

Form **990-PF****Return of Private Foundation**

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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.

2019

Open to Public Inspection

For calendar year 2019 or tax year beginning

, 2019, and ending

, 20

Name of foundation

TW MARIAN W OTTLEY ATLANTA MAIN

A Employer identification number

58-6222004

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

Room/suite

B Telephone number (see instructions)

6325 S RAINBOW BLVD STE 300

800-352-3705

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

LAS VEGAS, NV 89118

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

J Accounting method ☒ Cash ☐ Accrual

end of year (from Part II, col. (c), line

☐ Other (specify)

16) ▶ \$ 54,543,933.

(Part I, column (d), must be on cash basis)

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 computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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 ☒ if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	1,122,415.	1,074,563.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,802,750.			
b Gross sales price for all assets on line 6a	23,146,252.			
7 Capital gain net income (from Part IV, line 2)		1,802,750.		
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)	603,757.	573,184.		STMT 2
12 Total. Add lines 1 through 11	3,528,922.	3,450,497.		
13 Compensation of officers, directors, trustees, etc.	235,852.	176,889.		58,963.
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)	981.	NONE	NONE	981.
c Other professional fees (attach schedule)	144,325.	42,057.		102,268.
17 Interest				
18 Taxes (attach schedule) (see instructions)	79,765.	39,758.		
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)	20,062.	20,062.		
24 Total operating and administrative expenses. Add lines 13 through 23.	480,985.	278,766.	NONE	162,212.
25 Contributions, gifts, grants paid	1,935,000.			1,935,000.
26 Total expenses and disbursements. Add lines 24 and 25.	2,415,985.	278,766.	NONE	2,097,212.
27 Subtract line 26 from line 12	1,112,937.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		3,171,731.		
c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	16,736.	31,548.	31,548.
	2	Savings and temporary cash investments	4,710,086.	3,023,105.	3,023,105.
	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)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 7.	39,430,304.	41,704,151.	51,489,280.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	44,157,126.	44,758,804.	54,543,933.
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 FASB ASC 958, check here ▶ ☐ and complete lines 24, 25, 29, and 30.			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☒ and complete lines 26 through 30			
	26	Capital stock, trust principal, or current funds	44,157,126.	44,758,804.	
	27	Paid-in or capital surplus, or land, bldg, and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	Total net assets or fund balances (see instructions)	44,157,126.	44,758,804.	
	30	Total liabilities and net assets/fund balances (see instructions)	44,157,126.	44,758,804.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	44,157,126.
2	Enter amount from Part I, line 27a	2	1,112,937.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 17	3	169,494.
4	Add lines 1, 2, and 3	4	45,439,557.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 18	5	680,753.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 29	6	44,758,804.

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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)**1 a PUBLICLY TRADED SECURITIES**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 23,148,422.		21,341,910.	1,806,512.
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			1,806,512.
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	1,802,750.
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))
2018	2,104,292.	50,120,319.	0.041985
2017	2,558,943.	48,505,694.	0.052756
2016	2,390,583.	44,847,656.	0.053305
2015	2,745,344.	48,534,248.	0.056565
2014	1,296,779.	49,117,433.	0.026402

2 Total of line 1, column (d)	2	0.231013
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	0.046203
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	44,076,703.
5 Multiply line 4 by line 3.	5	2,036,476.
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	31,717.
7 Add lines 5 and 6	7	2,068,193.
8 Enter qualifying distributions from Part XII, line 4 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.	8	2,097,212.

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)		1	31,717.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	NONE
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col (b)		3	31,717.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	NONE
3 Add lines 1 and 2		5	31,717.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		6a	45,733.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	NONE
6 Credits/Payments:		6c	NONE
a 2019 estimated tax payments and 2018 overpayment credited to 2019	6d		
b Exempt foreign organizations - tax withheld at source	7	45,733.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9		
7 Total credits and payments. Add lines 6a through 6d	10	14,016.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	11	14,016. Refunded	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be Credited to 2020 estimated tax			

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?		X
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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
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>		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?	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	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 <i>General Instruction G</i> ? If "No," attach explanation	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 2019 or the tax year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	X	
14 The books are in care of <u>SEE STATEMENT 19</u> Telephone no <u></u> Located at <u></u> ZIP+4 <u></u>		
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 2019, 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 <u></u>		X

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 Organizations relying on a current notice regarding disaster assistance, check here ☐	1b	X
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 2019?	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 2019, did the foundation have any undistributed income (Part XIII, lines 6d and 6e) for tax year(s) beginning before 2019? ☐ Yes ☒ No If "Yes," list the years <u></u> 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) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>	2b	
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 2019 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2019)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2019?	4a	X
	4b	X

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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		Yes	No		Yes	No
(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	235,852.	-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
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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
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 3Form **990-PF** (2019)

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	42,118,275.
b	Average of monthly cash balances	1b	2,629,647.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	44,747,922.
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	44,747,922.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	671,219.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	44,076,703.
6	Minimum investment return. Enter 5% of line 5	6	2,203,835.

