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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning , 2009, 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 The William B. Stokely Jr. Foundation		A Employer identification number 35-6016402
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see the instructions) (865) 966-4878
	City or town	State ZIP code	C If exemption application is pending, check here ☐
	Knoxville	TN 37934	D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____		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 ☐
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 5,395,029.	(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 the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck ☒ if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	822.	822.		
4 Dividends and interest from securities	140,627.	140,627.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
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/(loss) (att sch)				
11 Other income (attach schedule) See line 11 Stmt	1,705.	1,705.		
12 Total. Add lines 1 through 11	143,154.	143,154.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages	59,333.	19,778.		39,555.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instr) Excise	33.			
19 Depreciation (attach sch) and depletion				
20 Occupancy	4,405.	1,454.		2,952.
21 Travel, conferences, and meetings	3,927.			3,927.
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	61,387.	53,580.		7,807.
24 Total operating and administrative expenses. Add lines 13 through 23	129,085.	74,812.		54,241.
25 Contributions, gifts, grants paid	676,378.			678,378.
26 Total expenses and disbursements. Add lines 24 and 25	805,463.	74,812.		732,619.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-662,309.			
b Net investment income (if negative, enter -0-)		68,342.		
c Adjusted net income (if negative, enter -0-)				

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REVENUE

ADMINISTRATIVE AND OPERATING EXPENSES

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	14,401.	23,421.	23,421.
	2	Savings and temporary cash investments	179,345.	53,860.	53,860.
	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 the instructions)			
	7	Other notes and loans receivable (attach sch)			
		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 (attach schedule) L-10a Stmt	717,324.		
	b	Investments — corporate stock (attach schedule) L-10b Stmt	5,236,344.	4,995,178.	4,960,416.
	c	Investments — corporate bonds (attach schedule) L-10c Stmt	390,000.	144,229.	144,438.
	11	Investments — land, buildings, and equipment basis			
LIABILITIES		Less: accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) L-13 Stmt	392,391.	212,894.	212,894.
	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 instructions. Also, see page 1, item I)	6,929,805.	5,429,582.	5,395,029.
	17	Accounts payable and accrued expenses		6,361.	
	18	Grants payable			
	19	Deferred revenue			
NET ASSETS OR FUND BALANCES	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)		6,361.	
		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	1,218,507.	1,229,430.	
ASSETS	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	5,711,298.	4,193,791.	
	30	Total net assets or fund balances (see the instructions)	6,929,805.	5,423,221.	
	31	Total liabilities and net assets/fund balances (see the instructions)	6,929,805.	5,429,582.	

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	6,929,805.
2	Enter amount from Part I, line 27a	2	-662,309.
3	Other increases not included in line 2 (itemize) See Other Increases Stmt	3	17,380.
4	Add lines 1, 2, and 3	4	6,284,876.
5	Decreases not included in line 2 (itemize) Capital losses from sale of assets not deductible	5	861,655.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	5,423,221.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a various — see attached (less than 1 year)	P	01/15/09	12/31/09
b various — see attached (longer than 1 year)	P	08/16/02	12/31/09
c Gains — K-1's	P	01/01/07	12/31/09
d Capital Gains distributions	P	01/01/07	12/31/09
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 899,249.	0.	926,318.	-27,069.
b 2,456,771.	0.	3,287,753.	-830,982.
c 0.	0.	6,022.	-6,022.
d 2,418.	0.	0.	2,418.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-27,069.
b			-830,982.
c			-6,022.
d			2,418.
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** -861,655.

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 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 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 (column (b) divided by column (c))
2008	662,180.	6,720,077.	0.098538
2007	720,100.	7,651,920.	0.094107
2006	783,889.	7,883,322.	0.099436
2005	648,494.	7,620,584.	0.085098
2004	790,600.	7,786,833.	0.101530

2 Total of line 1, column (d) **2** 0.478709

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** 0.095742

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4** 4,928,720.

5 Multiply line 4 by line 3 **5** 471,886.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 683.

7 Add lines 5 and 6 **7** 472,569.

8 Enter qualifying distributions from Part XII, line 4 **8** 732,619.

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 the instructions)

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	683.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	683.
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	683.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	1,000.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	1,500.	
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	817.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11	817.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>TN - Tennessee</u>		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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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 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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Andrea A. White</u> Telephone no <u>(865) 966-4878</u> Located at <u>620 Campbell Station Rd. Ste 27, Knoxville TN</u> ZIP + 4 <u>37934</u>			
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 <u>15</u>			

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 the instructions)? ☐	1b	X
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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 the instructions) ☐	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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	
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

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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 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 instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

If 'Yes' to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see 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
William B. Stokely, III 620 Campbell Station Rd. Knoxville TN 37934	Pres., Dir. 0.00	0.	0.	0.
Kay H. Stokely 620 Campbell Station Rd. Knoxville TN 37934	ExecVP, Dir. 0.00	0.	0.	0.
William B. Stokely, IV 620 Campbell Station Rd. Knoxville TN 37934	Director 0.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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				
0				
0				
0				
0				

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 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	0.
3	
4	

Part IX-B Summary of Program-Related Investments (see 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	0.
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	None

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	4,709,682.
b Average of monthly cash balances	1b	293,095.
c Fair market value of all other assets (see instructions)	1c	1,000.
d Total (add lines 1a, b, and c)	1d	5,003,777.
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	
3 Subtract line 2 from line 1d	3	5,003,777.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	75,057.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,928,720.
6 Minimum investment return. Enter 5% of line 5	6	246,436.

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	246,436.
2a Tax on investment income for 2009 from Part VI, line 5	2a	683.
b Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	683.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	245,753.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	245,753.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	245,753.

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	732,619.
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	732,619.
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 instructions)	5	683.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	731,936.

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.

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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				245,753.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	409,330.			
b From 2005	656,277.			
c From 2006	29,365.			
d From 2007	359,478.			
e From 2008	327,762.			
f Total of lines 3a through e	1,782,212.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 732,619.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2009 distributable amount				
e Remaining amount distributed out of corpus	732,619.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	245,539.			245,539.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,269,292.			
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				
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 instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				214.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	163,791.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,105,501.			
10 Analysis of line 9:				
a Excess from 2005	656,277.			
b Excess from 2006	29,365.			
c Excess from 2007	359,478.			
d Excess from 2008	327,762.			
e Excess from 2009	732,619.			

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) | | | | | |
| 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 | Tax year | Prior 3 years | | | (e) Total |
| | (a) 2009 | (b) 2008 | (c) 2007 | (d) 2006 | |
| 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 organization had \$5,000 or more in assets at any time during the year – see instructions.)**

1 Information Regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
- None
-
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- None

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

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

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

William B. Stokely, III

620 Campbell Station Rd., #27

Knoxville

TN

37934

(865) 966-4878

- b** The form in which applications should be submitted and information and materials they should include
N/A

- c Any submission deadlines
None

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
None

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See attached schedule N/A N/A		see attache	see attached schedule	676,378.
Total			► 3a	676,378.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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	822.	
4 Dividends and interest from securities			14	140,627.	
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			18	6.	
8 Gain or (loss) from sales of assets other than inventory			18	-861,419.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>GS Private Equity</u>	525990		18	821.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-719,143.	
13 Total. Add line 12, columns (b), (d), and (e)				13	-719,143.

(See worksheet in the instructions for line 13 to verify calculations.)

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

[illegible]

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
GS Private Eq Ptnrs	1,699.	1,699.	
Securities Litigation	6.	6.	
Total	1,705.	1,705.	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Bank charges	190.	114.		76.
Dues	1,799.			1,799.
Investment expense	44,565.	44,565.		
Office expense	14,833.	8,901.		5,932.
Total	61,387.	53,580.		7,807.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

Tax refund	6,457.
OID interest not booked in previous year	10,923.
Total	17,380.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person ☒ Business ☐ Stacy S. Byerly 620 Campbell Station Rd Knoxville TN 37934	Director 0.00	0.	0.	0.
Person ☒ Business ☐ Shelley S. Przewrocki 620 Campbell Station Rd Knoxville TN 37934	Director 0.00	0.	0.	0.
Person ☒ Business ☐ Clayton F. Stokely 620 Campbell Station Rd Knoxville TN 37934	Director 0.00	0.	0.	0.
Person ☐ Business ☐ Andrea A. White 620 Campbell Station Rd Knoxville TN 37934	VP, Treas & Sec 0.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(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

Total

0. 0. 0.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Aegon	3,625.	1,788.
Aflac	11,216.	13,736.
Alcatel	8,774.	2,520.
Allianz	8,192.	7,619.
Alpine Intl Real Estate	53,687.	26,656.
American Electric Power Inc	3,656.	5,079.
Anglo American PLC	5,707.	3,787.
Apache Corp	11,828.	12,174.
Ariel Fund	62,355.	46,326.
Astrazeneca PLC	8,373.	5,210.
BAE Systems	3,471.	3,553.
BG Group	4,117.	4,711.
Bank of America	15,377.	23,207.
Bank of America Preferred	3,405.	3,387.
Bank of East Asia, Ltd	3,641.	2,813.
Bank of Yokohama Ltd	7,032.	3,898.
Baxter International	16,764.	19,247.
Bayer AG	2,875.	6,933.
Becton Dickinson	6,846.	6,861.
Biogen Idec Inc	12,199.	13,536.
BNP Paribas	84,000.	95,362.
Boeing	13,042.	12,342.
BP PLC	13,557.	13,507.
Broadcom Corp	3,444.	3,776.
Canon Inc	3,665.	4,528.
Cap Gemini SA	4,764.	4,082.
Carrefour SA	3,892.	5,171.
Carnival PLC	7,342.	5,487.
Cavco	1,375.	10,058.
CBS Corp	4,122.	4,791.
Chevron Corp	6,825.	6,852.
Cisco Systems Inc	14,185.	15,082.
Clipper Fund	68,759.	44,385.
Coca Cola	50,210.	57,000.
Cohen and Steers Realty	31,953.	23,369.
Columbia Value	28,071.	34,317.

Form 990-PF, Page 2, Part II, Line 10b

Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Covidien	9,651.	10,823.
Credit Suisse	5,980.	7,423.
Daiwa Securities Group	3,466.	2,597.
Danone Spons ADR	4,699.	3,650.
DBS Group Holding	3,774.	4,870.
Deutsche Bank	9,866.	9,573.
Deutsche Postbank AG	5,086.	3,762.
Directv Group Inc	8,991.	10,672.
Dish Network Corp	9,297.	12,649.
Dow Chemical Co.	13,399.	18,954.
Dreyfus Small Cap Stock	25,296.	21,355.
Eagle Materials Inc	9,520.	42,279.
East Japan Railway Co	6,535.	6,465.
Eaton Corp	4,166.	4,772.
Eli Lilly	75,030.	35,710.
Emerson Electric Co.	9,743.	12,950.
Enel Spa	6,173.	4,123.
Energias De Portugal	2,760.	4,905.
ENI SPA	10,759.	10,577.
Entergy Corp	11,097.	15,386.
EOG Resources	15,874.	14,887.
Ericsson	10,153.	5,624.
Everest RE Group	8,737.	8,654.
Exxon Mobil	11,804.	10,706.
Fanuc Ltd	9,535.	9,548.
First Energy	12,725.	10,312.
First Securities	100,000.	34,272.
Ford Motor Co.	1,867.	3,930.
France Telecom	5,964.	5,351.
Franklin Resources	6,053.	11,483.
Freeport-Mcmoran Copper & Gold	2,469.	4,015.
GDF Suez Spons	7,780.	11,515.
General Electric	16,432.	14,464.
General Mills	5,525.	6,373.
GlaxoSmithKline	13,932.	11,999.
Goldman Sachs Group	32,314.	84,420.
Goldman Sachs Concentrated Growth	600,000.	676,209.
Goldman Sachs Credit Strategies	258,339.	265,406.
Goldman Sachs Short Durat Govt	358,060.	355,339.
Goldman Sachs High Yield	131,762.	124,994.
Grupo Televisa	5,713.	7,494.
GS Core Fixed Income	230,383.	224,276.
GS Mezzanine Parnters V Offshore, LP	310,000.	310,278.
GS Private Equity Partners	458,889.	434,919.
GS Real Estate	174,905.	109,604.
Haliburton Company	13,005.	14,112.
Hannover	4,788.	5,935.
Hellenic Telecom	5,646.	4,249.
Hennessy Cornerstone Growth	27,864.	14,811.
Hess Corp	8,976.	9,075.
Hewlett Packard	11,756.	16,895.
Honeywell Intl	15,273.	17,483.
Ing Groep	4,614.	2,472.

