NOTICE 2008-6 STATUS CHANGE

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning 11/01 **, 2008, and ending** 10/31, 20 09

G Check all that apply: [ ] Initial return [ ] Final return [ ] Amended return [X] Address change [ ] Name change

Use the IRS label Otherwise, print or type. See Specific Instructions

Name of foundation: TW LUCY C HARRIS-GFIC

Number and street (or P O box number if mail is not delivered to street address): 1525 WEST WT HARRIS BLVD | Room/suite

City or town, state, and ZIP code: CHARLOTTE, NC 28288-5709

A Employer identification number: 58-6163827

B Telephone number (see page 10 of the instructions): (404) 238-0444

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
[X] 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) ▶ $ 718,616.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ____________
(Part I, column (d) must be on cash basis)

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) (see page 11 of the instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	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	202.	202.		STMT 1
	4	Dividends and interest from securities	31,619.	31,475.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-28,058.			
	b	Gross sales price for all assets on line 6a 171,630.				
	7	Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total** Add lines 1 through 11	3,763.	31,677.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	11,255.	11,255.		
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) STMT 5	3.	3.	NONE	NONE
	b	Accounting fees (attach schedule) STMT 6	500.	NONE	NONE	500.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 7	486.	373.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses** Add lines 13 through 23	12,244.	11,631.	NONE	500.
	25	Contributions, gifts, grants paid	30,893.			30,893.
	26	**Total expenses and disbursements** Add lines 24 and 25	43,137.	11,631.	NONE	31,393.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-39,374.			
	b	**Net investment income** (if negative, enter -0-)		20,046.		
	c	**Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE JAN 0 6 2009

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions Form **990-PF** (2008)

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing		NONE	
2	Savings and temporary cash investments		14,342.	14,342.
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 (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ *		* NONE	
	Less allowance for doubtful accounts ▶		NONE	NONE
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)		NONE	NONE
b	Investments - corporate stock (attach schedule)		NONE	NONE
c	Investments - corporate bonds (attach schedule)		NONE	NONE
11	Investments - land, buildings, and equipment basis ▶ NONE			
	Less accumulated depreciation (attach schedule) ▶		NONE	
12	Investments - mortgage loans		NONE	
13	Investments - other (attach schedule)	837,116.	778,014.	704,274.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)		NONE	NONE
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	837,116.	792,356.	718,616.
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 (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances				
	Foundations 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			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	837,116.	792,356.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds		NONE	
30	**Total net assets or fund balances** (see page 17 of the instructions)	837,116.	792,356.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	837,116.	792,356.	

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	837,116.
2	Enter amount from Part I, line 27a	2	-39,374.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	797,742.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	5,386.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	792,356.

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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 PART IV DETAIL			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	2	-28,058.
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) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the 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))
2007			
2006			
2005			
2004			
2003			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	401.
c	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	3	401.
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-	5	401.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008 — 6a: 113.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	113.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	288.
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 2009 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
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
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 ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation 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? *If "Yes," attach a detailed description of the activities*	2		X
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		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	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) ▶ ______			
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	X	
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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? *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 names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Wachovia Bank N.A. Telephone no ▶ (404)238-0444
Located at ▶ 1525 WEST WT HARRIS BLVD, CHARLOTTE, NC ZIP + 4 ▶ 28288-5709

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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 foundation (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 foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ 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 20 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b		X
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 foundation 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 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		X

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

			Yes	No
5a During the year did the foundation 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)? (see page 22 of the instructions) ☐ 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 page 22 of the instructions)?		5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No				
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No				
b Did the foundation, 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				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No				
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		11,255.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	638,362.
b	Average of monthly cash balances	1b	-1,010.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	637,352.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	637,352.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	9,560.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	627,792.
6	**Minimum investment return.** Enter 5% of line 5	6	31,390.

Part XI **Distributable Amount** (see page 25 of the 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	31,390.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	401.		
b	Income tax for 2008 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	401.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	30,989.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	30,989.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	30,989.

Part XII **Qualifying Distributions** (see page 25 of the 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	31,393.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	*Qualifying distributions* Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	31,393.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,393.

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1	Distributable amount for 2008 from Part XI, line 7				30,989.
2	Undistributed income, if any, as of the end of 2007				
a	Enter amount for 2007 only			NONE	
b	Total for prior years 20____, 20____, 20____		NONE		
3	Excess distributions carryover, if any, to 2008				
a	From 2003 ... NONE				
b	From 2004 ... NONE				
c	From 2005 ... NONE				
d	From 2006 ... NONE				
e	From 2007 ... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 31,393.				
a	Applied to 2007, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2008 distributable amount				30,989.
e	Remaining amount distributed out of corpus	404.			
5	Excess distributions carryover applied to 2008 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	404.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2009** Subtract lines 7 and 8 from line 6a	404.			
10	Analysis of line 9				
a	Excess from 2004 ... NONE				
b	Excess from 2005 ... NONE				
c	Excess from 2006 ... NONE				
d	Excess from 2007 ... NONE				
e	Excess from 2008 ... 404.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year (a) 2008	Prior 3 years (b) 2007	(c) 2006	(d) 2005	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b Endowment alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 27 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines.

