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 DEC 1, 2008 **, and ending** NOV 30, 2009

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

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

Name of foundation: THE JACKSON FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 104 SHOCKOE SLIP, SUITE 2B

City or town, state, and ZIP code: RICHMOND, VA 23219

A Employer identification number 54-1186114

B Telephone number 804.648.1418

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: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 11,378,351.

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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	18.	18.		STATEMENT 1
	4 Dividends and interest from securities	210,638.	210,638.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	116,749.			
	b Gross sales price for all assets on line 6a 5,292,545.				
	7 Capital gain net income (from Part IV, line 2)		116,749.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,274.	1,274.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	328,679.	328,679.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	47,625.	47,625.		0.
	14 Other employee salaries and wages	10,868.	10,868.		0.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	200.	200.		0.
	b Accounting fees STMT 5	4,430.	4,430.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 6	2,529.	2,529.		0.
	19 Depreciation and depletion	92.	0.		
	20 Occupancy	12,675.	12,675.		0.
	21 Travel, conferences, and meetings	2,109.	2,109.		0.
	22 Printing and publications				
	23 Other expenses STMT 7	57,527.	57,527.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	138,055.	137,963.		0.
	25 Contributions, gifts, grants paid	589,280.			589,280.
	26 **Total expenses and disbursements.** Add lines 24 and 25	727,335.	137,963.		589,280.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<398,656.>			
	b **Net investment income** (if negative, enter -0-)		190,716.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	442,673.	217,982.	217,982.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 8	1,076,806.	1,155,355.	1,194,814.
	b Investments - corporate stock STMT 9	5,393,021.	4,948,973.	5,658,855.
	c Investments - corporate bonds STMT 10	562,855.	620,306.	658,608.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	4,597,028.	4,731,050.	3,647,954.
	14 Land, buildings, and equipment: basis ▶ 576.			
	Less accumulated depreciation STMT 12 ▶ 438.	230.	138.	138.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	12,072,613.	11,673,804.	11,378,351.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	496.	343.	
	23 **Total liabilities** (add lines 17 through 22)	496.	343.	
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	15,823,493.	15,823,493.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<3,751,376.>	<4,150,032.>	
	30 **Total net assets or fund balances**	12,072,117.	11,673,461.	
	31 **Total liabilities and net assets/fund balances**	12,072,613.	11,673,804.	

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	12,072,117.
2	Enter amount from Part I, line 27a	2	<398,656.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,673,461.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,673,461.

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				
b	SEE ATTACHED STATEMENT			
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	5,292,545.		5,175,796.	116,749.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(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	
a				
b				
c				
d				
e				116,749.

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 | 116,749.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 | 3 | N/A

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

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

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

Was the 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 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	863,525.	13,027,338.	.066286
2006	1,028,550.	14,764,504.	.069664
2005	1,296,774.	14,382,927.	.090161
2004	1,372,785.	14,386,622.	.095421
2003	1,368,796.	13,842,622.	.098883

2	***Total*** *of line 1, column (d)*	2	.420415
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	.084083
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	9,659,604.
5	Multiply line 4 by line 3	5	812,208.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,907.
7	Add lines 5 and 6	7	814,115.
8	Enter qualifying distributions from Part XII, line 4	8	589,280.

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.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter: ________ (attach copy of ruling letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	3,814.
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	0.
3	Add lines 1 and 2			3	3,814.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	3,814.
6	Credits/Payments:				
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	4,047.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	4,047.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	233.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 233. **Refunded** ▶			11	0.

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 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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? N/A	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 instructions) ▶ VA			
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)? *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

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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)(13)? If "Yes," attach schedule (see 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 ▶ WWW.JACKSONF.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (804)644-5735
Located at ▶ 104 SHOCKOE SLIP, RICHMOND, VA ZIP+4 ▶ 23219

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 N/A

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

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

			Yes	No
1a	During the year did the 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 instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________, ________, ________, ________			
3a	Did the 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.)* N/A	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)*

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)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 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? N/A ☐ 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? N/A | 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.

(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 14		47,625.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,384,130.
b	Average of monthly cash balances	1b	422,575.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,806,705.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,806,705.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	147,101.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,659,604.
6	**Minimum investment return.** Enter 5% of line 5	6	482,980.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	482,980.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a: 3,814.		
b	Income tax for 2008. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,814.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	479,166.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	479,166.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	479,166.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	589,280.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	589,280.
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	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	589,280.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				479,166.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003 1,377,847.				
b From 2004 680,780.				
c From 2005 584,407.				
d From 2006 314,729.				
e From 2007 220,331.				
f **Total** of lines 3a through e	3,178,094.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 589,280.				
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				479,166.
e Remaining amount distributed out of corpus	110,114.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,288,208.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	1,377,847.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	1,910,361.			
10 Analysis of line 9:				
a Excess from 2004 680,780.				
b Excess from 2005 584,407.				
c Excess from 2006 314,729.				
d Excess from 2007 220,331.				
e Excess from 2008 110,114.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a 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 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).)

NONE

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.

NONE

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

Check here ▶ ☐ 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 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:

JILL MCCORMICK, 804-644-5735
104 SHOCKOE SLIP, SUITE 2B, RICHMOND, VA 23219

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

NO PRESCRIBED FORM

c Any submission deadlines:

NONE

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

NONE

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 ATTACHED SCHEDULE #4	NONE	PUBLIC	GENERAL	589,280.
Total			▶ 3a	589,280.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	18.	
4 Dividends and interest from securities			14	210,638.	
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			14	1,274.	
8 Gain or (loss) from sales of assets other than inventory			18	116,749.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		328,679.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 328,679.

(See worksheet in line 13 instructions 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).

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
		N/A	

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
N/A		

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: [signature] Date: 4-6-10 Title: President

Paid Preparer's Use Only

Preparer's signature: [signature] CPA Date: 3/31/10 Check if self-employed ☐ Preparer's identifying number: P00443599

Firm's name (or yours if self-employed), address, and ZIP code: KEITER, STEPHENS, HURST, GARY & SHREAVES, PC, P.O. BOX 32066, RICHMOND, VA 23294-2066 EIN ▶

Phone no. (804)747-0000

Form 990-PF (2008)

823622
01-02-09

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	DAVENPORT & COMPANY - SEE ATTACHED SCHEDULE #2		VARIOUS	VARIOUS
b	SUNTRUST - SEE ATTACHED SCHEDULE #3		VARIOUS	VARIOUS
c	LITIGATION PROCEEDS		VARIOUS	VARIOUS
d	SALE OF SILVER BARS (14,002.550)	P	VARIOUS	09/22/09
e	SALE OF SILVER BARS (2,043.000)	P	VARIOUS	09/22/09
f	SALE OF SILVER BARS (16,046)		VARIOUS	11/19/09
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

	(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	1,046,516.		1,100,456.	<53,940.>
b	3,643,655.		3,900,321.	<256,666.>
c	3,487.			3,487.
d	238,043.		103,317.	134,726.
e	34,731.		9,094.	25,637.
f	294,284.		62,608.	231,676.
g	31,829.			31,829.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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	
a				<53,940.>
b				<256,666.>
c				3,487.
d				134,726.
e				25,637.
f				231,676.
g				31,829.
h				
i				
j				
k				
l				
m				
n				
o				

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	116,749.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

823591
04-25-08

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
13	COMPUTER	082608	200DB	5.00	17	576.		288.	288.	58.		92.
	* TOTAL 990-PF PG 1 DEPR					576.		288.	288.	58.	0.	92.

828102
04-25-08

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

SUNTRUST

Schedule #1

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

PORTFOLIO DETAIL

AS OF 11/30/09

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
US GOVERNMENT & AGENCY BONDS						
11,315.76	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #A15691 DTD 11/01/03 6.000% DUE 11/01/33 CUSIP: 31296QKC3	12,236.75 108.139 0.38 %	11,775.46 104.06	461.29	679	5.55 % 5.39 %
7,126.96	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #C01450 DTD 12/01/02 6.500% DUE 12/01/32 CUSIP: 31292HTF1	7,764.75 108.949 0.24 %	7,414.25 104.03	350.50	463	5.96 % 5.79 %
5,634.11	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #C64710 DTD 03/01/02 6.500% DUE 03/01/32 CUSIP: 31287QGT2	6,194.70 109.950 0.19 %	5,909.64 104.89	285.06	366	5.91 % 5.70 %
16,035.97	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #C91149 DTD 01/01/08 6.000% DUE 01/01/28 CUSIP: 3128P7H22	17,360.86 108.262 0.55 %	16,802.69 104.78	558.17	962	5.54 % 5.28 %
9,472.33	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #254832 DTD 07/01/03 5.500% DUE 08/01/23 CUSIP: 31371LA90	10,195.16 107.631 0.32 %	10,005.15 105.63	190.01	521	5.11 % 4.73 %
28,601.88	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #256597 DTD 01/01/07 5.500% DUE 02/01/37 CUSIP: 31371M7J0	30,482.17 106.574 0.96 %	30,170.52 105.48	311.65	1,573	5.16 % 5.05 %

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ACCOUNT NO. 7015956

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AS OF 11/30/09

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10,852.43	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #257164 DTD 03/01/08 5.500% DUE 04/01/28 CUSIP: 31371NTV7	11,622.74 107.098 0.37 %	11,381.49 104.88	241.25	597	5.14 % 4.91 %
6,405.24	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #555455 DTD 04/01/03 6.000% DUE 04/01/18 CUSIP: 31385XBY2	6,952.76 108.548 0.22 %	6,947.50 108.47	5.26	384	5.52 % 4.75 %
25,857.2	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #709452 DTD 06/01/03 5.000% DUE 07/01/33 CUSIP: 31401JEZ7	27,213.15 105.244 0.86 %	26,762.20 103.50	450.95	1,293	4.75 % 4.63 %
33,675.68	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #730969 DTD 07/01/03 5.000% DUE 08/01/33 CUSIP: 31402KCE2	35,441.63 105.244 1.11 %	34,712.26 103.08	729.37	1,684	4.75 % 4.63 %
18,180.36	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #735897 DTD 09/01/05 5.500% DUE 10/01/35 CUSIP: 31402RRS0	19,401.17 106.715 0.61 %	18,010.78 99.07	1,390.39	1,000	5.15 % 5.03 %
13,090.68	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #735925 DTD 09/01/05 5.000% DUE 10/01/35 CUSIP: 31402RSN0	13,756.73 105.088 0.43 %	13,325.90 101.80	430.83	655	4.76 % 4.66 %
18,974.49	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #745407 DTD 02/01/06 6.000% DUE 04/01/24 CUSIP: 31403DDL0	20,663.60 108.902 0.65 %	19,196.86 101.17	1,466.74	1,138	5.51 % 5.12 %

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ACCOUNT NO. 7015956

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AS OF 11/30/09

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15,135.2	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #745748 DTD 07/01/06 5.500% DUE 07/01/36 CUSIP: 31403DP94	16,130.19 106.574 0.51 %	14,984.15 99.00	1,146.04	832	5.16 % 5.05 %
12,320.43	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #781666 DTD 02/01/05 5.500% DUE 02/01/35 CUSIP: 31404XMP6	13,155.39 106.777 0.41 %	12,290.38 99.76	865.01	678	5.15 % 5.02 %
19,818.12	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #835760 DTD 09/01/05 4.500% DUE 09/01/35 CUSIP: 31407NQM8	20,445.56 103.166 0.64 %	20,298.09 102.42	147.47	892	4.36 % 4.30 %
17,119.69	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #836072 DTD 09/01/05 5.500% DUE 10/01/35 CUSIP: 31407N2D4	18,269.28 106.715 0.57 %	17,073.36 99.73	1,195.92	942	5.16 % 5.03 %
12,777.94	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #889634 DTD 05/01/08 6.000% DUE 02/01/23 CUSIP: 31410KLP7	13,802.35 108.017 0.43 %	13,358.95 104.55	443.40	767	5.56 % 5.15 %
28,471.46	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #933735 DTD 03/01/08 5.000% DUE 03/01/38 CUSIP: 31412SY82	29,905.00 105.035 0.94 %	28,296.15 99.38	1,608.85	1,424	4.76 % 4.68 %
19,177.56	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #982033 DTD 04/01/08 5.000% DUE 04/01/38 CUSIP: 31415BPS2	20,143.15 105.035 0.63 %	19,588.08 102.14	555.07	959	4.76 % 4.68 %

