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

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation
THE TOLLESON FAMILY FOUNDATION 49-7928838

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1890 CASTLEWAY LANE, N.E.

City or town, state, and ZIP code
ATLANTA, GA 30345

A Employer identification number
20-1295875

B Telephone number (see page 10 of the instructions)
( ) -

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,275,232.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) ____________
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	62,501.	62,391.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-351,717.			
	b	Gross sales price for all assets on line 6a 1,471,153.				
	7	Capital gain net income (from Part IV, line 2)		NONE		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total** Add lines 1 through 11	-289,216.	62,391.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	500.	NONE	NONE	500.
	c	Other professional fees (attach schedule) STMT 3	6,536.	6,536.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4		285.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 5	2.	2.		
	24	**Total operating and administrative expenses** Add lines 13 through 23	7,038.	6,823.	NONE	500.
	25	Contributions, gifts, grants paid	120,237.			120,237.
	26	**Total expenses and disbursements** Add lines 24 and 25	127,275.	6,823.	NONE	120,737.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-416,491.			
	b	**Net investment income** (if negative, enter -0-)		55,568.		
	c	**Adjusted net income** (if negative, enter -0-)				

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2009)

Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	930,676.	17,857.	17,857.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less· allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 6	1,087,283.	2,069,203.	2,257,375.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	2,017,959.	2,087,060.	2,275,232.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ ☒			
	27	Capital stock, trust principal, or current funds	2,114,888.	2,087,060.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-96,929.	NONE	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,017,959.	2,087,060.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,017,959.	2,087,060.	

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	2,017,959.
2	Enter amount from Part I, line 27a	2	-416,491.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	485,592.
4	Add lines 1, 2, and 3	4	2,087,060.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,087,060.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-351,717.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	136,010.	2,493,114.	0.05455426427
2007	143,312.	2,856,203.	0.05017570530
2006	127,584.	2,753,618.	0.04633322414
2005		2,581,730.	
2004			

2	**Total** of line 1, column (d)	2	0.15106319371
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	0.03776579843
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,230,457.
5	Multiply line 4 by line 3	5	84,235.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	556.
7	Add lines 5 and 6	7	84,791.
8	Enter qualifying distributions from Part XII, line 4	8	120,737.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination 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	556.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	556.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	556.
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	690.		
b	Exempt foreign organizations-tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	690.
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	134.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax ▶** 134. **Refunded ▶**			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______________ (2) On foundation managers ▶ $ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV* . .	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ ____			
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANK Telephone no. ▶ (888)942-3272

Located at ▶ PO BOX 1908, ORLANDO, FL ZIP + 4 ▶ 32802-1908

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	N/A	
	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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ ____ , ____ , ____ , ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)*	3b	N/A	
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 2009?	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)? (see page 22 of the instructions) . . . . ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . **5b** N/A

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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		-0-	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.		
a	Average monthly fair market value of securities	1a	1,508,012.
b	Average of monthly cash balances	1b	756,411.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,264,423.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,264,423.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	33,966.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,230,457.
6	**Minimum investment return.** Enter 5% of line 5	6	111,523.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	111,523.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	556.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	556.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	110,967.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	110,967.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	110,967.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	120,737.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	120,737.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	556.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	120,181.

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					110,967.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				119,237.	
b Total for prior years 20____,20____,20____			NONE		
3 Excess distributions carryover, if any, to 2009:					
a From 2004	NONE				
b From 2005	NONE				
c From 2006	NONE				
d From 2007	NONE				
e From 2008	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 120,737.					
a Applied to 2008, but not more than line 2a				119,237.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2009 distributable amount					1,500.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					109,467.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2005	NONE				
b Excess from 2006	NONE				
c Excess from 2007	NONE				
d Excess from 2008	NONE				
e Excess from 2009	NONE				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)**

1 Information Regarding Foundation Managers:

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 16				
Total . . . . ▶ 3a				120,237.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	62,501.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-351,717.	
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)				-289,216.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 -289,216.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions.)
	NOT APPLICABLE

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

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

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

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

▶ Anne E. Tolleson | 4/29/10 | ▶ Trustee

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature ▶	Date 04/23/2010	Check if self-employed ▶ ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions) P00353001
Firm's name (or yours if self-employed), address, and ZIP code ▶	KPMG LLP PO BOX 6768 PROVIDENCE, RI 02940-6768		EIN ▶ 13-5565207 Phone no 888-942-3272

