FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

OMB Number: Expires:

3235-0076

April 30, 2008

Estimated average burden hours per response16.00

RECEIVED	NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D,
OCT 0 5 2007	SECTION 4(6), AND/OR NIFORM LIMITED OFFERING EXEMP

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Prefix	1	Serial
D/	ATE RECEIVE	 ED

001.05	2007 WNIFORM L	IMITED (JFFERING E	XEMPTION		
	eck if this is an amendment and name	has changed, a	nd indicate change.)			
Global Endowing Paris						i iii i i ii ii gala ka ka
Filing Under (Check box(e	s) that apply): 🔲 Rule 504 🔲 Ri	ıle 505 🛛 🖾 F	Rule 506 🔲 Sect	ion 4(6) 🔲 ULOI	€]]]] 	
Type of Filing: 🛛 New 1	ijing 🗌 Amendment					
	<u>/</u>					
	A. BA	SIC IDEN	TIFICATION I	DATA		07079716
1. Enter the information re	quested about the issuer					
Name of Issuer (che	ck if this is an amendment and name h	as changed, and	d indicate change.)			
Global Endowment Partn	ers, L.P.					
Address of Executive Office	es (Number and Street, City, State, Zi	p Code)		Teleph	one Number (Inclu-	ding Area Code)
Bank of America Corpora	ate Center, 100 North Tryon Street,	Suite 2700, Cl	arlotte, NC 28202			
	·			(704) 3	33-8282	
•	ess Operations (Number and Street, Ci	ty, State, Zip C	(ode)	Teleph	one Number (Inclu-	ding Area Code)
(if different from Executive	ve Offices)					
same as above				same a	s above	
Brief Description of Busine	ess					
						· <u></u> ·-
Type of Business Organiza	_		_			
corporation	☐ limited partnership, already		other ((please specify):		
business trust	limited partnership, to be for	rmed				
		Month	Year		DD	
Actual or Estimated Date o	f Incorporation or Organization:	08	07		☐ Estimated	つつころのドリ
	on or Organization: (Enter two-letter U			State		OCESSED T 1 2 2007
Jurisdiction of incorporatio	· ·			State.	ຼ ປປ	1 1 2 2002
	CN for Ca	nada; FN for ot	her foreign jurisdict	ion) DE		- cont
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GENERAL INSTRUCTIONS

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA
2. Enter the information requested for the following:
 Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of
• Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
• Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers;
 and Each general and managing partner of partnership issuers.
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☒ General and/or
Managing Partner
Full Name (Last name first, if individual)
GEM GP, LLC
Business or Residence Address (Number and Street, City, State, Zip Code)
Bank of America Corporate Center, 100 North Tryon St., Suite 2700, Charlotte, NC 28202
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Full Name (Last name first, if individual)
Thruston B. Morton, III
Business or Residence Address (Number and Street, City, State, Zip Code)
Bank of America Corporate Center, 100 North Tryon St., Suite 2700, Charlotte, NC 28202
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Full Name (Last name first, if individual)
Hugh N. Wrigley
Business or Residence Address (Number and Street, City, State, Zip Code)
Bank of America Corporate Center, 100 North Tryon St., Suite 2700, Charlotte, NC 28202
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Full Name (Last name first, if individual)
Stephanie S. Lynch
Business or Residence Address (Number and Street, City, State, Zip Code)
Bank of America Corporate Center, 100 North Tryon St., Suite 2700, Charlotte, NC 28202
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Full Name (Last name first, if individual)
Business or Residence Address (Number and Street, City, State, Zip Code)
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Full Name (Last name first, if individual)
Business or Residence Address (Number and Street, City, State, Zip Code)
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Full Name (Last name first, if individual)
Business or Residence Address (Number and Street, City, State, Zip Code)

