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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

ENVELOPE POSTMARK DATE OCT 30 2019

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

Name of foundation: ED AND CLAUDE FORTSON

A Employer identification number: 58-6201850

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): 888-730-4933

6

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 ▶ [ ]

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: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

04

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) ▶ $ 7,289,021.

J Accounting method: [X] 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 ▶ [ ]

3/4

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 ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	161,164.	158,441.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	162,996.			
b Gross sales price for all assets on line 6a 671,841.				
7 Capital gain net income (from Part IV, line 2)		162,996.		
8 Net short-term capital gain				
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)	3,193.	3,193.		STMT 2
12 **Total** Add lines 1 through 11	327,353.	324,630.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	90,887.	68,165.		22,722.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	995.	NONE	NONE	995.
c Other professional fees (attach schedule) STMT 4	9,689.			9,689.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	8,741.	3,641.		
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	102.	101.		1.
24 **Total operating and administrative expenses.** Add lines 13 through 23	110,414.	71,907.	NONE	33,407.
25 Contributions, gifts, grants paid	277,500.			277,500.
26 **Total expenses and disbursements** Add lines 24 and 25	387,914.	71,907.	NONE	310,907.
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	-60,561.			
b **Net investment income** (if negative, enter -0-)		252,723.		
c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	160,784.	260,189.	260,189.
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			
b	Investments - corporate stock (attach schedule) STMT 8			
c	Investments - corporate bonds (attach schedule) STMT 14			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 15	6,554,786.	6,394,699.	7,028,832.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ 997980412 OLD GRIFFIN RD. LOT)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,715,570.	6,654,888.	7,289,021.
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	6,715,570.	6,654,888.	
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)	6,715,570.	6,654,888.	
31	**Total liabilities and net assets/fund balances** (see instructions)	6,715,570.	6,654,888.	

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	6,715,570.
2	Enter amount from Part I, line 27a	2	-60,561.
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	245.
4	Add lines 1, 2, and 3	4	6,655,254.
5	Decreases not included in line 2 (itemize) ▶ PY RETURN OF CAPITAL ADJUSTMENT	5	366.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,654,888.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	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	671,841.		508,845.	162,996.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				162,996.
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	162,996.
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	340,205.	6,200,497.	0.054867
2016	315,825.	7,035,253.	0.044892
2015	521,631.	7,600,290.	0.068633
2014	313,952.	8,030,698.	0.039094
2013	259,030.	7,725,958.	0.033527

2	**Total** of line 1, column (d) . . .	2	0.241013
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	0.048203
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 . . .	4	7,780,657.
5	Multiply line 4 by line 3. . .	5	375,051.
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	2,527.
7	Add lines 5 and 6 . . .	7	377,578.
8	Enter qualifying distributions from Part XII, line 4 . . .	8	310,907.

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	5,054.
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	5,054.
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	5,054.
6	Credits/Payments			
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a 2,632.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c 1,160.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	3,792.
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	1,262.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2019 estimated tax** ▶ NONE **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 ▶ GA			
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

2

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 22 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?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ 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, N.A 100 N MAIN ST MAC D4001-117, WINSTON SALEM, NC 27101	TRUSTEE 1	90,887	-0-	-0-
JAMES L HENDERSON JR 797 WYNN DRIVE, HAMPTON, GA 30228	ADV COMM 0	-0-	-0-	-0-
KEITH MCBRAYER 595 SOUTH HAMPTON ROAD, HAMPTON, GA 30228	ADV COMM 0	-0-	-0-	-0-
J W MARTIN 106 WOODCREST DRIVE, GRIFFIN, GA 30223	ADV COMM	-0-	-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	7,698,768.
b	Average of monthly cash balances	1b	200,376.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	7,899,144.
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	7,899,144.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	118,487.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,780,657.
6	**Minimum investment return.** Enter 5% of line 5	6	389,033.

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	389,033.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	5,054.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,054.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	383,979.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	383,979.
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	383,979.

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	310,907.
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	310,907.
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	310,907.

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				383,979.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			164,676.	
b Total for prior years 20 16 ,20 15 ,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 . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 310,907.				
a Applied to 2017, but not more than line 2a			164,676.	
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				146,231.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				237,748.
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	NONE			
10 Analysis of line 9				
a Excess from 2014 . . . NONE				
b Excess from 2015 . . . NONE				
c Excess from 2016 . . . NONE				
d Excess from 2017 . . . NONE				
e Excess from 2018 . . . NONE				

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))

NONE

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

NONE

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

Check here ▶ [X] 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.

