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

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

OMB No. 1545-0052

For calendar year 2001, or tax year beginning OCT 1, 2000, and ending SEP 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 D BUCKMAN CHARITABLE TRUST

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
P.O. BOX 84

City or town, state, and ZIP code
MEMPHIS, TN 38101-0084

A Employer identification number
62-6155483

B Telephone number
901-681-2349

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ **24,017,367.**

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

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)
1	Contributions, gifts, grants, etc., received Check ☒ if the foundation is not required to attach Sch. B				
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	1,551,907.	1,551,907.		STATEMENT 1
4	Dividends and interest from securities	248,385.	248,385.		STATEMENT 2
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain or (loss) from sale of assets not on line 10	1,772,076.			
b	Gross sales price for all assets on line 6a	24,478,771.			
7	Capital gain net income (from Part IV, line 2)		1,772,076.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	939.	939.		STATEMENT 3
12	Total. Add lines 1 through 11	3,573,307.	3,573,307.		
13	Compensation of officers, directors, trustees, etc.	167,316.	83,658.		83,658.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 4	955.	0.		828.
b	Accounting fees STMT 5	3,550.	3,550.		0.
c	Other professional fees STMT 6	4,064.	0.		0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	175,885.	87,208.		84,486.
25	Contributions, gifts, grants paid	1,235,867.			1,235,867.
26	Total expenses and disbursements. Add lines 24 and 25	1,411,752.	87,208.		1,320,353.
27	Subtract line 26 from line 12	2,161,555.			
a	Excess of revenue over expenses and disbursements		3,486,099.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			N/A	

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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			
	2	Savings and temporary cash investments	52,624.	344,919.	344,919.
	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 STMT 7	1,419,174.	7,280,195.	7,244,720.
	b	Investments - corporate stock STMT 8	2,679,172.	4,957,117.	7,247,032.
	c	Investments - corporate bonds STMT 9	4,564,957.	9,166,958.	9,180,694.
11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 10	10,871,709.	2.	2.	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers)	19,587,636.	21,749,191.	24,017,367.	
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 ☐			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Organizations that do not follow SFAS 117, check here ☒			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	5,558,665.	5,558,665.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	14,028,971.	16,190,526.	
30	Total net assets or fund balances	19,587,636.	21,749,191.		
31	Total liabilities and net assets/fund balances	19,587,636.	21,749,191.		

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	19,587,636.
2	Enter amount from Part I, line 27a	2	2,161,555.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	21,749,191.
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	21,749,191.

From 990-PF (2001)

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 SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b BULAB HOLDINGS NOTE	D	VARIOUS	08/20/01
c CAPITAL GAINS DIVIDENDS			
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 14,662,738.		12,922,158.	1,740,580.
b 9,784,536.		9,784,537.	<1.>
c 31,497.			31,497.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			1,740,580.
b			<1.>
c			31,497.
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,772,076.
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))
2000	346,529.	14,436,240.	.0240041
1999	325,054.	7,199,173.	.0451516
1998	388,583.	7,199,173.	.0539761
1997	374,334.	6,701,220.	.0558606
1996	323,053.	6,193,336.	.0521614

2 Total of line 1, column (d)	2	.2311538
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	.0462308
4 Enter the net value of noncharitable-use assets for 2001 from Part X, line 5	4	23,981,424.
5 Multiply line 4 by line 3	5	1,108,680.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	34,861.
7 Add lines 5 and 6	7	1,143,541.
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	1,320,353.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling 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 ☒ and enter 1% of Part I, line 27b	1	34,861.
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	34,861.
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	34,861.
6	Credits/Payments		
a	2001 estimated tax payments and 2000 overpayment credited to 2001	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 ☐ if Form 2220 is attached	8	1,828.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	36,689.
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 2002 estimated tax ☐ Refunded ☐	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
1b 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
1c 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 organization managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on 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?		
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) ☐ 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 2001 or the taxable year beginning in 2001 (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? Web site address ☐ NONE	X	
12 The books are in care of ☐ FIRST TENNESSEE BANK NATIONAL ASSOC Telephone no ☐ (901) 681-2349 Located at ☐ P.O. BOX 84, MEMPHIS, TN ZIP+4 ☐ 38101-0084		
13 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 ☐ 13 ☐ N/A		

