13 through 23	12,073	12,073		0
	25 Contributions, gifts, grants paid	372,685			372,685
	26 Total expenses and disbursements. Add lines 24 and 25	384,758	12,073		372,685
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-183,169			
	b Net investment income (if negative, enter -0-)		47,711		
	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 (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,996,221	2,645,352	2,645,352
	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)	7,308	9,427	9,427
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____	200,000		
	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)	683,952	744,757	1,254,436
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	2,097,380	1,408,846	1,345,557
	13	Investments—other (attach schedule)	359,173	352,483	352,483
	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)	5,344,034	5,160,865	5,607,255	
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 ▶ <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.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	5,344,034	5,160,865	
	30	Total net assets or fund balances (see instructions)	5,344,034	5,160,865	
	31	Total liabilities and net assets/fund balances (see instructions) .	5,344,034	5,160,865	

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	5,344,034
2	Enter amount from Part I, line 27a	2	-183,169
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	5,160,865
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	5,160,865

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)
1 a 5 WHITING PETE CORP CASH IN LIEU	P	2017-11-09	2017-11-09
b 500 INVENSENSE INC	P	2014-02-10	2017-05-19
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 13			13
b 6,500		9,837	-3,337
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			13
b			-3,337
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	-3,324
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	13

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))
2016	771,804	5,278,575	0 146214
2015	481,311	5,774,801	0 083347
2014	960,444	5,551,004	0 173022
2013	437,384	5,584,929	0 078315
2012	165,649	5,540,621	0 029897

2 Total of line 1, column (d)	2	0 510795
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 102159
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,216,307
5 Multiply line 4 by line 3	5	532,893
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	477
7 Add lines 5 and 6	7	533,370
8 Enter qualifying distributions from Part XII, line 4	8	372,685

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	954
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	954
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	954
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	
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	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	19
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	973
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 2018 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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)? <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>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	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 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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		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? Website address N/A	13	Yes	
14	The books are in care of JOSHUA W CLARK Telephone no (252) 561-6957			

Located at **3600 NORTH DRIVE GREENVILLE NC**ZIP+4 **27834**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2017, 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 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 ▶	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)		Yes	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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
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 2017? <input type="checkbox"/>	1c		
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <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) <input type="checkbox"/>	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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2017 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 2017). <input type="checkbox"/>	3b		No
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 2017?	4b		No

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

5a	<p>During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p>			
b	<p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> </p>	5b		
c	<p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p>			
6a	<p>Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
b	<p>Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870</i></p>	6b		No
7a	<p>At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>			
b	<p>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</p>	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	Expense account, (e) other allowances
DAVID L WILLIAMS 3200 LARKSPUR LANE GREENVILLE, NC 27834	VICE PRESIDE 0 00	0	0	0
ANN W CLARK 426 LONGMEADOW ROAD GREENVILLE, NC 27858	PRESIDENT 1 00	0	0	0
EDWIN L CLARK 426 LONGMEADOW ROAD GREENVILLE, NC 27858	SECRETARY 1 00	0	0	0

2

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

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

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

3

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services.

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 PITT COMMUNITY COLLEGE FOUNDATION - THE PITT COMMUNITY COLLEGE FOUNDATION DEVELOPS PARTNERSHIPS AND SECURES RESOURCES TO SUPPORT THE MISSION OF PITT COMMUNITY COLLEGE AND THE SUCCESS OF ITS STUDENTS	202,500
2 BAPTIST CHILDREN'S HOMES OF NC - BAPTIST CHILDREN'S HOMES OF NORTH CAROLINA (BCH) BRINGS HOPE AND HEALING TO CHILDREN AND FAMILIES IN CRISIS. FOR MORE THAN 125 YEARS, THE NONPROFIT HAS OFFERED CARING HOMES TO COUNTLESS BOYS AND GIRLS WHO COME FROM CIRCUMSTANCES RANGING FROM FAMILY DYSFUNCTION TO SITUATIONS OF ABUSE, NEGLECT AND ABANDONMENT. THE ORGANIZATION PROVIDES A MYRIAD OF SERVICES INCLUDING CHILDREN'S RESIDENTIAL CARE, FAMILY CARE FOR SINGLE MOTHERS AND THEIR CHILDREN, HOMES FOR DEVELOPMENTALLY DISABLED ADULTS, WEEKDAY EDUCATION, AND A RESOURCE-BASED PROGRAM FOR AGING ADULTS. BCH AND ITS HIGHLY-TRAINED STAFF SERVE ALL 100 COUNTIES THROUGH 23 FACILITIES.	100,000
3 THE SALVATION ARMY, AN INTERNATIONAL MOVEMENT, IS AN EVANGELICAL PART OF THE UNIVERSAL CHRISTIAN CHURCH. ITS MESSAGE IS BASED ON THE BIBLE. ITS MINISTRY IS MOTIVATED BY THE LOVE OF GOD. ITS MISSION IS TO PREACH THE GOSPEL OF JESUS CHRIST AND TO MEET HUMAN NEEDS IN HIS NAME WITHOUT DISCRIMINATION.	5,070
4 THE REFUGE - THE REFUGE MISSION IS TO SHARE AND MODEL THE HOPE OF JESUS CHRIST. THEY DO THIS WITH THEIR PROPERTY, PROGRAMS AND PEOPLE AS THEY SERVE CHURCHES, YOUTH GROUPS, BUSINESSES, SCHOOL GROUPS AND ANY ORGANIZATIONS.	5,000

