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SCANNED AUG 17 2005

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2000

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2000, or tax year beginning **JUL 1, 2000**, and ending **JUN 30, 2001**

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of organization JOHN WILLIAM POPE FOUNDATION		A Employer identification number 58-1691765
	Number and street (or P O box number if mail is not delivered to street address) 3401 GRESHAM LAKE ROAD		B Telephone number (919) 876-6000
	City or town, state, and ZIP code RALEIGH, NC 27615		C If exemption application is pending, check here <input type="checkbox"/>
	H 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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,786,452. (Part I, column (d) must be on cash basis.)		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,203,336.			STATEMENT 1
	2 Distributions from split-interest trusts				STATEMENT 2
	3 Interest on savings and temporary cash investments	21,034.	21,034.		STATEMENT 3
	4 Dividends and interest from securities	91,727.	91,727.		STATEMENT 4
	5a Gross rents				
	b (Net rental income or (loss))				
	6a Net gain or (loss) from sale of assets not on line 10	6,176,747.			
	b Gross sales price for all assets on line 6a	7,285,083.			
	7 Capital gain net income (from Part IV, line 2)		6,176,747.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	7,492,844.	6,289,508.		OGDEN, UTAH
	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	10,185.	10,185.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	2,128.	2,128.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	12,313.	12,313.		0.
	25 Contributions, gifts, grants paid	1,688,666.			1,688,666.
	26 Total expenses and disbursements. Add lines 24 and 25	1,700,979.	12,313.		1,688,666.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	5,791,865.			
	b Net investment income (if negative, enter -0-)		6,277,195.		
	c Adjusted net income (if negative, enter -0-)			N/A	

LHA 023501 01-10-01 For Paperwork Reduction Act Notice, see the instructions.

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Form 990-PF (2000)

Part II Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	23,174.	5,545.	5,545.	
	2 Savings and temporary cash investments	230,358.	6,039,852.	6,039,852.	
	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				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 7	223,289.	223,289.	6,741,055.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers)	476,821.	6,268,686.	12,786,452.	
	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					
22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Organizations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	476,821.	6,268,686.		
30 Total net assets or fund balances	476,821.	6,268,686.			
31 Total liabilities and net assets/fund balances	476,821.	6,268,686.			

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	476,821.
2 Enter amount from Part I, line 27a	2	5,791,865.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,268,686.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,268,686.

From 990-PF (2000)

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.)
1a FAMILY DOLLAR STOCK	D	VARIOUS	VARIOUS
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 7,285,083.		1,108,336.	6,176,747.
b			
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			6,176,747.
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	6,176,747.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the organization 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))
1999	2,089,993.	9,251,852.	.2259000
1998	1,700,000.	11,114,900.	.1529478
1997	1,079,241.	19,319,246.	.0558635
1996	1,025,220.	8,914,944.	.1150002
1995	865,711.	4,884,455.	.1772380

2 Total of line 1, column (d)	2	.7269495
3 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	3	.1453899
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	8,090,479.
5 Multiply line 4 by line 3	5	1,176,274.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	62,772.
7 Add lines 5 and 6	7	1,239,046.
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	1,688,666.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	62,772.
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	62,772.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	62,772.
6 Credits/Payments:			
a 2000 estimated tax payments and 1999 overpayment credited to 2000	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		62,772.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2001 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the organization 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 instructions for 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 organization in connection with the activities.		X
c Did the organization 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 organization. \$ 0. (2) On the organization managers. \$ 0.		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on the organization managers. \$ 0.		
2 Has the organization 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 organization 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 organization 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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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 organization 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) <input type="checkbox"/> N/A		
b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2000 or taxable year beginning in 2000 (see 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	
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?		X
12 The books are in care of <input checked="" type="checkbox"/> JAMES ARTHUR POPE, PRESIDENT Telephone no. <input checked="" type="checkbox"/> (919) 876-6000 Located at <input checked="" type="checkbox"/> 3401 GRESHAM LAKE ROAD, RALEIGH, NC ZIP+4 <input checked="" type="checkbox"/> 27615		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input checked="" type="checkbox"/> 13 N/A		