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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 STATEMENT 27				277,500.
Total ▶ **3a**				277,500.
b *Approved for future payment*				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	161,164.	
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	162,996.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b PARTNERSHIP/S-CORP			1	3.	
c ANNUITIES FROM NON			1	3,190.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				327,353.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 327,353.

(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

		Line	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. Wells Fargo Bank, N.A. | 10/10/2019 | TRUSTEE

Signature of officer or trustee | Date | Title

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		10/10/2019	X	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
USGI REPORTED AS NONQUALIFIED DIVIDENDS	683.	683.
FOREIGN DIVIDENDS	27,492.	27,492.
NONDIVIDEND DISTRIBUTIONS	2,723.	
DOMESTIC DIVIDENDS	46,939.	46,939.
OTHER INTEREST	18,487.	18,487.
FOREIGN INTEREST	409.	409.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	8,524.	8,524.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	2,346.	2,346.
OID INCOME	1.	1.
OID INCOME ON USGI	29.	29.
OID ADJUSTMENT	-1.	-1.
OID INCOME ADJUSTMENT ON USGI	-29.	-29.
US GOVERNMENT INTEREST REPORTED AS QUALI	44.	44.
NONQUALIFIED FOREIGN DIVIDENDS	7,206.	7,206.
NONQUALIFIED DOMESTIC DIVIDENDS	36,760.	36,760.
SECTION 199A DIVIDENDS	9,551.	9,551.
TOTAL	161,164.	158,441.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ANNUITIES FROM NONQUALIFIED PLANS (SECTI	3,190.	3,190.
FROM PARTNERSHIP/S-CORP	3.	3.
TOTALS	3,193.	3,193.

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	995.			995.
TOTALS	995.	NONE	NONE	995.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
SCHOLARSHIP ADMIN FEES	9,689.	9,689.
TOTALS	9,689.	9,689.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	3,085.	3,085.
FEDERAL TAX PAYMENT - PRIOR YE	5,100.	
FOREIGN TAXES ON NONQUALIFIED	556.	556.
TOTALS	8,741.	3,641.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER EXPENSE (NON-DEDUCTIBLE	1.		1.
INVESTMENT EXPENSES-DIVIDEND I	101.	101.	
TOTALS	102.	101.	1.

ED AND CLAUDE FORTSON 58-6201850

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

DESCRIPTION
3137EACA5 FED HOME LN MTG CORP
912828KQ2 US TREASURY NOTE
912828HR4 US TREASURY NOTE
912828NT3 US TREASURY NOTE
912828PK0 US TREASURY NOTE
3135G0ZR7 FED NATL MTG ASSN
912828F21 US TREASURY NOTE
912828WJ5 US TREASURY NOTE
912828U24 US TREASURY NOTE
TOTALS

ED AND CLAUDE FORTSON 58-6201850

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

008252108 AFFILIATED MANAGERS
014491104 ALEXANDER & BALDWIN
017175100 ALLEGHANY CORP DEL N
032095101 AMPHENOL CORP CL A
03748R101 APARTMENT INVT & MGM
037833100 APPLE INC
053484101 AVALONBAY CMNTYS INC
084670702 BERKSHIRE HATHAWAY I
097023105 BOEING CO
101121101 BOSTON PROPERTIES IN
115637209 BROWN FORMAN CORP CL
12572Q105 CME GROUP INC
126650100 CVS HEALTH CORPORATI
126804301 CABELAS INC
143130102 CARMAX INC
150870103 CELANESE CORP
17275R102 CISCO SYSTEMS INC
172908105 CINTAS CORP
20030N101 COMCAST CORP CLASS A
229663109 CUBESMART
243537107 DECKERS OUTDOOR CORP
25243Q205 DIAGEO PLC - ADR
254687106 WALT DISNEY CO
256746108 DOLLAR TREE INC
264411505 DUKE REALTY CORPORAT
26884U109 EPR PROPERTIES
278265103 EATON VANCE CORP COM
294752100 EQUITY ONE INC
29476L107 EQUITY RESIDENTIAL P