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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 10				
Total . . . . ▶ **3a**				30,893.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	202.	
4 Dividends and interest from securities			14	31,619.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-28,058.	
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)				3,763.	

13 Total Add line 12, columns (b), (d), and (e) . . . . 13 3,763.

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee WACHOVIA BANK, N. A. | Date 12/29/2009 | Title Trustee

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code		EIN	
		Phone no	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					6,421.	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-4,229.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					4,347.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					7,194.	
		57. AETNA INC-NEW COM PROPERTY TYPE: SECURITIES					10/27/2004	11/05/2008
1,395.00		1,320.00					75.00	
		11. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					02/16/2007	11/05/2008
627.00		498.00					129.00	
		13. APPLIED MATERIALS INC COM W/RIGHTS A PROPERTY TYPE: SECURITIES					05/20/2008	12/15/2008
133.00		249.00					-116.00	
		120. APPLIED MATERIALS INC COM W/RIGHTS PROPERTY TYPE: SECURITIES					05/25/2007	12/15/2008
1,225.00		2,294.00					-1,069.00	
		34. BRISTOL-MYERS SQUIBB CO COM PROPERTY TYPE: SECURITIES					02/25/2008	12/15/2008
760.00		789.00					-29.00	
		31. DANAHER CORP COM PROPERTY TYPE: SECURITIES					05/20/2008	12/15/2008
1,577.00		2,375.00					-798.00	
		9. GENERAL MILLS INC COM W/RTS EXP 02/01 PROPERTY TYPE: SECURITIES					05/20/2008	12/15/2008
540.00		558.00					-18.00	
		14. GOLDMAN SACHS GRP INC COM PROPERTY TYPE: SECURITIES					02/01/2006	12/15/2008
923.00		1,988.00					-1,065.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3948.667 PIMCO FDS PAC INVT MGMT SER TOT PROPERTY TYPE: SECURITIES					05/09/2008	12/30/2008
40,000.00		43,198.00					-3,198.00	
		20. LOCKHEED MARTIN CORP COM PROPERTY TYPE: SECURITIES					05/12/2008	01/12/2009
1,599.00		2,115.00					-516.00	
		20. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES					05/12/2008	01/12/2009
1,208.00		2,466.00					-1,258.00	
		10. TEREX CORP NEW COM PROPERTY TYPE: SECURITIES					02/25/2008	01/12/2009
157.00		694.00					-537.00	
		50. BANK AMER CORP COM PROPERTY TYPE: SECURITIES					01/15/2003	01/16/2009
374.00		1,790.00					-1,416.00	
		10. BECTON DICKINSON & CO COM PROPERTY TYPE: SECURITIES					11/11/2005	01/21/2009
714.00		583.00					131.00	
		8. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES					06/22/1983	01/21/2009
613.00		35.00					578.00	
		8. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					02/16/2007	01/28/2009
468.00		362.00					106.00	
		68. AMDOCS LTD COM PROPERTY TYPE: SECURITIES					11/11/2005	01/28/2009
1,195.00		1,928.00					-733.00	
		12. AT&T INC PROPERTY TYPE: SECURITIES					05/20/2008	02/12/2009
287.00		474.00					-187.00	
		60. AT&T INC PROPERTY TYPE: SECURITIES					05/25/2007	02/12/2009
1,437.00		2,450.00					-1,013.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		12. BMC SOFTWARE INC COM RTS EXP 05/12/2 PROPERTY TYPE: SECURITIES					05/20/2008	03/05/2009
341.00		457.00					-116.00	
		9. BMC SOFTWARE INC COM RTS EXP 05/12/20 PROPERTY TYPE: SECURITIES					02/25/2008	03/05/2009
256.00		294.00					-38.00	
		43. OWENS ILL INC COM PROPERTY TYPE: SECURITIES					05/20/2008	03/05/2009