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:**

(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
JOYCE W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	CHAIRMAN/DIRECTOR	0	0.	0.
JAMES ARTHUR POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	PRESIDENT/DIRECTOR	8	0.	0.
JOHN W. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	VICE PRES/DIRECTOR	0	0.	0.
AMANDA J. POPE 3401 GRESHAM LAKE ROAD RALEIGH, NC 27615	DIRECTOR	0	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

3 Five highest- paid independent contractors for professional services. 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
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		

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	5,699,947.
b	Average of monthly cash balances	1b	2,513,737.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,213,684.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,213,684.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	123,205.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,090,479.
6	Minimum investment return. Enter 5% of line 5.	6	404,524.

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	404,524.
2a	Tax on investment income for 2000 from Part VI, line 5	2a	62,772.
b	Income tax for 2000. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	62,772.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	341,752.
4a	Recoveries of amounts treated as qualifying distributions	4a	0.
b	Income distributions from section 4947(a)(2) trusts	4b	0.
c	Add lines 4a and 4b	4c	0.
5	Add lines 3 and 4c	5	341,752.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	341,752.

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	1,688,666.
b	Program-related investments - total of lines 1-3 of Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,688,666.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	62,772.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,625,894.

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 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				341,752.
2 Undistributed income, if any, as of the end of 1999				
a Enter amount for 1999 only			0.	
b Total for prior years 19 __, 19 __, 19 __		0.		
3 Excess distributions carryover, if any, to 2000				
a From 1995	582,546.			
b From 1996	596,051.			
c From 1997	129,417.			
d From 1998	1,182,082.			
e From 1999	1,646,365.			
f Total of lines 3a through e	4,136,461.			
4 Qualifying distributions for 2000 from Part XII, line 4: ► \$ 1,688,666.				
a Applied to 1999, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2000 distributable amount				341,752.
e Remaining amount distributed out of corpus	1,346,914.			
5 Excess distributions carryover applied to 2000 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,483,375.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 1999. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2000. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2001				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1995 not applied on line 5 or line 7	582,546.			
9 Excess distributions carryover to 2001. Subtract lines 7 and 8 from line 6a	4,900,829.			
10 Analysis of line 9:				
a Excess from 1996	596,051.			
b Excess from 1997	129,417.			
c Excess from 1998	1,182,082.			
d Excess from 1999	1,646,365.			
e Excess from 2000	1,346,914.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2000, enter the date of the ruling

1

- b**
- Check box to indicate whether the organization is a private operating foundation described in section
- ☐
- 4942(j)(3) or
- ☐
- 4942(j)(5)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year</p> <p>SEE ATTACHED</p>				
Total			▶ 3a	0.
<p>b Approved for future payment</p> <p>NONE</p>				
Total			▶ 3b	0.

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) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting organization 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 organization. If the organization 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 organization 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
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
	N/A	

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 or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer or trustee <i>David A. Pape</i>		Date 7/20/05		Title President	
	Preparer's signature <i>Dawn Szynul</i>		Date 7/20/05		Check if self-employed <input type="checkbox"/>	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code GOSPODAREK, CPA, PA 4101 LAKE BOONE TRAIL, SUITE 215 RALEIGH, NC 27607		Preparer's SSN or PTIN 390-44-2783		EIN 56-2344058	
					Phone no.	

Form **990-PF** (2000)

FORM 990-PF

CASH CONTRIBUTIONS OF \$5000 OR MORE
INCLUDED ON PART I, LINE 1A

STATEMENT 1

CONTRIBUTOR'S NAME	CONTRIBUTOR'S ADDRESS	DATE OF GIFT	AMOUNT
VARIETY WHOLESALERS	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	09/26/00	100,000.
JOHN W. POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	09/26/00	20,000.
AMANDA POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	09/26/00	20,000.
JAMES ARTHUR POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	09/26/00	20,000.
TOTAL INCLUDED ON LINE 1A			160,000.