Schedule #1

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ACCOUNT NO. 7015956

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AS OF 11/30/09

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24,775.34	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #982541 DTD 10/01/08 6.000% DUE 10/01/38 CUSIP: 31415CBJ5	26,590.38 107.326 0.84 %	26,103.15 105.36	487.23	1,487	5.59 % 5.49 %
8,024.72	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #983629 DTD 05/01/08 4.500% DUE 05/01/23 CUSIP: 31415LVW4	8,425.15 104.990 0.26 %	8,241.63 102.70	183.52	361	4.28 % 4.02 %
19,329.62	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #995472 DTD 01/01/09 5.000% DUE 11/01/23 CUSIP: 31416B2D9	20,560.92 106.370 0.65 %	20,039.38 103.67	521.54	966	4.70 % 4.38 %
16,517.14	GOVERNMENT NATIONAL MTG ASSN PASSTHRU CTF POOL #781952 DTD 07/01/05 6.000% DUE 07/15/35 CUSIP: 36241KEZ7	17,770.13 107.586 0.56 %	17,247.50 104.42	522.63	991	5.58 % 5.45 %
10,000	UNITED STATES TREASURY NT DTD 09/30/09 2.375% DUE 09/30/14 CUSIP: 912828LQ1	10,206.30 102.063 0.32 %	10,083.24 100.83	123.06	238	2.33 % 1.93 %
25,000	UNITED STATES TREASURY NTS DTD 08/17/09 3.625% DUE 08/15/19 CUSIP: 912828LJ7	25,867.25 103.469 0.81 %	25,605.77 102.42	261.48	906	3.50 % 3.21 %
25,000	UNITED STATES TREASURY NOTES DTD 11/15/04 4.250% DUE 11/15/14 CUSIP: 912828DC1	27,720.75 110.883 0.87 %	26,598.44 106.39	1,122.31	1,063	3.83 % 1.94 %

Schedule #1

SUNTRUST

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
30,000	UNITED STATES TREASURY BOND DTD 08/17/09 4.500% DUE 08/15/39 CUSIP: 912810QC5	31,518.90 105.063 0.99 %	31,342.31 104.47	176.59	1,350	4.28 % 4.20 %
TOTAL US GOVERNMENT & AGENCY BONDS		519,796.87	503,565.28	16,231.59	25,169	4.84 %
CORPORATE OBLIGATIONS						
10,000	ACE INA HLDG INC GLOBAL GTD SR NT DTD 02/14/08 5.800% DUE 03/15/18 CONTINUOUSLY CALLABLE CUSIP: 00440EAK3 MOODY'S RATING: A3	11,008.10 110.081 0.35 %	9,991.60 99.92	1,016.50	580	5.27 % 4.34 %
10,000	ACE INA HLDGS NTS DTD 02/08/07 5.700% DUE 02/15/17 CONTINUOUSLY CALLABLE CUSIP: 00440EAJ6 MOODY'S RATING: A3	10,897.50 108.975 0.34 %	9,992.30 99.92	905.20	570	5.23 % 4.24 %
10,000	ALFAC INC SR NT DTD 05/21/09 8.500% DUE 05/15/19 CUSIP: 001055AC6 MOODY'S RATING: A2	11,843.60 118.436 0.37 %	11,809.50 118.09	34.10	850	7.18 % 5.93 %
10,000	AMERADA HESS CORP NOTE DTD 08/15/01 6.650% DUE 08/15/11 CONTINUOUSLY CALLABLE CUSIP: 023551AH7 MOODY'S RATING: BAA2	10,835.00 108.350 0.34 %	9,372.30 93.72	1,462.70	665	6.14 % 1.67 %

Schedule #1

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JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

PORTFOLIO DETAIL

AS OF 11/30/09

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
10,000	BANK AMER CORP SR NT DTD 04/22/02 6.250% DUE 04/15/12 CUSIP: 060505AQ7 MOODY'S RATING: A2	10,794.60 107.946 0.34 %	9,797.50 97.98	997.10	625	5.79 % 2.77 %
25,000	BELLSOUTH CORP NT GLOBAL DTD 09/13/04 5.200% DUE 09/15/14 CONTINUOUSLY CALLABLE CUSIP: 079860AG7 MOODY'S RATING: A2	27,309.00 109.236 0.86 %	25,241.25 100.96	2,067.75	1,300	4.76 % 3.11 %
10,000	BLACKROCK INC GLOBAL NTS DTD 09/17/07 6.250% DUE 09/15/17 CALLABLE CUSIP: 09247XAC5 MOODY'S RATING: A1	11,056.60 110.566 0.35 %	10,891.50 108.91	165.10	625	5.65 % 4.62 %
5,000	CISCO SYSTEMS INC SENIOR NOTES DTD 11/17/09 5.500% DUE 01/15/40 CALLABLE CUSIP: 17275RAF9 MOODY'S RATING: A1	4,971.10 99.422 0.16 %	4,871.95 97.44	99.15	275	5.53 % 5.54 %
15,000	CITIGROUP INC GLOBAL SR NT DTD 05/05/04 5.125% DUE 05/05/14 CUSIP: 172967CK5 MOODY'S RATING: A3	15,169.65 101.131 0.48 %	14,779.80 98.53	389.85	769	5.07 % 4.84 %

Schedule #1

SUNTRUST

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
15,000	CORNELL UNIVERSITY SR UNSECD NTS DTD 04/02/09 4.350% DUE 02/01/14 CALLABLE CUSIP: 219207AA5 MOODY'S RATING: AA1	15,967.50 106.450 0.50 %	14,989.80 99.93	977.70	653	4.09 % 2.70 %
15,000	DUPONT EI DE NEMOURS NT DTD 12/12/08 5.875% DUE 01/15/14 CALLABLE CUSIP: 263534BV0 MOODY'S RATING: A2	16,837.05 112.247 0.53 %	14,929.65 99.53	1,907.40	881	5.23 % 2.72 %
10,000	GENERAL ELEC CAP CORP SR UNSECD GLOBAL MTN DTD 01/09/09 6.875% DUE 01/10/39 CUSIP: 36962G4B7 MOODY'S RATING: AA2	10,486.30 104.863 0.33 %	9,847.80 98.48	638.50	688	6.56 % 6.50 %
15,000	GOLDMAN SACHS GRP INC GLOBAL SR MTN DTD 07/22/09 3.625% DUE 08/01/12 CUSIP: 38141EA41 MOODY'S RATING: A1	15,590.40 103.936 0.49 %	15,019.05 100.13	571.35	544	3.49 % 2.10 %
15,000	INGERSOLL RAND GL HLDG CO CO GTD DTD 04/03/09 9.500% DUE 04/15/14 CALLABLE CUSIP: 45687AAE2	18,166.95 121.113 0.57 %	15,900.00 106.00	2,266.95	1,425	7.84 % 4.17 %
20,000	MARKEL CORP SR NT DTD 09/22/09 7.125% DUE 09/30/19 CUSIP: 570535AH7 MOODY'S RATING: BAA2	20,950.00 104.750 0.66 %	19,968.40 99.84	981.60	1,425	6.80 % 6.46 %

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
10,000	MCDONALDS CORP GLOBAL BDS DTD 10/18/07 6.300% DUE 10/15/37 CALLABLE CUSIP: 58013MEC4 MOODY'S RATING: A3	11,446.80 114.468 0.36 %	10,169.50 101.69	1,277.30	630	5.50 % 5.30 %
15,000	MERRILL LYNCH CO INC MTN DTD 07/25/06 5.770% DUE 07/25/11 CUSIP: 59018YXZ9 MOODY'S RATING: A2	15,921.00 106.140 0.50 %	15,824.25 105.49	96.75	866	5.44 % 1.97 %
25,000	MORGAN STANLEY UNSUB NOTES DTD 04/23/01 6.750% DUE 04/15/11 CONTINUOUSLY CALLABLE CUSIP: 617446GM5 MOODY'S RATING: A2	26,665.75 106.663 0.84 %	26,690.25 106.76	24.50-	1,688	6.33 % 1.82 %
10,000	NATIONAL RURAL UTIL COOP GLOBAL COLL TR DTD 10/30/08 10.375% DUE 11/01/18 CALLABLE CUSIP: 637432LR4 MOODY'S RATING: A1	13,523.10 135.231 0.43 %	11,793.05 117.93	1,730.05	1,038	7.68 % 5.35 %
20,000	PFIZER INC SR USNECD BD DTD 03/24/09 6.200% DUE 03/15/19 CALLABLE CUSIP: 717081DB6 MOODY'S RATING: A1	23,047.40 115.237 0.72 %	21,275.30 106.38	1,772.10	1,240	5.38 % 4.20 %

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5,000	PROTECTIVE LIFE SECD TRS SECD MEDIUM TERM NTS DTD 08/11/05 4.850% DUE 08/16/10 CUSIP: 74367FAH1 MOODY'S RATING: A2	5,130.05 102.601 0.16 %	5,150.40 103.01	20.35-	243	4.74 % 1.16 %
15,000	RAYMOND JAMES FINL SR UNSECD NT DTD 08/20/09 8.600% DUE 08/15/19 CUSIP: 754730AB5 MOODY'S RATING: BAA2	16,650.00 111.000 0.52 %	14,997.45 99.98	1,652.55	1,290	7.75 % 7.02 %
15,000	SBC COMMUNICATIONS INC GLOBAL NOTES DTD 11/03/04 5.100% DUE 09/15/14 CONTINUOUSLY CALLABLE CUSIP: 78387GAP8 MOODY'S RATING: A2	16,333.20 108.888 0.51 %	14,983.65 99.89	1,349.55	765	4.68 % 3.09 %
10,000	TJX CO INC NOTE DTD 12/14/99 7.450% DUE 12/15/09 CONTINUOUSLY CALLABLE CUSIP: 872540AH2 MOODY'S RATING: A3	10,015.70 100.157 0.31 %	10,000.00 100.00	15.70	745	7.44 % 7.44 %
10,000	TJX COS INC SR UNSECD NT PUTABLE DTD 04/07/09 6.950% DUE 04/15/19 CALLABLE CUSIP: 872540AM1 MOODY'S RATING: A3	12,038.80 120.388 0.38 %	9,981.20 99.81	2,057.60	695	5.77 % 4.29 %

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10,000	TORCHMARK CORP SR UNSECD NT DTD 06/30/09 9.250% DUE 06/15/19 CALLABLE CUSIP: 891027AP9 MOODY'S RATING: BAA1	11,541.70 115.417 0.36 %	10,737.50 107.37	804.20	925	8.01 % 7.01 %
10,000	VERIZON COMM INC GLOBAL SR NTS DTD 11/04/08 8.750% DUE 11/01/18 CALLABLE CUSIP: 92343VAQ7 MOODY'S RATING: A3	12,693.30 126.933 0.40 %	11,477.40 114.77	1,215.90	875	6.89 % 4.97 %
10,000	WAL MART STORES INC SR UNSECD NT DTD 04/15/08 6.200% DUE 04/15/38 CUSIP: 931142CM3 MOODY'S RATING: AA2	11,296.30 112.963 0.36 %	10,600.10 106.00	696.20	620	5.49 % 5.31 %
TOTAL CORPORATE OBLIGATIONS		398,186.45	371,082.45	27,104.00	23,492	5.90 %

EQUITY SECURITIES

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ENERGY						
400	ANADARKO PETE CORP COM CUSIP: 032511107	23,812.00 59.530 0.75 %	17,393.32 43.48	6,418.68	144	0.60 % 0.00 %
1,050	BP PLC SPONS ADR CUSIP: 055622104	60,039.00 57.180 1.89 %	56,476.94 53.79	3,562.06	3,528	5.88 % 0.00 %
700	CHEVRON CORP COM CUSIP: 166764100	54,628.00 78.040 1.72 %	51,995.44 74.28	2,632.56	1,904	3.49 % 0.00 %
525	EOG RESOURCES INC COM CUSIP: 26875P101	45,407.25 86.490 1.43 %	36,431.93 69.39	8,975.32	305	0.67 % 0.00 %
500	EXXON MOBIL CORP COM CUSIP: 30231G102	37,535.00 75.070 1.18 %	40,501.53 81.00	2,966.53-	840	2.24 % 0.00 %
900	OCCIDENTAL PETE CORP COM CUSIP: 674599105	72,711.00 80.790 2.29 %	64,097.28 71.22	8,613.72	1,188	1.63 % 0.00 %
332	TRANSOCEAN LTD CHF15 SHS CUSIP: H8817H100	28,349.48 85.390 0.89 %	44,239.09 133.25	15,889.61-	0	0.00 % 0.00 %
TOTAL ENERGY		322,481.73	311,135.53	11,346.20	7,909	2.45 %

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MATERIALS						
325	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	26,910.00 82.800 0.85 %	20,613.17 63.43	6,296.83	0	0.00 % 0.00 %
400	MONSANTO CO NEW COM CUSIP: 61166W101	32,300.00 80.750 1.02 %	30,948.62 77.37	1,351.38	424	1.31 % 0.00 %
700	UNITED STS STL CORP NEW COM CUSIP: 912909108	31,262.00 44.660 0.98 %	30,768.91 43.96	493.09	140	0.45 % 0.00 %
TOTAL MATERIALS		90,472.00	82,330.70	8,141.30	564	0.62 %
INDUSTRIALS						
800	CUMMINS INC COM CUSIP: 231021106	35,920.00 44.900 1.13 %	16,625.88 20.78	19,294.12	560	1.56 % 0.00 %
450	DEERE & CO COM CUSIP: 244199105	24,079.50 53.510 0.76 %	14,890.30 33.09	9,189.20	504	2.09 % 0.00 %
1,250	FOSTER WHEELER AG COM CUSIP: H27178104	37,300.00 29.840 1.17 %	58,830.69 47.06	21,530.69-	0	0.00 % 0.00 %
2,000	GENERAL ELEC CO COM CUSIP: 369604103	32,040.00 16.020 1.01 %	28,006.09 14.00	4,033.91	800	2.50 % 0.00 %

