

See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



0	90-PF	:		eturn of Privat		-		OMB No 1545	5-0052
m J	30-F I		or Se	ction 4947(a)(1) None Treated as a Priv	xempt Charitable II ate Foundation	ust		200	15
mel Rev	enue Service			Treated as a Priv				4	<u> </u>
		05, or tax year beg		Employee		, and ending		T Name	
Chec	k all that appl	y Initial retui	in [Final return	Amended return	Address		Name or Identification n	
Jse the		ii organization					~ cmploye	i identification ii	UINDE
se tne labe		ENCE C & HARRY	ENGI	LISH MEM FD 51-	1106935		58-	6045781	
Otherw				er if mail is not delivered to		Room/suite		ne number (see p	age 10
prin	ıt 📗				ĺ		(he instr	uctions)	
or typ		SUNTRUST BANK,	. P.C	D. BOX 1908			(40	4) 827-65	529
ee Spo	Color	town state, and ZIP co				C If exen	ption applica g check here		▶
								one check here	▶
	ORLAN	IDO, FL 32802-	-1908			2 For	elgn organizat	one meeting the	_
Chec	k type of org	anization X Secti	on 501(c)(3) exempt private f	oundation	85°2	iesi check h puleton .	ere and sitech	▶[
Se	ction 4947(a)(1) nonexempt charitable	e trust	Other taxable pr	wate foundation	E I sove	ile foundation	status was terrenale	.
Fair	market value	of all assets at end	A Veco	unting method X C	ash Accrual			(1)(A), check here	`►L
	eur (from Part I		ļ_ L	Other (specify)	,-,,	F (f the)	oundation is	in a 60-month termina	ation
16)		,984,262.		column (d) must be on	cash basis)	under	section 507(b)	(1)(B), check here	<u> </u>
art I	Analysis of I	Revenue and Expensionns (b), (c)	c) and	(a) Revenue and	(b) Net investment	(c) Adjust	ed net	(d) Disburser for charite	
	(d) may not nee	cessarily equal the amo	unts in	expenses per books	income	псоп		purpose	3
		page 11 of the instruc		DOOKS		-		(cash basis	only)
1 0	Contributions, gets	grants atc received (attach ac f the foundation is not req	hedule) uired to			 			
2 (Linecx P [11]	illach Sch B				 			
		s and temporary cash inve		454,622.	463,666	+			TMT
	Dividends and i Gross rents	nterest from securities		437,022.	105,000	+			11111
	Gross rents Net rental income		•						
		from sale of assets not on	hon 10	140,603.	· · · · · · · · · · · · · · · · · · ·				
b c	Gross sales price	for all 12,297,				 			
	ssets on line 6a Canital dain nei	t income (from Part IV,		·	132,698				
		capital gain							
	ncome modific					1	4,000.		
10 a S	Gross salas less re and allowances -	emut							
	Less Cost of good					<u>.</u>			
c (Gross profit or (loss) (attach schedule)				ļ			
11 0	Other income (attach schodule)				1			
12 1	Total, Add lines	1 through 11 .		595,225.	596,364		4,000.		
13 (Compensation of	officers, directors, trustees	, elc .	27,806	13,903	•		1	3,9
		e salaries and wages .				ļ			
		employee benefits	₩. Ÿ.	3 004	NON	 	NONE		3 0
16a l	Legal fees (atta	ch schedule) 511	rir 2	3,094. 4,000.	NON		NONE		3,0 4.0
		s (attach schedule)STN		4,000.	NON	 	NONE		7,0
1		mai fees (altach schedu	ю)	····		 			
17	interest Tavas (allach ach	edula) (see page 14 of pSTA	AT_4.	20,843.	3,433				
		edule) (see page 14 of 144 kK (tach schedule) and de		20,043.	5,155	' 			
I	Depreciation (a Occupancy .	-	PIEUOII			1			-
		nces and meetings				 			
I	Frinting and pu					 			
'		s (attach schedule) , .				1			
1		and administrative ex							
		rough 23		55,743.	17,336		NONE	2	0,9
		gifts, grants paid		630,820.					0, B
		disbursements, Add lines 2		686,563.	17,336		NONE		1,B
	Subtract line 20								
a 1	Excess of revenue of	over expenses and disbursem	ents	-91,338.		1			
ь	Net investmen	t income (if negative, e	nter -0-)		579,028	· 	1 7 7 7 7		
		scome (if negative, ente		L		<u> </u>	4,000.		
- Debe	acy Act and Pi	aperwork Reduction A	ct Notice	, see the instructions				Form 990-P	'F (20
DE E-114	•								

