

For calendar year 2017, or tax year beginning 08-01-2017, and ending 07-31-2018

Name of foundation COVENANT FOUNDATION INC		A Employer identification number 58-6035088	
Number and street (or P O box number if mail is not delivered to street address) ONE NATIONAL DRIVE		Room/suite	B Telephone number (see instructions) (404) 696-9440
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 30336		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) \$ 17,336,780		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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)			

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)	793,073			
	2 Check <input 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 . . .	200,506	200,506	200,506	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	113,476			
	b Gross sales price for all assets on line 6a 10,852,829				
	7 Capital gain net income (from Part IV, line 2) . . .		113,476		
	8 Net short-term capital gain			136,371	
	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)	11,077			
	12 Total. Add lines 1 through 11	1,118,132	313,982	336,877	
	13 Compensation of officers, directors, trustees, etc				
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	81,662			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	39,501	39,501		
	24 Total operating and administrative expenses. Add lines 13 through 23	121,163	39,501		0
	25 Contributions, gifts, grants paid	1,753,808			1,753,808
	26 Total expenses and disbursements. Add lines 24 and 25	1,874,971	39,501		1,753,808
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-756,839			
	b Net investment income (if negative, enter -0-)		274,481		
	c Adjusted net income (if negative, enter -0-) . . .			336,877	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	4,061,608	1,588,824	1,588,824
	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)		732,839	732,839
	b	Investments—corporate stock (attach schedule)	4,512,152	3,637,348	12,522,294
	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)	315,000	2,094,400	2,414,313
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)		78,510	78,510	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,888,760	8,131,921	17,336,780	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable.			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	8,888,760	8,131,921	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	8,888,760	8,131,921	
	31	Total liabilities and net assets/fund balances (see instructions) .	8,888,760	8,131,921	

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	8,888,760
2	Enter amount from Part I, line 27a	2	-756,839
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	8,131,921
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	8,131,921

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	113,476
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	136,371

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	1,838,738	14,741,078	0 12474
2015	1,790,813	11,698,289	0 15308
2014	1,534,351	11,439,435	0 13413
2013	1,454,150	9,143,856	0 15903
2012	1,261,545	8,570,018	0 14720
2 Total of line 1, column (d)			2 0 718181
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 143636
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 17,372,202
5 Multiply line 4 by line 3			5 2,495,274
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,745
7 Add lines 5 and 6			7 2,498,019
8 Enter qualifying distributions from Part XII, line 4			8 1,753,808

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	5,490
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2.	3	5,490
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,490
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	84,000
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	84,000
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	78,510
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 78,510 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of JAY DAVIS Telephone no (404) 696-9440			

Located at **ONE NATIONAL DRIVE ATLANTA GA**ZIP+4 **30336**

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> 1b			No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/> 1c			No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/> 2b			No
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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 3b			No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a			No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017? 4b			No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<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)?	<input type="checkbox"/>	5b	No
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	No

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JAY M DAVIS 2450 WEST WESLEY ROAD NW ATLANTA, GA 30327	President 5 00	0		
ANN DAVIS 2450 WEST WESLEY ROAD NW ATLANTA, GA 30327	Vice President 5 00	0		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."				
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation		
NONE				
Total number of others receiving over \$50,000 for professional services.				

Part IX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	14,597,699
b	Average of monthly cash balances.	1b	3,024,054
c	Fair market value of all other assets (see instructions).	1c	15,000
d	Total (add lines 1a, b, and c).	1d	17,636,753
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	17,636,753
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	264,551
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	17,372,202
6	Minimum investment return. Enter 5% of line 5.	6	868,610

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	868,610
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	5,490
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	5,490
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	863,120
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	863,120
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	863,120

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	1,753,808
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	1,753,808
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,753,808

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				863,120
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2017				
a From 2012.	866,341			
b From 2013.	1,014,799			
c From 2014.	969,710			
d From 2015.	1,221,056			
e From 2016.	1,185,326			
f Total of lines 3a through e.	5,257,232			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 1,753,808				
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).	0			
d Applied to 2017 distributable amount.				863,120
e Remaining amount distributed out of corpus	890,688			
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	6,147,920			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	866,341			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	5,281,579			
10 Analysis of line 9				
a Excess from 2013.	1,014,799			
b Excess from 2014.	969,710			
c Excess from 2015.	1,221,056			
d Excess from 2016.	1,185,326			
e Excess from 2017.	890,688			