454.00		2,398.00					-1,944.00	
		630.252 EVERGREEN INTL BOND FUND CL I (F PROPERTY TYPE: SECURITIES					03/27/2008	03/09/2009
6,000.00		7,777.00					-1,777.00	
		1210.898 PIMCO FDS PAC INVT MGMT SER TOT PROPERTY TYPE: SECURITIES					05/09/2008	03/09/2009
12,000.00		13,247.00					-1,247.00	
		874.891 VANGUARD INFLATION-PROTECTED SEC PROPERTY TYPE: SECURITIES					05/09/2008	03/09/2009
10,000.00		11,207.00					-1,207.00	
		32. NOBLE ENERGY INC COM PROPERTY TYPE: SECURITIES					03/10/2009	03/30/2009
1,639.00		2,969.00					-1,330.00	
		1193.666 JPMORGAN EMERG MARK DEBT-SEL PROPERTY TYPE: SECURITIES					05/09/2008	04/03/2009
7,090.00		9,800.00					-2,710.00	
		3082.126 JPMORGAN EMERG MARK DEBT-SEL PROPERTY TYPE: SECURITIES					03/27/2008	04/03/2009
18,308.00		25,520.00					-7,212.00	
		108. VALERO ENERGY CORP NEW COM PROPERTY TYPE: SECURITIES					03/10/2009	05/04/2009
2,315.00		1,792.00					523.00	
		35. FIRSTENERGY CORP COM 12/01/2004 PROPERTY TYPE: SECURITIES					03/10/2009	06/03/2009
1,353.00		2,670.00					-1,317.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		19. ROSS STORES INC COM PROPERTY TYPE: SECURITIES					05/20/2008	06/03/2009
766.00		662.00					104.00	
		38. NORFOLK SOUTHN CORP COM W/RIGHTS ATT PROPERTY TYPE: SECURITIES					03/10/2009	07/01/2009
1,453.00		2,531.00					-1,078.00	
		16. WATSON PHARMACEUTICALS INC COM PROPERTY TYPE: SECURITIES					09/30/2008	07/01/2009
543.00		451.00					92.00	
		.46 CENTURYTEL INC COM PROPERTY TYPE: SECURITIES					02/12/2009	07/14/2009
13.00		12.00					1.00	
		8. CHUBB CORP COM PROPERTY TYPE: SECURITIES					03/10/2009	07/27/2009
361.00		288.00					73.00	
		50. CHUBB CORP COM PROPERTY TYPE: SECURITIES					05/20/2008	07/27/2009
2,259.00		2,695.00					-436.00	
		3. INTL BUSINESS MACHINES CORP COM PROPERTY TYPE: SECURITIES					03/10/2009	07/27/2009
351.00		257.00					94.00	
		2. INTL BUSINESS MACHINES CORP COM PROPERTY TYPE: SECURITIES					05/20/2008	07/27/2009
234.00		210.00					24.00	
		47. OIL STATES INTERNATIONAL INC COM PROPERTY TYPE: SECURITIES					08/06/2008	07/27/2009
1,239.00		2,435.00					-1,196.00	
		8. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					03/10/2009	07/27/2009
246.00		219.00					27.00	
		64. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					12/14/2007	07/27/2009
1,968.00		2,836.00					-868.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		471.143 JOHN HANCOCK S/C INTRINSIC-I PROPERTY TYPE: SECURITIES					03/27/2008	07/30/2009
4,000.00		6,196.00					-2,196.00	
		4. LOCKHEED MARTIN CORP COM PROPERTY TYPE: SECURITIES					03/10/2009	08/10/2009
303.00		235.00					68.00	
		22. LOCKHEED MARTIN CORP COM PROPERTY TYPE: SECURITIES					05/20/2008	08/10/2009
1,667.00		2,404.00					-737.00	
		70.281 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					04/01/2008	08/26/2009
3,500.00		4,804.00					-1,304.00	
		746.268 JOHN HANCOCK S/C INTRINSIC-I PROPERTY TYPE: SECURITIES					03/27/2008	09/17/2009
7,000.00		9,813.00					-2,813.00	
		402.762 LAZARD EMERGING MKTS PORTFOLIO PROPERTY TYPE: SECURITIES					03/27/2008	09/17/2009
7,000.00		9,022.00					-2,022.00	
		8. EMERSON ELEC CO COM W/RTS ATTACHED EX PROPERTY TYPE: SECURITIES					03/10/2009	09/24/2009
316.00		212.00					104.00	
		49. EMERSON ELEC CO COM W/RTS ATTACHED E PROPERTY TYPE: SECURITIES					07/09/2008	09/24/2009
1,933.00		2,437.00					-504.00	
		9. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES					03/10/2009	09/24/2009
421.00		241.00					180.00	