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 N/A	
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	1,117,305
b	Average of monthly cash balances.	1b	2,339,749
c	Fair market value of all other assets (see instructions).	1c	1,838,689
d	Total (add lines 1a, b, and c).	1d	5,295,743
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	5,295,743
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	79,436
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,216,307
6	Minimum investment return. Enter 5% of line 5.	6	260,815

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	260,815
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	954
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	954
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	259,861
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	259,861
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	259,861

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	372,685
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	372,685
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	372,685

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				259,861
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013. 160,035				
c From 2014. 686,338				
d From 2015. 194,066				
e From 2016. 509,083				
f Total of lines 3a through e.	1,549,522			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 372,685				
a Applied to 2016, 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 2017 distributable amount.				259,861
e Remaining amount distributed out of corpus	112,824			
5 Excess distributions carryover applied to 2017 (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	1,662,346			
b Prior years' undistributed income Subtract line 4b from line 2b				
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				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 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,662,346			
10 Analysis of line 9				
a Excess from 2013. 160,035				
b Excess from 2014. 686,338				
c Excess from 2015. 194,066				
d Excess from 2016. 509,083				
e Excess from 2017. 112,824				

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 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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)) WALTER L WILLIAMS	
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	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed JOSHUA W CLARK 3600 NORTH DRIVE GREENVILLE, NC 27834 (252) 561-6957	
b The form in which applications should be submitted and information and materials they should include ORAL OR WRITTEN REQUESTS ARE ACCEPTABLE	
c Any submission deadlines NO DEADLINES FOR SUBMISSION	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NO RESTRICTIONS ON REQUESTS	

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	372,685
b <i>Approved for future payment</i>				
Total			3b	

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			14	29,945	
4	Dividends and interest from securities.			14	29,268	
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.			14	571	
8	Gain or (loss) from sales of assets other than inventory					-3,324
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). . .				59,784	-3,324
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		56,460

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

[illegible]

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

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?		Yes	No
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.		
	***** Signature of officer or trustee	2019-01-31 Date	***** Title

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


Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	CECIL S MIZELLE		2019-01-31		P01073637
	Firm's name ▶ SULLIVAN SHEARIN & CO				Firm's EIN ▶ 56-1350306
Firm's address ▶ 1100 CONFERENCE DR GREENVILLE, NC 27858					Phone no (252) 756-8888

Form 990PF Part XV Line 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				
AACA161 MUSEUM DRIVE HERSHEY, PA 17033	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
ACFONE WHITEHALL ST 2ND FLOO NEW YORK, NY 10004	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
ACR1730 M ST NW ST 601 WASHINGTON, DC 20036	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	15
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ADVFPO BOX 39487 PHOENIX, AZ 85069	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
AGGRESIVE CANCER RESEARCH 88 SUNNYSIDE BLVD STE 307 PLAINVIEW, NY 11803	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	32
ALZHEIMER'S DISEASE RESEARCH CENTER 200 LOTHROP ST PITTSBURGH, PA 152132582	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AMERICAN BIBLE SOCIETY 101 NORTH INDEPENDENCE MA PHILADELPHIA, PA 19106	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	40
ATA225 REINEKERS LN STE 590 ALEXANDRIA, VA 22314	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	6
BAPTIST CHILDREN'S HOMES OF NC PO BOX 338 THOMASVILLE, NC 27361	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100,000
Total ▶ 3a				372,685