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)

	Tax year	Prior 3 years			(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 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))

JAY M DAVIS

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 e-mail address of the person to whom applications should be addressed

JAY DAVIS
ONE NATIONAL DRIVE
ATLANTA, GA 30336

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

NO PARTICULAR FORMAT IS SPECIFIED FOR THE APPLICATION

c Any submission deadlines

NONE

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

NONE

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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 <i>Paid during the year</i> SEE DETAILED ATTACHED LIST SEE ATTACHED LIST ATLANTA, GA 30336	N/A	VARIOUS	SEE ATTACHED LISTING	1,753,808
Total			▶ 3a	1,753,808
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .					200,506
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					11,077
8	Gain or (loss) from sales of assets other than inventory					113,476
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .					325,059
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)					325,059

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received				

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2019-03-15 _____ Date	***** _____ Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00393478
	Firm's name ▶ Brooks Cook & Associates LLC				Firm's EIN ▶ 58-2193228
	Firm's address ▶ 8300 Dunwoody Place Ste 100 Atlanta, GA 303503303				Phone no (770) 640-1668

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
100 ANAPTYSBIO INC	P	2017-10-13	2017-10-17
200 APPIAN CORP	P	2017-11-16	2017-11-20
1600 AQIAMOTOA CORP	P	2017-11-03	2017-11-06
1800 ARRAY bIOPHARMA INC	P	2017-09-15	2017-09-20
17000 BLUEGREEN VACATIONS CORP	P	2017-11-17	2017-11-27
3000 BRIGHT HORIZONS FAMILY	P	2017-11-08	2017-11-20
400 CBTX INC	P	2017-11-08	2017-11-14
6500 CASA SYSTEMS INC	P	2017-12-15	2017-12-15
200 CASA SYSTEMS INC	P	2017-12-15	2017-12-18
6000 CENTURY CASINOS	P	2017-11-17	2017-11-20

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
6,505		6,850	-345
3,945		4,050	-105
16,613		14,400	2,213
20,835		19,350	1,485
242,299		238,000	4,299
262,756		262,500	256
11,359		10,400	959
94,532		84,500	10,032
2,885		2,600	285
48,674		45,000	3,674

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-345
			-105
			2,213
			1,485
			4,299
			256
			959
			10,032
			285
			3,674

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
10000 CHATHAM LODGING TRUST	P	2017-11-06	2017-11-07
3000 DASEKE INC	P	2017-09-20	2017-09-22
3600 DICERNA PHARMACEUTICALS	P	2017-12-14	2017-12-14
200 EVOQUA WATER	P	2017-11-02	2017-11-02
1700 FIRST BANCSHARES INC MS	P	2017-10-27	2017-10-30
6500 FIRST DATA CORP NEW	P	2017-09-14	2017-10-09
1100 FIRST INTERNET BANCORP	P	2017-09-15	2017-09-19
600 FLOOR & DECOR HLDGS INC	P	2017-07-20	2017-09-08
2500 FLOOR & DECOR HLDGS INC	P	2017-11-16	2017-11-16
1300 FUNKO INC	P	2017-11-02	2017-11-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
231,704		219,000	12,704
38,294		36,000	2,294
26,234		25,200	1,034
4,049		3,600	449
53,759		49,300	4,459
117,737		115,375	2,362
32,954		31,900	1,054
23,954		24,000	-46
94,384		90,000	4,384
9,012		15,600	-6,588

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			12,704
			2,294
			1,034
			449
			4,459
			2,362
			1,054
			-46
			4,384
			-6,588

