

Form **990-PF**

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

OMB No 1545-0052

2017

Department of the Treasury
Internal Revenue Service

▶ 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.

Open to Public Inspection

For calendar year 2017 or tax year beginning

Jul 1, 2017, and ending

Jun 30, 2018

Name of foundation: Smith and Davis Foundation, Inc.
 Number and street (or P.O. box number if mail is not delivered to street address): 602 Singleton Rd.
 City or town, state or province, country, and ZIP or foreign postal code: Mocksville NC 27028

A Employer identification number: 26-2873407
B Telephone number (see instructions): (336) 998-8233

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,337,705.
J Accounting method: Cash Accrual
 Other (specify) _____
 (Part I, column (d) must be on cash basis.)

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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	62,315.	45,710.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets (attach schedule)				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		13,613.		
	8 Net short-term capital gain			2,910.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	62,315.	59,323.	2,910.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	9,550.	4,775.		4,775.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,600.	1,600.		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	631.	631.		
	21 Travel, conferences, and meetings	220.	110.		110.
	22 Printing and publications				
	23 Other expenses (attach schedule)	15,615.	15,615.		
	24 Total operating and administrative expenses. Add lines 13 through 23	27,616.	22,731.		4,885.
	25 Contributions, gifts, grants paid	61,103.			
26 Total expenses and disbursements. Add lines 24 and 25	88,719.	22,731.		4,885.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-26,404.				
b Net investment income (if negative, enter -0-)		36,592.			
c Adjusted net income (if negative, enter -0-)			2,910.		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2017)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash—non-interest-bearing	70,654.	28,050.	28,050.		
	2 Savings and temporary cash investments					
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U.S. and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule) L-10b Stmt	194,253.	160,032.	160,032.		
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment: basis ▶					
Less: accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule) L-13 Stmt	1,103,788.	1,149,623.	1,149,623.			
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)	1,368,695.	1,337,705.	1,337,705.			
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)					
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	1,368,695.	1,337,705.			
28 Paid-in or capital surplus, or land, bldg., and equipment fund						
29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances (see instructions)	1,368,695.	1,337,705.				
31 Total liabilities and net assets/fund balances (see instructions)	1,368,695.	1,337,705.				

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	1,368,695.	
2 Enter amount from Part I, line 27a	2	-26,404.	
3 Other increases not included in line 2 (itemize) ▶ See Statement	3		
4 Add lines 1, 2, and 3	4	1,342,291.	
5 Decreases not included in line 2 (itemize) ▶ See Statement	5	4,586.	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,337,705.	

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	151.588 SH FID ADVS STR RL RET	P	Various	10/19/2017
b	1000 SH AT&T INC	P	Various	10/19/2017
c	8026 SH FT 60/40 STR 2Q16 FECA	P	06/28/2016	07/17/2017
d	6462.773 SH FID ADVS STR RL RET	P	Various	10/19/2017
e	See Statement			
(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 1,340.		1,324.	16.	
b 35,682.		32,205.	3,477.	
c 85,609.		77,862.	7,747.	
d 57,131.		53,456.	3,675.	
e 326,705.		328,007.	-1,302.	
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			16.	
b			3,477.	
c			7,747.	
d			3,675.	
e			-1,302.	
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	13,613.
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	2,910.

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	5,462.	0.	0.000000
2015	6,605.	0.	0.000000
2014	5,424.	0.	0.000000
2013	7,147.	0.	0.000000
2012	6,214.	0.	0.000000
2	Total of line 1, column (d)		2 0.000000
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 0.000000
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5		4 0.
5	Multiply line 4 by line 3		5 0.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 366.
7	Add lines 5 and 6		7 366.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8 4,885.

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)		N/A
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	366.
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	366.
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	366.
6	Credits/Payments:		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	173.
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	173.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	193.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.
11	Enter the amount of line 10 to be: Credited to 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?		<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		<input checked="" type="checkbox"/>
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		<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ 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 <i>General Instruction G</i> ? If "No," attach explanation	<input checked="" type="checkbox"/>	
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		<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

		Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ John A Singleton Telephone no. ▶ (336) 998-8233 Located at ▶ 602 Singleton Rd Mocksville NC ZIP+4 ▶ 27028		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

		Yes	No
1a	During the year, did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ <input type="checkbox"/>		
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?		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? <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.)		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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.)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

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

5a During the year, did the foundation pay or incur any amount to:		Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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		
(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		
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	
Organizations relying on a current notice regarding disaster assistance, check here	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John A. Singleton 602 Singleton Road Mocksville NC 27028	Pres/Dir 1.00	6,500.	0.	0.
Amelia G. Latham 2811 US HWY 64 East Mocksville NC 27028	Dir 1.00	1,000.	0.	0.
Michelle Lee Fishel Myers 875 Rainbow Road Advance NC 27006	Dir 1.00	1,000.	0.	0.
Jasen G. McDaniel 220 Broadway Rd Mocksville NC 27028	Dir 1.00	1,050.	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	(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. 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		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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount	
1		
2		
3 All other program-related investments. See instructions.		
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	
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	
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	0.
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	0.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	Minimum investment return. Enter 5% of line 5	6	0.

