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EXTENDED TO NOVEMBER 15, 2018

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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation
THE SCOTT HUDGENS FAMILY FOUNDATION, INC.

A Employer identification number
58-2513020

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3425 DULUTH PARK LANE

B Telephone number
770-813-8817

City or town, state or province, country, and ZIP or foreign postal code
DULUTH, GA 30096

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) ▶$ 69,820,193.

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 ▶ ☐

03 04

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	898,631.	898,631.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,306,130.			
	b Gross sales price for all assets on line 6a 12,916,676.				
	7 Capital gain net income (from Part IV, line 2)		1,306,130.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	855,427.	179,576.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	3,060,188.	2,384,337.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	186,000.	151,776.		34,224.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	60,000.	60,000.		0.
	b Accounting fees STMT 4	68,990.	68,990.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	34,789.	8,789.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	206.	206.		0.
	22 Printing and publications				
	23 Other expenses STMT 6	896,507.	896,194.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,246,492.	1,185,955.		34,224.
	25 Contributions, gifts, grants paid	3,305,302.			3,305,302.
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,551,794.	1,185,955.		3,339,526.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,491,606.>			
	b **Net investment income** (if negative, enter -0-)		1,198,382.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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723501 01-03-18 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2017)

9.20

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	44,339.	41,365.	41,365.
	2	Savings and temporary cash investments	5,586,259.	4,102,625.	4,102,625.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ 576,027.			
		Less: allowance for doubtful accounts ▶ 0.	616,042.	576,027.	576,027.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 8	1,086,743.	1,267,033.	1,250,236.
	b	Investments - corporate stock STMT 9	20,237,781.	20,207,759.	21,943,338.
	c	Investments - corporate bonds STMT 10	3,029,327.	2,784,295.	4,791,805.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	28,592,198.	28,563,279.	37,114,797.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	59,192,689.	57,542,383.	69,820,193.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue	1,025,111.	835,432.	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	1,025,111.	835,432.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	58,167,578.	56,706,951.	
	30	**Total net assets or fund balances**	58,167,578.	56,706,951.	
	31	**Total liabilities and net assets/fund balances**	59,192,689.	57,542,383.	

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	58,167,578.
2	Enter amount from Part I, line 27a	2	<1,491,606.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	30,979.
4	Add lines 1, 2, and 3	4	56,706,951.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	56,706,951.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, 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	UBS - LONG-TERM CAPITAL GAIN	P	VARIOUS	12/31/17
b	CAPITAL GAIN VARIOUS K-1	P	VARIOUS	12/31/17
c	GAIN ON INSTALLMENT SALE	P	VARIOUS	12/31/17
d	UBS - PUBLICLY TRADED SECURITIES	P	VARIOUS	12/31/17
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	70,405.			70,405.
b	2,505.			2,505.
c	189,679.			189,679.
d	12,654,087.		11,610,546.	1,043,541.
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				70,405.
b				2,505.
c				189,679.
d				1,043,541.
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 1,306,130.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	3,206,250.	69,627,882.	.046048
2015	4,133,675.	74,416,683.	.055548
2014	4,022,419.	79,165,996.	.050810
2013	5,047,600.	81,939,320.	.061602
2012	2,930,100.	86,703,538.	.033794

2	Total of line 1, column (d)	2	.247802
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.049560
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	68,306,253.
5	Multiply line 4 by line 3	5	3,385,258.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,984.
7	Add lines 5 and 6	7	3,397,242.
8	Enter qualifying distributions from Part XII, line 4	8	3,339,526.

