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 , and ending

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
LUCILLE COWELL CHARITABLE TRUST
1155000831

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O REGIONS BANK, P.O. BOX 2450

City or town, state, and ZIP code
MONTGOMERY, AL 36102-2450

A Employer identification number 32-6082250

B Telephone number 334-230-6103

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 668,907.

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))

	Line		(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	55.		N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	138.	138.		STATEMENT 1
	4	Dividends and interest from securities	17,937.	17,937.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-37,314.			
	b	Gross sales price for all assets on line 6a 449,177.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	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				
	12	**Total.** Add lines 1 through 11	-19,184.	18,075.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	8,552.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	2,020.	2,020.		0.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	125.	125.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,697.	2,145.		0.
	25	Contributions, gifts, grants paid	11,817.			11,817.
	26	**Total expenses and disbursements.** Add lines 24 and 25	22,514.	2,145.		11,817.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-41,698.			
	b	**Net investment income** (if negative, enter -0-)		15,930.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	5,093.	12,782.	12,782.
	3 Accounts receivable ▶ 2.			
	Less: allowance for doubtful accounts ▶		2.	2.
	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 5	166,633.	143,067.	146,864.
	b Investments - corporate stock STMT 6	381,897.	359,139.	380,523.
	c Investments - corporate bonds STMT 7	125,289.	121,963.	128,475.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 8)	0.	261.	261.
	16 **Total assets** (to be completed by all filers)	678,912.	637,214.	668,907.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	678,912.	637,214.	
	30 **Total net assets or fund balances**	678,912.	637,214.	
	31 **Total liabilities and net assets/fund balances**	678,912.	637,214.	

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	678,912.
2	Enter amount from Part I, line 27a	2	-41,698.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	637,214.
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	637,214.

Form **990-PF** (2009)

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
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	449,177.		486,491.	-37,314.
b				
c				
d				
e				

	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				-37,314.
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 -37,314.

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))
2008	31,364.	565,018.	.055510
2007			
2006			
2005			
2004			

2	**Total** of line 1, column (d)	2	.055510
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	.055510
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	597,535.
5	Multiply line 4 by line 3	5	33,169.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	159.
7	Add lines 5 and 6	7	33,328.
8	Enter qualifying distributions from Part XII, line 4	8	11,817.

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 or determination letter: ________ (attach copy of 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	319.
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	319.
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	319.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	319.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ | **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 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) ▶ AL			
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)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(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 ▶ N/A

14 The books are in care of ▶ REGIONS BANK TRUST DEPARTMENT Telephone no. ▶ 334-230-6103
Located at ▶ P.O. BOX 2450, MONTGOMERY, AL ZIP+4 ▶ 36102-2450

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)?	N/A	1b		
	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 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 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.)*	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 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)? ☐ 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 "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? 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
REGIONS BANK TRUST DEPARTMENT PO BOX 2450 MONTGOMERY, AL 36102-2450	TRUSTEE 1.00	8,552.	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.

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	586,014.
b	Average of monthly cash balances	1b	20,621.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	606,635.
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	606,635.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,100.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	597,535.
6	**Minimum investment return**. Enter 5% of line 5	6	29,877.

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	29,877.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a 319.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	319.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	29,558.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	29,558.
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	29,558.

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	11,817.
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	11,817.
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	11,817.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				29,558.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008 29,330.				
f **Total** of lines 3a through e	29,330.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 11,817.				
a Applied to 2008, 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 2009 distributable amount				11,817.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	17,741.			17,741.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	11,589.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				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 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	11,589.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008 11,589.				
e Excess from 2009				

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 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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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				
VAUGHN PARK CHURCH OF CHRIST 3800 VAUGHN ROAD MONTGOMERY, AL 36106	NONE	CHURCH	CHILDREN'S MINISTRY	11,817.
Total			▶ 3a	11,817.
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	138.	
4 Dividends and interest from securities			14	17,937.	
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	-37,314.	
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.		-19,239.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -19,239.

(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: Grace Smith, Regions Bank — Date: 5/10/2010 — Title: AVP & Trust Officer

Paid Preparer's Use Only

Preparer's signature: [signature] CPA — Date: 5/6/10 — Check if self-employed ☐ — Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: WILSON PRICE CPA, 3815 INTERSTATE CT., MONTGOMERY, AL 36109 — EIN — Phone no. (334)271-2200

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

SOURCE	AMOUNT
FEDERATED PRIME CASH OBLIGS FD INSTL	138.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	138.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
3M CO	138.	0.	138.
ABBOTT LABORATORIES	134.	0.	134.
ABBOTT LABORATORIES CORP NOTE	75.	0.	75.
AIR PORDUCTS & CHEMICALS INC	112.	0.	112.
ALABAMA POWER CORP NOTE	59.	0.	59.
ALLERGAN INC	17.	0.	17.
AMERICAN EXPRESS CO	122.	0.	122.
AMERICAN FDS EUROPACIFIC GROWTH CL F	573.	0.	573.
ARTISAN FDS INC MID CAP VALUE	71.	0.	71.
ARTISAN FDS INC SMALL CAP VALUE FD	21.	0.	21.
AT&T CORP NOTE	145.	0.	145.
AT&T INC	254.	0.	254.
BANK OF NEW YORK MELLON CORP	82.	0.	82.
BEST BUY CO INC	48.	0.	48.
BLACKROCK US OPPORTUNITIES	39.	0.	39.
BP CAPITAL MKTS PLC CORP NOTE	136.	0.	136.
BUFFALO SMALL CAP FD	23.	0.	23.
CATERPILLAR INC CORP NOTE	212.	0.	212.
CHEVRON CORP	160.	0.	160.
CREDIT SUISSE FB CORP NOTE	186.	0.	186.
CREDIT SUISSE NEW YORK CORP NOTE	102.	0.	102.
CVS CORP COM	43.	0.	43.
DARDEN ENERGY CORP	114.	0.	114.
DEERE JOHN CAPITAL CORP NOTE	228.	0.	228.
DEVON ENERGY CORPORATION	41.	0.	41.
DOMINION REWS INC VA CORP NOTE	152.	0.	152.
DUKE ENERGY CORP NOTE	162.	0.	162.
EATON CORP	170.	0.	170.
EXELON CORP	168.	0.	168.
EXXON MOBIL CORP	95.	0.	95.
FHLM CORP NOTE	2,338.	0.	2,338.
FIRSTENERGY CORP	209.	0.	209.
FNMA CORP NOTE	3,876.	0.	3,876.
GENERAL DYNAMICS CORP	48.	0.	48.