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION
297178105 ESSEX PPTY TR COM
30225T102 EXTRA SPACE STORAGE
313747206 FEDERAL RLTY INVT TR
32054K103 FIRST INDL RLTY TR I
370023103 GENERAL GROWTH PROPE
375558103 GILEAD SCIENCES INC
418056107 HASBRO INC
44107P104 HOST HOTELS & RESORT
464287200 ISHARES CORE S & P 5
46625H100 JPMORGAN CHASE & CO
483548103 KAMAN CORPCOMMON
49427F108 KILROY REALTY CORP C
517834107 LAS VEGAS SANDS CORP
532457108 ELI LILLY & CO COM
55261F104 M & T BANK CORPORATI
55262C100 MBIA INC
57686G105 MATSON INC.
58155Q103 MCKESSON CORP
594918104 MICROSOFT CORP
651587107 NEWMARKET CORP
679580100 OLD DOMINION FREIGHT
680665205 OLIN CORP 1 COM & 1
704326107 PAYCHEX INC
741511109 PRICESMART INC
74340W103 PROLOGIS INC
74460D109 PUBLIC STORAGE INC C
771195104 ROCHE HOLDINGS LTD -
77954Q106 T ROWE PRICE BLUE CH
78440X101 SL GREEN REALTY CORP

FORM 990PF, PART II - CORPORATE STOCK
=====================================

DESCRIPTION	
804395101	SAUL CTRS INC COM
806857108	SCHLUMBERGER LTD
817565104	SERVICE CORP INTL
828806109	SIMON PROPERTY GROUP
864159108	STURM RUGER & CO INC
867892101	SUNSTONE HOTEL INVS
872540109	TJX COMPANIES INC
87612E106	TARGET CORP
879080109	TEJON RANCH CO
88023U101	TEMPUR SEALY INTERNA
88033G407	TENET HEALTHCARE COR
883556102	THERMO FISHER SCIENT
89151E109	TOTAL S.A. - ADR
894650100	TREDEGAR CORPORATION
902641646	E-TRACS ALERIAN MLP
907818108	UNION PACIFIC CORP
911312106	UNITED PARCEL SERVIC
91324P102	UNITEDHEALTH GROUP I
92276F100	VENTAS INC COM
929042109	VORNADO REALTY TRUST
929160109	VULCAN MATERIALS COM
963320106	WHIRLPOOL CORP
981475106	WORLD FUEL SERVICES
G29183103	EATON CORP PLC
G9618E107	WHITE MTNS INS GROUP
09247X101	BLACKROCK INC
172967424	CITIGROUP INC.
28140H203	EDUCATION REALTY TRU
58933Y105	MERCK & CO INC NEW

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FORM 990PF, PART II - CORPORATE STOCK
=====================================

DESCRIPTION

74253Q747 PRINCIPAL MIDCAP FD-
74255L696 PRINCIPAL GL MULT ST
745867101 PULTE GRP INC
74925K581 BOSTON P LNG/SHRT RE
78463X863 SPDR DJ WILSHIRE INT
862121100 STORE CAPITAL CORP
866674104 SUN CMNTYS INC COM
871503108 SYMANTEC CORP
015271109 ALEXANDRIA REAL ESTA
02079K107 ALPHABET INC CL C
03027X100 AMERICAN TOWER CORP
03076C106 AMERIPRISE FINL INC
058498106 BALL CORP
217204106 COPART INC COM
22822V101 CROWN CASTLE INTL CO
233326107 DST SYS INC COM
260003108 DOVER CORP COM
28035Q102 EDGEWELL PERSONAL CA
29272W109 ENERGIZER SPINCO INC
29444U700 EQUINIX INC
361448103 GATX CORP
405217100 HAIN CELESTIAL GROUP
515098101 LANDSTAR SYS INC COM
56501R106 MANULIFE FINANCIAL C
68557N103 ORBITAL ATK INC
693475105 PNC FINANCIAL SERVIC
867224107 SUNCOR ENERGY INC NE
868157108 SUPERIOR ENERGY SERV
903293405 USG CORP COM NEW