Form **990-PF** (2009)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					2,087.	
		11300.7886 DELAWARE POOLED TR INTL EQUIT					03/16/2004	01/12/2009
		PROPERTY TYPE: SECURITIES						
122,162.00		180,587.00					-58,425.00	
		1682.557 ROYCE PREMIER FD CL W					04/18/2008	01/12/2009
		PROPERTY TYPE: SECURITIES						
19,602.00		30,000.00					-10,398.00	
		100000. US TREAS 3.250% 1/1					01/01/2003	01/15/2009
		PROPERTY TYPE: SECURITIES						
100,000.00		100,441.00					-441.00	
		100000. US TREAS 3.000% 2/1					01/01/2003	02/15/2009
		PROPERTY TYPE: SECURITIES						
100,000.00		100,184.00					-184.00	
		115000. ABBOTT LABS 3.500% 2/1					01/01/2003	02/17/2009
		PROPERTY TYPE: SECURITIES						
115,000.00		117,254.00					-2,254.00	
		6193.229 EVERGREEN INTL BD FD-I					01/01/2003	05/01/2009
		PROPERTY TYPE: SECURITIES						
62,737.00		75,000.00					-12,263.00	
		229.054 JPMORGAN TR I					04/30/2009	05/01/2009
		PROPERTY TYPE: SECURITIES						
1,438.00		1,322.00					116.00	
		9003.602 JPMORGAN TR I					01/01/2003	05/01/2009
		PROPERTY TYPE: SECURITIES						
56,543.00		75,000.00					-18,457.00	
		15130.113 JPMORGAN HIGH YIELD BD FD SELE					04/30/2009	05/01/2009
		PROPERTY TYPE: SECURITIES						
96,530.00		116,594.00					-20,064.00	
		1996. VANGUARD INTL EQTY INDX EMRG MKTS					01/01/2003	05/01/2009
		PROPERTY TYPE: SECURITIES						
55,767.00		101,041.00					-45,274.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		32.396 JPMORGAN TR I PROPERTY TYPE: SECURITIES					02/27/2009	05/04/2009
205.00		180.00					25.00	
		97.383 JPMORGAN HIGH YIELD BD FD SELECT PROPERTY TYPE: SECURITIES					12/31/2008	05/04/2009
623.00		552.00					71.00	
		666.834 AMERICAN CENTY CAP PORTFOLIOS IN PROPERTY TYPE: SECURITIES					06/16/2009	07/09/2009
2,687.00		2,528.00					159.00	
		42819.33 AMERICAN CENTY CAP PORTFOLIOS I PROPERTY TYPE: SECURITIES					01/01/2003	07/09/2009
172,562.00		276,923.00					-104361.00	
		555.967 DREYFUS/THE BOSTON CO SMALLCAP G PROPERTY TYPE: SECURITIES					01/01/2003	07/09/2009
19,748.00		30,000.00					-10,252.00	
		200.921 DREYFUS BOSTON CO SMALLCAP EQTY PROPERTY TYPE: SECURITIES					05/01/2009	07/09/2009
4,788.00		4,800.00					-12.00	
		11240.643 EVERGREEN SELECT EQUITY TR PROPERTY TYPE: SECURITIES					01/01/2003	07/09/2009
233,131.00		285,276.00					-52,145.00	
		15625. RIDGEWORTH FD-US GOVT SECS #532 PROPERTY TYPE: SECURITIES					05/05/2009	07/09/2009
168,750.00		170,000.00					-1,250.00	
		3010.759 WT MUT FD CRM MID CAP VALUE FD PROPERTY TYPE: SECURITIES					01/01/2003	07/09/2009
59,462.00		87,170.00					-27,708.00	
		235. DIRECTV GROUP INC COM PROPERTY TYPE: SECURITIES					07/09/2009	08/04/2009
6,130.00		5,522.00					608.00	
		100. ACE LTD CHF 33.74 SHS PROPERTY TYPE: SECURITIES					07/09/2009	08/17/2009
4,818.00		4,227.00					591.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		80. NORTHERN TR CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	09/01/2009
4,551.00		4,470.00					81.00	
		100. AT & T INC COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
2,565.00		2,350.00					215.00	
		10. APACHE CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
999.00		694.00					305.00	
		15. CVS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
545.00		470.00					75.00	
		10. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
240.00		183.00					57.00	
		125. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
6,332.00		5,080.00					1,252.00	
		10. WALT DISNEY CO PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
286.00		226.00					60.00	
		20. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
363.00		256.00					107.00	
		215. EDISON INTERNATIONAL COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
7,110.00		6,525.00					585.00	
		50. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
3,455.00		3,317.00					138.00	
		145. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					07/09/2009	10/09/2009
2,337.00		1,601.00					736.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		10. KOHL'S CORP COM STK					07/09/2009	10/09/2009
		PROPERTY TYPE: SECURITIES						
601.00		431.00					170.00	
		10. PHILIP MORRIS INTL COM					07/09/2009	10/09/2009
		PROPERTY TYPE: SECURITIES						
501.00		423.00					78.00	
		85. VERIZON COMMUNICATIONS COM					07/09/2009	10/09/2009
		PROPERTY TYPE: SECURITIES						
2,471.00		2,440.00					31.00	
		60. WALMART STORES INC COM					07/09/2009	10/09/2009
		PROPERTY TYPE: SECURITIES						
2,996.00		2,890.00					106.00	
		20. INVESCO LTD COM					07/09/2009	10/09/2009
		PROPERTY TYPE: SECURITIES						
476.00		324.00					152.00	
		55. C R BARD INC COMMON STOCK					07/09/2009	10/28/2009
		PROPERTY TYPE: SECURITIES						
4,171.00		4,101.00					70.00	
		50. DANAHER CORP COM					07/09/2009	11/20/2009
		PROPERTY TYPE: SECURITIES						
3,570.00		2,919.00					651.00	
		170. KRAFT FOODS INC-A COM					07/09/2009	11/20/2009
		PROPERTY TYPE: SECURITIES						
4,629.00		4,415.00					214.00	
		250. CONAGRA INC COM					07/09/2009	12/23/2009
		PROPERTY TYPE: SECURITIES						
5,797.00		4,747.00					1,050.00	
		135. RAYTHEON CO COM NEW					07/09/2009	12/23/2009
		PROPERTY TYPE: SECURITIES						
7,024.00		5,721.00					1,303.00	
		145. TJX COS INC NEW COM					07/09/2009	12/23/2009
		PROPERTY TYPE: SECURITIES						
5,364.00		4,686.00					678.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS)							-351,717.	