GENERAL ELEC CAP CORP NOTE	117.	0.	117.
GENERAL ELECTRIC CO	48.	0.	48.
GENERAL ELECTRIC CO CORP NOTE	110.	0.	110.
GOLDMAN SACHS GROUP INC	62.	0.	62.
GOLDMAN SACHS GROUP INC CORP NOTE	114.	0.	114.
HALLIBURTON CO	66.	0.	66.
HESS CORPORATION	12.	0.	12.
HEWLETT PACKARD CO CORP NOTE	122.	0.	122.
HSBC FINANCE CORP	228.	0.	228.
INGERSOLL RAND CORP NOTE	95.	0.	95.
INTEL CORP	155.	0.	155.
ISHARES TR RUSSELL 1000 VALUE	455.	0.	455.
JOHNSON & JOHNSON	135.	0.	135.
JP MORGAN CHASE & CO	64.	0.	64.
KELLOG CO CORP NOTE	133.	0.	133.
LOWES COMPANIES	18.	0.	18.
MCDONALDS CORP NOTE	139.	0.	139.
MERRILL LYNCH & CO CORP NOTE	205.	0.	205.
MICROSOFT CORP	104.	0.	104.
MONSANTO CO NEW	15.	0.	15.
MORGAN STANLEY CORP NOTE	256.	0.	256.
NORFOLK SOUTHENR	143.	0.	143.
ORACLE CORP	33.	0.	33.
ORACLE CORP NOTE	149.	0.	149.
PEPSICO INC	97.	0.	97.
PEPSICO INC	210.	0.	210.
PHILIP MORRIS INTL INC	158.	0.	158.
PROCTER & GAMBLE CO	120.	0.	120.
PROCTER & GAMBLE CO CORP NOTE	74.	0.	74.
PRUDENTIAL FINL INC	67.	0.	67.
QUALCOMM INC	80.	0.	80.
ROBERT HALF INTL INC	43.	0.	43.
SCHLUMBERGER LTD	50.	0.	50.
STRYKER CORP	40.	0.	40.
SYSCO CORP	91.	0.	91.
TALISMAN ENERGY INC	43.	0.	43.
TARGET CORP NOTE	258.	0.	258.
TEVA PHARMACEUTICAL INDS	39.	0.	39.
TIFFANY & CO	100.	0.	100.
TRAVELERS COMPANIES INC	121.	0.	121.
UNITED TECHNOLOGIES CORP	123.	0.	123.
US GOVERNMENT BONDS	1,926.	0.	1,926.
US GOVERNMENT BONDS - OID	18.	0.	18.
VERIZON COMMUNICATIONS	246.	0.	246.
VERIZON COMMUNICATIONS CORP NOTE	144.	0.	144.
WACHOVIA CORP NOTE	154.	0.	154.
WALGREEN CO	70.	0.	70.
WALMART STORES INC	83.	0.	83.
WALT DISNEY CO	53.	0.	53.
WALT DISNEY CO CORP NOTE	60.	0.	60.
WELLS FARGO & CO NEW	87.	0.	87.
XTO ENERGY CORP	51.	0.	51.
TOTAL TO FM 990-PF, PART I, LN 4	17,937.	0.	17,937.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,020.	2,020.		0.
TO FORM 990-PF, PG 1, LN 16B	2,020.	2,020.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD ON INVESTMENTS	69.	69.		0.
EXCISE TAX	56.	56.		0.
TO FORM 990-PF, PG 1, LN 18	125.	125.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UNITED STATES TREASURY OBLIGATIONS	X		42,344.	42,230.
GOVERNMENT AGENCY OBLIGATIONS	X		100,723.	104,634.
TOTAL U.S. GOVERNMENT OBLIGATIONS			143,067.	146,864.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			143,067.	146,864.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	359,139.	380,523.
TOTAL TO FORM 990-PF, PART II, LINE 10B	359,139.	380,523.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE FIXED INCOME	83,643.	87,804.
MISCELLANEOUS AGENCY OBLIGATIONS	38,320.	40,671.
TOTAL TO FORM 990-PF, PART II, LINE 10C	121,963.	128,475.

FORM 990-PF OTHER ASSETS STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST PAID	0.	261.	261.
TO FORM 990-PF, PART II, LINE 15	0.	261.	261.

ACCT H705 1155000831
FROM 01/01/2009
TO 12/31/2009

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LUCILLE COWELL CHARITABLE TRUST