JUN 2 8 2010

TPK BRANCH OGDEN

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Canadal Calan	and Laccac for Tay on Inv	actment Income			Page
Part IV Capital Gains	<u>s and Losses for Tax on Inv</u>	earment Mcome			
(a) List and	d describe the kind(s) of property sold (e g real estate	(b) How acquired	(c) Date acquired (mo, day yr)	(d) Date sold
	rick warehouse, or common stock 200		P-Purchase D-Donation	(mo,day yr)	(mo, day yr
1a SEE PART IV SCHE	DULE		100000		
b			 	 	
c .			 		
d			+	 	
•			 	 	
(e) Gross sales price	(f) Depreciation allowed	(g) Cost or other basis		0.000 0-	
(e) Gross sales price	(or allowable)	plus expense of sale		(h) Gain or (lo (e) plus (f) mini	
		<u> </u>	 		
ab					
			 		
<u>c</u>			┼		
<u>d</u>		· · · · · · · · · · · · · · · · · · ·	┼		
Complete enly for pagets 6	houses agin in column (b) and our	and by the foundation on 12/21/60	+		
Complete only for assets s	howing gain in column (h) and owi			Gams (Col (h) g	ain minus
(i) FM V as of 12/31/69	(i) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	501	(k), but not less t Losses (from co	
		3701 231 (); 17 21 3	 		
<u>a</u>		 			
<u>b</u>			 		
<u>c</u>			 		
<u>d</u>	 		 		
<u>e</u>	L	<u> </u>	 		
Capital gain net income or	(antenned loca)	gain, also enter in Part I, line 7			122 600
. •		(loss), enter -0- in Part I, line 7	2		132,698.
	n or (loss) as defined in sections 12		1 1		
ir gain, also enter in Part I.	, line 8, column (c) (see pages 13	and 17 of the instructions)	í l		
-					
If (loss), enter -0- in Part I,		Joned Toy on Net Investment In	131		
If (loss), enter -0- in Part I, Part V Qualification U For optional use by domestic	nder Section 4940(e) for Redic private foundations subject to the			me)	
If (loss), enter -0- in Part I, Part V Qualification UI For optional use by domestic f section 4940(d)(2) applies, Vas the organization liable for	nder Section 4940(e) for Red c private foundations subject to the leave this part blank or the section 4942 tax on the dist	e section 4940(a) tax on net inves	ment inco	· 	Yes X N
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If (loss), enter -0- in Part I, Part V Qualification U For optional use by domestle If section 4940(d)(2) applies, Vas the organization liable for I enter the appropriate am Base period years Calendar year (or lax year beginning in) 2004 2003 2002 2001 2000 Total of line 1, column (d) Average distribution ratio the number of years the for Enter the net value of nor Multiply line 4 by line 3	nder Section 4940(e) for Redic private foundations subject to the leave this part blank or the section 4942 tax on the distriction of qualify under section 4940(e) ount in each column for each year (b) Adjusted qualifying distributions 710,305. 706,134. 703,905. 1,031,492. 839,473.	ributable amount of any year in the complete this part see page 18 of the instructions be recommended in the complete this part see page 18 of the instructions be recommended in the complete this part see page 18 of the instructions be recommended in the complete this part see page 18 of the instructions be recommended in the complete this part of the co	base per efore make 2 2 3 4 5 5	od?	768703080 768703080 968194462 713834635 7233902157 106554047 1081310809 1,580,739 740,893 5,790
If (loss), enter -0- in Part I, Part V Qualification Us For optional use by domestic If section 4940(d)(2) applies, Was the organization liable for Yes, the organization doe I Enter the appropriate am Base period years Calendar year (or law year beginning in) 2004 2003 2002 2001 2000 Total of line 1, column (d) Average distribution ratio the number of years the I Enter the net value of nor Multiply line 4 by line 3 Enter 1% of net investme Add lines 5 and 6	nder Section 4940(e) for Redic private foundations subject to the leave this part blank for the section 4942 tax on the distributions and qualify under section 4940(e) ount in each column for each year (b) Adjusted qualifying distributions 710, 305. 706, 134. 703, 905. 1, 031, 492. 839, 473. In or the 5-year base period - divide foundation has been in existence if incharitable-use assets for 2005 from the foundation of the foundation has been in existence if incharitable-use assets for 2005 from the foundation of the foundation has been in existence if incharitable-use assets for 2005 from the foundation of the foundation has been in existence if incharitable-use assets for 2005 from the foundation of the foundation has been in existence if the foundatio	ributable amount of any year in the complete this part see page 18 of the instructions be recommended in the complete this part see page 18 of the instructions be recommended in the complete this part see page 18 of the instructions be recommended in the complete this part see page 18 of the instructions be recommended in the complete this part of the co	base per efore make 2 2 3 4 5 6	od?	080 (e) 768703080 968194462 113834635 221919713 733902157 106554047 081310809 740,893 5,790 746,683
If (loss), enter -0- in Part I, Part V Qualification Us For optional use by domestic if section 4940(d)(2) applies, Was the organization liable for f "Yes," the organization doe 1 Enter the appropriate am (a) Base period years Calendar year (or lax year beginning in) 2004 2003 2002 2001 2000 2 Total of line 1, column (d) 3 Average distribution ratio the number of years the f 4 Enter the net value of nor 5 Multiply line 4 by line 3 6 Enter 1% of net investmen 7 Add lines 5 and 6	nder Section 4940(e) for Redic private foundations subject to the leave this part blank or the section 4942 tax on the distriction of qualify under section 4940(e) ount in each column for each year (b) Adjusted qualifying distributions 710,305. 706,134. 703,905. 1,031,492. 839,473.	ributable amount of any year in the Do not complete this part see page 18 of the instructions be received and the second of the instructions be received and the second of the second o	base per efore make 2 2 3 4 5 6 6 7 8	ing any entries Dustribution (c) (c) (d) (d) (d) (d) (d) (d) (d) (d) (d) (d	(a) (b) (c) (c) (d) (d) (d) (d) (d) (d) (d) (d) (d) (d