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	0.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	366.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	366.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	0.
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	0.

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	4,885.
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	4,885.
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	366.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,519.

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				0.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years: 20__ ,20__ ,20__				
3 Excess distributions carryover, if any, to 2017:				
a From 2012	7,126.			
b From 2013	7,564.			
c From 2014	5,944.			
d From 2015	6,793.			
e From 2016	5,621.			
f Total of lines 3a through e	33,048.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 4,885.				
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				
e Remaining amount distributed out of corpus	4,885.			
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	37,933.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount—see instructions			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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	7,126.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	30,807.			
10 Analysis of line 9:				
a Excess from 2013	7,564.			
b Excess from 2014	5,944.			
c Excess from 2015	6,793.			
d Excess from 2016	5,621.			
e Excess from 2017	4,885.			

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

N/A

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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).)

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 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. See instructions.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year S/A				61,103.
Total ▶				3a 61,103.
b Approved for future payment				
Total ▶				3b

Form 990-PF: Return of Private Foundation**Part IV: Capital Gains and Losses for Tax on Investment Income**

Continuation Statement

(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	(d) Date sold
1000 SH TORTOISE MLP FUND INC		P	07/27/10	10/19/17
750 SH VNGRD TTL BD MKT		P	01/06/16	10/19/17
5 SH VAN KAMPEN INSURED		P	08/20/08	03/01/18
41914.39 SH FRANKLIN INCOME ADVISOR CL		P	Various	03/01/18
1216.545 SH INVESTMENT COMPANY OF AMERICA		P	10/22/14	05/17/18
36363.636 SH LORD ABBETT INCOME CL F		P	Various	05/17/18
(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)	
17,137.		17,331.	-194.	
61,403.		60,795.	608.	
2,532.		2,739.	-207.	
95,633.		100,300.	-4,667.	
50,000.		47,251.	2,749.	
100,000.		99,591.	409.	
326,705.	0.	328,007.	-1,302.	
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		
			-194.	
			608.	
			-207.	
			-4,667.	
			2,749.	
			409.	
0.	0.	0.	-1,302.	

Additional information from your Form 990-PF: Return of Private Foundation**Form 990-PF: Return of Private Foundation****Taxes**

Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
Excise Tax				
Foreign Tax				

Total**Form 990-PF: Return of Private Foundation****Other Expenses**

Continuation Statement

Description	Revenue and Expense per Book	Net Investment Income	Adjusted Net Income	Disbursement for charitable purpose
Investment expenses	15,615.	15,615.		
Total	15,615.	15,615.		

Form 990-PF: Return of Private Foundation**Other Increases**

Continuation Statement

Description	Amount
Excess of asset's value at end of year over its beginning of year value	

Total**Form 990-PF: Return of Private Foundation****Other Decreases**

Continuation Statement

Description	Amount
Decrease of asset's value at end of year over its beginning of year value	4,586.
Total	4,586.

Name Smith and Davis Foundation, Inc.	Employer Identification No 26-2873407
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Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
Tot to Fm 990-PF, Pt II, Ln 10a				

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
S/A	160,032.	160,032.
Totals to Form 990-PF, Part II, Line 10b	160,032.	160,032.

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Totals to Form 990-PF, Part II, Line 10c		

Line 12 - Investments - Mortgage loans:	End of Year	
	Book Value	Fair Market Value
Totals to Form 990-PF, Part II, Line 12		

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Mutual Funds - S/A	1,021,087.	1,021,087.
Unit Investment Trust - S/A	128,536.	128,536.
Totals to Form 990-PF, Part II, Line 13	1,149,623.	1,149,623.