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION
928377100 VISTA OUTDOOR INC
929089100 VOYA FINANCIAL INC
95040Q104 WELLTOWER INC
00770G847 JOHCM INTERNATIONAL
024835100 AMERICAN CAMPUS CMNT
04247X102 ARMSTRONG WORLD INDU
072730302 BAYER AG - ADR
105368203 BRANDYWINE RLTY TR B
12504L109 CBRE GROUP INC
177376100 CITRIX SYS INC COM
192446102 COGNIZANT TECH SOLUT
19625X102 COLONY STARWOOD HOME
262037104 DRIL-QUIP INC COM
29472R108 EQUITY LIFESTYLE PPT
43300A104 HILTON WORLDWIDE HOL
70959W103 PENSKE AUTO GROUP IN
71943U104 PHYSICIANS REALTY TR
74144Q203 T ROWE PRICE INST EM
743315103 PROGRESSIVE CORP OHI
758849103 REGENCY CENTERS CORP
81721M109 SENIOR HOUSING PROP
848574109 SPIRIT AEROSYTSEMS H
84860W102 SPIRIT RLTY CAP INC
85254J102 STAG INDUSTRIAL INC
875465106 TANGER FACTORY OUTLE
88146M101 TERRENO REALTY CORP
901165100 TWEEDY BROWNE FD GLO
H84989104 TE CONNECTIVITY LTD
N47279109 INTERXION HOLDING NV

ED AND CLAUDE FORTSON 58-6201850

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	
TOTALS	

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION
037833AK6 APPLE INC
315920702 FID ADV EMER MKTS IN
031162AZ3 AMGEN INC
06051GEC9 BANK OF AMERICA CORP
084664BE0 BERKSHIRE HATHAWAY
166751AJ6 CHEVRON CORP
260543CF8 DOW CHEMICAL CO/THE
36962G5J9 GENERAL ELEC CAP COR
38141GFG4 GOLDMAN SACHS GROUP
406216BD2 HALLIBURTON COMPANY
464288588 ISHARES MBS ETF
46429B366 ISHARES CMBS ETF
46625HHU7 JPMORGAN CHASE & CO
494550AY2 KINDER MORGAN ENER
713448BN7 PEPSICO INC
742718DY2 PROCTER & GAMBLE CO/
887317AF2 TIME WARNER INC
92343VBR4 VERIZON COMMUNICATIO
931142CU5 WAL-MART STORES INC
94973VAS6 WELLPOINT INC
20825CAR5 CONOCOPHILLIPS
59156RBH0 METLIFE INC
913017BV0 UNITED TECHNOLOGIES
922031760 VANGUARD HIGH YIELD
437076BM3 HOME DEPOT INC
66989HAJ7 NOVARTIS CAPITAL COR
949917744 WF ULTR SHORT-TRMINC

TOTALS

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
70299RF16 PARTNERS GROUP PRIV	C			
SKY990RF9 SKYBRIDGE MULTI-ADVI	C			
GTC997004 GAI CORBIN MULTI STR	C			
SEE ATTACHED	C	6,554,786.		
229663109 CUBESMART	C		3,162.	5,021.
71943U104 PHYSICIANS REALTY TR	C		3,274.	3,126.
907818108 UNION PACIFIC CORP	C		9,133.	16,588.
804395101 SAUL CTRS INC COM	C		1,342.	1,369.
876664103 TAUBMAN CTRS INC COM	C		2,750.	2,411.
84860W300 SPIRIT REALTY CAPITA	C		7,414.	5,605.
742537236 PRINCIPAL GL MULT ST	C		75,135.	68,390.
74144Q203 T ROWE PRICE INST EM	C		363,000.	416,634.
G8060N102 SENSATA TECHNOLOGIES	C		11,326.	9,237.
243537107 DECKERS OUTDOOR CORP	C		5,545.	10,364.
651587107 NEWMARKET CORP	C		8,823.	12,775.
426281101 HENRY JACK & ASSOC I	C		8,478.	10,628.
879360105 TELEDYNE TECHNOLOGIE	C		18,634.	26,091.
75524B104 RBC BEARINGS INC	C		10,679.	12,586.
92927K102 WABCO HOLDINGS INC	C		23,709.	18,355.
015271109 ALEXANDRIA REAL ESTA	C		12,396.	13,829.
03748R101 APARTMENT INVT & MGM	C		7,957.	10,838.
22002T108 CORPORATE OFFICE PRO	C		2,309.	1,514.
531172104 LIBERTY PPTY TR SH B	C		3,661.	3,727.
00770G847 JOHCM INTERNATIONAL	C		333,000.	360,764.
172908105 CINTAS CORP	C		3,543.	11,759.
217204106 COPART INC COM	C		22,525.	39,180.
384109104 GRACO INC	C		17,561.	18,958.
749607107 RLI CORP COM	C		3,824.	4,829.
57060D108 MARKETAXESS HLDGS IN	C		13,091.	14,369.

