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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2018

Open to Public Inspection

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation: LINDBACK, CR & MF FOUNDATION TW MAIN

A Employer identification number: 23-6290348

Number and street (or P.O. box number if mail is not delivered to street address): 6325 S RAINBOW BLVD STE 300

Room/suite:

B Telephone number (see instructions): 800-352-3705

City or town, state or province, country, and ZIP or foreign postal code: LAS VEGAS, NV 89118

C If exemption application is pending, check here ▶ ☐

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D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

04

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 25,860,513.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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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 ▶ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	551,877.	551,100.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	317,581.			
	b	Gross sales price for all assets on line 6a 1,710,537.				
	7	Capital gain net income (from Part IV, line 2)		317,581.		
	8	Net short-term capital gain Y				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	236,425.	235,425.		STMT 2
	12	**Total.** Add lines 1 through 11	1,105,883.	1,104,106.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	248,776.	87,075.		161,702.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule) STMT 3	103,757.	NONE	NONE	103,757.
	b	Accounting fees (attach schedule) STMT 4	1,000.	NONE	NONE	1,000.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	25,786.	16,563.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	91,031.	47,558.		43,473.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	470,350.	151,196.	NONE	309,932.
	25	Contributions, gifts, grants paid	1,236,521.			1,236,521.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,706,871.	151,196.	NONE	1,546,453.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-600,988.			
	b	**Net investment income** (if negative, enter -0-)		952,910.		
	c	**Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.**

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Form **990-PF** (2018)

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	-42,768.		
	2	Savings and temporary cash investments	1,068,119.	1,062,300.	1,062,300.
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule) STMT 7	2,491,956.		
	b	Investments - corporate stock (attach schedule) STMT 8	16,166,287.		
	c	Investments - corporate bonds (attach schedule) STMT 9	3,347,916.		
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 11	172,513.	21,530,737.	24,798,213.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	23,204,023.	22,593,037.	25,860,513.
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)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	23,204,023.	22,593,037.	
	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)	23,204,023.	22,593,037.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	23,204,023.	22,593,037.	

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	23,204,023.
2	Enter amount from Part I, line 27a	2	-600,988.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 15	3	12,007.
4	Add lines 1, 2, and 3	4	22,615,042.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 16	5	22,005.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,593,037.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
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	1,710,537.		1,391,374.	319,163.
b				
c				
d				
e				

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				319,163.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 317,581.

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**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation doesn't qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	1,489,104.	27,447,315.	0.054253
2016	1,549,604.	25,350,282.	0.061128
2015	2,028,500.	27,756,964.	0.073081
2014	1,371,215.	28,779,617.	0.047645
2013	1,476,970.	27,341,039.	0.054020

2	**Total** of line 1, column (d)	2	0.290127
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.058025
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	28,107,612.
5	Multiply line 4 by line 3.	5	1,630,944.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,529.
7	Add lines 5 and 6.	7	1,640,473.
8	Enter qualifying distributions from Part XII, line 4	8	1,546,453.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ____________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	19,058.
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	NONE
3	Add lines 1 and 2			3	19,058.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	19,058.
6	Credits/Payments				
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	8,957.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868).	6c	24,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	32,957.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	2.
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	13,897.
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 13,897. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . If "Yes," attach the statement required by *General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?.	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 17 Telephone no ▶

Located at ▶ ZIP+4 ▶

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

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

			Yes	No
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☒ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☒ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☒ **No**			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ **Yes** ☒ **No**			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ **Yes** ☒ **No** If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☒ **No**			
b	If "Yes," did it have excess business holdings in 2018 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 2018)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		X

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

			Yes	No
5a	During the year, did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? See instructions ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions	5b		
	Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐			
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? ☐ Yes ☐ No If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	6b		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year? ☐ Yes ☒ No			

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK 100 North Main Street, Winston-Salem, NC 27150	CO TRUSTEE 1	124,393.	-0-	-0-
David E Loder 30 SOUTH 17th STREET, PHILADELPHIA, PA 19103-4196	CO-TRUSTEE 20	62,192.	-0-	-0-
SHELDON M BONOVITZ 30 SOUTH 17th STREET, PHILADELPHIA, PA 19103-4196	CO-TRUSTEE 20	62,191	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	27,945,389.
b	Average of monthly cash balances			1b	590,258.
c	Fair market value of all other assets (see instructions)			1c	NONE
d	**Total** (add lines 1a, b, and c)			1d	28,535,647.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	NONE
3	Subtract line 2 from line 1d			3	28,535,647.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	428,035.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	28,107,612.
6	**Minimum investment return.** Enter 5% of line 5			6	1,405,381.