••				B. IN	FORMAT	TION ABO	OUT OFF	ERING				
1. Has th	e issuer sol	d or does t	he issuer in	itend to sel	l, to non-a	ccredited i	investors ir	this offer	ing?		Yes	No ⊠
			An	swer also i	n Appendi	ix, Columr	a 2, if filing	g under UL	OE.			
2. What i	is the minin	num invest	ment that v	vill be acce	pted from	any indiv	idual				\$ <u>N/A</u>	
3. Does t	he offering	permit joi	nt ownersh	ip of a sing	le unit?						Yes	No ⊠
comm offering with a	4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated with persons of such a broker or dealer, you may set forth the information for that broker or dealer only.											
	ne (Last na	me first, if	individual)	1								
None. Business	or Resider	nce Address	s (Number	and Street	City, Stat	e, Zip Coo	ie)					
Name of	Associated	l Broker or	Dealer					• • • • • • • • • • • • • • • • • • • •				
States in	Which Per	son Listed	Has Solici	ted or Inter	nds to Soli	cit Purchas	sers					
(Check "	'All States"	or check is	ndividual S	States)			•••••		All States			
AL	AK	AZ	AR	CA	со	CT	DE	DC	FL	GA	HI	ID
IL.	IN N	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
MT RI	NE SC	SD SD	NH TN	TX	NM UT	VT VT	NC VA	ND WA	OH WV	OK WI	OR WY	PA PR
	ne (Last nai			<u> </u>	01	1	[VA	I WA] W V	_ W [WI	I FK
					_							
Business	or Resider	ice Addres	s (Number	and Street,	City, Stat	e, Zip Coo	le)	•			••	
Name of	Associated	l Broker or	Dealer									
Trume of	71330014100	i Broker or	Dealer									
States in	Which Per	son Listed	Has Solici	ted or Inter	nds to Soli	cit Purcha	sers					
(Check "	'All States"	or check in	ndividual S	states)					All States			
		,	· · · · · · · · · · · · · · · · · · ·		,				,	1		,
AL	AK	AZ.	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
IL MT	IN NE	NV NV	KS NH	KY NJ	LA NM	ME NY	MD NC	MA ND	ОН	OK OK	MS OR	MO PA
RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
	ne (Last nai					1			1			<u> </u>
	or Resider			and Street,	City, Stat	e, Zip Coo	le)					
Name of	Associated	l Broker or	Dealer									
States in	Which Per	son Listed	Has Solici	ted or Inter	ds to Soli	cit Purcha	sers		,			
(Check "	'All States"	or check is	ndividual S	States)	***************************************		•••••		All States			
AL	AK	AZ	AR	CA	со	СТ	DE	DC	FL	GA	Н	ID
IL	IN	IA	KS	KY	LA	ME	MD	MA	Ml	MN	MS	МО
MT	NE	NV	NH	NJ	NM	NY	NC	ND	ОН	OK	OR	PA

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

1.	am exc	ount already sold. Enter "0" if answer is "none" or "zero". If the transaction is an change offering, check this box \(\sigma\) and indicate in the column below the amounts of securities offered for exchange and already exchanged.		A		A
		Type of Security		Aggregate Offering Price		Amount Already Sold
		Debt	\$		\$	
		Equity	\$		\$	
		☐ Common ☐ Preferred				
		Convertible Securities (including warrants)	\$		_ \$	
		Partnership Interests	\$	¥	_ \$	
		Other (Specify _Limited Partnership Interests)	\$	250,000	\$	250,000
		Total	\$	250,000	\$	250,000
		Answer also in Appendix, Column 3, if filing under ULOE				
2.	sec offe sec	ter the number of accredited and non-accredited investors who have purchased urities in this offering and the aggregate dollar amounts of their purchases. For erings under Rule 504, indicate the number of persons who have purchased urities and the aggregate dollar amount of their purchases on the total lines. Enter if answer is "none" or "zero".				
				Number Investors		Aggregate Dollar Amount of Purchases
		Accredited Investors		5	\$	250,000
		Non-accredited Investors	•		\$	
		Total (for filings under Rule 504 only)			\$	
		Answer also in Appendix, Column 4, if filing under ULOE			_	
3.	for twe	his filing is for an offering under Rule 504 or 505, enter the information requested all securities sold by the issuer, to date, in offerings of the types indicated, in the elve (12) months prior to the first sale of securities in this offering. Classify urities by type listed in Part C-Question 1.		Not Applicab	le	
		Type of Offering		Type of Security		Dollar Amount Sold
		Rule 505			\$	
		Regulation A			- \$	
		Rule 504			- \$	
		Total	•		- \$	
4.	a.	Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	•		-	
		Transfer Agent's Fees	• • • • • • •		\$	
		Printing and Engraving Costs			\$	- ,,
		Legal Fees			\$	
		Accounting Fees			\$	
		Engineering Fees			\$	
		Sales Commissions (Specify finder's fees separately)			\$	
		Other Expenses (Transaction fee)			\$	
		Other Expenses (Loan fee)				
		Other Expenses (Due Diligence fee)			\$	
		Total		ISI	ď	