Form 990-PF, Page 2, Part II, Line 10b

Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Invesco	9,621.	10,383.
Ishares MSCI Emerging	89,011.	97,940.
Ishares TR Ishares MSCI EAFE Index	245,311.	264,791.
J Sainsbury PLC	6,835.	6,436.
Janus Fund	49,235.	40,175.
Janus Short Term bd fund	10,090.	26,656.
Johnson & Johnson	19,218.	19,516.
Johnson Controls	8,799.	8,172.
JP Morgan Chase	22,568.	29,877.
Kingfisher PLC	5,756.	4,704.
Koninklijke KPN	6,129.	11,568.
Koninklijke Philips	8,275.	7,507.
Kubota Corp	5,571.	6,226.
Lam Research Corp.	3,085.	3,490.
Lloyds TSB	12,902.	4,928.
Marsh & McLennan Co., Inc.	7,150.	6,801.
Marui Ltd	4,724.	2,134.
Merck & Co.	10,236.	9,902.
Merck KGAA	1,948.	2,504.
Microsoft Corp	9,893.	15,240.
Mitsubishi Estate	7,805.	10,955.
Mitsubishi Tokyo	9,394.	5,146.
Muenchener Rueckversicherungs	7,168.	8,232.
Nestle SA	10,075.	13,257.
Newell Rubbermaid	6,066.	5,929.
Newfield Exploration	9,566.	10,755.
Nissan Motor	6,162.	5,342.
Nokia Corp	8,272.	5,924.
Nomura Holdings	7,556.	4,625.
Novartis AG	11,053.	12,464.
Novo-Nordisk	3,173.	6,577.
NTT Docomo	5,530.	4,544.
Occidental Petroleum	21,519.	25,300.
Oracle Corp.	11,602.	11,995.
Orix Corp	7,235.	5,295.
Panasonic Corp	5,317.	5,008.
Philip Morris Intl	2,265.	6,988.
Potash Corp of Saskatchewan	3,206.	3,906.
Premier Brands Foods	4,376.	546.
Prudential Corp	5,345.	13,784.
Prudential Financial	13,662.	5,995.
Pulte Homes	38,655.	15,240.
Qualcom Inc.	5,050.	5,690.
Repsol	13,069.	13,597.
Roche Holding	8,719.	11,352.
Rolls Royce	5,727.	8,550.
Royal Dutch Shell A	11,776.	10,880.
Royal Dutch Shell B	7,184.	6,104.
Sanofi Aventis	7,045.	6,597.
SAP Aktiengesellschaft	16,645.	16,524.
Schlumberger Ltd	7,820.	8,852.
Schneider Electric	4,726.	4,928.
Schwab Premier Equity	10,833.	8,169.

Form 990-PF, Page 2, Part II, Line 10b

Continued

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
Schwab Value Advantage	15,000.	15,000.
Seven & I Holdings Co	5,742.	4,727.
Sharp Corp	6,495.	5,315.
Shiseido Co., Ltd	5,310.	5,835.
Siemens AG	11,919.	14,305.
Simon Property Group	3,251.	3,830.
SLM Corp	11,839.	7,449.
Sony Corp	7,226.	7,598.
SPDR KBW Bnk ETF	6,042.	10,585.
SPDR KBW Regional Bking	8,762.	11,125.
Sprint Nextel	36,819.	11,972.
Statoil ASA	7,880.	6,701.
State Street Corp	6,828.	8,229.
Staples Inc.	7,542.	8,656.
Sumitomo Mitsui	10,543.	4,259.
Swiss Reinsurance	4,187.	3,090.
T. Rowe Price Media	30,894.	46,787.
Taisei Corp	3,604.	1,810.
Takeda Pharmaceutical Co., Ltd	2,060.	1,975.
Target Corp	6,947.	7,159.
TDK Corp	5,087.	4,430.
Technology Select	21,031.	26,828.
Telefonica	5,063.	8,603.
Tesco PLC	5,682.	6,677.
The Bank of NY Mellon Group	7,199.	8,503.
The Travelers Co	13,214.	13,512.
TJX Companies, Inc.	3,893.	5,446.
Tokio Marine Holdings	6,852.	6,848.
Tokyu Corp	4,328.	3,605.
Total SA Sponsored	9,500.	9,094.
Unilever NV	9,791.	10,152.
Unilever PLC	5,824.	7,824.
United States Steel Corp.	5,784.	7,166.
Vanguard Health Care	41,386.	40,811.
Veolia Environnement	4,660.	1,874.
Viacom Inc	5,801.	6,927.
Vivendi Unspns	3,722.	4,356.
Walmart	8,214.	8,445.
Walmart	53,180.	53,450.
Walmart De Mexico	4,592.	10,003.
Wellpoint Inc	15,610.	14,864.
Wm Morrison Supermarkets PLC	3,286.	3,846.
Zurich Financial	3,865.	4,996.
Total	4,995,178.	4,960,416.

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
Eksportfinans ASA	60,000.	59,901.
Eksportfinans ASA	42,127.	42,865.
Eksportfinans	42,102.	41,672.
Total	<u>144,229.</u>	<u>144,438.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Note Receivable-C. Whittle	45,995.	45,995.
Interest Receivable-WEG,CW	91,658.	91,658.
Council Ventures	75,241.	75,241.
Total	<u>212,894.</u>	<u>212,894.</u>

Quantity	HOW	DATE	DATE	GROSS	DEPR	COST OR	GAIN OR	
	ACQUIRED					OTHER		
	PURCHASE(P)	ACQUIRED	SOLD	SALES	ALL	BASIS	(LOSS)	(l)
	DONATION(D)	(c)	(d)	PRICE	(f)	PLUS EXP	(h)	
	(b)			(e)		OF SALE		
Stocks held less than 1 year								
85 State Street Corp	P	07/18/08	01/08/09	3,615		5,928	(2,313)	(2,313)
29 Amgen Inc	P	05/28/08	01/09/09	1,690		1,433	256	256
13 Amgen Inc	P	05/28/08	01/13/09	751		642	108	108
12 United Parcel Service, Inc	P	07/18/08	01/13/09	607		688	(81)	(81)
21 Zimmer Hldgs Inc	P	07/24/08	01/13/09	860		1,257	(397)	(397)
3 Zimmer Hldgs Inc	P	07/24/08	01/13/09	123		180	(56)	(56)
3 Zimmer Hldgs Inc	P	07/24/08	01/13/09	123		180	(57)	(57)
1 Zimmer Hldgs Inc	P	07/24/08	01/14/09	41		60	(19)	(19)
7 Amgen Inc	P	05/28/08	01/15/09	392		346	46	46
11 United Parcel Service, Inc	P	07/18/08	01/15/09	523		631	(108)	(108)
89 United Parcel Service, Inc	P	07/18/08	01/15/09	4,254		5,104	(850)	(850)
56 Viacom Inc	P	07/21/08	01/15/09	921		1,247	(327)	(327)
17 Zimmer Hldgs Inc	P	07/24/08	01/15/09	692		1,018	(325)	(325)
5 Zimmer Hldgs Inc	P	07/24/08	01/15/09	203		299	(96)	(96)
3 Zimmer Hldgs Inc	P	07/24/08	01/15/09	122		180	(57)	(57)
43 Johnson Controls Inc	P	10/27/08	01/15/09	721		1,502	(781)	(781)
cash in lieu - Rolls-Royce	P	01/15/09	01/15/09	90		0	90	90
cash in lieu - Sumco	P	01/15/09	01/15/09	3		0	3	3
28 United Parcel Service, Inc	P	07/18/08	01/16/09	1,357		1,606	(249)	(249)
4 Viacom Inc	P	07/21/08	01/16/09	65		89	(24)	(24)
24 Viacom Inc	P	07/21/08	01/16/09	387		535	(148)	(148)
22 Zimmer Hldgs Inc	P	07/24/08	01/16/09	895		1,317	(422)	(422)
1 Zimmer Hldgs Inc	P	07/24/08	01/16/09	40		60	(19)	(19)
8 Zimmer Hldgs Inc	P	07/24/08	01/16/09	327		479	(152)	(152)
3 Zimmer Hldgs Inc	P	07/24/08	01/20/09	121		180	(59)	(59)
190 Suntrust Banks Inc	P	07/18/08	01/21/09	2,878		8,641	(5,763)	(5,763)
4 Zimmer Hldgs Inc	P	07/24/08	01/21/09	157		239	(82)	(82)
8 Zimmer Hldgs Inc	P	07/24/08	01/21/09	315		479	(164)	(164)
48 Zimmer Hldgs Inc	P	07/24/08	01/21/09	1,877		2,873	(996)	(996)
22 Suntrust Banks Inc	P	09/19/08	01/21/09	332		1,001	(669)	(669)
225 Bank of America Corp	P	02/22/08	01/22/09	1,307		9,538	(8,232)	(8,232)
424 Citigroup Inc	P	04/28/08	01/22/09	1,314		16,052	(14,738)	(14,738)
207 Smith International Inc	P	09/24/08	01/23/09	4,987		9,846	(4,859)	(4,859)
7 Becton Dickinson & Co	P	10/22/08	01/23/09	501		479	22	22
9 Becton Dickinson & Co	P	10/22/08	01/23/09	647		616	31	31
30 Smith International Inc	P	11/03/08	01/23/09	722		1,427	(705)	(705)
15 Smith International Inc	P	11/05/08	01/23/09	364		713	(350)	(350)
14 Becton Dickinson & Co	P	10/22/08	01/26/09	1,009		959	51	51
96 Nucor Corp	P	12/04/08	01/26/09	3,806		3,536	271	271
40 Nucor Corp	P	12/04/08	01/26/09	1,514		1,473	41	41
cash in lieu - Vivendi	P	01/02/09	01/31/09	6		0	6	6
64 Wal Mart Stores Inc	P	04/07/08	02/04/09	2,979		3,501	(522)	(522)
43 Air Products & Chemicals Inc	P	09/12/08	02/10/09	2,279		3,234	(955)	(955)
25 Air Products & Chemicals Inc	P	09/12/08	02/11/09	1,313		1,880	(567)	(567)
13 Wal Mart Stores Inc	P	04/07/08	02/13/09	608		711	(103)	(103)
106 Williams Companies Inc	P	07/28/08	02/20/09	1,238		2,425	(1,188)	(1,188)
195 Williams Companies Inc	P	11/07/08	02/20/09	2,265		4,462	(2,197)	(2,197)
9 Williams Companies Inc	P	11/07/08	02/20/09	105		206	(101)	(101)
5 Air Products & Chemicals Inc	P	09/12/08	02/23/09	243		376	(133)	(133)
8 Air Products & Chemicals Inc	P	09/12/08	02/23/09	397		602	(205)	(205)
127 US Bancorp	P	02/20/09	02/23/09	1,443		1,274	170	170