JOHN WILLIAM POPE FOUNDATION
E.I.N. 58-1691765
2000 FORM PF-990
PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>			<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
American Academy for Liberal Education	1050 17th Street, NW - Ste 400	Washington, DC 20036	None	Public	Grant	\$2,500.00
American Conservative Union Foundation	1007 Cameron Street	Alexandria, VA 22314	None	Public	Grant	\$10,000.00
American Conservative Union Foundation	1007 Cameron Street	Alexandria, VA 22314	None	Public	Grant	\$5,000.00
American Council of Trustees/Alumni	1726 M Street, NW, Ste 800	Washington, DC 20036-4525	None	Public	Grant	\$5,000.00
Americans for Tax Reform Foundation	1920 L Street, NW, Ste 200	Washington, DC 20036	None	Public	Grant	\$2,500.00
Atlas Economic Research Foundation	4084 University Drive, Ste 103	Fairfax, VA 22030-6812	None	Public	Grant	\$25,000.00
Capitol Research Center	1513 16th Street, NW	Washington, NC 20036-1480	None	Public	Grant	\$5,000.00
Carolina Ballet	3401-131 Atlantic Avenue	Raleigh, NC 27604	None	Public	Grant	\$25,000.00
Center For Education Reform	1001 Connecticut Avenue, NW, Ste 204	Washington, DC 20036	None	Public	Grant	\$2,500.00
Center for Popular Culture	4401 Wilshire Blvd, 4th Floor	Los Angeles, CA 90010	None	Public	Grant	\$25,000.00
Chi Phi Fraternity	850 Indian Train Road NW, Ste 100	Liburn, GA 30047-6866	None	Public	Grant	\$500.00
Citizens for a Sound Economy	1900 M Street NW, Ste 500	Washington, DC 20036	None	Public	Grant	\$50,000.00
Citizens for a Sound Economy	1900 M Street NW, Ste 500	Washington, DC 20036	None	Public	Grant	\$25,000.00
Citizens United Against the Lottery Foundation	PO Box 20887	Raleigh, NC 27619	None	Public	Grant	\$15,000.00
Communities In Schools	871 Harp Street	Raleigh, NC 27604	None	Public	Grant	\$12,000.00
Council for National Policy	3030 Clarendon Blvd, Ste 340	Arlington, VA 22201	None	Public	Grant	\$2,500.00
Eagle Forum Education Center	PO Box 618	Alton, IL 60102	None	Public	Grant	\$2,500.00
Faith Lutheran School	1809 Capital Blvd.	Raleigh, NC 27604	None	Public	Grant	\$25,000.00
Frank Porter Graham Child Development Center	105 Smith Level Road	Chapel Hill, NC 27599	None	Public	Grant	\$1,000.00
Free Congress Foundation	717 Second Street, NE	Washington, DC 20002	None	Public	Grant	\$5,000.00
Institute for Justice	1717 Pennsylvania Avenue NW, Ste 200	Washington, DC 20006	None	Public	Grant	\$25,000.00
Institute for Policy Innovations	1660 S. Stemmons Freeway, Ste 475	Lewisville, TX 75067	None	Public	Grant	\$500.00
Intercollegiate Studies Institute, Inc.	PO Box 4431	Wilmington, DE 19807-0431	None	Public	Grant	\$10,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$150,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$40,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$25,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$35,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$43,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$20,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$20,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$167,000.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$83,333.33
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$83,333.33
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$83,333.33
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$83,333.00
John Locke Foundation	200 West Morgan Street, Ste 200	Raleigh, NC 27601	None	Public	Grant	\$90,000.00