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

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

	Yes	No
1a During the year did the organization (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	☐	1b X
c Did the organization 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 2001?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001?	☐ Yes ☒ No	
If "Yes," list the years		
b Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2001 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2001.)	N/A	3b
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the organization 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 2001?		4b X
5a During the year did the organization pay or incur any amount to		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	5b
c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No	
If "Yes," attach the statement required by Regulations section 53.4945-5(d)		
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b X
If you answered "Yes" to 6b, also file Form 8870		

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:

[illegible]

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

[illegible]**Total number of other employees paid over \$50,000**

0

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

[illegible]**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		
Total. Add lines 1 through 3		0.

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	24,346,623.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	24,346,623.
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	24,346,623.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	365,199.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,981,424.
6	Minimum investment return. Enter 5% of line 5	6	1,199,071.

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	1,199,071.
2a	Tax on investment income for 2001 from Part VI, line 5	2a	34,861.
b	Income tax for 2001 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	34,861.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,164,210.
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	1,164,210.
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	1,164,210.

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	1,320,353.
b	Program-related investments - Total from 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	1,320,353.
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	34,861.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,285,492.

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 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				1,164,210.
2 Undistributed income, if any, as of the end of 2000				
a Enter amount for 2000 only			152,763.	
b Total for prior years 19 __, 19 __, 19 __		0.		
3 Excess distributions carryover, if any, to 2001				
a From 1996				
b From 1997				
c From 1998				
d From 1999				
e From 2000				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ \$ 1,320,353.				
a Applied to 2000, but not more than line 2a			152,763.	
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 2001 distributable amount				1,164,210.
e Remaining amount distributed out of corpus	3,380.			
5 Excess distributions carryover applied to 2001 (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	3,380.			
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 2000 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				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 1996 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a	3,380.			
10 Analysis of line 9				
a Excess from 1997				
b Excess from 1998				
c Excess from 1999				
d Excess from 2000				
e Excess from 2001	3,380.			

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
a Paid during the year				
SEE STATEMENT 13				
Total			3a	1,235,867.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	1,551,907.	
4	Dividends and interest from securities			14	248,385.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			18	939.	
8	Gain or (loss) from sales of assets other than inventory			18	1,772,076.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0.		3,573,307.	0.
13	Total. Add line 12, columns (b), (d), and (e)				3,573,307.	0.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

John D Buckman Charitable Trust

<u>Year</u>	<u>Tax</u>		<u>Tax Due</u>
1992	(354)	768	414
1993	-		
1994	-		
1995	9,569	577	10,146
1996	8,867	534	9,401
1997	17,187	1,035	18,222
1998	15,102	909	16,011
1999	20,177	1,217	21,394
2000	34,861	1,828	36,689
2001	8,941	392	9,333
2002	16,500	559	17,059
2003	11,668	290	11,958
2004	11,899	567	12,466
2005	40,312	697	41,009
2006	50,265	2,181	52,446
2007	12,634	536	13,170
2008	18,904	387	19,291
2009	24,568	534	25,102
2010	21,114	549	21,663
Total	322,214	13,560	335,774

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST	1,551,907.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,551,907.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	273,987.	31,497.	242,490.
DIVIDENDS	5,895.	0.	5,895.
TOTAL TO FM 990-PF, PART I, LN 4	279,882.	31,497.	248,385.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	AMOUNT
GOLDMAN SACHS XFER	906.
NASDAQ LITIGATION	33.
TOTAL TO FORM 990-PF, PART I, LINE 11, COLUMN A	939.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ATTORNEY	955.	0.		828.
TO FM 990-PF, PG 1, LN 16A	955.	0.		828.

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
ACCOUNTING	3,550.	3,550.		0.
TO FORM 990-PF, PG 1, LN 16B	3,550.	3,550.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEE	4,064.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	4,064.	0.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVT MUTUAL FUND	X		7,280,195.	7,244,720.
TOTAL U.S. GOVERNMENT OBLIGATIONS			7,280,195.	7,244,720.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			7,280,195.	7,244,720.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	4,957,117.	7,247,032.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,957,117.	7,247,032.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	9,166,958.	9,180,694.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,166,958.	9,180,694.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MISC	2.	2.
BULAB HOLDINGS, INC PROM NOTE	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13	2.	2.

