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OMB No 1545-0052

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceReturn of Private Foundation  
or Section 4947(a)(1) Trust Treated as Private Foundation

2018

► Do not enter social security numbers on this form as it may be made public.  
► Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information. (404)

Open to Public Inspection

For calendar year 2018 or tax year beginning 07/01/18, and ending 06/30/19

Name of foundation

WALTER G CANIPE FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

3412 PACES FERRY CIRCLE SE

Room/suite

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

SMYRNA GA 30080

G Check all that apply

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at  
end of year (from Part II, col. (c)).

J Accounting method

Cash

Accrual

 Other (specify)

Line 16) ► \$ 3,457,620 (Part I, column (d) must be on cash basis)

A Employer identification number

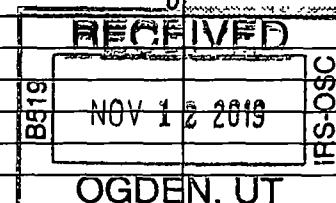
58-1712262

B Telephone number (see instructions)

770-434-7490

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2 Foreign organizations meeting the  
85% test, check here and attach compilation ► E If private foundation status was terminated under  
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► 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)

1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2	2		
4 Dividends and interest from securities	74,501	74,501		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	STMT 1	168,817		
b Gross sales price for all assets on line 6a	723,677			
7 Capital gain net income (from Part IV, line 2)		34,564		
8 Net short-term capital gain			0	
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)				
12 Total. Add lines 1 through 11	243,320	109,067	0	
13 Compensation of officers, directors, trustees, etc		0		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	STMT 2	2,950	2,950	
c Other professional fees (attach schedule)	STMT 3	28,332	28,332	
17 Interest				
18 Taxes (attach schedule) (see instructions)	STMT 4	371		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (all sch)				
24 Total operating and administrative expenses.				
Add lines 13 through 23		31,653	31,282	0 0
25 Contributions, gifts, grants paid		171,000		171,000
26 Total expenses and disbursements. Add lines 24 and 25		202,653	31,282	0 171,000
27 Subtract line 26 from line 12		40,667		
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)			77,785	
c Adjusted net income (if negative, enter -0-)				0



920 25

<b>Part II</b> <b>Balance Sheets</b>	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash – non-interest-bearing		<b>27,372</b>	<b>24,051</b>
2	Savings and temporary cash investments			
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)	0		
7	Other notes and loans receivable (att schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments – U S and state government obligations (attach schedule)	<b>SEE STMT 5</b>		
b	Investments – corporate stock (attach schedule)		<b>2,677,353</b>	<b>2,658,663</b>
c	Investments – corporate bonds (attach schedule)			<b>3,314,611</b>
11	Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach sch) ►			
12	Investments – mortgage loans			
13	Investments – other (attach schedule)	<b>SEE STATEMENT 6</b>	<b>56,280</b>	<b>118,958</b>
14	Land, buildings, and equipment basis ►			<b>118,958</b>
	Less accumulated depreciation (attach sch) ►			
15	Other assets (describe ►	)		
16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)		<b>2,761,005</b>	<b>2,801,672</b>
				<b>3,457,620</b>
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 ►	)	0	0
23	<b>Total liabilities</b> (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	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 ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds		<b>2,761,005</b>	<b>2,801,672</b>
30	<b>Total net assets or fund balances</b> (see instructions)		<b>2,761,005</b>	<b>2,801,672</b>
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		<b>2,761,005</b>	<b>2,801,672</b>

**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	<b>2,761,005</b>
2	Enter amount from Part I, line 27a	2	<b>40,667</b>
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	<b>2,801,672</b>
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	<b>2,801,672</b>

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**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)
<b>1a CAPITAL GAIN DISTRIBUTIONS</b>				
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 <b>34,564</b>			<b>34,564</b>	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			<b>34,564</b>	
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	<b>34,564</b>
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

 Yes  No

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

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	<b>164,587</b>	<b>3,161,957</b>	<b>0.052052</b>
2016	<b>154,702</b>	<b>2,998,610</b>	<b>0.051591</b>
2015	<b>155,660</b>	<b>2,935,864</b>	<b>0.053020</b>
2014	<b>150,000</b>	<b>3,045,714</b>	<b>0.049250</b>
2013	<b>149,484</b>	<b>2,892,836</b>	<b>0.051674</b>

2 Total of line 1, column (d)

**2 0.257587**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 0.051517**

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

**4 3,353,970**

5 Multiply line 4 by line 3

**5 172,786**

6 Enter 1% of net investment income (1% of Part I, line 27b)

**6 778**

7 Add lines 5 and 6

**7 173,564**

8 Enter qualifying distributions from Part XII, line 4

**8 171,000**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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	<b>1,556</b>
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)	2	0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		
3	Add lines 1 and 2	3	<b>1,556</b>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	<b>1,556</b>
6	Credits/Payments	6a 6b 6c 6d	
a	2018 estimated tax payments and 2017 overpayment credited to 2018		
b	Exempt foreign organizations – tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	<b>13</b>
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	
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ►	11	
		Refunded	