Investment Account Strategic Wealth Management II



Smith and Davis Foundation
 John A Singleton, Director
 ID # 26-2873407
 Page 1 of 3

Account Holdings

As of June 30, 2018

Cash and Cash Equivalents

Part II, Line 1

Description	Interest / Dividend Paid in June	Interest / Dividend Rate ³	Current Balance
Cash			\$120.00
Insured Cash Account ⁴ Mizuho Bank USA			\$27,929.92
Total Insured Cash Account	\$3.23	0.150%	\$27,929.92
Total Cash and Cash Equivalents			\$28,049.92

Equities and Options

Part II, Line 10b

Security ID / Description	Quantity	Market Value (\$)	Cost Basis (\$) Purchase Cost (\$) ⁵	Unrealized Gain / Loss (\$)	Estimated Annual Income (\$) ⁶ Est 30-Day Yield ⁶
MO ALTRIA GROUP INC ^C	500 \$56.79	28,395.00	27,899.95 27,899.95	495.05	1,400 4.93%
AAPL APPLE INC ^C	200 \$185.11	37,022.00	23,097.40 23,097.40	13,924.60	584 1.58%
BAC BANK AMERICA CORP ^C	1,000 \$28.19	28,100.00	16,435.10 —	11,754.90	480 1.70%
DWDP DOWDUPONT INC ^C	500 \$65.92	32,960.00	23,977.60 —	3,982.40	760 2.31%
CTU QWEST CORP SR UNSEC NT 7% ^C	1,000 \$22.90	22,900.00	25,000.00 —	(2,100.00)	1,750 7.64%
VZ VERIZON COMMUNICATIONS INC ^C	210 \$50.31	10,565.10	10,104.15 —	460.95	495 4.69%
Total of Equities and Options		160,032.10	126,514.20 50,997.35	33,517.90	5,469

^C Dividends and/or capital gains distributed by this security will be distributed as cash

³ Bank Deposit Sweep interest is paid on daily balances at a blended rate reflecting the weighted average rate during the statement month. Money Market Sweep dividend is a 30-day yield.
⁴ Bank Deposit Sweep Accounts are FDIC insured, are not obligations of LPL Financial or SIPC, and are not available for margin purposes. See message section for further information.
⁵ Purchase Cost equals Cost Basis of Equities and Mutual Funds, less any reinvested dividends and interest.
⁶ Refer to the statement message titled ESTIMATED ANNUAL INCOME (EAI) AND FSI/MAFDC YIELD (EY) for information on how this figure is calculated.



1 Investment Account Strategic Wealth Management II

Smith and Davis Foundation
 John A Singleton, Director
 ID #26-2873407
 Page 2 of 3

Account Holdings *Continued*

As of June 30, 2018

Mutual Funds, ETFs, and Closed-End Funds

Part II, Line13

Security ID / Description	Quantity Price (\$)	Market Value (\$)	Cost Basis (\$) Purchase Cost (\$) ^b	Unrealized Gain / Loss (\$)	Estimated Annual Income (\$) ^a Est 30-Day Yield ^a
CAIFX CAPITAL INCOME BUILDER CL F2 ^B	1,470.348 \$59.89	88,059.14	87,226.42 30,000.00	832.72	3,253 3.70%
DEMIX DELAWARE EMERGING MARKETS INSTL CL ^R	3,050.046 \$18.60	56,730.85	51,093.47 50,000.00	5,637.38	1,083 1.91%
FINFX FUNDAMENTAL INVESTORS CL F2 ^B	1,242.943 \$62.59	77,795.80	50,098.16 —	27,697.64	1,212 1.59%
AMEFX INCOME FUND OF AMERICA CL F2 ^B	6,365.231 \$22.69	144,427.09	116,630.76 —	27,796.33	4,334 3.01%
ICAFX INVESTMENT COMPANY OF AMERICA CL F2 ^R	535.271 \$40.33	21,587.47	19,874.47 —	1,713.00	377 1.78%
LSFYX LOOMIS SAYLES SENIOR FLOATING RATE & FIXED INCOME CL Y ^B	3,012.048 \$9.82	29,578.31	30,000.00 30,000.00	(421.69)	1,693 5.73%
LGLFX LORD ABBETT GROWTH LEADERS CL F ^B	3,218.539 \$31.53	101,480.53	100,000.00 100,000.00	1,480.53	— —
LAUFX LORD ABBETT INCOME CL F ^B	11,023.909 \$2.75	30,315.74	29,315.90 27,888.53	999.84	1,184 3.91%
ANWFX NEW PERSPECTIVE CL F2 ^R	993.489 \$44.99	44,697.07	26,481.64 —	18,215.43	269 0.61%
OAKIX OAKMARK INTL INVESTOR CL ^B	1,752.581 \$26.38	46,233.08	50,833.22 50,000.00	(4,600.14)	655 1.42%
PONPX PIMCO INCOME CL I2 ^B	4,048.237 \$11.99	48,538.36	50,000.00 50,000.00	(1,461.64)	2,633 5.43%
TFXIX TRANSAMERICA FLEXIBLE INCOME CL I ^B	16,876.863 \$9.05	152,735.61	151,728.19 100,000.00	1,007.42	6,154 4.03%
VTIAX VANGUARD TOTAL INTL STOCK INDEX ADMIRAL CL ^R	1,045.952 \$29.02	30,353.52	27,542.53 —	2,810.99	827 2.75%
VIG VANGUARD DIVIDEND APPRECIATION ETF	700 \$101.62	71,134.00	71,034.04 71,034.04	99.96	1,356 1.91%
VXF VANGUARD EXTENDED MARKET ETF	425 \$117.80	50,065.00	49,444.50 49,444.50	620.50	644 1.29%
BNDX VANGUARD TOTAL INTL BOND INDEX ETF	500 \$54.71	27,355.00	27,393.40 27,393.40	(38.40)	631 2.31%

Mutual Funds, ETFs, and Closed-End Funds continued on next page ..

