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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 01-01-2018 , and ending 12-31-2018

Name of foundation
WINSHAPE FOUNDATIONINC

% BRENT RAGSDALE

A Employer identification number
58-1595471

Number and street (or P O box number if mail is not delivered to street address) 5200 BUFFINGTON ROAD
Room/suite

B Telephone number (see instructions)
(404) 765-8000

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30349

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), *line 16)* ▶$ 948,393,709

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

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

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)	31,877,584			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	116,826	116,826	116,826	
	4	Dividends and interest from securities	289,219	289,219	289,219	
	5a	Gross rents	15,700	15,700	15,700	
	b	Net rental income or (loss) 12,318				
	6a	Net gain or (loss) from sale of assets not on line 10	150,955			
	b	Gross sales price for all assets on line 6a 12,659,683				
	7	Capital gain net income (from Part IV, line 2)		132,421		
	8	Net short-term capital gain			0	
	9	Income modifications			44,820	
	10a	Gross sales less returns and allowances 1,438,799				
	b	Less Cost of goods sold 766,122				
	c	Gross profit or (loss) (attach schedule)	672,677		672,677	
	11	Other income (attach schedule)	13,809,797		13,809,797	
	12	**Total.** Add lines 1 through 11	46,932,758	554,166	14,949,039	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	330,910			330,910
	14	Other employee salaries and wages	14,029,228		4,179,790	9,611,770
	15	Pension plans, employee benefits	6,731,599		1,332,917	4,456,645
	16a	Legal fees (attach schedule)	104,800	0	8,494	123,391
	b	Accounting fees (attach schedule)	59,000	0	1,906	57,094
	c	Other professional fees (attach schedule)				
	17	Interest	30,000			30,000
	18	Taxes (attach schedule) (see instructions)	125,943	576	31,797	95,533
	19	Depreciation (attach schedule) and depletion	3,361,038		354,868	
	20	Occupancy	4,197,241	2,656	800,217	3,027,473
	21	Travel, conferences, and meetings	1,557,012		747,135	806,820
	22	Printing and publications				
	23	Other expenses (attach schedule)	18,212,527	31,268	7,005,191	9,907,080
	24	**Total operating and administrative expenses.** Add lines 13 through 23	48,739,298	34,500	14,462,315	28,446,716
	25	Contributions, gifts, grants paid	562,971			562,971
	26	**Total expenses and disbursements.** Add lines 24 and 25	49,302,269	34,500	14,462,315	29,009,687
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-2,369,511			
	b	**Net investment income** (if negative, enter -0-)		519,666		
	c	**Adjusted net income** (if negative, enter -0-)			486,724	

Part II Balance Sheets

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

		Description	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	21,328,205	21,550,301	21,550,301
	2	Savings and temporary cash investments	8,141,233	8,177,444	8,046,645
	3	Accounts receivable ▶ 4,439,668			
		Less allowance for doubtful accounts ▶	4,158,972	4,439,668	4,439,668
	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	12,965	263,426	263,426
	9	Prepaid expenses and deferred charges	1,098,176	464,189	464,189
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	306,760,938	306,760,938	872,874,305
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 12,000			
		Less accumulated depreciation (attach schedule) ▶	12,000	12,000	22,100
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	6,979,935	7,418,637	7,192,020
	14	Land, buildings, and equipment basis ▶ 73,593,925			
		Less accumulated depreciation (attach schedule) ▶ 40,052,870	34,679,081	33,541,055	33,541,055
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	383,171,505	382,627,658	948,393,709
Liabilities	17	Accounts payable and accrued expenses	2,028,180	2,243,530	
	18	Grants payable			
	19	Deferred revenue	4,904,395	5,293,590	
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	73,169	6,413,977	
	23	**Total liabilities**(add lines 17 through 22)	7,005,744	13,951,097	
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	376,165,761	368,676,561	
	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			
	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)	376,165,761	368,676,561	
	31	**Total liabilities and net assets/fund balances** (see instructions)	383,171,505	382,627,658	