FORM 990-PF	PART XV, LINE 2B APPLICATION REQUIREMENTS	STATEMENT	11
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DESCRIPTION

BRIEF STATEMENT OF THE PURPOSE OF THE ORGANIZATION AND INTENDED USE OF FUNDS

FORM 990-PF	PART XV, LINE 2D AWARD RESTRICTIONS AND LIMITATIONS	STATEMENT	12
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DESCRIPTION

ONE-HALF OF THE INCOME FROM THIS TRUST IS INTENDED FOR NEEDY CAUSES WHICH DO NOT RECEIVE EXTENSIVE NATIONAL PUBLICITY AND WHICH ARE OF BENEFIT TO CHILDREN.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
ST. JUDE CHILDREN'S RESEARCH HOSPITAL, 262 DANNY THOMAS PLACE,	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	380,861.
LEBONHEUR CHILDREN'S HOSPITAL, 50 N. DUNLAP STREET, MEMPHIS, TN 38103	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	380,861.
THE FOOD BANK, 239 SOUTH DUDLEY ST, MEMPHIS, TN 38104-3244	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	10,000.
BIRTHRIGHT OF MEMPHIS, INC, 115 ALEXANDER STREET, MEMPHIS, TN 38111-4505	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	50,000.
EXCHANGE CLUB, 2180 UNION AVE, MEMPHIS, TN 38104-4205	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	30,000.
YOUTH FOR CHRIST, 2996 SANTA VALLEY ST, MEMPHIS, TN 38133	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	25,000.
HOPE HOUSE, 23 SOUTH IDLEWILD ST, MEMPHIS, TN 38104-3926	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	25,000.
THE NEIGHBORHOOD SCHOOL, 175 TILMAN ST, MEMPHIS, TN 38111	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	40,000.
YOUTH VILLAGES, 3320 BROTHER BLVD, MEMPHIS, TN 38133	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	50,000.
CHILD ADVOCACY CENTER, 1085 POPLAR AVE, MEMPHIS, TN 38105-4724	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	24,145.
BUCKMAN'S BOYS CLUB, 1100 VOLLINTINE, MEMPHIS, TN 38105	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	20,000.
SMART, 785 JACKSON AVE, MEMPHIS, TN 38107	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	17,500.

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MEMPHIS ARTS COUNCIL, 8 S 3RD ST STE 100, MEMPHIS, TN 38103	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	7,500.
HOLY NAMES CHURCH, 697 KEEL AVE, MEMPHIS, TN 38107	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	40,000.
LIFEBLOOD FOUNDATION, 1040 MADISON AVE, MEMPHIS, TN 38104-2106,	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	60,000.
HOLY ROSARY SCHOOL, 4841 PARK AVENUE, MEMPHIS, TENNESSEE 38117	PUBLIC CHARITY	BENEFIT CHILDREN	NONE	75,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A				<u>1,235,867.</u>

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
TOTAL PURCHASE OF ASSETS	-29,949.64	-1,865,186.79	1,895,136.43		
SALE\MATURITY OF ASSETS					
10/02/00 U S TREAS NT 6.125% DTD 10/2/95 DUE 9/30/00 PROCEEDS MATURITY 400,000		400,000.00	-400,000.00	-2,250.00	
10/03/00 ABBOTT LABORATORIES MERRILL LYNCH, PIERCE, FENNER, SALE 8,800 SHARES @ 46.6545 ON 09/28/00 MISC 13.69 COMM 528.00		410,017.91	-418,554.40	385,396.31	-8,536.49
10/03/00 A H BELO CORP CL A MERRILL LYNCH, PIERCE, FENNER, SALE 4,000 SHARES @ 18.1875 ON 09/28/00 MISC 2.43 COMM 240.00		72,507.57	-73,752.00	10,857.57	-1,244.43
10/17/00 VODAFONE AIRTOUCH PLC-SP ADR DO NOT USE-SEE CUSIP # 92857W100 MERRILL LYNCH, PIERCE, FENNER, TRANSACTION REVERSAL - INCORRECT CUSIP NUMBER USED.		137,318.63	-137,318.63		
10/17/00 VODAFONE AIRTOUCH PLC-SP ADR DO NOT USE-SEE CUSIP # 92857W100 ROBINSON HUMPHREY CLEAR THRU TO REVERSE ENTRY POSTED 10/13/00 FOR INCORRECT CUSIP S/H/B CUSIP 92857W100		135,225.00	-135,225.00		
10/27/00 BOEING CO ROBINSON HUMPHREY CLEAR THRU SALE 4,300 SHARES @ 60.875 ON 10/24/00 MISC 8.73 COMM 258.00		261,495.77	-270,900.00	240,459.60	-9,404.23