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	2,203,835.
2a	Tax on investment income for 2019 from Part VI, line 5	2a	31,717.
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b.	2c	31,717.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,172,118.
4	Recoveries of amounts treated as qualifying distributions.	4	NONE
5	Add lines 3 and 4	5	2,172,118.
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	2,172,118.

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	2,097,212.
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	2,097,212.
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	31,717.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,065,495.

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				2,172,118.
2 Undistributed income, if any, as of the end of 2019				
a Enter amount for 2018 only.			1,972,126.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2019				
a From 2014	NONE			
b From 2015	NONE			
c From 2016	NONE			
d From 2017	NONE			
e From 2018	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2019 from Part XII, line 4 ▶ \$ 2,097,212.				
a Applied to 2018, but not more than line 2a . . .			1,972,126.	
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 2019 distributable amount				125,086.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2019 (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 2018 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2019 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2020.				2,047,032.
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 2014 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2020. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2015 . . .	NONE			
b Excess from 2016 . . .	NONE			
c Excess from 2017 . . .	NONE			
d Excess from 2018 . . .	NONE			
e Excess from 2019 . . .	NONE			

~~NOT APPLICABLE~~

4942(1)(5)

(4) Gross investment income .

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)				
a <i>Paid during the year</i>				
SEE STATEMENT 34				1,935,000.
Total			▶ 3a	1,935,000.
b <i>Approved for future payment</i>				
Total			▶ 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						
4 Dividends and interest from securities			14	1,122,415.		
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	1,802,750.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b NB CROSSROADS INCO			14	381.		
c OTHER INCOME			1	6,911.		
d FEDERAL TAX REFUND			14	30,573.		
e ASP FUND INCOME			14	565,892.		
12 Subtotal. Add columns (b), (d), and (e)				3,528,922.		
13 Total. Add line 12, columns (b), (d), and (e)					13	3,528,922.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

		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		

[illegible]

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

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.

**Sign
Here**

✓ Handwritten U.K. S.V.F.

Wells Fargo Bank, N.A.

Signature of officer or trustee

| 11/05/2020

Date _____

► TRUSTEE

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

JOSEPH J. CASTRIANO

Preparer's signature

ECOOPERS LLP

Date _____

11/05/2020

Check ☒ if self-employed	PTIN P0
--	------------

PTIN

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 **990-PF** (2019)

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	28,760.	28,760.
FOREIGN DIVIDENDS	256,851.	256,851.
NONDIVIDEND DISTRIBUTIONS	47,852.	
DOMESTIC DIVIDENDS	349,607.	349,607.
OTHER INTEREST	42,448.	42,448.
CORPORATE INTEREST	35.	35.
FOREIGN INTEREST	2,301.	2,301.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	6,136.	6,136.
US GOVERNMENT INTEREST REPORTED AS QUALI	97.	97.
NONQUALIFIED FOREIGN DIVIDENDS	243,806.	243,806.
NONQUALIFIED DOMESTIC DIVIDENDS	123,885.	123,885.
SECTION 199A DIVIDENDS	19,045.	19,045.
ACCRUED MARKET DISCOUNT	1,592.	1,592.
	-----	-----
TOTAL	1,122,415.	1,074,563.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
NB CROSSROADS INCOME	381.	381.
OTHER INCOME	6,911.	6,911.
FEDERAL TAX REFUND	30,573.	
ASP FUND INCOME	565,892.	565,892.
	-----	-----
TOTALS	603,757.	573,184.
	=====	=====

