

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

▶ **Do not enter social security numbers on this form as it may be made public.**  
 ▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052  
**2017**  
**Open to Public Inspection**

**For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017**

Name of foundation THE PACES FOUNDATION INC		<b>A Employer identification number</b> 58-1949667	
Number and street (or P O box number if mail is not delivered to street address) 2730 CUMBERLAND BOULEVARD	Room/suite	<b>B Telephone number (see instructions)</b> (404) 431-9696	
City or town, state or province, country, and ZIP or foreign postal code SMYRNA, GA 30080		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 25,098,436		<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	150,014			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	290,246	290,246		
	<b>4</b> Dividends and interest from securities				
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a				
	<b>7</b> Capital gain net income (from Part IV, line 2)			0	
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	1,970,754	0	1,970,754		
<b>12 Total.</b> Add lines 1 through 11	2,411,014	290,246	1,970,754		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	743,481	0	743,481	0
	<b>14</b> Other employee salaries and wages	159,573	0	159,573	0
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)	27,392	0	27,392	0
	<b>b</b> Accounting fees (attach schedule)	11,839	0	11,839	0
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest	37,961	0	37,961	0
	<b>18</b> Taxes (attach schedule) (see instructions)	66,513	0	64,945	0
	<b>19</b> Depreciation (attach schedule) and depletion	122,249	0	122,249	
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings	46,605	0	46,605	0
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	495,467	0	496,123	0
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	1,711,080	0	1,710,168	0
	<b>25</b> Contributions, gifts, grants paid	28,450			28,450
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	1,739,530	0	1,710,168	28,450	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	671,484				
<b>b Net investment income</b> (if negative, enter -0-)		290,246			
<b>c Adjusted net income</b> (if negative, enter -0-)			260,586		

<b>Part II 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	1,039,436	1,024,989	1,024,989
	<b>2</b> Savings and temporary cash investments . . . . .		26,825	26,825
	<b>3</b> Accounts receivable ▶ <u>44,515</u>			
	Less allowance for doubtful accounts ▶ _____	22,723	44,515	44,515
	<b>4</b> Pledges receivable ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .		74,388	74,388
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .			
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
<b>12</b> Investments—mortgage loans . . . . .				
<b>13</b> Investments—other (attach schedule) . . . . .	7,143,526	7,413,027	7,413,027	
<b>14</b> Land, buildings, and equipment basis ▶ <u>8,732,604</u>				
Less accumulated depreciation (attach schedule) ▶ <u>478,537</u>	1,049,344	8,254,067	8,254,068	
<b>15</b> Other assets (describe ▶ _____)	8,984,051	8,260,624	8,260,624	
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	18,239,080	25,098,435	25,098,436	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	4,221	37,361	
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .		918	
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .	1,790,087	7,446,154	
	<b>22</b> Other liabilities (describe ▶ _____)	0	497,746	
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .	1,794,308	7,982,179	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .	16,444,772	17,116,256	
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds				
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	16,444,772	17,116,256		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	18,239,080	25,098,435		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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)	<b>1</b>	16,444,772
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	671,484
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	17,116,256
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	0
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	17,116,256

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
<b>1a</b>			

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

<b>2</b> Capital gain net income or (net capital loss)	2	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	3	
{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	327,470	995,208	0.329047
2015	349,320	1,018,469	0.342985
2014	373,818	2,055,950	0.181823
2013	127,565	495,547	0.257423
2012	566,333	299,339	1.891945

<b>2</b> Total of line 1, column (d)	<b>2</b>	3.003223
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.600645
<b>4</b> Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	<b>4</b>	923,045
<b>5</b> Multiply line 4 by line 3	<b>5</b>	554,422
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	2,902
<b>7</b> Add lines 5 and 6	<b>7</b>	557,324
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	297,951

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

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Tax due'. Total amount owed is 5,985.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes a small table for state codes (GA).

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
14 The books are in care of MARK DU MAS Telephone no (770) 431-9696
Located at 2730 CUMBERLAND BOULEVARD 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 2017, 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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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.
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 2017?
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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "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)
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?
b If "Yes," did it have excess business holdings in 2017 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 2017).
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 2017?