JOHN WILLIAM POPE FOUNDATION

E.I.N. 58-1691765

2000 FORM PF-990

PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
John Locke Foundation	None	Public	Raleigh, NC 27601	\$83,333.33
National Journalism Center - Education and Research Institute	None	Public	Herndon, VA 20170	\$2,500.00
North Carolina Girl Scouts	None	Public	Raleigh, NC 27612	\$5,000.00
North Carolina Heritage, Inc.	None	Public	Raleigh, NC 27605-0347	\$2,500.00
North Carolina Memorial Childrens Hospital	None	Public	Chapel Hill, NC 27514	\$1,000.00
North Carolina Symphony	None	Public	Raleigh, NC 27601	\$25,000.00
North Carolina Symphony	None	Public	Raleigh, NC 27601	\$25,000.00
North Carolina Theater	None	Public	Raleigh, NC 27601	\$10,000.00
Oconeechee Council Boy Scouts Of America	None	Public	Raleigh, NC 27629-1229	\$10,000.00
Pennsylvania Institute of Technology	None	Public	Media, PA 19063	\$25,000.00
Raleigh Fine Arts Society	None	Public	Raleigh, NC 27605	\$25,000.00
Ravenscroft School	None	Public	Raleigh, NC 27615	\$20,000.00
Ravenscroft School	None	Public	Raleigh, NC 27615	\$5,000.00
Social Philosophy & Policy Center	None	Public	Bowling Green State University 225 Troup Street Bowling Green, OH 43403	\$1,000.00
The Asheville School	None	Public	Asheville, NC 28806	\$25,000.00
The Cato Institute	None	Public	Washington, DC 20001-5430	\$25,000.00
The Federalist Society	None	Public	Washington, DC 20036	\$5,000.00
The Fund for American Studies	None	Public	Washington, DC 20009	\$5,000.00
The Heritage Foundation	None	Public	Washington, DC 20002-4999	\$25,000.00
The Institute for Humane Studies	None	Public	Arlington, VA 22201	\$15,000.00
The Institute for Humane Studies	None	Public	Arlington, VA 22201	\$5,000.00
The Jesse Helms Center Foundation	None	Public	Wingate, NC 28174-0247	\$25,000.00
The Jesse Helms Center Foundation	None	Public	Wingate, NC 28174-0247	\$25,000.00
The Philanthropy Roundtable	None	Public	Washington, DC 20036	\$2,500.00
The Reason Foundation	None	Public	Los Angeles, CA 90034	\$10,000.00
The Tax Foundation	None	Public	Washington, DC 20036-3508	\$5,000.00
Tryon Palace Council of Friends	None	Public	New Bern, NC 28563	\$1,000.00
United Way Of Vance County	None	Public	Henderson, NC 27536	\$5,000.00
US Term Limits	None	Public	Washington, DC 20005	\$5,000.00
Virginia Episcopal School	None	Public	Lynchburg, VA 24505	\$25,000.00
Washington Legal Foundation	None	Public	Washington, DC 20036	\$10,000.00
White Memorial Presbyterian Church	None	Public	Raleigh, NC 27608	\$25,000.00
Totals				<u>\$1,688,666.32</u>