		7. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES					08/10/2005	09/24/2009
327.00		173.00					154.00	
		65. SYBASE INC COM PROPERTY TYPE: SECURITIES					07/27/2009	09/24/2009
2,382.00		2,310.00					72.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		9. COOPER INDUSTRIES PLC-CL A COM PROPERTY TYPE: SECURITIES					03/10/2009	09/24/2009
327.00		181.00					146.00	
		55. COOPER INDUSTRIES PLC-CL A COM PROPERTY TYPE: SECURITIES					11/11/2005	09/24/2009
1,997.00		1,975.00					22.00	
		10. ST. JUDE MED INC PROPERTY TYPE: SECURITIES					03/10/2009	10/19/2009
339.00		346.00					-7.00	
		58. ST. JUDE MED INC PROPERTY TYPE: SECURITIES					07/09/2008	10/19/2009
1,964.00		2,446.00					-482.00	
TOTAL GAIN(LOSS)							-28,058.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WACHOVIA PT MONEY MARKET	202.	202.
TOTAL	202.	202.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	58.	58.
AON CORP COM	35.	35.
APPLIED MATERIALS INC COM W/RIGHTS ATTAC	8.	8.
ARCHER DANIELS MIDLAND CO COM	29.	29.
BANK AMER CORP COM	16.	16.
BAXTER INTL INC COM W/RIGHTS ATTACHED EX	40.	40.
BECTON DICKINSON & CO COM	40.	40.
BRISTOL-MYERS SQUIBB CO COM	115.	115.
CA INC COM	14.	14.
CELANESE CORP COM	3.	3.
CENTURYTEL INC COM	55.	55.
CHEVRONTEXACO CORP COM	88.	88.
CHUBB CORP COM	57.	57.
COLGATE-PALMOLIVE CO COM	43.	43.
CONOCOPHILLIPS COM	69.	69.
DISCOVER FINANCIAL SERVICES COM	3.	3.
EMBARQ CORP-W/I COM	80.	80.
EMERSON ELEC CO COM W/RTS ATTACHED EXP 1	70.	70.
EVERGREEN INTL BOND FUND CL I (FD #460)	4,003.	4,003.
EXXON MOBIL CORP COM	45.	45.
FIRSTENERGY CORP COM 12/01/2004	52.	52.
FLOWSERVE CORP COM	7.	7.
GAP INC COM	46.	46.
GENERAL MILLS INC COM W/RTS EXP 02/01/20	68.	68.
GOLDMAN SACHS GRP INC COM	5.	5.
JOHN HANCOCK S/C INTRINSIC-I	405.	405.
HARBOR INTERNATIONAL FUND	1,307.	1,307.
HEWLETT-PACKARD CO COM	20.	20.
HOME DEPOT INC COM	39.	39.
ING INTERNATIONAL REAL ESTATE	595.	595.
ING REAL ESTATE FUND CL I	1,573.	1,443.
INTEL CORP COM	64.	64.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTL BUSINESS MACHINES CORP COM	45.	45.
JP MORGAN CHASE & CO COM	30.	30.
JOHNSON & JOHNSON COM	65.	65.
JPMORGAN EMERG MARK DEBT-SEL	658.	658.
KELLOGG CO COM	73.	73.
KRAFT FOODS INC-A COM	24.	24.
LAZARD EMERGING MKTS PORTFOLIO	976.	976.
LOCKHEED MARTIN CORP COM	51.	51.
MCDONALDS CORP COM	74.	74.
MICROSOFT CORP COM	49.	49.
NIKE INC CL B COM	45.	45.
NOBLE ENERGY INC COM	9.	9.
NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHE	35.	35.
OCCIDENTAL PETE CORP COM	42.	42.
OPPENHEIMER COMMODITY STRATEGY TOTAL RET	1,187.	1,187.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	7,933.	7,933.
PIMCO EMERGING MARKETS BOND FD INS CL	1,056.	1,056.
PFIZER INC COM W/RTS ATTACHED EXP 10/15/	107.	107.
PIONEER HIGH YIELD FD-Y	3,334.	3,334.
PRAXAIR INC COM	52.	52.
PRECISION CASTPARTS CORP COM	4.	4.
PROCTER & GAMBLE CO COM	74.	74.
ROSS STORES INC COM	25.	25.
SEALED AIR CORP NEW COM	26.	26.
SEMPRA ENERGY COM	71.	71.
STATE STR CORP COM	13.	13.
TEXAS INSTRS INC COM	11.	11.
UNITED TECHNOLOGIES CORP COM	61.	61.
VANGUARD INFLATION-PROTECTED SECURITIES	48.	48.
VERIZON COMMUNICATIONS COM	125.	125.
CHARITABLE FIXED INCOME INVESTMENT FUND	6,105.	6,105.
COOPER IND LTD CL A	60.	46.
COVIDIEN LTD COM	22.	22.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COVIDIEN PLC COM	8.	8.
NOBLE CORP COM	3.	3.
ACE LIMITED COM	62.	62.
NOBLE CORP COM	4.	4.
TOTAL	31,619.	31,475.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	3.	3.		
TOTALS	3.	3.	NONE	NONE