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
400 GARDNER DENVER HOLDINGS	P	2017-11-16	2017-11-16
10000 HEALTHCARE RLTY TR INC	P	2017-08-09	2017-08-09
2500 INDEPENDENCE REALTY	P	2017-09-07	2017-09-08
1100 INDEPENDENT BANK GROUP	P	2017-11-29	2017-11-29
400 INSMED INC	P	2017-09-07	2017-09-08
1300 IRON MOUNTAIN NEW	P	2017-12-13	2017-12-14
2000 JELD-WEN HOLDINGS INC	P	2017-11-16	2017-11-16
2300 LUTHER BURBANK CORP	P	2017-12-08	2017-12-11
800 MGM GROWTH PROPERTIES	P	2007-09-07	2017-09-07
200 MONGODB INC	P	2017-10-19	2017-10-20

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
11,363		10,900	463
313,948		309,000	4,948
22,329		20,350	1,979
75,163		70,400	4,763
11,907		11,400	507
50,371		48,100	2,271
71,333		67,500	3,833
27,784		24,725	3,059
24,954		24,480	474
6,054		4,800	1,254

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			463
			4,948
			1,979
			4,763
			507
			2,271
			3,833
			3,059
			474
			1,254

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
200 NEWLINK GENETICS CORP	P	2017-10-04	2017-10-04
20000 NEWMARK GROUP INC	P	2017-12-15	2017-12-15
2000 PPDAI GROUP INC	P	2017-11-10	2017-11-14
2000 PERFORMANCE FOOD GROUP	P	2017-09-13	2017-09-28
700 PERFORMANCE FOOD GROUP	P	2017-12-04	2017-12-07
300 PRESIDIO INC	P	2017-11-17	2017-11-20
1600 PROPETRO HLDG CORP	P	2017-11-07	2017-11-07
500 PROTAGONIST THERAPEUTICS	P	2017-10-12	2017-10-16
300 QUDIAN INC	P	2017-10-18	2017-10-18
300 REV GROUP INC	P	2017-10-13	2017-10-13

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
2,301		2,050	251
285,907		280,000	5,907
25,994		26,000	-6
56,604		56,800	-196
21,724		21,000	724
4,416		4,275	141
26,727		24,800	1,927
7,936		8,500	-564
8,934		7,200	1,734
7,988		8,175	-187

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			251
			5,907
			-6
			-196
			724
			141
			1,927
			-564
			1,734
			-187

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
15000 SABRA HEALTH CARE REIT	P	2017-09-26	2017-09-29
500 SEA LIMITED	P	2017-10-20	2017-10-23
600 SENDGRID INC	P	2017-11-15	2017-11-16
500 SPERO THERAPEUTICS INC	P	2017-11-02	2017-11-02
200 STITCH FIX INC	P	2017-11-17	2017-11-20
300 THERMO FISHER	P	2017-08-09	2017-08-31
410 UNIVEST CORP PA	P	2017-11-30	2017-12-04
1990 UNIVEST CORP PA	P	2017-11-30	2017-12-04
900 XPO LOGISTICS INC	P	2017-07-20	2017-08-04
3500 ZOGENIX INC	P	2017-10-03	2017-10-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
324,602		315,000	9,602
7,727		7,500	227
10,887		9,600	1,287
5,432		7,000	-1,568
2,867		3,000	-133
55,658		51,300	4,358
11,714		11,583	131
56,773		56,218	555
51,704		54,450	-2,746
140,659		131,250	9,409

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			9,602
			227
			1,287
			-1,568
			-133
			4,358
			131
			555
			-2,746
			9,409

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
4500 ESSENT GROUP LTD	P	2017-08-07	2017-09-28
3000 ICHOR HOLDINGS LTD	P	2017-08-03	2017-08-08
6500 NORWEGIAN CRUISE LINE	P	2017-08-11	2017-08-11
1800 SMART GLOBAL HOLDINGS INC	P	2017-11-30	2017-12-27
250 VENATOR MATERIALS PLC	P	2017-08-03	2017-08-04
600 VENATOR MATERIALS PLC	P	2017-11-30	2017-12-04
200 CONSTELLIUM HOLDCO B V	P	2017-11-01	2017-11-02
2300 TCG BDC INC	P	2017-06-14	2017-08-04
5509 TCG BDC INC	P	2017-06-14	2017-08-04
6428 TCG BDC INC	P	2017-06-14	2017-08-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
181,211		179,550	1,661
58,244		57,960	284
369,469		355,875	13,594
62,036		60,300	1,736
5,082		5,000	82
13,299		13,500	-201
2,240		2,200	40
42,714		42,550	164
102,163		101,917	246
118,870		118,918	-48