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	23,968.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)			2	0.
3 Add lines 1 and 2			3	23,968.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	23,968.
6 Credits/Payments:				
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	60,721.		
b Exempt foreign organizations - tax withheld at source	6b	0.		
c Tax paid with application for extension of time to file (Form 8868)	6c	0.		
d Backup withholding erroneously withheld	6d	0.		
7 Total credits and payments. Add lines 6a through 6d			7	60,721.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	0.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	36,753.
11 Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶	36,753.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by *General Instruction T*			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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 STATEMENT 12 STMT 13	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.HUDGENSFOUNDATION.ORG

14 The books are in care of ▶ BROGDON CONSULTING, INC. Telephone no. ▶ 770-813-8111

Located at ▶ 3425 DULUTH PARK LANE, DULUTH, GA ZIP+4 ▶ 30096

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year, did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance, check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		X

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

			Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	Yes [X] 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 [X] No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here ▶ [ ]				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	Yes [ ] No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [X] No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DALLAS S. HUDGENS, III 402 E. JEFFERSON STREET FALLS CHURCH, VA 22046	CHAIRMAN, DIRECTOR 2.00	0.	0.	0.
WILLIAM A. BROGDON 3425 DULUTH PARK LANE DULUTH, GA 30096	EXEC. DIR. 8.00	186,000.	0.	0.
RICHARD MAYBERRY 3800 NORTH FAIRFAX DRIVE, UNIT 1112 ARLINGTON, VA 22203	DIRECTOR 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
RICHARD MAYBERRY - 3800 NORTH FAIRFAX DRIVE, UNIT 1112, ARLINGTON, VA 22203	LEGAL SERVICES	60,000.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	31,558,216.
b	Average of monthly cash balances		1b	97,411.
c	Fair market value of all other assets		1c	37,690,823.
d	**Total** (add lines 1a, b, and c)		1d	69,346,450.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	69,346,450.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,040,197.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	68,306,253.
6	***Minimum investment return.*** Enter 5% of line 5		6	3,415,313.

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	3,415,313.
2a	Tax on investment income for 2017 from Part VI, line 5	2a 23,968.		
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b 5,672.		
c	Add lines 2a and 2b		2c	29,640.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	3,385,673.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	3,385,673.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	3,385,673.

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	3,339,526.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	3,339,526.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,339,526.

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				3,385,673.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013 680,181.				
c From 2014 66,119.				
d From 2015 417,753.				
e From 2016				
f Total of lines 3a through e	1,164,053.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ $ 3,339,526.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				3,339,526.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	46,147.			46,147.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,117,906.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
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)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	1,117,906.			
10 Analysis of line 9:				
a Excess from 2013 634,034.				
b Excess from 2014 66,119.				
c Excess from 2015 417,753.				
d Excess from 2016				
e Excess from 2017				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., 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:

SEE WEBSITE

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

SEE WEBSITE

c Any submission deadlines:

SEE WEBSITE

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

SEE WEBSITE

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				
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR - SEE SCHEDULE B ATTACHED				3,305,302.
Total			▶ 3a	3,305,302.
b Approved for future payment				
GEORGIA NATIONAL CEMETERY ADVISORY COUNCIL P.O. BOX 1116 WOODSTOCK 30188		PUBLIC CHARITY - 501(C)(3)	CONSTRUCTION OF CARILLION AT GA NATIONAL CEMETERY	50,000.
GWINNETT TECH FOUNDATION 5150 SUGARLOAF PARKWAY LAWRENCEVILLE 30043-5702		PUBLIC CHARITY - 501(C)(3)	LIFE & HEALTH SCIENCES EXCELLENCE ENDOWMENT FUND ENDOWMENT FUND	594,220.
GWINNETT TECH FOUNDATION 5150 SUGARLOAF PARKWAY LAWRENCEVILLE 30043-5702		PUBLIC CHARITY - 501(C)(3)	EARLY EDUCATION CENTER TUITION ASSISTANCE PROGRAM	155,000.
Total			▶ 3b	799,220.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	898,631.	
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	179,576.	
8 Gain or (loss) from sales of assets other than inventory			18	1,306,130.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a UBTI - PARTRIDGE GREENE,					
b INC.		741,234.			
c UBTI - VARIOUS K-1		<26,965.>			
d UBTI - HOG MOUNTAIN					
e PROPERTIES		<38,418.>			
12 Subtotal. Add columns (b), (d), and (e)		675,851.		2,384,337.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 3,060,188.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 9/18/18 Title: VICE PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
TIMOTHY S. OBERST	TIMOTHY S. OBERST	09/13/18		P00618530