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
10/27/00 ENRON ROBINSON HUMPHREY CLEAR THRU SALE 800 SHARES @ 82.875 ON 10/24/00 MISC 2.21 COMM 48.00		66,249.79	-70,100.00	41,200.19	-3,850.21
10/31/00 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I AUTOMATIC CASH INVESTMENT (ACI) SALE	21,303.67		-21,303.67		
10/31/00 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I AUTOMATIC CASH INVESTMENT (ACI) SALE		369,535.39	-369,535.39		
TOTAL SALE\MATURITY OF ASSETS	<u>21,303.67</u>	<u>1,852,350.06</u>	<u>-1,896,689.09</u>	<u>675,663.67</u>	<u>-23,035.36</u>

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
SALE\MATURITY OF ASSETS					
01/16/01 BULAB HOLDINGS, INC. PROM NOTE DTD 1/17/00 \$10,871,707.00 @7% INT. ANN INSTALLMENTS OF \$1,087,170.70 DUE 1/15/11 995001609 PRINCIPAL PAYMENT DUE 01/17/01		1,087,170.70	-1,087,170.70		
01/22/01 BANK AMERICA CORP 060505104 PAINE WEBBER SALE 2,263 SHARES @ 49.9909 ON 01/17/01 MISC 3.77 COMM 113.15		113,012.49	-103,815.13	68,446.43	9,197.36
02/02/01 GOLDMAN SACHS ASIA GROWTH FUND CL A 38141W570 DIRECT SALE 34,315 UNITS @ 9.77 ON 02/01/01		335,257.55	-318,786.35	75,590.28	16,471.20
02/05/01 GOLDMAN SACHS GROUP INC 38141G104 ROBINSON HUMPHREY CLEAR THRU SALE 500 SHARES @ 116.70 ON 01/31/01 MISC 1.95 COMM 30.00		58,318.05	-53,469.00	31,818.05	4,849.05
02/05/01 MERCK 589331107 ROBINSON HUMPHREY CLEAR THRU SALE 250 SHARES @ 79.90 ON 01/31/01 MISC .67 COMM 15.00		19,959.33	-23,406.25	19,958.33	-3,446.92
02/28/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		1,448,942.04	-1,448,942.04		

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
03/08/01 NOVARTIS AG RG SHS RG 99951FGH4 PAINE WEBBER SALE 106 SHARES @ 1650.00 ON 02/07/01 MISC 30.83 COMM 7.42		174,861.75	-51,478.22	123,383.53	123,383.53
03/30/01 SCHERING PLOUGH CORP 806605101 MORGAN STANLEY & CO. SALE 4,900 SHARES @ 38.46 ON 03/27/01 MISC 6.28 COMM 245.00		188,202.72	-278,075.00	11,820.22	-89,872.28
03/31/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		177,988.38	-177,988.38		
04/30/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE	73,194.71		-73,194.71		
04/30/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		16,888.09	-16,888.09		
05/08/01 GUIDANT CORPORATION 401698105 MERRILL LYNCH, PIERCE, FENNER, SALE 3,700 SHARES @ 38.1294 ON 05/03/01 MISC 4.71 COMM 185.00		140,889.07	-185,259.00	-44,369.93	-44,369.93
05/10/01 BOEING CO 097023105 MERRILL LYNCH, PIERCE, FENNER, SALE 4,299 SHARES @ 64.85 ON 05/07/01 MISC 9.30 COMM 214.95		278,565.90	-283,734.00	265,847.07	-5,168.10