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	981.			981.
TOTALS	981.	NONE	NONE	981.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER EXPENSE (NON-DEDUCTIBLE	41,257.	41,257.	
GRANT ADMIN FEE	102,268.		102,268.
INVESTMNT MNGMNT FEES (NON-DED	800.	800.	
TOTALS	144,325.	42,057.	102,268.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES		
FEDERAL TAX PAYMENT - PRIOR YE	32,757.	32,757.
FEDERAL ESTIMATES - PRINCIPAL	35,000.	
FOREIGN TAXES ON NONQUALIFIED	5,007.	
	7,001.	7,001.
	-----	-----
TOTALS	79,765.	39,758.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT EXPENSES - ADR FEES	7,471.	7,471.
ASP FUND EXPENSES	8,865.	8,865.
NB CROSSROADS EXPENSES	3,726.	3,726.
TOTALS	----- 20,062. =====	----- 20,062. =====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	---
SEE ATTACHED				
PARTNERSHIP BASIS ADJUSTMENT	C	39,322,391.		
3132ADWF1 FHLMC POOL #ZT1546	C	107,913.		
45672B305 INFORMA PLC-SP ADR	C		125,440.	124,967.
G1151C101 ACCENTURE PLC	C		26,535.	35,543.
045387107 ASSA ABLOY AB-UNSP A	C		164,624.	339,860.
G0408V102 AON PLC	C		28,716.	62,825.
032654105 ANALOG DEVICES INC	C		39,062.	83,941.
171340102 CHURCH & DWIGHT INC	C		31,160.	34,701.
831865209 SMITH A O CORP CL B	C		13,173.	13,365.
91913Y100 VALERO ENERGY CORP	C		30,725.	30,823.
485170302 KANSAS CITY SOUTHERN	C		21,384.	23,693.
G0450A105 ARCH CAPITAL GROUP L	C		44,988.	64,480.
G8473T100 STERIS PLC	C		48,595.	65,579.
12504L109 CBRE GROUP INC	C		23,798.	29,722.
05722G100 BAKER HUGHES A GE CO	C		57,350.	70,300.
030420103 AMERICAN WATER WORKS	C		24,437.	25,502.
025816109 AMERICAN EXPRESS COM	C		38,919.	47,789.
92343V104 VERIZON COMMUNICATIO	C		147,728.	146,774.
G47791101 INGERSOLL-RAND PLC	C		77,063.	95,047.
064058100 THE BANK OF NEW YORK	C		197,138.	247,497.
3132DV3T0 FHLMC POOL #SD8010	C		189,705.	185,114.
31418C4F8 FNMA POOL #MA3521	C		101,488.	101,471.
912828L65 US TREASURY NOTE	C		112,636.	113,552.
42809H107 HESS CORP	C		62,797.	62,872.
50540R409 LABORATORY CRP OF AM	C		103,744.	128,876.
67103H107 O'REILLY AUTOMOTIVE	C		150,816.	163,080.
G87110105 TECHNIPFMC LTD	C		196,067.	298,893.
31418DGM8 FNMA POOL #MA3803	C		125,550.	77,420.
			227,255.	226,708.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
562750109 MANHATTAN ASSOCIATES	C		24,915.	42,028.
73278L105 POOL CORPORATION	C		52,595.	111,075.
04316A108 ARTISAN PARTNERS ASS	C		41,987.	49,611.
H01301128 ALCON INC	C		78,904.	79,537.
433578507 HITACHI LIMITED - AD	C		46,239.	49,898.
74256W584 PRINCIPAL MIDCAP FUN	C		2,331,777.	3,056,173.
94988V357 WF SHORT-TERM BOND-R	C		574,543.	583,620.
19248X307 COHEN & STEERS PR SE	C		474,802.	475,404.
M22465104 CHECK POINT SOFTWARE	C		68,907.	82,554.
136375102 CANADIAN NATL RR CO	C		43,113.	80,772.
641069406 NESTLE S.A. REGISTER	C		50,488.	95,269.
501173207 KUBOTA LIMITED - ADR	C		33,337.	34,760.
45662N103 INFINEON TECHNOLOGIE	C		74,336.	80,170.
009126202 AIR LIQUIDE ADR	C		38,377.	47,881.
502117203 L'OREAL - ADR	C		23,358.	61,578.
16941M109 DPS CHINA MOBILE LIM	C		40,865.	32,717.
015393101 ALFA LAVAL AB-UNSPON	C		18,019.	30,017.
40415F101 HDFC BANK LTD. - ADR	C		20,668.	29,784.
46434V282 ISHARES EDGE MSCI MF	C		1,756,217.	1,892,193.
87299AUC6 CB T-MOBILE USA INC	C			
038336103 APTARGROUP INC	C		30,432.	45,323.
257651109 DONALDSON CO INC	C		34,240.	57,332.
749607107 RLI CORP COM	C		27,160.	36,188.
679580100 OLD DOMINION FREIGHT	C		54,097.	147,080.
57060D108 MARKETAXESS HLDGS IN	C		44,623.	117,524.
75524B104 RBC BEARINGS INC	C		33,389.	73,786.
767204100 RIO TINTO PLC - ADR	C		23,814.	22,735.
874039100 TAIWAN SEMICONDUCTOR	C		128,661.	273,883.
29429L105 EPIROC AB-UNSP ADR	C		21,116.	27,688.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
249034109 DENTSU INC-UNSPON AD	C		26,162.	21,468.
171269103 CHUGAI PHARMACEUTIC-	C		30,126.	44,351.
056752108 BAIDU COM INC	C		46,926.	43,987.
00687A107 ADIDAS-AG ADR	C		27,409.	38,095.
829073105 SIMPSON MFG INC COM	C		80,203.	95,393.
74164M108 PRIMERICA INC	C		65,075.	149,491.