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			1,661
			284
			13,594
			1,736
			82
			-201
			40
			164
			246
			-48

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
7676 ANTERO MIDSTREAM	P	2017-09-06	2017-09-11
4324 ANTERO MIDSTREAM	P	2017-09-06	2017-09-12
15020 BP MIDSTREAM	P	2017-10-26	2017-11-02
4980 BP MIDSTREAM	P	2017-10-26	2017-11-08
5000 ENERGY TRANSFER PARTNERS	P	2017-08-14	2017-08-18
10000 BROOKFIELD INFRASTRUCTURE PARTNERS	P	2017-09-12	2017-09-18
9000 ADT INC	P	2018-01-19	2018-03-27
4000 AGNC INVESTMENT CORP	P	2018-05-24	2018-05-31
200 AT HOME GROUP INC	P	2018-03-28	2018-04-03
6500 AXA EQUITABLE HLDGS INC	P	2018-05-10	2018-05-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
241,793		241,410	383
136,598		135,990	608
277,819		270,360	7,459
91,585		89,640	1,945
92,053		93,250	-1,197
432,277		421,000	11,277
69,480		126,000	-56,520
75,954		74,400	1,554
6,240		6,000	240
138,987		130,000	8,987

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			383
			608
			7,459
			1,945
			-1,197
			11,277
			-56,520
			1,554
			240
			8,987

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
3500 CASA SYSTEMS INC	P	2018-04-26	2018-06-28
9000 CATCHMARK TIMBER TR INC	P	2018-03-14	2018-03-19
500 COLLECTIS S A	P	2018-04-05	2018-05-03
1800 CENTENE CORP DEL	P	2018-05-02	2018-05-02
250 CERIDIAN HCM HOLDING	P	2018-04-26	2018-04-26
1600 CHARAH SOLUTIONS INC	P	2018-06-14	2018-06-22
1700 CIRCOR INTERNATIONAL INC	P	2018-06-13	2018-06-14
1300 CLEARSIDE BIOMEDICAL INC	P	2018-03-08	2018-03-20
10000 DASEKE INC	P	2018-02-15	2018-05-30
1900 EMERALD EXPOSITIONS	P	2018-03-09	2018-03-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
55,936		87,500	-31,564
114,433		113,400	1,033
14,680		15,500	-820
202,524		193,500	9,024
7,617		5,500	2,117
17,475		19,200	-1,725
72,833		75,225	-2,392
15,503		16,900	-1,397
95,357		106,000	-10,643
35,769		35,150	619

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-31,564
			1,033
			-820
			9,024
			2,117
			-1,725
			-2,392
			-1,397
			-10,643
			619

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
4000 EVERSPIN TECHNOLOGIES	P	2018-02-08	2018-02-09
600 FTS INTL INC	P	2018-02-02	2018-02-02
1600 FIRST INTERNET BANCORP	P	2018-06-07	2018-06-12
275 FLAGSTAR BANCORP INC	P	2018-06-12	2018-06-12
3625 FLAGSTAR BANCORP INC	P	2018-06-12	2018-06-13
3500 GENERAL MILLS INC	P	2018-03-28	2018-04-04
100 GLYCOMIMETICS INC	P	2018-03-21	2018-03-22
350 GOOSEHEAD INSURANCE INC	P	2018-04-27	2018-04-30
3500 GREEN BANCORP INC	P	2018-05-23	2018-06-06
100 HAMILTON LANE INC	P	2018-03-01	2018-03-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
29,083		28,000	1,083
11,735		10,800	935
53,954		53,200	754
9,904		9,487	417
130,056		125,063	4,993
158,734		154,000	4,734
1,615		1,700	-85
5,054		3,500	1,554
79,929		79,800	129
3,544		3,425	119

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			1,083
			935
			754
			417
			4,993
			4,734
			-85
			1,554
			129
			119