TRUST YEAR ENDING 12/31/2009

RUN 02/09/2010
05·41·22 PM

TAX PREPARER· 6002
TRUST ADMINISTRATOR 783
INVESTMENT OFFICER: 77

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
5.0000 AT&T INC - 00206R102 - MINOR = 50						
SOLD		05/26/2009	121.59			
ACQ	5 0000	06/04/2007	121 59	203.80	-82 21	LT15
1000 0000 AT&T INC DTD 05/13/08 5 6% 05/15/2018 - 00206RAM4 - MINOR = 45						
SOLD		01/13/2009	1026 15			
ACQ	1000 0000	05/09/2008	1026 15	1001 02	25 13	ST
15 0000 ABBOTT LABORATORIES - 002824100 - MINOR = 31001						
SOLD		01/14/2009	739 94			
ACQ	15.0000	06/04/2007	739 94	833.85	-93 91	LT15
10 0000 AETNA U S HEALTHCARE INC COM - 00817Y108 - MINOR = 50						
SOLD		05/26/2009	253 59			
ACQ	10 0000	06/20/2008	253 59	409 36	-155.77	ST
150.0000 AETNA U S HEALTHCARE INC COM - 00817Y108 - MINOR = 50						
SOLD		07/02/2009	3642 92			
ACQ	95 0000	06/20/2008	2307 18	3888 96	-1581 78	LT15
	55 0000	01/14/2009	1335.74	1430 00	-94 26	ST
15.0000 AIR PRODUCTS & CHEMICALS INC COM - 009158106 - MINOR = 50						
SOLD		05/26/2009	955 17			
ACQ	15.0000	08/14/2008	955.17	1354 20	-399 03	ST
1000 0000 ALABAMA POWER CO SERIES. 07-D DTD 12/12/ - 010392EY0 - MINOR = 45						
SOLD		01/12/2009	1039.06			
ACQ	1000 0000	01/15/2008	1039 06	1015 68	23.38	ST
2000.0000 ALABAMA POWER CO SERIES: 07-D DTD 12/12/ - 010392EY0 - MINOR = 45						
SOLD		07/07/2009	2136 70			
ACQ	2000.0000	01/08/2008	2136.70	2009 98	126.72	LT15
70 0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001						
SOLD		05/26/2009	1698 29			
ACQ	70.0000	08/14/2008	1698.29	2668.28	-969.99	ST
50.0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001						
SOLD		11/20/2009	2030.60			
ACQ	50.0000	08/14/2008	2030.60	1905 91	124.69	LT15
60.0000 ARTISAN FDS INC SMALL CAP VALUE FUND INV - 04314H501 - MINOR = 62						
SOLD		11/20/2009	815.40			
ACQ	60 0000	05/26/2009	815 40	670 20	145 20	ST
113.1380 ARTISAN FDS INC MID CAP VALUE FD INV SHS - 04314H709 - MINOR = 62						
SOLD		05/26/2009	1622.40			
ACQ	113.1380	08/14/2008	1622 40	2123 60	-501.20	ST
60 0000 ARTISAN FDS INC MID CAP VALUE FD INV SHS - 04314H709 - MINOR = 62						
SOLD		11/20/2009	1029.60			
ACQ	60 0000	08/14/2008	1029 60	1126 20	-96.60	LT15
1000.0000 BP CAPITAL MARKETS PLC NORMAL 5 25% 11/0 - 05565QBF4 - MINOR = 45						
SOLD		01/12/2009	1075 90			
ACQ	1000 0000	11/06/2008	1075.90	999 35	76.55	ST
40 0000 BANK OF NEW YORK MELLON CORP - 064058100 - MINOR = 50						
SOLD		05/26/2009	1119 57			
ACQ	40.0000	08/14/2008	1119.57	1457 93	-338 36	ST
135.0000 BANK OF NEW YORK MELLON CORP - 064058100 - MINOR = 50						
SOLD		11/20/2009	3518.04			
ACQ	95.0000	08/14/2008	2475.66	3462.58	-986.92	LT15
	40.0000	01/14/2009	1042.38	945.53	96.85	ST
40 0000 BEST BUY CO INC - 086516101 - MINOR = 50						
SOLD		05/26/2009	1482 79			
ACQ	40.0000	02/04/2009	1482.79	1148 09	334 70	ST
40 0000 BLACKROCK US OPPORTUNITIES-I - 091929760 - MINOR = 62						
SOLD		11/20/2009	1274 00			
ACQ	40.0000	08/18/2009	1274 00	1179 20	94 80	ST
30 0000 CVS CORP COM - 126650100 - MINOR = 50						
SOLD		05/26/2009	900.66			
ACQ	30.0000	08/14/2008	900.66	1158.55	-257 89	ST
1000 0000 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/ - 149123BQ3 - MINOR = 45						
SOLD		01/12/2009	1152.39			
ACQ	1000.0000	12/03/2008	1152 39	998.66	153 73	ST
50.0000 CISCO SYS INC COM - 17275R102						
SOLD		05/26/2009	927 48			
ACQ	50.0000	06/20/2008	927 48	1232.32	-304.84	ST
55.0000 CITRIX SYS INC COM - 177376100 - MINOR = 50						
SOLD		05/26/2009	1682.41			
ACQ	55.0000	08/14/2008	1682 41	1742.39	-59 98	ST
2000.0000 CREDIT SUISSE FB USA 4 875% 08/15/2010 - 22541LBH5 - MINOR = 45						
SOLD		01/12/2009	2033 04			
ACQ	2000 0000	07/10/2007	2033 04	1971.80	61 24	LT15
2000.0000 CREDIT SUISSE FB USA 4.875% 08/15/2010 - 22541LBH5 - MINOR = 45						
SOLD		02/27/2009	2001 38			
ACQ	2000 0000	07/10/2007	2001 38	1971.80	29.58	LT15
3000.0000 CREDIT SUISSE FB USA 4 875% 08/15/2010 - 22541LBH5 - MINOR = 45						
SOLD		07/07/2009	3101 67			
ACQ	2000.0000	07/10/2007	2067 78	1971 80	95.98	LT15
	1000.0000	06/08/2009	1033 89	1031 28	2 61	ST
50.0000 DARDEN RESTAURANTS INC - 237194105 - MINOR = 50						
SOLD		05/26/2009	1781 15			
ACQ	50 0000	06/20/2008	1781.15	1576 00	205.15	ST
1000 0000 DEERE JOHN CAPITAL CORP SERIES MTN DTD 12/17/07 4.95% 12/17/2012 - 24422EQM4 - MINOR = 45						
SOLD		01/12/2009	1024 64			
ACQ	1000 0000	01/30/2008	1024 64	1028 30	-3.66	ST

ACCT H705 1155000831
FROM 01/01/2009
TO 12/31/2009

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LUCILLE COWELL CHARITABLE TRUST

RUN 02/09/2010
05:41 22 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 6002
TRUST ADMINISTRATOR 783
INVESTMENT OFFICER: 77