THE TOLLESON FAMILY FOUNDATION 49-7928838 20-1295875

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		62,501.	62,391.
	TOTAL	62,501.	62,391.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE	500.			500.
TOTALS	500.	NONE	NONE	500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INV MNGMT FEES	6,536.	6,536.
TOTALS	6,536.	6,536.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		285.
TOTALS		285.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FOREIGN FEE	2.	2.
TOTALS	2.	2.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	2,069,203.	2,257,375.
TOTALS		2,069,203.	2,257,375.

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

DESCRIPTION		AMOUNT
BOOK TO TAX COST ADJ		485,592.
	TOTAL	485,592.

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

OFFICER NAME:
ANNE E TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

OFFICER NAME:
G. PATRICK TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

OFFICER NAME:
M. KATHRYN TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

OFFICER NAME:
SARAH MEADOWS TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

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

OFFICER NAME:
LAURA E IMPERIAL
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

STATEMENT 9

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

RECIPIENT NAME:
ATLANTA COMMUNITY FOOD BANK
ADDRESS:
732 JOSEPH E. LOWERY BLVD NW
ATLANTA, GA 30318-6628
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ATLANTA UNION MISSION
ADDRESS:
PO BOX 1807
ATLANTA, GA 30301-9904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 12,000.

RECIPIENT NAME:
CARE
ADDRESS:
PO BOX 1871
MERRIFIELD, VA 22116-9753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 8,000.

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

RECIPIENT NAME:
COMMUNITY FRIENDSHIP INC.
ADDRESS:
85 RENAISSANCE PARKWAY NE
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,237.

RECIPIENT NAME:
BOYS AND GIRLS CLUB OF METRO
ATLANTA
ADDRESS:
100 EDGEWOOD AVE. NE STE 700
ATLANTA, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
UPPER CHATTAHOOCHEE RIVERKEEPER
ADDRESS:
916 JOSEPH E LOWERY BLVD NE
ATLANTA, GA 30318
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 1,500.

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

==

RECIPIENT NAME:
THE EPIPHANY CENTER
ADDRESS:
1791 WALKER ROAD SW
CONYERS, GA 30094
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
GOOD NEWS ANIMAL FDN
ADDRESS:
736 JOHNSON FERRY RD. STE A3
MARIETTA, GA 30068
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
INTL JUSTICE MISSION
ADDRESS:
PO BOX 58147
WASHINGTON, DC 20037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
INTERNATIONAL RESCUE COMMITTEE
ADDRESS:
PO BOX 96651
WASHINGTON, DC 20090-6651
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
MY HOUSE
ADDRESS:
980 BIRMINGHAM RD. STE 501-PMB343
MILTON, GA 30004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
NARSAD
ADDRESS:
60 CUTTER MILL RD STE 404
GREAT NECK, NY 11021
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 6,000.

STATEMENT 13

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

==

RECIPIENT NAME:
PARK PRIDE
ADDRESS:
675 PONCE DE LEON AVE 8TH FL
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
PARKWAY PARTNERS
ADDRESS:
1137 BARONNE ST
NEW ORLEANS, LA 70113
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
RIDGEVIEW INSTITUTE ALUMNI FDTN
ADDRESS:
3995 S COBB DR
SMYRNA, GA 30080
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 4,000.

STATEMENT 14

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

RECIPIENT NAME:
SAVE THE CHILDREN
ADDRESS:
54 WILTON RD
WESTPORT, CT 06880
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A

AMOUNT OF GRANT PAID	5,000.

RECIPIENT NAME:
TREES ATLANTA
ADDRESS:
225 CHESTER AVENUE
ATLANTA, GA 30316
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A

AMOUNT OF GRANT PAID	1,000.

RECIPIENT NAME:
PAWS ATLANTA
ADDRESS:
5287 COVINGTON HGWY
DECATUR, GA 30035
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PUPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A

AMOUNT OF GRANT PAID	2,500.