02319V103 AMBEV SA-SPN ADR	C		37,183.	36,404.
824551105 SHIN-ETSU CHEMICAL C	C		46,607.	53,625.
485537401 KAO CORP	C		53,022.	64,314.
088606108 BHP BILLITON LIMITED	C		27,061.	45,355.
000375204 ABB LTD	C		57,438.	68,825.
867224107 SUNCOR ENERGY INC NE	C		62,885.	63,107.
142795202 CARLSBERG AS-B-SPON	C		28,769.	49,154.
925458101 VESTAS WIND SYS A/S	C		18,962.	23,333.
067901108 BARRICK GOLD CORP CO	C		31,529.	32,402.
469814107 JACOBS ENGR GROUP IN	C		48,528.	63,330.
59522J103 MID AMERICA APARTMEN	C		32,960.	41,668.
913903100 UNIVERSAL HEALTH SVC	C		26,814.	28,692.
91879Q109 VAIL RESORTS INC COM	C		36,832.	40,531.
G6095L109 APTIV PLC	C		29,577.	35,234.
159864107 CHARLES RIVER LABORA	C		33,537.	37,121.
049904105 ATRION CORP	C		59,733.	57,866.
024835100 AMERICAN CAMPUS CMNT	C		45,048.	46,513.
N00985106 AERCAP HOLDINGS NV	C		37,315.	46,103.
17275R102 CISCO SYSTEMS INC	C		128,440.	205,029.
194162103 COLGATE PALMOLIVE CO	C		114,110.	114,894.
693475105 PNC FINANCIAL SERVIC	C		112,490.	196,185.
09857L108 BOOKING HOLDINGS INC	C		97,985.	100,633.
92826C839 VISA INC-CLASS A SHR	C		127,172.	428,976.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
06051GFB0 BANK OF AMERICA CORP	C		60,030.	61,272.
12514G108 CDW CORP/DE	C		55,713.	201,547.
904767704 UNILEVER PLC - ADR	C		54,575.	82,553.
803866300 SASOL LIMITED - ADR	C		22,990.	13,031.
465562106 ITAU UNIBANCO BANCO	C		22,067.	26,498.
344419106 FOMENTO ECONOMICO ME	C		33,386.	35,725.
35952Q106 FUCHS PETROLUB SE-PR	C		22,841.	24,945.
45104G104 ICICI BANK LTD. - AD	C		20,186.	42,418.
G5494J103 LINDE PLC	C		36,600.	50,032.
88032Q109 TENCENT HOLDINGS LTD	C		29,166.	32,551.
049255706 ATLAS COPCO AB SPONS	C		37,232.	70,784.
001317205 AIA GROUP LTD - SP A	C		76,318.	139,991.
86959X107 SUZUKI MOTOR CORP-UN	C		39,189.	33,013.
31502A303 FERGUSON NEWCO PLC-A	C		25,495.	39,993.
05565A202 BNP PARIBAS - ADR	C		39,295.	40,824.
759530108 RELX PLC	C		64,686.	81,850.
786584102 SAFRAN SA-UNSPON ADR	C		73,899.	99,500.
337932107 FIRSTENERGY CORP COM	C		46,771.	53,314.
444859102 HUMANA INC	C		52,134.	67,073.
62886E108 NCR CORP	C		40,991.	52,002.
760759100 REPUBLIC SERVICES IN	C		54,633.	63,189.
989701107 ZIONS BANCORP	C		36,592.	39,252.
695156109 PACKAGING CORP OF AM	C		34,514.	39,308.
N22717107 CORE LABORATORIES N	C		40,955.	12,506.
262037104 DRIL-QUIP INC COM	C		74,930.	68,723.
05278C107 AUTOHOME INC-ADR	C		43,150.	167,861.
7591EP100 REGIONS FINL CORP NE	C		54,427.	60,060.
700517105 PARK HOTELS & RESORT	C		18,488.	18,549.
38141GVM3 GOLDMAN SACHS GROUP	C		45,903.	46,888.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
52470G742 WESTERN ASSET SMASH	C	475,333.	486,786.	
52470G759 WESTERN ASSET SMASH	C	767,599.	756,013.	
912828SF8 US TREASURY NOTE 2.0	C	68,515.	69,588.	
384109104 GRACO INC	C	60,993.	113,256.	
879360105 TELEDYNE TECHNOLOGIE	C	58,732.	209,310.	
54338V101 LONZA GROUP AG ADR	C	68,690.	86,028.	
307305102 FANUC LTD ADR	C	15,717.	20,630.	
72341E304 PING AN INSURANCE-AD	C	36,469.	41,840.	
69343P105 LUKOIL PJSC-SPON ADR	C	35,306.	41,261.	
654445303 NINTENDO CO., LTD. -	C	60,237.	60,479.	
74435K204 PRUDENTIAL PLC - ADR	C	87,198.	85,741.	
65558R109 NORDEA BANK ABP - SP	C	71,525.	54,818.	
80105N105 SANOFI-AVENTIS - ADR	C	82,569.	94,527.	
86562M209 SUMITOMO TRUST AND B	C	63,589.	57,820.	
927320101 VINCI SA ADR	C	23,448.	39,207.	
231021106 CUMMINS INC.	C	18,263.	21,296.	
693506107 PPG INDUSTRIES INC	C	48,221.	59,136.	
G96629103 WILLIS TOWERS WATSON	C	23,811.	28,474.	
98850P109 YUM CHINA HOLDINGS I	C	42,875.	48,250.	
46187W107 INVITATION HOMES INC	C	46,553.	58,621.	
002824100 ABBOTT LABORATORIES	C	117,973.	141,061.	
254687106 WALT DISNEY CO	C	152,356.	234,879.	
773903109 ROCKWELL AUTOMATION	C	122,893.	140,856.	
904784709 UNILEVER N.V. - ADR	C	154,155.	152,384.	
670108109 NOVOZYMES A/S UNSPON	C	22,135.	20,842.	
560877300 MAKITA CORPORATION -	C	30,818.	34,874.	
66987V109 NOVARTIS AG - ADR	C	213,675.	286,816.	
881575302 TESCO PLC - ADR	C	50,606.	55,832.	
780259206 ROYAL DUTCH SHELL PL	C	89,148.	88,529.	