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

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	<b>(1)</b> Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(2)</b> 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	
	<b>(3)</b> Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	<b>(4)</b> 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	
	<b>(5)</b> 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>b</b>	If any answer is "Yes" to 5a(1)-(5), did <b>any</b> 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. . . . . ▶			<b>5b</b>
<b>c</b>	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? . . . . . <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
<b>6a</b>	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>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . <i>If "Yes" to 6b, file Form 8870</i>			<b>6b</b>
<b>7a</b>	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>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			<b>7b</b>

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LORI T MCCLURE 1086 WOODCROFT CHASE MARIETTA, GA 30064	DIRECTOR OF ASSETS 40 00	104,167	0	0

**Total** number of other employees paid over \$50,000. . . . . **0**

**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		

**Total** number of others receiving over \$50,000 for professional services. . . . . **0**

**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
<b>1</b> THE ORGANIZATION SPONSORS THE DEVELOPMENT AND OPERATION OF AFFORDABLE HOUSING FOR LOW-INCOME INDIVIDUALS IN ORDER TO MEET THE HOUSING NEEDS OF THE LOW INCOME RESIDENTS	0
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> THE ORGANIZATION SPONSORS THE DEVELOPMENT AND OPERATION OF AFFORDABLE HOUSING FOR LOW INCOME INDIVIDUALS IN ORDER TO MEET THE HOUSING NEEDS OF THE LOW INCOME RESIDENTS DURING THE YEAR THE ORGANIZATION SPONSORED CONSTRUCTION AND OPERATIONS OF THE AFFORDABLE APARTMENT FACILITIES	269,501
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3	269,501

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	0
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	937,102
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	937,102
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	937,102
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	14,057
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	923,045
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	46,152

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	46,152
<b>2a</b>	Tax on investment income for 2017 from Part VI, line 5.	<b>2a</b>	5,805
<b>b</b>	Income tax for 2017 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	5,805
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	40,347
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	0
<b>5</b>	Add lines 3 and 4.	<b>5</b>	40,347
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	40,347

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	28,450
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	269,501
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	297,951
<b>5</b>	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).	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	297,951

**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 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				40,347
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only. . . . .			0	
<b>b</b> Total for prior years 20___, 20___, 20___		0		
<b>3</b> Excess distributions carryover, if any, to 2017				
<b>a</b> From 2012. . . . .	552,275			
<b>b</b> From 2013. . . . .	103,030			
<b>c</b> From 2014. . . . .	102,547			
<b>d</b> From 2015. . . . .	298,397			
<b>e</b> From 2016. . . . .	277,710			
<b>f</b> Total of lines 3a through e. . . . .	1,333,959			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>297,951</u>				
<b>a</b> Applied to 2016, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2017 distributable amount. . . . .				40,347
<b>e</b> Remaining amount distributed out of corpus	257,604			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a) )				0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,591,563			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018 . . . . .				0
<b>7</b> 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). . . . .		0		
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions). . . . .	552,275			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a . . . . .	1,039,288			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2013. . . . .	103,030			
<b>b</b> Excess from 2014. . . . .	102,547			
<b>c</b> Excess from 2015. . . . .	298,397			
<b>d</b> Excess from 2016. . . . .	277,710			
<b>e</b> Excess from 2017. . . . .	257,604			

**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 2017, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

**1 Information Regarding Foundation Managers:**

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

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

**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. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed  
 MARK DU MAS  
 2730 CUMBERLAND BOULEVARD  
 SMYRNA, GA 30080  
 (770) 431-9696  
 MARK@PACESFOUNDATION.ORG

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

**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  
 N/A

**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)				
<b>a</b> <i>Paid during the year</i> BROWNSVILLE ASSEMBLY OF GOD 3100 W DESOTO STREET PENSACOLA, FL 32505	NONE	EXEMPT ORGANIZATION	HUMANITARY MISSIONS	25,000
FELLERS PARK NEIGHBORHOOD ASSOCIATION 2730 CUMBERLAND BOULEVARD SMYRNA, GA 30080	NONE	EXEMPT ORGANIZATION	HUMANITARY MISSIONS	3,000
UNION COUNTY VOLUNTEER FIRE DEPARTMENT 507 SHOE FACTORY ROAD BLAIRSVILLE, GA 30512	NONE	EXEMPT ORGANIZATION	ORGANIZATIONAL SUPPORT	250
MARIETTA HIGH SCHOOL CROSS COUNTRY 1171 WHITLOCK AVE NW MARIETTA, GA 30064	NONE	EXEMPT ORGANIZATION	YOUTH ACTIVITIES	200
<b>Total . . . . .</b>			<b>▶ 3a</b>	28,450
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>			<b>▶ 3b</b>	0

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, and Subtotal.