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	1,405,381.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	19,058.		
b	Income tax for 2018. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	19,058.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,386,323.
4	Recoveries of amounts treated as qualifying distributions			4	11,605.
5	Add lines 3 and 4			5	1,397,928.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,397,928.

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	1,546,453.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,546,453.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,546,453.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7					1,397,928.
2 Undistributed income, if any, as of the end of 2018					
a Enter amount for 2017 only				NONE	
b Total for prior years 20____,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2018					
a From 2013	NONE				
b From 2014	NONE				
c From 2015	NONE				
d From 2016	NONE				
e From 2017	33,617.				
f **Total** of lines 3a through e		33,617.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 1,546,453.					
a Applied to 2017, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2018 distributable amount					1,397,928.
e Remaining amount distributed out of corpus		148,525.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		182,142.			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount - see instructions				NONE	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019					NONE
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)		NONE			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions)		NONE			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a		182,142.			
10 Analysis of line 9					
a Excess from 2014	NONE				
b Excess from 2015	NONE				
c Excess from 2016	NONE				
d Excess from 2017	33,617.				
e Excess from 2018	148,525.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test - enter **(1)** Value of all assets. . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc , to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED DISTRIBUTIONS 100 NORTH MAIN STREET Winston-Salem NC 27101	NONE	PC	GENERAL OPERATING	1,236,521.
Total . . . . ▶ **3a**				1,236,521.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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			14	551,877.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	317,581.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OTHER INCOME			14	2,720.	
c ROYALTY INCOME			15	232,705.	
d FEDERAL TAX REFUND			1	1,000.	
e					
12 Subtotal Add columns (b), (d), and (e)				1,105,883.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 1,105,883.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

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

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

V.P.

Signature of officer or trustee	Date	Title
Wells Fargo Bank, N.A.	10/09/2019	TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		10/09/2019		P01251603

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET
PITTSBURGH, PA 15219

Phone no 412-355-6000

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TOTAL INTEREST INCOME	136,403.	136,403.
TOTAL DIVIDEND INCOME	413,892.	413,115.
ACCRUED MARKET DISCOUNT	1,582.	1,582.
TOTAL	551,877.	551,100.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ROYALTY INCOME	232,705.	232,705.
FEDERAL TAX REFUND	1,000.	
OTHER INCOME	2,720.	2,720.
TOTALS	236,425.	235,425.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
NON-ALLOCABLE LEGAL FEES	103,757.			103,757.
TOTALS	103,757.	NONE	NONE	103,757.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.

LINDBACK, CR & MF FOUNDATION TW MAIN 23-6290348

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	12,901.	12,901.
FEDERAL TAX PAYMENT - PRIOR YE	266.	
FEDERAL ESTIMATES - PRINCIPAL	8,957.	
FOREIGN TAXES ON QUALIFIED FOR	1,691.	1,691.
FOREIGN TAXES ON NONQUALIFIED	1,971.	1,971.
TOTALS	25,786.	16,563.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GRANT ADMINISTRATION FEE	38,208.		38,208.
ROYALTY EXPENSES	47,100.	47,100.	
INVESTMENT EXPENSES	458.	458.	
AWARD FRAMING	5,265.		5,265.
TOTALS	91,031.	47,558.	43,473.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE
3137EACA5 FED HOME LN MTG CORP	69,010.
3128PPWM1 FHLMC POOL #J10652	20,986.
912828KD1 US TREASURY NOTE	127,247.
912828ND8 US TREASURY NOTE	152,833.
912828LY4 US TREASURY NOTE	161,962.
912828QN3 US TREASURY NOTE	118,412.
912828RR3 US TREASURY NOTE	161,991.
31418ABZ0 FNMA POOL #MA0955	44,149.
912828TJ9 US TREASURY NOTE	121,276.
36178DD73 GNMA II POOL #AA5526	59,449.
491189FW1 KENTUCKY ST ASSET/LI	120,000.
645918T52 NEW JERSEY ST ECON	120,000.
3135G0ZE6 FED NATL MTG ASSN	55,291.
3135G0ZR7 FED NATL MTG ASSN	68,824.
912828WE6 US TREASURY NOTE	97,552.
912828WJ5 US TREASURY NOTE	129,708.
912828G95 US TREASURY NOTE	141,895.
912828VZ0 US TREASURY NOTE	152,549.
912828P46 US TREASURY NOTE	64,233.
912828PY0 US TREASURY NOTE	62,037.
912828U24 US TREASURY NOTE	144,204.
912828SV3 US TREASURY NOTE	99,836.
912828V98 US TREASURY NOTE	122,510.
912828X88 US TREASURY NOTE	76,002.
TOTALS	2,491,956.