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

		E. STATE SIGNATURE		
		0.252 (c), (d), (e) or (f) presently subject to any of the disqualification	Yes □	No ⊠
	See Ap	ppendix, Column 5, for state response.		
	The undersigned issuer hereby under Form D (17 CFR 239.500) at such time	takes to furnish to any state administrator of any state in which this notice is nes as required by state law.	filed, a no	otice or
	The undersigned issuer hereby under issuer to offerees.	takes to furnish to the state administrators, upon written request, information	furnished	l by the
	Limited Offering Exemption (ULO	at the issuer is familiar with the conditions that must be satisfied to be entitle E) of the state in which this notice is filed and understands that the issued burden of establishing that these conditions have been satisfied.		
	issuer has read this notification and kersigned duly authorized person.	knows the contents to be true and has duly caused this notice to be signed on	its behalf	f by the
lssu	er (Print or Type)	Signature		
Glol	bal Endowment Partners, L.P.	Markell		
	ne of Signer (Print or Type) GP, LLC	Pitle of Signer (Print or Type)		
	By: Porter Durham	General Partner		
1	lts: Vice President			

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

C. OFFERING PRICE, I	NUMBER OF INVESTORS, EXPENSES	ANI	US	SE OF PROCE	EDS		
C-Question 1 and total expenses	gregate offering price given in response to I urnished in response to Part C-Question is proceeds to the issuer."	4.a.				\$2	250,000
proposed to be used for each of the purp not known, furnish an estimate and chec of the payments listed must equal the ac	justed gross proceeds to the issuer used poses shown. If the amount for any purpose is the box to the left of the estimate. The to be ligusted gross proceeds to the issuer set forth	is stal					
response to Part C Question 4.b above.				Payments to Officers, Directors, & Affiliates			Payments To Others
Salaries and fees		□	\$			\$	
Purchase, rental or leasing and insta	llation of machinery and equipment	□	\$			\$ _	
Construction or leasing of plant bui	dings and facilities					\$ _	
this offering that may be used in	cluding the value of securities involved in exchange for the assets or securities of	П	\$			¢	
			\$. \$			-	
Working capital	_	\$. \$			» - \$		
Other (Specify) When capital called	∟	\$. \$		⊠	_	250,000	
	, proceeds will be distributed downstream	🗀	Þ		ΙŻΙ	Ф	230,000
			\$			\$ -	
	ls added)	_			_	\$	
· · · · · · · · · · · · · · · · · · ·	•					-	
	D. FEDERAL SIGNATURE						
The issuer has duly caused this notice to be s the following signature constitutes an undert written request of its staff, the information fu 502.	aking by the issuer to furnish to the U.S. Se	curiti	es a	nd Exchange Co	ommi	ssio	n, upon
Issuer (Print or Type)	Signature	D	ate				
Global Endowment Partners, L.P.	J. Milyules)					
Name of Signer (Print or Type) GEM GP, LLC	Title of Signer (Print or Type)	_					
By: Porter Durham Its: Vice President	General Partner						
	ATTENTION						

International misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

1. Is any party described in 17 CFR 230.252 (c), (d), (e) or (f) presently subject to any of the disqualification See Appendix, Column 5, for state response. See Appendix, Column 5, for state response. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied. The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. Issuer (Print or Type) Global Endowment Partners, L.P. Name of Signer (Print or Type) General Partner Title of Signer (Print or Type) General Partner		E. STATE SIGNATURE			
 The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied. The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. Issuer (Print or Type) Signature Date Title of Signer (Print or Type) General Partner 	Is any party described in 17 CFR 230.2 provisions of such rule?	252 (c), (d), (e) or (f) presently subject to any	of the disqualification		
Form D (17 CFR 239.500) at such times as required by state law. 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees. 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied. The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. Issuer (Print or Type) Signature Date Title of Signer (Print or Type) Gem GP, LLC By: Thruston B. Morton, Ill General Partner	See Appe	ndix, Column 5, for state response.			
issuer to offerees. 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied. The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. Issuer (Print or Type) Global Endowment Partners, L.P. Name of Signer (Print or Type) Title of Signer (Print or Type) General Partner General Partner			state in which this notice is	filed, a no	itice on
Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied. The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person. Issuer (Print or Type) Signature Date Name of Signer (Print or Type) GEM GP, LLC By: Thruston B. Morton, III General Partner	•	es to furnish to the state administrators, upon	written request, information	furnished	by the
Issuer (Print or Type) Global Endowment Partners, L.P. Name of Signer (Print or Type) GEM GP, LLC By: Thruston B. Morton, Ill General Partner	Limited Offering Exemption (ULOE)	of the state in which this notice is filed ar	nd understands that the iss		
Clobal Endowment Partners, L.P. Name of Signer (Print or Type) GEM GP, LLC By: Thruston B. Morton, III General Partner		ws the contents to be true and has duly caused	d this notice to be signed on	its behalf	by the
Name of Signer (Print or Type) GEM GP, LLC By: Thruston B. Morton, Ill General Partner	Issuer (Print or Type)	1	Date		
GEM GP, LLC By: Thruston B. Morton, III General Partner	Global Endowment Partners, L.P.	J. Maseul J			
By: Thruston B. Morton, III General Partner		Title of Signer (Print or Type)			
	By: Thruston B. Morton, III	General Partner			

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX 2 3 4 5 1 Type of Security Intend to sell to Disqualified under State and aggregate non-accredited offering price Type of investor and ULOE (if yes, attach investors in State offered in state amount purchased in State explanation of waiver (Part B - Item 1) (Part C-Item 1) granted) (Part E - Item 1) (Part C - Item 2) Class A Common Number of Number of Stock, Series A Accredited Non-Accred Preferred Stock and Yes State No Investors Amount ited Amount Yes No Series B Preferred **Investors** Stock AL AK П \Box AZAR \Box $\mathbf{C}\mathbf{A}$ \Box CO CT DE DC FL П GA HI ID IL IN IA KS KY LA ME MD MA ΜI MN MS

APPENDIX 5 1 2 3 4 Type of Security Disqualified under State Intend to sell to and aggregate ULOE (if yes, attach non-accredited offering price Type of investor and offered in state explanation of waiver investors in State amount purchased in State granted) (Part E - Item 1) (Part B - Item 1) (Part C-Item 1) (Part C - Item 2) Number of Number of Accredited Non-Accred State Yes No Investors Amount ited Amount Yes No Investors MO MT \Box NE NVNH NJ NM \boxtimes \boxtimes 1 -0-NY Limited Partner \$18,375 -0-Interest Ø NC Limited Partner 4 図 \$231,625 -0--0-Interest П ND П OH OK OR PA RI SC SD TN TX П UT VT VA WA WV WI

				A	PPENDIX				
1		2	3		4				5
	Intend to sell to non-accredited investors in State (Part B – Item 1)		Type of Security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C – Item 2)				ULOE (if explanation	d under State yes, attach on of waiver ort E – Item 1)
State	Yes	No	Class A Common Stock, Series A Preferred Stock and Series B Preferred Stock	Number of Accredited Investors	Amount	Number of Non-Accred ited Investors	Amount	Yes	No
WY							•		
PR									

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