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	990-PF (2005) 58~5045 /81 VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - set	pag	e 18 of	the ins	tructi	Paç lon:
	Exampl operating foundations described in section 4940(d)(2) check here	Γ.				
	Date of ruling letter (attach copy of ruling letter if necessary - see instructions)		l			
ь	Domestic organizations that meet the section 4940(e) requirements in Part V, check	١,			11,5	58
		<u> </u>			/-	
_	here and enter 1% of Part), line 27b All other domestic organizations enter 2% of time 27b Exempt foreign organizations enter 4% of Part 1, line 12 cot (b)		l			
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	١,	1			
3		3	-		11,5	. 0
-	Add lines 1 and 2					
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				NO
	Tax based on Investment Income Subtract line 4 from line 3. If zero or less enter -0-	5			11,5	96
	Credits/Payments	i i	İ			
	2005 estimated tax payments and 2004 overpayment credited to 2005 . 6a 13,572.		İ			
	Exempt foreign organizations - tax withheld at source		İ			
c	Tax paid with application for extension of time to file (Form 8868)		l			
đ	Backup withholding erroneously withheld	}	ĺ			
7	Total credits and payments Add lines 6a through 6d	7	1		13,5	7د
8	Enter any penalty for underpayment of estimated tax. Check here	8			_	_
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1		_
0	Overpayment If line 7 is more than the total of lines 5 and 8 enter the amount overpaid	10			1,9	9
11	Enter the amount of line 10 to be Credited to 2006 estimated tax	11		/		_
Par	t VII-A Statements Regarding Activities				_	_
_	During the tax year, did the organization attempt to influence any national state, or local legislation or did				Yes	
	st posteronate na locarena la participat possenza			1a	163	╁
_	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page			1.4		H
				11		
	19 of the instructions for definition)?	•		15		⊢
	if the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials			1 1		ł
	published or distributed by the organization in connection with the activities					L
c	Did the organization file Form 1120-POL for this year?		. . .	10		L
đ	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year					L
	(1) On the organization ► \$(2) On organization managers ► \$			1 1		
	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed			1 1		l
	on organization managers > \$			1 1		
2	Has the organization engaged in any activities that have not previously been reported to the IRS?			121		1
_	If "Yes," attach a detailed description of the activities					Г
3	Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles			1 1		
-	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes			,		l
		• • •		 		┢
48	Did the organization have unrelated business gross income of \$1,000 or more during the year?			40		17
ь	If "Yes," has it filed a tax return on Form 980-T for this year?			4b		۳
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		⊢
	If "Yes," attach the statement required by General instruction T					l
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either					ı
	By language in the governing instrument, or					ı
	By state legislation that effectively amends the governing instrument so that no mandatory directions					1
	that conflict with the state law remain in the governing instrument?			6	X	L
7	Did the organization have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, coi (c), a		1 <i>X</i> V	7	X	
8 e	Enter the states to which the foundation reports or with which it is registered (see page 19 of the					Γ
-	instructions) ▶ SEE STATEMENT 8			1 1		l
ь	If the answer is "Yes" to line 7, has the organization (umlished a copy of Form 990-PF to the Attorney			1 1		1
•	General (or designate) of each state as required by General instruction G? If "No," attach explanation			1	х	ı
8	Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3)		• • •	8.5		\vdash
•)		1
	or 4942(j)(5) for calendar year 2005 or the taxable year beginning in 2005 (see instructions for Parl XIV on			1.1		Ì
	page 26)? If "Yes," complete Part XIV			12		H
0	Did any persons become substantial contributors during the tax year? If "Yes," altech a schedule listing their names and		ses .	10		\vdash
	Did the organization comply with the public inspection requirements for its annual returns and exemption applications.	ion?		11	X	ш
1	Web site address ▶ N/A					
11						
12	The books are in care of ▶ SUNTRUST BANK Telephone no ▶		4)827	7-652	9	
				-652	9	