LINDBACK, CR & MF FOUNDATION TW MAIN 23-6290348

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE
256206103 DODGE & COX INT'L ST	1,319,008.
74253Q747 PRINCIPAL MIDCAP FD-	950,562.
464287648 ISHARES RUSSELL 2000	359,767.
552983694 MFS VALUE FUND-CLASS	2,124,270.
902641646 E-TRACS ALERIAN MLP	269,882.
922042858 VANGUARD FTSE EMERGI	1,167,783.
464287499 ISHARES RUSSELL MID-	1,324,915.
922908710 VANGUARD 500 INDEX F	2,506,202.
003021714 ABERDEEN EMERG MARKE	439,925.
74144Q203 T ROWE PRICE INST EM	439,925.
901165100 TWEEDY BROWNE FD GLO	1,489,925.
92934R785 CRM SMALL CAP VALUE	461,385.
464287655 ISHARES RUSSELL 2000	788,884.
46432F842 ISHARES CORE MSCI EA	1,061,415.
77954Q403 T ROWE PRICE BLUE CH	1,462,439.
TOTALS	16,166,287.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE
693391559 PIMCO EMERG MKTS BD-	317,707.
03523TAN8 ANHEUSER-BUSCH INBEV	45,664.
06051GDX4 BANK OF AMERICA NA	38,457.
149123BV2 CATERPILLAR INC	81,081.
260543CC5 DOW CHEMICAL CO/THE	36,177.
68389XAC9 ORACLE CORP	38,302.
00206RBD3 AT&T INC	66,585.
042735BB5 ARROW ELECTRONICS IN	24,870.
04621XAE8 ASSURANT INC	39,976.
315920702 FID ADV EMER MKTS IN	460,090.
4812C0803 JPMORGAN HIGH YIELD-	262,649.
693390841 PIMCO HIGH YIELD FD-	269,316.
882508AW4 TEXAS INSTRUMENTS IN	39,296.
931422AH2 WALGREEN CO	60,290.
001055AM4 AFLAC INC	64,929.
009363AN2 AIRGAS INC	49,735.
172967HT1 CITIGROUP INC	61,400.
20826FAD8 CONOCOPHILLIPS COMPA	40,686.
40414LAL3 HCP INC	19,926.
045487AA3 ASSOC BANC-CORP	50,900.
097023BH7 BOEING CO	50,551.
12572QAG0 CME GROUP INC	71,560.
370334BV5 GENERAL MILLS INC	29,761.
404280AL3 HSBC HOLDINGS PLC	49,548.
458140AS9 INTEL CORP	50,430.
46625HJY7 JPMORGAN CHASE & CO	54,941.
713448CM8 PEPSICO INC	63,627.
00440EAS6 CHUBB INA HOLDINGS I	51,711.
009158AT3 AIR PRODUCTS & CHEMI	51,337.

LINDBACK, CR & MF FOUNDATION TW MAIN 23-6290348

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE
037833BG4 APPLE INC	60,858.
064159HM1 BANK OF NOVA SCOTIA	50,844.
17275RBD3 CISCO SYSTEMS INC	44,914.
30231GAJ1 EXXON MOBIL CORPORAT	51,075.
87612EBE5 TARGET CORP	49,908.
026874DD6 AMERICAN INTL GROUP	46,107.
166764BL3 CHEVRON CORP	50,099.
31677QBG3 FIFTH THIRD BANK	49,796.
345397XW8 FORD MOTOR CREDIT CO	40,820.
37045XBS4 GENERAL MOTORS FINL	51,224.
539830BH1 LOCKHEED MARTIN CORP	52,228.
58013MEY6 MCDONALD'S CORP	52,375.
857477AS2 STATE STREET CORP	50,918.
902494AT0 TYSON FOODS INC	53,765.
92277GAK3 VENTAS REALTY LP	50,489.
92343VDW1 VERIZON COMMUNICATIO	50,994.
TOTALS	3,347,916.