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
05/31/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE	681,179.46		-681,179.46		
07/02/01 U S TREAS NT 6.625% DTD 7/1/96 DUE 6/30/01 912827Y48 PROCEEDS MATURITY 400,000		400,000.00	-401,752.00	-375.00	-1,752.00
07/24/01 MOTOROLA INC 620076109 MORGAN STANLEY & CO. SALE 5,000 SHARES @ 19.05 ON 07/19/01 MISC 3.18 COMM 250.00		94,996.82	-101,250.00	-49,865.68	-6,253.18
07/24/01 WORLD COM, INC. - MCI GROUP 98157D304 NDB CAPITAL MARKETS INC CLEARS SALE 396 SHARES @ 15.30 ON 07/02/01 MISC .20		6,058.60	-15,608.14	-9,549.54	-9,549.54
07/31/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE	62,594.49		-62,594.49		
07/31/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		6,689.34	-6,689.34		
09/07/01 MOTOROLA INC 620076109 MERRILL LYNCH, PIERCE, FENNER, SALE 3,000 SHARES @ 19.01 ON 08/28/01 MISC 1.91 COMM 180.00		56,848.09	-60,750.00	-29,769.41	-3,901.91

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
09/30/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		2,322,945.00	-2,322,945.00		
10/01/01 JOHNSON AND JOHNSON 478160104 MERRILL LYNCH, PIERCE, FENNER, SALE 5,000 SHARES @ 53.32 ON 09/26/01 MISC 8.89 COMM 300.00		266,291.11	-262,657.50	256,466.11	3,633.61
10/01/01 PEPSICO 713448108 MERRILL LYNCH, PIERCE, FENNER, SALE 2,000 SHARES @ 47.63 ON 09/26/01 MISC 3.18 COMM 120.00		95,136.82	-99,126.00	32,536.82	-3,989.18
10/03/01 ZIMMER HOLDINGS, INC. 98956F102 MERRILL LYNCH, PIERCE, FENNER, SALE 700 SHARES @ 27.3325 ON 09/28/01 MISC .64 COMM 42.00		19,090.11	-9,671.17	9,418.94	9,418.94
10/31/01 KIMBERLY CLARK CORP 494368103 MERRILL LYNCH, PIERCE, FENNER, SALE 6,000 SHARES @ 56.10 ON 10/26/01 MISC 11.22 COMM 300.00		336,288.78	-424,140.00	44,832.78	-87,851.22
10/31/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE	433,669.68		-433,669.68		
11/30/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		124,773.25	-124,773.25		

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TRANSACTION DESCRIPTION	INCOME CASH	PRINCIPAL CASH	COST/MARKET CHANGES	REALIZED GAIN/LOSS	MARKET APPR/DEPR CURRENT PERIOD
12/03/01 ENRON CORP NT 6.625% DTD 11/24/97 DUE 11/15/05 293561BS4 BANK OF AMERICA SALE 250,000 PAR @ 21.00 ON 11/28/01		52,500.00	-250,775.00	-199,772.50	-198,275.00
12/04/01 CHEVRONTEXACO CORP 166764100 ROBINSON HUMPHREY CLEAR THRU SALE 1,540 SHARES @ 84.44 ON 11/29/01 MISC 4.34 COMM 92.40		129,940.86	-60,070.00	69,870.86	69,870.86
12/04/01 GLAXOSMITHKLINE PLC - ADR 37733W105 DONALDSON & COMPANY SALE 9,104 SHARES @ 51.0057 ON 11/29/01 MISC 15.48 COMM 546.24		463,794.17	-42,912.00	420,882.17	420,882.17
12/31/01 FIRST FUNDS U S GOVERNMENT PORTFOLIO MUTUAL FUNDS CL I 321FUSGR9 AUTOMATIC CASH INVESTMENT (ACI) SALE		1,530,445.97	-1,530,445.97		
TOTAL SALE\MATURITY OF ASSETS	<u>1,250,638.34</u>	<u>9,945,854.99</u>	<u>-10,993,215.87</u>	<u>1,097,169.53</u>	<u>203,277.46</u>