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
2000 0000 DEERE JOHN CAPITAL CORP SERIES- MTN DTD 12/17/07 4.95% 12/17/2012 - 24422EQM4 - MINOR = 45						
SOLD		05/27/2009	2064.58			
ACQ	2000 0000	01/30/2008	2064 58	2056 59	7 99	LT15
50 0000 DELL INC - 24702R101						
SOLD		05/26/2009	554 52			
ACQ	50.0000	08/14/2008	554 52	1279 41	-724.89	ST
35.0000 WALT DISNEY CO COM - 254687106 - MINOR = 31001						
SOLD		05/26/2009	852.66			
ACQ	35 0000	08/14/2008	852 66	1134 57	-281 91	ST
3000 0000 WALT DISNEY CO DTD 12/22/08 4 5% 12/15/2 - 254687AW6 - MINOR = 45						
SOLD		08/12/2009	3154 50			
ACQ	2000 0000	01/12/2009	2103.00	2054 98	48.02	ST
	1000 0000	06/08/2009	1051 50	1026 88	24 62	ST
3000.0000 DOMINION RES INC VA NEW SERIES: C 5.15% - 25746UAW9 - MINOR = 45						
SOLD		07/01/2009	3062.10			
ACQ	3000 0000	07/10/2007	3062 10	2843.37	218.73	LT15
1000 0000 DUKE ENERGY CORP CALLABLE 6 25% 01/15/20 - 264399DW3 - MINOR = 45						
SOLD		01/12/2009	1057 89			
ACQ	1000 0000	07/10/2007	1057.89	1020 40	37.49	LT15
45 0000 E M C CORP MASS COM - 268648102 - MINOR = 50						
SOLD		05/26/2009	534 58			
ACQ	45 0000	06/20/2008	534 58	724 79	-190.21	ST
60 0000 E M C CORP MASS COM - 268648102 - MINOR = 50						
SOLD		11/20/2009	1009.83			
ACQ	60 0000	06/20/2008	1009 83	966 38	43 45	LT15
20 0000 EATON CORP - 278058102 - MINOR = 50						
SOLD		11/20/2009	1262 01			
ACQ	20.0000	06/20/2008	1262 01	1866 21	-604.20	LT15
50 0000 AMERICAN EUROPACIFIC GRTH-F2 - 29875E100 - MINOR = 64						
SOLD		11/20/2009	1929 50			
ACQ	50 0000	04/24/2008	1929 50	2432 55	-503.05	LT15
5 0000 EXXON MOBIL CORP - 30231G102						
SOLD		05/26/2009	346 69			
ACQ	5 0000	06/04/2007	346 69	421 20	-74.51	LT15
50 3600 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		01/15/2009	50 36			
ACQ	50 3600	09/17/2007	50.36	49 49	0 87	LT15
55 3200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		02/17/2009	55.32			
ACQ	55.3200	09/17/2007	55.32	54 36	0 96	LT15
71 6400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		03/16/2009	71.64			
ACQ	71.6400	09/17/2007	71.64	70.40	1 24	LT15
94 3500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		04/15/2009	94 35			
ACQ	94.3500	09/17/2007	94.35	92 72	1 63	LT15
93 9800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		05/15/2009	93.98			
ACQ	93 9800	09/17/2007	93.98	92.36	1.62	LT15
88.9900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		06/15/2009	88.99			
ACQ	88.9900	09/17/2007	88.99	87 45	1 54	LT15
98.9300 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		07/15/2009	98 93			
ACQ	98.9300	09/17/2007	98 93	97 22	1.71	LT15
79 1900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		08/17/2009	79.19			
ACQ	79.1900	09/17/2007	79.19	77 82	1 37	LT15
69 7900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		09/15/2009	69 79			
ACQ	69 7900	09/17/2007	69.79	68.59	1 20	LT15
71 6500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		10/15/2009	71 65			
ACQ	71.6500	09/17/2007	71.65	70 41	1 24	LT15
63 3200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		11/16/2009	63 32			
ACQ	63.3200	09/17/2007	63 32	62.23	1 09	LT15
71 1400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		12/15/2009	71.14			
ACQ	71.1400	09/17/2007	71.14	69 91	1 23	LT15
7862.1200 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		01/12/2009	8122.55			
ACQ	7862 1200	07/10/2007	8122.55	7585.72	536.83	LT15
533 0800 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		01/15/2009	533 08			
ACQ	533.0800	07/10/2007	533 08	514 34	18 74	LT15
817 6100 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		02/17/2009	817 61			
ACQ	817.6100	07/10/2007	817 61	788 87	28 74	LT15
1291.0500 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		03/16/2009	1291 05			
ACQ	1291 0500	07/10/2007	1291 05	1245.66	45 39	LT15
1210 0200 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		04/15/2009	1210 02			
ACQ	1210 0200	07/10/2007	1210.02	1167.48	42.54	LT15

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FROM 01/01/2009 STATEMENT OF CAPITAL GAINS AND LOSSES
TO 12/31/2009 LUCILLE COWELL CHARITABLE TRUST RUN 02/09/2010 05.41·22 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 6002
TRUST ADMINISTRATOR 783
INVESTMENT OFFICER: 77

LEGEND· F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1175.5200 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		05/15/2009	1175.52			
ACQ	1175 5200	07/10/2007	1175 52	1134 19	41 33	LT15
1514.7000 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		06/15/2009	1514 70			
ACQ	1514 7000	07/10/2007	1514.70	1461 45	53.25	LT15
1267 4100 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		07/15/2009	1267 41			
ACQ	1267 4100	07/10/2007	1267 41	1222.85	44.56	LT15
1030.4100 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		08/17/2009	1030.41			
ACQ	1030 4100	07/10/2007	1030 41	994 18	36.23	LT15
639.4300 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		09/15/2009	639 43			
ACQ	639 4300	07/10/2007	639 43	616 95	22 48	LT15
627.2100 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		10/15/2009	627.21			
ACQ	627.2100	07/10/2007	627.21	605 16	22 05	LT15
841.5900 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		11/16/2009	841.59			
ACQ	841 5900	07/10/2007	841 59	812.00	29.59	LT15
1022 1200 FEDERAL HOME LOAN MTG CORP POOL #G12709 - 3128MBGS0 - MINOR = 35						
SOLD		12/15/2009	1022.12			
ACQ	1022 1200	07/10/2007	1022.12	986 19	35.93	LT15
1000 0000 FEDERAL HOME LOAN MORTGAGE CORP 5.75% DTD 1/14/02 DUE 1/15/2012 - 3134A4JT2 - MINOR = 30						
SOLD		01/12/2009	1112.12			
ACQ	1000 0000	07/10/2007	1112 12	1013 43	98 69	LT15
2000.0000 FEDERAL NATIONAL MORTGAGE ASSN DTD 03/07/08 2 75% 04/11/2011 - 31398APG1 - MINOR = 30						
SOLD		01/12/2009	2056.06			
ACQ	2000 0000	08/07/2008	2056 06	1957 88	98.18	ST
546.5900 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		01/26/2009	546.59			
ACQ	546 5900	07/10/2007	546 59	539 42	7 17	LT15
1091 7100 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		02/25/2009	1091.71			
ACQ	1091.7100	07/10/2007	1091.71	1077 38	14.33	LT15
1302.5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		03/25/2009	1302 54			
ACQ	1302 5400	07/10/2007	1302 54	1285 44	17 10	LT15
1302 2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		04/27/2009	1302.24			
ACQ	1302 2400	07/10/2007	1302.24	1285 15	17 09	LT15
1184.7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		05/26/2009	1184.75			
ACQ	1184 7500	07/10/2007	1184 75	1169 20	15 55	LT15
1071 8400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		06/25/2009	1071 84			
ACQ	1071.8400	07/10/2007	1071 84	1057.77	14.07	LT15
1119.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		07/27/2009	1119 68			
ACQ	1119.6800	07/10/2007	1119.68	1104.98	14.70	LT15
950.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		08/25/2009	950 51			
ACQ	950 5100	07/10/2007	950 51	938 03	12 48	LT15
828 8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		09/25/2009	828.81			
ACQ	828.8100	07/10/2007	828 81	817.93	10 88	LT15
867 3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		10/26/2009	867 37			
ACQ	867 3700	07/10/2007	867 37	855.99	11 38	LT15
866.4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		11/25/2009	866 48			
ACQ	866.4800	07/10/2007	866.48	855 11	11 37	LT15
645 8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #745 - 31403DS59 - MINOR = 35						
SOLD		12/28/2009	645 83			
ACQ	645 8300	07/10/2007	645 83	637.35	8.48	LT15
2187 1200 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		01/12/2009	2262 98			
ACQ	2187 1200	07/10/2007	2262 98	2109 71	153 27	LT15
336 3800 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		01/26/2009	336 38			
ACQ	336.3800	07/10/2007	336 38	324 47	11.91	LT15
37.4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		02/25/2009	37 48			
ACQ	37 4800	07/10/2007	37 48	36 15	1.33	LT15
42 4600 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		03/25/2009	42 46			
ACQ	42.4600	07/10/2007	42 46	40.96	1.50	LT15
41.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		04/27/2009	41.32			
ACQ	41.3200	07/10/2007	41 32	39 86	1.46	LT15
40.7600 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		05/26/2009	40 76			
ACQ	40.7600	07/10/2007	40 76	39.32	1.44	LT15