Form 990PF Part XV Line 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				
BATH FOUNDATIONPO BOX 238 BATH, NC 27808	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
BCOFGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
BOY SCOUTS OF AMERICAPO BOX 1698 KINSTON, NC 28501	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	200
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH ST 8TH FL NEW YORK, NY 10022	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	12
BUILDING HOPE COMMUNITY LIFE CENTER 309 W 8TH ST GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
CARE FOR WOUNDED SOLDIERS PO BOX 1176 DUNKIRK, MD 207541176	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	12
Total 				372,685
3a				

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CCPPO BOX 724 GREENBELT, MD 20768	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	12
CHILDREN'S PROTECTION PROGRAM PO BOX 6119 ST LOUIS, MO 631390119	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	9
CHRIS CARTER MEMORIAL SCHOLARSHIP 226 COMMERCE ST GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHRISTIAN ACTION NETWORK PO BOX 606 FOREST, VA 24551	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
COALITION FOR ADVANCED CANCER 7111 SWEETGUM RD FAIRVIEW, TN 37062	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	3
CWS475 RIVERSIDE DR STE 700 NEW YORK, NY 10115	NONE	ACTIVE	TO PROVIDE FINANCIAL ASSISTANCE	10
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
EAST CAROLINA UNIVERSITY EAST CAROLINA UNIVERSITY GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	4,000
EAST CAROLINA VOCATIONAL CENTER 901 STATON ROAD GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	500
EMERALD ISLE BAPTIST CHURCH 304 EMERALD PLANTATION EMERALD ISLE, NC 28594	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	325
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
FAMILY SUPPORT NETWORK PO BOX 30040 GREENVILLE, NC 27833	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
FCL29 BENEDICT AVE STATEN ISLAND, NY 103142409	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	14
GREENVILLE ROTARY809 JOHNSTON ST GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	490
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
GUCOGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	45
HCAONE PARK PLAZA NASHVILLE, TN 37203	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
HEALING HEROES NETWORK 31640 US HWY 19 N PALM HARBOR, FL 34684	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HELP HOSPITALIZED VETERANS PO BOX 98088 WASHINGTON, DC 20090	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	9
HELP THE VETS1613 E LIVINGSTON ST ORLANDO, FL 32803	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
HERO OF THE MONTH4060 LOUIS AVE HOLIDAY, FL 34691	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
HHN22640 HAZEL LANE RAPID CITY, SD 57702	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	14
HHR21199 HILLTOP ST SOUTHFIELD, MI 48033	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	7
HNNWASHINGTON WASHINGTON, DC 20001	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	7
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
IAPC1011 S VALENTIA ST DENVER, CO 80247	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	9
IMMANUEL BAPTIST CHURCH 1101 S ELM ST GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	3,350
JARVIS UMC510 S WASHINGTON ST GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	20
Total ▶ 3a				372,685

Form 990PF Part XV Line 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				
JESUS NAME MINISTRIESGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50
KIDD PROJECTGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	8
KIDS WISH NETWORK4060 LOUIS AVE HOLIDAY, FL 34691	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	15
Total				372,685
3a				

Form 990PF Part XV Line 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				
KIWANIS CLUB OF AYDENAYDEN AYDEN, NC 28513	NONE	ACTIVE	TO FUTHER THEIR ACTIVE PURPOSE	100
KWNGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
LINKS OF LOVEGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LYNNDAL NEIGHBORHOOD ASSOCIATION GREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	40
MISSING CHILDREN699 PRINCE STREET ALEXANDRIA, VA 22314	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	15
NATIONAL CAREGIVING FOUNDATION 4720 MONTGOMERY LN ST 2 BETHESDA, MD 20814	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	8
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NCAFCF140 SOUTH BEACH ST ST 3 DAYTONA BEACH, FL 32114	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	12
NCCI1493 MAPLE HILL RD WASHINGTON, VT 056679221	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	7
NFDGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	20
Total <div>▶</div> 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
OPPORTUNITIES UNLIMITED 3439 GLEN OAKS BLVD SIOUX CITY, IA 51104	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	9
OPTIMIST CLUB OF GREENVILLE GREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	300
PACIFIC ALLOCATION SYSTEMS GREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	20
Total ▶ 3a				372,685


