

For calendar year 2017, or tax year beginning 07-01-2017, and ending 06-30-2018

Name of foundation THE VIRGINIA & CHARLES BREWER FAMILY FOUNDATION		A Employer identification number 58-6396904	
Number and street (or P O box number if mail is not delivered to street address) 229 THE PRADO		Room/suite	B Telephone number (see instructions) (404) 879-2132
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30309		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,893,953	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis )	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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 <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments . . . . .				
	4 Dividends and interest from securities . . . . .	65,849	62,786		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-37,309			
	b Gross sales price for all assets on line 6a 243,797				
	7 Capital gain net income (from Part IV, line 2) . . . . .		0		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	13,671	0		
	12 Total. Add lines 1 through 11 . . . . .	42,211	62,786		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	11,882	11,882		0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .	6,808	0		0
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	5,346	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	24,036	11,882		0
	25 Contributions, gifts, grants paid . . . . .	355,527			355,527
	26 Total expenses and disbursements. Add lines 24 and 25	379,563	11,882		355,527
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-337,352			
	b Net investment income (if negative, enter -0-)		50,904		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing . . . . .	3,066,455				
	2	Savings and temporary cash investments . . . . .		1,282,973	1,282,973		
	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) . . . . .	715,159	2,101,836	2,438,205		
	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) . . . . .	107,664	167,117	172,775		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	3,889,278	3,551,926	3,893,953			
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0			
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>						
	24	Unrestricted . . . . .					
	25	Temporarily restricted . . . . .					
	26	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>						
	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	3,889,278	3,551,926			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	3,889,278	3,551,926				
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) .	3,889,278	3,551,926				

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	3,889,278
2	Enter amount from Part I, line 27a . . . . .	2	-337,352
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3 . . . . .	4	3,551,926
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	3,551,926

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
<b>1 a PUBLICLY-TRADED SECURITIES</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(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)
<b>a</b> 243,797		281,106	-37,309
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

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	
<b>a</b>			-37,309
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

<b>2</b> Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 5px;">{</div> <div>             If gain, also enter in Part I, line 7              If (loss), enter -0- in Part I, line 7           </div> <div style="font-size: 3em; margin-left: 5px;">}</div> </div>	<b>2</b>	-37,309
<b>3</b> 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	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 5px;">{</div> <div></div> <div style="font-size: 3em; margin-left: 5px;">}</div> </div>	<b>3</b>	

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

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

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

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



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))		
2016	348,646	4,073,403	0 085591		
2015	433,526	4,371,624	0 099168		
2014	319,460	4,664,653	0 068485		
2013	258,557	4,889,812	0 052877		
2012	212,332	4,847,551	0 043802		
<b>2 Total</b> of line 1, column (d)				<b>2</b>	0 349923
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years				<b>3</b>	0 069985
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5				<b>4</b>	3,947,187
<b>5</b> Multiply line 4 by line 3				<b>5</b>	276,244
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)				<b>6</b>	509
<b>7</b> Add lines 5 and 6				<b>7</b>	276,753
<b>8</b> Enter qualifying distributions from Part XII, line 4				<b>8</b>	355,527

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)**

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	509
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	509
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	509
<b>6</b>	Credits/Payments		
<b>a</b>	2017 estimated tax payments and 2016 overpayment credited to 2017	<b>6a</b>	0
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	0
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	0
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	19
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	528
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	Yes
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	Yes
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> GA		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>	No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>COLLEEN SIMS</b> Telephone no <b>(404) 878-2231</b>			

Located at **229 THE PRADO ATLANTA GA** ZIP+4 **30309**

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . <b>15</b>			
<b>16</b>	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country <b>▶</b>	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.**

<b>1a</b>	During the year did the foundation (either directly or indirectly)		<b>Yes</b>	<b>No</b>
	(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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>		
<b>c</b>	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/>	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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 <b>▶</b> 20____, 20____, 20____, 20____			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>▶</b> 20____, 20____, 20____, 20____			
<b>3a</b>	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>b</b>	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). <input type="checkbox"/>	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(2)</b> 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		
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	<b>(4)</b> 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		
	<b>(5)</b> 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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?	<b>5b</b>		
	Organizations relying on a current notice regarding disaster assistance check here. 	<input type="checkbox"/>		
<b>c</b>	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		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<b>6b</b>	<b>No</b>	
	<i>If "Yes" to 6b, file Form 8870</i>			
<b>7a</b>	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>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>7b</b>		