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400	ITT CORP COM CUSIP: 450911102	20,688.00 51.720 0.65 %	21,305.84 53.26	617.84-	340	1.64 % 0.00 %
400	L-3 COMMUNICATION HLDGS INC COM CUSIP: 502424104	31,348.00 78.370 0.99 %	33,475.54 83.69	2,127.54-	560	1.79 % 0.00 %
1,200	NORFOLK SOUTHERN CORP COM CUSIP: 655844108	61,680.00 51.400 1.94 %	60,124.35 50.10	1,555.65	1,632	2.65 % 0.00 %
900	REPUBLIC SVCS INC COM CUSIP: 760759100	25,380.00 28.200 0.80 %	15,070.14 16.74	10,309.86	684	2.70 % 0.00 %
700	ROCKWELL COLLINS COM CUSIP: 774341101	37,422.00 53.460 1.18 %	48,190.20 68.84	10,768.20-	672	1.80 % 0.00 %
600	SIEMENS AG SPONS ADR CUSIP: 826197501	59,172.00 98.620 1.86 %	62,929.27 104.88	3,757.27-	919	1.55 % 0.00 %
450	3M CO COM CUSIP: 88579Y101	34,848.00 77.440 1.10 %	35,063.24 77.92	215.24-	918	2.63 % 0.00 %
TOTAL INDUSTRIALS		399,877.50	394,511.54	5,365.96	7,589	1.90 %

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CONSUMER DISCRETIONARY						
2,400	FORD MTR CO DEL COM PAR $0.01 CUSIP: 345370860	21,336.00 8.890 0.67 %	18,104.40 7.54	3,231.60	0	0.00 % 0.00 %
1,100	GAP INC COM CUSIP: 364760108	23,562.00 21.420 0.74 %	21,883.29 19.89	1,678.71	374	1.59 % 0.00 %
1,600	LOWES COS INC COM CUSIP: 548661107	34,896.00 21.810 1.10 %	39,433.88 24.65	4,537.88-	576	1.65 % 0.00 %
2,000	MACY'S INC COM CUSIP: 55616P104	32,620.00 16.310 1.03 %	18,350.88 9.18	14,269.12	400	1.23 % 0.00 %
800	TARGET CORP COM CUSIP: 87612E106	37,248.00 46.560 1.17 %	22,299.38 27.87	14,948.62	544	1.46 % 0.00 %
1,550	WALT DISNEY CO COM CUSIP: 254687106	46,841.00 30.220 1.47 %	43,840.66 28.28	3,000.34	543	1.16 % 0.00 %
900	YUM BRANDS INC COM CUSIP: 988498101	31,743.00 35.270 1.00 %	31,755.90 35.28	12.90-	756	2.38 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		228,246.00	195,668.39	32,577.61	3,193	1.40 %

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CONSUMER STAPLES						
500	HEINZ H J CO COM CUSIP: 423074103	21,225.00 42.450 0.67 %	24,147.50 48.29	2,922.50-	840	3.96 % 0.00 %
825	NESTLE SA SPONS ADR RPSTG REG SHS CUSIP: 641069406	39,121.50 47.420 1.23 %	21,203.49 25.70	17,918.01	663	1.69 % 0.00 %
500	PHILIP MORRIS INTL COM CUSIP: 718172109	24,045.00 48.090 0.76 %	25,383.69 50.77	1,338.69-	1,160	4.82 % 0.00 %
500	PROCTER & GAMBLE CO COM CUSIP: 742718109	31,175.00 62.350 0.98 %	31,477.45 62.95	302.45-	880	2.82 % 0.00 %
300	REYNOLDS AMERN INC COM CUSIP: 761713106	14,988.00 49.960 0.47 %	14,521.48 48.40	466.52	1,080	7.21 % 0.00 %
TOTAL CONSUMER STAPLES		130,554.50	116,733.61	13,820.89	4,623	3.54 %

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HEALTH CARE						
750	ABBOTT LABS COM CUSIP: 002824100	40,867.50 54.490 1.28 %	26,523.68 35.36	14,343.82	1,200	2.94 % 0.00 %
600	AMGEN INC COM CUSIP: 031162100	33,810.00 56.350 1.06 %	36,363.66 60.61	2,553.66-	0	0.00 % 0.00 %
500	BAXTER INTL INC COM CUSIP: 071813109	27,275.00 54.550 0.86 %	17,490.00 34.98	9,785.00	580	2.13 % 0.00 %
1,200	BRISTOL MYERS SQUIBB CO COM CUSIP: 110122108	30,372.00 25.310 0.95 %	25,512.36 21.26	4,859.64	1,488	4.90 % 0.00 %
700	HOSPIRA INC COM CUSIP: 441060100	32,865.00 46.950 1.03 %	23,969.14 34.24	8,895.86	0	0.00 % 0.00 %
400	JOHNSON & JOHNSON COM CUSIP: 478160104	25,136.00 62.840 0.79 %	27,317.24 68.29	2,181.24-	784	3.12 % 0.00 %
2,400	PFIZER INC COM CUSIP: 717081103	43,608.00 18.170 1.37 %	36,079.20 15.03	7,528.80	1,536	3.52 % 0.00 %
400	QUEST DIAGNOSTICS INC COM CUSIP: 74834L100	23,176.00 57.940 0.73 %	21,443.74 53.61	1,732.26	160	0.69 % 0.00 %
TOTAL HEALTH CARE		257,109.50	214,699.02	42,410.48	5,748	2.24 %

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FINANCIALS						
600	AMERIPRISE FINL INC COM CUSIP: 03076C106	22,872.00 38.120 0.72 %	22,614.72 37.69	257.28	408	1.78 % 0.00 %
900	CHUBB CORP COM CUSIP: 171232101	45,126.00 50.140 1.42 %	37,524.25 41.69	7,601.75	1,260	2.79 % 0.00 %
175	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	29,690.50 169.660 0.93 %	30,219.04 172.68	528.54-	245	0.83 % 0.00 %
1,250	JP MORGAN CHASE & CO COM CUSIP: 46625H100	53,112.50 42.490 1.67 %	54,027.50 43.22	915.00-	250	0.47 % 0.00 %
1,100	MANULIFE FINL CORP CDA COM USD EXCHG CUSIP: 56501R106	19,206.00 17.460 0.60 %	42,763.43 38.88	23,557.43-	538	2.80 % 0.00 %
1,000	MORGAN STANLEY COM NEW CUSIP: 617446448	31,580.00 31.580 0.99 %	24,004.50 24.00	7,575.50	200	0.63 % 0.00 %
1,050	PRUDENTIAL FINL INC COM CUSIP: 744320102	52,342.50 49.850 1.65 %	46,180.49 43.98	6,162.01	735	1.40 % 0.00 %
500	WELLS FARGO & CO NEW COM CUSIP: 949746101	14,020.00 28.040 0.44 %	14,454.27 28.91	434.27-	100	0.71 % 0.00 %

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800	WILLIS GROUP HLDGS LTD SHS CUSIP: G96655108	21,720.00 27.150 0.68 %	25,429.92 31.79	3,709.92-	832	3.83 % 0.00 %
TOTAL FINANCIALS		289,669.50	297,218.12	7,548.62-	4,568	1.58 %
INFORMATION TECHNOLOGY						
3,000	CISCO SYS INC COM CUSIP: 17275R102	70,200.00 23.400 2.21 %	74,611.93 24.87	4,411.93-	0	0.00 % 0.00 %
2,000	CORNING INC COM CUSIP: 219350105	33,360.00 16.680 1.05 %	50,721.32 25.36	17,361.32-	400	1.20 % 0.00 %
2,700	EMC CORP MASS COM CUSIP: 268648102	45,441.00 16.830 1.43 %	44,768.01 16.58	672.99	0	0.00 % 0.00 %
2,500	INTEL CORP COM CUSIP: 458140100	48,000.00 19.200 1.51 %	38,869.23 15.55	9,130.77	1,400	2.92 % 0.00 %
450	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	56,857.50 126.350 1.79 %	51,065.96 113.48	5,791.54	990	1.74 % 0.00 %
2,000	MARVELL TECHNOLOGY GROUP LTD SHS CUSIP: G5876H105	30,840.00 15.420 0.97 %	19,143.92 9.57	11,696.08	0	0.00 % 0.00 %
800	NINTENDO LTD SPONS ADR CUSIP: 654445303	24,624.00 30.780 0.77 %	32,402.72 40.50	7,778.72-	1,358	5.51 % 0.00 %

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37	NORTEL NETWORKS CORP CDA COM**CHAPTER XI BANKRUPTCY** CUSIP: 656568508	1.44 0.039 0.00 %	0.00 0.00	1.44	0	0.00 % 0.00 %
2,000	ORACLE CORP COM CUSIP: 68389X105	44,160.00 22.080 1.39 %	32,785.40 16.39	11,374.60	400	0.91 % 0.00 %
450	RESEARCH IN MOTION CDA COM US EXCHG CUSIP: 760975102	26,050.50 57.890 0.82 %	34,841.29 77.43	8,790.79-	0	0.00 % 0.00 %
2,500	SYMANTEC CORP COM CUSIP: 871503108	44,375.00 17.750 1.39 %	47,917.43 19.17	3,542.43-	0	0.00 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		423,909.44	427,127.21	3,217.77-	4,548	1.07 %
TELECOMMUNICATION SERVICES						
1,000	AT & T INC COM CUSIP: 00206R102	26,940.00 26.940 0.85 %	26,205.60 26.21	734.40	1,640	6.09 % 0.00 %
1,000	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	31,460.00 31.460 0.99 %	36,336.03 36.34	4,876.03-	1,900	6.04 % 0.00 %
TOTAL TELECOMMUNICATION SERVICES		58,400.00	62,541.63	4,141.63-	3,540	6.06 %

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UTILITIES						
1,900	CENTERPOINT ENERGY INC COM CUSIP: 15189T107	25,213.00 13.270 0.79 %	30,737.47 16.18	5,524.47-	1,444	5.73 % 0.00 %
600	DOMINION RES INC VA NEW COM CUSIP: 25746U109	21,828.00 36.380 0.69 %	23,211.74 38.69	1,383.74-	1,050	4.81 % 0.00 %
TOTAL UTILITIES		47,041.00	53,949.21	6,908.21-	2,494	5.30 %
TOTAL EQUITY SECURITIES		2,247,761.17	2,155,914.96	91,846.21	44,776	1.99 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING BRISTOL MYERS 2ND ON RCPT OF FINAL PMT CUSIP: 997000KD5	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING EL PASO CORP ON RCPT OF FINAL PMT CUSIP: 997000RL0	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING ENRON CORP ON RCPT OF FINAL PMT CUSIP: 997000WS9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING HALLIBURTON ON RECEIPT OF FINAL PMT CUSIP: 997000BE3	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %

SUNTRUST

Schedule #1

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

PORTFOLIO DETAIL
AS OF 11/30/09

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1	CLASS ACTION PENDING MCI COMMUNICATIONS CORP ON RCPT OF FINAL PMT CUSIP: 997000MS0	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MERRILL LYNCH & CO INC ON RCPT OF FINAL PMT CUSIP: 997000UK8	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MOTOROLA ON RCPT OF FINAL PMT CUSIP: 997001FD9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	SILVER BARS 18,089 OZ CUSIP: 99A0032E3	1.00 1.000 0.00 %	97,987.21 97,987.21	97,986.21-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING XEROX CORP ON RCPT OF FINAL PMT CUSIP: 997000TT1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		1.00	97,990.21	97,989.21-	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		3,165,745.49	3,128,552.90	37,192.59	93,437	2.95 %
INCOME PORTFOLIO						
	INCOME CASH	8,600.74- 0.27-%	8,600.74-			

00253 00 000000

SUNTRUST

Schedule #1

PORTFOLIO DETAIL

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

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STIF & MONEY MARKET FUNDS						
24,408.07	RIDGEWORTH FD-PRIME QUALITY MMKT I SHS #500 CUSIP: 76628T389	24,408.07 1.000 0.77 %	24,408.07 1.00	0.00	18	0.07 % 0.00 %
INCOME PORTFOLIO TOTAL		15,807.33	15,807.33	0.00	18	0.07 %
TOTAL ASSETS		3,181,552.82	3,144,360.23	37,192.59	93,465	2.93 %