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

RECIPIENT NAME:
REDEEMER NOLA
ADDRESS:
PO BOX 750538
NEW ORLEANS, LA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 12,000.

RECIPIENT NAME:
THE SALVATION ARMY
ADDRESS:
615 SLATERS LANE
ALEXANDRIA, VA 22313
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
CENTER FOR RURAL PSYCHOLOGY
ADDRESS:
PO BOX 8071
ELBURN, IL 60119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 4,000.

TOTAL GRANTS PAID: 120,237.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2009

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-22,040.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	-22,040.

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,087.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-331,764.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	-329,677.

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

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II

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

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-22,040.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-329,677.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-351,717.

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

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of.

a The loss on line 15, column (3) **or** b $3,000 . . . 16 (3,000)

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 17

18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero . . . 18

19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 19

20 Add lines 18 and 19 . . . 20

21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶ 21

22 Subtract line 21 from line 20. If zero or less, enter -0- . . . 22

23 Subtract line 22 from line 17. If zero or less, enter -0- . . . 23

24 Enter the **smaller** of the amount on line 17 or $2,300 . . . 24

25 Is the amount on line 23 equal to or more than the amount on line 24?

☐ **Yes** Skip lines 25 and 26; go to line 27 and check the "No" box

☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?

☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22 . . . 27

28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . 28

29 Subtract line 28 from line 27 . . . 29

30 Multiply line 29 by 15% (.15) . . . 30

31 Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 31

32 Add lines 30 and 31 . . . 32

33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . 33

34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . 34

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust
THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number
20-1295875

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1682.557 ROYCE PREMIER FD CL W	04/18/2008	01/12/2009	19,602.00	30,000.00	-10,398.00
229.054 JPMORGAN TR I	04/30/2009	05/01/2009	1,438.00	1,322.00	116.00
15130.113 JPMORGAN HIGH YIELD BD FD SELECT CL	04/30/2009	05/01/2009	96,530.00	116,594.00	-20,064.00
32.396 JPMORGAN TR I	02/27/2009	05/04/2009	205.00	180.00	25.00
97.383 JPMORGAN HIGH YIELD BD FD SELECT CL	12/31/2008	05/04/2009	623.00	552.00	71.00
666.834 AMERICAN CENTY CAP PORTFOLIOS INC	06/16/2009	07/09/2009	2,687.00	2,528.00	159.00
200.921 DREYFUS BOSTON CO SMALLCAP EQTY TE	05/01/2009	07/09/2009	4,788.00	4,800.00	-12.00
15625. RIDGEWORTH FD-US GOVT SECS #532	05/05/2009	07/09/2009	168,750.00	170,000.00	-1,250.00
235. DIRECTV GROUP INC COM	07/09/2009	08/04/2009	6,130.00	5,522.00	608.00
100. ACE LTD CHF 33.74 SHS	07/09/2009	08/17/2009	4,818.00	4,227.00	591.00
80. NORTHERN TR CORP COM	07/09/2009	09/01/2009	4,551.00	4,470.00	81.00
100. AT & T INC COM	07/09/2009	10/09/2009	2,565.00	2,350.00	215.00
10. APACHE CORP COM	07/09/2009	10/09/2009	999.00	694.00	305.00
15. CVS CORP COM	07/09/2009	10/09/2009	545.00	470.00	75.00
10. CISCO SYSTEMS COM STK	07/09/2009	10/09/2009	240.00	183.00	57.00
125. CONOCOPHILLIPS COM	07/09/2009	10/09/2009	6,332.00	5,080.00	1,252.00
10. WALT DISNEY CO	07/09/2009	10/09/2009	286.00	226.00	60.00
20. E M C CORP MASS COM	07/09/2009	10/09/2009	363.00	256.00	107.00
215. EDISON INTERNATIONAL COM	07/09/2009	10/09/2009	7,110.00	6,525.00	585.00
50. EXXON MOBIL CORP	07/09/2009	10/09/2009	3,455.00	3,317.00	138.00
145. GENERAL ELEC CO COM	07/09/2009	10/09/2009	2,337.00	1,601.00	736.00
10. KOHL'S CORP COM STK	07/09/2009	10/09/2009	601.00	431.00	170.00
10. PHILIP MORRIS INTL COM	07/09/2009	10/09/2009	501.00	423.00	78.00
85. VERIZON COMMUNICATIONS COM	07/09/2009	10/09/2009	2,471.00	2,440.00	31.00

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

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2009

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 60. WALMART STORES INC COM	07/09/2009	10/09/2009	2,996.00	2,890.00	106.00
20. INVESCO LTD COM	07/09/2009	10/09/2009	476.00	324.00	152.00
55. C R BARD INC COMMON STOCK	07/09/2009	10/28/2009	4,171.00	4,101.00	70.00
50. DANAHER CORP COM	07/09/2009	11/20/2009	3,570.00	2,919.00	651.00
170. KRAFT FOODS INC-A COM	07/09/2009	11/20/2009	4,629.00	4,415.00	214.00
250. CONAGRA INC COM	07/09/2009	12/23/2009	5,797.00	4,747.00	1,050.00
135. RAYTHEON CO COM NEW	07/09/2009	12/23/2009	7,024.00	5,721.00	1,303.00
145. TJX COS INC NEW COM	07/09/2009	12/23/2009	5,364.00	4,686.00	678.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -22,040.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