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35-6016402

Quantity	HOW ACQUIRED PURCHASE(P) DONATION(D)	DATE ACQUIRED (c)	DATE SOLD (d)	GROSS SALES PRICE (e)	DEPR ALL (f)	COST OR OTHER BASIS PLUS EXP OF SALE (g)	GAIN OR (LOSS) (h)	(i)
89	US Bancorp	P	02/20/09	02/23/09	1,005	893	112	112
66	Wells Fargo & Co	P	02/20/09	02/23/09	744	645	99	99
100	Wells Fargo & Co	P	02/20/09	02/23/09	1,129	977	152	152
35	Air Products & Chemicals Inc	P	09/12/08	02/24/09	1,682	2,632	(950)	(950)
17	Air Products & Chemicals Inc	P	09/12/08	02/24/09	816	1,278	(462)	(462)
2	Air Products & Chemicals Inc	P	09/12/08	02/24/09	96	150	(54)	(54)
76	Microsoft Corp	P	10/03/08	02/27/09	1,247	1,670	(423)	(423)
17	Google, Inc	P	10/13/08	02/27/09	5,783	6,118	(335)	(335)
87	Microsoft Corp	P	12/23/08	02/27/09	1,417	1,912	(495)	(495)
211	General Electric Co	P	10/09/08	03/04/09	1,333	4,943	(3,610)	(3,610)
70	General Electric Co	P	10/09/08	03/04/09	446	1,640	(1,194)	(1,194)
45	General Electric Co	P	10/09/08	03/04/09	287	1,054	(767)	(767)
70	General Electric Co	P	02/27/09	03/04/09	448	1,640	(1,192)	(1,192)
91	General Electric Co	P	02/27/09	03/04/09	579	2,132	(1,552)	(1,552)
40	Genentech Inc	P	09/17/08	03/06/09	3,589	3,120	469	469
60	Air Products & Chemicals Inc	P	09/25/08	03/06/09	2,741	4,512	(1,771)	(1,771)
16	Air Products & Chemicals Inc	P	09/25/08	03/06/09	741	1,203	(462)	(462)
62	Microsoft Corp	P	12/23/08	03/06/09	930	1,362	(433)	(433)
131	Microsoft Corp	P	12/23/08	03/06/09	1,968	2,879	(910)	(910)
137	Microsoft Corp	P	12/23/08	03/06/09	2,053	3,011	(957)	(957)
78	Capitaland Ltd	P	05/16/08	03/11/09	191	771	(580)	(580)
32	Campbell Soup Co	P	02/11/09	03/11/09	825	964	(139)	(139)
11	Campbell Soup Co	P	02/11/09	03/11/09	283	331	(48)	(48)
2	Campbell Soup Co	P	02/11/09	03/11/09	52	60	(8)	(8)
12	Campbell Soup Co	P	02/12/09	03/11/09	310	362	(52)	(52)
261	Capitaland Ltd	P	05/16/08	03/12/09	640	2,581	(1,942)	(1,942)
9	Campbell Soup Co	P	02/12/09	03/12/09	235	271	(36)	(36)
18	Campbell Soup Co	P	02/17/09	03/12/09	468	542	(74)	(74)
28	U S Bancorp	P	03/05/09	03/12/09	360	274	86	86
20	U S Bancorp	P	03/05/09	03/12/09	258	195	62	62
53	U S Bancorp	P	03/05/09	03/12/09	679	518	162	162
13	U S Bancorp	P	03/05/09	03/12/09	165	127	38	38
14	U S Bancorp	P	03/05/09	03/12/09	178	137	41	41
28	Campbell Soup Co	P	02/12/09	03/13/09	747	844	(97)	(97)
6	Campbell Soup Co	P	02/12/09	03/16/09	165	181	(16)	(16)
30	Campbell Soup Co	P	02/12/09	03/16/09	825	904	(79)	(79)
16	Campbell Soup Co	P	02/12/09	03/17/09	436	482	(46)	(46)
20	Campbell Soup Co	P	02/12/09	03/17/09	546	603	(56)	(56)
32	JP Morgan Chase	P	05/19/08	03/24/09	884	1,161	(278)	(278)
29	Morgan Stanley	P	12/15/08	03/24/09	748	1,322	(574)	(574)
24	Morgan Stanley	P	12/15/08	03/24/09	604	1,094	(490)	(490)
68	Morgan Stanley	P	12/15/08	03/25/09	1,780	996	784	784
52	Viacom Inc	P	07/22/08	03/27/09	927	1,158	(232)	(232)
104	Microsoft Corp	P	12/15/08	03/27/09	1,899	2,285	(386)	(386)
14	U S Bancorp	P	03/05/09	03/27/09	220	137	83	83
127	U S Bancorp	P	03/05/09	03/27/09	1,992	1,241	752	752
13	TD Ameritrade Holding Corp	P	04/07/08	03/30/09	175	212	(37)	(37)
55	TD Ameritrade Holding Corp	P	04/07/08	03/30/09	737	898	(161)	(161)
133	Viacom Inc	P	07/22/08	03/30/09	2,280	2,962	(683)	(683)
45	U S Bancorp	P	03/05/09	03/30/09	630	440	191	191
35	U S Bancorp	P	03/05/09	03/30/09	497	342	155	155
56	TD Ameritrade Holding Corp	P	04/07/08	03/31/09	755	914	(159)	(159)
42	U S Bancorp	P	03/05/09	03/31/09	607	410	197	197
3	Procter & Gamble Co	P	02/20/09	04/02/09	150	150	(0)	(0)

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8 Procter & Gamble Co	P	02/20/09	04/02/09	399		400	(1)	(1)
212 Microsoft Corp	P	12/24/08	04/03/09	3,965		4,659	(694)	(694)
11 Amgen Inc	P	05/28/08	04/13/09	523		544	(21)	(21)
33 Amgen Inc	P	05/28/08	04/13/09	1,569		1,631	(62)	(62)
306 Pfizer Inc	P	01/28/09	04/13/09	4,131		4,659	(528)	(528)
19 Pfizer Inc	P	01/28/09	04/13/09	258		289	(31)	(31)
21 Procter & Gamble Co	P	02/20/09	04/13/09	1,012		1,049	(37)	(37)
296 Pfizer Inc	P	01/28/09	04/14/09	3,926		4,506	(580)	(580)
37 Pfizer Inc	P	01/28/09	04/14/09	491		563	(72)	(72)
15 Pfizer Inc	P	01/28/09	04/14/09	200		228	(28)	(28)
7 Procter & Gamble Co	P	02/20/09	04/15/09	337		350	(12)	(12)
35 Procter & Gamble Co	P	02/20/09	04/17/09	1,807		1,749	58	58
42 Procter & Gamble Co	P	02/20/09	04/17/09	2,172		2,098	74	74
16 Procter & Gamble Co	P	02/20/09	04/17/09	827		799	27	27
20 Bouygues Unspens	P	12/12/08	04/20/09	155		158	(3)	(3)
14 Becton Dickinson & Co	P	10/22/08	04/23/09	899		959	(60)	(60)
17 Becton Dickinson & Co	P	10/22/08	04/23/09	1,087		1,164	(77)	(77)
24 Procter & Gamble Co	P	02/20/09	04/23/09	1,179		1,199	(20)	(20)
11 Procter & Gamble Co	P	02/20/09	04/23/09	540		550	(9)	(9)
89 Kraft Foods Inc	P	03/11/09	04/23/09	1,979		1,952	27	27
3 TD Ameritrade Holding Corp	P	11/05/08	04/24/09	48		49	(1)	(1)
75 TD Ameritrade Holding Corp	P	11/05/08	04/24/09	1,203		1,225	(22)	(22)
78 TD Ameritrade Holding Corp	P	11/05/08	04/27/09	1,247		1,274	(26)	(26)
37 TD Ameritrade Holding Corp	P	11/05/08	04/27/09	592		604	(13)	(13)
2 Campbell Soup Co	P	02/11/09	04/27/09	50		60	(10)	(10)
4 Campbell Soup Co	P	02/11/09	04/28/09	101		121	(20)	(20)
5 Campbell Soup Co	P	02/11/09	04/28/09	126		151	(24)	(24)
1 Campbell Soup Co	P	02/11/09	04/29/09	26		30	(5)	(5)
9 Campbell Soup Co	P	02/11/09	04/29/09	229		271	(42)	(42)
134 Amgen Inc	P	05/28/08	04/30/09	6,597		6,623	(26)	(26)
28 Exxon Mobil Corp	P	10/06/08	04/30/09	1,874		2,175	(302)	(302)
6 Campbell Soup Co	P	02/11/09	04/30/09	154		181	(27)	(27)
3 Campbell Soup Co	P	02/11/09	05/01/09	77		90	(13)	(13)
33 Exxon Mobil Corp	P	10/06/08	05/04/09	2,242		2,564	(322)	(322)
3 Air Products & Chemicals Inc	P	01/08/09	05/04/09	202		226	(23)	(23)
10 Air Products & Chemicals Inc	P	01/08/09	05/04/09	671		752	(81)	(81)
6 Campbell Soup Co	P	02/11/09	05/04/09	155		181	(25)	(25)
10 Campbell Soup Co	P	02/11/09	05/05/09	263		301	(38)	(38)
22 Air Products & Chemicals Inc	P	09/25/08	05/06/09	1,444		1,655	(210)	(210)
9 Chubb Corp	P	10/27/08	05/06/09	359		432	(73)	(73)
3 Campbell Soup Co	P	02/11/09	05/06/09	79		90	(11)	(11)
4 Air Products & Chemicals Inc	P	09/25/08	05/07/09	252		301	(49)	(49)
38 Amgen Inc	P	09/30/08	05/07/09	1,790		1,878	(88)	(88)
24 Amgen Inc	P	09/30/08	05/07/09	1,143		1,186	(43)	(43)
92 Amgen Inc	P	09/30/08	05/07/09	4,404		4,547	(143)	(143)
23 Chubb Corp	P	10/27/08	05/07/09	929		1,104	(175)	(175)
6 Chubb Corp	P	10/27/08	05/07/09	244		288	(44)	(44)
40 The Mosaic Company	P	02/10/09	05/07/09	1,808		1,772	36	36
3 Campbell Soup Co	P	02/11/09	05/07/09	79		90	(11)	(11)
12 Air Products & Chemicals Inc	P	09/25/08	05/08/09	763		902	(139)	(139)
19 Air Products & Chemicals Inc	P	09/25/08	05/08/09	1,214		1,429	(215)	(215)
77 Exxon Mobil Corp	P	10/06/08	05/08/09	5,443		5,982	(539)	(539)
64 Exxon Mobil Corp	P	10/06/08	05/08/09	4,533		4,972	(439)	(439)
21 The Mosaic Company	P	02/10/09	05/08/09	952		930	22	22