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
CHARLES M BREWER 229 THE PRADO ATLANTA, GA 30309	TRUSTEE 0 00	0	0	0
VIRGINIA F BREWER 229 THE PRADO ATLANTA, GA 30309	DISTRIBUTION COMMITTEE 0 00	0	0	0
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
<b>Total number of other employees paid over \$50,000.</b>				0
<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."</b>				
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation		
NONE				
<b>Total number of others receiving over \$50,000 for professional services.</b>				0

<b>Part IX-A Summary of Direct Charitable Activities</b>	
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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	
<b>Part IX-B Summary of Program-Related Investments (see instructions)</b>	
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	1,631,574
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	2,375,722
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	4,007,296
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	4,007,296
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	60,109
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	3,947,187
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	197,359

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	197,359
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	509
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	1,185
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	1,694
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	195,665
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	195,665
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	195,665

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	355,527
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	355,527
<b>5</b>	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).	<b>5</b>	509
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	355,018

**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
<b>1</b> Distributable amount for 2017 from Part XI, line 7				195,665
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .				
<b>b</b> From 2013. . . . .				14,626
<b>c</b> From 2014. . . . .				87,477
<b>d</b> From 2015. . . . .				216,107
<b>e</b> From 2016. . . . .				159,576
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	477,786			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 355,527				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				195,665
<b>e</b> Remaining amount distributed out of corpus	159,862			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	637,648			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2018.</b> Subtract lines 7 and 8 from line 6a . . . . .	637,648			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .				14,626
<b>b</b> Excess from 2014. . . . .				87,477
<b>c</b> Excess from 2015. . . . .				216,107
<b>d</b> Excess from 2016. . . . .				159,576
<b>e</b> Excess from 2017. . . . .				159,862

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

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

**1 Information Regarding Foundation Managers:**

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

**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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

**c** Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>			<b>▶ 3a</b>	355,527
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	0

## Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

### Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
--	--	-----	----

--	--	--

<b>1a(1)</b>	<b>No</b>
--------------	-----------

1a(2)	No
-------	----

--	--	--

<b>1b(1)</b>	<b>No</b>
--------------	-----------

<b>1b(2)</b>		<b>No</b>
--------------	--	-----------

<b>1b(3)</b>		<b>No</b>
--------------	--	-----------

<b>1b(4)</b>		<b>No</b>
--------------	--	-----------

<b>1b(5)</b>	<b>No</b>
--------------	-----------

<b>1b(6)</b>		<b>No</b>
--------------	--	-----------

1c		No
----	--	----

value  
ue

[illegible]

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . . . ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

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

\*\*\*\*\*

2019-05-09

\*\*\*\*\*

May the IRS discuss this return with the preparer shown below

(see instr )? ☒ Yes ☐ No

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid  
Preparer  
Use Only**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN  P00436339
	CHRISTINE W PIERCE				
	Firm's name ▶ CHERRY BEKAERT LLP				Firm's EIN ▶ 56-0574444
	Firm's address ▶ 1075 PEACHTREE STREET NE SUITE 2200 ATLANTA, GA 30309				Phone no (404) 209-0954