LINDBACK, CR & MF FOUNDATION TW MAIN 23-6290348

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
9FF073827 "PANOLA CNTY, TX THO	C	1.	1.	1.
9FF073918 PANOLA CO. TX N.D. D	C	1.	1.	1.
9FF073777 PANOLA CO., TX A.L.	C	1.	1.	23,100.
9FF074437 PANOLA CO., TX GABRI	C	1.	1.	18,970.
9FF073926 "PANOLA CO., TX JOHN	C	1.	1.	1.
9FF073900 PANOLA CO., TX S.B.	C	1.	1.	106,140.
9FF073876 PANOLA CO., TX S.B.	C	1.	1.	94,400.
9FF074130 PANOLA CO., TX S.B.	C	1.	1.	20,490.
9FF074411 PANOLA CO., TX THOMA	C	1.	1.	108,060.
9FF073868 PANOLA CO., TX WILLI	C	1.	1.	98,240.
9FF074346 "PANOLA CO, TX MARY	C	1.	1.	1.
99RE69875 "PANOLA COUNTY, TX A	C	1.	1.	1.
38378CFN2 GOVT NATL MTG ASSN 3	C	47,509.	37,664.	37,127.
3137BCA40 FED HOME LN MTG CORP	C	23,914.	17,538.	16,951.
34528QEC4 FORD CREDIT FLOORPLA	C	101,078.	101,078.	99,142.
370334BV5 GENERAL MILLS INC 2.	C		29,761.	29,772.
00440EAS6 ACE INA HOLDINGS	C		51,711.	48,885.
912828LY4 US TREASURY NOTE 3.3	C		135,739.	135,813.
91529YAM8 UNUM GROUP	C		49,797.	49,429.
912828V98 US TREASURY NOTE	C		122,510.	121,378.
78355HKF5 RYDER SYSTEM INC	C		42,962.	43,235.
00206RBD3 AT&T INC 3.000% 2/15	C		66,585.	63,879.
693391559 PIMCO EMERG MKTS BD-	C		314,029.	294,072.
46432F842 ISHARES CORE MSCI EA	C		1,061,415.	1,060,840.
40414LAL3 HCP INC 3.875% 8/15/	C		19,926.	19,683.
00287YAQ2 ABBVIE INC	C		49,074.	47,960.
539830BH1 LOCKHEED MARTIN CORP	C		52,228.	49,615.
58013MEY6 MCDONALD'S CORP	C		52,375.	49,015.
912828ND8 US TREASURY NOTE 3.5	C		152,833.	146,807.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
035242AJ5 ANHEUSER-BUSCH INBEV	C		21,792.	21,635.
260543CC5 DOW CHEMICAL CO/THE	C		36,177.	35,622.
912828RR3 US TREASURY NOTE 2.0	C		161,991.	157,931.
902494AT0 TYSON FOODS INC 4.50	C		53,765.	51,070.
92934R785 CRM SMALL CAP VALUE	C		461,385.	340,674.
713448CM8 PEPSICO INC 3.600% 3	C		63,627.	60,905.
097023BH7 BOEING CO 2.850% 10/	C		50,551.	48,801.
912828G95 US TREASURY NOTE 1.6	C		60,778.	59,402.
026874DD6 AMERICAN INTL GROUP	C		46,107.	43,085.
922908710 VANGUARD 500 INDEX F	C		2,091,158.	2,504,043.
003021714 ABERDEEN EMERG MARKE	C		439,925.	492,315.
77954Q403 T ROWE PRICE BLUE CH	C		1,462,439.	3,115,195.
4812C0803 JPMORGAN HIGH YIELD	C		262,649.	236,347.
9128284N7 US TREASURY NOTE	C		90,158.	91,382.
9128285M8 US TREASURY NOTE	C		147,641.	150,404.
922042858 VANGUARD EMERGING MA	C		1,167,783.	1,046,302.
172967HT1 CITIGROUP INC 3.750%	C		61,400.	59,579.
464287655 ISHARES RUSSELL 2000	C		788,884.	784,922.
912828KD1 US TREASURY NOTE 2.7	C		127,247.	130,055.
045487AA3 ASSOC BANC-CORP 2.75	C		50,900.	49,763.
3128PPWM1 FHLMC POOL J10652 4.	C		15,397.	15,246.
17275RBD3 CISCO SYSTEMS INC	C		44,914.	44,404.
912828QN3 U S TREASURY NT 3.12	C		118,412.	116,707.
693390841 PIMCO HIGH YIELD FD-	C		270,941.	250,535.
31641Q763 FIDELITY NEW MRKTS I	C		460,090.	399,893.
912828WJ5 US TREASURY NOTE 2.5	C		129,708.	124,770.
3135G0ZE6 FED NATL MTG ASSN 1.	C		55,291.	54,799.
3137EACA5 FED HOME LN MTG CORP	C		69,010.	70,216.
46625HJY7 JPMORGAN CHASE & CO	C		54,941.	54,119.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
001055AM4 AFLAC INC 3.625% 11/	C		64,929.	64,949.
912828P46 US TREASURY NOTE	C		64,233.	60,846.