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	500.			500.
TOTALS	500.	NONE	NONE	500.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - PRINCIPAL	113.	
FOREIGN TAXES ON QUALIFIED FOR	312.	312.
FOREIGN TAXES ON NONQUALIFIED	61.	61.
TOTALS	486.	373.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
BOOK ADJUSTMENT		5,386.
	TOTAL	5,386.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
WACHOVIA BANK, NA
ADDRESS:
1525 WEST W.T. HARRIS BLVD.
CHARLOTTE, NC 28288-5709
TITLE:
CO-TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 9,004.

OFFICER NAME:
Mr. Lon Rice
ADDRESS:
P.O. Box 727
Winder, GA 30680
TITLE:
Co-Trustee
COMPENSATION .... 2,251.

TOTAL COMPENSATION: 11,255.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
GEORGIA FOUNDATION OF
INDEPENDENT COLLEGES
ADDRESS:
RESURGENS PLAZA
ATLANTA, GA 30326
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 30,893.

TOTAL GRANTS PAID: 30,893.

STATEMENT 10

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2008

Name of estate or trust: TW LUCY C HARRIS-GFIC

Employer identification number: 58-6163827

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			6,421.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-19,206.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	-4,229.
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-17,014.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			4,347.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-22,585.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	7,194.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-11,044.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part*

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-17,014.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-11,044.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			6,964.
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-28,058.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a *The loss on line 15, column (3)* ***or*** b $3,000 .... 16 (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17 If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,200			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23 Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)					33	
34	**Tax on all taxable income** Enter the **smaller** of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust: TW LUCY C HARRIS-GFIC

Employer identification number: 58-6163827

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 13. APPLIED MATERIALS INC COM W/RIGHTS ATTACHED EXP 7	05/20/2008	12/15/2008	133.00	249.00	-116.00
34. BRISTOL-MYERS SQUIBB CO COM	02/25/2008	12/15/2008	760.00	789.00	-29.00
31. DANAHER CORP COM	05/20/2008	12/15/2008	1,577.00	2,375.00	-798.00
9. GENERAL MILLS INC COM W/RTS EXP 02/01/2006	05/20/2008	12/15/2008	540.00	558.00	-18.00
3948.667 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	05/09/2008	12/30/2008	40,000.00	43,198.00	-3,198.00
20. LOCKHEED MARTIN CORP COM	05/12/2008	01/12/2009	1,599.00	2,115.00	-516.00
20. PRECISION CASTPARTS CORP COM	05/12/2008	01/12/2009	1,208.00	2,466.00	-1,258.00
10. TEREX CORP NEW COM	02/25/2008	01/12/2009	157.00	694.00	-537.00
12. AT&T INC	05/20/2008	02/12/2009	287.00	474.00	-187.00
12. BMC SOFTWARE INC COM RTS EXP 05/12/2005	05/20/2008	03/05/2009	341.00	457.00	-116.00
43. OWENS ILL INC COM	05/20/2008	03/05/2009	454.00	2,398.00	-1,944.00
630.252 EVERGREEN INTL BOND FUND CL I (FD #460)	03/27/2008	03/09/2009	6,000.00	7,777.00	-1,777.00
1210.898 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	05/09/2008	03/09/2009	12,000.00	13,247.00	-1,247.00
874.891 VANGUARD INFLATION-PROTECTED SECURIT	05/09/2008	03/09/2009	10,000.00	11,207.00	-1,207.00
32. NOBLE ENERGY INC COM	03/10/2009	03/30/2009	1,639.00	2,969.00	-1,330.00
1193.666 JPMORGAN EMERG MARK DEBT-SEL	05/09/2008	04/03/2009	7,090.00	9,800.00	-2,710.00
108. VALERO ENERGY CORP NEW COM	03/10/2009	05/04/2009	2,315.00	1,792.00	523.00
35. FIRSTENERGY CORP COM 12/01/2004	03/10/2009	06/03/2009	1,353.00	2,670.00	-1,317.00
38. NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHED EXP 9	03/10/2009	07/01/2009	1,453.00	2,531.00	-1,078.00
16. WATSON PHARMACEUTICALS INC COM	09/30/2008	07/01/2009	543.00	451.00	92.00
.46 CENTURYTEL INC COM	02/12/2009	07/14/2009	13.00	12.00	1.00
8. CHUBB CORP COM	03/10/2009	07/27/2009	361.00	288.00	73.00
3. INTL BUSINESS MACHINES CORP COM	03/10/2009	07/27/2009	351.00	257.00	94.00
47. OIL STATES INTERNATION AL INC COM	08/06/2008	07/27/2009	1,239.00	2,435.00	-1,196.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . .

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2008

Name of estate or trust: TW LUCY C HARRIS-GFIC

Employer identification number: 58-6163827

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a	8. VERIZON COMMUNICATIONS COM	03/10/2009	07/27/2009	246.00	219.00	27.00
	4. LOCKHEED MARTIN CORP COM	03/10/2009	08/10/2009	303.00	235.00	68.00
	8. EMERSON ELEC CO COM W/RTS ATTACHED EXP 11/01/20	03/10/2009	09/24/2009	316.00	212.00	104.00
	9. HEWLETT-PACKARD CO COM	03/10/2009	09/24/2009	421.00	241.00	180.00
	65. SYBASE INC COM	07/27/2009	09/24/2009	2,382.00	2,310.00	72.00
	9. COOPER INDUSTRIES PLC-CL A COM	03/10/2009	09/24/2009	327.00	181.00	146.00
	10. ST. JUDE MED INC	03/10/2009	10/19/2009	339.00	346.00	-7.00

1b Total Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -19,206.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2008**