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21 The Mosaic Company	P	02/10/09	05/08/09	956		930	26	26
2 The Mosaic Company	P	02/10/09	05/08/09	91		89	2	2
18 Air Products & Chemicals Inc	P	09/25/08	05/11/09	1,133		1,354	(221)	(221)
8 Air Products & Chemicals Inc	P	01/08/09	05/11/09	504		602	(97)	(97)
9 The Mosaic Company	P	02/10/09	05/11/09	409		399	10	10
7 The Mosaic Company	P	02/10/09	05/11/09	317		310	7	7
4 Campbell Soup Co	P	02/11/09	05/11/09	107		121	(14)	(14)
4 Air Products & Chemicals Inc	P	09/25/08	05/12/09	252		301	(49)	(49)
3 Air Products & Chemicals Inc	P	09/25/08	05/12/09	189		226	(37)	(37)
4 Campbell Soup Co	P	02/11/09	05/12/09	107		121	(13)	(13)
2 Campbell Soup Co	P	02/11/09	05/12/09	54		60	(6)	(6)
13 Air Products & Chemicals Inc	P	09/25/08	05/13/09	782		978	(196)	(196)
11 Air Products & Chemicals Inc	P	01/08/09	05/14/09	672		827	(156)	(156)
22 Boeing co	P	07/24/08	05/15/09	947		1,277	(330)	(330)
36 Becton Dickinson & Co	P	10/22/08	05/15/09	2,348		2,435	(87)	(87)
46 Range Resources Corp	P	11/14/08	05/15/09	1,839		1,652	187	187
7 Range Resources Corp	P	11/14/08	05/15/09	280		251	29	29
146 Oracle Corp	P	03/24/09	05/15/09	2,689		2,687	2	2
31 Chubb Corp	P	10/22/08	05/18/09	1,196		1,488	(292)	(292)
7 Becton Dickinson & Co	P	10/22/08	05/18/09	453		473	(20)	(20)
41 Range Resources Corp	P	11/14/08	05/18/09	1,664		1,472	192	192
33 C H Robinson Worldwide Inc	P	01/15/09	05/18/09	1,690		1,586	104	104
67 Kraft Foods, Inc	P	03/11/09	05/18/09	1,667		1,470	198	198
22 Kraft Foods, Inc	P	03/11/09	05/18/09	546		483	63	63
46 Kraft Foods, Inc	P	03/11/09	05/18/09	1,145		1,009	136	136
9 C H Robinson Worldwide Inc	P	01/15/09	05/20/09	462		433	29	29
32 C H Robinson Worldwide Inc	P	01/15/09	05/21/09	1,570		1,538	32	32
6 C H Robinson Worldwide Inc	P	01/15/09	05/22/09	293		288	5	5
26 Exxon Mobil Corp	P	09/29/08	06/01/09	1,838		2,020	(182)	(182)
7 Chubb Corp	P	10/24/08	06/01/09	282		336	(54)	(54)
97 Chubb Corp	P	11/10/08	06/01/09	3,889		4,656	(767)	(767)
2 Laboratory Corp of Amer	P	08/04/08	06/02/09	124		150	(26)	(26)
129 TD Ameritrade	P	11/05/08	06/02/09	2,315		2,107	208	208
63 Nike Class-B Cmn	P	01/14/09	06/02/09	3,655		2,968	688	688
29 Freeport-McMoran Copper & Gold	P	04/17/09	06/02/09	1,654		1,432	222	222
3 Laboratory Corp of Amer	P	08/04/08	06/03/09	185		224	(40)	(40)
5 Laboratory Corp of Amer	P	09/24/08	06/03/09	307		374	(66)	(66)
23 TD Ameritrade	P	11/05/08	06/03/09	410		376	35	35
10 Nike Class-B Cmn	P	01/15/09	06/03/09	571		471	100	100
5 Laboratory Corp of Amer	P	06/30/08	06/04/09	307		374	(67)	(67)
33 Waste Management Inc	P	03/17/09	06/04/09	940		1,057	(118)	(118)
30 Waste Management Inc	P	09/03/08	06/05/09	850		961	(112)	(112)
53 Waste Management Inc	P	09/04/08	06/08/09	1,474		1,698	(225)	(225)
23 Transocean Ltd	P	03/11/09	06/11/09	1,931		1,313	617	617
28 Transocean Ltd	P	02/20/09	06/19/09	2,150		1,599	551	551
6 Laboratory Corp of Amer	P	06/27/08	06/24/09	396		449	(52)	(52)
40 Boeing Co	P	07/24/08	06/24/09	1,675		2,322	(647)	(647)
65 Zimmer Hldgs Inc	P	07/24/08	06/24/09	2,712		3,891	(1,179)	(1,179)
7 Laboratory Corp of Amer	P	08/04/08	06/24/09	462		523	(62)	(62)
47 Zimmer Hldgs Inc	P	09/08/08	06/24/09	1,974		2,813	(840)	(840)
11 Zimmer Hldgs Inc	P	10/24/08	06/25/09	462		658	(196)	(196)
21 Zimmer Hldgs Inc	P	11/26/08	06/25/09	884		1,257	(373)	(373)
32 Baxter Internationl	P	06/04/09	06/29/09	1,683		1,606	77	77
3 Laboratory Corp	P	09/26/08	07/01/09	204		224	(20)	(20)

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	PURCHASE(P) DONATION(D)	ACQUIRED	SOLD	SALES PRICE	ALL	(g)	(h)	
	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
70 Range Resources Corp	P	11/14/08	07/02/09	2,774		2,513	261	261
31 Range Resources Corp	P	11/17/08	07/06/09	1,162		1,113	49	49
62 Range Resources Corp	P	11/18/08	07/06/09	2,314		2,226	88	88
11 Transocean Ltd	P	02/20/09	07/07/09	742		628	114	114
11 Activision Blizzard Inc	P	04/09/09	07/10/09	125		127	(3)	(3)
20 Activision Blizzard Inc	P	04/09/09	07/13/09	225		232	(7)	(7)
4 Activision Blizzard Inc	P	04/09/09	07/13/09	45		46	(1)	(1)
15 Activision Blizzard Inc	P	04/09/09	07/14/09	168		174	(5)	(5)
4 Activision Blizzard Inc	P	04/09/09	07/14/09	45		46	(1)	(1)
11 Activision Blizzard Inc	P	04/09/09	07/15/09	127		127	(0)	(0)
5 Activision Blizzard Inc	P	04/09/09	07/15/09	58		58	(0)	(0)
8 Laboratory Corp	P	09/26/08	07/16/09	538		598	(60)	(60)
65 The Mosaic Company	P	02/10/09	07/16/09	3,233		2,879	354	354
15 Activision Blizzard Inc	P	04/09/09	07/16/09	173		174	(1)	(1)
5 Activision Blizzard Inc	P	04/09/09	07/16/09	57		58	(1)	(1)
6 Activision Blizzard Inc	P	04/09/09	07/16/09	69		70	(1)	(1)
10 The Mosaic Company	P	02/20/09	07/17/09	522		443	80	80
5 Activision Blizzard Inc	P	04/09/09	07/17/09	58		58	0	0
5 Activision Blizzard Inc	P	04/09/09	07/17/09	58		58	0	0
2 Activision Blizzard Inc	P	04/09/09	07/17/09	23		23	0	0
27 The Mosaic Company	P	04/09/09	07/17/09	1,408		1,196	212	212
49 The Mosaic Company	P	02/23/09	07/20/09	2,409		2,171	238	238
3 Activision Blizzard Inc	P	04/09/09	07/20/09	36		35	1	1
20 Activision Blizzard Inc	P	04/09/09	07/20/09	238		232	6	6
18 Activision Blizzard Inc	P	04/09/09	07/27/09	204		209	(5)	(5)
225 AT&T Inc	P	03/02/09	07/28/09	5,729		7,231	(1,502)	(1,502)
1 Activision Blizzard Inc	P	04/09/09	07/28/09	11		12	(0)	(0)
4 Activision Blizzard Inc	P	04/09/09	07/28/09	45		46	(1)	(1)
7 Activision Blizzard Inc	P	04/09/09	08/03/09	80		81	(1)	(1)
2 Activision Blizzard Inc	P	04/09/09	08/03/09	23		23	(0)	(0)
48 Target Corp	P	08/06/08	08/04/09	2,045		2,198	(153)	(153)
125 The Home Depot	P	09/15/08	08/04/09	3,289		3,501	(212)	(212)
170 Honeywell Intl	P	09/17/08	08/04/09	6,021		5,652	369	369
30 Becton Dickinson	P	10/22/08	08/04/09	1,965		2,029	(64)	(64)
68 Franklin Resources Inc	P	10/22/08	08/04/09	6,270		3,776	2,494	2,494
128 Hess Corp	P	10/31/08	08/04/09	7,232		7,250	(19)	(19)
44 General Mills Inc	P	11/20/08	08/04/09	2,559		2,701	(142)	(142)
81 AFLAC Inc	P	12/04/08	08/04/09	3,172		2,800	372	372
79 Range Resources Corp	P	12/05/08	08/04/09	3,802		2,837	966	966
127 Morgan Stanley	P	12/29/08	08/04/09	3,740		1,860	1,880	1,880
40 Nike Class-B	P	01/14/09	08/04/09	2,254		1,884	370	370
91 Exxon Mobile Corp	P	01/20/09	08/04/09	6,402		6,836	(435)	(435)
120 Devon Energy Corp	P	01/23/09	08/04/09	7,293		8,100	(807)	(807)
103 Biogen Idec	P	02/20/09	08/04/09	4,978		4,993	(15)	(15)
62 Procter & Gamble Co	P	02/20/09	08/04/09	3,439		3,098	341	341
29 Transocean Ltd	P	03/26/09	08/04/09	2,339		1,656	683	683
71 American Electric Power Inc	P	04/01/09	08/04/09	2,202		1,778	424	424
145 Oracle Corp	P	04/03/09	08/04/09	3,186		2,669	517	517
11 Activision Blizzard Inc	P	04/09/09	08/04/09	130		127	2	2
3 Activision Blizzard Inc	P	04/09/09	08/04/09	35		35	1	1
279 Activision Blizzard Inc	P	04/09/09	08/04/09	3,270		3,229	40	40
118 Emerson Electric	P	04/13/09	08/04/09	4,232		3,554	677	677
79 Intel Corp	P	04/23/09	08/04/09	1,518		1,222	297	297
135 Staples, Inc	P	04/28/09	08/04/09	2,865		2,893	(28)	(28)

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Part IV Schedule of Capital Gains and Losses for Tax on Investment Income

35-6016402

Quantity	HOW ACQUIRED PURCHASE(P) DONATION(D)	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	DEPR ALL	COST OR OTHER BASIS PLUS EXP OF SALE	GAIN OR (LOSS)	(i)
						(g)		
62 J C Penney Co , Inc	P	04/30/09	08/04/09	1,910		1,921	(11)	(11)
77 Thermo Fisher Scientific Inc	P	04/30/09	08/04/09	3,512		2,737	775	775
228 Dow Chemical Co	P	05/06/09	08/04/09	5,171		3,773	1,398	1,398
46 Freeport-McMoran Copper & Gold	P	05/06/09	08/04/09	2,967		2,272	695	695
490 Comcast Corp	P	05/07/09	08/04/09	7,531		6,869	663	663
257 Dish Network Corp	P	05/07/09	08/04/09	4,698		3,773	925	925
85 Wells Fargo & Co	P	05/08/09	08/04/09	2,229		1,997	232	232
191 Ford Motor Co	P	05/12/09	08/04/09	1,610		907	703	703
3 Google Inc	P	05/15/09	08/04/09	1,350		1,174	176	176
735 Bank of America Corp	P	05/19/09	08/04/09	11,480		7,240	4,241	4,241
93 TJX Companies	P	06/02/09	08/04/09	3,368		2,430	938	938
211 Weatherford International	P	06/23/09	08/04/09	4,036		4,051	(15)	(15)
40 Schlumberger Ltd	P	06/25/09	08/04/09	2,234		2,151	83	83
27 Genzyme Corp	P	07/27/09	08/04/09	1,359		1,447	(88)	(88)
400 Oil Service Holders Trust	P	06/16/09	8/4/2009	42,314		43,849	(1,535)	(1,535)
16 Visa Inc	P	10/06/08	08/05/09	1,090		723	367	367
11 Visa Inc	P	10/06/08	08/05/09	751		497	254	254
1,200 Technology Select Index	P	06/01/09	8/6/2009	23,327		21,576	1,751	1,751
20 Activision Blizzard Inc	P	04/09/09	08/07/09	251		232	19	19
2 Activision Blizzard Inc	P	05/15/09	08/07/09	25		23	2	2
2 Activision Blizzard Inc	P	05/15/09	08/07/09	25		23	2	2
11 Activision Blizzard Inc	P	05/15/09	08/07/09	138		127	11	11
47 Dow Chemical Co	P	05/06/09	08/10/09	1,050		778	272	272
12 Dow Chemical Co	P	05/07/09	08/10/09	269		199	71	71
36 Dow Chemical Co	P	05/08/09	08/10/09	802		596	207	207
11 Activision Blizzard Inc	P	05/15/09	08/10/09	135		127	8	8
100000 Intl Fin Fac For Immun Co 5%	P	05/21/09	08/07/09	106,208		107,651	(1,443)	(1,443)
32 Dow Chemical Co	P	06/02/09	08/10/09	717		530	188	188
14 Hess Corp	P	12/12/08	08/12/09	749		793	(44)	(44)
21 Hess Corp	P	12/12/08	08/12/09	1,115		1,190	(74)	(74)
9 Nike Class-B	P	02/05/09	08/17/09	501		424	77	77
10 Visa Inc	P	10/06/08	08/18/09	669		452	217	217
26 Visa Inc	P	10/06/08	08/18/09	1,743		1,175	568	568
33 Nike Class-B	P	02/05/09	08/18/09	1,833		1,554	278	278
38 Nike Class-B	P	02/12/09	08/19/09	2,140		1,790	350	350
6 Activision Blizzard Inc	P	05/15/09	08/19/09	72		69	3	3
30 Activision Blizzard Inc	P	05/15/09	08/19/09	363		347	16	16
26 Activision Blizzard Inc	P	05/15/09	08/20/09	314		301	13	13
21 Activision Blizzard Inc	P	05/15/09	08/20/09	254		243	11	11
7 Activision Blizzard Inc	P	05/15/09	08/20/09	85		81	4	4
34 Activision Blizzard Inc	P	05/15/09	08/21/09	415		394	21	21
6 Activision Blizzard Inc	P	05/15/09	08/21/09	73		69	4	4
23 Procter & Gamble Co	P	02/25/09	08/24/09	1,224		1,149	75	75
106 Procter & Gamble Co	P	02/25/09	08/24/09	5,659		5,296	363	363
1 Activision Blizzard Inc	P	05/15/09	08/24/09	12		12	1	1
7 Activision Blizzard Inc	P	05/15/09	08/24/09	86		81	5	5
18 Activision Blizzard Inc	P	05/15/09	08/25/09	215		208	7	7
7 Google, Inc	P	05/15/09	09/10/09	3,252		2,740	512	512
44 Oracle Corp	P	03/24/09	09/11/09	1,005		810	195	195
113 Weatherford Int	P	05/15/09	09/11/09	2,470		2,170	300	300
51 Weatherford Int	P	05/15/09	09/11/09	1,115		979	136	136
100 Weatherford Int	P	05/15/09	09/11/09	2,192		1,920	272	272
36 Waste Management Inc	P	03/17/09	09/14/09	1,095		1,282	(187)	(187)
24 Oracle Corp	P	03/24/09	09/14/09	545		442	103	103