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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

_		ilendar year 2007, or tax year beginning	1=:		7, and ending		
G	·Che	eck all that apply: Initial return	Final return	Amended return	Address	change	Name change
		Name of foundation				A Employe	ridentification number
		he IRS					
		bel. FLORENCE C & HARRY ENGI				58-6	5045781
		rwise, Number and street (or P O box number	if mail is not delivered to	street address)	Room/suite	B Telephone	number (see the instructions)
	•	rint					
		type. C/O SUNTRUST BANK, . P.O). BOX 1908			(404	1) 827-6529
		City or town, state, and ZiP code				nption application	on is
•	ııstru	ctions.			I	ng, check here	►
		ORLANDO, FL 32802-1908				eign organizatio	
П	Cha	eck type of organization: X Section 501	a\/2\ avammt mayata f	aundation		eign organizatio % test, check hei	
7					cor	nputation	▶ []
.1		Section 4947(a)(1) nonexempt charitable trust	Other taxable pri	· · · · · · · · · · · · · · · · · · ·	E If priv	ate foundation s	tatus was terminated
ı		ı	unting method X Ca	ash Accrual	under	section 507(b)(1)(A), check here . >
		year (from Part II, col. (c), line	Other (specify)		F If the	foundation is in	a 60-month termination
			column (d) must be or	n cash basis.)	under	section 507(b)(1)(B), check here . >
L	art	Analysis of Revenue and Expenses (The	(a) Revenue and	(b) Net investment	(c) Adulet	ad not	(d) Disbursements
		total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in	expenses per	income	(c) Adjust		for charitable purposes
		column (a) (see the instructions))	books				(cash basis only)
	1	Contributions, gifts, grants, etc., received (attach schedule)					
	2	Check X if the foundation is not required to attach Sch B					
	3	Interest on savings and temporary cash investments					
	4	Dividends and interest from securities	736,335.	741,517			STMT 1
	5.9	Gross rents					
		Net rental income or (loss)					
		Net gain or (loss) from sale of assets not on line 10	2,099,055.			-	
Ē		Gross sales price for all 6 966 217	2,000,000.				· 17
Revenue	_			2,123,538	· · · · · · · · · · · · · · · · · · ·		
æ	7	Capital gain net income (from Part IV, line 2) .		2,123,530	•		1
	8	Net short-term capital gain			1		
	9	Income modifications · · · · · · · · · · · · · · · · · · ·					
	"	and allowances · · · ·			-	C) T 0 T 1	
		Less Cost of goods sold .		· · · · · · · · · · · · · · · · · · · ·			TE UNIT
	C	Gross profit or (loss) (attach schedule)				KEU	EIVED
	11	Other income (attach schedule)	3,359.	3,359			STMT 2
_	12	Total. Add lines 1 through 11	2,838,749.	2,868,414		JUN Z	8 2010
	13	Compensation of officers, directors, trustees, etc					
	14	Other employee salaries and wages				TPR B	RANCH
ës	15	Pension plans, employee benefits					DEN
penses		Legal fees (attach schedule) STMT 3	2,296.	NON	E	NONE	~2;296
	Ι.	Accounting fees (attach schedule) STMT 4	4,000.	NON		NONE	4,000
T)				31021	<u> </u>		-,,,,,,
.≧	17	Interest					
tra	18	Taxes (attach schedule) (see the instruction TMT. 5	19,014.	6,433	 		<u> </u>
Ē	19	Depreciation (attach schedule) and depletion.	17,014.	0,433	' 		
Operating and Administrative Ex	20	•			+		
Ą	20	Occupancy			+	-	
힏	21	Travel, conferences, and meetings			 		
a	22	Printing and publications			+		
Ë	23	Other expenses (attach schedule)			 		
rat	24	Total operating and administrative expenses.					
þ		Add lines 13 through 23	25,310.	6,433	<u>.L</u> .	NONE	6,296
J	25	Contributions, gifts, grants paid	802,986.				802,986
_	26	Total expenses and disbursements Add lines 24 and 25	828,296.	6,433		NONE	809,282
	27	Subtract line 26 from line 12					
	а	Excess of revenue over expenses and disbursements	2,010,453.				
		Net investment income (if negative, enter -0-)		2,861,981			
		Adjusted net income (if negative, enter -0-)	'		T		
=	D.:	wasse Ast and Danamonds Dadustics Ass Markey					- 000 PE