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FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
04316A108 ARTISAN PARTNERS ASS	C		9,272.	6,810.
49427F108 KILROY REALTY CORP C	C		6,512.	6,728.
74460D109 PUBLIC STORAGE INC C	C		4,201.	6,072.
962166104 WEYERHAEUSER CO	C		3,114.	1,946.
828806109 SIMON PROPERTY GROUP	C		16,233.	18,983.
22822V101 CROWN CASTLE INTL CO	C		2,361.	3,042.
46187W107 INVITATION HOMES INC	C		13,275.	13,012.
61744J408 MORGN STANLY INSTL F	C		365,000.	280,721.
74925K581 ROBECO BP LNG/SHRT R	C		320,000.	302,025.
29362U104 ENTEGRIS INC	C		11,914.	10,991.
G0750C108 AXALTA COATING SYSTE	C		11,073.	8,010.
29272W109 ENERGIZER SPINCO INC	C		5,324.	6,592.
143130102 CARMAX INC	C		7,154.	11,417.
05278C107 AUTOHOME INC-ADR	C		27,152.	33,717.
264411505 DUKE REALTY CORPORAT	C		3,256.	4,921.
29444U700 EQUINIX INC	C		18,492.	21,154.
95040Q104 WELLTOWER INC	C		13,284.	16,173.
30225T102 EXTRA SPACE STORAGE	C		9,175.	11,491.
43300A203 HILTON WORLDWIDE HOL	C		5,358.	7,754.
17275R102 CISCO SYSTEMS INC	C		8,806.	16,465.
285512109 ELECTRONIC ARTS INC	C		5,202.	5,366.
375558103 GILEAD SCIENCES INC	C		7,506.	7,131.
20030N101 COMCAST CORP CLASS A	C		3,782.	5,686.
912828WJ5 US TREASURY NOTE 2.5	C		31,953.	29,945.
9128284F4 US TREASURY NOTE	C		19,650.	20,059.
912828KQ2 US TREASURY NOTE 3.1	C		31,963.	30,067.
742718DY2 PROCTER & GAMBLE CO/	C		27,781.	27,565.
913017BV0 UNITED TECHNOLOGIES	C		15,600.	14,689.
74256W584 PRINCIPAL MIDCAP FUN	C		236,069.	244,684.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
464287200 ISHARES S & P 500 IN	C		948,830.	1,102,807.
949917744 WF ADV ULTR SHORT-TR	C		124,971.	124,235.
70299PGP6 PARTNERS GROUP PRIVA	C		150,000.	286,963.
032095101 AMPHENOL CORP NEW	C		6,569.	13,935.
929160109 VULCAN MATLS CO	C		8,628.	12,745.
04247X102 ARMSTRONG WORLD INDU	C		8,996.	11,933.
76657Y101 RIGHTMOVE PLC-UNSP A	C		21,352.	20,557.
12514G108 CDW CORP/DE	C		19,232.	24,882.
925652109 VICI PROPERTIES INC	C		2,068.	1,822.
101121101 BOSTON PROPERTIES IN	C		5,482.	5,628.
29476L107 EQUITY RESIDENTIAL P	C		3,513.	4,027.
88146M101 TERRENO REALTY CORP	C		1,904.	2,497.
43283X105 HILTON GRAND VACATIO	C		3,955.	3,140.
74144T108 T ROWE PRICE GROUP I	C		9,243.	11,817.
83088M102 SKYWORKS SOLUTIONS I	C		13,169.	10,589.
74164M108 PRIMERICA INC	C		18,700.	23,548.
H42097107 UBS GROUP AG	C		12,500.	7,812.
02079K107 ALPHABET INC/CA	C		9,606.	19,677.
912828F21 US TREASURY NOTE 2.1	C		46,806.	45,563.
437076BM3 HOME DEPOT INC	C		25,719.	24,216.
912828NT3 US TREASURY NOTE 2.6	C		34,431.	33,047.
86562MAQ3 SUMITOMO MITSUI FINL	C		19,297.	19,488.
31641Q763 FIDELITY NEW MRKTS I	C		241,305.	222,457.
902641646 E-TRACS ALERIAN MLP	C		76,920.	39,342.
78463X863 SPDR DJ WILSHIRE INT	C		235,022.	188,433.
55261F104 M & T BANK CORPORATI	C		8,531.	12,309.