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	376,165,761
2	Enter amount from Part I, line 27a	2	-2,369,511
3	Other increases not included in line 2 (itemize) ▶	3	1,686,025
4	Add lines 1, 2, and 3	4	375,482,275
5	Decreases not included in line 2 (itemize) ▶	5	6,805,714
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	368,676,561

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)
1 a	FIDELITY LT CAP LOSS	P		
b	MERRILL LYNCH STCG	P		
c	MERRILL LYNCH LTCG			
d	CAPITAL GAIN DIVIDENDS	P		
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	1,458,732		1,541,458	-82,727
b	1,738,643		1,765,555	-26,912
c	9,416,988		9,237,433	179,555
d				62,505
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				-82,726
b				-26,912
c				179,555
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	132,421
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	-26,912

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))
2017	29,726,849	597,860,558	0 049722
2016	25,369,778	406,941,023	0 062343
2015	22,716,218	174,532,058	0 130155
2014	19,508,583	26,679,960	0 731207
2013	18,665,363	32,100,529	0 581466

2	**Total** of line 1, column (d)	2	1 554893
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 310979
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	706,687,682
5	Multiply line 4 by line 3	5	219,765,029
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,197
7	Add lines 5 and 6	7	219,770,226
8	Enter qualifying distributions from Part XII, line 4	8	32,003,170

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 1984-09-10 **(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	10,393
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	10,393
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	10,393
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 6,800		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 4,200		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	11,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	607
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ 0	**Refunded** ▶	11	607

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)	1b		No
	*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		
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		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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL, AZ, CA, FL, GA, IL, IN, KS, KY, LA, MS, MO, NC, OH, PA, SC, TN, TX, VA			
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	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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		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?	13	Yes	

Website address ▶www winshape org

14 The books are in care of ▶BRENT RAGSDALE Telephone no ▶(404) 765-8000

Located at ▶5200 BUFFINGTON RD ATLANTA GA ZIP+4 ▶30349

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		No
	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

			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		No
	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		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 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 ▶ 20____ , 20____ , 20____ , 20____

			Yes	No
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
▶ 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? ☐ Yes ☑ No

			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		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 2018?	4b		No

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?		6b		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		No
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 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, 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
See Additional Data Table				

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
RILEY GREEN III 5200 BUFFINGTON ROAD ATLANTA, GA 30349	PROGRAM DIRECTOR 40 0	167,024	55,987	
MATTHEW TURVEY 5200 BUFFINGTON ROAD ATLANTA, GA 30349	PROGRAM DIRECTOR 40 0	146,511	54,157	
GARY DONALDSON 2277 MARTHA BERRY HWY ROME, GA 30149	OPERATIONS DIRECTOR 40 0	143,918	53,893	
WILLIAM SARRATT 2277 MARTHA BERRY HWY ROME, GA 30149	PROGRAM DIRECTOR 40 0	109,866	48,121	
STANLEY HOGAN JR 2277 MARTHA BERRY HWY ROME, GA 30149	MARKETING DIRECTOR 40 0	104,888	46,981	
Total number of other employees paid over $50,000 ▶				92

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
INNOVATIVE ARCHITECTS 3122 HILL STREET DULUTH, GA 30096	SOFTWARE DESIGN	281,036
ELITE PRO FINISHESN LLC PO BOX 1075 ROME, GA 30162	GENERAL CONTRACTOR	143,121
MATCHSTIC 437 MEMORIAL DRIVE SE UNIT A7 ATLANTA, GA 30312	BRANDING STRATEGY	209,856
ED SHIFLETT 122 CANTRELL LOOP CEDARTOWN, GA 30125	CONSTRUCTION	116,145
ELEVATE LIVE EVENTS 3030 BUSINESS PARK DRIVE SUITE D NORCROSS, GA 30071	EVENT PLANNING	110,888
Total number of others receiving over $50,000 for professional services. . . . . ▶		15

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 WINSHAPE CAMPS	21,429,571
2 WINSHAPE RETREAT	9,577,970
3 WINSHAPE HOMES	6,170,742
4 WINSHAPE TEAMS	3,475,401