TAX PREPARER· 6002
TRUST ADMINISTRATOR 783
INVESTMENT OFFICER· 77

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
137 1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		06/25/2009	137.13			
ACQ	137.1300	07/10/2007	137 13	132 28	4 85	LT15
39.1900 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		07/27/2009	39 19			
ACQ	39 1900	07/10/2007	39 19	37 80	1.39	LT15
42 5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		08/25/2009	42.51			
ACQ	42 5100	07/10/2007	42 51	41 01	1 50	LT15
44.6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		09/25/2009	44 67			
ACQ	44 6700	07/10/2007	44 67	43 09	1 58	LT15
39 8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		10/26/2009	39 88			
ACQ	39 8800	07/10/2007	39 88	38 47	1.41	LT15
59 5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		11/25/2009	59 53			
ACQ	59 5300	07/10/2007	59.53	57 42	2.11	LT15
229 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #899 - 31410WBS6 - MINOR = 35						
SOLD		12/28/2009	229.54			
ACQ	229 5400	07/10/2007	229.54	221 42	8 12	LT15
3440.9000 FED NTL MTG ASN GTD MTG PS POOL #918957 - 31411Y5S8 - MINOR = 35						
SOLD		01/12/2009	3559 18			
ACQ	3440 9000	07/10/2007	3559 18	3310 26	248 92	LT15
28 2000 FED NTL MTG ASN GTD MTG PS POOL #918957 - 31411Y5S8 - MINOR = 35						
SOLD		01/26/2009	28 20			
ACQ	28 2000	07/10/2007	28 20	27 13	1.07	LT15
125 9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		01/26/2009	125 93			
ACQ	125.9300	05/12/2008	125 93	126 98	-1.05	ST
282.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		02/25/2009	282 32			
ACQ	282.3200	05/12/2008	282 32	284.68	-2.36	ST
556 0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		03/25/2009	556.06			
ACQ	556.0600	05/12/2008	556 06	560 71	-4 65	ST
513 7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		04/27/2009	513 70			
ACQ	513 7000	05/12/2008	513.70	517.99	-4 29	ST
563 5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		05/26/2009	563.57			
ACQ	563 5700	05/12/2008	563.57	568.28	-4.71	LT15
468 0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		06/25/2009	468.06			
ACQ	468 0600	05/12/2008	468.06	471 97	-3 91	LT15
451 4900 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		07/27/2009	451 49			
ACQ	451.4900	05/12/2008	451.49	455 26	-3 77	LT15
373 1500 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		08/25/2009	373.15			
ACQ	373 1500	05/12/2008	373 15	376.27	-3 12	LT15
163 0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		09/25/2009	163 06			
ACQ	163.0600	05/12/2008	163.06	164.42	-1 36	LT15
178 9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		10/26/2009	178.96			
ACQ	178.9600	05/12/2008	178 96	180.46	-1 50	LT15
279 3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		11/25/2009	279 34			
ACQ	279.3400	05/12/2008	279.34	281.68	-2 34	LT15
13284 0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		12/14/2009	14103.90			
ACQ	13284.0200	05/12/2008	14103.90	13395 07	708 83	LT15
242.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #936 - 31412V4G0 - MINOR = 35						
SOLD		12/28/2009	242 01			
ACQ	242 0100	05/12/2008	242 01	244.03	-2 02	LT15
14254.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		01/12/2009	14797 87			
ACQ	14254 4200	11/08/2007	14797.87	14354 65	443.22	LT15
118.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		01/26/2009	118.60			
ACQ	118.6000	11/08/2007	118.60	119.43	-0 83	LT15
100 0000 FIRSTENERGY CORP COM - 337932107 - MINOR = 50						
SOLD		11/20/2009	4194.62			
ACQ	70.0000	10/06/2008	2936 23	4091.77	-1155 54	LT15
	20.0000	01/14/2009	838.92	966.40	-127 48	ST
	10.0000	05/26/2009	419.46	379.10	40 36	ST
10 0000 GENENTECH INC COM NEW - 368710406 - MINOR = 50						
SOLD		01/14/2009	859.89			
ACQ	10 0000	06/20/2008	859.89	745.40	114 49	ST
50 0000 GENENTECH INC COM NEW - 368710406 - MINOR = 50						
SOLD		03/23/2009	4710 53			
ACQ	50.0000	06/20/2008	4710 53	3727 00	983 53	ST

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ACCT H705 1155000831
FROM 01/01/2009
TO 12/31/2009

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LUCILLE COWELL CHARITABLE TRUST