704326107 PAYCHEX INC	C		8,357.	13,812.
679580100 OLD DOMINION FREIGHT	C		24,167.	35,318.
297178105 ESSEX PPTY TR COM	C		10,401.	15,693.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
929042109 VORNADO REALTY TRUST	C		2,587.	2,605.
866674104 SUN CMNTYS INC COM	C		4,699.	8,950.
867892101 SUNSTONE HOTEL INVS	C		5,607.	5,464.
29472R108 EQUITY LIFESTYLE PPT	C		3,941.	5,342.
40414L109 HCP INC	C		3,717.	3,547.
192446102 COGNIZANT TECH SOLUT	C		11,944.	13,458.
594918104 MICROSOFT CORP	C		11,940.	31,995.
26875P101 EOG RESOURCES, INC	C		10,199.	8,459.
405217100 HAIN CELESTIAL GROUP	C		8,584.	4,298.
867224107 SUNCOR ENERGY INC NE	C		12,856.	13,929.
00206R102 AT & T INC	C		16,587.	13,699.
609207105 MONDELEZ INTERNATION	C		13,819.	12,890.
053484101 AVALONBAY CMNTYS INC	C		17,100.	19,842.
42225P501 HEALTHCARE TRUST OF	C		9,827.	9,086.
444097109 HUDSON PACIFIC PROPE	C		4,654.	3,894.
30224P200 EXTENDED STAY AMERIC	C		4,582.	3,612.
Y2573F102 FLEXTRONICS INTL LTD	C		12,022.	5,365.
532457108 ELI LILLY & CO COM	C		6,936.	10,646.
771195104 ROCHE HOLDINGS LTD -	C		11,526.	11,282.
872540109 TJX COS INC NEW	C		3,591.	5,816.
89151E109 TOTAL FINA ELF S.A.	C		15,023.	15,758.
911312106 UNITED PARCEL SERVIC	C		10,453.	11,216.
87612E106 TARGET CORP	C		5,684.	6,411.
517834107 LAS VEGAS SANDS CORP	C		11,341.	11,191.
172967424 CITIGROUP INC	C		7,409.	8,954.
848574109 SPIRIT AEROSYTSEMS H	C		3,617.	5,767.
59156RBH0 METLIFE INC 3.600% 4	C		25,958.	25,172.
9128284T4 US TREASURY NOTE	C		19,993.	20,066.
26078JAA8 DOWDUPONT INC	C		15,024.	15,144.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912828XQ8 US TREASURY NOTE	C		24,922.	24,588.
912828M56 US TREASURY NOTE	C		19,879.	19,559.
912828N30 US TREASURY NOTE	C		45,285.	44,366.
00206RDC3 AT&T INC	C		15,185.	15,249.
06051GEC9 BANK OF AMERICA CORP	C		16,901.	15,507.
912828QN3 U S TREASURY NT 3.12	C		20,280.	20,297.
14040HBP9 CAPITAL ONE FINANCIA	C		14,804.	14,806.
017175100 ALLEGHANY CORP DEL	C		8,962.	14,960.
886547108 TIFFANY & CO NEW	C		11,315.	9,903.
70959W103 PENSKE AUTO GROUP IN	C		8,539.	8,306.
256746108 DOLLAR TREE INC	C		10,012.	14,542.
045327103 ASPEN TECHNOLOGY INC	C		14,088.	18,901.
257651109 DONALDSON CO INC	C		8,695.	8,027.
262037104 DRIL-QUIP INC COM	C		16,239.	9,069.
562750109 MANHATTAN ASSOCIATES	C		3,766.	3,898.
891092108 TORO CO	C		12,010.	10,170.
741511109 PRICESMART INC	C		12,768.	10,520.
40418F108 HFF INC	C		14,688.	12,932.
73278L105 POOL CORPORATION	C		12,201.	16,797.
875465106 TANGER FACTORY OUTLE	C		2,720.	2,143.
N47279109 INTERXION HOLDING NV	C		4,060.	6,120.
254687106 WALT DISNEY CO	C		8,178.	12,500.
09247X101 BLACKROCK INC	C		10,281.	11,392.
961214DW0 WESTPAC BANKING CORP	C		14,407.	14,457.
3135G0ZR7 FED NATL MTG ASSN 2.	C		47,524.	45,840.