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
780249108 KONINKLIJKE DSM NV	C		35,324.	41,388.
025537101 AMERICAN ELECTRIC PO	C		44,059.	52,548.
460146103 INTERNATIONAL PAPER	C		34,676.	34,445.
540424108 LOEWS CORP	C		51,315.	57,687.
25179M103 DEVON ENERGY CORPORA	C		23,718.	18,491.
844741108 SOUTHWEST AIRLINES C	C		129,339.	143,587.
91324P102 UNITEDHEALTH GROUP I	C		162,793.	262,524.
9128283W8 US TREASURY NOTE	C		92,408.	92,753.
126650CZ1 CVS HEALTH CORP	C		41,001.	46,216.
912810SF6 US TREASURY BOND	C		71,420.	75,783.
3128MJZB9 FHLMC POOL #G08737	C		144,876.	149,208.
29379VAV5 ENTERPRISE PRODUCTS	C		26,188.	30,970.
61744YAK4 VR MORGAN STANLEY	C		29,703.	30,836.
302544101 FPA NEW INCOME FUND	C		1,075,000.	1,079,910.
921075438 VAN ECK EMERGING MAR	C		1,370,000.	1,475,211.
464287598 ISHARES RUSSELL 1000	C		1,988,492.	2,308,832.
NUV990007 NUVEEN GLOBAL CITIES	C		1,000,000.	1,013,208.
29446M102 EQUINOR ASA-SPON ADR	C		20,675.	24,768.
928662501 VOLKSWAGEN AG-UNSP A	C		76,890.	84,196.
624678108 MOWI ASA - SPON ADR	C		38,133.	40,256.
499180107 KNORR-BREMSE - UNSP	C		16,005.	16,356.
79588J102 SAMPO OYJ-A SHS-UNSP	C		68,308.	62,929.
020002101 ALLSTATE CORP COM	C		49,640.	59,261.
316773100 FIFTH THIRD BANCORP	C		49,443.	55,332.
574599106 MASCO CORP	C		29,255.	33,017.
665859104 NORTHERN TRUST CORP	C		28,579.	32,616.
81211K100 SEALED AIR CORP COM	C		33,039.	31,267.
911363109 UNITED RENTAL INC CO	C		32,657.	40,192.
298736109 EURONET WORLDWIDE IN	C		24,052.	40,020.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
12503M108 CBOE HOLDINGS INC	C	30,564.		30,960.
25470F302 DISCOVERY COMMUNICAT	C	55,213.		62,444.
594918104 MICROSOFT CORP	C	190,738.		621,023.
742718109 PROCTER & GAMBLE CO	C	212,321.		252,173.
883556102 THERMO FISHER SCIENT	C	116,014.		279,713.
46625H100 JPMORGAN CHASE & CO	C	252,205.		483,997.
912810RM2 US TREASURY BOND	C	75,344.		78,327.
806857108 SCHLUMBERGER LTD	C	224,351.		126,107.
404280406 HSBC - ADR	C	52,711.		52,498.
83569C102 SONOVA HOLDIN-UNSPON	C	13,498.		35,506.
N97284108 YANDEX NV-A	C	18,007.		28,051.
780259107 ROYAL DUTCH SHELL PL	C	24,829.		33,163.
02079K305 ALPHABET INC/CA	C	133,470.		408,514.
46647PAV8 VR JPMORGAN CHASE &	C	57,544.		61,396.
31418C4M3 FNMA POOL #MA3527	C	49,318.		49,812.
31620R303 FNF GROUP	C	35,197.		45,259.
98956P102 ZIMMER HOLDINGS INC	C	42,623.		51,490.
60871R209 MOLSON COORS BREWING	C	63,128.		55,733.
98212B103 WPX ENERGY INC	C	26,096.		30,187.
695263103 PACWEST BANCORP	C	42,230.		39,648.
009158106 AIR PRODUCTS AND CHE	C	127,126.		200,211.
458140100 INTEL CORP	C	74,266.		126,164.
22160K105 COSTCO WHOLESALE COR	C	71,667.		278,048.
58933Y105 MERCK & CO INC NEW	C	109,170.		126,511.
20825C104 CONOCOPHILLIPS	C	151,951.		163,615.
34959J108 FORTIVE CORP	C	49,611.		96,863.
74340W103 PROLOGIS INC	C	99,082.		139,950.
912810RG5 US TREASURY BOND 3.3	C	90,478.		94,875.
9128287A2 US TREASURY NOTE	C	40,886.		41,016.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
172967LP4 VR CITIGROUP INC	C		45,253.	46,910.
912810RY6 US TREASURY BOND	C		56,627.	60,207.
36962G3P7 GENERAL ELEC CAP COR	C		31,265.	30,389.
92343VBR4 VERIZON COMMUNICATIO	C		38,684.	38,917.
500458401 KOMATSU LIMITED - AD	C		68,333.	68,971.
87299ATP9 CB T-MOBILE USA INC	C			
NBP993844 NB CROSSROADS PRIV M	C		494,593.	496,292.
277923728 EATON VANCE GLOBAL M	C		567,118.	565,154.
045327103 ASPEN TECHNOLOGY INC	C		43,488.	130,846.
426281101 HENRY JACK & ASSOC I	C		34,475.	57,977.
891092108 TORO CO	C		80,866.	115,203.
464287200 ISHARES S & P 500 IN	C		1,349,514.	1,481,732.
87234N765 TCW EMRG MKTS INCM-I	C		1,471,054.	1,592,560.
70299PGP6 PARTNERS GROUP PRIVA	C		1,346,952.	2,819,469.
55273H353 MFS VALUE FUND-R5	C		1,478,808.	1,674,109.
303075105 FACTSET RESH SYS INC	C		51,490.	86,393.
60786M105 MOELIS & CO	C		95,920.	64,351.
741511109 PRICESMART INC	C		81,460.	68,179.
25243Q205 DIAGEO PLC - ADR	C		36,747.	40,084.
771195104 ROCHE HOLDINGS LTD -	C		43,795.	91,444.
803054204 SAP AG - ADR	C		128,655.	218,136.
23304Y100 DBS GROUP HOLDINGS L	C		84,608.	121,527.
237545108 DASSAULT SYSTEMES S.	C		29,345.	61,033.
80687P106 SCHNEIDER ELECTRIC S	C		29,387.	30,988.
BIT990000 BLACKSTONE REAL ESTA	C		2,119,421.	2,156,134.
77954Q403 T ROWE PRICE BLUE CH	C		277,087.	483,112.
46434G103 ISHARES CORE MSCI EM	C		2,715,496.	2,897,933.
02263T104 AMADEUS IT HOLDING-U	C		34,179.	34,492.
90460M204 UNI CHARM CORPORATIO	C		44,533.	45,932.