JSA
9F1221 3 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
THE TOLLESON FAMILY FOUNDATION 49-7928838	20-1295875

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 11300.7886 DELAWARE POOLED TR INTL EQUITY PORTFOLIO	03/16/2004	01/12/2009	122,162.00	180,587.00	-58,425.00
100000. US TREAS 3.250% 1/15/09	01/01/2003	01/15/2009	100,000.00	100,441.00	-441.00
100000. US TREAS 3.000% 2/15/09	01/01/2003	02/15/2009	100,000.00	100,184.00	-184.00
115000. ABBOTT LABS 3.500% 2/17/09	01/01/2003	02/17/2009	115,000.00	117,254.00	-2,254.00
6193.229 EVERGREEN INTL BD FD-I	01/01/2003	05/01/2009	62,737.00	75,000.00	-12,263.00
9003.602 JPMORGAN TR I	01/01/2003	05/01/2009	56,543.00	75,000.00	-18,457.00
1996. VANGUARD INTL EQTY INDX EMRG MKTS	01/01/2003	05/01/2009	55,767.00	101,041.00	-45,274.00
42819.33 AMERICAN CENTY CAP PORTFOLIOS INC	01/01/2003	07/09/2009	172,562.00	276,923.00	-104,361.00
555.967 DREYFUS/THE BOSTON CO SMALLCAP GRWTH	01/01/2003	07/09/2009	19,748.00	30,000.00	-10,252.00
11240.643 EVERGREEN SELECT EQUITY TR	01/01/2003	07/09/2009	233,131.00	285,276.00	-52,145.00
3010.759 WT MUT FD CRM MID CAP VALUE FD INSTL	01/01/2003	07/09/2009	59,462.00	87,170.00	-27,708.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -331,764.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO COMMODITY REALRTN STRATEGY USA	309.00	
PIMCO FDS INVT GRADE CORP BD-I	1,157.00	
RIDGEWORTH FD-INTERMEDIATE BD #850	620.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		2,087.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		2,087.00

STATEMENT 1

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years

PORTFOLIO DETAIL

TOLLESON FAMILY FOUNDATION IMA-CS
ACCOUNT NO. 7928838

AS OF 12/31/09

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						
	PRINCIPAL CASH	636.49 0.03 %	636.49			
STIF & MONEY MARKET FUNDS						
17,220.61	RIDGEWORTH FD-PRIME QUALITY MMKT I SHS #500 CUSIP: 76628T389	17,220.61 1.000 0.76 %	17,220.61 1.00	0.00	11	0.06 % 0.00 %
EQUITY SECURITIES						
ENERGY						
90	APACHE CORP COM CUSIP: 037411105	9,285.30 103.170 0.41 %	6,241.91 69.35	3,043.39	54	0.58 % 0.00 %
195	CHEVRON CORP COM CUSIP: 166764100	15,013.05 76.990 0.66 %	12,368.50 63.43	2,644.55	530	3.53 % 0.00 %
90	DEVON ENERGY CORP NEW COM CUSIP: 25179M103	6,615.00 73.500 0.29 %	4,621.05 51.34	1,993.95	58	0.88 % 0.00 %
205	EXXON MOBIL CORP COM CUSIP: 30231G102	13,978.95 68.190 0.61 %	13,601.38 66.35	377.57	344	2.46 % 0.00 %
220	HALLIBURTON CO COM CUSIP: 406216101	6,619.80 30.090 0.29 %	5,036.02 22.89	1,583.78	79	1.19 % 0.00 %

AR VALUE R 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
120	OCCIDENTAL PETE CORP COM CUSIP: 674599105	9,762.00 81.350 0.43 %	7,917.60 65.98	1,844.40	158	1.62 % 0.00 %
90	SCHLUMBERGER LTD COM CUSIP: 806857108	5,858.10 65.090 0.26 %	4,563.45 50.70	1,294.65	76	1.30 % 0.00 %
60	TRANSOCEAN LTD CHF15 SHS CUSIP: H8817H100	4,968.00 82.800 0.22 %	4,666.16 77.77	301.84	0	0.00 % 0.00 %
TOTAL ENERGY		72,100.20	59,016.07	13,084.13	1,300	1.80 %
ATERIALS						
90	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	7,226.10 80.290 0.32 %	4,250.25 47.22	2,975.85	54	0.75 % 0.00 %
85	MONSANTO CO NEW COM CUSIP: 61166W101	6,948.75 81.750 0.31 %	6,279.18 73.87	669.57	90	1.30 % 0.00 %
172	NUCOR CORP COM CUSIP: 670346105	8,023.80 46.650 0.35 %	7,503.20 43.62	520.60	248	3.09 % 0.00 %
75	PRAXAIR INC COM CUSIP: 74005P104	6,023.25 80.310 0.26 %	5,236.88 69.83	786.37	120	1.99 % 0.00 %
TOTAL MATERIALS		28,221.90	23,269.51	4,952.39	512	1.81 %