JOHN WILLIAM POPE FOUNDATION
E.I.N. 58-1691765
2000 FORM PF-990
PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
American Academy for Liberal Education	None	Public	Grant	\$2,500.00
American Conservative Union Foundation	None	Public	Grant	\$10,000.00
American Conservative Union Foundation	None	Public	Grant	\$5,000.00
American Council of Trustees/Alumni	None	Public	Grant	\$5,000.00
Americans for Tax Reform Foundation	None	Public	Grant	\$2,500.00
Atlas Economic Research Foundation	None	Public	Grant	\$25,000.00
Capitol Research Center	None	Public	Grant	\$5,000.00
Carolina Ballet	None	Public	Grant	\$25,000.00
Center For Education Reform	None	Public	Grant	\$2,500.00
Center for Popular Culture	None	Public	Grant	\$25,000.00
Chi Phi Fraternity	None	Public	Grant	\$500.00
Citizens for a Sound Economy	None	Public	Grant	\$50,000.00
Citizens for a Sound Economy	None	Public	Grant	\$25,000.00
Citizens United Against the Lottery Foundation	None	Public	Grant	\$15,000.00
Communities In Schools	None	Public	Grant	\$12,000.00
Council for National Policy	None	Public	Grant	\$2,500.00
Eagle Forum Education Center	None	Public	Grant	\$2,500.00
Faith Lutheran School	None	Public	Grant	\$25,000.00
Frank Porter Graham Child Development Center	None	Public	Grant	\$1,000.00
Free Congress Foundation	None	Public	Grant	\$5,000.00
Institute for Justice	None	Public	Grant	\$25,000.00
Institute for Policy Innovations	None	Public	Grant	\$500.00
Intercollegiate Studies Institute, Inc.	None	Public	Grant	\$10,000.00
John Locke Foundation	None	Public	Grant	\$150,000.00
John Locke Foundation	None	Public	Grant	\$40,000.00
John Locke Foundation	None	Public	Grant	\$25,000.00
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John Locke Foundation	None	Public	Grant	\$43,000.00
John Locke Foundation	None	Public	Grant	\$20,000.00
John Locke Foundation	None	Public	Grant	\$20,000.00
John Locke Foundation	None	Public	Grant	\$167,000.00
John Locke Foundation	None	Public	Grant	\$83,333.33
John Locke Foundation	None	Public	Grant	\$83,333.33
John Locke Foundation	None	Public	Grant	\$83,333.33
John Locke Foundation	None	Public	Grant	\$83,333.00
John Locke Foundation	None	Public	Grant	\$90,000.00
1050 17th Street, NW - Ste 400	Washington, DC 20036			
1007 Cameron Street	Alexandria, VA 22314			
1007 Cameron Street	Alexandria, VA 22314			
1726 M Street, NW, Ste 800	Washington, DC 20036-4525			
1920 L Street, NW, Ste 200	Washington, DC 20036			
4084 University Drive, Ste 103	Fairfax, VA 22030-6812			
1513 16th Street, NW	Washington, NC 20036-1480			
3401-131 Atlantic Avenue	Raleigh, NC 27604			
1001 Connecticut Avenue, NW, Ste 204	Washington, DC 20036			
4401 Wilshire Blvd, 4th Floor	Los Angeles, CA 90010			
850 Indian Train Road NW, Ste 100	Lilburn, GA 30047-6866			
1900 M Street NW, Ste 500	Washington, DC 20036			
1900 M Street NW, Ste 500	Washington, DC 20036			
PO Box 20887	Raleigh, NC 27619			
871 Harp Street	Raleigh, NC 27604			
3030 Clarendon Blvd, Ste 340	Arlington, VA 22201			
PO Box 618	Alton, IL 60102			
1809 Capital Blvd.	Raleigh, NC 27604			
105 Smith Level Road	Chapel Hill, NC 27599			
717 Second Street, NE	Washington, DC 20002			
1717 Pennsylvania Avenue NW, Ste 200	Washington, DC 20006			
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JOHN WILLIAM POPE FOUNDATION
E.I.N. 58-1691765
2000 FORM PF-990
PART XV, LINE 3A, GRANTS CONTRIBUTIONS