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
900 HILTON WORLDWIDE	P	2018-04-11	2018-04-11
600 INTREXON CORP	P	2018-01-17	2018-01-18
1400 KEANE GROUP INC	P	2018-01-18	2018-02-28
800 LIMONEIRA COMPANY	P	2018-06-21	2018-06-21
200 MACROGENICS INC	P	2018-03-28	2018-04-03
900 NLIGHT INC	P	2018-04-26	2018-04-26
100 ORIGIN BANCORP INC	P	2018-05-08	2018-05-14
2700 PARK HOTELS & RESORTS	P	2018-03-07	2018-03-07
13200 PERMROCK ROYALTY TRUST	P	2018-05-02	2018-05-30
1400 PIVOTAL SOFTWARE INC	P	2018-04-20	2018-04-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
70,712		65,700	5,012
8,674		7,500	1,174
22,147		25,550	-3,403
19,491		17,600	1,891
4,583		4,250	333
22,365		14,400	7,965
3,637		3,400	237
71,773		69,525	2,248
213,792		224,400	-10,608
21,754		21,000	754

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,012
			1,174
			-3,403
			1,891
			333
			7,965
			237
			2,248
			-10,608
			754

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
500 PLAYAGS INC	P	2018-01-26	2018-01-29
200 PLAYAGS INC	P	2018-05-10	2018-05-11
1800 QUINTANA ENERGY SERVICES	P	2018-02-09	2018-02-15
1200 RAPID7 INC	P	2018-01-26	2018-01-29
800 SEATTLE GENETICS INC WA	P	2018-02-01	2018-02-02
1900 SEMPRA ENERGY	P	2018-01-05	2018-01-08
250 SENDGRID INC	P	2018-04-06	2018-04-06
1400 SIENTRA INC	P	2018-05-03	2018-05-03
300 SPIRE INC	P	2018-05-07	2018-05-11
1500 STARS GROUP INC	P	2018-06-22	2018-06-25

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
9,280		8,000	1,280
4,467		4,300	167
16,734		18,000	-1,266
29,198		26,400	2,798
44,514		41,600	2,914
205,273		203,300	1,973
6,292		6,000	292
21,851		18,900	2,951
21,300		20,625	675
54,563		57,000	-2,437

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1,280
			167
			-1,266
			2,798
			2,914
			1,973
			292
			2,951
			675
			-2,437

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
900 SUN HYDRAULICS INC	P	2018-02-02	2018-04-11
1000 TELLURIAN INC	P	2018-06-19	2018-06-21
3042 TRISTATE CAPITAL HOLDINGS INC	P	2018-05-23	2018-05-31
2958 TRISTATE CAPITAL HOLDINGS INC	P	2018-05-23	2018-06-01
2000 TRIUMPH BANCORP INC	P	2018-04-10	2018-04-11
1000 U S XPRESS ENTERPRISES	P	2018-06-14	2018-06-25
7000 UNION BANKSHARES CORP	P	2018-01-24	2018-02-13
4500 VICI PPTYS INC	P	2018-02-01	2018-02-02
1000 VICTORY CAPITAL HOLDINGS	P	2018-02-08	2018-02-28
400 ZSCALER	P	2018-03-16	2018-03-21

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
47,302		51,750	-4,448
8,995		9,900	-905
80,111		78,788	1,323
76,714		76,612	102
76,953		75,000	1,953
14,755		16,000	-1,245
259,229		266,000	-6,771
93,553		90,000	3,553
12,855		13,000	-145
12,771		6,400	6,371

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-4,448
			-905
			1,323
			102
			1,953
			-1,245
			-6,771
			3,553
			-145
			6,371