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AGAPE YOUTH & FAMILY CENTER 2353 BOLTON RD NW ATLANTA, GA 30318	N/A	PC	GENERAL SUPPORT	1,000
AMHERST COLLEGE ANNUAL FUND 220 SOUTH PLEASANT STREET AMHERST, MA 01002	N/A	PC	GENERAL SUPPORT	7,500
ALLIANCE THEATER 1280 PEACHTREE ST NE ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
AMERICAN CANCER SOCIETY 250 WILLIAMS ST NW ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	5,000
ANDEE'S ARMY INCPO BOX 420016 ATLANTA, GA 30342	N/A	PC	GENERAL SUPPORT	300
ARTSATLPO BOX 8983 ATLANTA, GA 31106	N/A	PC	GENERAL SUPPORT	250
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ASPEN ART MUSEUM590 N MILL STREET ASPEN, CO 81611	N/A	PC	GENERAL SUPPORT	1,000
ASPEN CENTER FOR ENVIRONMENT STUDIES 100 PUPPY SMITH STREET ASPEN, CO 81611	N/A	PC	GENERAL SUPPORT	1,200
ATLANTA BALLET1695 MARIETTA BLVD ATLANTA, GA 30342	N/A	PC	GENERAL SUPPORT	82,200
<b>Total . . . . . ▶</b> <b>3a</b>				355,527