<u>Recipient</u>	<u>Relation</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
John Locke Foundation	None	Public	Raleigh, NC 27601	\$83,333.33
National Journalism Center - Education and Research Institute	None	Public	Herndon, VA 20170	\$2,500.00
North Carolina Girl Scouts	None	Public	Raleigh, NC 27612	\$5,000.00
North Carolina Heritage, Inc.	None	Public	Raleigh, NC 27605-0347	\$2,500.00
North Carolina Memorial Childrens Hospital	None	Public	Chapel Hill, NC 27514	\$1,000.00
North Carolina Symphony	None	Public	Raleigh, NC 27601	\$25,000.00
North Carolina Symphony	None	Public	Raleigh, NC 27601	\$25,000.00
North Carolina Theater	None	Public	Raleigh, NC 27601	\$10,000.00
Oconeechee Council Boy Scouts Of America	None	Public	Raleigh, NC 27629-1229	\$10,000.00
Pennsylvania Institute of Technology	None	Public	Media, PA 19063	\$25,000.00
Raleigh Fine Arts Society	None	Public	Raleigh, NC 27605	\$25,000.00
Ravenscroft School	None	Public	Raleigh, NC 27615	\$20,000.00
Ravenscroft School	None	Public	Raleigh, NC 27615	\$5,000.00
Social Philosophy & Policy Center	None	Public	Raleigh, NC 27615	\$1,000.00
The Asheville School	None	Public	Bowling Green State University 225 Troup Street Bowling Green, OH 43403	\$25,000.00
The Cato Institute	None	Public	Asheville, NC 28806	\$25,000.00
The Federalist Society	None	Public	Washington, DC 20001-5430	\$5,000.00
The Fund for American Studies	None	Public	Washington, DC 20036	\$5,000.00
The Heritage Foundation	None	Public	Washington, DC 20009	\$25,000.00
The Institute for Humane Studies	None	Public	Washington, DC 20002-4999	\$15,000.00
The Institute for Humane Studies	None	Public	Arlington, VA 22201	\$5,000.00
The Jesse Helms Center Foundation	None	Public	Arlington, VA 22201	\$25,000.00
The Jesse Helms Center Foundation	None	Public	Wingate, NC 28174-0247	\$25,000.00
The Philanthropy Roundtable	None	Public	Wingate, NC 28174-0247	\$2,500.00
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The Tax Foundation	None	Public	Los Angeles, CA 90034	\$5,000.00
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US Term Limits	None	Public	Henderson, NC 27536	\$5,000.00
Virginia Episcopal School	None	Public	Washington, DC 20005	\$25,000.00
Washington Legal Foundation	None	Public	Lynchburg, VA 24505	\$10,000.00
White Memorial Presbyterian Church	None	Public	Washington, DC 20036	\$25,000.00
			Raleigh, NC 27608	
Totals				<u>\$1,688,666.32</u>

FORM 990-PF	NONCASH CONTRIBUTIONS OF \$5000 OR MORE INCLUDED ON PART I, LINE 1A	STATEMENT	2
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CONTRIBUTOR'S NAME	CONTRIBUTOR'S ADDRESS	
JOHN W. POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	
PROPERTY DESCRIPTION	DATE OF GIFT	FMV OF GIFT
100,000 SHARES OF FAMILY DOLLAR STOCK	12/04/00	2,262,500.

CONTRIBUTOR'S NAME	CONTRIBUTOR'S ADDRESS	
JOHN W. POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	
PROPERTY DESCRIPTION	DATE OF GIFT	FMV OF GIFT
100,000 SHARES OF FAMILY DOLLAR STOCK	01/04/01	2,018,750.

CONTRIBUTOR'S NAME	CONTRIBUTOR'S ADDRESS	
JOHN W. POPE	3401 GRESHAM LAKE ROAD - RALEIGH, NC 27608	
PROPERTY DESCRIPTION	DATE OF GIFT	FMV OF GIFT
100,000 SHARES OF FAMILY DOLLAR STOCK	02/24/01	2,466,000.

TOTAL INCLUDED ON LINE 1A	6,747,250.
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FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	3
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SOURCE	AMOUNT
VARIOUS	21,034.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21,034.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	4
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VARIOUS	91,727.	0.	91,727.
TOTAL TO FM 990-PF, PART I, LN 4	91,727.	0.	91,727.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	10,185.	10,185.		0.
TO FORM 990-PF, PG 1, LN 16B	10,185.	10,185.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	1,761.	1,761.		0.
BANK SERVICE CHARGES	367.	367.		0.
TO FORM 990-PF, PG 1, LN 23	2,128.	2,128.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CDI CORPORATION	199,874.	6,260,815.
NCNB SHARES	23,415.	480,240.
TOTAL TO FORM 990-PF, PART II, LINE 10B	223,289.	6,741,055.