^b Purchase Cost equals Cost Basis of Equities and Mutual Funds less any reinvested dividends and interest

^a Refer to the statement message titled ESTIMATED ANNUAL INCOME (EAI) AND ESTIMATED YIELD (EY) for information on how this figure is calculated

1 Investment Account Strategic Wealth Management II



Smith and Davis Foundation
 John A Singleton, Director
 ID #26-2873407
 Page 3 of 3

Account Holdings *Continued*

As of June 30, 2018

Mutual Funds, ETFs, and Closed-End Funds *Continued*

Security ID / Description	Quantity Price (\$)	Market Value (\$)	Cost Basis (\$) Purchase Cost (\$) ⁵	Unrealized Gain / Loss (\$)	Estimated Annual Income (\$) ⁶ Est 30-Day Yield ⁶
Total of Mutual Funds, ETFs, and Closed-End Funds		1,021,086.57	938,696.70 585,760.47	82,389.87	26,305

^R Dividends and/or capital gains distributed by this security will be reinvested

^B Dividends and/or capital gains distributed by this security will be partially reinvested and partially distributed as cash

Unit Investment Trusts

Part II, Line 13

Security ID / Description	Quantity Price (\$)	Market Value (\$)	Cost Basis (\$)	Unrealized Gain / Loss (\$) Accrued Int (\$)	Estimated Annual Income (\$) ⁶
30302W689 FIRST TRUST 60/40 STRAT ALLOC 3Q17 MO FE CA	8,620 \$10.2609	88,448.95	85,602.63	2,846.32 -	2,268
92114K568 VAN KAMPEN INSURED INCOME TR 95 MO	25 \$751.98	18,789.50	17,473.00	1,326.50 -	897
92116B202 VAN KAMPEN INSURED INCOME TR 116 MO	30 \$195.98	5,879.40	4,513.20	1,366.20 -	299
92116B368 VAN KAMPEN INSURED INCOME TR 124 MO	10 \$450.45	4,504.50	4,523.00	(18.50) -	223
92116E826 VAN KAMPEN INSURED INCOME TR 157 MO	20 \$545.20	10,904.00	11,411.57	(507.57) -	549
Total of Unit Investment Trusts		128,536.35	123,523.40	5,012.95	4,236

Total Account Holdings

Market Value (\$)	Cost Basis (\$) Purchase Cost (\$) ⁵	Unrealized Gain / Loss (\$)	Estimated Annual Income (\$) ⁶
1,337,704.94	1,216,784.22 664,807.74	120,920.72	36,010

Part II, Line 16

⁵ Purchase Cost equals Cost Basis of Equities and Mutual Funds less any reinvested dividends and interest

⁶ Refer to the statement message titled ESTIMATED ANNUAL INCOME (EAI) AND ESTIMATED YIELD (EY) for information on how this figure is calculated

⁸ Purchase Cost equals Cost Basis less any reinvested dividends, interest, Fixed Income and Alternative Investments



Smith and Davis Foundation, Inc.
EIN: 26-2873407

Part XV
Line 3a

<u>Recipient</u>	<u>Purpose</u>	<u>Amount</u>
Davie County Rescue Squad	2, Services	\$ 2,500
Cooleemee Civitan	2, Services	3,000
Davie County Schools	2, Services	6,000
NC State Univ. - McDaniel	2, Scholarship	3,000
East Carolina Univ - Lagle	2, Scholarship	1,500
UNCG - Taylor	2, Scholarship	3,000
Cooleemee Fire Department	3, Services	2,000
Life Way	3, Services	5,000
The Dragon Fly House Childrens Advocacy	3, Services	2,500
Cherry Hill Church Rest Inc	3, Services	22,103
First Baptist Church- Cooleemee	3, Services	2,500
Smith Grove Ruritan	3, Services	4,000
VFW	3, Services	1,000
Jerusalem Fire Department	3, Services	3,000
		<hr/>
		\$ 61,103

Notes:

1. Distributions directed by Trust of Decedent whose bequest funded this Foundation.
2. Distributions suggested by Decedent's Trust.
3. Wholly discretionary distributions by Board of Directors.

All churches located in or near Davie County, NC.