66989HAJ7 NOVARTIS CAPITAL COR	C		25,795.	24,217.
464288588 ISHARES BARCLAYS MBS	C		60,889.	59,127.
058498106 BALL CORP	C		12,579.	15,357.
418056107 HASBRO INC	C		5,525.	9,506.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
737446104 POST HOLDINGS INC	C		8,844.	9,983.
60786M105 MOELIS & CO	C		14,797.	9,867.
606822BA1 MITSUBISHI UFJ FIN	C		20,052.	20,092.
9128283W8 US TREASURY NOTE	C		14,882.	15,077.
404280AN9 HSBC HOLDING PLC 4.0	C		15,103.	15,195.
74340W103 PROLOGIS INC	C		18,078.	23,077.
26884U109 EPR PROPERTIES	C		5,601.	7,171.
02665T306 AMERICAN HOMES 4 REN	C		5,914.	5,558.
037833100 APPLE COMPUTER INC C	C		12,400.	26,816.
097023105 BOEING COMPANY	C		5,528.	10,965.
25243Q205 DIAGEO PLC - ADR	C		11,331.	13,755.
437076102 HOME DEPOT INC	C		7,496.	8,763.
G29183103 EATON CORP PLC	C		8,336.	9,406.
12572Q105 CME GROUP INC	C		7,042.	13,545.
98978V103 ZOETIS INC	C		6,230.	9,666.
172967LQ2 CITIGROUP INC	C		19,938.	19,279.
38148LAE6 GOLDMAN SACHS GROUP	C		15,489.	14,352.
922031760 VANGUARD HIGH YIELD	C		355,133.	331,938.
03027X100 AMERICAN TOWER REIT	C		2,929.	4,746.
654106103 NIKE INC CL B	C		9,649.	13,790.
693475105 PNC FINANCIAL SERVIC	C		8,086.	10,990.
46625H100 JPMORGAN CHASE & CO	C		9,207.	15,131.
58933Y105 MERCK & CO INC NEW	C		7,507.	11,462.
150870103 CELANESE CORP	C		7,506.	12,146.
H84989104 TE CONNECTIVITY LTD	C		9,163.	10,210.
06367T7H7 BANK OF MONTREAL	C		14,993.	14,992.
126650DC1 CVS HEALTH CORP	C		19,982.	19,943.
61746BEA0 MORGAN STANLEY	C		20,072.	19,576.
94973VAS6 WELLPOINT INC 4.350%	C		10,813.	10,176.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
05567LT31 BNP PARIBAS 5.000% 1	C		20,989.	20,695.
963320106 WHIRLPOOL CORP	C		7,345.	5,664.
862121100 STORE CAPITAL CORP	C		18,119.	21,346.
N22717107 CORE LABORATORIES N	C		4,773.	3,102.
038336103 APTARGROUP INC	C		6,051.	6,867.
303075105 FACTSET RESH SYS INC	C		11,123.	13,609.
32054K103 FIRST INDL RLTY TR I	C		1,557.	2,684.
758849103 REGENCY CENTERS CORP	C		10,767.	10,914.
126650100 CVS/CAREMARK CORPORA	C		14,340.	13,628.
512807108 LAM RESEARCH CORP CO	C		9,166.	7,353.
883556102 THERMO FISHER SCIENT	C		5,501.	12,756.
56501R106 MANULIFE FINANCIAL C	C		7,720.	7,989.
91324P102 UNITEDHEALTH GROUP I	C		5,424.	18,684.
084670702 BERSHIRE HATHAWAY IN	C		4,872.	8,371.
064159FL5 BANK OF NOVA SCOTIA	C		14,749.	14,870.
46625HHU7 JPMORGAN CHASE & CO	C		25,047.	23,414.
912828U24 US TREASURY NOTE	C		28,663.	28,637.
260543CF8 DOW CHEMICAL CO/THE	C		14,972.	14,246.
77954Q403 T ROWE PRICE BLUE CH	C		358,759.	590,824.
037833AK6 APPLE INC 2.400% 5/0	C		24,675.	24,173.
406216BD2 HALLIBURTON COMPANY	C		23,374.	22,830.
115637209 BROWN FORMAN CORP CL	C		6,084.	10,563.
177376100 CITRIX SYS INC COM	C		8,267.	13,217.
743315103 PROGRESSIVE CORP OHI	C		4,137.	7,360.
TOTALS		6,554,786.	6,394,699.	7,028,832.