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
100 CISION LIMITED	P	2018-03-21	2018-03-22
3500 GATES INDUSTRIAL CORP	P	2018-01-25	2018-02-01
600 CRISPR THERAPEUTICS AG	P	2018-01-05	2018-01-08
36300 VANGUARD TREASURY MONEY MARKET	P	2018-04-18	2018-04-26
386153 VANGUARD TREASURY MONEY MARKET	P	2018-04-18	2018-05-02
20625 VANGUARD TREASURY MONEY MARKET	P	2018-04-18	2018-05-08
137700 VANGUARD TREASURY MONEY MARKET	P	2018-04-18	2018-05-10
11912 VANGUARD TREASURY MONEY MARKET	P	2018-04-18	2018-05-11
107310 VANGUARD TREASURY MONEY MARKET	P	2018-04-18	2018-05-23
362 330 VANGUARD TREASURY MONEY MARKET	P	2018-05-01	2018-05-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,130		1,075	55
68,581		66,500	2,081
15,589		13,650	1,939
36,300		36,300	
386,153		386,153	
20,625		20,625	
137,700		137,700	
11,912		11,912	
107,310		107,310	
362		362	

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

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
59639 670 VANGUARD TREASUREY MONEY MARKET	P	2018-05-07	2018-05-23
18346 VANGUARD TREASUREY MONEY MARKET	P	2018-05-07	2018-05-24
78336 VANGUARD TREASUREY MONEY MARKET	P	2018-05-07	2018-05-29
9900 VANGUARD TREASUREY MONEY MARKET	P	2018-05-07	2018-06-19
45000 VANGUARD TREASUREY MONEY MARKET	P	2018-05-07	2018-06-20
8934 330 VANGUARD TREASUREY MONEY MARKET	P	2018-05-07	2018-06-21
180306 691 VANGUARD TREASUREY MONEY MARKET	P	2018-05-21	2018-06-21
525 62 VANGUARD TREASUREY MONEY MARKET	P	2018-06-01	2018-06-21
10914 VANGUARD TREASUREY MONEY MARKET	P	2018-06-18	2018-06-22
20000 EAGLE POINT CREDIT	P	2018-01-18	2018-01-24

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
59,640		59,640	
18,346		18,346	
78,336		78,336	
9,900		9,900	
45,000		45,000	
8,934		8,934	
180,307		180,307	
526		526	
10,914		10,914	
371,946		365,000	6,946

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

(g) Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			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	Adjusted basis (j) as of 12/31/69	Excess of col. (i) (k) over col. (j), if any	(l)
			6,946

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
10000 HERCULES CAPITAL INC	P	2018-06-12	2018-06-13
14500 TPG SPECIALTY LENDING	P	2018-03-21	2018-03-22
1000 COASTAL FINANCIAL CORP	P	2018-07-18	2018-07-18
1300 CYTOMX THERAPEUTICS INC	P	2018-07-13	2018-07-18
20000 ESSENTIAL PROPERTIES	P	2018-06-21	2018-07-13
150 FOCUS FINANCIAL PARTNERS	P	2018-07-26	2018-07-30
200 REATA PHARMACEUTICALS	P	2018-07-25	2018-07-30
900 SPERO THERAPEUTICS INC	P	2018-07-13	2018-07-13
200 TENABLE HOLDINGS INC	P	2018-07-26	2018-07-30
600 WILLSCOT CORP	P	2018-07-26	2018-07-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
122,665		121,500	1,165
258,177		253,025	5,152
16,521		14,500	2,021
32,067		31,850	217
279,952		280,000	-48
5,868		4,950	918
14,575		14,400	175
11,250		11,250	
5,913		4,600	1,313
10,095		9,600	495

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			1,165
			5,152
			2,021
			217
			-48
			918
			175
			1,313
			495

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
3000 GALMED PHARMACEUTICALS LTD	P	2018-06-20	2018-07-13
43100 VANGUARD TREASUREY MONEY MARKET	P	2018-06-18	2018-07-13
150 BRIGHTVIEW HOLDINGS	P	2018-06-28	2018-07-10
2200 CANADA GOOSE HOLDINGS	P	2018-06-21	2018-07-18
3848 BANK FLA CORP NAPLES	P	2009-03-10	2017-12-13
67 CARDINAL HEALTH INC OHIO	P	1993-01-20	2018-07-11
1101 IXYS	P	2018-01-01	2018-01-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
45,248		45,000	248
43,100		43,100	
3,255		3,300	-45
141,105		138,600	2,505
		26,205	-26,205
3,268		432	2,836
26,528			26,528

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			248
			-45
			2,505
			-26,205
			2,836
			26,528