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

Table with 2 columns: Line No. and Explanatory text. Line 1A describes the foundation's tax exempt purpose regarding affordable housing for low-income individuals. Line 1B describes the foundation's tax exempt purpose regarding affordable housing for low-income families.

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

Part XVII

Table with 3 columns: Question, Yes, No. Contains questions 1, a, b, c, d regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (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 section with signature, date, title, and PTIN. Includes a box for 'May the IRS discuss this return with the preparer shown below' and 'Paid Preparer Use Only' section with firm name, address, and EIN.

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

<b>(a) Name and address</b>	<b>Title, and average hours per week (b) devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>Expense account, (e) other allowances</b>
MARK DU MAS 2730 CUMBERLAND BOULEVARD SMYRNA, GA 30080	PRESIDENT 40 00	604,167	0	0
RENEE SANDELL 1014 CHESTERFIELD PLACE MARIETTA, GA 30064	VICE-PRESIDENT 40 00	139,314	0	0
BETTY JONES 2335 SHELL ROAD SAVANNAH, GA 31404	BOARD MEMBER 0 00	0	0	0
RUSSELL D DYE 2730 CUMBERLAND BOULEVARD SMYRNA, GA 30080	BOARD MEMBER 0 00	0	0	0
JULIE BOWEN 2730 CUMBERLAND BOULEVARD SMYRNA, GA 30080	BOARD MEMBER 0 00	0	0	0

**TY 2017 Accounting Fees Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667**Accounting Fees Schedule**

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
BOOKKEEPING & ACCOUNTING	11,839	0	11,839	0

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

## TY 2017 Depreciation Schedule

**Name:** THE PACES FOUNDATION INC

**EIN:** 58-1949667

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE EQUIPMENT	1995-11-20	2,261	2,261	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	1998-01-01	538	538	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	1998-08-12	2,900	2,900	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2000-01-25	1,337	1,337	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2000-09-11	272	272	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2001-03-02	350	350	SL	7 000000000000	0	0	0	
FURNITURE & FIXTURES	2000-08-25	500	500	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2001-10-01	8,048	8,048	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2003-02-27	2,018	2,018	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2003-01-31	717	717	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2003-11-01	516	516	SL	7 000000000000	0	0	0	
BUILDING	2005-03-01	611,881	182,812	SL	40 000000000000	15,297	0	15,297	
OFFICE FURNITURE	2005-06-15	55,350	55,350	SL	7 000000000000	0	0	0	
OFFICE EQUIPMENT	2005-09-15	4,613	4,613	SL	7 000000000000	0	0	0	
COMPUTER	2007-09-26	850	850	SL	7 000000000000	0	0	0	
COMPUTER EQUIPMENT	2008-07-01	5,586	5,586	SL	5 000000000000	0	0	0	
HVAC EQUIPMENT	2008-09-01	46,512	46,512	SL	7 000000000000	0	0	0	
TELEPHONE SYSTEM	2009-06-05	14,038	14,038	SL	7 000000000000	0	0	0	
OFFICE FURNITURE	2010-01-04	810	696	SL	7 000000000000	0	0	0	
XEROX PRINTER	2010-01-04	13,885	13,885	SL	7 000000000000	0	0	0	



Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
DELL COMPUTER T710	2010-01-27	2,014	1,992	SL	7 000000000000	22	0	22	
XEROX PRINTER	2010-07-23	1,006	924	SL	7 000000000000	82	0	82	
LAND	2005-03-01	611,767		L		0	0	0	
COMPUTER	2012-12-31	16,021	9,156	SL	7 000000000000	2,289	0	2,289	
XEROX PRINTER	2015-05-28	1,842	417	SL	7 000000000000	263	0	263	
COMPUTER EQUIPMENT	2017-04-18	886		SL	7 000000000000	84	0	84	
LAND	2017-07-31	350,000		L		0	0	0	
APARTMENT BUILDING	2017-07-31	5,636,944		SL	40 000000000000	58,718	0	58,718	
SITE IMPROVEMENTS	2017-07-31	884,364		SL	20 000000000000	18,424	0	18,424	
BLDG EQUIPMENT	2017-07-31	454,778		SL	7 000000000000	27,070	0	27,070	