Quantity	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	DEPR ALL	COST OR OTHER BASIS PLUS EXP OF SALE	GAIN OR (LOSS)	(l)
	PURCHASE(P) DONATION(D)					(g)		
	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
26 Oracle Corp	P	04/21/09	09/14/09	593		479	114	114
6 Oracle Corp	P	04/21/09	09/14/09	136		110	26	26
49 Weatherford Int	P	06/23/09	09/14/09	1,061		941	120	120
92 Weatherford Int	P	06/23/09	09/14/09	1,983		1,766	217	217
29 Weatherford Int	P	06/23/09	09/14/09	627		557	70	70
12 Thermo Fisher Scientific	P	04/30/09	09/15/09	551		427	125	125
4 Thermo Fisher Scientific	P	04/30/09	09/15/09	183		142	41	41
1 Thermo Fisher Scientific	P	04/30/09	09/15/09	46		36	10	10
83 Oracle Corp	P	04/03/09	09/16/09	1,842		1,528	314	314
1 Activision Blizzard Inc	P	04/09/09	09/16/09	12		12	(0)	(0)
1 Activision Blizzard Inc	P	04/09/09	09/16/09	12		12	(0)	(0)
82 Activision Blizzard Inc	P	04/09/09	09/16/09	947		949	(2)	(2)
1 Activision Blizzard Inc	P	04/09/09	09/16/09	12		12	(0)	(0)
58 Oracle Corp	P	04/22/09	09/16/09	1,278		1,068	211	211
58 Oracle Corp	P	04/22/09	09/16/09	1,283		1,068	215	215
6 Thermo Fisher Scientific	P	04/30/09	09/16/09	275		213	62	62
1 Thermo Fisher Scientific	P	04/30/09	09/16/09	46		36	10	10
27 Activision Blizzard Inc	P	04/09/09	09/17/09	321		313	9	9
4 Thermo Fisher Scientific	P	04/30/09	09/17/09	183		142	41	41
12 Activision Blizzard Inc	P	04/09/09	09/18/09	143		139	4	4
20 Thermo Fisher Scientific	P	04/30/09	09/18/09	900		711	189	189
1 Thermo Fisher Scientific	P	04/30/09	09/18/09	45		36	10	10
112 Morgan Stanley	P	03/05/09	09/21/09	3,552		4,065	(513)	(513)
9 Thermo Fisher Scientific	P	04/30/09	09/24/09	403		320	83	83
30 Thermo Fisher Scientific	P	04/30/09	09/25/09	1,322		1,066	256	256
12 Thermo Fisher Scientific	P	04/30/09	09/25/09	534		427	108	108
3 Thermo Fisher Scientific	P	04/30/09	09/25/09	133		107	27	27
280 Ishares TR	P	08/07/09	09/25/09	15,162		14,322	840	840
5 Thermo Fisher Scientific	P	04/30/09	09/28/09	221		178	44	44
12 Thermo Fisher Scientific	P	04/30/09	09/28/09	531		427	105	105
13 Thermo Fisher Scientific	P	04/30/09	09/28/09	574		462	112	112
24 Range Resources	P	11/04/08	09/29/09	1,193		862	331	331
6 Thermo Fisher Scientific	P	04/30/09	09/29/09	264		213	51	51
2 Thermo Fisher Scientific	P	04/30/09	09/29/09	88		71	17	17
2 Thermo Fisher Scientific	P	04/30/09	09/29/09	87		71	16	16
3 Thermo Fisher Scientific	P	04/30/09	09/29/09	131		107	24	24
6 Thermo Fisher Scientific	P	04/30/09	09/29/09	260		213	47	47
4 Thermo Fisher Scientific	P	04/30/09	09/29/09	174		142	32	32
57 Range Resources	P	11/21/08	09/30/09	2,829		2,047	782	782
1 Thermo Fisher Scientific	P	04/30/09	09/30/09	43		36	8	8
1 Thermo Fisher Scientific	P	04/30/09	09/30/09	43		36	8	8
50 Range Resources Corp	P	11/14/08	10/01/09	2,398		1,795	603	603
40 Comcast Corp	P	03/03/09	10/01/09	628		561	67	67
36 Comcast Corp	P	03/03/09	10/01/09	568		505	64	64
31 Range Resources Corp	P	12/30/08	10/02/09	1,456		1,113	343	343
11 Comcast Corp	P	04/07/09	10/05/09	169		154	14	14
78 Comcast Corp	P	04/07/09	10/05/09	1,197		1,093	103	103
35 Comcast Corp	P	04/07/09	10/06/09	539		491	48	48
32 Comcast Corp	P	04/07/09	10/06/09	492		449	43	43
20 Transocean Ltd	P	02/23/09	10/07/09	1,740		1,263	477	477
34 Hess Corp	P	05/12/09	10/07/09	1,850		1,926	(76)	(76)
8 TJX Companies	P	06/03/09	10/07/09	303		209	94	94
28 Freeport-Mcmoran Copper	P	05/06/09	10/08/09	2,089		1,383	707	707
8 TJX Companies	P	06/03/09	10/08/09	308		209	99	99

990-PF (2009) William B. Stokely, Jr. Foundation
Part IV Schedule of Capital Gains and Losses for Tax on Investment Income

35-6016402

Quantity	HOW	DATE	DATE	GROSS	DEPR	COST OR	GAIN OR	
	ACQUIRED					OTHER		
	PURCHASE(P)	ACQUIRED	SOLD	SALES	ALL	PLUS EXP	(LOSS)	
	DONATION(D)			PRICE		OF SALE		(I)
	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
162 Intel Corp	P	04/23/09	10/09/09	3,266		2,506	761	761
40 Waste Management Inc	P	03/18/09	10/12/09	1,149		1,119	31	31
14 Morgan Stanley	P	12/15/08	10/13/09	438		205	233	233
4 Transocean Ltd	P	02/20/09	10/13/09	352		253	99	99
11 Transocean Ltd	P	03/26/09	10/13/09	968		695	273	273
14 State Street Corp	P	05/19/09	10/13/09	752		491	261	261
29 Morgan Stanley	P	12/30/08	10/14/09	925		425	500	500
13 State Street Corp	P	04/24/09	10/14/09	688		456	232	232
121 Comcast Corp	P	03/27/09	10/15/09	1,848		1,696	151	151
43 Comcast Corp	P	05/27/09	10/15/09	659		603	56	56
43 Comcast Corp	P	05/27/09	10/15/09	657		603	55	55
45 Transocean Ltd	P	01/14/09	10/16/09	4,099		2,842	1,257	1,257
36 Comcast Corp	P	03/02/09	10/16/09	547		505	42	42
36 Comcast Corp	P	03/02/09	10/16/09	546		505	42	42
72 Comcast Corp	P	03/02/09	10/16/09	1,096		1,009	86	86
83 Comcast Corp	P	05/27/09	10/16/09	1,263		1,163	100	100
76 Comcast Corp	P	03/27/09	10/19/09	1,165		1,065	99	99
96 Comcast Corp	P	03/27/09	10/19/09	1,480		1,346	135	135
127 Comcast Corp	P	04/07/09	10/19/09	1,954		1,780	174	174
49 Comcast Corp	P	04/07/09	10/20/09	752		687	65	65
104 Morgan Stanley	P	12/15/08	10/21/09	3,616		1,523	2,093	2,093
22 State Street Corp	P	05/19/09	10/21/09	1,029		771	258	258
20 Devon Energy Corp	P	05/12/09	10/22/09	1,385		1,346	39	39
7 State Street Corp	P	05/19/09	10/22/09	325		245	79	79
21 Becton Dickinson & Co	P	11/06/08	10/23/09	1,418		1,421	(3)	(3)
11 Activision Blizzard Inc	P	04/09/09	10/23/09	134		127	7	7
16 Activision Blizzard Inc	P	05/15/09	10/23/09	195		185	10	10
161 Activision Blizzard Inc	P	06/04/09	10/23/09	1,953		1,864	89	89
41 Activision Blizzard Inc	P	06/08/09	10/23/09	500		475	25	25
29 Becton Dickinson & Co	P	11/06/08	10/26/09	1,959		1,962	(3)	(3)
174 Wells Fargo & Co	P	05/08/09	10/27/09	4,912		4,088	824	824
2 Freeport-Mcmoran Copper	P	05/11/09	10/27/09	155		99	56	56
15 Freeport-Mcmoran Copper	P	05/11/09	10/27/09	1,166		741	425	425
34 Genzyme Corp	P	07/27/09	10/27/09	1,773		1,823	(50)	(50)
21 Genzyme Corp	P	07/27/09	10/27/09	1,092		1,126	(34)	(34)
2 Genzyme Corp	P	07/27/09	10/27/09	104		107	(3)	(3)
31 United States Steel Corp	P	08/10/09	10/27/09	1,153		1,379	(226)	(226)
2 United States Steel Corp	P	08/12/09	10/27/09	74		89	(15)	(15)
11 Kohl's Corp	P	08/17/09	10/27/09	640		565	75	75
7 Kohl's Corp	P	08/17/09	10/27/09	407		360	48	48
4 Kohl's Corp	P	08/17/09	10/27/09	233		205	27	27
16 Kohl's Corp	P	08/17/09	10/27/09	930		822	108	108
74 Hess Corp	P	12/18/08	10/28/09	4,042		4,192	(150)	(150)
8 United States Steel Corp	P	08/07/09	10/28/09	289		356	(67)	(67)
46 Hess Corp	P	12/11/08	10/29/09	2,559		2,606	(47)	(47)
52 Kohl's Corp	P	08/17/09	10/29/09	3,033		2,671	362	362
2750 Ishares TR	P	08/07/09	11/09/09	149,431		140,360	9,071	9,071
37 Monsanto Co	P	10/27/09	11/11/09	2,792		2,637	155	155
10 Devon Energy Corp	P	05/06/09	11/12/09	676		673	3	3
44 The Home Depot, Inc	P	04/23/09	11/16/09	1,214		1,232	(18)	(18)
2 Newell Rubbermaid Inc	P	09/22/09	11/16/09	30		31	(1)	(1)
9 Newell Rubbermaid Inc	P	10/28/09	11/16/09	133		138	(6)	(6)
11 Newfield Exploration	P	10/06/09	11/17/09	483		470	13	13
11 Newell Rubbermaid Inc	P	10/20/09	11/17/09	161		169	(8)	(8)