00253 00 000000

Schedule #1

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • FINRA • SIPC

Account Name: THE JACKSON FOUNDATION
Investment Executive: EDWARD R. LAWTON
Statement Period. NOV 01 2009 - NOV 30 2009

Number: 4551-1072
Telephone: 804-780-2078

PORTFOLIO HOLDINGS

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
COMMON STOCK									
CONSUMER DISCRETIONARY									
372	AMAZON.COM INC	AMZN	29,836 40	135.9100	50,558.52	1.14%	20,722.12	N/A	N/A
1,630	CARNIVAL CORP PAIRED CTF 1 COM CARNIVL CRP & 1 TR SH BEN INT P&O PRINCESS	CCL	42,410 48	32 0300	52,208.90	1.17%	9,798.42	2,608.00	4 99%
1,835	DISNEY WALT COMPANY	DIS	62,384 86	30 2200	55,453 70	1.25%	(6,931.16)	642 25	1.15%
2,785	LOWES COMPANIES INC	LOW	75,357 35	21 8100	60,740 85	1.36%	(14,616.50)	1,002.60	1 65%
745	MCDONALDS CORP	MCD	45,358 28	63 2500	47,121 25	1.06%	1,762.97	1,639 00	3.47%
815	NIKE INC CLASS B	NKE	35,135.47	64.8900	52,885.35	1.19%	17,749.88	880 20	1.66%
1,452	OMNICOM GROUP INC	OMC	75,178 10	36.7200	53,317.44	1.20%	(21,860.66)	871.20	1.63%
	TOTAL CONSUMER DISCRETIONARY		365,660 94		372,288 01	8.36%	6,625.07	7,643 25	
CONSUMER STAPLES									
775	COLGATE-PALMOLIVE COMPANY	CL	42,338 01	84 1900	65,247 25	1.47%	22,909.24	1,364 00	2.09%
815	DIAGEO PLC NEW SPONSORED ADR	DEO	60,246 92	67 6100	55,102 15	1.24%	(5,144.77)	1,823.48	3.30%
1,475	PEPSICO INC	PEP	83,735 75	62 2200	91,774 50	2.06%	8,038.75	2,655 00	2 89%
1,075	PROCTER & GAMBLE COMPANY	PG	66,647 21	62 3500	67,026.25	1 51%	379 04	1,892 00	2.82%
2,364	SABMILLER PLC SPONS ADR	SBMRY	66,798 37	29 3800	69,454.32	1.56%	2,655.95	1,287 19	1 85%
1,465	WAL-MART STORES INC	WMT	83,194 03	54 5500	79,915 75	1.79%	(3,278.28)	1,596 85	1.99%
1,725	WALGREEN COMPANY	WAG	9,081.36	38 8900	67,085 25	1.51%	58,003.89	948.75	1 41%
	TOTAL CONSUMER STAPLES		412,041 65		495,605.47	11 13%	83,563.82	11,567 27	
ENERGY									
1,000	CHEVRON CORP	CVX	57,324 60	78 0400	78,040.00	1.75%	20,715.40	2,720 00	3.48%
491	EOG RESOURCES INC	EOG	9,523 13	86.4900	42,466.59	0.95%	32,943.46	284 78	0 67%
1,186	EXXON MOBIL CORP	XOM	14,170 36	75 0700	89,033.02	2.00%	74,862.66	1,992.48	2.23%
780	OCCIDENTAL PETROLEUM CORP	OXY	42,824 96	80.7900	63,016 20	1.42%	20,191.24	1,029 60	1 63%
915	SCHLUMBERGER LTD	SLB	11,730 51	63 8900	58,459.35	1 31%	46,728.84	768 60	1 31%
606	TRANSOCEAN LIMITED NAMEN AKT	RIG	53,789 29	85 3900	51,746.34	1.16%	(2,042.95)	N/A	N/A
	TOTAL ENERGY		189,362.85		382,761.50	8.60%	193,398 65	6,795.46	
FINANCIALS									

Schedule #1

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
1,900	BB&T CORP	BBT	74,012.98	24.9000	47,310.00	1.06%	(26,702.98)	1,140.00	2 40%
31	BERKSHIRE HATHAWAY INC CLASS B	BRK/B	47,306 82	3,353.0000	103,943.00	2.33%	56,636.18	N/A	N/A
2,392	BROOKFIELD ASSET MANAGEMENT INCORPORATED VOTING SHARES CLASS A	BAM	54,832.36	21.2200	50,758.24	1.14%	(4,074.12)	1,243.84	2.45%
130	CME GROUP INC CLASS A	CME	28,985.32	328.2300	42,669.90	0.96%	13,684.58	598.00	1.40%
1,670	JPMORGAN CHASE & COMPANY	JPM	76,758.12	42.4900	70,958 30	1.59%	(5,799 82)	334 00	0.47%
280	MARKEL CORP	MKL	6,754.57	339 0000	94,920 00	2.13%	88,165 43	N/A	N/A
1,205	PRICE T ROWE GROUP INC	TROW	47,295 39	48.9300	58,960.65	1.32%	11,665.26	1,205.00	2 04%
	TOTAL FINANCIALS		335,945.56		469,520.09	10 55%	133,574.53	4,520.84	
HEALTH CARE									
1,010	ABBOTT LABORATORIES	ABT	55,213 47	54.4900	55,034.90	1 24%	(178.57)	1,616 00	2.93%
1,150	ALLERGAN INC	AGN	67,740 66	58.1300	66,849.50	1.50%	(891.16)	230.00	0 34%
1,155	JOHNSON & JOHNSON	JNJ	6,205 52	62 8400	72,580.20	1 63%	66,374.68	2,263.80	3.11%
805	LABORATORY CORP OF AMER HOLDINGS NEW	LH	57,796.18	72.9600	58,732.80	1 32%	936.62	N/A	N/A
1,500	MERCK & COMPANY INC NEW	MRK	52,426.95	36.2100	54,315.00	1.22%	1,888.05	2,280.00	4.19%
756	NOVO NORDISK AS ADR	NVO	49,373.53	66.7200	50,440.32	1.13%	1,066.79	590.88	1.17%
880	SPDR SERIES TRUST S&P BIOTECH ETF	XBI	58,155.68	50 1700	44,149.60	0.99%	(14,006.08)	138 60	0.31%
	TOTAL HEALTH CARE		346,911 99		402,102.32	9.03%	55,190.33	7,119.28	
INDUSTRIALS									
780	CATERPILLAR INC	CAT	27,676.35	58 3900	45,544.20	1.02%	17,867.85	1,310.40	2 87%
885	DANAHER CORP	DHR	45,969.02	70 9200	62,764.20	1.41%	16,795.18	106.20	0 16%
880	UNITED PARCEL SERVICE INCORPORATED CLASS B	UPS	68,580.47	57 4700	50,573.60	1 14%	(18,006.87)	1,584.00	3.13%
1,085	UNITED TECHNOLOGIES CORP	UTX	45,069 81	67 2400	72,955 40	1 64%	27,885 59	1,670.90	2 29%
	TOTAL INDUSTRIALS		187,295 65		231,837.40	5.21%	44,541.75	4,671.50	
INFORMATION TECHNOLOGY									
372	APPLE INC	AAPL	27,721.32	199.9100	74,366.52	1.67%	46,645.20	N/A	N/A
1,280	AUTOMATIC DATA PROCESSING INC	ADP	58,469.25	43.4500	55,616.00	1.25%	(2,853 25)	1,740.80	3.13%
2,715	CISCO SYSTEMS INC	CSCO	79,452 81	23 4000	63,531.00	1 43%	(15,921 81)	N/A	N/A
1,035	FISERV INC	FISV	43,402 83	46.2400	47,858.40	1.07%	4,455.57	N/A	N/A

Schedule # 1

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
105	GOOGLE INC CLASS A	GOOG	37,774 70	583.0000	61,215.00	1.37%	23,440.30	N/A	N/A
2,975	INTEL CORP	INTC	66,878.00	19.2000	57,120.00	1.28%	(9,758.00)	1,666 00	2.91%
595	INTERNATIONAL BUSINESS MACHINES CORP	IBM	69,450.16	126.3500	75,178.25	1.69%	5,728.09	1,309.00	1.74%
2,820	MICROSOFT CORP	MSFT	74,830.69	29.4100	82,936.20	1.86%	8,105.51	1,466 40	1.76%
2,695	NOKIA CORPORATION SPONSORED ADR	NOK	56,339.55	13.2600	35,735 70	0 80%	(20,603 85)	1,461.49	4 08%
3,445	ORACLE CORP	ORCL	66,705.19	22.0800	76,065.60	1.71%	9,360.41	689.00	0.90%
1,005	QUALCOMM INC	QCOM	46,229.40	45.0000	45,225.00	1.02%	(1,004.40)	683.40	1.51%
1,935	YAHOO INC	YHOO	34,070.71	14 9700	28,966.95	0.65%	(5,103.76)	N/A	N/A
	TOTAL INFORMATION TECHNOLOGY		661,324.61		703,814 62	15.81%	42,490 01	9,016.09	
MATERIALS									
1,895	ALBEMARLE CORP	ALB	72,511.34	33.7500	63,956.25	1 44%	(8,555.09)	947.50	1.48%
465	POTASH CORP OF SASKATCHEWAN INC	POT	30,632 48	112.4200	52,275.30	1.17%	21,642.82	186.00	0.35%
660	PRAXAIR INC	PX	19,754.02	82.0300	54,139.80	1.22%	34,385.78	1,056.00	1.95%
	TOTAL MATERIALS		122,897.84		170,371.35	3 83%	47,473.51	2,189.50	
MISCELLANEOUS									
1,425	ACCENTURE PLC IRELAND CLASS A NEW	ACN	55,093.49	41.0400	58,482.00	1.31%	3,388.51	1,068.75	1.82%
	TOTAL MISCELLANEOUS		55,093.49		58,482.00	1.31%	3,388 51	1,068.75	
TELECOMMUNICATIONS SERVICES									
980	AMERICAN TOWER CORP CL A	AMT	28,930.09	40.9200	40,101.60	0.90%	11,171.51	N/A	N/A
570	MILLICOM INTERNATIONAL CELLULAR S A NEW	MICC	43,405.15	74.8000	42,636.00	0.96%	(769.15)	N/A	N/A
	TOTAL TELECOMMUNICATIONS SERVICES		72,335 24		82,737.60	1.86%	10,402.36		
UTILITIES									
800	FPL GROUP INC	FPL	44,187.92	51.9700	41,576.00	0 93%	(2,611 92)	1,512.00	3 63%
	TOTAL UTILITIES		44,187.92		41,576 00	0 93%	(2,611.92)	1,512.00	
	TOTAL COMMON STOCK		2,793,057.74		3,411,094.36	76.81%	618,036 62	56,103.94	
CORPORATE BONDS									
150,000	B B & T CORPORATION SUBORDINATE NOTE CPN 4.750% DUE 10/01/12	054937AD9	148,480.50	105.2670	157,900.50	3 55%	9,420.00	7,125.00	4.51%

Schedule #1

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
	DTD 09/24/02 FC 04/01/03 MOODY'S A2 / S&P A-								
100,000	REYNOLDS AMERICAN INC SENIOR NOTE B/E CPN 6 500% DUE 07/15/10 DTD 07/15/06 FC 01/15/07 MOODY'S BAA3 / S&P BBB	761713AM8	100,742.00	102.5210	102,521.00	2.30%	1,779 00	6,500.00	6.34%
250,000	TOTAL CORPORATE BONDS		249,222.50		260,421 50	5 85%	11,199.00	13,625.00	
GOVERNMENT OBLIGATIONS									
150,000	FEDL FARM CREDIT BANK BOND B/E CPN 3 000% DUE 11/04/14 DTD 11/04/09 FC 05/04/10 CALL 11/04/10 @ 100.000 MOODY'S AAA / S&P AAA	31331G2S7	150,187.50	101.0630	151,594.50	3.40%	1,407.00	4,500.00	2 96%
100,000	FEDL FARM CREDIT BANK BOND B/E CPN 4.730% DUE 09/10/19 DTD 09/10/09 FC 03/10/10 CALL 09/10/10 @ 100.000 MOODY'S AAA / S&P AAA	31331GN88	100,150 00	101.6560	101,656.00	2.28%	1,506.00	4,730.00	4.65%
100,000	FEDL FARM CREDIT BANK BOND B/E CPN 5 250% DUE 07/16/10 DTD 07/16/07 FC 01/16/08 MOODY'S AAA / S&P AAA	31331XL42	100,503.90	103 0630	103,063.00	2 31%	2,559.10	5,250 00	5 09%
150,000	FEDL FARM CREDIT BANK BOND B/E ONE TIME CALL CPN 5.000% DUE 11/02/10 DTD 11/02/05 FC 05/02/06 CALL 11/02/06 @ 100.000 MOODY'S AAA / S&P AAA	31331VCB0	150,187 50	104.2190	156,328 50	3.51%	6,141.00	7,500 00	4.79%
150,000	FEDL HOME LOAN BANK BOND B/E CPN 4 000% DUE 09/06/13	3133XRX88	150,760 50	108.2500	162,375.00	3 65%	11,614.50	6,000.00	3 69%