**TY 2017 Investments - Other Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
REAL ESTATE LIMITED PARTNERSHIPS	AT COST	7,413,027	7,413,027

**TY 2017 Land, Etc.  
Schedule**

**Name:** THE PACES FOUNDATION INC

**EIN:** 58-1949667

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIPMENT	2,261	2,261	0	
OFFICE EQUIPMENT	538	538	0	
OFFICE EQUIPMENT	2,900	2,900	0	
OFFICE EQUIPMENT	1,337	1,337	0	
OFFICE EQUIPMENT	272	272	0	
OFFICE EQUIPMENT	350	350	0	
FURNITURE & FIXTURES	500	500	0	
OFFICE EQUIPMENT	8,048	8,048	0	
OFFICE EQUIPMENT	2,018	2,018	0	
OFFICE EQUIPMENT	717	717	0	
OFFICE EQUIPMENT	516	516	0	
BUILDING	611,881	198,109	413,772	
OFFICE FURNITURE	55,350	55,350	0	
OFFICE EQUIPMENT	4,613	4,613	0	
COMPUTER	850	850	0	
COMPUTER EQUIPMENT	5,586	5,586	0	
HVAC EQUIPMENT	46,512	46,512	0	
TELEPHONE SYSTEM	14,038	14,038	0	
OFFICE FURNITURE	810	696	114	
XEROX PRINTER	13,885	13,885	0	
DELL COMPUTER T710	2,014	2,014	0	
XEROX PRINTER	1,006	1,006	0	
LAND	611,767	0	611,767	
COMPUTER	16,021	11,445	4,576	
XEROX PRINTER	1,842	680	1,162	
COMPUTER EQUIPMENT	886	84	802	
LAND	350,000	0	350,000	
APARTMENT BUILDING	5,636,944	58,718	5,578,226	
SITE IMPROVEMENTS	884,364	18,424	865,940	
BLDG EQUIPMENT	454,778	27,070	427,708	

**TY 2017 Legal Fees Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL & PROFESSIONAL	27,392	0	27,392	0

**TY 2017 Mortgages and Notes Payable Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667**Total Mortgage Amount:** 6,646,154

<b>Item No.</b>	1
<b>Lender's Name</b>	HAMILTON STATE BANK
<b>Lender's Title</b>	
<b>Relationship to Insider</b>	
<b>Original Amount of Loan</b>	
<b>Balance Due</b>	800,000
<b>Date of Note</b>	
<b>Maturity Date</b>	
<b>Repayment Terms</b>	
<b>Interest Rate</b>	
<b>Security Provided by Borrower</b>	
<b>Purpose of Loan</b>	
<b>Description of Lender Consideration</b>	
<b>Consideration FMV</b>	
<b>Item No.</b>	1
<b>Lender's Name</b>	FLORIDA HOUSING FINANCE CORP
<b>Lender's Title</b>	
<b>Relationship to Insider</b>	
<b>Original Amount of Loan</b>	
<b>Balance Due</b>	5,341,771
<b>Date of Note</b>	
<b>Maturity Date</b>	2036-08
<b>Repayment Terms</b>	
<b>Interest Rate</b>	
<b>Security Provided by Borrower</b>	
<b>Purpose of Loan</b>	
<b>Description of Lender Consideration</b>	
<b>Consideration FMV</b>	

<b>Item No.</b>	3
<b>Lender's Name</b>	HAMILTON STATE BANK
<b>Lender's Title</b>	
<b>Relationship to Insider</b>	
<b>Original Amount of Loan</b>	
<b>Balance Due</b>	1,132,300
<b>Date of Note</b>	
<b>Maturity Date</b>	2018-08
<b>Repayment Terms</b>	
<b>Interest Rate</b>	
<b>Security Provided by Borrower</b>	
<b>Purpose of Loan</b>	
<b>Description of Lender Consideration</b>	
<b>Consideration FMV</b>	
<b>Item No.</b>	1
<b>Lender's Name</b>	GULF COUNTY FL
<b>Lender's Title</b>	
<b>Relationship to Insider</b>	
<b>Original Amount of Loan</b>	
<b>Balance Due</b>	172,083
<b>Date of Note</b>	
<b>Maturity Date</b>	2032-10
<b>Repayment Terms</b>	
<b>Interest Rate</b>	
<b>Security Provided by Borrower</b>	
<b>Purpose of Loan</b>	
<b>Description of Lender Consideration</b>	
<b>Consideration FMV</b>	