TY 2017 Investments Corporate Stock Schedule

Name: COVENANT FOUNDATION INC

EIN: 58-6035088

Software ID: 17005038

Software Version: 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3,848 SH BANK FLA CORP NAPLES		
16 SHARES BERKSHIRE HATHAWAY INC	1,401,511	4,824,800
10,978 SHARES CBOE HOLDINGS INC.	50,000	1,066,293
1,480 SHARES COLONIAL CAP TRUST IV	16,620	
5,000 SHARES CRACKER BARREL	209,062	732,475
18,750 BROWN FORMAN CORP CL A&B	249,583	998,625
2,557 SHARES AT&T	13,150	81,747
10700 SHARES ALTRIA GROUP INC	165,079	627,876
21,428 SHARES SYNOVUS FINAL CORP	307,487	1,058,972
FLOOR & DECOR HLDGS INC CL A		
PHYSICIANS REALTY TR	122,400	94,560
XPO LOGISTICS INC		
TCG BDC INC		
1,000 AMERICAN WTR WKS CO INC.	21,500	88,250
6,853 APPLE, INC.	320,465	1,304,057
400 ASTRAZENECA PLC SPND ADR	9,345	15,652
200 EASTMAN CHEMICAL CO COM	1,759	20,724
6,200 PAYPAL HOLDINGS INC	200,279	509,268
400 PROCTER & GAMBLE CO	23,694	32,352
1,158 VERIZON COMMUNICATIONS COM	15,388	59,799
300 WAL-MART STORES INC.	4,415	26,769
9,000 ADT INC	126,000	81,090
3,500 CASA SYSTEMS INC	87,500	53,305
8,000 MEIRAGTZ HOLDINGS PLC	120,000	73,680
25,000 BANK AMERICA CORP	172,111	772,000

TY 2017 Investments Government Obligations Schedule**Name:** COVENANT FOUNDATION INC**EIN:** 58-6035088**Software ID:** 17005038**Software Version:** 2017v2.2**US Government Securities - End
of Year Book Value:**

732,839

**US Government Securities - End
of Year Fair Market Value:**

732,839

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2017 Investments - Other Schedule**Name:** COVENANT FOUNDATION INC**EIN:** 58-6035088**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PA DIRECT CREDIT OPPTYS FUND II OFFSHORE	FMV	183,400	183,400
ALTEGRIS MILLENNIUM FUND LTD SER R OFFSH	FMV	1,496,000	1,815,913
ISRAEL BONDS	FMV	400,000	400,000
OTHER INVESTMENTS	AT COST	15,000	15,000

TY 2017 Other Assets Schedule**Name:** COVENANT FOUNDATION INC**EIN:** 58-6035088**Software ID:** 17005038**Software Version:** 2017v2.2**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
FEDERAL TAX ESTIMATES		78,510	78,510

TY 2017 Other Expenses Schedule**Name:** COVENANT FOUNDATION INC**EIN:** 58-6035088**Software ID:** 17005038**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKERAGE ACCOUNT FEES	157	157		
INVESTMENT ADVISORY FEES	39,344	39,344		

TY 2017 Other Income Schedule**Name:** COVENANT FOUNDATION INC**EIN:** 58-6035088**Software ID:** 17005038**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	11,077		

TY 2017 Taxes Schedule**Name:** COVENANT FOUNDATION INC**EIN:** 58-6035088**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX	81,662			

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491074003039	
<div>Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small></div>		<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990</div>			<div>OMB No 1545-0047</div> <div>2017</div>
Name of the organization COVENANT FOUNDATION INC				Employer identification number 58-6035088	
Organization type (check one)					
Filers of: Section:					
Form 990 or 990-EZ		<input type="checkbox"/> 501(c)() (enter number) organization			
		<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation			
		<input type="checkbox"/> 527 political organization			
Form 990-PF		<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation			
		<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation			
		<input type="checkbox"/> 501(c)(3) taxable private foundation			
Check if your organization is covered by the General Rule or a Special Rule .					
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.					
General Rule					
<input checked="" type="checkbox"/> For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.					
Special Rules					
<input type="checkbox"/> For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 ¹ / ₃ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.					
<input type="checkbox"/> For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.					
<input type="checkbox"/> For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$					
Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2017)	