'AR VALUE ıR 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
NDUSTRIALS						
335	ABB LTD SWITZERLAND SPONS ADR CUSIP: 000375204	6,398.50 19.100 0.28 %	5,745.95 17.15	652.55	0	0.00 % 0.00 %
145	EMERSON ELEC CO COM CUSIP: 291011104	6,177.00 42.600 0.27 %	4,510.69 31.11	1,666.31	194	3.14 % 0.00 %
124	FLUOR CORP COM NEW CUSIP: 343412102	5,584.96 45.040 0.25 %	5,477.13 44.17	107.83	62	1.11 % 0.00 %
505	GENERAL ELEC CO COM CUSIP: 369604103	7,640.65 15.130 0.34 %	5,575.20 11.04	2,065.45	202	2.64 % 0.00 %
166	HUNT J B TRANS SVCS INC COM CUSIP: 445658107	5,356.82 32.270 0.24 %	5,560.98 33.50	204.16-	73	1.36 % 0.00 %
178	PARKER HANNIFIN CORP COM CUSIP: 701094104	9,590.64 53.880 0.42 %	9,637.26 54.14	46.62-	178	1.86 % 0.00 %
130	UNION PACIFIC CORP COM CUSIP: 907818108	8,307.00 63.900 0.37 %	6,467.03 49.75	1,839.97	140	1.69 % 0.00 %
100	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	5,737.00 57.370 0.25 %	4,828.64 48.29	908.36	180	3.14 % 0.00 %

PORTFOLIO DETAIL

AS OF 12/31/09

'AR VALUE 'R 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
145	UNITED TECHNOLOGIES CORP COM CUSIP: 913017109	10,064.45 69.410 0.44 %	7,262.79 50.09	2,801.66	223	2.22 % 0.00 %
TOTAL INDUSTRIALS		**64,857.02**	**55,065.67**	**9,791.35**	**1,253**	**1.93 %**
ONSUMER DISCRETIONARY						
160	COACH INC COM CUSIP: 189754104	5,844.80 36.530 0.26 %	5,523.20 34.52	321.60	48	0.82 % 0.00 %
295	HOME DEPOT INC COM CUSIP: 437076102	8,534.35 28.930 0.38 %	6,749.07 22.88	1,785.28	266	3.12 % 0.00 %
105	KOHLS CORP COM CUSIP: 500255104	5,662.65 53.930 0.25 %	4,521.11 43.06	1,141.54	0	0.00 % 0.00 %
145	MCDONALDS CORP COM CUSIP: 580135101	9,053.80 62.440 0.40 %	8,238.64 56.82	815.16	319	3.52 % 0.00 %
142	OMNICOM GROUP COM CUSIP: 681919106	5,559.30 39.150 0.24 %	5,595.17 39.40	35.87-	85	1.53 % 0.00 %
165	TARGET CORP COM CUSIP: 87612E106	7,981.05 48.370 0.35 %	7,018.08 42.53	962.97	112	1.40 % 0.00 %
295	WALT DISNEY CO COM CUSIP: 254687106	9,513.75 32.250 0.42 %	6,678.27 22.64	2,835.48	103	1.08 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		**52,149.70**	**44,323.54**	**7,826.16**	**933**	**1.79 %**

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
CONSUMER STAPLES						
240	CVS CAREMARK CORP COM CUSIP: 126650100	7,730.40 32.210 0.34 %	7,521.17 31.34	209.23	73	0.94 % 0.00 %
160	PEPSICO INC COM CUSIP: 713448108	9,728.00 60.800 0.43 %	8,758.11 54.74	969.89	288	2.96 % 0.00 %
212	PHILIP MORRIS INTL COM CUSIP: 718172109	10,216.28 48.190 0.45 %	9,712.27 45.81	504.01	492	4.82 % 0.00 %
130	PROCTER & GAMBLE CO COM CUSIP: 742718109	7,881.90 60.630 0.35 %	6,853.37 52.72	1,028.53	229	2.91 % 0.00 %
125	WAL-MART STORES INC COM CUSIP: 931142103	6,681.25 53.450 0.29 %	6,021.03 48.17	660.22	136	2.04 % 0.00 %
TOTAL CONSUMER STAPLES		**42,237.83**	**38,865.95**	**3,371.88**	**1,218**	**2.88 %**