6/01

AFFIDAVIT OF PUBLICATION

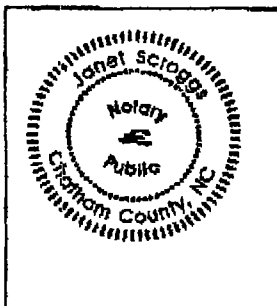
NORTH CAROLINA.
Wake County.) ss.

PUBLIC NOTICE
The Annual Report for Fiscal Year Ending 2004 of the JOHN WILLIAM POPE FOUNDATION, INC. is available for inspection during the normal business of said Gresham Lake Road, Raleigh, North Carolina, by any citizens who so requests within 180 days after publication of this notice of availability.
JOHN WILLIAM POPE FOUNDATION
Raleigh, NC 27615
James A. Pope - President
(919) 871-2236
N26-304 21-105

Before the undersigned, a Notary Public of Chatham County North Carolina, duly commissioned and authorized to administer oaths, affirmations, etc., personally appeared Donna Clayton, who, being duly sworn or affirmed, according to law, doth depose and say that she is Billing Manager-Legal Advertising of The News and Observer a corporation organized and doing business under the Laws of the State of North Carolina, and publishing a newspaper known as The News and Observer, in the City of Raleigh, Wake County and State aforesaid, the said newspaper in which such notice, paper, document, or legal advertisement was published was, at the time of each and every such publication, a newspaper meeting all of the requirements and qualifications of Section 1-597 of the General Statutes of North Carolina and was a qualified newspaper within the meaning of Section 1-597 of the General Statutes of North Carolina, and that as such she makes this affidavit; that she is familiar with the books, files and business of said corporation and by reference to the files of said publication the attached advertisement for JOHN POPE FOUNDATION was inserted in the aforesaid newspaper on dates as follows: 07/20/05

Account Number: 87133040

The above is correctly copied from the books and files of the aforesaid Corporation and publication.



Donna Clayton

Billing Manager-Legal Advertising

Sworn or affirmed to, and subscribed before me, this
21 day of JULY, 2005 AD

In Testimony Whereof, I have hereunto set my hand
and affixed my official seal, the day and year aforesaid.

Janet Scroggs
Notary Public

My commission expires 14th of March 2009.

**JOHN WILLIAM POPE FOUNDATION
REQUEST FOR PENALTY ABATEMENT
58-1691765**

The taxpayer hereby requests an abatement of all tax penalties for reasonable cause.

For the period from 1996 to early 1999 the taxpayer employed only one part time officer, the President of the Foundation. For the rest of 1999 to present, the taxpayer has had no employees, but relied on volunteer officers, including the President serving as a volunteer without compensation.

The initial delay in filing a timely return for the Fiscal Year Ending June 30, 1996, was due to the interruption caused by Hurricane Fran, which interrupted the major business of the President and kept him from performing the tax filing duties for this Foundation on a timely basis. Furthermore, the President of the Foundation was experiencing personal problems, including a separation from his wife in June, 1996; divorce in 1997; and on going custody issues, that later resulted in his daughter residing solely with him.

Due to the initial failure to file the 6/30/96 return on a timely basis, subsequent returns could not be filed on a timely basis.

Upon beginning the preparation of the returns, errors were discovered in the accounting of the cost basis for donated marketable securities (the donor's original transfer basis rather than the fair market value on the date of donation), and additional time was required to trace the donor's original cost basis for several substantial donations of marketable securities.

While this return was not filed on a timely basis, the return has now been filed with the proper cost basis of the donated marketable securities and reporting of any resulting capital gain, and the return shows that the taxpayer greatly exceeded the primary requirement of making qualified grants of greater than five percent of its corpus.

For these reasons, a waiver of the penalties for reasonable cause is respectfully requested.