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D-		. :	
ra	u		

D.	art II	Ralanca	Sheets	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year	End o	f year
_				amounts only (See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 `	Cash - non-ir	nterest-beari	ng			
				cash investments	975,697.	253,368.	253,368
	. 3	Accounts re	ceivable 돈				
		Less [,] allowa	nce for doub	otful accounts	<u> </u>		
	4	Pledges rece	eivable 🕨				
		Less: allowa	nce for doub	otful accounts			
				ficers, directors, trustees, and other			
		disqualified	persons (atta	ich schedule) (see page 16 of the instructions)			
	7			eceivable (attach schedule)			
				otful accounts			
				se			
Assets				eferred charges			
ISS				government obligations (attach schedule)			
~				stock (attach schedule)			
	11	Investments -	land, building	bonds (attach schedule)		-··	
		and equipment Less accumul (attach sched	lated deprecia	ation			
	12	Investments	- mortgage	loans			
	13	Investments	- other (atta	ch schedule) STMT 6 .	12,612,281.	15,352,975.	16,725,092
	14	Land, building	ıs, and	•			
		Less accumul	ated deprecia	ntion			
	15	Other assets	(describe	>			
				pleted by all filers - see the			
			-	age 1, item I)	13.587.978.	15,606,343.	16,978,460
				ccrued expenses			
		Grants payal					
s		• •					
Ë	20			rs, trustees, and other disqualified persons			
園	21			ites payable (attach schedule)			
Liabilities	22			Step by able (attach schedule)			
	22	Other habine	ies luescribe	· · · · · · · · · · · · · · · · · · ·			
	23	Total liabilit	ies (add line	s 17 through 22)			
٦		Foundation	s that foll	ow SFAS 117, check here ▶	· ·		
				4 through 26 and lines 30 and 31.			
S	24	Unrestricted					
ances	25						
ᇛ	26						
밁	20			not follow SFAS 117,			
Š				plete lines 27 through 31. \blacktriangleright X			
۲					13,587,978.	15,606,343.	
S	20			lpal, or current funds	13,301,310.	13,000,343.	
set							
As	29		-	ated income, endowment, or other funds	_		
e	30			balances (see page 17 of the	12 507 070	15 606 242	
Z		instructions)		· · · · · · · · · · · · · · · · · · ·	13,587,978.	15,606,343.	
				assets/fund balances (see page 17	12 505 050	15 606 242	
	4 111	A male	ctions)	nan in Net Accets of Frankl	13,587,978.	15,606,343.	
				anges in Net Assets or Fund			
				lances at beginning of year - Part II, c			12 505 050
				on prior year's return)			13,587,978.
2	Enter	amount fro	om Part I, I	ine 27a ed in line 2 (itemize) ▶SEE_STA		2	2,010,453.
3	Other	increases					7,912.
		ines 1, 2, a				<u>4</u>	15,606,343.
				line 2 (itemize) ▶		5	
<u>6</u>	Total	net assets	or fund ba	lances at end of year (line 4 minus lir	ne 5) - Part II, column (b)	, line 30 6	15,606,343.
JSA	١						Form 990-PF (2007)