JSA
8F1221 2 000

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: TW LUCY C HARRIS-GFIC

Employer identification number: 58-6163827

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 57. AETNA INC-NEW COM	10/27/2004	11/05/2008	1,395.00	1,320.00	75.00
11. MCDONALDS CORP COM	02/16/2007	11/05/2008	627.00	498.00	129.00
120. APPLIED MATERIALS INC COM W/RIGHTS ATTACHED EXP 7	05/25/2007	12/15/2008	1,225.00	2,294.00	-1,069.00
14. GOLDMAN SACHS GRP INC COM	02/01/2006	12/15/2008	923.00	1,988.00	-1,065.00
50. BANK AMER CORP COM	01/15/2003	01/16/2009	374.00	1,790.00	-1,416.00
10. BECTON DICKINSON & CO COM	11/11/2005	01/21/2009	714.00	583.00	131.00
8. EXXON MOBIL CORP COM	06/22/1983	01/21/2009	613.00	35.00	578.00
8. MCDONALDS CORP COM	02/16/2007	01/28/2009	468.00	362.00	106.00
68. AMDOCS LTD COM	11/11/2005	01/28/2009	1,195.00	1,928.00	-733.00
60. AT&T INC	05/25/2007	02/12/2009	1,437.00	2,450.00	-1,013.00
9. BMC SOFTWARE INC COM RTS EXP 05/12/2005	02/25/2008	03/05/2009	256.00	294.00	-38.00
3082.126 JPMORGAN EMERG MARK DEBT-SEL	03/27/2008	04/03/2009	18,308.00	25,520.00	-7,212.00
19. ROSS STORES INC COM	05/20/2008	06/03/2009	766.00	662.00	104.00
50. CHUBB CORP COM	05/20/2008	07/27/2009	2,259.00	2,695.00	-436.00
2. INTL BUSINESS MACHINES CORP COM	05/20/2008	07/27/2009	234.00	210.00	24.00
64. VERIZON COMMUNICATIONS COM	12/14/2007	07/27/2009	1,968.00	2,836.00	-868.00
471.143 JOHN HANCOCK S/C INTRINSIC-I	03/27/2008	07/30/2009	4,000.00	6,196.00	-2,196.00
22. LOCKHEED MARTIN CORP COM	05/20/2008	08/10/2009	1,667.00	2,404.00	-737.00
70.281 HARBOR INTERNATIONA L FUND	04/01/2008	08/26/2009	3,500.00	4,804.00	-1,304.00
746.268 JOHN HANCOCK S/C INTRINSIC-I	03/27/2008	09/17/2009	7,000.00	9,813.00	-2,813.00
402.762 LAZARD EMERGING MKTS PORTFOLIO	03/27/2008	09/17/2009	7,000.00	9,022.00	-2,022.00
49. EMERSON ELEC CO COM W/RTS ATTACHED EXP 11/01/20	07/09/2008	09/24/2009	1,933.00	2,437.00	-504.00
7. HEWLETT-PACKARD CO COM	08/10/2005	09/24/2009	327.00	173.00	154.00
55. COOPER INDUSTRIES PLC-CL A COM	11/11/2005	09/24/2009	1,997.00	1,975.00	22.00
58. ST. JUDE MED INC	07/09/2008	10/19/2009	1,964.00	2,446.00	-482.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -22,585.00

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

JOHN HANCOCK S/C INTRINSIC-I	431.00	
JOHN HANCOCK S/C INTRINSIC-I	199.00	
LAZARD EMERGING MKTS PORTFOLIO	320.00	
LAZARD EMERGING MKTS PORTFOLIO	182.00	
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	5,288.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		6,421.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

AMERICAN INTL GRP INC COM	32.00	
EL PASO CORP COM	68.00	
FREDDIE MAC COM VTG	21.00	
JOHN HANCOCK S/C INTRINSIC-I	87.00	
LAZARD EMERGING MKTS PORTFOLIO	592.00	
MUNDER MID CAP CORE GROWTH FD CL Y	57.00	
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD I	3,012.00	
PIONEER HIGH YIELD FD-Y	479.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		4,347.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		4,347.00

TW LUCY C HARRIS-GFIC 58-6163827

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-4,229.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-4,229.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	7,194.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		7,194.00

DETAIL LIST
SELECTED ACCOUNTS 10/31/09 THROUGH 10/31/09
SETTLE DATE POSITION FOR HARRIS-GFIC AS OF 10/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	PRINCIPAL =========					
	DEPOSIT ACCOUNTS ----------------					
997981006	WACHOVIA PT MONEY MARKET		9,350.36	9,350.36		
TOTAL	DEPOSIT ACCOUNTS		9,350.36	9,350 36		
	MUTUAL FUNDS - FIXED TAXABLE ----------------------------					
299908830	EVERGREEN INTERNATIONAL BOND FD CL I (FD #460)	2,296 613	28,185.22	26,617.74	28,142.69	28,142.69
693390700	PIMCO TOTAL RETURN FD INST CL	13,360.847	145,954 36	146,167.67	145,954.36	145,954.36
693391559	PIMCO EMERGING MARKETS BOND FD INS CL	2,893 519	25,000.00	29,629.63	25,000.00	25,000.00
72369B406	PIONEER HIGH YIELD FD CL Y	5,128 66	51,326 00	44,568.06	51,326 00	51,326.00
922031869	VANGUARD INFLATION-PROTECTED SECURITIES FD IV CL	1,865.156	23,892 65	23,687.48	23,892 65	23,892 65
TOTAL	MUTUAL FUNDS - FIXED TAXABLE	25,544 795	274,358.23	270,670.58	274,315 70	274,315.70
	MUTUAL FUNDS - OTHER --------------------					
44980Q518	ING INTERNATIONAL REAL ESTATE	2,930 099	34,813.00	24,876.54	34,478 96	34,478.96
44981V706	ING REAL ESTATE FUND CL I	3,890 922	59,039.00	38,870.31	58,526 98	58,526 98
68380Y409	OPPENHEIMER COMMODITY STRATEGY TOTAL RETURN FD CL Y	8,966 162	45,823.03	29,946.98	45,823.03	45,823.03
TOTAL	MUTUAL FUNDS - OTHER	15,787 183	139,675 03	93,693.83	138,828.97	138,828.97
	MUTUAL FUNDS - EQUITY ---------------------					
41013P814	JOHN HANCOCK S/C INTRINSIC-I	4,702 593	45,024 32	42,417.39	40,671.30	40,671.30
626124242	MUNDER MID CAP CORE GROWTH FD CL Y	2,750.616	68,377.21	57,762.94	68,377.21	68,377 21
TOTAL	MUTUAL FUNDS - EQUITY	7,453 209	113,401.53	100,180.33	109,048.51	109,048.51