Quantity	HOW ACQUIRED PURCHASE(P) DONATION(D)	DATE ACQUIRED (c)	DATE SOLD (d)	GROSS SALES PRICE (e)	DEPR ALL (f)	COST OR OTHER BASIS PLUS EXP OF SALE (g)	GAIN OR (LOSS) (h)	(i)
10	Newell Rubbermaid Inc	P	10/30/09	11/17/09	146	154	(7)	(7)
7	Newell Rubbermaid Inc	P	11/02/09	11/17/09	103	107	(5)	(5)
20	Newfield Exploration	P	11/11/09	11/18/09	880	854	26	26
4	Devon Energy Corp	P	06/11/09	11/19/09	277	269	8	8
14	Devon Energy Corp	P	08/05/09	11/19/09	969	943	26	26
27	Devon Energy Corp	P	05/06/09	11/23/09	1,834	1,818	16	16
57	Devon Energy Corp	P	05/06/09	11/23/09	3,907	3,837	70	70
43	Viacom Inc	P	10/14/09	11/24/09	1,309	1,071	238	238
27	Viacom Inc	P	10/15/09	11/24/09	820	672	148	148
21	Viacom Inc	P	09/11/09	12/01/09	630	523	107	107
64	Halliburton Co	P	09/11/09	12/02/09	1,848	1,775	73	73
47	The Home Depot	P	04/23/09	12/04/09	1,319	1,316	3	3
25	Viacom Inc	P	10/14/09	12/04/09	746	622	123	123
84	Netapp Inc	P	10/20/09	12/09/09	2,807	2,413	394	394
22	Netapp Inc	P	10/20/09	12/09/09	735	632	103	103
31	Lam Research Corp	P	09/15/09	12/11/09	1,183	1,075	108	108
14	Everest RE Group	P	07/07/09	12/14/09	1,180	1,211	(31)	(31)
16	Viacom Inc	P	09/14/09	12/14/09	486	398	88	88
23	Lam Research Corp	P	09/15/09	12/14/09	880	797	83	83
10	JC Penney Co , Inc	P	04/30/09	12/15/09	277	319	(42)	(42)
2	JC Penney Co , Inc	P	04/30/09	12/15/09	55	64	(9)	(9)
1	JC Penney Co , Inc	P	04/30/09	12/15/09	28	32	(4)	(4)
21	Monsanto Co	P	10/27/09	12/15/09	1,721	1,497	224	224
26	JC Penney Co , Inc	P	05/04/09	12/16/09	725	830	(106)	(106)
9	JC Penney Co , Inc	P	05/06/09	12/16/09	247	287	(40)	(40)
10	Monsanto Co	P	10/28/09	12/16/09	821	713	109	109
25	TJX Companies	P	03/04/09	12/17/09	916	653	263	263
7	JC Penney Co , Inc	P	04/30/09	12/18/09	189	223	(34)	(34)
4	Viacom Inc	P	09/15/09	12/21/09	121	100	22	22
34	JC Penney Co , Inc	P	10/07/09	12/21/09	936	1,086	(150)	(150)
12	JC Penney Co , Inc	P	10/07/09	12/22/09	330	383	(53)	(53)
21	JC Penney Co , Inc	P	10/22/09	12/22/09	582	670	(89)	(89)
16	JC Penney Co , Inc	P	04/30/09	12/23/09	438	511	(73)	(73)
1	JC Penney Co , Inc	P	04/30/09	12/23/09	28	32	(4)	(4)
1	JC Penney Co , Inc	P	04/30/09	12/23/09	27	32	(5)	(5)
30	Chevron Corp	P	10/29/09	12/23/09	2,312	2,301	12	12
7	JC Penney Co , Inc	P	04/30/09	12/24/09	189	223	(34)	(34)
4	Chevron Corp	P	10/29/09	12/24/09	309	307	3	3
23	JC Penney Co , Inc	P	04/30/09	12/28/09	628	734	(107)	(107)
Stocks held less than 1 year				899,249		926,318	(27,069)	(27,069)
Stocks held longer than 1 year								
5	Supervalu Inc	P	01/08/07	01/02/09	75	177	(103)	(103)
19	Supervalu Inc	P	02/01/07	01/02/09	282	673	(391)	(391)
20	Supervalu Inc	P	02/06/07	01/05/09	298	709	(411)	(411)
14	Supervalu Inc	P	01/08/07	01/06/09	211	496	(286)	(286)
4	Supervalu Inc	P	01/24/07	01/06/09	60	142	(82)	(82)
5685	1 GS Structured US Equity	P	05/04/05	01/07/09	100,000	161,455	(61,455)	(61,455)
39	Supervalu Inc	P	01/25/07	01/07/09	639	1,382	(743)	(743)
56	Supervalu Inc	P	01/31/07	01/07/09	906	1,985	(1,079)	(1,079)
34	Waste Management Inc	P	11/08/07	01/07/09	1,110	1,165	(55)	(55)
8	Supervalu Inc	P	01/05/07	01/08/09	142	284	(141)	(141)
43	Supervalu Inc	P	01/08/07	01/08/09	761	1,524	(763)	(763)

Quantity	HOW ACQUIRED				GROSS SALES PRICE	DEPR ALL	COST OR OTHER BASIS		GAIN OR (LOSS)	(l)
	PURCHASE(P) DONATION(D)	DATE ACQUIRED	DATE SOLD	PLUS EXP OF SALE						
								(b)		
24	Time Warner Inc	P	06/19/03	01/09/09	246		428	(182)	(182)	
79	Time Warner Inc	P	07/22/03	01/09/09	807		1,409	(602)	(602)	
57	Time Warner Inc	P	10/14/03	01/09/09	583		1,016	(433)	(433)	
25	Supervalu Inc	P	01/31/07	01/09/09	438		886	(448)	(448)	
23	Genentech Inc	P	11/09/07	01/09/09	1,989		1,794	195	195	
10	Genentech Inc	P	11/09/07	01/09/09	863		780	83	83	
131	Sprint Nextel Corp	P	01/02/08	01/09/09	347		1,654	(1,307)	(1,307)	
50	Sprint Nextel Corp	P	01/02/08	01/09/09	134		631	(498)	(498)	
51	Sprint Nextel Corp	P	01/02/08	01/09/09	137		644	(508)	(508)	
74	Sprint Nextel Corp	P	01/02/08	01/09/09	198		935	(737)	(737)	
88	Williams Companies Inc	P	07/28/05	01/14/09	1,244		2,014	(770)	(770)	
24	Williams Companies Inc	P	07/28/05	01/14/09	342		549	(207)	(207)	
27	Time Warner Inc	P	10/14/03	01/15/09	246		481	(235)	(235)	
45	Time Warner Inc	P	10/14/03	01/15/09	409		802	(393)	(393)	
107	Williams Companies Inc	P	07/28/05	01/20/09	1,396		2,448	(1,052)	(1,052)	
48	Williams Companies Inc	P	07/28/05	01/21/09	636		1,098	(463)	(463)	
80	Bank of America Corp	P	12/22/03	01/22/09	485		3,391	(2,906)	(2,906)	
123	Citigroup Inc	P	03/30/04	01/22/09	388		4,657	(4,269)	(4,269)	
292	Citigroup Inc	P	06/10/05	01/22/09	905		11,055	(10,149)	(10,149)	
195	Bank of America Corp	P	09/15/06	01/22/09	1,132		8,266	(7,134)	(7,134)	
81	Hewlett-Packard Co	P	09/22/06	01/22/09	2,811		3,313	(501)	(501)	
30	Hess Corp	P	07/10/07	01/22/09	1,653		1,670	(17)	(17)	
11	Hess Corp	P	08/10/07	01/22/09	606		612	(6)	(6)	
21	Hess Corp	P	08/10/07	01/27/09	1,260		1,169	91	91	
43	Hess Corp	P	08/10/07	01/27/09	2,584		2,393	191	191	
17	Hess Corp	P	08/10/07	01/30/09	969		946	23	23	
4280	2 GS Real Estate Class A	P	05/04/05	02/02/09	33,000		70,494	(37,494)	(37,494)	
958	26 GS Small Cap Value	P	12/08/05	02/02/09	22,682		32,422	(9,740)	(9,740)	
23	Hess Corp	P	10/31/07	02/03/09	1,265		1,280	(15)	(15)	
74	Hewlett-Packard	P	01/12/07	02/09/09	2,679		3,026	(348)	(348)	
29	Hewlett-Packard	P	01/12/07	02/09/09	1,051		1,186	(135)	(135)	
36	Hewlett-Packard	P	02/22/07	02/09/09	1,306		1,472	(167)	(167)	
37	Hewlett-Packard	P	02/22/07	02/09/09	1,341		1,513	(173)	(173)	
151	British Sky Broadcasting Group	P	06/30/05	02/11/09	4,015		5,914	(1,898)	(1,898)	
49	Koninklijke Ahold NV	P	06/30/05	02/11/09	543		523	20	20	
4	Newell Rubbermaid Inc	P	06/01/05	02/12/09	31		93	(62)	(62)	
46	Newell Rubbermaid Inc	P	06/02/05	02/12/09	358		1,073	(716)	(716)	
11	Koninklijke Ahold NV	P	06/30/05	02/12/09	121		117	4	4	
46	Koninklijke Ahold NV	P	06/30/05	02/12/09	510		491	19	19	
492	Koninklijke Ahold NV	P	06/30/05	02/12/09	5,448		5,254	194	194	
27	Newell Rubbermaid Inc	P	06/03/05	02/13/09	208		630	(422)	(422)	
15	Newell Rubbermaid Inc	P	06/07/05	02/13/09	115		350	(235)	(235)	
5	Newell Rubbermaid Inc	P	06/14/05	02/13/09	39		117	(78)	(78)	
9	Newell Rubbermaid Inc	P	06/14/05	02/17/09	66		210	(144)	(144)	
37	Newell Rubbermaid Inc	P	06/14/05	02/17/09	272		863	(591)	(591)	
53	Newell Rubbermaid Inc	P	10/04/05	02/17/09	388		1,236	(848)	(848)	
75	Newell Rubbermaid Inc	P	10/05/05	02/18/09	521		1,750	(1,229)	(1,229)	
10	Newell Rubbermaid Inc	P	10/05/05	02/18/09	71		233	(163)	(163)	
17	Newell Rubbermaid Inc	P	12/21/05	02/19/09	112		397	(285)	(285)	
8	Newell Rubbermaid Inc	P	12/21/05	02/19/09	54		187	(132)	(132)	
111	Sprint Nextel Corp	P	10/26/06	02/19/09	377		1,382	(1,005)	(1,005)	
22	Sprint Nextel Corp	P	10/26/06	02/19/09	75		274	(199)	(199)	
4	Baxter International Inc	P	05/05/03	02/20/09	232		206	25	25	
23	Newell Rubbermaid Inc	P	12/21/05	02/20/09	145		537	(391)	(391)	