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Part IV Capital Gain	s and Losses for Tax on Inve	estment Income					
	d describe the kind(s) of property sold (e		(b) How acquired P-Purchase	(c) Date acquired	(d) Date sold (mo , day, yr)		
_ _	rick warehouse; or common stock, 200	sns MLC Co.)	D-Donation	(mo , day, yr)	, 20,, ,, ,		
1a SEE PART IV SCHE	POOPE						
C							
<u>d</u>							
e							
	(f) Depreciation allowed	(g) Cost or other basis		(h) Gain or (lo	ess)		
(e) Gross sales price	(or allowable)	plus expense of sale		(e) plus (f) mini	ıs (g)		
а							
b							
c							
<u>d</u>							
<u>e</u>			_				
Complete only for assets sho	owing gain in column (h) and owner			Gains (Col (h) ga			
(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	COI.	(k), but not less t Losses (from co			
a							
b		·					
<u>c</u>							
d							
<u>e</u>			1				
2 Capital gain net income or		gain, also enter in Part I, line 7	2	2	123,538.		
3 Net short-term capital gain	Recommendation of the capital loss)						
· · · · · ·	line 8, column (c) (see pages 13 an						
_	line 8		3				
	der Section 4940(e) for Reduc				· · · · · · · · · · · · · · · · · · ·		
	leave this part blank. the section 4942 tax on the distrib not qualify under section 4940(e). [ase perio	d ⁷	Yes X No		
	ount in each column for each year;		ore maki	ng any entries			
(a)	(ь)	(c)	1010 1110111	(d)			
Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use assets		Distribution ra (col (b) divided by			
2006	664,541.	15,395,936.		0.043	16340364		
2005	651,817.	14,580,739.			70397557		
2004	710,305.	14,895,140.			68703080		
2003	706,134.	14,213,091.			68194462		
2002	703,905.	14,932,747.	 	0.047	13834635		
2 Total of line 1, column (d)	1		2	0 222	27470000		
	for the 5-year base period - divide t	the total on line 2 by 5 or by	-	0.232	37470098		
	oundation has been in existence if I		3	0 046	47494020		
the named of yours the h	oandation has been in existence in	C33 (11011 3 Years	-	0.040	77777020		
4 Enter the net value of non	ncharitable-use assets for 2007 from	n Part X, line 5	4	16	6,670,834.		
5 Multiply line 4 by line 3			5		774,776.		
6 Enter 1% of net investmen	nt income (1% of Part I, line 27b)		6		28,620.		
		• • • • • • • • • • • • • • • • • • • •					
7 Add lines 5 and 6			7		803,396.		
8 Enter qualifying distributed	ons from Part XII, line 4	complete that part course 100 course.	8 Part VI un	otruotic = 0 = 0 = = = = =	809,282.		
JSA 751430 2 000	Time 7, check the box in Part VI, line 15, and	complete that part using a 1% tax rate. See th	ie rart VI in		990-PF (2007)		

Part	VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of t	he ins	tructio	ns)
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 foundations that meet the section 4940(e) requirements in Part V, check		28,6	20.
•	here X and enter 1% of Part I, line 27b			
С	All other domestic foundations 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			
3	Add lines 1 and 2		28,6	20.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 4			ONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		28,6	
6	Credits/Payments:			
_	2007 estimated tax payments and 2006 overpayment credited to 2007 6a 13,098.			
	Exempt foreign organizations-tax withheld at source			
	Tax paid with application for extension of time to file (Form 8868) 6c NONE			
	Backup withholding erroneously withheld			
7	Total credits and payments Add lines 6a through 6d		13 0	98.
			13,0	70.
8			15,5	22 6
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		15,5	22.
10 11	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
	t VII-A Statements Regarding Activities	<u></u>		
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes	_No_
	participate or intervene in any political campaign?	1a		<u>X</u>
Ь	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19			•
	of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1s or 1b, attach a detailed description of the activities and copies of any materials			
	published or distributed by the foundation in connection with the activities			
C	Did the foundation file Form 1120-POL for this year?	1c		<u>X</u>
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation >\$(2) On foundation managers >\$			
е	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on			
	foundation managers • \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		<u> </u>
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of			
	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		<u>X</u>
ь	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N	[/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			X
	If "Yes," attach the statement required by General Instruction T			
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?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Х	
8a		<u>-</u> -		
	instructions) STMT 8			
h	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General			
	(or designate) of each state as required by General Instruction G? If "No," attach explanation	8ь	х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)	90		
,	or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? If			
	"Yes," complete Part XIV	9		Х
4.0		-		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their	4.0		Х
	names and addresses	10		

Form 990-PF (2007)