Name of organization COVENANT FOUNDATION INC	Employer identification number 58-6035088
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Part I **Contributors** (See Instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Name of organization COVENANT FOUNDATION INC	Employer identification number 58-6035088
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Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

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

Name of organization COVENANT FOUNDATION INC	Employer identification number 58-6035088
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	<div></div> <div></div>	<div></div> <div></div>	

Additional Data

Software ID: 17005038
Software Version: 2017v2.2
EIN: 58-6035088
Name: COVENANT FOUNDATION INC

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	JAY AND ANN DAVIS	\$ 1,102,990	Person <input type="checkbox"/>
	2450 W WESLEY ROAD NW		Payroll <input type="checkbox"/>
	ATLANTA, GA30327		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>2</u>	JAY AND ANN DAVIS	\$ 44,954	Person <input type="checkbox"/>
	2450 W WESLEY ROAD NW		Payroll <input type="checkbox"/>
	ATLANTA, GA30327		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>3</u>	JAY AND ANN DAVIS	\$ 87,760	Person <input type="checkbox"/>
	2450 W WESLEY ROAD NW		Payroll <input type="checkbox"/>
	ATLANTA, GA30327		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>4</u>	JAY AND ANN DAVIS	\$ 13,800	Person <input type="checkbox"/>
	2450 W WESLEY ROAD NW		Payroll <input type="checkbox"/>
	ATLANTA, GA30327		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>5</u>	JAY AND ANN DAVIS	\$ 68,814	Person <input type="checkbox"/>
	2450 W WESLEY ROAD NW		Payroll <input type="checkbox"/>
	ATLANTA, GA30327		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>6</u>	JAY AND ANN DAVIS	\$ 18,162	Person <input type="checkbox"/>
	2450 W WESLEY ROAD NW		Payroll <input type="checkbox"/>
	ATLANTA, GA30327		Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	JAY AND ANN DAVIS 2450 W WESLEY ROAD NW ATLANTA, GA30327	\$ 34,536	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>8</u>	JAY AND ANN DAVIS 2450 W WESLEY ROAD NW ATLANTA, GA30327	\$ 55,433	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>9</u>	JAY AND ANN DAVIS 2450 W WESLEY ROAD NW ATLANTA, GA30327	\$ 26,193	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>10</u>	JAY AND ANN DAVIS 2450 W WESLEY ROAD NW ATLANTA, GA30327	\$ 448,756	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)
<u>11</u>	JAY AND ANN DAVIS 2450 W WESLEY ROAD NW ATLANTA, GA30327	\$ 686,500	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contribution)

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	6,853 SHARES APPLE, INC	<u>\$ 1,102,990</u>	<u>2017-08-16</u>
<u>2</u>	700 SHARES ALTRIA GROUP, INC	<u>\$ 44,954</u>	<u>2017-10-31</u>
<u>3</u>	1,000 SHARES AMERICAN WTR WKS CO INC	<u>\$ 87,760</u>	<u>2017-10-31</u>
<u>4</u>	400 ASTRAZENECA PLC SPND ADR	<u>\$ 13,800</u>	<u>2017-10-31</u>
<u>5</u>	2,045 AT&T INC	<u>\$ 68,814</u>	<u>2017-10-31</u>
<u>6</u>	200 EASTMAN CHEMICAL CO COM	<u>\$ 18,162</u>	<u>2017-10-31</u>
<u>7</u>	400 PROCTER & GAMBLE CO	<u>\$ 34,536</u>	<u>2017-10-31</u>
<u>8</u>	1,158 VERIZON COMMUNICATIONS COM	<u>\$ 55,433</u>	<u>2017-10-31</u>
<u>9</u>	300 WAL-MART STORES INC	<u>\$ 26,193</u>	<u>2017-10-31</u>
<u>10</u>	6,200 PAYPAL HOLDINGS INC	<u>\$ 448,756</u>	<u>2017-11-01</u>

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>11</u>	25,000 SHARES BANK OF AMERICA	<u>\$ 686,500</u>	<u>2017-11-01</u>