FORM 990PF, PART II - OTHER INVESTMENTS

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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	----	-----	-----	----
818800104 SGS SA ADR	C	21,936.		23,908.
372303206 GENMAB A/S -SP ADR	C	17,808.		18,936.
87944W105 TELENOR ASA - ADR	C	57,603.		49,370.
G5960L103 MEDTRONIC PLC	C	198,083.		278,406.
07724U103 BEIERSDORF AG-UNSPON	C	47,219.		48,592.
29286D105 ENGIE-SPON ADR	C	58,089.		63,419.
92852T201 VIVENDI SA-UNSPON AD	C	69,421.		77,760.
20449X401 COMPASS GROUP PLC AD	C	28,370.		39,037.
756568101 RED ELECTRICA COR-UN	C	28,812.		28,773.
G02602103 AMDOCS LIMITED COM	C	67,175.		86,700.
142339100 CARLISLE COS INC	C	43,930.		58,424.
23331A109 D R HORTON INC COM	C	31,666.		38,191.
500255104 KOHLS CORP	C	44,411.		35,767.
608190104 MOHAWK INDS INC COM	C	44,262.		44,051.
92220P105 VARIAN MED SYS INC	C	58,963.		65,893.
05946K101 BANCO BILBAO VIZCAYA	C	65,364.		51,392.
87155N109 SYMRISE AG ADR	C	19,350.		37,604.
018805101 ALLIANZ AKTIENGESSELL	C	37,144.		71,081.
000843201 ACAP STRATEGIC FUND-	C	1,250,000.		1,352,201.
19765Y688 COLUMB SEL LGE CAP G	C	801,964.		678,186.
854502101 STANLEY BLACK DECKE	C	54,062.		63,976.
171798101 CIMAREX ENERGY CO	C	37,241.		25,878.
146229109 CARTER HOLDINGS	C	6,129.		6,779.
693656100 PVH CORP	C	23,160.		30,073.
037833100 APPLE COMPUTER INC C	C	206,590.		501,848.
235851102 DANAHER CORP	C	100,404.		227,150.
808513105 SCHWAB CHARLES CORP	C	137,114.		151,669.
863667101 STRYKER CORP	C	87,900.		192,095.
872540109 TJX COS INC NEW	C	137,562.		253,094.