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	
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	705,623,627
b	Average of monthly cash balances.	1b	11,307,364
c	Fair market value of all other assets (see instructions).	1c	518,432
d	**Total** (add lines 1a, b, and c).	1d	717,449,423
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	0
3	Subtract line 2 from line 1d.	3	717,449,423
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	10,761,741
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	706,687,682
6	**Minimum investment return.** Enter 5% of line 5.	6	35,334,384

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	
2a	Tax on investment income for 2018 from Part VI, line 5. 2a		
b	Income tax for 2018 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b.	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	
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	

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	29,009,687
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	2,993,483
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	32,003,170
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	32,003,170

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				0
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 2016 , 2015 , 2014		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 0				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2018 distributable amount.				
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018				
(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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014. . . .				
b Excess from 2015. . . .				
c Excess from 2016. . . .				
d Excess from 2017. . . .				
e Excess from 2018. . . . 0				

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 2018, enter the date of the ruling . . . . ▶ 1984-09-10

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) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	486,724	395,407	452,531	820,244	2,154,906
b 85% of line 2a	413,715	336,096	384,651	697,207	1,831,669
c Qualifying distributions from Part XII, line 4 for each year listed	32,003,170	29,726,849	25,369,778	22,716,218	109,816,015
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	32,003,170	29,726,849	25,369,778	22,716,218	109,816,015
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	948,393,709	700,331,460	459,974,079	403,585,795	2,512,285,043
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	23,556,256	19,928,685	13,564,701	5,817,735	62,867,377
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

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

NA

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*				
BERRY COLLEGE 2277 MARTHA BERRY HIGHWAY MT BERRY, GA 30149	N/A	PC	SCHOLARSHIPS	562,971
Total . . . . ▶ **3a**				
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)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a CAMP FEES					11,315,777
b TEAMS FEES					536,122
c RETREAT INCOME	721000	155,821			839,860
d MARRIAGE INCOME					527,867
e COLLEGE FEE INCOME					7,750
f FOSTER CARE INCOME					209,147
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	116,826	
4 Dividends and interest from securities. . . .			14	289,219	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	12,318	
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	150,955	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					672,677
11 Other revenue					
a MISCELLANEOUS INCOME					215,499
b BARTER INCOME					1,954
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		155,821		569,318	14,326,653

13 **Total.** Add line 12, columns (b), (d), and (e). 13 15,051,792

(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)
1A	BOYS AND GIRLS SUMMER CAMP PROGRAMS WHICH FOSTER SELF WORTH
1B	EDUCATIONAL TRAINING PROGRAM USED TO DEVELOP SELF WORTH, LEADERSHIP AND TEAM BUILDING
1C	EDUCATIONAL RETREAT PROGRAM FOR MARRIAGE ENRICHMENT AND GROUP EDUCATIONAL DEVELOPMENT
1D	MARRIAGE ENRICHMENT PROGRAM
1E	LEADERSHIP DEVELOPMENT PROGRAM FOR COLLEGE STUDENTS
1F	FOSTER CARE PROGRAM WITH THE GA DEPT OF FAMILY AND CHILDREN SERVICES
11A	TAX VENDORS' COMPENSATION, DEPOSIT FORFEITURES AND OTHER MISC INCOME
11B	INCOME FOR PROGRAMMING SERVICES PROVIDED

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)**		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

(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

Signature of officer or trustee	Date	Title
	2019-11-08	

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶				Firm's EIN ▶
Firm's address ▶				Phone no