Par	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of t	he ins	tructions)
` 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 foundations that meet the section 4940(e) requirements in Part V, check		28,620.
•	here X and enter 1% of Part I, line 27b		
С	All other domestic foundations 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		
3	Add lines 1 and 2		28,620.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 4		NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- ,		28,620.
6	Credits/Payments		
а	2007 estimated tax payments and 2006 overpayment credited to 2007 6a 13,098.		
	Exempt foreign organizations-tax withheld at source		
С	Tax paid with application for extension of time to file (Form 8868) 6c NONE		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d		13,098.
8	Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		15,522.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be Credited to 2008 estimated tax ▶ Refunded ▶ 11		
Par	VII-A Statements Regarding Activities		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it		Yes No
	participate or intervene in any political campaign?	1a	Х
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19		
	of the instructions for definition)?	1b	X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials		
	published or distributed by the foundation in connection with the activities		
c	Did the foundation file Form 1120-POL for this year?	1c	X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
	(1) On the foundation >\$ (2) On foundation managers >\$		
е			•
	foundation managers > \$		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
	If "Yes," attach a detailed description of the activities		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of		
	incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Х
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
	If "Yes," attach the statement required by General Instruction T		
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?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the		
	instructions) STMT 8		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General		
	(or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	Х
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)		
	or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? If		
	"Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their	Ī	
	names and addresses	10	X
		99	0-PF (2007)

		TRUST BANK TRANSACTI				PAGE 28 RUN 05/05, 06 03	/2008 ·36 PM
	TRANSACTIONS			TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
23 OTHE	R ALLOCABLE EXPENSE-INCOME (CONTINUE	ED)					
06/04/07	CASH DISBURSEMENT ADMIN EXPENSE FROM INCOME 5/25/07C #18100M #029001 LEGAL SVS PAID TO	DEC'06 - A	.PR′07	-1705 57	-1705 57		070600005
	KING & SPALDING LLP PO BOX 116133 ATLANTA, GA 30368-6133 TR TRAN#=SR000050000006 TR CD=044	REG=0	PORT=INC				
09/04/07	CASH DISBURSEMENT ADMIN EXPENSE FROM INCOME 8/24/07C#18100M#029001 LEGAL SVS MAP PAID TO KING & SPALDING LLP		07	-300.00	-300 00		070900003
	PO BOX 116133 ATLANTA, GA 30368-6133 TR TRAN#=SR000004000004 TR CD=044	REG=0	PORT=INC				
	TOTAL CODE 23 - OTHER ALLOCABLE EXE	PENSE-INCOM	E	-2295 57	-2295 57	0 00	ر کم ا
79 FEDE:	RAL ESTIMATES - INCOME				,		a to C
05/14/07	CASH DISBURSEMENT TAX FED FIDUC ESTIMATE-INCOME 1ST QTR 2007 990PF EST PAID TO 5622800			-2357 00 V	-2357 00	Cst.m	0705000P0
	ACCOUNT # 5622800 TR TRAN#=CR000025000191 TR CD=277	REG=0	PORT=INC		,	187	
06/04/07	CASH DISBURSEMENT TAX FED FIDUC ESTIMATE-INCOME 2ND QTR 2007 990PF EST PAID TO 5622800			-2357 00 🖋	-2357 00	>	070600007
	ACCOUNT # 5622800 TR TRAN#=CR000070000095 TR CD=277	REG=0	PORT=INC				
12/18/07	CASH DISBURSEMENT TAX FED FIDUC ESTIMATE-INCOME 4TH QTR 2007 990PF EST PAID TO 5622800 ACCOUNT # 5622800			-2357 00	-2357 00		071200062
	TR TRAN#=CR000466000247 TR CD=277	REG=0	PORT=INC				
	TOTAL CODE 79 - FEDERAL ESTIMATES -	INCOME		-7071 00	-7071 00	0 00	
80 FEDE	RAL ESTIMATES - PRINCIPAL				•		
05/14/07	CASH DISBURSEMENT TAX FED FIDUC ESTIMATE-PRIN 1ST QTR 2007 990PF EST PAID TO 5622800			-2009 00		-2009 00	070500022
	ACCOUNT # 5622800 TR TRAN#=CR000025000223 TR CD=279	REG=0	PORT=PRIN				
06/04/07	CASH DISBURSEMENT TAX FED FIDUC ESTIMATE-PRIN 2ND QTR 2007 990PF EST PAID TO 5622800			-2009 00 🏑)	-2009 00	070600006
	ACCOUNT # 5622800 TR TRAN#=CR000070000093 TR CD=279	REG=0	PORT=PRIN				
12/18/07	CASH DISBURSEMENT TAX FED FIDUC ESTIMATE-PRIN 4TH QTR 2007 990PF EST PAID TO: 5622800 ACCOUNT # 5622800			-2009 00		-2009 00	071200061
	TR TRAN#=CR000466000245 TR CD=279	REG=0	PORT=PRIN				
	TOTAL CODE 80 - FEDERAL ESTIMATES -	PRINCIPAL		-6027.00	0 00	-6027 00	
8 FEDE	RAL TAX PAYMENT - PRIOR YEARS LIABIL	ITY					
01/09/07	CASH DISBURSEMENT TAX FED FIDUC BAL DUE ADD'L INTEREST DUE PERIORD 12/31/04 PAID TO			-37 90	-37 90		070100007
	U S TREASURY TR TRAN#=MA000699000016 TR CD=274	REG=0	PORT=INC				
05/14/07	CASH DISBURSEMENT TAX FED FIDUC BAL DUE BAL DUE 2006 FORM 990PF PAID TO 5622800			-2040 00	-2040 00		070500019