TRUST YEAR ENDING 12/31/2009

RUN 02/09/2010
05·41·22 PM

TAX PREPARER· 6002
TRUST ADMINISTRATOR· 783
INVESTMENT OFFICER: 77

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
75 0000 GENERAL DYNAMICS CORP - 369550108 - MINOR = 50						
SOLD		05/26/2009	4225 80			
ACQ	55 0000	08/14/2008	3098 92	5086 95	-1988 03	ST
	20.0000	01/14/2009	1126 88	1084 80	42 08	ST
290.0000 GENERAL ELEC CO COM - 369604103						
SOLD		02/04/2009	3323.38			
ACQ	125 0000	06/04/2007	1432 49	4730 00	-3297.51	LT15
	30 0000	01/23/2008	343.80	1009 50	-665.70	LT15
	135 0000	01/14/2009	1547 09	1926.21	-379.12	ST
30.0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 31001						
SOLD		05/26/2009	4174 99			
ACQ	30 0000	04/11/2008	4174.99	5013 69	-838 70	LT15
2000 0000 HSBC FINANCE CORP 4.625% 09/15/2010 - 40429CCV2 - MINOR = 45						
SOLD		01/12/2009	2007.42			
ACQ	2000 0000	07/10/2007	2007.42	1947 62	59 80	LT15
65.0000 HALLIBURTON CO COM - 406216101 - MINOR = 50						
SOLD		05/26/2009	1421 69			
ACQ	65 0000	06/20/2008	1421 69	3277 30	-1855 61	ST
30.0000 HALLIBURTON CO COM - 406216101 - MINOR = 50						
SOLD		11/20/2009	894 06			
ACQ	25.0000	06/20/2008	745.05	1260 50	-515.45	LT15
	5 0000	01/14/2009	149 01	87 54	61 47	ST
55 1010 HARBOR MID CAP GROWTH INSTL CL - 411511876 - MINOR = 62						
SOLD		05/26/2009	300.30			
ACQ	55 1010	08/14/2008	300 30	457 34	-157.04	ST
2173.2120 HARBOR MID CAP GROWTH INSTL CL - 411511876 - MINOR = 62						
SOLD		08/18/2009	13082.74			
ACQ	2173 2120	08/14/2008	13082.74	18037 66	-4954 92	LT15
784 3350 HARBOR MID CAP GROWTH INSTL CL - 411511876 - MINOR = 62						
SOLD		08/18/2009	4721.70			
ACQ	784.3350	01/15/2009	4721.70	4023.64	698.06	ST
1000 0000 HEWLETT-PACKARD CO DTD 03/03/08 4.5% 03/ - 428236AQ6 - MINOR = 45						
SOLD		01/12/2009	1039 38			
ACQ	1000.0000	04/11/2008	1039.38	1016 53	22 85	ST
3000 0000 HEWLETT-PACKARD CO DTD 03/03/08 4 5% 03/ - 428236AQ6 - MINOR = 45						
SOLD		09/11/2009	3191 01			
ACQ	2000 0000	04/18/2008	2127 34	2013 79	113.55	LT15
	1000.0000	06/08/2009	1063.67	1031.29	32.38	ST
1000.0000 INGERSOLL-RAND GL HLD CO DTD 08/15/08 6. - 45687AAA0 - MINOR = 45						
SOLD		01/28/2009	943 95			
ACQ	1000.0000	08/19/2008	943 95	1004.62	-60.67	ST
2000 0000 INGERSOLL-RAND GL HLD CO DTD 08/15/08 6. - 45687AAA0 - MINOR = 45						
SOLD		01/28/2009	1896.58			
ACQ	2000 0000	08/19/2008	1896.58	2009 24	-112 66	ST
65 0000 INTEL CORP COM - 458140100						
SOLD		05/26/2009	1000 98			
ACQ	65 0000	06/04/2007	1000.98	1447.55	-446 57	LT15
5 0000 ISHARES TR RUSSELL 1000 VALUE - 464287598 - MINOR = 62						
SOLD		05/26/2009	235.64			
ACQ	5 0000	08/14/2008	235.64	348.13	-112 49	ST
20 0000 ISHARES TR RUSSELL 1000 VALUE - 464287598 - MINOR = 62						
SOLD		11/20/2009	1125 99			
ACQ	20.0000	08/14/2008	1125.99	1392.53	-266 54	LT15
55 0000 JP MORGAN CHASE & CO COM - 46625H100 - MINOR = 31001						
SOLD		05/26/2009	1957.96			
ACQ	55 0000	06/04/2007	1957 96	2844 05	-886 09	LT15
10 0000 JOHNSON & JOHNSON COM - 478160104 - MINOR = 31001						
SOLD		01/14/2009	578.29			
ACQ	10.0000	01/23/2008	578 29	632.40	-54.11	ST
90.0000 JUNIPER NETWORKS - 48203R104 - MINOR = 50						
SOLD		05/26/2009	2148 28			
ACQ	90.0000	08/14/2008	2148 28	2416 34	-268 06	ST
1000 0000 KELLOGG CO DTD 12/03/07 5 125% 12/03/201 - 487836AZ1 - MINOR = 45						
SOLD		01/12/2009	1033 83			
ACQ	1000.0000	11/29/2007	1033 83	1006 96	26 87	LT15
210.0000 LOWES COMPANIES INC - 548661107 - MINOR = 3101						
SOLD		02/04/2009	3909 58			
ACQ	210 0000	08/14/2008	3909 58	5039.62	-1130 04	ST
1077 4340 MFS RESH INTL FD CL I - 552983470 - MINOR = 64						
SOLD		11/20/2009	15547.37			
ACQ	775.9960	04/24/2008	11197 62	15000 00	-3802.38	LT15
	301.4380	08/14/2008	4349 75	5031.00	-681.25	LT15
928.2600 MFS RESH INTL FD CL I - 552983470 - MINOR = 64						
SOLD		11/20/2009	13394 79			
ACQ	434.3500	01/15/2009	6267 67	4386 94	1880.73	ST
	493.9100	05/26/2009	7127 12	5872 59	1254 53	ST
1000 0000 MCDONALDS CORP SERIES· MTN DTD 02/29/08 - 58013MEE0 - MINOR = 45						
SOLD		01/12/2009	1067.78			
ACQ	1000 0000	05/09/2008	1067 78	1017 19	50 59	ST
2000 0000 MERRILL LYNCH & CO SENIOR NOTE - 590188JP4 - MINOR = 45						
SOLD		01/12/2009	1999.00			
ACQ	2000.0000	07/10/2007	1999.00	2006.94	-7.94	LT15
4000 0000 MERRILL LYNCH & CO SENIOR NOTE - 590188JP4 - MINOR = 45						
SOLD		01/21/2009	3999.20			
ACQ	4000.0000	07/10/2007	3999.20	4013.89	-14.69	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER· 6002
TRUST ADMINISTRATOR. 783
INVESTMENT OFFICER: 77