Firm's name ▶ BENNETT THRASHER LLP Firm's EIN ▶ 58-1673613

Firm's address ▶ 3300 RIVERWOOD PARKWAY, #700 ATLANTA, GA 30339 Phone no. 770-396-2200

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NOTES RECEIVABLE	196,198.	0.	196,198.	196,198.	
UBS - INTEREST & DIVIDENDS	701,203.	0.	701,203.	701,203.	
VARIOUS K-1	1,230.	0.	1,230.	1,230.	
TO PART I, LINE 4	898,631.	0.	898,631.	898,631.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - HOG MOUNTAIN PROPERTIES, LLC	178,314.	178,314.	
OTHER INCOME - VARIOUS K-1	1,262.	1,262.	
UBTI - PARTRIDGE GREENE, INC.	741,234.	0.	
UBTI - VARIOUS K-1	<26,965.>	0.	
UBTI - HOG MOUNTAIN PROPERTIES	<38,418.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	855,427.	179,576.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RICHARD MAYBERRY - GENERAL COUNSEL	60,000.	60,000.		0.
TO FM 990-PF, PG 1, LN 16A	60,000.	60,000.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
JERRY M. LOGAN, CPA - TAX AND ACCOUNTING CONSULTING	33,975.	33,975.		0.
BENNETT THRASHER LLP - AUDIT AND TAX PREPARATION	35,015.	35,015.		0.
TO FORM 990-PF, PG 1, LN 16B	68,990.	68,990.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS TAXES AND LICENSES	30.	30.		0.
FOREIGN TAXES	8,759.	8,759.		0.
FEDERAL EXCISE TAX	26,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	34,789.	8,789.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	155,722.	155,722.		0.
NON-DEDUCTIBLE EXPENSE FROM PARTNERSHIP K-1	313.	0.		0.
DUES AND SUBSCRIPTIONS	1,530.	1,530.		0.
POSTAGE AND DELIVERY	2,159.	2,159.		0.
OFFICE SUPPLIES	28.	28.		0.
INVESTMENT EXPENSE FROM VARIOUS K-1	698.	698.		0.
LAND MAINTENANCE COSTS - FROM K-1	145,705.	145,705.		0.
PASSTHROUGH EXPENSES FROM HOG MOUNTAIN K-1	590,218.	590,218.		0.
BANK CHARGE	134.	134.		0.
TO FORM 990-PF, PG 1, LN 23	896,507.	896,194.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE FROM PARTNERSHIP K-1	30,979.
TOTAL TO FORM 990-PF, PART III, LINE 3	30,979.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVT OBLIGATIONS	X		1,267,033.	1,250,236.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,267,033.	1,250,236.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,267,033.	1,250,236.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMUNITY FINANCIAL STOCK	300,000.	50,000.
UBS INVESTMENTS	19,907,759.	21,893,338.
TOTAL TO FORM 990-PF, PART II, LINE 10B	20,207,759.	21,943,338.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST	28,719.	28,719.
UBS INVESTMENTS	2,755,576.	4,763,086.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,784,295.	4,791,805.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN PARTRIDGE GREENE, INC.	COST	5,270,511.	16,110,744.
INVESTMENT IN HOG MOUNTAIN PROPERTIES, LLC	COST	17,362,150.	15,101,427.
INVESTMENT IN SHFF DULUTH, LLC	COST	5,930,618.	5,902,626.
TOTAL TO FORM 990-PF, PART II, LINE 13		28,563,279.	37,114,797.

FORM 990-PF TRANSFERS TO CONTROLLED ENTITIES STATEMENT 12
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
HOG MOUNTAIN PROPERTIES, LLC	26-1569206

ADDRESS

3425 DULUTH PARK LANE
DULUTH, GA 30096

DESCRIPTION OF TRANSFER

CASH - CAPITAL CONTRIBUTION

	AMOUNT OF TRANSFER
	4,950.