FORM 990PF, PART II - OTHER INVESTMENTS
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DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	-----
89417E109 TRAVELERS COS INC	C		184,363.	197,208.
G29183103 EATON CORP PLC	C		109,912.	141,512.
87184P109 SYSMEX CORP-UNSPON A	C		7,928.	28,662.
78392U105 RYOHIN KEIKAKU CO-UN	C		31,492.	47,969.
977874205 WOLTERS KLUWER NV -	C		26,954.	60,357.
783513203 RYANAIR HOLDINGS PLC	C		40,011.	46,433.
234062206 DAIWA HOUSE IND LTD	C		40,055.	56,013.
035710409 ANNALY MTG MGMT INC	C		48,085.	46,036.
637071101 NATIONAL OILWELL INC	C		34,184.	31,388.
115236101 BROWN & BROWN INC	C		62,914.	85,672.
76657Y101 RIGHTMOVE PLC-UNSP A	C		99,155.	151,373.
32051X108 FIRST HAWAIIAN INC	C		41,240.	41,515.
92927K102 WABCO HOLDINGS INC	C		90,236.	112,872.
513272104 LAMB WESTON HOLDINGS	C		11,638.	15,313.
216648402 COOPER COS INC COM N	C		115,122.	122,090.
285512109 ELECTRONIC ARTS INC	C		128,251.	119,551.
437076102 HOME DEPOT INC	C		116,772.	236,069.
TOTALS		39,430,304.	41,704,151.	51,489,280.
		=====	=====	=====

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

CY PENDING SALES ADJ	299.
PY RETURN OF CAPITAL ADJ	33,483.
ROC ADJ OF CY SALES	45,070.
MUTUAL FUND TIMING ADJ	90,642.

TOTAL

169,494.
=====

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

ASP FINAL DISPOSITION BASIS ADJ	553,682.
PURCHASE OF ACCRUED INTEREST	2,634.
PRIOR YEAR PSHIP BASIS ADJ	124,437.

TOTAL	680,753.
	=====

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

NAME: WELLS FARGO BANK NA

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

TELEPHONE NUMBER: (800)352-3705

TW MARIAN W OTTLEY ATLANTA MAIN
FORM 990PF, PART XV - LINES 2a - 2d
=====

58-6222004

RECIPIENT NAME:

PHYLLIS SILVERSTEIN

ADDRESS:

3280 PEACHTREE RD NE SUITE 300

ATLANTA, GA 30305

RECIPIENT'S PHONE NUMBER: 404-238-0444

E-MAIL ADDRESS: phyllis.silverstein@wellsfargo.com

FORM, INFORMATION AND MATERIALS:

CONTACT ADMINISTRATOR FOR FORMS

SUBMISSION DEADLINES:

CONTACT ADMINISTRATOR FOR DEADLINES

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CONTACT ADMINISTRATOR FOR RESTRICTIONS

RECIPIENT NAME:
CROSSROADS COMMUNITY MINISTRIES INC
ADDRESS:
420 COURTLAND ST NE
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
UNITED WAY OF GREATER ATLANTA INC
ADDRESS:
40 COURTLAND ST NE#300
ATLANTA, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
ALLIANCE THEATRE INSTITUTE
ADDRESS:
1280 PEACHTREE STREET NE
ATLANTA, GA 30309
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 150,000.

RECIPIENT NAME:
FERNBANK MUSEUM
ADDRESS:
767 CLIFTON RD
ATLANTA, GA 30307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 200,000.

RECIPIENT NAME:
THE WOMEN'S INITIATIVE
ADDRESS:
1101 E HIGH ST
CHARLOTTESVILLE, VA 22902
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ATLANTA BELTLINE PARTNERSHIP
ADDRESS:
112 KROG STREET NE
ATLANTA, GA 30307
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

=====

RECIPIENT NAME:

ATLANTA MUSIC PROJECT

ADDRESS:

883 DILL AVE SW

ATLANTA, GA 30310

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

ATLANTA MISSION

ADDRESS:

2353 BOLTON RD NW

ATLANTA, GA 30318

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

CAMP TWIN LAKES INC

ADDRESS:

1100 SPRING STREET STE 406

ATLANTA, GA 30309

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100,000.

=====

RECIPIENT NAME:

CHILDKIND INC

ADDRESS:

1990 LAKESIDE PKWY #350

TUCKER, GA 30084

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

COURT APPOINTED SPECIAL ADVOCATES

ADDRESS:

100 PEACHTREE ST NW

ATLANTA, GA 30303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

ATLANTA HABITAT FOR HUMANITY

ADDRESS:

824 MEMORIAL DR SE

ATLANTA, GA 30316

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 100,000.