LEGEND· F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
30 0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001						
SOLD		05/26/2009	607.86			
ACQ	30 0000	06/04/2007	607 86	924 60	-316 74	LT15
40 0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001						
SOLD		11/20/2009	1177.57			
ACQ	40 0000	06/04/2007	1177.57	1232 80	-55 23	LT15
2000 0000 MORGAN STANLEY 5 05% 01/21/2011 - 61746SBS7 - MINOR = 45						
SOLD		01/12/2009	1962.00			
ACQ	2000 0000	07/10/2007	1962 00	1968 06	-6 06	LT15
20.0000 NORFOLK SOUTHERN CORPORATION - 655844108 - MINOR = 50						
SOLD		11/20/2009	1020.17			
ACQ	20 0000	06/20/2008	1020.17	1270.80	-250.63	LT15
1921.8020 OPPENHEIMER MAIN ST SMALL CAP FD CL Y - 68381F409 - MINOR = 62						
SOLD		05/26/2009	27462.55			
ACQ	875 8370	04/24/2008	12515 71	17000 00	-4484.29	LT15
	1045 9650	08/14/2008	14946 84	20762 40	-5815.56	ST
621 3010 OPPENHEIMER MAIN ST SMALL CAP FD CL Y - 68381F409 - MINOR = 62						
SOLD		05/26/2009	8878.39			
ACQ	621.3010	01/15/2009	8878 39	7381.05	1497 34	ST
50 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010						
SOLD		05/26/2009	951 98			
ACQ	50 0000	04/24/2008	951 98	1091 41	-139 43	LT15
1000 0000 ORACLE CORPORATION DTD 04/09/08 5.75% 04 - 68389XAC9 - MINOR = 45						
SOLD		01/12/2009	1077 17			
ACQ	1000 0000	04/02/2008	1077 17	999.53	77 64	ST
10.0000 PEPSICO INC COM - 713448108						
SOLD		05/26/2009	513 08			
ACQ	10.0000	08/14/2008	513.08	705.00	-191 92	ST
1000 0000 PEPSICO INC DTD 10/24/08 7 9% 11/01/2018 - 713448BJ6 - MINOR = 45						
SOLD		01/12/2009	1244 29			
ACQ	1000 0000	11/06/2008	1244 29	1107.79	136 50	ST
15 0000 PHILIP MORRIS INTERNATIONAL INC - 718172109 - MINOR = 50						
SOLD		05/26/2009	632 23			
ACQ	15 0000	02/04/2009	632 23	559.13	73 10	ST
3000.0000 PROCTER & GAMBLE CO MAKE WHOLE 4 6% 01/1 - 742718DL0 - MINOR = 45						
SOLD		09/11/2009	3231.00			
ACQ	2000.0000	01/12/2009	2154 00	2164 06	-10 06	ST
	1000.0000	06/08/2009	1077.00	1036.94	40 06	ST
60 0000 PRUDENTIAL FINANCIAL INC COM - 744320102 - MINOR = 50						
SOLD		05/26/2009	2369.47			
ACQ	60.0000	06/20/2008	2369.47	4073.91	-1704 44	ST
30 0000 QUALCOMM INC - 747525103 - MINOR = 50						
SOLD		05/26/2009	1286 36			
ACQ	30.0000	08/14/2008	1286.36	1680 60	-394.24	ST
30 0000 SCHLUMBERGER LTD COM - 806857108 - MINOR = 50						
SOLD		05/26/2009	1603 76			
ACQ	30 0000	08/14/2008	1603 76	2807.70	-1203.94	ST
5.0000 STRYKER CORP - 863667101 - MINOR = 50						
SOLD		05/26/2009	194.39			
ACQ	5 0000	08/14/2008	194.39	334.65	-140 26	ST
190 0000 SYSCO CORP COM - 871829107 - MINOR = 50						
SOLD		05/26/2009	4472 63			
ACQ	190 0000	01/23/2008	4472 63	5230.15	-757.52	LT15
1000 0000 TARGET CORP CALLABLE 5 375% 05/01/2017 - 87612EAP1 - MINOR = 45						
SOLD		01/12/2009	975 44			
ACQ	1000 0000	10/17/2007	975.44	973 03	2 41	LT15
3000 0000 TARGET CORP CALLABLE 5.375% 05/01/2017 - 87612EAP1 - MINOR = 45						
SOLD		07/23/2009	3079 32			
ACQ	1000 0000	09/17/2007	1026.44	959 27	67 17	LT15
	1000 0000	10/17/2007	1026 44	973 03	53.41	LT15
	1000.0000	06/12/2009	1026.44	1022 39	4.05	ST
1000 0000 TENNESSEE VALLEY AUTHORITY SER A PUTABLE - 880591DT6 - MINOR = 30						
SOLD		01/12/2009	1150.10			
ACQ	1000.0000	07/10/2007	1150 10	1047 18	102.92	LT15
10 0000 TEVA PHARMACEUTICAL INDS SPONS ADR - 881624209 - MINOR = 55						
SOLD		05/26/2009	460 99			
ACQ	10.0000	03/23/2009	460.99	450.08	10.91	ST
10.0000 THERMO ELECTRON CORP - 883556102 - MINOR = 50						
SOLD		05/26/2009	374.09			
ACQ	10.0000	10/06/2008	374.09	476.02	-101.93	ST
5.0000 3M CO COM - 88579Y101 - MINOR = SBW						
SOLD		05/26/2009	289.34			
ACQ	5.0000	06/04/2007	289 34	440.25	-150 91	LT15
50.0000 TIFFANY & CO - 886547108 - MINOR = 50						
SOLD		05/26/2009	1391.50			
ACQ	50.0000	08/14/2008	1391 50	2054.14	-662 64	ST
30 0000 TIFFANY & CO - 886547108 - MINOR = 50						
SOLD		11/20/2009	1220.50			
ACQ	30.0000	08/14/2008	1220.50	1232.49	-11.99	LT15
15.0000 TRAVELERS COMPANIES, INC. - 89417E109 - MINOR = 50						
SOLD		05/26/2009	608.83			
ACQ	15.0000	08/14/2008	608.83	654.85	-46.02	ST
2000.0000 UNITED STATES TREASURY NOTE 5 00% DTD 2/15/01 DUE 2/15/2011 - 9128276T4 - MINOR = 30						
SOLD		01/12/2009	2180 08			
ACQ	2000.0000	09/08/2008	2180 08	2120.78	59 30	ST

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FROM 01/01/2009 STATEMENT OF CAPITAL GAINS AND LOSSES
TO 12/31/2009 LUCILLE COWELL CHARITABLE TRUST RUN 02/09/2010 05:41:22 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 6002
TRUST ADMINISTRATOR 783
INVESTMENT OFFICER 77