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
	MOODY'S AAA / S&P AAA								
650,000	TOTAL GOVERNMENT OBLIGATIONS		651,789.40		675,017 00	15.16%	23,227.60	27,980.00	
	TOTAL		3,694,069.64		4,346,532 86		652,463 22	97,708.94	

PURCHASES & SALES

Date	Activity	Quantity	Description	Price	Debit	Credit
11/18/2009	SALE	(915)	BOEING COMPANY	52 0431		47,508.41
11/18/2009	PURCHASE	1,500	MERCK & CO INC NEW	34 8313	52,426.95	
11/25/2009	SALE	(198)	AMAZON.COM INC	132.6463		26,188 29
TOTAL PURCHASES & SALES					52,426.95	73,696.70

FUNDS WITHDRAWN/DEPOSITED

Date	Activity	Description	Withdrawn	Deposited
11/09/2009	WITHHOLDING	FRGN-W/H @ SOURCE POTASH CORP SASK INC	6.98	
11/16/2009	WITHHOLDING	FRGN-W/H @ SOURCE ACCENTURE PLC IRELD CL A	213.75	
11/17/2009	FEE	DOMESTIC WIRE	20.00	
11/17/2009	WIRED FUNDS	SUNTRUST BANK WIRE REF# 032100003 SUNTRUST BANK THE JACKSON FOUNDATION	80,000.00	
11/30/2009	WITHHOLDING	FRGN-W/H @ SOURCE BROOKFIELD ASSET MGMNT A	46.64	
TOTAL FUNDS WITHDRAWN/DEPOSITED			80,287.37	

DAVENPORT
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Schedule #2

REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-I-Y
From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-15-07	12-10-08	2,000.000	Cvs Caremark Corp	75,672 40		56,311.68		(19,360 72)
12-30-03	12-10-08	136 000	Rio Tinto Plc Sponsored Adr	15,076.10		11,764 38		(3,311.72)
05-17-06	12-10-08	175.000	Sysco Corp	5,390.10		3,883.53		(1,506.57)
01-29-97	12-10-08	2,850 000	Sysco Corp	23,485.71		63,245.98		39,760.27
09-17-08	01-14-09	305 000	Exxon Mobil Corp	23,258.39		23,357.71	99 32	
04-07-92	01-14-09	85.000	Exxon Mobil Corp	1,015 58		6,509.53		5,493.95
02-08-07	01-21-09	1,450.000	Bank Of America Corp	77,374.03		7,760 50		(69,613 53)
09-17-08	01-26-09	945 000	Suntrust Banks Inc	45,242.44		14,007.37	(31,235.07)	
08-22-07	01-28-09	1,480 000	Wyeth Chg	68,267.07		64,376.37		(3,890.70)
08-30-06	01-29-09	100 000	Capital One Financial Corp	7,370 59		1,756.13		(5,614 46)
10-06-99	01-29-09	25 000	Capital One Financial Corp	1,114 15		439.03		(675.12)
10-30-02	01-29-09	375.000	Capital One Financial Corp	11,955.86		6,585.49		(5,370.37)
06-03-97	01-29-09	1,100.000	Capital One Financial Corp	11,983.91		19,317.43		7,333.52
04-02-08	02-18-09	615 000	Fortune Brands Inc	45,048.17		17,787.60	(27,260.57)	
05-14-08	02-18-09	270.000	Fortune Brands Inc	19,317.98		7,809.19	(11,508.79)	
09-29-04	04-06-09	50,000.000	Fedl Farm Credit Bank Bond B/e 3.550% Due 04-06-09	49,995 50	4 50	50,000 00		0.00
04-11-07	04-08-09	2,175 000	Kraft Foods Class A	68,947.50		48,124 98		(20,822.52)
03-25-09	05-13-09	615 000	Toyota Motor Corp Sponsored Adr	40,819.86		45,126.70	4,306 84	
10-01-08	06-03-09	2,670.000	Altria Group Inc	53,373.03		45,073.24	(8,299.79)	
09-27-06	06-24-09	135.000	General Electric Company	4,803.24		1,583.43		(3,219.81)
10-27-92	06-24-09	1,900.000	General Electric Company	12,150.14		22,285.27		10,135.13
10-20-92	06-24-09	600.000	General Electric Company	3,833.55		7,037 46		3,203.91
03-20-02	06-24-09	870.000	Zimmer Holdings Inc	31,462.51		36,563.51		5,101 00
05-07-91	06-24-09	120 000	Zimmer Holdings Inc	1,159.08		5,043.24		3,884 16
12-19-91	06-24-09	80 000	Zimmer Holdings Inc	767.95		3,362.16		2,594.21
10-06-92	06-24-09	80.000	Zimmer Holdings Inc	616.77		3,362.16		2,745.39
11-19-08	08-14-09	390.000	Caterpillar Inc	13,838.18		17,770.86	3,932.68	
07-09-08	08-14-09	350 000	China Mobile Limited Sponsored Adrs	23,578 66		19,505.77		(4,072 89)
04-25-07	08-14-09	485 000	China Mobile Limited Sponsored Adrs	23,005.78		27,029.42		4,023.64
10-29-08	08-14-09	480.000	China Mobile Limited Sponsored Adrs	19,414.92		26,750 76	7,335 84	
04-14-04	08-26-09	200.000	Colgate-palmolive Company	10,925.94		14,554.64		3,628 70
04-25-94	08-26-09	500.000	Walgreen Company	2,632.28		16,539 62		13,907.34
08-18-08	08-28-09	150,000 000	Fedl Home Loan Bank Bond B/e 3.450% Due 08-27-10	150,187.50	(92 43)	150,000.00		(95.07)
11-10-05	10-14-09	95.000	Google Inc Class A	36,642.66		50,420.80		13,778.14
04-14-04	10-14-09	475.000	Colgate-palmolive Company	25,949.11		37,225 46		11,276.35
11-19-08	10-27-09	725.000	Owens & Minor Inc Holding Company	28,569.35		28,540 99	(28 36)	
04-22-09	10-27-09	305.000	Owens & Minor Inc Holding Company	10,741.70		12,006.90	1,265.20	
06-24-09	11-18-09	915 000	Boeing Company	39,675.22		47,508 41	7,833.19	

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • SIPC

Schedule # 2

REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-I-Y
From 12-01-08 Through 11-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
05-20-09	11-25-09	198 000	Amazon.com Inc	15,880.67		26,188.29	10,307 62	
TOTAL GAINS							35,080 70	126,865 71
TOTAL LOSSES							(78,332 58)	(137,553.48)
[illegible]				1,100,543.57	(87.93)	1,046,515.99	(43,251.88)	(10,687.77)

TOTAL REALIZED GAIN/LOSS (53,939 65)
NO CAPITAL GAINS DISTRIBUTIONS

Portfolio Fees Incurred: 20,844 12

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 | 12/01/08 THROUGH 11/30/09 |

DATE	PAR VALUE OR SHARES	DESCRIPTION		PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
		SALES				
02/20/09	400	ABBOTT LABS COM		1 21,566.27	2 17,952.50-	3,613.77
03/20/09	10,000	ALTRIA GROUP INC	9.700% 11/10/18	3 10,613.40	4 9,993.10-	620.30
05/26/09	500	ASSURANT INC COM		1 11,375.15	2 32,891.50-	21,516.35-
10/06/09	20,000	BANC AMER COML MTG	5.600% 7/10/46	3 19,450.78	4 20,100.15-	649.37-
02/24/09	2,500	BANK AMER CORP COM		1 10,048.94	2 79,127.16-	69,078.22-
03/24/09	200	BAXTER INTL INC COM		1 10,153.58	2 6,996.00-	3,157.58
01/22/09	10,000	BB&T CORP	5.200% 12/23/15	9,475.40	9,689.20-	213.80-
04/07/09	15,000	BB&T CORP	5.200% 12/23/15	13,875.00	13,816.35-	58.65
		TOTAL BB&T CORP	5.200% 12/23/15	3 23,350.40	4 23,505.55-	155.15-
03/24/09	200	BECTON DICKINSON & CO COM		12,847.64	16,434.12-	3,586.48-
05/06/09	400	BECTON DICKINSON & CO COM		24,420.41	32,432.96-	8,012.55-
		TOTAL BECTON DICKINSON & CO COM		1 37,268.05	2 48,867.08-	11,599.03-
10/06/09	10,000	BEMIS CO INC	5.650% 8/01/14	3 10,681.30	4 10,348.20-	333.10
12/08/08	600	BEST BUY INC COM		1 12,412.79	2 26,259.96-	13,847.17-
03/31/09	400	BMC SOFTWARE INC COM		13,483.52	12,318.04-	1,165.48
10/07/09	400	BMC SOFTWARE INC COM		14,427.82	9,541.81-	4,886.01
11/05/09	700	BMC SOFTWARE INC COM		25,808.27	15,078.70-	10,729.57
		TOTAL BMC SOFTWARE INC COM		1 53,719.61	2 36,938.55-	16,781.06

Stocks:
Proceeds Σ1 2,346,950.52
Cost Σ2 2,622,507.21
(275,556.69)

Corp Oblig:
Proceeds Σ3 540,198.69
Cost Σ4 535,998.95
4,199.74

U.S. Oblig:
Proceeds Σ5 756,505.70
Cost Σ6 741,814.58
14,691.12

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
02/25/09	10,000	BP CAPITAL MARKETS 5.250% 11/07/13	10,721.80	9,993.50-	728.30
02/25/09	5,000	BP CAPITAL MARKETS 5.250% 11/07/13	5,372.10	4,996.75-	375.35
		TOTAL BP CAPITAL MARKETS 5.250% 11/07/13	3 16,093.90	4 14,990.25-	1,103.65
11/20/09	50	BURLINGTON NORTHERN SANTA FE CO COM	4,901.87	1,454.89-	3,446.98
11/20/09	400	BURLINGTON NORTHERN SANTA FE CO COM	39,220.59	11,639.12-	27,581.47
		TOTAL BURLINGTON NORTHERN SANTA FE CO COM	1 44,122.46	2 13,094.01-	31,028.45
02/20/09	675	CATERPILLAR INC COM	19,482.35	44,754.62-	25,272.27-
05/28/09	1,400	CENTERPOINT ENERGY INC COM	13,814.56	24,527.53-	10,712.97-
11/20/09	100	CHEVRON CORP COM	7,854.79	8,064.85-	210.06-
09/01/09	600	CISCO SYS INC COM	1 12,923.30	2 16,958.18-	4,034.88-
09/18/09	10,000	CISCO SYSTEMS INC 4.950% 2/15/19	3 10,510.90	4 10,113.40-	397.50
01/21/09	15,000	CISCO SYSTEMS INC 5.500% 2/22/16	3 16,272.90	4 15,023.40-	1,249.50
06/18/09	5,000	CIT GROUP INC 4.250% 2/01/10	4,600.00	4,991.95-	391.95-
07/15/09	5,000	CIT GROUP INC 4.250% 2/01/10	4,153.13	4,991.95-	838.82-
07/16/09	5,000	CIT GROUP INC 4.250% 2/01/10	3,500.00	4,991.95-	1,491.95-
		TOTAL CIT GROUP INC 4.250% 2/01/10	3 12,253.13	4 14,975.85-	2,722.72-
02/10/09	15,000	COCA-COLA CO 5.350% 11/15/17	3 15,797.25	4 14,977.65-	819.60
10/22/09	1,800	COMCAST CORP COM CL A	1 27,351.01	2 29,913.84-	2,562.83-