**TY 2017 Other Assets Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ADVANCES TO AFFILIATES	1,125,965	1,316,596	1,316,596
RECEIVABLES FROM AFFILIATES	6,641,972	6,944,028	6,944,028
CONSTRUCTION IN PROGRESS	1,216,114	0	0

**TY 2017 Other Expenses Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DEVELOPMENT COSTS	234,336	0	234,336	0
OPERATING COSTS	116,480	0	116,480	0
MEALS & ENTERTAINMENT	24,171	0	24,171	0
TELEPHONE	1,769	0	1,769	0
OFFICE EXPENSE	15,059	0	15,059	0
EDUCATION & SEMINARS	470	0	470	0
UTILITIES	17,701	0	17,701	0
REPAIRS & MAINTENANCE	11,688	0	11,688	0
POSTAGE & DELIVERY	3,738	0	3,738	0
HEALTH INSURANCE	20,711	0	20,711	0



**Other Expenses Schedule**

<b>Description</b>	<b>Revenue and Expenses per Books</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
OTHER INSURANCE	6,904	0	6,904	0
DUES & SUBSCRIPTIONS	8,774	0	8,774	0
AUTO EXPENSES	3,964	0	3,964	0
MARKETING & PROMOTIONS	14,648	0	14,648	0
COMPUTER MAINTENANCE	7,599	0	7,599	0
BANK CHARGES	1,734	0	1,734	0
MISCELLANEOUS	5,721	0	6,377	0

**TY 2017 Other Income Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AFFORDABLE HSG DEVELOPMENT	1,535,098		1,535,098
AFFORDABLE HSG OPERATION	435,656		435,656

**TY 2017 Other Liabilities Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667

<b>Description</b>	<b>Beginning of Year - Book Value</b>	<b>End of Year - Book Value</b>
ACCRUED CONSTRUCTION COSTS	0	485,946
TENANT SECURITY DEPOSITS	0	11,800

**TY 2017 Taxes Schedule****Name:** THE PACES FOUNDATION INC**EIN:** 58-1949667

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
PAYROLL TAXES	37,031	0	37,031	0
OTHER TAXES	29,482	0	27,914	0

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

**Schedule of Contributors**  
▶ Attach to Form 990, 990-EZ, or 990-PF  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at  
[www.irs.gov/form990](http://www.irs.gov/form990)

OMB No 1545-0047  
**2017**

**Name of the organization**  
THE PACES FOUNDATION INC

**Employer identification number**  
58-1949667

**Organization type** (check one)

**Filers of:**

**Section:**

Form 990 or 990-EZ

- 501(c)( ) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup> 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

<b>Name of organization</b> THE PACES FOUNDATION INC	<b>Employer identification number</b> 58-1949667
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**Part I** **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GEORGIA CENTER FOR NONPROFITS <hr/> 100 PEACHTREE STREET STE 1500 <hr/> ATLANTA, GA 30303	\$ 550	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
2	GALLERIA SENIOR MANOR DEVELOPMENT INC <hr/> 2730 CUMBERLAND BOULEVARD <hr/> SMYRNA, GA 30080	\$ 149,464	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
	<hr/> <hr/>	\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

<b>Name of organization</b> THE PACES FOUNDATION INC	<b>Employer identification number</b> 58-1949667
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<b>Part II</b> <b>Noncash Property</b> (See instructions) Use duplicate copies of Part II if additional space is needed
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____
_____	_____ _____ _____	_____ \$	_____

<b>Name of organization</b> THE PACES FOUNDATION INC	<b>Employer identification number</b> 58-1949667
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed

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

(e) Transfer of gift		Relationship of transferor to transferee	
Transferee's name, address, and ZIP 4			
_____		_____	
_____		_____	

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

(e) Transfer of gift		Relationship of transferor to transferee	
Transferee's name, address, and ZIP 4			
_____		_____	
_____		_____	

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

(e) Transfer of gift		Relationship of transferor to transferee	
Transferee's name, address, and ZIP 4			
_____		_____	
_____		_____	

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

(e) Transfer of gift		Relationship of transferor to transferee	
Transferee's name, address, and ZIP 4			
_____		_____	
_____		_____	