DETAIL LIST
SELECTED ACCOUNTS 10/31/09 THROUGH 10/31/09
SETTLE DATE POSITION FOR HARRIS-GFIC AS OF 10/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	MUTUAL FUNDS - INTERNATIONAL EQUITY					
411511306	HARBOR INTERNATIONAL FUND INS CL	1,530 868	97,834.46	79,176.49	97,521.56	97,521.56
52106N889	LAZARD EMERGING MKTS PORTFOLIO	2,355.078	43,565.19	40,507 34	41,993.78	41,993 78
TOTAL	MUTUAL FUNDS - INTERNATIONAL EQUITY	3,885.946	141,399.65	119,683.83	139,515.34	139,515.34
	PRINCIPAL CASH		0.00	0.00		
*********	PRINCIPAL TOTAL	52,671.133	678,184.80	593,578 93	661,708.52	661,708.52
	INCOME					
	DEPOSIT ACCOUNTS					
997981006	WACHOVIA PT MONEY MARKET		1,059.46	1,059.46		
TOTAL	DEPOSIT ACCOUNTS		1,059 46	1,059 46		
	INCOME CASH		0 00	0 00		
*********	INCOME TOTAL		1,059 46	1,059.46	0.00	0 00
	ASSET FILE TOTAL	52,671.133	679,244.26	594,638.39	661,708.52	661,708 52

DETAIL LIST
SELECTED ACCOUNTS 10/31/09 THROUGH 10/31/09
SETTLE DATE POSITION FOR HARRIS-GFIC-CORE AS OF 10/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
	PRINCIPAL					
	=========					
	DEPOSIT ACCOUNTS					

997981006	WACHOVIA PT MONEY MARKET		1,957.34	1,957 34		
TOTAL	DEPOSIT ACCOUNTS		1,957.34	1,957 34		
	COMMON STOCKS					

00846U101	AGILENT TECHNOLOGIES INC COM	85	2,989.36	2,102 90	2,989.36	2,989.36
031162100	AMGEN INC COM	36	2,024.06	1,930 32	2,024.06	2,024.06
037389103	AON CORP COM	62	2,207.59	2,387.62	2,207.59	2,207.59
039483102	ARCHER DANIELS MIDLAND CO COM	73	2,047 22	2,198 76	2,047.22	2,047.22
055921100	BMC SOFTWARE INC COM	68	2,216.47	2,526 88	2,169 08	2,169 08
071813109	BAXTER INTL INC COM	41	1,985.62	2,216.46	1,985 62	1,985.62
075887109	BECTON DICKINSON & CO COM	30	1,769.37	2,050 80	1,769.37	1,769.37
110122108	BRISTOL-MYERS SQUIBB CO COM	92	2,066.43	2,005.60	2,060.00	2,060.00
12673P105	CA INC COM	118	2,011.77	2,468.56	2,011.77	2,011.77
156700106	CENTURYTEL INC COM	79	2,010.22	2,564 34	2,010.14	2,010.14
166764100	CHEVRON CORP COM	36	3,184.95	2,755 44	3,184 95	3,184.95
17275R102	CISCO SYSTEMS INC COM	114	2,192.21	2,600 34	2,192.21	2,192.21
194162103	COLGATE-PALMOLIVE CO COM	35	2,206.46	2,752 05	2,206.46	2,206 46
20825C104	CONOCOPHILLIPS COM	40	1,797.69	2,007.20	1,661.24	1,661.24
254709108	DISCOVER FINANCIAL SERVICES COM	153	2,440.46	2,163.42	2,440.46	2,440.46
30231G102	EXXON MOBIL CORP COM	28	590.96	2,006 76	432.03	432.03