Schedule # 3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION				PROCEEDS		FEDERAL TAX COST	REALIZED GAIN/LOSS
06/11/09	15,000	CONOCOPHILLIPS	5.750%	2/01/19	3	15,369.00	4	15,031.50-	337.50
06/30/09	350	CONOCOPHILLIPS COM			1	14,449.69	2	23,702.00-	9,252.31-
09/08/09	15,000	COSTCO WHSL CORP NEW	5.500%	3/15/17	3	16,375.35	4	14,747.40-	1,627.95
07/20/09	400	CUMMINS INC COM				14,073.95		21,812.44-	7,738.49-
07/23/09	300	CUMMINS INC COM				11,289.57		10,762.86-	526.71
		TOTAL CUMMINS INC COM			1	25,363.52	2	32,575.30-	7,211.78-
03/19/09	300	DEUTSCHE TELEKOM AG SPONS ADR				3,712.65		5,499.43-	1,786.78-
04/02/09	1,700	DEUTSCHE TELEKOM AG SPONS ADR				20,332.39		31,112.37-	10,779.98-
		TOTAL DEUTSCHE TELEKOM AG SPONS ADR			1	24,045.04	2	36,611.80-	12,566.76-
08/06/09	400	DOMINION RES INC VA NEW COM				13,506.57		16,809.64-	3,303.07-
01/09/09	700	DOW CHEM CO COM				11,045.58		29,441.45-	18,395.87-
10/05/09	250	DUN & BRADSTREET CORP DEL NEW COM				18,583.32		20,953.70-	2,370.38-
09/09/09	300	EXXON MOBIL CORP COM			1	20,446.72	2	26,714.46-	6,267.74-
05/04/09	15,000	FED FARM CR BK	4.600%	1/29/20	5	15,176.70	6	15,138.15-	38.55
08/10/09	15,000	FED HOME LN MTG CROP	2.500%	4/08/13	5	14,872.50	6	15,000.00-	127.50-
07/16/09	30,000	FED NATL MTG ASSN	5.000%	2/13/17		33,052.53		30,128.97-	2,923.56
07/17/09	30,000	FED NATL MTG ASSN	5.000%	2/13/17		32,707.83		30,007.52-	2,700.31
		TOTAL FED NATL MTG ASSN	5.000%	2/13/17	5	65,760.36	6	60,136.49-	5,623.87

Schedule #3

SunTrust SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
09/08/09	15,000	FED NATL MTG ASSN 5.000% 4/15/15	16,549.86	14,879.58-	1,670.28
09/25/09	15,000	FED NATL MTG ASSN 5.000% 4/15/15	16,564.77	14,813.56-	1,751.21
		TOTAL FED NATL MTG ASSN 5.000% 4/15/15	5 33,114.63	6 29,693.14-	3,421.49
VARIOUS	270,315.5	FEDERATED MM PRIME OBLIGS INSTL #10	5 270,315.50	6 270,315.50-	0.00
12/15/08	19.9	FHLMC GOLD #A15691 6.000% 11/01/33	19.90	20.71-	0.81-
01/15/09	101.25	FHLMC GOLD #A15691 6.000% 11/01/33	101.25	105.36-	4.11-
02/17/09	203.28	FHLMC GOLD #A15691 6.000% 11/01/33	203.28	211.54-	8.26-
03/16/09	287.19	FHLMC GOLD #A15691 6.000% 11/01/33	287.19	298.86-	11.67-
04/15/09	147.93	FHLMC GOLD #A15691 6.000% 11/01/33	147.93	153.94-	6.01-
05/15/09	121.5	FHLMC GOLD #A15691 6.000% 11/01/33	121.50	126.44-	4.94-
06/15/09	19.67	FHLMC GOLD #A15691 6.000% 11/01/33	19.67	20.47-	0.80-
07/15/09	516.64	FHLMC GOLD #A15691 6.000% 11/01/33	516.64	537.63-	20.99-
08/17/09	455.47	FHLMC GOLD #A15691 6.000% 11/01/33	455.47	473.97-	18.50-
09/15/09	20.22	FHLMC GOLD #A15691 6.000% 11/01/33	20.22	21.04-	0.82-
10/15/09	19.26	FHLMC GOLD #A15691 6.000% 11/01/33	19.26	20.04-	0.78-
11/16/09	97.72	FHLMC GOLD #A15691 6.000% 11/01/33	97.72	101.69-	3.97-
		TOTAL FHLMC GOLD #A15691 6.000% 11/01/33	5 2,010.03	6 2,091.69-	81.66-
12/15/08	36.79	FHLMC GOLD #C01450 6.500% 12/01/32	36.79	38.27-	1.48-
01/15/09	14.18	FHLMC GOLD #C01450 6.500% 12/01/32	14.18	14.75-	0.57-
02/17/09	16.99	FHLMC GOLD #C01450 6.500% 12/01/32	16.99	17.67-	0.68-
03/16/09	136.64	FHLMC GOLD #C01450 6.500% 12/01/32	136.64	142.15-	5.51-
04/15/09	92.69	FHLMC GOLD #C01450 6.500% 12/01/32	92.69	96.43-	3.74-
05/15/09	371.98	FHLMC GOLD #C01450 6.500% 12/01/32	371.98	386.98-	15.00-
06/15/09	150.79	FHLMC GOLD #C01450 6.500% 12/01/32	150.79	156.87-	6.08-
07/15/09	133.86	FHLMC GOLD #C01450 6.500% 12/01/32	133.86	139.26-	5.40-
08/17/09	489.23	FHLMC GOLD #C01450 6.500% 12/01/32	489.23	508.95-	19.72-

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
09/15/09	98.36	FHLMC GOLD #C01450 6.500% 12/01/32	98.36	102.32-	3.96-
10/15/09	403.01	FHLMC GOLD #C01450 6.500% 12/01/32	403.01	419.26-	16.25-
11/16/09	11.79	FHLMC GOLD #C01450 6.500% 12/01/32	11.79	12.27-	0.48-
		TOTAL FHLMC GOLD #C01450 6.500% 12/01/32	5 1,956.31	6 2,035.18-	78.87-
12/15/08	135.11	FHLMC GOLD #C64710 6.500% 3/01/32	135.11	141.72-	6.61-
01/15/09	128.94	FHLMC GOLD #C64710 6.500% 3/01/32	128.94	135.25-	6.31-
02/17/09	41.35	FHLMC GOLD #C64710 6.500% 3/01/32	41.35	43.37-	2.02-
03/16/09	125.23	FHLMC GOLD #C64710 6.500% 3/01/32	125.23	131.35-	6.12-
04/15/09	137.64	FHLMC GOLD #C64710 6.500% 3/01/32	137.64	144.37-	6.73-
05/15/09	138.99	FHLMC GOLD #C64710 6.500% 3/01/32	138.99	145.79-	6.80-
06/15/09	478.62	FHLMC GOLD #C64710 6.500% 3/01/32	478.62	502.03-	23.41-
07/15/09	135.68	FHLMC GOLD #C64710 6.500% 3/01/32	135.68	142.32-	6.64-
08/17/09	246.25	FHLMC GOLD #C64710 6.500% 3/01/32	246.25	258.29-	12.04-
09/15/09	14.06	FHLMC GOLD #C64710 6.500% 3/01/32	14.06	14.75-	0.69-
10/15/09	123.55	FHLMC GOLD #C64710 6.500% 3/01/32	123.55	129.59-	6.04-
11/16/09	141.36	FHLMC GOLD #C64710 6.500% 3/01/32	141.36	148.27-	6.91-
		TOTAL FHLMC GOLD #C64710 6.500% 3/01/32	5 1,846.78	6 1,937.10-	90.32-
07/15/09	910.29	FHLMC GOLD #C91149 6.000% 1/01/28	910.29	953.81-	43.52-
08/17/09	226.41	FHLMC GOLD #C91149 6.000% 1/01/28	226.41	237.24-	10.83-
09/15/09	368.17	FHLMC GOLD #C91149 6.000% 1/01/28	368.17	385.77-	17.60-
10/15/09	358.05	FHLMC GOLD #C91149 6.000% 1/01/28	358.05	375.17-	17.12-
11/16/09	100.13	FHLMC GOLD #C91149 6.000% 1/01/28	100.13	104.92-	4.79-
		TOTAL FHLMC GOLD #C91149 6.000% 1/01/28	5 1,963.05	6 2,056.91-	93.86-
12/15/08	404.1	FHLMC GOLD #G03120 6.000% 8/01/37	404.10	414.08-	9.98-
12/19/08	42,603.59	FHLMC GOLD #G03120 6.000% 8/01/37	43,861.73	43,655.35-	206.38
		TOTAL FHLMC GOLD #G03120 6.000% 8/01/37	5 44,265.83	6 44,069.43-	196.40

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
10/26/09	183.43	FNMA POOL #254832 5.500% 8/01/23	183.43	193.75-	10.32-
11/25/09	160.19	FNMA POOL #254832 5.500% 8/01/23	160.19	169.20-	9.01-
		TOTAL FNMA POOL #254832 5.500% 8/01/23	5 343.62	6 362.95-	19.33-
11/25/09	492.34	FNMA POOL #256597 5.500% 2/01/37	5 492.34	6 519.34-	27.00-
10/26/09	187.84	FNMA POOL #257164 5.500% 4/01/28	187.84	197.00-	9.16-
11/25/09	302.2	FNMA POOL #257164 5.500% 4/01/28	302.20	316.93-	14.73-
		TOTAL FNMA POOL #257164 5.500% 4/01/28	5 490.04	6 513.93-	23.89-
12/26/08	95.19	FNMA POOL #555455 6.000% 4/01/18	95.19	103.25-	8.06-
01/26/09	147.92	FNMA POOL #555455 6.000% 4/01/18	147.92	160.44-	12.52-
02/25/09	114.49	FNMA POOL #555455 6.000% 4/01/18	114.49	124.18-	9.69-
03/25/09	155.07	FNMA POOL #555455 6.000% 4/01/18	155.07	168.20-	13.13-
04/27/09	150.38	FNMA POOL #555455 6.000% 4/01/18	150.38	163.11-	12.73-
05/26/09	178.83	FNMA POOL #555455 6.000% 4/01/18	178.83	193.97-	15.14-
06/25/09	148.77	FNMA POOL #555455 6.000% 4/01/18	148.77	161.36-	12.59-
07/27/09	197.58	FNMA POOL #555455 6.000% 4/01/18	197.58	214.31-	16.73-
08/25/09	161.84	FNMA POOL #555455 6.000% 4/01/18	161.84	175.54-	13.70-
09/25/09	164.46	FNMA POOL #555455 6.000% 4/01/18	164.46	178.38-	13.92-
10/26/09	146.31	FNMA POOL #555455 6.000% 4/01/18	146.31	158.70-	12.39-
11/25/09	161.63	FNMA POOL #555455 6.000% 4/01/18	161.63	175.31-	13.68-
		TOTAL FNMA POOL #555455 6.000% 4/01/18	5 1,822.47	6 1,976.75-	154.28-
11/25/09	704.27	FNMA POOL #730969 5.000% 8/01/33	5 704.27	6 725.95-	21.68-
04/27/09	156.84	FNMA POOL #735651 4.500% 6/01/35	156.84	157.84-	1.00-
05/26/09	169.2	FNMA POOL #735651 4.500% 6/01/35	169.20	170.28-	1.08-

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
06/25/09	149.34	FNMA POOL #735651 4.500% 6/01/35	149.34	150.30-	0.96-
07/27/09	212.93	FNMA POOL #735651 4.500% 6/01/35	212.93	214.29-	1.36-
08/25/09	98.78	FNMA POOL #735651 4.500% 6/01/35	98.78	99.41-	0.63-
09/25/09	125.97	FNMA POOL #735651 4.500% 6/01/35	125.97	126.78-	0.81-
10/26/09	89.66	FNMA POOL #735651 4.500% 6/01/35	89.66	90.23-	0.57-
10/27/09	10,200.24	FNMA POOL #735651 4.500% 6/01/35	10,313.40	10,265.60-	47.80
		TOTAL FNMA POOL #735651 4.500% 6/01/35	5 11,316.12	6 11,274.73-	41.39
12/26/08	102.9	FNMA POOL #735897 5.500% 10/01/35	102.90	100.75-	2.15
01/26/09	151.22	FNMA POOL #735897 5.500% 10/01/35	151.22	148.18-	3.04
02/25/09	216.62	FNMA POOL #735897 5.500% 10/01/35	216.62	212.45-	4.17
03/25/09	305.37	FNMA POOL #735897 5.500% 10/01/35	305.37	299.85-	5.52
04/27/09	332.35	FNMA POOL #735897 5.500% 10/01/35	332.35	326.86-	5.49
05/26/09	277.51	FNMA POOL #735897 5.500% 10/01/35	277.51	273.35-	4.16
06/25/09	427.82	FNMA POOL #735897 5.500% 10/01/35	427.82	421.73-	6.09
07/27/09	265.79	FNMA POOL #735897 5.500% 10/01/35	265.79	262.27-	3.52
08/25/09	314.26	FNMA POOL #735897 5.500% 10/01/35	314.26	310.43-	3.83
09/25/09	224.06	FNMA POOL #735897 5.500% 10/01/35	224.06	221.55-	2.51
10/26/09	261.06	FNMA POOL #735897 5.500% 10/01/35	261.06	258.37-	2.69
11/25/09	223.83	FNMA POOL #735897 5.500% 10/01/35	223.83	221.75-	2.08
		TOTAL FNMA POOL #735897 5.500% 10/01/35	5 3,102.79	6 3,057.54-	45.25
01/26/09	88.44	FNMA POOL #735925 5.000% 10/01/35	88.44	90.03-	1.59-
02/25/09	159.14	FNMA POOL #735925 5.000% 10/01/35	159.14	162.00-	2.86-
03/25/09	239.18	FNMA POOL #735925 5.000% 10/01/35	239.18	243.48-	4.30-
04/27/09	237.31	FNMA POOL #735925 5.000% 10/01/35	237.31	241.57-	4.26-
05/26/09	249.22	FNMA POOL #735925 5.000% 10/01/35	249.22	253.70-	4.48-
06/25/09	287.95	FNMA POOL #735925 5.000% 10/01/35	287.95	293.12-	5.17-
07/27/09	268.07	FNMA POOL #735925 5.000% 10/01/35	268.07	272.89-	4.82-