**Part VII-A Statements Regarding Activities**

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition 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		<input checked="" type="checkbox"/>	
c	Did the foundation file Form 1120-POL for this year?		<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	<input checked="" type="checkbox"/>	
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 <i>General Instruction T</i>	5	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
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	<input checked="" type="checkbox"/>	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ► <b>NONE</b>	8b	<input checked="" type="checkbox"/>	
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 <i>General Instruction G</i> ? If "No," attach explanation	9	<input checked="" type="checkbox"/>	
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 instructions for Part XIV If "Yes," complete Part XIV	10	<input checked="" type="checkbox"/>	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A**

	Yes	No
11		<b>X</b>
12		<b>X</b>
13	<b>X</b>	

14 The books are in care of ► **W KENT CANIPE**  
**3412 PACES FERRY CIRCLE SE**

Telephone no ► **770-434-7490**

Located at ► **SMYRNA** GA ZIP+4 ► **30080**

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** ►

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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

	Yes	No
16		<b>X</b>

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

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

1a During the year, did the foundation (either directly or indirectly)

Yes No

(1) Engage in the sale or exchange, or leasing of property with a disqualified person?

 Yes **X** No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

 Yes **X** No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?

 Yes **X** No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?

 Yes **X** 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 **X** 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 **X** 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

**N/A**► 

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?

**N/A**► 

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 **X** NoIf "Yes," list the years ► **20 20 20 20**

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions )

**N/A**► 

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 **X** 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 )

**N/A**► 

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

**4a**► 

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**► Form **990-PF** (2018)

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

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

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				

Total number of other employees paid over \$50,000

► 0

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**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
<b>NONE</b>		

Total number of others receiving over \$50,000 for professional services ►

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1 **N/A**

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 **N/A**

2

All other program-related investments. See instructions

3

Total. Add lines 1 through 3 ►

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**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	3,379,264
b	Average of monthly cash balances	1b	25,782
c	Fair market value of all other assets (see instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	3,405,046
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,405,046
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	51,076
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,353,970
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	167,699

**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	167,699
2a	Tax on investment income for 2018 from Part VI, line 5	2a	1,556
b	Income tax for 2018 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	1,556
3	Distributable amount before adjustments Subtract line 2c from line 1	3	166,143
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	166,143
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	166,143

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	171,000
a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1b	
b	Program-related investments – total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	171,000
b	Cash distribution test (attach the required schedule)	5	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	171,000
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		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

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				<b>166,143</b>
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2018				
a From 2013	5,874			
b From 2014	9,547			
c From 2015	5,367			
d From 2016	7,315			
e From 2017				
f Total of lines 3a through e	28,103			
4 Qualifying distributions for 2018 from Part XII, line 4 ► \$ <b>171,000</b>				
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				<b>166,143</b>
e Remaining amount distributed out of corpus	4,857			
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:	32,960			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 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				<b>0</b>
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)	5,874			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	27,086			
10 Analysis of line 9				
a Excess from 2014	9,547			
b Excess from 2015	5,367			
c Excess from 2016	7,315			
d Excess from 2017	4,857			
e Excess from 2018				

**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				
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
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				
					(e) Total