DETAIL LIST
SELECTED ACCOUNTS 10/31/09 THROUGH 10/31/09
SETTLE DATE POSITION FOR HARRIS-GFIC-CORE AS OF 10/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
34354P105	FLOWSERVE CORP COM	26	2,270 56	2,553 46	2,270.56	2,270 56
364760108	GAP INC COM	141	2,553.90	3,008.94	2,553.90	2,553 90
370334104	GENERAL MILLS INC COM	39	2,357.74	2,570.88	2,357.74	2,357.74
428236103	HEWLETT-PACKARD CO COM	52	1,353 35	2,467 92	1,283.72	1,283.72
437076102	HOME DEPOT INC COM	87	2,017 07	2,182.83	2,017 07	2,017 07
458140100	INTEL CORP COM	122	2,327 85	2,331.42	2,327.85	2,327.85
459200101	INTL BUSINESS MACHINES CORP COM	19	1,671.79	2,291.59	1,608.10	1,608.10
46625H100	JP MORGAN CHASE & CO COM	69	2,896.49	2,882 13	2,896.49	2,896.49
478160104	JOHNSON & JOHNSON COM	36	1,985.05	2,125 80	1,947.84	1,947 84
487836108	KELLOGG COMPANY COM	55	2,417 03	2,834.70	2,417.03	2,417.03
50075N104	KRAFT FOODS INC CL A COM	82	2,299 90	2,256.64	2,299 90	2,299.90
580135101	MCDONALDS CORP COM	38	1,762.36	2,227.18	1,762.36	1,762 36
58155Q103	MCKESSON CORP COM	41	2,513.43	2,407.93	2,513.43	2,513 43
594918104	MICROSOFT CORP COM	99	2,879 66	2,745.27	2,536.27	2,536 27
654106103	NIKE INC CL B COM	48	1,612 48	2,984.64	1,191.72	1,191 72
674599105	OCCIDENTAL PETE CORP COM	35	2,199 95	2,655.80	2,199.95	2,199.95
717081103	PFIZER INC COM	123	2,090.96	2,094 69	2,090.96	2,090 96
74005P104	PRAXAIR INC COM	36	1,831 21	2,859.84	1,831 21	1,831 21
740189105	PRECISION CASTPARTS CORP COM	27	3,027 15	2,579.31	3,027 15	3,027 15
742718109	PROCTER & GAMBLE CO COM	47	1,734 83	2,726 00	977 49	977 49
778296103	ROSS STORES INC COM	54	1,857 44	2,376.54	1,848.84	1,848 84
81211K100	SEALED AIR CORP NEW COM	108	2,216 05	2,076 84	2,216.05	2,216 05

WACHOVIA BANK, N A.
INVEST AFC/AFP INTERFACE

DETAIL LIST
SELECTED ACCOUNTS 10/31/09 THROUGH 10/31/09
SETTLE DATE POSITION FOR HARRIS-GFIC-CORE AS OF 10/31/09

CUSIP #	SECURITY NAME	UNITS / ORIG FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
816851109	SEMPRA ENERGY COM	48	2,604.75	2,469.60	2,604.75	2,604 75
857477103	STATE STREET CORP COM	49	1,727.40	2,057.02	1,727 40	1,727.40
87236Y108	TD AMERITRADE HOLDING CORP COM	125	2,287 61	2,412.50	2,287.61	2,287.61
882508104	TEXAS INSTRUMENTS INC COM	99	2,150 98	2,321.55	2,150.98	2,150.98
913017109	UNITED TECHNOLOGIES CORP COM	42	1,714.54	2,580.90	1,323 15	1,323.15
91529Y106	UNUMPROVIDNET GROUP COM	114	2,422 02	2,274.30	2,422 02	2,422.02
942683103	WATSON PHARMACEUTICALS INC COM	75	2,107 57	2,581.50	2,106.26	2,106 26
G1151C101	ACCENTURE PLC-CL A COM	60	1,895.32	2,224.80	1,895 32	1,895.32
G2554F105	COVIDIEN PLC COM	49	2,526.06	2,063 88	2,526 06	2,526.06
H0023R105	ACE LIMITED COM	55	2,944.42	2,824.80	2,944.42	2,944.42
H5833N103	NOBLE CORP COM	46	2,779.50	1,874.04	2,779 50	2,779.50
H89128104	TYCO INTERNATIONAL LTD COM	71	2,400 98	2,382.05	2,400.98	2,400 98
TOTAL	COMMON STOCKS	3,307	109,178 24	120,044.74	106,735.64	106,735 64
	PRINCIPAL CASH		0.00	0.00		
*********	PRINCIPAL TOTAL	3,307	111,135 58	122,002 08	106,735.64	106,735.64
	INCOME ======					
	DEPOSIT ACCOUNTS ----------------					
997981006	WACHOVIA PT MONEY MARKET		1,975 61	1,975.61		
TOTAL	DEPOSIT ACCOUNTS		1,975.61	1,975.61		
	INCOME CASH		0.00	0.00		
*********	INCOME TOTAL		1,975 61	1,975.61	0 00	0.00
	ASSET FILE TOTAL	3,307	113,111.19	123,977.69	106,735 64	106,735.64