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
08/25/09	207.19	FNMA POOL #735925 5.000% 10/01/35	207.19	210.91-	3.72-
09/25/09	166.78	FNMA POOL #735925 5.000% 10/01/35	166.78	169.78-	3.00-
10/26/09	158.1	FNMA POOL #735925 5.000% 10/01/35	158.10	160.94-	2.84-
11/25/09	168.45	FNMA POOL #735925 5.000% 10/01/35	168.45	171.48-	3.03-
		TOTAL FNMA POOL #735925 5.000% 10/01/35	5 2,229.83	6 2,269.90-	40.07-
12/26/08	246.02	FNMA POOL #745407 6.000% 4/01/24	246.02	248.90-	2.88-
01/26/09	261.77	FNMA POOL #745407 6.000% 4/01/24	261.77	264.84-	3.07-
02/25/09	311.49	FNMA POOL #745407 6.000% 4/01/24	311.49	315.14-	3.65-
03/25/09	502.64	FNMA POOL #745407 6.000% 4/01/24	502.64	508.53-	5.89-
04/27/09	584.64	FNMA POOL #745407 6.000% 4/01/24	584.64	591.49-	6.85-
05/26/09	565.71	FNMA POOL #745407 6.000% 4/01/24	565.71	572.34-	6.63-
06/25/09	487.95	FNMA POOL #745407 6.000% 4/01/24	487.95	493.67-	5.72-
07/27/09	616.16	FNMA POOL #745407 6.000% 4/01/24	616.16	623.38-	7.22-
08/25/09	459.13	FNMA POOL #745407 6.000% 4/01/24	459.13	464.51-	5.38-
09/25/09	432.92	FNMA POOL #745407 6.000% 4/01/24	432.92	437.99-	5.07-
10/26/09	367.69	FNMA POOL #745407 6.000% 4/01/24	367.69	372.00-	4.31-
11/25/09	414.47	FNMA POOL #745407 6.000% 4/01/24	414.47	419.33-	4.86-
		TOTAL FNMA POOL #745407 6.000% 4/01/24	5 5,250.59	6 5,312.12-	61.53-
12/26/08	151.35	FNMA POOL #745748 5.500% 7/01/36	151.35	148.01-	3.34
01/26/09	138.64	FNMA POOL #745748 5.500% 7/01/36	138.64	135.70-	2.94
02/25/09	485.25	FNMA POOL #745748 5.500% 7/01/36	485.25	475.37-	9.88
03/25/09	555.62	FNMA POOL #745748 5.500% 7/01/36	555.62	545.01-	10.61
04/27/09	507.76	FNMA POOL #745748 5.500% 7/01/36	507.76	498.88-	8.88
05/26/09	524.87	FNMA POOL #745748 5.500% 7/01/36	524.87	516.53-	8.34
06/25/09	528.94	FNMA POOL #745748 5.500% 7/01/36	528.94	520.96-	7.98
07/27/09	516.41	FNMA POOL #745748 5.500% 7/01/36	516.41	509.16-	7.25
08/25/09	415.14	FNMA POOL #745748 5.500% 7/01/36	415.14	409.77-	5.37

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
09/25/09	248.73	FNMA POOL #745748 5.500% 7/01/36	248.73	245.77-	2.96
10/26/09	226.83	FNMA POOL #745748 5.500% 7/01/36	226.83	224.35-	2.48
11/25/09	303.32	FNMA POOL #745748 5.500% 7/01/36	303.32	300.29-	3.03
		TOTAL FNMA POOL #745748 5.500% 7/01/36	5 4,602.86	6 4,529.80-	73.06
12/26/08	101.82	FNMA POOL #781666 5.500% 2/01/35	101.82	100.86-	0.96
01/26/09	274.82	FNMA POOL #781666 5.500% 2/01/35	274.82	272.35-	2.47
02/25/09	102.43	FNMA POOL #781666 5.500% 2/01/35	102.43	101.56-	0.87
03/25/09	215.13	FNMA POOL #781666 5.500% 2/01/35	215.13	213.46-	1.67
04/27/09	337.68	FNMA POOL #781666 5.500% 2/01/35	337.68	335.37-	2.31
05/26/09	320.81	FNMA POOL #781666 5.500% 2/01/35	320.81	318.91-	1.90
06/25/09	212.9	FNMA POOL #781666 5.500% 2/01/35	212.90	211.74-	1.16
07/27/09	367.36	FNMA POOL #781666 5.500% 2/01/35	367.36	365.58-	1.78
08/25/09	334.4	FNMA POOL #781666 5.500% 2/01/35	334.40	333.00-	1.40
09/25/09	134.68	FNMA POOL #781666 5.500% 2/01/35	134.68	134.20-	0.48
10/26/09	192.5	FNMA POOL #781666 5.500% 2/01/35	192.50	191.92-	0.58
11/25/09	80.32	FNMA POOL #781666 5.500% 2/01/35	80.32	80.13-	0.19
		TOTAL FNMA POOL #781666 5.500% 2/01/35	5 2,674.85	6 2,659.08-	15.77
05/26/09	420.2	FNMA POOL #835760 4.500% 9/01/35	420.20	430.38-	10.18-
06/25/09	434.11	FNMA POOL #835760 4.500% 9/01/35	434.11	444.62-	10.51-
07/27/09	412.25	FNMA POOL #835760 4.500% 9/01/35	412.25	422.23-	9.98-
08/25/09	394.55	FNMA POOL #835760 4.500% 9/01/35	394.55	404.11-	9.56-
09/25/09	264.39	FNMA POOL #835760 4.500% 9/01/35	264.39	270.79-	6.40-
10/26/09	218.69	FNMA POOL #835760 4.500% 9/01/35	218.69	223.99-	5.30-
11/25/09	302.23	FNMA POOL #835760 4.500% 9/01/35	302.23	309.55-	7.32-
		TOTAL FNMA POOL #835760 4.500% 9/01/35	5 2,446.42	6 2,505.67-	59.25-

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
12/26/08	126.46	FNMA POOL #836072 5.500% 10/01/35	126.46	125.48-	0.98
01/26/09	24.44	FNMA POOL #836072 5.500% 10/01/35	24.44	24.25-	0.19
02/25/09	25.32	FNMA POOL #836072 5.500% 10/01/35	25.32	25.12-	0.20
03/25/09	228.6	FNMA POOL #836072 5.500% 10/01/35	228.60	227.27-	1.33
04/27/09	321.11	FNMA POOL #836072 5.500% 10/01/35	321.11	319.49-	1.62
05/26/09	162.57	FNMA POOL #836072 5.500% 10/01/35	162.57	161.87-	0.70
06/25/09	278.39	FNMA POOL #836072 5.500% 10/01/35	278.39	277.20-	1.19
07/27/09	74.99	FNMA POOL #836072 5.500% 10/01/35	74.99	74.75-	0.24
08/25/09	197.68	FNMA POOL #836072 5.500% 10/01/35	197.68	197.15-	0.53
09/25/09	106.66	FNMA POOL #836072 5.500% 10/01/35	106.66	106.37-	0.29
10/26/09	237.26	FNMA POOL #836072 5.500% 10/01/35	237.26	236.62-	0.64
11/25/09	163.8	FNMA POOL #836072 5.500% 10/01/35	163.80	163.36-	0.44
		TOTAL FNMA POOL #836072 5.500% 10/01/35	5 1,947.28	6 1,938.93-	8.35
04/27/09	583.77	FNMA POOL #889634 6.000% 2/01/23	583.77	610.31-	26.54-
05/26/09	557.91	FNMA POOL #889634 6.000% 2/01/23	557.91	583.28-	25.37-
06/25/09	508.35	FNMA POOL #889634 6.000% 2/01/23	508.35	531.46-	23.11-
07/27/09	475.14	FNMA POOL #889634 6.000% 2/01/23	475.14	496.74-	21.60-
08/25/09	453.5	FNMA POOL #889634 6.000% 2/01/23	453.50	474.12-	20.62-
09/25/09	419.6	FNMA POOL #889634 6.000% 2/01/23	419.60	438.68-	19.08-
10/26/09	362.61	FNMA POOL #889634 6.000% 2/01/23	362.61	379.10-	16.49-
11/25/09	341.17	FNMA POOL #889634 6.000% 2/01/23	341.17	356.68-	15.51-
		TOTAL FNMA POOL #889634 6.000% 2/01/23	5 3,702.05	6 3,870.37-	168.32-
12/26/08	138.37	FNMA POOL #933735 5.000% 3/01/38	138.37	136.85-	1.52
01/26/09	181.71	FNMA POOL #933735 5.000% 3/01/38	181.71	179.78-	1.93
02/25/09	645.18	FNMA POOL #933735 5.000% 3/01/38	645.18	638.51-	6.67
03/25/09	839.78	FNMA POOL #933735 5.000% 3/01/38	839.78	831.50-	8.28
04/27/09	571.46	FNMA POOL #933735 5.000% 3/01/38	571.46	566.21-	5.25

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
05/26/09	481.68	FNMA POOL #933735 5.000% 3/01/38	481.68	477.57-	4.11
06/25/09	1,002.1	FNMA POOL #933735 5.000% 3/01/38	1,002.10	993.87-	8.23
07/27/09	670.75	FNMA POOL #933735 5.000% 3/01/38	670.75	665.51-	5.24
08/25/09	225.62	FNMA POOL #933735 5.000% 3/01/38	225.62	223.96-	1.66
09/25/09	255.21	FNMA POOL #933735 5.000% 3/01/38	255.21	253.44-	1.77
10/26/09	201.69	FNMA POOL #933735 5.000% 3/01/38	201.69	200.37-	1.32
11/25/09	603.04	FNMA POOL #933735 5.000% 3/01/38	603.04	599.33-	3.71
		TOTAL FNMA POOL #933735 5.000% 3/01/38	5 5,816.59	6 5,766.90-	49.69
12/11/08	27,956.65	FNMA POOL #936495 5.500% 6/01/37	28,358.53	28,404.38-	45.85-
12/26/08	39.4	FNMA POOL #936495 5.500% 6/01/37	39.40	40.03-	0.63-
		TOTAL FNMA POOL #936495 5.500% 6/01/37	5 28,397.93	6 28,444.41-	46.48-
08/25/09	452.82	FNMA POOL #982033 5.000% 4/01/38	452.82	462.51-	9.69-
09/25/09	280.41	FNMA POOL #982033 5.000% 4/01/38	280.41	286.41-	6.00-
10/26/09	160.72	FNMA POOL #982033 5.000% 4/01/38	160.72	164.16-	3.44-
11/25/09	345.94	FNMA POOL #982033 5.000% 4/01/38	345.94	353.35-	7.41-
		TOTAL FNMA POOL #982033 5.000% 4/01/38	5 1,239.89	6 1,266.43-	26.54-
10/26/09	366.51	FNMA POOL #982541 6.000% 10/01/38	366.51	386.15-	19.64-
11/25/09	457.16	FNMA POOL #982541 6.000% 10/01/38	457.16	481.66-	24.50-
		TOTAL FNMA POOL #982541 6.000% 10/01/38	5 823.67	6 867.81-	44.14-
08/25/09	174.53	FNMA POOL #983629 4.500% 5/01/23	174.53	179.25-	4.72-
09/25/09	122.55	FNMA POOL #983629 4.500% 5/01/23	122.55	125.86-	3.31-
10/26/09	90.91	FNMA POOL #983629 4.500% 5/01/23	90.91	93.37-	2.46-
11/25/09	234.07	FNMA POOL #983629 4.500% 5/01/23	234.07	240.40-	6.33-
		TOTAL FNMA POOL #983629 4.500% 5/01/23	5 622.06	6 638.88-	16.82-