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
DONALD M CATHY 5200 BUFFINGTON ROAD ATLANTA, GA 30349	CEO 1 0	0	0	0
DAN T CATHY 5200 BUFFINGTON ROAD ATLANTA, GA 30349	VICE-PRESIDENT 1 0	0	0	0
BRENT RAGSDALE 5200 BUFFINGTON ROAD ATLANTA, GA 30349	SECRETARY/TREASURER 1 0	0	0	0
MICHAEL SCHIEFFER PO BOX 490007 ROME, GA 30149	PRESIDENT 40 0	330,910	57,433	0
CYNTHIA K CATHY 5200 BUFFINGTON ROAD ATLANTA, GA 30349	DIRECTOR 1 0	0	0	0
RHONDA P CATHY 5200 BUFFINGTON ROAD ATLANTA, GA 30349	DIRECTOR 1 0	0	0	0
JAMES CATHY 5200 BUFFINGTON ROAD ATLANTA, GA 30349	DIRECTOR 1 0	0	0	0
PHILIP S TUTTLE 5200 BUFFINGTON ROAD ATLANTA, GA 30349	DIRECTOR 1 0	0	0	0
JULIE BAUMGARDNER 5200 BUFFINGTON ROAD ATLANTA, GA 30349	DIRECTOR 1 0	0	0	0

TY 2018 Accounting Fees Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CARR RIGGS & INGRAM	9,450			9,450
CAPIN CROUSE LLP	49,550		1,906	47,644

TY 2018 All Other Program Related Investments Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Depreciation Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

TY 2018 General Explanation Attachment

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

General Explanation Attachment

Identifier	Return Reference	Explanation	
1	WinS	WinS	WinShape Foundation, Inc is the sole member of WinShape Homes, LLC and WinShape Foster Care, LLC The financial information for WinShape Homes, LLC and WinShape Foster Care,LLC are included in the 990PF return for WinShape Foundation, Inc and there is no separate filing for WinShape Homes, LLC or WinShape Foundation, LLC

General Explanation Attachment

Identifier	Return Reference	Explanation	
2	2018 DEPRECIATION SCHEDULE	2018 DEPRECIATION SCHEDULE	WinShape Foundation, Inc 58-1595471 2018 Form 990-PF Part I, Line 19/Part II, Line 14 CLASS COST PY ACCUM DEP CY DEPREC TOT ACC DEP AUTOS 2,586,552 1,297,232 294,236 1,591,467 BUILDINGS 7,950,213 2,427,770 202,129 2,629,900 EQUIPMENT 4,617,693 3,637,675 251,747 3,889,422 FURNITURE & FIX 4,750,783 4,486,393 110,854 4,597,247 LAND IMPROVEMENTS 292,369 206,079 7,921 214,000 LEASEHOLD IMP 49,426,596 23,278,873 2,309,053 25,587,926 OFFICE EQUIPMENT 1,277,112 932,595 71,065 1,003,661 COMPUTER SOFTWARE 913,346 694,779 114,033 808,812 GRAND TOTALS 71,814,664 36,961,397 3,361,038 40,322,435 LESS DISPOSITION (296,352) (269,566) NET TOTALS 71,518,312 40,052,870 DEPREC ASSETS 71,518,312 LAND 1,971,949 CONSTRUCTION IN PROGRESS 103,664 LESS ACCUM DEPRC (40,052,870) NET FIXED ASSETS 33,541,056

TY 2018 Investments Corporate Stock Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NON VOTING STOCK HELD	306,760,938	872,874,305

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TY 2018 Investments - Other Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SECURITIES		10,717	9,512
INVESTMENT ACCT.		7,407,920	7,182,508

TY 2018 Legal Fees Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ARNALL GOLDEN GREGORY LLP	1,058			1,058
THE BALDWIN LAW FIRM, LLC	21,665			49,428
CT CORPORATION SYSTEM	8,367			5,505
HALL GILLIGAN ROBERTS SHANLEVE	10,912		2,013	8,938
LAW OFFICES OF BETH T PAXTON	410			195
TROUTMAN SANDERS LLP	28,461			27,262
ALSTON & BIRD	557		2	555
RUBERTI LAW	2,915		572	1,475
BIRD LOECHEL BRITTAIN&MCCANTS	12,395			17,869
CHANCE LAW LLC	2,288		1,359	778
GAMMON & GRANGE PC	896			0
LAW OFFICE MARSHALL SANDERS	14,876		4,548	10,328

TY 2018 Other Decreases Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Description	Amount
PY ADJUSTMENT FOR ACCRUED BENEFITS	6,805,714