	. 1106935 DMN 1071 INV 80		RUST BANK TRANSACTI	ON DETAIL			PAGE 32 RUN 04/27 01 43	/2009 28 PM
	TRANSACTIONS				TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
80 PEDE	RAL ESTIMATES - PRINCIPAL	(CONTINUED)						
	TOTAL CODE 80 - FEDERAL E	STIMATES -	PRINCIPAL	ı	-594 00	0 00	-594 00	
58 FEDE	RAL TAX PAYMENT - PRIOR YE	ARS LIABILI	TY			کبر()	ν	
06/06/08	CASH DISBURSEMENT TAX FED FIDUC BAL DUE BAL DUE 2007 FORM 990PF PAID TO 5622800 ACCOUNT # 56228 TR TRAN#=TX00001000277		REG=0	PORT≃PRIN	-15161.00	Ber Am	-15161 00	080600037
06/06/08	CASH DISBURSEMENT TAX FED FIDUC BAL DUE BAL DUE 2007 FORM 990PF PAID TO 5622800 ACCOUNT # 56228				-361 00	-361 00		080600038
	TR TRAN#=TX000001000279		REG=0	PORT=INC		./		
	TOTAL CODE 58 - FEDERAL T	'AX PAYMENT	- PRIOR Y	EARS LIABILITY	-15522.00	-361 00	-15161 00	
906 MUT	UAL FUND CASH RECEIPTS ISHARES TR RUSSELL 2000 V	ALUE INDEX	FD - 4642	87630 - MINOR :	= 79			
12/30/08	DIVIDEND RECEIVED TR TRAN#=1C000765000655 EX-DATE=12/23/2008	TR CD=005	REG=4	PORT=INC		1075 88		081200045
					0 00	1075.88	0 00	
12/12/08	RIDGEWORTH FD-AGGRESSIVE CAPITAL GAIN DISTRIBUTION TR TRAN#=ZY000481028282 EX-DATE=	 			1		15395 31	081200029
					0 00	0 00	15395.31	
	RIDGEWORTH FD-SEL L/C GRW	TH STK #622	- 76628F	1540 - MINOR = 6	54			
06/23/08	DIVIDEND RECEIVED 63851 3 TR TRAN#=ZY000771008665 EX-DATE=6/20/2008		REG=47	PORT=INC		993 72		080600044
09/23/08	DIVIDEND RECEIVED TR TRAN#=ZY000781002456 EX-DATE=9/22/2008	TR CD=005	REG=47	PORT=INC		344 10		080900022
12/16/08	DIVIDEND RECEIVED TR TRAN#=ZY000583002360 EX-DATE=12/15/2008	TR CD=005	REG=47	PORT=INC		1084 46		081200036
					0 00	2422 28	0 00	
	RIDGEWORTH FD-MIDCAP VAL	EQ #412 - 7	6628R615	- MINOR = 64				
06/23/08	DIVIDEND RECEIVED 36762 3 TR TRAN#=ZY000771009324 EX-DATE=6/20/2008		REG=47	PORT=INC		934 09		080600045
09/23/08	DIVIDEND RECEIVED TR TRAN#=ZY000781003101 EX-DATE=9/22/2008	TR CD=005	REG=47	PORT=INC		1375 57		080900023
12/16/08	DIVIDEND RECEIVED TR TRAN#=ZY000583002988 EX-DATE=12/15/2008	TR CD=005	REG=47	PORT=INC		1904 75		081200037
					0 00	4214 41	0 00	
	RIDGEWORTH FD-LARGECAP VA							
06/23/08	DIVIDEND RECEIVED 110351. TR TRAN#=ZY000771028002 EX-DATE=6/20/2008	009 UNITS		PORT=INC	· ·	6959 95		080600046
09/23/08	DIVIDEND RECEIVED TR TRAN#=ZY000781021293 EX-DATE=9/22/2008	TR CD=005	REG≃47	PORT=INC		7140.81		080900024

7410 14

081200038

12/16/08 DIVIDEND RECEIVED TR TRAN#=ZY000583020300 TR CD=005 REG=47 PORT=INC EX-DATE=12/15/2008