Schedule # 3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
09/25/09	390.88	FNMA POOL #995472 5.000% 11/01/23	390.88	405.23-	14.35-
10/26/09	342.66	FNMA POOL #995472 5.000% 11/01/23	342.66	355.24-	12.58-
11/25/09	423.11	FNMA POOL #995472 5.000% 11/01/23	423.11	438.65-	15.54-
		TOTAL FNMA POOL #995472 5.000% 11/01/23	5 1,156.65	6 1,199.12-	42.47-
09/23/09	200	FREEPORT-MCMORAN COPPER & GOLD COM	1 13,941.04	2 15,936.38-	1,995.34-
02/26/09	5,000	GENERAL DYNAMICS 5.250% 2/01/14	3 5,308.65	4 4,976.40-	332.25
12/22/08	15,000	GENERAL ELEC CAP 6.750% 03/15/32	15,479.10	16,706.40-	1,227.30-
01/29/09	15,000	GENERAL ELEC CAP COR 5.500% 6/04/14	3 14,990.55	4 14,978.40-	12.15
05/18/09	5,000	GENWORTH FINL INC 5.650% 6/15/12	2,987.50	4,983.60-	1,996.10-
05/22/09	5,000	GENWORTH FINL INC 5.650% 6/15/12	3,112.50	4,983.60-	1,871.10-
09/30/09	10,000	GENWORTH FINL INC 5.650% 6/15/12	9,800.00	9,967.20-	167.20-
		TOTAL GENWORTH FINL INC 5.650% 6/15/12	3 15,900.00	4 19,934.40-	4,034.40-
02/17/09	352.44	GNMA I POOL #781952 6.000% 7/15/35	352.44	368.02-	15.58-
03/16/09	349.02	GNMA I POOL #781952 6.000% 7/15/35	349.02	364.45-	15.43-
04/15/09	705.06	GNMA I POOL #781952 6.000% 7/15/35	705.06	736.24-	31.18-
05/15/09	382.33	GNMA I POOL #781952 6.000% 7/15/35	382.33	399.24-	16.91-
06/15/09	555.09	GNMA I POOL #781952 6.000% 7/15/35	555.09	579.64-	24.55-
07/15/09	512.52	GNMA I POOL #781952 6.000% 7/15/35	512.52	535.18-	22.66-
08/17/09	449.46	GNMA I POOL #781952 6.000% 7/15/35	449.46	469.33-	19.87-
09/15/09	389.38	GNMA I POOL #781952 6.000% 7/15/35	389.38	406.60-	17.22-
10/15/09	399.95	GNMA I POOL #781952 6.000% 7/15/35	399.95	417.64-	17.69-
11/16/09	343.02	GNMA I POOL #781952 6.000% 7/15/35	343.02	358.19-	15.17-
		TOTAL GNMA I POOL #781952 6.000% 7/15/35	3 4,438.27	4 4,634.53-	196.26-

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JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
06/25/09	10,000	GOLDMAN SACHS GROUP 6.000% 5/01/14	3 10,383.10	4 10,160.10-	223.00
08/10/09	50	GOLDMAN SACHS GROUP INC COM	1 8,264.86	2 9,402.04-	1,137.18-
02/20/09	400	HARRIS CORP DEL COM	16,328.90	25,068.96-	8,740.06-
05/15/09	600	HARRIS CORP DEL COM	17,224.41	29,383.22-	12,158.81-
		TOTAL HARRIS CORP DEL COM	1 33,553.31	2 54,452.18-	20,898.87-
06/04/09	0.051	HARRIS STRATEX NETWORKS INC CL A	0.27	0.27-	0.00
08/27/09	149	HARRIS STRATEX NETWORKS INC CL A	884.18	799.54-	84.64
		TOTAL HARRIS STRATEX NETWORKS INC CL A	1 884.45	2 799.81-	84.64
09/24/09	10,000	HEALTH CARE REIT 8.000% 09/12/12	3 11,200.00	4 10,628.30-	571.70
04/27/09	200	HEINZ H J CO COM	1 6,770.78	2 10,233.82-	3,463.04-
05/15/09	15,000	HOME DEPOT INC 5.400% 3/01/16	3 14,743.95	4 14,961.75-	217.80-
11/03/09	300	HOSPIRA INC COM	1 13,599.49	2 12,226.44-	1,373.05
08/27/09	5,000	ILLINOIS ST TOLL HWY 6.184% 1/01/34	3 5,220.00	4 5,000.00-	220.00
09/01/09	100	INTERNATIONAL BUSINESS MACHS COM	1 11,817.57	2 11,681.47-	136.10
10/28/09	15,000	INTL FINANCE CORP 3.500% 5/15/13	3 15,661.20	4 14,946.90-	714.30
12/26/08	636.3	J P MORGAN MTG ACQUI 5.224% 10/25/35	636.30	636.29-	0.01
01/26/09	704.5	J P MORGAN MTG ACQUI 5.224% 10/25/35	704.50	704.50-	0.00
02/25/09	490.34	J P MORGAN MTG ACQUI 5.224% 10/25/35	490.34	490.34-	0.00

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SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
03/25/09	258.14	J P MORGAN MTG ACQUI 5.224% 10/25/35	258.14	258.14-	0.00
04/27/09	453.89	J P MORGAN MTG ACQUI 5.224% 10/25/35	453.89	453.88-	0.01
05/26/09	457.56	J P MORGAN MTG ACQUI 5.224% 10/25/35	457.56	457.56-	0.00
06/25/09	253.34	J P MORGAN MTG ACQUI 5.224% 10/25/35	253.34	253.33-	0.01
07/27/09	192.19	J P MORGAN MTG ACQUI 5.224% 10/25/35	192.19	192.19-	0.00
08/25/09	24.95	J P MORGAN MTG ACQUI 5.224% 10/25/35	24.95	24.95-	0.00
		TOTAL J P MORGAN MTG ACQUI 5.224% 10/25/35	3 3,471.21	4 3,471.18-	0.03
04/29/09	200	JOHNSON & JOHNSON COM	1 10,289.45	2 13,658.62-	3,369.17-
02/05/09	10,000	JP MORGAN CHASE & 6.625% 03/15/12	3 10,188.60	4 9,999.10-	189.50
03/04/09	800	KROGER CO COM	16,487.66	22,964.12-	6,476.46-
09/25/09	1,200	KROGER CO COM	24,557.00	32,066.46-	7,509.46-
		TOTAL KROGER CO COM	1 41,044.66	2 55,030.58-	13,985.92-
06/16/09	300	L-3 COMMUNICATION HLDGS INC COM	22,243.67	22,714.88-	471.21-
08/12/09	700	MACY'S INC COM	10,839.08	8,770.79-	2,068.29
09/15/09	700	MARVELL TECHNOLOGY GROUP LTD SHS	11,449.11	7,182.63-	4,266.48
11/10/09	125	MASTERCARD INC CL A COM	1 28,301.36	2 19,368.23-	8,933.13
09/15/09	15,000	MEDTRONIC INC 5.600% 3/15/19	3 16,563.15	4 15,181.20-	1,381.95
01/15/09	30,000	MERRILL LYNCH & CO 2.990% 2/05/10	3 29,019.30	4 30,018.30-	999.00-
01/26/09	20,000	METLIFE INC 5.000% 11/24/13	19,768.40	19,807.80-	39.40-

Schedule #3

SUNTRUST SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/08 THROUGH 11/30/09

DATE	PAR VALUE OR SHARES	DESCRIPTION		PROCEEDS		FEDERAL TAX COST	REALIZED GAIN/LOSS
06/29/09	10,000	METLIFE INC 5.000% 11/24/13		9,790.30		9,903.90-	113.60-
		TOTAL METLIFE INC 5.000% 11/24/13	3	29,558.70	4	29,711.70-	153.00-
09/09/09	5,000	MICROSOFT CORP 5.200% 6/01/39		5,053.35		4,989.30-	64.05
02/09/09	10,000	MORGAN STANLEY 5.300% 3/01/13		9,411.50		9,754.40-	342.90-
07/10/09	10,000	MORGAN STANLEY 6.625% 4/01/18	3	10,045.30	4	9,775.67-	269.63
01/23/09	15,000	MORGAN STANLEY 6.750% 04/15/11		15,056.70		15,784.80-	728.10-
02/18/09	5,000	MORGAN STANLEY 6.750% 04/15/11		5,075.00		5,261.60-	186.60-
		TOTAL MORGAN STANLEY 6.750% 04/15/11	3	20,131.70	4	21,046.40-	914.70-
03/11/09	15,000	NATIONAL RURAL UTIL 10.375% 11/01/18	3	17,928.45	4	16,999.20-	929.25
11/20/09	100	NINTENDO LTD ADR	1	3,203.91	2	4,298.64-	1,094.73-
10/06/09	15,000	NOKIA CORP 5.375% 5/15/19	3	15,874.65	4	15,527.85-	346.80
01/29/09	900	NOKIA CORP SPONS ADR RPSTG CL A		10,588.80		16,516.80-	5,928.00-
09/01/09	1,600	NOKIA CORP SPONS ADR RPSTG CL A		21,444.25		34,081.00-	12,636.75-
		TOTAL NOKIA CORP SPONS ADR RPSTG CL A	1	32,033.05	2	50,597.80-	18,554.75-
08/28/09	10,000	OCCIDENTAL PETROLEUM 4.125% 6/01/16	3	10,184.80	4	9,929.20-	255.60
09/21/09	10,000	ORACLE CORP 5.750% 4/15/18		10,987.50		9,995.30-	992.20
04/08/09	10,000	PFIZER INC 7.200% 3/15/39	3	10,897.00	4	9,994.20-	902.80

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

SOURCE	AMOUNT
SUNTRUST CHECKING	18.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERICAN CENTURY	2,589.	0.	2,589.
COLUMBIA FUNDS	24,547.	24,547.	0.
DAVENPORT	96,239.	0.	96,239.
JANUS FUND	7,588.	0.	7,588.
ROBECO WPG	1,363.	585.	778.
SUNTRUST	92,980.	0.	92,980.
VALUE LINE FUND	17,161.	6,697.	10,464.
TOTAL TO FM 990-PF, PART I, LN 4	242,467.	31,829.	210,638.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
WPS CAPITAL K-1	1,274.	1,274.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,274.	1,274.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	200.	200.		0.
TO FM 990-PF, PG 1, LN 16A	200.	200.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,430.	4,430.		0.
TO FORM 990-PF, PG 1, LN 16B	4,430.	4,430.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	1,244.	1,244.		0.
FOREIGN TAXES	1,169.	1,169.		0.
OTHER TAXES	116.	116.		0.
TO FORM 990-PF, PG 1, LN 18	2,529.	2,529.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STORAGE FEES	2,517.	2,517.		0.
PARKING	2,940.	2,940.		0.
INVESTMENT MANAGEMENT FEES	45,707.	45,707.		0.
UTILITIES	2,507.	2,507.		0.
MISCELLANEOUS EXPENSES	342.	342.		0.

OFFICE EXPENSE	970.	970.		0.
POSTAGE	284.	284.		0.
INTERNET SERVICE PROVIDER	1,274.	1,274.		0.
BANK SERVICE CHARGE	30.	30.		0.
REPAIRS	261.	261.		0.
DUES AND REGISTRATION FEE	195.	195.		0.
INSURANCE	500.	500.		0.
TO FORM 990-PF, PG 1, LN 23	57,527.	57,527.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
DAVENPORT US OBLIG. - SEE ATTACHED SCHEDULE 1	X		651,789.	675,017.
SUNTRUST US OBLIG. - SEE ATTACHED SCHEDULE 1	X		503,566.	519,797.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,155,355.	1,194,814.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,155,355.	1,194,814.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST COMMON - SEE ATTACHED SCHEDULE 1	2,155,915.	2,247,761.
DAVENPORT COMMON - SEE ATTACHED SCHEDULE 1	2,793,058.	3,411,094.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,948,973.	5,658,855.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DAVENPORT CORPORATE - SEE ATTACHED SCHEDULE 1	249,223.	260,422.
SUNTRUST CORPORATE - SEE ATTACHED SCHEDULE 1	371,083.	398,186.
TOTAL TO FORM 990-PF, PART II, LINE 10C	620,306.	658,608.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SILVERBAR - DAVENPORT	COST	0.	0.
HBT, L.P.	COST	1,346.	1,346.
SUNTRUST PRECIOUS METALS	COST	0.	0.
ROBECO WPG	COST	944,536.	566,920.
COLUMBIA FUND	COST	1,006,172.	1,008,500.
JANUS FUND	COST	718,482.	725,880.
AMERICAN CENTURY FUND	COST	838,622.	669,768.
VALUE LINE FUND	COST	970,618.	424,266.
WPS CAPITAL FUND, LLC	COST	251,274.	251,274.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,731,050.	3,647,954.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	576.	438.	138.
TOTAL TO FM 990-PF, PART II, LN 14	576.	438.	138.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	496.	343.
TOTAL TO FORM 990-PF, PART II, LINE 22	496.	343.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANTHONY JAMES ASCH 104 SHOCKOE SLIP RICHMOND, VA	PRES/TREAS/DR 0.50	0.	0.	0.
THOMAS ANDREW ASCH 104 SHOCKOE SLIP RICHMOND, VA	SECTY/DIR 0.50	0.	0.	0.
PATRICIA M. ASCH 104 SHOCKOE SLIP RICHMOND, VA	A. SECT 20.00	3,750.	0.	0.
W. BIRCH DOUGLASS, III 104 SHOCKOE SLIP RICHMOND, VA	A. SECT 0.50	0.	0.	0.
JILL MCCORMICK 104 SHOCKOE SLIP RICHMOND, VA	EXEC. DIR. 20.00	43,875.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		47,625.	0.	0.