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ATLANTA BICYCLE COALITION 889 WYLIE ST SE ATLANTA, GA 30316	N/A	PC	GENERAL SUPPORT	500
ATLANTA BOTANICAL GARDEN 1345 PIEDMONT AVENUE NE ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	9,017
ATLANTA FULTON PUBLIC LIBRARY FOUNDATION ONE MARGARET MITCHELL SQUARE NW ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	1,000
<b>Total . . . . .</b> ► <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
ATLANTA HISTORY CENTER 130 WEST PACES FERRY RD NW ATLANTA, GA 30305	N/A	PC	GENERAL SUPPORT	15,150
ATLANTA HUMANE SOCIETY 981 HOWELL MILL RD NW ATLANTA, GA 30318	N/A	PC	GENERAL SUPPORT	1,000
CAMP SOUTHERN GROUND 101 GARDNER PARK PEACHTREE CITY, GA 30269	N/A	PC	GENERAL SUPPORT	2,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CAMP SUNSHINE1850 CLAIRMONT RD DECATUR, GA 30033	N/A	PC	GENERAL SUPPORT	500
CAPTAIN PLANET FOUNDATION 133 LUCKIE STREET ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	5,000
CHILDREN'S HEALTHCARE OF ATLANTA 1405 CLIFTON ROAD ATLANTA, GA 30329	N/A	PC	GENERAL SUPPORT	16,250
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
CHILDREN OF CONSERVATION PO BOX 412470 LOS ANGELES, CA 90041	N/A	PC	GENERAL SUPPORT	1,500
CHI OMEGA FOUNDATION 7741 BRITTAIN DR NW ATLANTA, GA 30313	N/A	PC	GENERAL SUPPORT	1,000
COVENANT HOUSE 1559 JOHNSON ROAD NW ATLANTA, GA 30318	N/A	PC	GENERAL SUPPORT	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
EARTHSHARE OF GEORGIA 100 PEACHTREE ST ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	1,000
EAST LAKE FOUNDATION 2606 ALSTON DRIVE SE ATLANTA, GA 30317	N/A	PC	GENERAL SUPPORT	2,500
FIRST PRESBYTERIAN CHURCH 1328 PEACHTREE STREET ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
FIX GEORGIA PETS 3522 ASHFORD DUNWOODY RD 354 ATLANTA, GA 30319	N/A	PC	GENERAL SUPPORT	1,000
GEORGIA CASA 75 MARIETTA ST NW STE 404 ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	1,000
GEORGIA CAMPAIGN FOR ADOLESCENT POWER & POTENTIAL 1718 PEACHTREE ST NW STE 465 ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	30,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
GEORGIA ORGANICS200 OTTLEY DR NE ATLANTA, GA 30324	N/A	PC	GENERAL SUPPORT	1,000
HAMBIDGE105 HAMBIDGE CT RABUN GAP, GA 30568	N/A	PC	GENERAL SUPPORT	1,500
HIGH MUSEUM OF ART 1280 PEACHTREE STREET NE ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	4,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INTERNATIONAL DOCUMENTARY ASSOCIATION 3470 WILSHIRE BLVD STE 980 LOS ANGELES, CA 90010	N/A	PC	GENERAL SUPPORT	1,000
JEFFREY FASHION CARES 3500 PEACHTREE ROAD NE ATLANTA, GA 30326	N/A	PC	GENERAL SUPPORT	1,000
JUVENILE DIABETES RESEARCH FOUNDATION 3525 PIEDMONT RD NE ATLANTA, GA 30305	N/A	PC	GENERAL SUPPORT	5,500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
NATIONAL BLACK ARTS FESTIVAL 233 PEACHTREE STREET NE SUITE 1400 ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	5,000
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BLVD THE BRONX, NY 10458	N/A	PC	GENERAL SUPPORT	1,000
OPEN HAND181 ARMOUR DRIVE NE ATLANTA, GA 30324	N/A	PC	GENERAL SUPPORT	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
PARK PRIDE 233 PEACHTREE STREET NE SUITE 1600 ATLANTA, GA 30303	N/A	PC	GENERAL SUPPORT	1,000
PEDS1389 PEACHTREE ST NE 202 ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	20,000
PIEDMONT PARK CONSERVANCY 400 PARK DR NE ATLANTA, GA 30306	N/A	PC	GENERAL SUPPORT	9,580
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
PILGRIMAGE HISTORICAL ASSOCIATION 410 N COMMERCE ST NATCHEZ, MS 39120	N/A	PC	GENERAL SUPPORT	10,000
PLANNED PARENTHOOD 440 MORELAND AVE SE ATLANTA, GA 30316	N/A	PC	GENERAL SUPPORT	500
PREVENT BLINDNESS GEORGIA 270 CARPENTER DR NE STE 606 SANDY SPRINGS, GA 30328	N/A	PC	GENERAL SUPPORT	1,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
RISE TOGETHER EDUCATION 380 HAMILTON AVENUE PALO ALTO, CA 94301	N/A	PC	GENERAL SUPPORT	1,000
SAMARITAN COUNSELING CENTER OF ATLANTA 1328 PEACHTREE STREET NW ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	500
SCAD ATLANTA 1600 PEACHTREE STREET ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SHELTERING ARMS 385 CENTENNIAL OLYMPIC PARK DR NW ATLANTA, GA 30313	N/A	PC	GENERAL SUPPORT	1,500
SHEPHERD CENTER FOUNDATION 2020 PEACHTREE RD NW ATLANTA, GA 30309	N/A	PC	GENERAL SUPPORT	2,500
SKYLAND TRAIL 1961 N DRUID HILLS RD NE ATLANTA, GA 30329	N/A	PC	GENERAL SUPPORT	1,700
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94305	N/A	PC	GENERAL SUPPORT	11,000
STANFORD GRADUATE SCHOOL OF BUSINESS 655 KNIGHT WAY STANFORD, CA 94305	N/A	PC	GENERAL SUPPORT	5,000
STAR-C PROGRAMS 1201 PEACHTREE ST NE 1110 ATLANTA, GA 30361	N/A	PC	GENERAL SUPPORT	500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TERMINUS MODERN BALLET THEATRE 2652 WOODRIDGE DR DECATUR, GA 30033	N/A	PC	GENERAL SUPPORT	4,500
THE ASPEN INSTITUTE2300 N ST NW WASHINGTON, DC 20037	N/A	PC	GENERAL SUPPORT	3,500
THE ATLANTA WOMEN'S FOUNDATION 3355 LENOX ROAD STE 850 ATLANTA, GA 30326	N/A	PC	GENERAL SUPPORT	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE CHELKO FOUNDATION PO BOX 55107 ATLANTA, GA 30308	N/A	PC	GENERAL SUPPORT	500
THE LEUKEMIA & LYMPHOMA SOCIETY 2859 PACES FERRY RD SE STE 725 ATLANTA, GA 30339	N/A	PC	GENERAL SUPPORT	750
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DR STE 100 ARLINGTON, VA 222031606	N/A	PC	GENERAL SUPPORT	2,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE NSORO FOUNDATION 2859 PACES FERRY RD SE 600 ATLANTA, GA 30339	N/A	PC	GENERAL SUPPORT	1,500
THE PAIDEIA SCHOOL 1509 PONCE DE LEON AVENUE ATLANTA, GA 30307	N/A	PC	GENERAL SUPPORT	19,830
TRUST FOR PUBLIC LAND 600 WEST PEACHTREE ST NE 1840 ATLANTA, GA 30308	N/A	PC	GENERAL SUPPORT	5,000
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
UNIVERSITY OF ALABAMA 920 PAUL W BRYANT DR TUSCALOOSA, AL 35401	N/A	PC	GENERAL SUPPORT	500
US FUND FOR UNICEF125 MAIDEN LANE NEW YORK, NY 10038	N/A	PC	GENERAL SUPPORT	23,000
WINSHIP CANCER INSTITUTE 1365 CLIFTON RD ATLANTA, GA 30322	N/A	PC	GENERAL SUPPORT	1,800
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
WOLF CONSERVATION CENTER PO BOX 421 SOUTH SALEM, NY 10590	N/A	PC	GENERAL SUPPORT	2,000
WORLD CHILDREN'S PROJECT PO BOX 10181 PORTLAND, OR 97296	N/A	PC	GENERAL SUPPORT	10,000
ZOO ATLANTA800 CHEROKEE AVENUE ATLANTA, GA 30315	N/A	PC	GENERAL SUPPORT	1,500
<b>Total . . . . . ▶</b> <b>3a</b>				355,527