345397XW8 FORD MOTOR CREDIT CO	C		40,820.	38,812.
064159HM1 BANK OF NOVA SCOTIA	C		50,844.	49,143.
912828X88 US TREASURY NOTE	C		76,002.	73,430.
31418ABZ0 FNMA POOL MA0955 3.5	C		39,407.	38,130.
256206103 DODGE & COX INT'L ST	C		1,319,008.	1,305,917.
74144Q203 T ROWE PRICE INST EM	C		439,925.	542,467.
55273H353 MFS VALUE FUND-R5	C		2,124,270.	2,588,500.
12572QAG0 CME GROUP INC	C		71,560.	68,160.
037833BG4 APPLE INC	C		60,858.	59,009.
37045XBS4 GENERAL MOTORS FINL	C		51,224.	48,452.
61744YAH1 MORGAN STANLEY	C		49,002.	48,644.
404280AL3 HSBC HOLDINGS PLC 4.	C		49,548.	46,515.
912828SV3 US TREASURY NOTE 1.7	C		99,836.	97,652.
882508AW4 TEXAS INSTRUMENTS IN	C		39,296.	38,439.
74256W584 PRINCIPAL MIDCAP FUN	C		950,562.	1,379,873.
901165100 TWEEDY BROWNE FD GLO	C		1,489,925.	1,331,373.
464287648 ISHARES RUSSELL 2000	C		359,767.	486,864.
464287499 ISHARES TR RUSSELL M	C		1,324,915.	1,528,076.
30231GAJ1 EXXON MOBIL CORPORAT	C		51,075.	49,069.
166764BL3 CHEVRON CORP	C		50,099.	48,134.
31677QBG3 FIFTH THIRD BANK	C		49,796.	48,810.
06406FAD5 BANK OF NY MELLON CO	C		47,470.	47,477.
912828U24 US TREASURY NOTE	C		144,204.	143,186.
38141GWB6 GOLDMAN SACHS GROUP	C		49,571.	47,033.
931422AH2 WALGREEN CO 3.100% 9	C		60,290.	58,530.
009158AT3 AIR PRODUCTS & CHEMI	C		51,337.	49,156.
912828VZ0 US TREASURY NOTE 2.0	C		152,549.	148,670.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912828WE6 US TREASURY NOTE 2.7	C		97,552.	96,039.
458140AS9 INTEL CORP	C		50,430.	50,437.
857477AS2 STATE STREET CORP	C		50,918.	49,580.
87612EBE5 TARGET CORP	C		49,908.	46,680.
149123BV2 CATERPILLAR INC 3.90	C		81,081.	76,358.
912828TJ9 US TREASURY NOTE 1.5	C		121,276.	121,275.
491189FW1 KENTUCKY ST ASSET/LI	C		120,000.	119,617.
3135G0ZR7 FED NATL MTG ASSN 2.	C		68,824.	69,756.
125509BM0 CIGNA CORP 5.125% 6/	C		47,184.	46,152.
437076BM3 HOME DEPOT INC	C		38,256.	38,746.
04530DAC6 ASPEN INSURANCE HLDG	C		21,340.	20,759.
05567LT31 BNP PARIBAS 5.000% 1	C		47,234.	46,565.
92277GAK3 VENTAS REALTY LP	C		50,489.	48,755.
36178DD73 GNMA II POOL #AA5526	C		41,625.	39,049.
TOTALS		172,513.	21,530,737.	24,798,213.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
RECOVERY OF GRANTS PAID	11,605.
MUTUAL FUND TIMING DIFFERENCE	203.
PURCHASE OF ACCRUED INTEREST FROM PY	199.
TOTAL	12,007.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PY RETURN OF CAPITAL ADJUSTMENT	2,053.
PURCHASE OF ACCRUED INTEREST C/O TO FY	348.
COST BASIS ADJUSTMENT	19,604.
TOTAL	22,005.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==

NAME: WELLS FARGO BANK

ADDRESS: 100 NORTH MAIN ST D4001-065
WINSTON SALEM, NC 27101

TELEPHONE NUMBER: (800)352-3705

FEDERAL FOOTNOTES

PART VIII, LINE 1 SUPPLEMENTAL INFORMATION FOR AVERAGE HOURS PER WEEK.
STATEMENT:
THE COMPENSATION REPORTED IN COLUMN (C) IS CALCUALTED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICATION FEE AGREEMENT. IT IS NOT DETERMINED SOLELY ON AN HOURLY BASIS.CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCUARY ACCOUNTING,
CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLING WITH DISTRIBUTION PROVISIONS,AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENTS REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.