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
SHFF DULUTH, LLC	61-1719881

ADDRESS

3425 DULUTH PARK LANE
DULUTH, GA 30096

DESCRIPTION OF TRANSFER

CASH - CAPITAL CONTRIBUTION

	AMOUNT OF TRANSFER
	144,540.

THE SCOTT HUDGENS FAMILY FOUNDATION, INC	58-2513020

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
PARTRIDGE GREENE, INC.	58-1233968

ADDRESS

3425 DULUTH PARK LANE
DULUTH, GA 30096

DESCRIPTION OF TRANSFER

CASH - CAPITAL CONTRIBUTION

	AMOUNT OF TRANSFER
	8,000.
TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES	157,490.

FORM 990-PF SCHEDULE OF CONTROLLED ENTITIES STATEMENT 13
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY		EMPLOYER ID NO
HOG MOUNTAIN PROPERTIES, LLC		26-1569206
ADDRESS	EXCESS BUSINESS HOLDING [ ] YES [X] NO	
3425 DULUTH PARK LANE DULUTH, GA 30096		

NAME OF CONTROLLED ENTITY		EMPLOYER ID NO
SHFF DULUTH, LLC		61-1719881
ADDRESS	EXCESS BUSINESS HOLDING [ ] YES [X] NO	
3425 DULUTH PARK LANE DULUTH, GA 30096		

NAME OF CONTROLLED ENTITY		EMPLOYER ID NO
PARTRIDGE GREENE, INC.		58-1233968
ADDRESS	EXCESS BUSINESS HOLDING [ ] YES [X] NO	
3425 DULUTH PARK LANE DULUTH, GA 30096		

SCOTT HUDGENS FAMILY FOUNDATION
ATTACHMENT TO 2017 FORM 990-PF - PERIOD 1/1/17 TO 12/31/17
EIN# 58-2513020

Part I Line 25 - Contributions, gifts, grants paid (also Part XV - line 3a)

Name and Address	Purpose	Amount
Action Ministries 1700 Century Circle NE, Ste 200 Atlanta, GA 30345	Public Charity - 501 (c)(3) Action Empowers & Action Serves Programs	20,000
Alzheimer's Assoc , GA Chapter 41 Perimeter Center East, Suite 550 Atlanta, GA 30346	Public Charity - 501 (c)(3) General Operating Fund	17,500
Andrew P Stewart Center 867 Metropolitan Parkway Atlanta, GA 30310	Public Charity - 501 (c)(3) General Fund	10,000
Annandale at Suwanee, Inc 3500 Annandale Lane Suwanee, GA 30024	Public Charity - 501 (c)(3) Support off-site Independent Living Program	100,000
Arthritis Foundation 1355 Peachtree St, Ste 600 Atlanta, GA 30309	Public Charity - 501 (c)(3) Cam AcheAway at Camp Twin Lakes	10,000
Assistance League 3534 Broad Street Chamblee, GA 30341	Public Charity - 501 (c)(3) Grant - Operation School Bell	5,000
Athletes for a Better World 1401 Peachtree Street, Suite 500 Atlanta, GA 30309	Public Charity - 501 (c)(3) Vincent J Dooley Awards & Scholarship Program	25,000
Athletes Without Limits 740 NE Third Street, Ste 3-332 Bend, OR 97701	Public Charity - 501 (c)(3) Grant - Long Course and Open Water National Championship	5,000
Atlanta Community Food Bank 732 Joseph E Lowery Blvd , N W Atlanta, GA 30318	Public Charity - 501 (c)(3) Food Distribution	25,000
Atlanta Girls' School 3254 Northside Pkwy Atlanta, GA 30327	Public Charity - 501 (c)(3) Financial Aid Program	25,000
Atlanta Neighborhood Development 229 Peachtree Street NE, Ste 705 Atlanta, GA 30303	Public Charity - 501 (c)(3) Veterans Program	25,000
Atlanta Ronald McDonald House Charities, Inc 795 Gatewood Road NE Atlanta, GA 30329	Public Charity - 501 (c)(3) Adopt-A-Family Program	15,000
Atlanta Misson PO Box 1807 Atlanta, GA 30301	Public Charity - 501 (c)(3) Potter's House	25,000
Aurora Theater P O Box 2014 Lawrenceville, GA 30046	Public Charity - 501 (c)(3) Tuition Scholarships	10,000
Boys/Girls Clubs of Greater Washington	Public Charity - 501 (c)(3)	3,125