Quantity	HOW	DATE	DATE	GROSS	DEPR	COST OR	GAIN OR	
	ACQUIRED					OTHER		
	PURCHASE(P)	ACQUIRED	SOLD	SALES	ALL	PLUS EXP	(LOSS)	
	DONATION(D)	(c)	(d)	PRICE	(f)	OF SALE	(h)	(i)
28	P	05/30/06	02/20/09	1,616		1,445	171	171
119	P	11/03/06	02/20/09	365		1,482	(1,117)	(1,117)
91	P	08/17/07	02/20/09	1,774		2,838	(1,063)	(1,063)
119	P	07/28/05	02/23/09	1,306		2,723	(1,417)	(1,417)
3	P	12/21/05	02/23/09	19		70	(51)	(51)
12	P	10/26/06	02/23/09	41		149	(109)	(109)
177	P	11/03/06	02/23/09	598		2,204	(1,606)	(1,606)
2	P	08/17/07	02/23/09	40		62	(23)	(23)
2	P	08/17/07	02/23/09	40		62	(23)	(23)
75	P	10/05/05	02/24/09	461		1,750	(1,289)	(1,289)
65	P	02/27/07	02/24/09	220		809	(589)	(589)
16	P	08/17/07	02/24/09	313		499	(186)	(186)
5	P	08/17/07	02/24/09	98		156	(58)	(58)
24	P	01/02/08	02/24/09	81		299	(217)	(217)
75	P	10/21/05	02/25/09	440		1,750	(1,310)	(1,310)
45	P	08/17/07	02/25/09	876		1,403	(527)	(527)
3	P	08/17/07	02/25/09	58		94	(35)	(35)
12	P	08/17/07	02/25/09	233		374	(141)	(141)
25	P	06/14/05	02/26/09	143		583	(440)	(440)
28	P	06/14/05	02/26/09	165		653	(489)	(489)
49	P	08/17/07	02/26/09	944		1,528	(584)	(584)
32	P	08/17/07	02/26/09	616		998	(382)	(382)
18	P	08/17/07	02/27/09	104		420	(316)	(316)
8	P	08/17/07	02/27/09	154		249	(95)	(95)
133	P	08/17/07	02/27/09	2,543		4,147	(1,605)	(1,605)
21	P	02/12/08	02/27/09	51		208	(156)	(156)
13	P	10/03/05	03/02/09	68		303	(235)	(235)
41	P	08/17/07	03/02/09	759		1,278	(519)	(519)
14	P	08/18/07	03/02/09	261		437	(175)	(175)
6690	P	05/04/05	03/03/09	37,000		110,197	(73,197)	(73,197)
35	P	10/03/05	03/03/09	174		817	(642)	(642)
5	P	10/03/05	03/03/09	25		117	(91)	(91)
4	P	08/17/07	03/03/09	73		125	(52)	(52)
36253	P	05/04/05	03/04/09	506,821		1,029,531	(522,710)	(522,710)
5	P	10/03/05	03/04/09	25		117	(91)	(91)
2	P	10/03/05	03/04/09	10		47	(37)	(37)
335	P	06/26/07	03/04/09	2,140		7,847	(5,708)	(5,708)
24	P	08/17/07	03/04/09	439		748	(309)	(309)
7	P	10/03/05	03/05/09	34		163	(129)	(129)
4	P	10/03/05	03/06/09	19		93	(74)	(74)
4	P	10/03/05	03/06/09	19		93	(75)	(75)
14	P	10/03/05	03/06/09	65		327	(261)	(261)
3	P	08/17/07	03/06/09	54		94	(40)	(40)
5	P	11/08/07	03/06/09	449		390	59	59
12	P	11/09/07	03/06/09	1,077		936	141	141
8	P	11/09/07	03/06/09	719		624	95	95
6	P	11/09/07	03/06/09	539		468	71	71
28	P	11/09/07	03/06/09	2,520		2,184	336	336
7	P	10/03/05	03/09/09	32		163	(131)	(131)
16	P	10/03/05	03/10/09	75		373	(299)	(299)
15	P	10/03/05	03/10/09	72		350	(278)	(278)
67	P	08/17/07	03/10/09	1,194		2,089	(895)	(895)
12	P	09/26/07	03/10/09	91		214	(123)	(123)
471	P	09/26/07	03/10/09	3,596		8,399	(4,803)	(4,803)

Quantity	HOW ACQUIRED PURCHASE(P) DONATION(D)	DATE ACQUIRED (c)	DATE SOLD (d)	GROSS SALES PRICE (e)	DEPR ALL (f)	COST OR OTHER BASIS PLUS EXP OF SALE (g)	GAIN OR (LOSS) (h)	(i)
6	Newell Rubbermaid Inc	P	10/03/05	03/11/09	29	140	(111)	(111)
22	Unilever NV	P	08/17/07	03/11/09	396	686	(290)	(290)
33	JP Morgan Chase	P	10/22/03	03/12/09	720	1,198	(478)	(478)
8	Newell Rubbermaid Inc	P	10/03/05	03/12/09	41	187	(145)	(145)
2	Newell Rubbermaid Inc	P	10/03/05	03/12/09	10	47	(37)	(37)
9	Newell Rubbermaid Inc	P	10/03/05	03/12/09	46	210	(164)	(164)
98	JP Morgan Chase	P	02/14/06	03/12/09	2,128	3,557	(1,428)	(1,428)
72	Unilever NV	P	08/17/07	03/12/09	1,304	2,245	(942)	(942)
8	Newell Rubbermaid Inc	P	10/03/05	03/13/09	44	187	(143)	(143)
32	Unilever NV	P	08/17/07	03/13/09	586	998	(412)	(412)
58	Unilever NV	P	08/17/07	03/16/09	1,093	1,809	(715)	(715)
5	Newell Rubbermaid Inc	P	10/03/05	03/17/09	31	117	(85)	(85)
3	Newell Rubbermaid Inc	P	10/03/05	03/18/09	20	70	(50)	(50)
4	Newell Rubbermaid Inc	P	10/03/05	03/18/09	26	93	(67)	(67)
286	Sprint Nextel Corp	P	10/26/06	03/23/09	1,054	3,561	(2,507)	(2,507)
132	Sprint Nextel Corp	P	11/03/06	03/23/09	488	1,643	(1,156)	(1,156)
40	Sprint Nextel Corp	P	11/03/06	03/23/09	147	498	(351)	(351)
9	Sprint Nextel Corp	P	11/06/06	03/23/09	33	112	(79)	(79)
88	Sprint Nextel Corp	P	08/10/07	03/24/09	325	1,096	(771)	(771)
52	Devon Energy Corp	P	05/04/07	03/26/09	2,554	3,583	(1,029)	(1,029)
48	Time Warner Inc	P	10/18/04	03/27/09	409	856	(446)	(446)
53	Devon Energy Corp	P	05/04/07	03/27/09	2,430	3,652	(1,222)	(1,222)
140	Eksportfinans ASA	P	02/04/08	03/27/09	140,000	140,929	(929)	(929)
43	JP Morgan Chase	P	03/23/04	03/30/09	1,097	1,561	(464)	(464)
20	JP Morgan Chase	P	02/14/06	03/30/09	516	726	(210)	(210)
15	Visa Inc	P	03/25/08	03/30/09	803	821	(18)	(18)
17	Visa Inc	P	03/25/08	03/30/09	907	930	(23)	(23)
	ciI - Time Warner	P	10/18/04	03/31/09	19	0	19	19
9	Hewlett-Packard Co	P	02/23/07	04/03/09	308	314	(6)	(6)
49	Hewlett-Packard Co	P	02/23/07	04/03/09	1,679	1,711	(32)	(32)
95	Sumco Corp	P	12/18/07	04/06/09	2,736	5,964	(3,227)	(3,227)
127	Time Warner Cable	P	09/27/07	04/07/09	3,298	0	3,298	3,298
20	Partnerre Ltd Bermuda	P	08/16/02	04/13/09	1,359	1,062	297	297
24	Everest RE Group Ltd	P	11/30/04	04/13/09	1,809	2,123	(315)	(315)
20	Wal Mart Stores Inc	P	04/08/08	04/14/09	1,018	1,094	(76)	(76)
7	Wal Mart Stores Inc	P	04/08/08	04/14/09	357	383	(26)	(26)
19	Everest RE Group Ltd	P	01/25/06	04/15/09	1,427	1,681	(254)	(254)
9	AT&T Inc	P	02/05/07	04/23/09	227	289	(62)	(62)
37	AT&T Inc	P	02/05/07	04/23/09	939	1,189	(250)	(250)
28	AT&T Inc	P	02/05/07	04/23/09	711	900	(189)	(189)
51	Visa Inc	P	03/25/08	04/23/09	2,970	2,304	666	666
13	Visa Inc	P	03/25/08	04/24/09	767	587	179	179
5	PG&E Corp	P	08/16/07	04/27/09	188	224	(36)	(36)
11	PG&E Corp	P	08/16/07	04/28/09	415	492	(77)	(77)
27	PG&E Corp	P	08/16/07	04/28/09	1,021	1,209	(187)	(187)
4	Waste Management Inc	P	12/11/06	04/30/09	107	128	(21)	(21)
40	JP Morgan Chase	P	10/22/03	05/01/09	1,303	1,452	(149)	(149)
4	JP Morgan Chase	P	10/23/03	05/01/09	128	145	(17)	(17)
38	Waste Management Inc	P	02/11/08	05/01/09	994	1,218	(224)	(224)
5	Waste Management Inc	P	02/11/08	05/01/09	131	160	(29)	(29)
99	Waste Management Inc	P	02/11/08	05/01/09	2,585	3,172	(587)	(587)
33	Visa Inc	P	03/25/08	05/01/09	2,161	1,491	670	670
4	Visa Inc	P	03/25/08	05/01/09	262	181	81	81
16	Air Products & Chemicals Inc	P	01/08/08	05/04/09	1,074	1,203	(129)	(129)

Quantity	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	DEPR ALL	COST OR OTHER BASIS PLUS EXP OF SALE	GAIN OR (LOSS)	(l)
	PURCHASE(P) DONATION(D)					(g)		
	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
37 Waste Management Inc	P	02/12/08	05/04/09	985		1,186	(201)	(201)
9 Wal Mart Stores Inc	P	04/18/08	05/06/09	444		492	(49)	(49)
14 Wal Mart Stores Inc	P	04/18/08	05/06/09	698		766	(68)	(68)
14 Wal Mart Stores Inc	P	04/18/08	05/06/09	688		766	(78)	(78)
27 AT&T Inc	P	03/16/07	05/07/09	692		868	(175)	(175)
166 AT&T Inc	P	03/16/07	05/07/09	4,249		5,335	(1,086)	(1,086)
28 EOG Resources	P	03/17/08	05/07/09	2,062		3,295	(1,233)	(1,233)
79 Wyeth	P	02/14/07	05/08/09	3,473		4,013	(540)	(540)
2 PG&E Corp	P	08/16/07	05/08/09	76		90	(14)	(14)
12 EOG Resources	P	05/05/08	05/11/09	881		1,412	(532)	(532)
12 Laboratory Corp of Amer	P	02/11/08	05/14/09	763		897	(134)	(134)
6 Laboratory Corp of Amer	P	02/11/08	05/14/09	380		449	(69)	(69)
2 Laboratory Corp of Amer	P	02/11/08	05/15/09	126		150	(24)	(24)
21 Laboratory Corp of Amer	P	02/11/08	05/18/09	1,301		1,570	(269)	(269)
4 EOG Resources	P	03/25/08	05/18/09	283		471	(188)	(188)
25 EOG Resources	P	03/25/08	05/18/09	1,775		2,942	(1,167)	(1,167)
21 EOG Resources	P	03/25/08	05/18/09	1,484		2,471	(987)	(987)
111 TD Ameritrade Holding Corp	P	04/07/08	05/18/09	1,785		1,813	(27)	(27)
28 Transocean Ltd	P	11/06/07	05/19/09	2,006		2,074	(67)	(67)
5 Laboratory Corp of Amer	P	02/11/08	05/19/09	311		374	(63)	(63)
1 Laboratory Corp of Amer	P	02/11/08	05/19/09	62		75	(13)	(13)
192 Koninlijke KPN NV	P	06/30/05	05/20/09	2,506		1,728	779	779
28 SAP AG	P	06/15/07	05/20/09	1,158		1,320	(162)	(162)
42 SAP AG	P	06/15/07	05/20/09	1,754		1,980	(226)	(226)
50 SAP AG	P	06/15/07	05/20/09	2,089		2,358	(269)	(269)
89 Koninlijke KPN NV	P	06/30/05	05/21/09	1,147		801	346	346
15 Laboratory Corp of Amer	P	02/11/08	05/21/09	903		1,122	(219)	(219)
21 EOG Resources	P	03/25/08	05/21/09	1,466		2,471	(1,006)	(1,006)
1 Laboratory Corp of Amer	P	02/11/08	05/22/09	60		75	(14)	(14)
100000 SEK 5% MN	P	03/11/08	05/22/09	100,000		102,962	(2,962)	(2,962)
11 Koninlijke KPN NV	P	06/30/05	05/26/09	143		99	44	44
102 Koninlijke KPN NV	P	06/30/05	05/26/09	1,344		918	426	426
158 Time Warner	P	10/18/04	05/27/09	3,636		8,452	(4,816)	(4,816)
6 Laboratory Corp of Amer	P	02/11/08	05/28/09	368		449	(80)	(80)
50 Ekportfinans ASA	P	11/04/07	05/29/09	36,194		50,000	(13,806)	(13,806)
8 Laboratory Corp of Amer	P	02/11/08	06/01/09	495		598	(104)	(104)
12 Laboratory Corp of Amer	P	02/12/08	06/02/09	747		897	(150)	(150)
59 TD Ameritrade	P	04/09/08	06/02/09	1,057		963	94	94
40 TD Ameritrade	P	04/09/08	06/03/09	714		653	60	60
13 Waste Management Inc	P	09/18/06	06/04/09	371		417	(46)	(46)
11 Laboratory Corp of Amer	P	02/26/08	06/04/09	675		823	(147)	(147)
13 Waste Management Inc	P	12/05/06	06/05/09	371		417	(46)	(46)
5 Waste Management Inc	P	12/06/06	06/05/09	143		160	(17)	(17)
25 PG&E Corp	P	08/22/07	06/18/09	954		1,119	(165)	(165)
4 Laboratory Corp of Amer	P	02/11/08	06/18/09	267		299	(32)	(32)
6 Laboratory Corp of Amer	P	02/11/08	06/19/09	402		449	(47)	(47)
14 Laboratory Corp of Amer	P	02/26/08	06/25/09	939		1,047	(107)	(107)
4 Laboratory Corp of Amer	P	02/27/08	06/26/09	268		299	(31)	(31)
6 Baxter Internationl	P	06/20/05	06/29/09	315		301	14	14
4 Laboratory Corp of Amer	P	02/12/08	06/29/09	269		299	(30)	(30)
12 Laboratory Corp of Amer	P	06/27/08	06/29/09	806		897	(91)	(91)
25 Laboratory Corp of Amer	P	02/11/08	06/30/09	1,688		1,869	(181)	(181)
2 Laboratory Corp of Amer	P	02/12/08	06/30/09	136		150	(14)	(14)
5 Laboratory Corp	P	02/12/08	07/07/09	340		374	(34)	(34)