SUNTRUST

PORTFOLIO DETAIL

TOLLESON FAMILY FOUNDATION IMA-CS
ACCOUNT NO. 7928838

AS OF 12/31/09

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
HEALTH CARE						
190	ABBOTT LABS COM CUSIP: 002824100	10,258.10 53.990 0.45 %	8,773.86 46.18	1,484.24	304	2.96 % 0.00 %
110	AMGEN INC COM CUSIP: 031162100	6,222.70 56.570 0.27 %	6,385.30 58.05	162.60-	0	0.00 % 0.00 %
80	BAXTER INTL INC COM CUSIP: 071813109	4,694.40 58.680 0.21 %	4,251.60 53.14	442.80	93	1.98 % 0.00 %
130	EXPRESS SCRIPTS INC COM CUSIP: 302182100	11,234.60 86.420 0.49 %	8,659.07 66.61	2,575.53	0	0.00 % 0.00 %
95	GILEAD SCIENCES INC COM CUSIP: 375558103	4,110.65 43.270 0.18 %	4,257.43 44.82	146.78-	0	0.00 % 0.00 %
205	JOHNSON & JOHNSON COM CUSIP: 478160104	13,204.05 64.410 0.58 %	11,629.65 56.73	1,574.40	402	3.04 % 0.00 %
225	MERCK & CO INC NEW COM CUSIP: 58933Y105	8,221.50 36.540 0.36 %	6,126.35 27.23	2,095.15	342	4.16 % 0.00 %
110	THERMO FISHER SCIENTIFIC INC COM CUSIP: 883556102	5,245.90 47.690 0.23 %	4,197.40 38.16	1,048.50	0	0.00 % 0.00 %
TOTAL HEALTH CARE		**63,191.90**	**54,280.66**	**8,911.24**	**1,141**	**1.81 %**

AR VALUE R 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
INANCIALS						
715	BANK OF AMERICA CORP COM CUSIP: 060505104	10,767.90 15.060 0.47 %	9,859.29 13.79	908.61	29	0.27 % 0.00 %
240	BANK OF NEW YORK MELLON CORP COM CUSIP: 064058100	6,712.80 27.970 0.30 %	6,769.75 28.21	56.95-	86	1.28 % 0.00 %
160	BERKLEY W R CORP COM CUSIP: 084423102	3,942.40 24.640 0.17 %	3,441.31 21.51	501.09	38	0.96 % 0.00 %
45	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	7,597.80 168.840 0.33 %	6,495.53 144.35	1,102.27	63	0.83 % 0.00 %
230	INVESCO LTD COM CUSIP: G491BT108	5,402.70 23.490 0.24 %	3,727.89 16.21	1,674.81	94	1.74 % 0.00 %
360	JP MORGAN CHASE & CO COM CUSIP: 46625H100	15,001.20 41.670 0.66 %	12,138.55 33.72	2,862.65	72	0.48 % 0.00 %
245	MORGAN STANLEY COM NEW CUSIP: 617446448	7,252.00 29.600 0.32 %	6,841.97 27.93	410.03	49	0.68 % 0.00 %
310	SCHWAB CHARLES CORP COM NEW CUSIP: 808513105	5,834.20 18.820 0.26 %	5,195.04 16.76	639.16	74	1.27 % 0.00 %

SUNTRUST

PORTFOLIO DETAIL

OLLESON FAMILY FOUNDATION IMA-CS
CCOUNT NO. 7928838

AS OF 12/31/09

AR VALUE R 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
130	TRAVELERS COS INC/THE COM CUSIP: 89417E109	6,481.80 49.860 0.28 %	5,099.67 39.23	1,382.13	172	2.65 % 0.00 %
285	WELLS FARGO & CO NEW COM CUSIP: 949746101	7,692.15 26.990 0.34 %	6,702.69 23.52	989.46	57	0.74 % 0.00 %
TOTAL FINANCIALS		**76,684.95**	**66,271.69**	**10,413.26**	**735**	**0.96 %**
NFORMATION TECHNOLOGY						
60	APPLE INC COM CUSIP: 037833100	12,643.92 210.732 0.56 %	8,227.50 137.13	4,416.42	0	0.00 % 0.00 %
550	CISCO SYS INC COM CUSIP: 17275R102	13,167.00 23.940 0.58 %	10,087.00 18.34	3,080.00	0	0.00 % 0.00 %
390	EMC CORP MASS COM CUSIP: 268648102	6,813.30 17.470 0.30 %	4,987.40 12.79	1,825.90	0	0.00 % 0.00 %
25	GOOGLE INC CL A COM CUSIP: 38259P508	15,499.50 619.980 0.68 %	10,348.63 413.95	5,150.87	0	0.00 % 0.00 %
90	HARRIS CORP DEL COM CUSIP: 413875105	4,279.50 47.550 0.19 %	2,508.75 27.87	1,770.75	79	1.85 % 0.00 %
335	HEWLETT-PACKARD CO COM CUSIP: 428236103	17,255.85 51.510 0.76 %	12,521.70 37.38	4,734.15	107	0.62 % 0.00 %