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

=====

RECIPIENT NAME:

MUSEUM OF DESIGN ATLANTA

ADDRESS:

1315 PEACHTREE ST NE

ATLANTA, GA 30309

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

PATH FOUNDATION

ADDRESS:

PO BOX 14327

ATLANTA, GA 14327

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 200,000.

RECIPIENT NAME:

UNITED NEGRO COLLEGE FUND

ADDRESS:

1805 7TH STREET, NW

Washington, DC 20001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
SALVATION ARMY METRO ATLANTA
ADDRESS:
2090 N DRUID HILLS RD NE
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:
SCOTTDALE EARLY LEARNING INC
ADDRESS:
479 WARREN AVE
SCOTTDALE, GA 30079
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
SOLOMON'S TEMPLE FOUNDATION INC.
ADDRESS:
2836 SPRINGDALE RD SW
ATLANTA, GA 30315
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ST. JUDES RECOVERY CENTER INC.
ADDRESS:
139 RENAISSANCE PKWY NE
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
TRUE COLORS THEATRE COMPANY
ADDRESS:
915 NEW HOPE RD
ATLANTA, GA 30331
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
YMCA METRO ATLANTA
ADDRESS:
569 MLK JR DR NW
ATLANTA, GA 30314
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

CENTER FOR VISUALLY IMPAIRED

ADDRESS:

739 W PEACHTREE ST NW

ATLANTA, GA 30308

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

MOREHOUSE SCHOOL OF MEDICINE INC

ADDRESS:

720 WESTVIEW DR SW

ATLANTA, GA 30310

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

GEORGIA COUNCIL ON ECONOMIC EDUCATION

ADDRESS:

75 PEIDMONT AVENUE NE STE 700

ATLANTA, GA 30303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

FREEDOM FORUM INSTITUTE INC

ADDRESS:

300 NEW JERSEY AVE., N.W., 8TH FLOO

Washington, DC 20001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

ACORNS TO OAKS FOUNDATION INC

ADDRESS:

2870 PEACHTREE ROAD, #356

Atlanta, GA 30305

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 75,000.

RECIPIENT NAME:

ATLANTA SHAKESPEARE COMPANY

ADDRESS:

499 PEACHTREE STREET

ATLANTA, GA 30308

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 60,000.

RECIPIENT NAME:
GROVE PARK FOUNDATION
ADDRESS:
1566 DONALD LEE HOLLOWELL PARKWAY N
Atlanta, GA 30318
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
HORIZONS ATLANTA INC
ADDRESS:
177 NORTH AVE NW 3RD FLOOR, SUITE
Atlanta, GA 30332
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:
NATIONAL CENTER FOR CIVIL AND HUMAN RIGH
ADDRESS:
100 IVAN ALLEN JR BLVD NW
Atlanta, GA 30313
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 20,000.

=====

RECIPIENT NAME:

NSORO EDUCATIONAL FOUNDATION

ADDRESS:

1349 W PEACHTREE ST NW

Atlanta, GA 30309

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

PARK PRIDE ATLANTA

ADDRESS:

233 PEACHTREE ST NE #1600

Atlanta, GA 30303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

Southern Education Foundation

ADDRESS:

101 MARIETTA ST. NW, 16TH FLOOR

Atlanta, GA 30303

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:
STREET GRACE
ADDRESS:
5995 FINANCIAL DR #180
Norcross, GA 30071
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
THE TASK FORCE FOR GLOBAL HEALTH
ADDRESS:
325 SWANTON WAY
Decatur, GA 30030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 100,000.

RECIPIENT NAME:
GOOD HANDS HANDYMAN NON PROJECT ORG INC
ADDRESS:
4787 CLARK HOWELL HWY
College Park, GA 30275
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL OPERATING
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

THE GLOBAL VILLAGE PROJECT INC

ADDRESS:

PO BOX 1548

Decatur, GA 30031

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

GIRLS INCORPORATED OF GREATER ATLANTA

ADDRESS:

461 MANGET ST SE

Marietta, GA 30060

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

GEORGIA TRUST FOR HISTORIC PRESERVATION

ADDRESS:

1516 PEACHTREE STREET NORTHWEST

Atlanta, GA 30309

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

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

=====

RECIPIENT NAME:

GEORGIA JUSTICE PROJECT

ADDRESS:

438 EDGEWOOD AVE SE

Atlanta, GA 30312

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

AGAPE COMMUNITY CENTER INC

ADDRESS:

2210 MARIETTA BLVD NW

Atlanta, GA 30318

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

100 BLACK MEN OF ATLANTA INC

ADDRESS:

101 JACKSON ST NE

Atlanta, GA 30312

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 20,000.

TOTAL GRANTS PAID:

1,935,000.

=====