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

## 1 Information Regarding Foundation Managers

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

N/A

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

N/A

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

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

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

W KENT CANIPE, WALTER CANIPE FDN 770-434-7490

3412 PACES FERRY CIRCLE SE SMYRNA GA 30080

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

## **WRITTEN-BUDGET NEEDS AND PROPOSED USE OF FUNDS**

### c Any submission deadlines

N/A

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
<b>DOROTHYS PLACE</b>				<b>2,500</b>
<b>DUKE DIVINITY</b>				<b>3,500</b>
<b>DUKE UNIVERSITY</b>				<b>10,000</b>
<b>EMMAUS HOUSE</b>				<b>1,000</b>
<b>FIRST HUONG METHODIST CHURCH</b>				<b>2,000</b>
<b>FOUNDATION MONTEREY FREE LIBRARIES</b>				<b>1,000</b>
<b>GEORGIA CENTER FOR ADVOCACY</b>				<b>3,250</b>
<b>GEORGIA PUBLIC BROADCASTING</b>				<b>2,500</b>
<b>HOLY SPIRIT CATHOLIC CHURCH</b>				<b>2,500</b>
<b>MONTEREY PENINSULA BALLET</b>				<b>1,000</b>
<b>Total</b>			► 3a	
<b>b Approved for future payment</b>				
<b>N/A</b>				
<b>Total</b>			► 3b	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
<b>ALLIANCE THEATRE</b>				<b>4,000</b>
<b>ATLANTA SYMPHONY ORCHESTRA</b>				<b>3,000</b>
<b>BENEDICTINE JOHN PAUL II</b>				<b>7,000</b>
<b>BENEDICTINE MILITARY SCHOOL</b>				<b>10,000</b>
<b>BIG SUR LAND TRUST</b>				<b>1,000</b>
<b>CASA OF MONTEREY COUNTY</b>				<b>2,500</b>
<b>CRISIS ASSISTANCE MINISTRIES</b>				<b>1,000</b>
<b>CROSSNOTE SCHOOL</b>				<b>1,000</b>
<b>CUMBERLAND COLLEGE</b>				<b>2,000</b>
<b>DADS GARAGE</b>				<b>2,000</b>
<b>Total</b>			<b>► 3a</b>	<b>171,000</b>
<b>b Approved for future payment</b>				
<b>N/A</b>				
<b>Total</b>			<b>► 3b</b>	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i>				
<b>PFEIFFER UNIVERSITY</b>				<b>5,000</b>
<b>PIEDMONT HEALTHCARE FOUNDATION</b>				<b>4,000</b>
<b>RANCHO CIELO</b>				<b>2,000</b>
<b>SAVANNAH MUSIC FESTIVAL</b>				<b>10,000</b>
<b>ST BENEDICT CATHOLIC CHURCH</b>				<b>5,000</b>
<b>ST BENEDICT EPISCOPAL CHURCH</b>				<b>3,500</b>
<b>ST BENEDICTS MILITARY SCHOOL</b>				<b>17,750</b>
<b>ST BENEDICTS PATH TO SHINE</b>				<b>2,500</b>
<b>ST JAMES CATHOLIC CHURCH</b>				<b>10,000</b>
<b>ST JAMES CATHOLIC SCHOOL</b>				<b>5,000</b>
<b>Total</b>			► 3a	
<i>b Approved for future payment</i>				
<b>N/A</b>				
<b>Total</b>			► 3b	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
<b>THE ATLANTA BOTANICAL GARDENS</b>				<b>2,500</b>
THE VINE UMC				3,000
THEATRICAL OUTFIT				15,000
THELOVETT SCHOOL				1,000
UGA FOUNDATION				5,000
WAKE FOREST COLLEGE FUND				5,000
WASHINGTON UNION EDUCATIONAL FOUNDATION				10,000
WONDERFUL DAYS PRESCHOOL				2,000
<b>Total</b>				► 3a
<i>b Approved for future payment</i>				
<b>N/A</b>				
<b>Total</b>				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	2	
4 Dividends and interest from securities				14	74,501	
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				14	34,564	134,253
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)			0		109,067	134,253
13 Total. Add line 12, columns (b), (d), and (e)				13		243,320

(See worksheet in line 13 instructions to verify calculations)

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



**Federal Statements**

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**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets**

Whom Sold	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain / Loss
			Sale Price	PURCHASE				
US TRUST # 017274		VARIOUS	\$ 689,113	\$ 554,860	\$ 554,860	\$ 0	\$ 0	\$ 134,253
TOTAL			\$ 689,113	\$ 554,860	\$ 554,860	\$ 0	\$ 0	\$ 134,253

**Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment		Adjusted Net	Charitable Purpose
		\$ 2,950	\$ 2,950		
PROFESSIONAL FEES	\$ 2,950	\$ 2,950	\$ 0	\$ 0	\$ 0
TOTAL	\$ 2,950	\$ 2,950	\$ 0	\$ 0	\$ 0

**Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees**

Description	Total	Net Investment		Adjusted Net	Charitable Purpose
		\$ 28,332	\$ 28,332		
ASSET MANAGEMENT FEES	\$ 28,332	\$ 28,332	\$ 0	\$ 0	\$ 0
TOTAL	\$ 28,332	\$ 28,332	\$ 0	\$ 0	\$ 0

**Statement 4 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment		Adjusted Net	Charitable Purpose
		\$ 371	\$ 371		
INCOME TAXES	\$ 371	\$ 371	\$ 0	\$ 0	\$ 0
TOTAL	\$ 371	\$ 371	\$ 0	\$ 0	\$ 0

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58-1712262  
FYE: 6/30/2019

Federal Statements

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**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BANK OF AMERICA	\$ 2,677,353	\$ 2,658,663	COST	\$ 3,314,611
TOTAL	\$ 2,677,353	\$ 2,658,663		\$ 3,314,611

**Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BANK OF AMERICA	\$ 56,280	\$ 118,958	COST	\$ 118,958
TOTAL	\$ 56,280	\$ 118,958		\$ 118,958

**Federal Statements****Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

WRITTEN-BUDGET NEEDS AND PROPOSED USE OF FUNDS

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations****Description**

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