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
455	INTEL CORP COM CUSIP: 458140100	9,282.00 20.400 0.41 %	7,347.43 16.15	1,934.57	255	2.75 % 0.00 %
95	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	12,435.50 130.900 0.55 %	9,740.83 102.54	2,694.67	209	1.68 % 0.00 %
435	MICROSOFT CORP COM CUSIP: 594918104	13,258.80 30.480 0.58 %	9,812.43 22.56	3,446.37	226	1.70 % 0.00 %
350	ORACLE CORP COM CUSIP: 68389X105	8,585.50 24.530 0.38 %	7,139.37 20.40	1,446.13	70	0.82 % 0.00 %
155	QUALCOMM CORP COM CUSIP: 747525103	7,170.30 46.260 0.32 %	6,722.07 43.37	448.23	105	1.46 % 0.00 %
220	TEXAS INSTRS INC COM CUSIP: 882508104	5,733.20 26.060 0.25 %	4,562.40 20.74	1,170.80	106	1.85 % 0.00 %
70	VISA INC CL A COM CUSIP: 92826C839	6,122.20 87.460 0.27 %	4,236.75 60.52	1,885.45	35	0.57 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		132,246.57	98,242.26	34,004.31	1,192	0.90 %

AR VALUE R 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
ELECOMMUNICATION SERVICES						
205	AT & T INC COM CUSIP: 00206R102	5,746.15 28.030 0.25 %	4,817.13 23.50	929.02	344	5.99 % 0.00 %
205	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	6,791.65 33.130 0.30 %	5,885.18 28.71	906.47	390	5.74 % 0.00 %
TOTAL TELECOMMUNICATION SERVICES		12,537.80	10,702.31	1,835.49	734	5.85 %
TILITIES						
170	EXELON CORP COM CUSIP: 30161N101	8,307.90 48.870 0.37 %	8,300.49 48.83	7.41	357	4.30 % 0.00 %
TOTAL EQUITY SECURITIES		552,535.77	458,338.15	94,197.62	9,374	1.70 %
UTUAL FUNDS						
1,664.808	ALLIANZ FDS NFJ SMALL-CAP VALUE FD INSTL CL CUSIP: 018918698	40,354.95 24.240 1.77 %	32,200.00 19.34	8,154.95	866	2.15 % 0.00 %
1,946.956	FORUM FDS ABSOLUTE STRATEGIES FD INSTL SHS CUSIP: 34984T600	20,345.69 10.450 0.89 %	18,406.99 9.45	1,938.70	241	1.18 % 0.00 %
3,155.987	PIMCO COMMODITY REALRETURN STRATEGY FD USA-INS CUSIP: 722005667	26,131.57 8.280 1.15 %	21,008.90 6.66	5,122.67	1,565	5.99 % 0.00 %

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
17,874.625	PIMCO FDS INVT GRADE CORP BD INSTL INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	195,369.65 10.930 8.59 %	180,040.39 10.07	15,329.26	11,082	5.67 % 0.00 %
2,067.594	SENTINEL FDS SMALL CO FD-I CUSIP: 81728B825	13,170.57 6.370 0.58 %	10,400.00 5.03	2,770.57	0	0.00 % 0.00 %
1,487.865	T ROWE PRICE REAL ESTATE FD SHS CUSIP: 779919109	20,577.17 13.830 0.90 %	13,500.00 9.07	7,077.17	818	3.98 % 0.00 %
TOTAL MUTUAL FUNDS		315,949.60	275,556.28	40,393.32	14,573	4.61 %
PROPRIETARY FUNDS						
1,133.059	RIDGEWORTH FD-EMERGING GROWTH STK I SHS #593 CUSIP: 76628R706	12,157.72 10.730 0.53 %	8,700.00 7.68	3,457.72	0	0.00 % 0.00 %
93,231.695	RIDGEWORTH FD-INTERMEDIATE BD I SHS #850 CUSIP: 76628T702	973,338.90 10.440 42.78 %	960,408.18 10.30	12,930.72	35,428	3.64 % 0.00 %
5,116.113	RIDGEWORTH FD-INTL EQUITY INDEX I SHS #530 CUSIP: 76628R813	65,895.54 12.880 2.90 %	52,400.00 10.24	13,495.54	3,356	5.09 % 0.00 %
2,268.478	RIDGEWORTH FD-INTL 130/30 I SHS #242 CUSIP: 76628R870	14,813.16 6.530 0.65 %	11,600.00 5.11	3,213.16	554	3.74 % 0.00 %
4,368.581	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #412 CUSIP: 76628R615	43,467.38 9.950 1.91 %	32,100.00 7.35	11,367.38	546	1.26 % 0.00 %

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28,346.891	RIDGEWORTH FD-SHORT TERM BD I SHS #516 CUSIP: 76628T611	279,216.88 9.850 12.27 %	270,100.00 9.53	9,116.88	9,156	3.28 % 0.00 %
TOTAL PROPRIETARY FUNDS		1,388,889.58	1,335,308.18	53,581.40	49,040	3.53 %
RINCIPAL PORTFOLIO TOTAL		2,275,232.05	2,087,059.71	188,172.34	72,999	3.21 %
OTAL ASSETS		2,275,232.05	2,087,059.71	188,172.34	72,999	3.21 %