SCOTT HUDGENS FAMILY FOUNDATION
ATTACHMENT TO 2017 FORM 990-PF - PERIOD 1/1/17 TO 12/31/17
EIN# 58-2513020

Part I Line 25 - Contributions, gifts, grants paid (also Part XV - line 3a)

Name and Address	Purpose	Amount
4103 Benning Road Washington, DC 20019	General Operating Fund	
Boys/Girls Clubs Metro Atl 1275 Peachtree Street NE, Suite 500 Atlanta, GA 30309	Public Charity - 501 (c)(3) Music Program - A Worley Brown Club	35,000
Bright Futures, Inc 64 Edwin Place N W Atlanta, GA 30318	Public Charity - 501 (c)(3) Year-Round Academic Programs for at-risk Youth	25,000
Carrie Steele-Pitts Home, Inc 667 Fairburn Rd Atlanta, GA 30331	Public Charity - 501 (c)(3) General Operating Fund	10,000
Center for the Visually Impaired 739 West Peachtree St Atlanta, GA 30308	Public Charity - 501 (c)(3) STARS Program	5,000
Challenged Child & Friends 2360 Murphy Boulevard Gainesville, GA 30504	Public Charity - 501 (c)(3) Financial Assistance for children with special needs	5,000
Cherokee County Friends of Recovery Foundation, Inc 90 North Street, Suite 307 Canton, GA 30114	Public Charity - 501 (c)(3) DUI/Drug Treatment	10,000
Children's Healthcare of Atlanta 1577 Northeast Expressway, Ste A Atlanta, GA 30329	Public Charity - 501 (c)(3) Aflac Cancer Center - Clinical Research	3,125
Children's Healthcare of Atlanta 1577 Northeast Expressway, Ste A Atlanta, GA 30329	Public Charity - 501 (c)(3) Aflac Cancer & Blood Disorders	400,000
Children's Restoration Network 11285 Elkins Rd, Ste C-4 Roswell, GA 30076	Public Charity - 501 (c)(3) Headsmart Campaign	20,000
Clarkston Community Center 3701 College Avenue Clarkston, GA 30021	Public Charity - 501 (c)(3) Student Success Program	6,250
Cloverleaf School 1894 Ludovie Lane Decatur, GA 30033	Public Charity - 501 (c)(3) 2016 Scholarship Fund, 2017 Scholarship Fund, and General Operating Fund	100,000
Communities in Schools 260 Peachtree Street, Ste 750 Atlanta, GA 30308	Public Charity - 501 (c)(3) Dropout Prevention Programs	25,000
Creative Enterprises, Inc 701 Hi Hope Lane Lawrenceville, GA 30043	Public Charity - 501 (c)(3) Customized Employment Program	10,000
Decatur Cooperative Ministry P O Box 457 Decatur, GA 30031	Public Charity - 501 (c)(3) Homelessness Prevention programs	10,000

SCOTT HUDGENS FAMILY FOUNDATION
ATTACHMENT TO 2017 FORM 990-PF - PERIOD 1/1/17 TO 12/31/17
EIN# 58-2513020

Part I Line 25 - Contributions, gifts, grants paid (also Part XV - line 3a)