## TY 2017 Investments Corporate Stock Schedule

**Name:** THE VIRGINIA & CHARLES BREWER  
FAMILY FOUNDATION

**EIN:** 58-6396904

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE INCORPORATED	76,155	77,548
AIR PRODUCTS & CHEMICALS INCORPORATED	73,155	75,996
APPLE INCORPORATED	103,711	160,120
BCG PARTNERS INCORPORATED CLASS A	73,379	62,147
CME GROUP INCORPORATED COM CLASS A	87,198	132,775
CHEVRON CORPORATION NEW	84,646	97,351
COVANTA HLDG CORPORATION	84,430	93,143
HOME DEPOT INCORPORATED	80,215	78,040
JPMORGAN CHASE & COMPANY	101,782	137,231
MARATHON PETE CORPORATION	82,311	109,099
MERCK & COMPANY INCORPORATED	93,801	98,455
MICROSOFT CORPORATION	86,935	136,673
MICROCHIP TECHNOLOGY INCORPORATED	97,819	141,154
MOTOROLA SOLUTIONS INCORPORATED COM NEW	96,746	115,788
ORACLE CORPORATION	74,896	72,919
PFIZER INCORPORATED	104,086	117,184
UNION PAC CORPORATION	101,784	126,945
VERIZON COMMUNICATIONS INCORPORATED	115,980	116,770
EATON CORPORATION PLC	83,992	87,446
CHUBB LIMITED	101,574	104,792
GARMIN LIMITED SHS	74,941	84,485
FIDUS INVT CORPORATION	99,544	90,944
ALPS ETF TRUST ALERIAN MLP ETF	122,756	121,200

## TY 2017 Investments - Other Schedule

**Name:** THE VIRGINIA & CHARLES BREWER  
FAMILY FOUNDATION

**EIN:** 58-6396904

### Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CATCHMARK TIMBER TR INCORPORATED CLASS A REIT	AT COST	81,851	82,745
CROWN CASTLE INTERNATIONAL CORPORATION NEW REIT	AT COST	85,266	90,030

**TY 2017 Other Expenses Schedule**

**Name:** THE VIRGINIA & CHARLES BREWER  
FAMILY FOUNDATION

**EIN:** 58-6396904

**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
K-1 UBTI EXPENSES	5,346	0		0

**TY 2017 Other Income Schedule**

**Name:** THE VIRGINIA & CHARLES BREWER  
FAMILY FOUNDATION

**EIN:** 58-6396904

**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
751 GAIN ON SALE OF PTP	13,671	0	13,671

# TY 2017 Other Professional Fees Schedule

**Name:** THE VIRGINIA & CHARLES BREWER  
FAMILY FOUNDATION

**EIN:** 58-6396904

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	11,882	11,882		0



**TY 2017 Taxes Schedule**

**Name:** THE VIRGINIA & CHARLES BREWER  
FAMILY FOUNDATION

**EIN:** 58-6396904

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	6,808	0		0