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
8000.0000 UNITED STATES TREASURY N/B 4.25% 11/15/2 - 912828BR0 - MINOR = 30						
SOLD		01/12/2009	9141 87			
ACQ	8000 0000	09/08/2008	9141.87	8430.95	710 92	ST
9000 0000 UNITED STATES TREASURY N/B 4 25% 11/15/2 - 912828BR0 - MINOR = 30						
SOLD		01/21/2009	10248 05			
ACQ	9000 0000	09/08/2008	10248 05	9484 82	763.23	ST
4000 0000 UNITED STATES TREASURY N/B 4 25% 11/15/2 - 912828BR0 - MINOR = 30						
SOLD		11/09/2009	4370 63			
ACQ	3000 0000	09/08/2008	3277 97	3161 60	116 37	LT15
	1000 0000	06/08/2009	1092 66	1065 54	27.12	ST
36000 0000 UNITED STATES TREASURY 3 5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		06/08/2009	36727 04			
ACQ	36000 0000	05/28/2009	36727.04	36800 15	-73.11	ST
2000 0000 UNITED STATES TREASURY 3 5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		06/10/2009	2041 09			
ACQ	2000 0000	05/28/2009	2041 09	2044.46	-3.37	ST
41000 0000 UNITED STATES TREASURY 3 5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		12/11/2009	41238.63			
ACQ	9000.0000	09/08/2008	9052.38	9166 29	-113.91	LT15
	2000.0000	05/28/2009	2011 64	2044 45	-32 81	ST
	5000 0000	10/06/2009	5029.10	5059 77	-30.67	ST
	25000 0000	11/24/2009	25145 51	25193 36	-47.85	ST
9000 0000 UNITED STATES TREASURY 4 875% 05/15/20 - 912828FE5 - MINOR = 30						
SOLD		01/12/2009	9139 22			
ACQ	1000 0000	11/06/2008	1015.47	1018 55	-3.08	ST
	8000.0000	11/25/2008	8123.75	8158 75	-35 00	ST
4000 0000 UNITED STATES TREASURY 4 875% 05/15/20 - 912828FE5 - MINOR = 30						
SOLD		05/07/2009	4003 43			
ACQ	4000.0000	11/06/2008	4003 43	4074 19	-70 76	ST
5000 0000 UNITED STATES TREASURY DTD 10/31/07 3 62 - 912828HF0 - MINOR = 30						
SOLD		10/05/2009	5011 91			
ACQ	4000 0000	05/07/2009	4009 53	4061 72	-52.19	ST
	1000.0000	06/08/2009	1002 38	1012.85	-10.47	ST
2000 0000 UNITED STATES TREASURY N/B DTD 05/15/08 - 912828HZ6 - MINOR = 30						
SOLD		01/12/2009	2266 41			
ACQ	2000 0000	06/20/2008	2266 41	1960.00	306.41	ST
3000 0000 UNITED STATES TREASURY N/B DTD 05/15/08 - 912828HZ6 - MINOR = 30						
SOLD		10/27/2009	3107.46			
ACQ	3000.0000	01/29/2009	3107 46	3263 55	-156.09	ST
8000.0000 UNITED STATES TREASURY N/B DTD 05/15/08 - 912828HZ6 - MINOR = 30						
SOLD		11/09/2009	8315.00			
ACQ	4000.0000	06/20/2008	4157 50	3920.00	237.50	LT15
	1000.0000	06/08/2009	1039 38	1005 27	34 11	ST
	2000.0000	06/10/2009	2078.75	1997.50	81.25	ST
	1000.0000	07/07/2009	1039.38	1032.69	6.68	ST
10 0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 50						
SOLD		05/26/2009	526.58			
ACQ	10.0000	08/14/2008	526 58	665 80	-139.22	ST
10 0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 50						
SOLD		11/20/2009	675 28			
ACQ	10.0000	08/14/2008	675.28	665 80	9 48	LT15
15 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 31001						
SOLD		05/26/2009	442.79			
ACQ	15.0000	06/04/2007	442 79	640 97	-198.18	LT15
1000 0000 VERIZON COMMUNICATIONS 5.55% 02/15/201 - 92343VAC8 - MINOR = 45						
SOLD		01/12/2009	996 42			
ACQ	1000 0000	11/08/2007	996.42	1008.33	-11 91	LT15
2000.0000 WACHOVIA CORP DTD 06/08/07 5 75% 06/15/2 - 929903DT6 - MINOR = 45						
SOLD		01/12/2009	2045 38			
ACQ	2000.0000	10/30/2007	2045 38	2022.68	22 70	LT15
5 0000 WALMART STORES INC COM - 931142103						
SOLD		05/26/2009	252 34			
ACQ	5.0000	06/20/2008	252.34	282.00	-29 66	ST
35.0000 WALGREEN CO COM - 931422109 - MINOR = 5010						
SOLD		05/26/2009	1065 36			
ACQ	35.0000	06/20/2008	1065 36	1227.74	-162 38	ST
35 0000 WELLS FARGO & CO NEW COM - 949746101						
SOLD		05/26/2009	865 52			
ACQ	35.0000	06/04/2007	865.52	1272.25	-406 73	LT15
160 0000 WELLS FARGO & CO NEW COM - 949746101						
SOLD		12/10/2009	4175.27			
ACQ	90 0000	06/04/2007	2348 59	3271 50	-922 91	LT15
	60 0000	01/23/2008	1565.73	1752.60	-186 87	LT15
	10.0000	11/20/2009	260 95	279.70	-18 75	ST
25.0000 XTO ENERGY CORP - 98385X106 - MINOR = 50						
SOLD		05/26/2009	996 72			
ACQ	25.0000	06/20/2008	996 72	1758 75	-762 03	ST
		TOTALS	IR 449176 73	IR 486490 93		

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FROM 01/01/2009
TO 12/31/2009

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LUCILLE COWELL CHARITABLE TRUST

RUN 02/09/2010
05 41.22 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER. 6002
TRUST ADMINISTRATOR 783
INVESTMENT OFFICER. 77

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-12099.48	0 00	-25214 72	0.00	0.00	0.00*
COMMON TRUST FUND	0 00	0.00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	0.00			0.00
	-12099.48	0 00	-25214 72	0 00	0 00	0 00

STATE	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-12099 48	0 00	-25214.72	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0.00	0 00	0 00			0 00
	-12099 48	0 00	-25214.72	0.00	0 00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0 00
ALABAMA	N/A	N/A