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PITT COMMUNITY COLLEGE PO DRAWER 7007 GREENVILLE, NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	202,500
POST 39PO BOX 21 GREENVILLE, NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	100
REDISCOVERING GOD IN AMERICA 1770 MASSACHUSETTS AVE CAMBRIDGE, MA 02140	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	35
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
SALVATION ARMY2337 DICKINSON AVE GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	50,070
SAVEGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	8
SPORTSWORKS MINISTRYPO BOX 8031 GREENVILLE, NC 27835	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	2,500
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ST BONAVENTURE INDIAN MISSION 25 W NAVARRE BLVD THOREAU, NM 87323	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
ST PAUL'S EPISCOPAL CHURCH 401 E 4TH STREET GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	125
SWEEPSTAKES AUDIT BUREAU PO BOX 549012 DALLAS, TX 75354	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
THE REFUGE1380 LOWER FIELD RD AYDEN, NC 28513	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5,000
UNITED WAY OF PITT COUNTY 226 W 8TH ST SUITE B GREENVILLE, NC 27834	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	1,000
VIDOLGREENVILLE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
VTSNPO BOX 691782 ORLANDO, FL 32869	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	5
WHA360 HUNTINGTON AVE BOSTON, MA 02115	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	17
WINTERVILLE HISTORICAL DISTRICT WINTERVILLE WINTERVILLE, NC 28590	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	25
Total ▶ 3a				372,685

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
WOUNDED WARRIOR PROJECT PO BOX 758517 TOPEKA, KS 66675	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	10
YOUNG LIFE1111 GREENVILLE BLVD SE GREENVILLE, NC 27858	NONE	ACTIVE	TO FURTHER THEIR ACTIVE PURPOSE	200
Total  3a				372,685

TY 2017 Accounting Fees Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	3,950	3,950		

TY 2017 Investments Corporate Stock Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BB&T	558,665	994,400
BANK OF AMERICA	46,099	118,080
WHITING PETROLEUM CORP	17,588	2,330
DR HORTON INC	4,531	10,214
INVENSENSE INC		
CHEVRON	47,232	50,076
ALTRIA GROUP	26,353	28,564
AT&T	19,552	19,440
TEXAS INSTRUMENT	24,737	31,332

TY 2017 Investments - Other Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ALBEMARLE PLANTATION HOLDINGS II LLC	AT COST	144,803	144,803
PERQUIMANS DEVELOPMENT LLC	AT COST	182,680	182,680
NANO VENTURES	AT COST	25,000	25,000

TY 2017 Legal Fees Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	75	75		

TY 2017 Other Expenses Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PERQUIMANS DEVELOPMENT EXPENS	7,250	7,250		
ALBEMARLE PLANTATION HOLDINGS	11	11		
BANK FEES	4	4		
MISC	57	57		

TY 2017 Other Income Schedule

Name: WALTER & MARIE WILLIAMS FOUNDATION

EIN: 20-5940392

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PERQUIMANS DEVELOPMENT	571	571	

TY 2017 Other Notes/Loans Receivable Short Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392

Name of 501(c)(3) Organization	Balance Due
NOTE RECEIVABLE - GARNER	

**TY 2017 Other Receivables
from Officers Schedule****Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392**Travel Advance to Officers:**

Item No.	1
Borrower's Name	WALTER L WILLIAMS
Borrower's Title	
Original Amount of Loan	1220
Balance Due	9427
Date of Note	2015-12
Maturity Date	2018-01
Repayment Terms	PAID IN FULL
Interest Rate	
Security Provided by Borrower	NOT APPLICABLE
Purpose of Loan	PERSONAL ITEM PAID BY ERROR. REPAID
Description of Lender Consideration	
Consideration FMV	9427

TY 2017 Taxes Schedule**Name:** WALTER & MARIE WILLIAMS FOUNDATION**EIN:** 20-5940392

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2016 IRS EXCISE TAX	652	652		

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491031006049	
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
					2017
Name of the organization WALTER & MARIE WILLIAMS FOUNDATION				Employer identification number 20-5940392	

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33¹/₃% 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 990PF, 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 WALTER & MARIE WILLIAMS FOUNDATION	Employer identification number 20-5940392
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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	WALTER L MARIE S WILLIAMS 207 CROWN POINT ROAD GREENVILLE, NC 27858	\$ 145,129	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

20-5940392

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

Name of organization WALTER & MARIE WILLIAMS FOUNDATION	Employer identification number 20-5940392
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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
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
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