Name and Address	Purpose	Amount
Eagle Ranch, Inc P O Box 7200 Chestnut Mountain, GA 30502	Public Charity - 501 (c)(3) Ongoing program & operational expenses	50,000
Early Learning Property Management, Inc 1585 Old Norcross Rd, Ste 202 Lawrenceville, GA 30046	Public Charity - 501 (c)(3) Renovation Costs - Gwinnett Easter Seals Head Start Ctr	25,000
Family Heritage Foundation PO Box 1626 Stone Mountain, GA 30086	Public Charity - 501 (c)(3) Afterschool Tutorials for children	20,000
Gilgal PO Box 150777 Atlanta, GA 30315	Public Charity - 501 (c)(3) Purchase of Property - campus expansion	20,000
Global Village Project PO Box 2200 Decatur, GA 30031	Public Charity - 501 (c)(3) General Operating Fund	10,000
Good Samaritan Health Center of Gwinnett, Inc 5949 Buford Why Norcorss, GA 30071	Public Charity - 501 (c)(3) Dental Practice Expenses	25,000
Gwinnett Children's Shelter PO Box 527 Buford, GA 30515	Public Charity - 501 (c)(3) Home of Hope	50,000
The Gwinnett Council for the Arts, Inc 6400 Sugarloaf Pkwy, Bldg 300 Duluth, GA 30097	Public Charity - 501 (c)(3) 2017 Hudgens Prize	85,000
Gwinnett County Habitat for Humanity, Inc PO Box 870408 Stone Mountain, GA 30087	Public Charity - 501 (c)(3) Grant - A Brush With Kindness Program	10,000
Gwinnett Hospital System Foundation, Inc 1755 North Brown Rd, Suite 100 Lawrenceville, GA 30043	Public Charity - 501 (c)(3) On-site Simulation Center for Training, Neonatal ICU	250,000
Gwinnett Tech Foundation 5150 Sugarloaf Parkway Lawrenceville, GA 30043	Public Charity - 501 (c)(3) 2016 Life and Health Sciences Endowment, Tuition Assistance Program SHFF Scholarship Fund, Guarantor/Emergency Financial Assistance Fund, 2017 Life and Health Sciences Endowment	593,532
Hi Hope Service Center 882 Hi-Hope Rd Lawrenceville, GA 30043	Public Charity - 501 (c)(3) Residental Room and Board/Nursing Services	25,000
Hillside 690 Courtenay Dr , N E Atlanta, GA 30306	Public Charity - 501 (c)(3) Triple P Program	5,000
Hope Inc PO Box 3166 Duluth, GA 30096	Public Charity - 501 (c)(3) H-LISP Program	10,000
Hope Clinic	Public Charity - 501 (c)(3)	20,000

SCOTT HUDGENS FAMILY FOUNDATION
ATTACHMENT TO 2017 FORM 990-PF - PERIOD 1/1/17 TO 12/31/17
EIN# 58-2513020

Part I Line 25 - Contributions, gifts, grants paid (also Part XV - line 3a)

Name and Address	Purpose	Amount
121 Langley Drive Lawrenceville, GA 30046	Chronic Care Management Program	
Hospice of the Golden Isles 1692 Glynco Parkway Brunswick, GA 31525	Public Charity - 501 (c)(3) In Memory of Sarah Crockett Wheeler	10,000
Isaiah House P O Box 2241 Ellijay, GA 30540	Public Charity - 501 (c)(3) Expansion Project	10,000
Latin America Association 2750 Buford Hwy NE Atlanta, GA 30324	Public Charity - 501 (c)(3) Family Services Program	25,000
Lekotek of Georgia, Inc 1955 Cliff Valley Way, Suite 102 Atlanta, GA 30329	Public Charity - 501 (c)(3) Additional Personnel and Technology	20,000
Literacy Action Inc 100 Edgewood Avenue, Sutie 650 Atlanta, GA 30303	Public Charity - 501 (c)(3) A New Chapter Capital Campaign	50,000
Metro Atlanta Recovery Residences 2815 Clearview Place, Suite 100 Doraville, GA 30340	Public Charity - 501 (c)(3) Scholarship Fund	20,000
Murphy-Harpst 740 Fletcher Street Cedartown, GA 30125	Public Charity - 501 (c)(3) Therapy for abused children	5,000
My Brothers Keepers Reaching (I Care Atlanta, Inc) 5879-B New Peachtree Road Doraville, GA 30340	Public Charity - 501 (c)(3) Food Distribution Costs	10,000
Next Generation Focus PO Bpx 402 Cumming, GA 30028	Public Charity - 501 (c)(3) SmarterMe Program	10,000
Norcross Cooperative Ministry 2275 Mitchell Road Norcross, GA 30071	Public Charity - 501 (c)(3) Emergency Financial Assistance Program	20,000
North Gwinnett Co-Operative, Inc P O Box 672 Buford, GA 30515	Public Charity - 501 (c)(3) Food Bank, Food Pantry Expansions	50,000
Nuci Phillips Mem Foundation 396 Oconee St Athens, GA 30601	Public Charity - 501 (c)(3) General Operating Fund	3,125
Operation One Voice, Inc P O Box 2559 Duluth, GA 30096	Public Charity - 501 (c)(3) Opeation Saint Nic, 11th Honor Ride and Rehab Bike, Operation Saint Nic and 13th Special Operations Forces Run	38,750
Our House 173 Boulevard NE Atlanta, GA 30312	Public Charity - 501 (c)(3) Support Programs	20,000