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

NAME: WELLS FARGO BANK N.A

ADDRESS: 100 N MAIN ST MAC D4001-117
WINSTON SALEM, NC 27101

TELEPHONE NUMBER: (888)730-4933

RECIPIENT NAME:
HENRY COUNTY CANCER SERVICES INC
ADDRESS:
P.O.BOX 3417
McDonough, GA 30253
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
THE HENRY COUNTY COUNCIL ON
AGING, INC
ADDRESS:
1050 FLORENCE MCGARITY BLVD
MCDONOUGH, GA 30252
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SOUTHERN CRESCENT SEXUAL ASSAULT CENTER,
ADDRESS:
7960C N MCDONOUGH ST
Jonesboro, GA 30236
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
ROBERT W. WOODRUFF ARTS CENTER INC
ADDRESS:
1280 PEACHTREE ST NE
Atlanta, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 35,000.

RECIPIENT NAME:
HAMPTON HIGH SCHOOL
ADDRESS:
795 HAMPTON LOCUST GROVE RD
Hampton, GA 30228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
THE GENEALOGICAL SOCIETY OF HENRY
AND CLAYTON COUNTIES, INC
ADDRESS:
71 MACON ST
McDonough, GA 30253
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
CONNECTING HENRY INC
ADDRESS:
66 VETERANS DR
McDonough, GA 30253
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CHILDREN'S HEALTHCARE OF ATLANTA
ADDRESS:
35 JESSE HILL JR DR SE
Atlanta, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
BEREA CHRISTIAN CHURCH
ADDRESS:
37 WOOLSEY RD,
Hampton, GA 30228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 55,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
A FRIENDS HOUSE INC
ADDRESS:
111 HENRY PKWY
McDonough, GA 30253
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
HENRY COUNTY HIGH SCHOOL
FOUNDATION, INC.
ADDRESS:
401 TOMLINSON ST
McDonough, GA 30253
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
HAMPTON UNITED METHODIST CHURCH
ADDRESS:
10 W MAIN ST
Hampton, GA 30228
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 55,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
FLINT RIVER COUNCIL
ADDRESS:
1363 ZEBULON RD
Griffin, GA 30224
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID .... 10,000.

TOTAL GRANTS PAID: 277,500.

FEDERAL FOOTNOTES

THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED SOLELY ON AN HOURLY BASIS. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICESSUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING WITH DISTRIBUTION PROVISIONS, AND COMPLYING WITH FEDERAL AND STATE LAWS APPLICABLE TO PRIVATE FOUNDATIONS, PLUS ASSET MANAGEMENT SERVICES SUCH AS CREATING ASSET ALLOCATION STRATEGIES, INVESTMENT REPORTING AND REALLOCATING AND REBALANCING OF PORTFOLIOS AS NECESSARY.

FEDERAL FOOTNOTES

PART VIII: INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS, HIGHLY PAID EMPLOYEES, AND CONTRACTORS.THE COMPENSATION REPORTED IN COLUMN (C) IS CALCULATED BASED ON PERIODIC MARKET VALUES AND/OR THE APPLICABLE FEE AGREEMENT. IT IS NOT DETERMINED ON AN HOURLY BASIS AND THE REFERENCE TO ONE HOUR PER WEEK IS AN ESTIMATE ONLY. CORPORATE TRUSTEE SERVICES INCLUDE, BUT ARE NOT LIMITED TO, ADMINISTRATIVE SERVICES SUCH AS FIDUCIARY ACCOUNTING, CUSTODY OF ASSETS, COMPLYING WITH TAX FILING REQUIREMENTS, COMPLYING 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.