TY 2018 Other Expenses Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOOD	2,591,230		1,229,751	1,261,424
INSURANCE	281,834	299	78,424	200,891
OFFICE EXPENSES	161,377		42,152	125,900
PROGRAMMING	8,169,374		3,834,716	3,809,349
ADVERTISING	1,500,457		510,809	812,692
STAFF EXPENSES	1,063,514		392,408	660,850
FINANCE & BANK CHARGES	328,712	30,969	183,493	143,346
SPECIAL ACTIVITIES	1,581,895		515,565	956,780
KITCHEN & MISCELLANEOUS	659,367		89,332	333,734
OTHER SERVICES	11,256		-514	32,722

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONTRACT LABOR	174,718		65,100	109,784
SUPPORT SERVICES	935,959			935,959
IT EXPENSES	714,532		43,020	490,660
STORE EXPENSE	38,302		20,935	32,989

TY 2018 Other Income Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISCELLANEOUS INCOME	215,499		215,499
UNRELATED BUSINESS INCOME	155,821		155,821
FEE INCOME	13,436,523		13,436,523
BARTER INCOME	1,954		1,954

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TY 2018 Other Increases Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Description	Amount
UNREALIZED ACTUARIAL GAIN	1,686,022
ROUNDING	3

TY 2018 Other Liabilities Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Description	Beginning of Year - Book Value	End of Year - Book Value
FLEXIBLE ACCOUNT PAYABLE	9,157	0
RETIREMENT PAYABLE	2,620	395
EQUIPMENT LEASE PAYABLE	38,855	30,839
TAX PAYABLE	22,537	57,478
ACCRUED POST RETIREMENT BENEFITS	0	6,325,265

TY 2018 Sales Of Inventory Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
FOOD AND STORE SALES	1,438,799	766,122	672,677

TY 2018 Taxes Schedule

Name: WINSHAPE FOUNDATIONINC

EIN: 58-1595471

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL PROPERTY TAXES	33,440	576	576	32,864
SALES & USE TAX	79,648		30,566	49,082
OTHER TAXES	9,427		655	10,159
EXCISE TAXES	3,428			3,428

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Go to *www irs gov/Form990* for the latest information

OMB No 1545-0047

2018

Name of the organization
WINSHAPE FOUNDATIONINC

Employer identification number
58-1595471

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 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

☑ 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

☐ 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

☐ 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 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ 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 *exclusively* 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 *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* 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)

Name of organization
WINSHAPE FOUNDATIONINC

Employer identification number
58-1595471

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 ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
____		$ ____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
____		$ ____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
____		$ ____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
____		$ ____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
____		$ ____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization	Employer identification number
WINSHAPE FOUNDATIONINC	58-1595471

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
8	FOOD	$ 99 014	2018-12-31

(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
WINSHAPE FOUNDATIONINC

Employer identification number
58-1595471

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 58-1595471
Name: WINSHAPE FOUNDATIONINC

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
1	CHICK-FIL-A INC 5200 BUFFINGTON RD ATLANTA, GA 30349	$ 1,070,463	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	NATIONAL CHRISTIAN FDN 1100 JOHNSON FERRY RD NE SUITE 24 ATLANTA, GA 30342	$ 78,650	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	CHICK-FIL-A BOWL 235 ANDREW YOUNG INTERNATIONAL BLVD ATLANTA, GA 30303	$ 148,348	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	FRAZIER DEETER LLC 600 PEACHTREE STNE SUITE 1900 ATLANTA, GA 30308	$ 8,500	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	S TRUETT CATHY ESTATE 5200 BUFFINGTON ROAD ATLANTA, GA 30349	$ 30,245,714	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	WYATT SHUPACH 5805 PLANTATION DRIVE ROSWELL, GA 30075	$ 10,001	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

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
7	SOUTHSIDE CHURCH 777 ROBINSON ROAD PEACHTREE CITY, GA 30269	$ 30,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
8	DWARF HOUSE GROUP 5200 BUFFINGTON ROAD ATLANTA, GA 30349	$ 99,014	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
9	ESTATE OF JOSEPH HARRELL 107 RUNNYMEADE ROAD GRIFFING, GA 30224	$ 149,290	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)