SCOTT HUDGENS FAMILY FOUNDATION
ATTACHMENT TO 2017 FORM 990-PF - PERIOD 1/1/17 TO 12/31/17
EIN# 58-2513020

Part I Line 25 - Contributions, gifts, grants paid (also Part XV - line 3a)

Name and Address	Purpose	Amount
Peachtree Christian Hospice 3430 Duluth Park Lane Duluth, GA 30096	Public Charity - 501 (c)(3) General Operating Fund, Security System, and Benevolence Fund	100,000
Pediatric Brain Tumor Foundation 6065 Roswell Rd, Ste 505 Atlanta, GA 30328	Public Charity - 501 (c)(3) General Operating Fund	10,000
Piedmont Athens Regional Foundation 1199 Prince Avenue Athens, GA 30606	Public Charity - 501 (c)(3) Pediatric Renovation Project	100,000
Piedmont Hospital Found 2001 Peachtree Road, N E , Suite 400 Atlanta, GA 30309	Public Charity - 501 (c)(3) PAH Marcia Hudgens Duggan Liver Disease Fund	25,000
Point University 507 West 10th Street West Point, GA 31833	Public Charity - 501 (c)(3) Vision 2020 Campaign Fund	25,000
Prevent Blindness Georgia 739 West Peachtree St, Ste 200 Atlanta, GA 30308	Public Charity - 501 (c)(3) Vision Outreach Program	5,000
Quinlan Visual Arts Center 514 Green Street Northeast Gainesville, GA 30501	Public Charity - 501 (c)(3) Summer Camp Scholarships and Educational Programs	10,000
Rainbow Village, Inc 3427 Duluth Highway 120 Duluth, GA 30096	Public Charity - 501 (c)(3) Remaining Phase 1 Capital Campaign, Phase 3 Capital campaign	179,270
Reach Out & Read 89 South Street, Ste 201 Boston, MA 02111	Public Charity - 501 (c)(3) Books and literacy materials	15,000
Sandy Springs Mission 850 Mount Vernon Highway Sandy Springs, GA 30327	Public Charity - 501 (c)(3) Afterschool Enrichment Programs	10,000
Share Our Strength 1030 15th Street, NW, Suite 1100W Washington, DC 20005	Public Charity - 501 (c)(3) 2017 Taste of the Nation Atlanta	20,000
Shepherd Center Foundation 2020 Peachtree Road, NW Atlanta, GA 30309	Public Charity - 501 (c)(3) Acquired Traumatic Brain Injury Program	50,000
Southern Poverty Law Center 400 Washington Ave Montgomery, AL 36104	Public Charity - 501 (c)(3) General Operating Fund	3,125
Southwest Christian Care 7225 Lester Road Union City, GA 30291	Public Charity - 501 (c)(3) Annual Benefit Dinner and Auction Gala	2,500
The Center for Children & Young Adults 2221 Austell Road Marietta, GA 30008	Public Charity - 501 (c)(3) Another Chance Shelter Home	10,000

SCOTT HUDGENS FAMILY FOUNDATION
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EIN# 58-2513020

Part I Line 25 - Contributions, gifts, grants paid (also Part XV - line 3a)

Name and Address	Purpose	Amount
The Edge Connection 975 Cobb Place Blvd, Ste 101 Kennesaw, GA 30144	Public Charity - 501 (c)(3) Entrepreneurial Training Program	10,000
The Empty Stocking Fund 1975 Century Boulevard, Suite 16 Atlanta, GA 30345	Public Charity - 501 (c)(3) 2017 Holiday Gift Distrib Program	25,000
The Extension 1507 Church Street Extension Marietta, GA 30061	Public Charity - 501 (c)(3) Residential Recovery Program	20,000
The Salvation Army 1000 Center Place Norcross, GA 30093	Public Charity - 501 (c)(3) Home Sweet Home Gwinnett Rapid Re-Housing Program	50,000
Tourette Info Center & Support of GA 2472 Jett Ferry Road, Ste 400-156 Dunwoody, GA 30338	Public Charity - 501 (c)(3) Staff/Volunteer training and Camper Scholarships Camp Twitch and Shout at Camp Twin Lakes	10,000
Veterans Empowerment Organization of Georgia 373 West Lake Ave Atlanta, GA 30318	Public Charity - 501 (c)(3) Housing Programs for homeless	25,000
Wellspring Living 100 Edgewood Ave, NE Suite 750 Atlanta, GA 30303	Public Charity - 501 (c)(3) Retiring the Debt on Duluth Home	100,000
WINGS for Kids, Inc 1465 Northside Drive, Ste 212 Atlanta, GA 30318	Public Charity - 501 (c)(3) After-School Program	10,000
Wreaths Across America 2000 Airport Rd, Ste 125 Atlanta, GA 30341	Public Charity - 501 (c)(3) Wreaths - GA National Cemetery	10,000
YouthSpark 395 Pryor Street SW, Suite 2117 Atlanta, GA 30312	Public Charity - 501 (c)(3) General Operating Fund	5,000
		3,305,302

SCOTT HUDGENS FAMILY FOUNDATION

ATTACHMENT TO 2017 FORM 990-PF - PERIOD 1/1/17 TO 12/31/17

EIN# 58-2513020

		BOOK VALUE	MARKET VALUE
LINE 7			
NOTES RECEIVABLE			
BORROWER (*)	GWINNETT PRADO, LP		
ORIGINAL AMOUNT	$300,000 00		
BALANCE DUE	$133,906 00	133,906	133,906
DATE OF NOTE	12/10/95		
MATURITY DATE	03/01/23		
REPAYMENT TERMS	MONTHLY		
INTEREST RATE	5 69%		
SECURITY PROVIDED	LAND		
PURPOSE OF THE LOAN	PURCHASE LAND		
DESCRIPTION & FMV OF CONSIDERATION	CASH $300,000 00		
BORROWER (*)	GWINNETT PRADO, LP		
ORIGINAL AMOUNT	$407,000 00		
BALANCE DUE	$228,031 00	228,031	228,031
DATE OF NOTE	12/10/97		
MATURITY DATE	12/10/27		
REPAYMENT TERMS	MONTHLY		
INTEREST RATE	6 61%		
SECURITY PROVIDED	LAND		
PURPOSE OF THE LOAN	PURCHASE LAND		
DESCRIPTION & FMV OF CONSIDERATION	CASH $407,000 00		
BORROWER (*)	GWINNETT PRADO, LP		
ORIGINAL AMOUNT	$256,326 00		
BALANCE DUE	TOTAL DUE	214,089	214,089
DATE OF NOTE	12/31/97		
MATURITY DATE	12/31/29		
REPAYMENT TERMS	MONTHLY		
INTEREST RATE	6 31%		
SECURITY PROVIDED	LAND		
PURPOSE OF THE LOAN	PURCHASE LAND		
DESCRIPTION & FMV OF CONSIDERATION	CASH $365,330		
		576,026	576,026

(*) - These notes were acquired from the decedant's estate following approval for transfer by Gwinnett County Probate Court.