990-PF (2009) William B. Stokely, Jr Foundation
Part IV Schedule of Capital Gains and Losses for Tax on Investment Income

35-6016402

Quantity	HOW ACQUIRED PURCHASE(P) DONATION(D)	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	DEPR ALL	COST OR OTHER BASIS PLUS EXP OF SALE	GAIN OR (LOSS)	(l)
						(g)		
9 Laboratory Corp	P	02/26/08	07/07/09	612		673	(61)	(61)
21 Philip Morris Intl	P	05/21/08	07/07/09	937		328	609	609
42 Wyeth Cmn	P	01/16/07	07/09/09	1,889		2,133	(244)	(244)
7 Johnson & Johnson	P	08/15/07	07/09/09	396		444	(48)	(48)
65 Johnson & Johnson	P	08/15/07	07/09/09	3,677		4,123	(445)	(445)
5 Laboratory Corp	P	02/26/08	07/15/09	335		374	(39)	(39)
5 Laboratory Corp	P	02/26/08	07/15/09	335		374	(39)	(39)
4 Philip Morris Intl	P	05/21/08	07/15/09	176		62	114	114
2 Laboratory Corp	P	02/27/08	07/17/09	134		150	(15)	(15)
14 Laboratory Corp	P	06/30/08	07/17/09	937		1,047	(110)	(110)
140,000 AB Svensk ExportKredit	P	01/11/08	07/27/09	137,200		140,000	(2,800)	(2,800)
101 AT&T Inc	P	03/16/07	07/28/09	2,572		3,246	(674)	(674)
3 Activision Blizzard Inc	P	05/21/08	07/29/09	34		47	(13)	(13)
6 Philip Morris Intl	P	05/21/08	07/29/09	281		94	187	187
8 Entergy Corp	P	08/16/02	07/30/09	650		472	178	178
4 Entergy Corp	P	08/16/02	07/30/09	325		236	89	89
32 Philip Morris Intl	P	05/21/08	07/30/09	1,503		500	1,003	1,003
2 Entergy Corp	P	08/16/02	08/03/09	163		118	45	45
45 Partnerre Ltd Bermuda	P	08/16/02	08/04/09	3,089		2,389	699	699
122 Entergy Corp	P	01/12/04	08/04/09	9,637		7,201	2,435	2,435
311 JPMorgan Chase & Do	P	07/19/04	08/04/09	12,396		11,288	1,108	1,108
126 Wellpoint Inc	P	04/11/06	08/04/09	6,653		7,713	(1,060)	(1,060)
75 Waste Management Inc	P	12/05/06	08/04/09	2,125		2,672	(546)	(546)
109 Wyeth Cmn	P	01/25/07	08/04/09	5,111		5,537	(426)	(426)
111 FirstEnergy Corp	P	03/23/07	08/04/09	4,622		6,363	(1,741)	(1,741)
145 Johnson Controls Inc	P	06/20/07	08/04/09	3,906		4,156	(250)	(250)
27 M&T Bank Corp	P	07/24/07	08/04/09	1,572		2,729	(1,157)	(1,157)
146 Johnson & Johnson	P	08/15/07	08/04/09	8,875		9,260	(385)	(385)
222 Unilever NV	P	08/17/07	08/04/09	6,045		6,923	(878)	(878)
57 PG&E Corp	P	08/23/07	08/04/09	2,311		2,552	(241)	(241)
129 Occidental Petroleum Corp	P	09/18/07	08/04/09	9,311		8,757	554	554
177 The Travelers Co	P	10/24/07	08/04/09	8,098		8,505	(408)	(408)
69 Everest RE Group Ltd	P	11/30/07	08/04/09	5,838		5,969	(131)	(131)
115 Prudential Financial Inc	P	12/06/07	08/04/09	5,185		5,670	(485)	(485)
162 Hewlett-Packard Co	P	01/10/08	08/04/09	7,014		5,658	1,356	1,356
137 Baxter Intern	P	01/28/08	08/04/09	7,595		6,877	718	718
264 SLM Corp	P	03/13/08	08/04/09	2,302		4,729	(2,426)	(2,426)
241 Invesco Ltd	P	03/25/08	08/04/09	4,832		5,246	(414)	(414)
31 Visa Inc	P	03/25/08	08/04/09	2,128		1,401	727	727
66 Wal Mart Stores	P	04/08/08	08/04/09	3,307		3,610	(304)	(304)
98 State Street Corp	P	04/25/08	08/04/09	5,242		3,435	1,807	1,807
1579 Sprint Nextel Corp	P	04/28/08	08/04/09	6,347		17,774	(11,426)	(11,426)
98 EOG Resources	P	05/05/08	08/04/09	7,454		10,168	(2,714)	(2,714)
163 Philip Morris Intl	P	05/21/08	08/04/09	7,667		2,546	5,121	5,121
115 Time Warner Inc	P	05/28/08	08/04/09	3,168		3,849	(681)	(681)
139 Viacom Inc	P	07/21/08	08/04/09	3,328		3,096	232	232
111 Boeing Co	P	07/27/08	08/04/09	4,869		6,442	(1,573)	(1,573)
23 M&T Bank Corp	P	08/02/07	08/06/09	1,389		2,325	(936)	(936)
33 M&T Bank Corp	P	05/05/08	08/06/09	1,959		3,336	(1,376)	(1,376)
125000 FHLB 5 250000% 6/18/2014	P	05/18/07	08/06/09	136,871		129,873	6,998	6,998
100000 FHLB 5 375% 05/18/2016	P	07/09/08	08/06/09	109,537		106,198	3,339	3,339
70000 FHLMC 63875000% 09/15/2010	P	08/18/04	08/06/09	74,645		83,059	(8,414)	(8,414)
100000 FNMA Ser Benchmar 6 000000%	P	07/10/01	08/06/09	108,202		100,267	7,935	7,935
175000 TVA 6 79%	P	10/27/05	08/06/09	196,401		194,966	1,435	1,435

Quantity		HOW	DATE	DATE	GROSS	DEPR	COST OR	GAIN OR	
		ACQUIRED					OTHER		
		PURCHASE(P) DONATION(D)	ACQUIRED	SOLD	SALES PRICE	ALL	PLUS EXP OF SALE	(LOSS)	
		(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
165000	Council of Europe Development	P	04/03/08	08/07/09	173,118		174,331	(1,212)	(1,212)
31	Novo-Nordisk A/S	P	07/19/06	08/12/09	1,858		955	903	903
5	Entergy Corp	P	05/26/04	08/18/09	394		295	99	99
2	Entergy Corp	P	11/10/05	08/19/09	160		118	42	42
5	Entergy Corp	P	11/10/05	08/19/09	399		295	104	104
3	Entergy Corp	P	04/14/03	08/20/09	239		177	62	62
2	Entergy Corp	P	04/14/03	08/20/09	159		118	41	41
2	Entergy Corp	P	04/14/03	08/21/09	162		118	44	44
5	Entergy Corp	P	04/14/03	08/21/09	404		295	109	109
20	The Travelers Co	P	10/24/07	08/25/09	969		961	8	8
3	Partnerre Ltd Bermuda	P	03/30/04	08/26/09	220		159	60	60
7	Partnerre Ltd Bermuda	P	12/21/05	08/26/09	510		372	138	138
8	Partnerre Ltd Bermuda	P	12/21/05	08/26/09	583		425	158	158
18	Partnerre Ltd Bermuda	P	12/21/05	08/26/09	1,310		956	354	354
47	Devon Energy Corp	P	03/28/07	08/26/09	2,931		3,164	(233)	(233)
10	The Travelers Co	P	10/24/07	08/26/09	481		481	0	0
7	Partnerre Ltd Bermuda	P	08/16/02	08/27/09	510		372	139	139
6	Partnerre Ltd Bermuda	P	03/30/04	08/27/09	441		319	123	123
4	Devon Energy Corp	P	02/13/07	08/27/09	246		269	(24)	(24)
6	Bayer AG	P	06/30/05	08/28/09	369		201	168	168
9	Bayer AG	P	06/30/05	08/31/09	554		301	253	253
12308	Goldman Sachs High Yield	P	10/09/02	09/10/09	80,000		90,831	(10,831)	(10,831)
62	Time Warner Inc	P	06/19/03	09/11/09	1,820		3,922	(2,102)	(2,102)
11	Waste Management Inc	P	08/29/08	09/11/09	335		392	(57)	(57)
3	Partnerre Ltd	P	08/16/02	09/14/09	223		159	63	63
12	Partnerre Ltd	P	08/16/02	09/14/09	892		637	255	255
18	Time Warner Inc	P	05/28/08	09/14/09	522		1,139	(617)	(617)
10	Time Warner Inc	P	05/28/08	09/14/09	293		633	(339)	(339)
79	Time Warner Inc	P	05/28/08	09/14/09	2,296		4,997	(2,701)	(2,701)
8	Partnerre Ltd	P	08/16/02	09/15/09	593		425	168	168
6	Partnerre Ltd	P	08/16/02	09/15/09	444		319	125	125
15	Partnerre Ltd	P	08/16/02	09/15/09	1,115		796	319	319
4	Entergy Corp	P	05/26/04	09/15/09	314		236	78	78
51	Time Warner Inc	P	05/28/08	09/15/09	1,487		3,226	(1,739)	(1,739)
8	Entergy Corp	P	05/26/04	09/16/09	635		472	163	163
9	Entergy Corp	P	11/02/05	09/16/09	715		531	184	184
16	Time Warner Inc	P	05/28/08	09/16/09	469		1,012	(543)	(543)
3	Entergy Corp	P	11/01/05	09/17/09	240		177	63	63
4	Entergy Corp	P	11/01/05	09/18/09	321		236	85	85
92	Wyeth	P	01/18/07	10/06/09	4,491		4,673	(183)	(183)
26	Hess Corp	P	07/10/07	10/06/09	1,440		1,473	(33)	(33)
29	Philip Morris Intl	P	05/21/08	10/06/09	1,444		453	991	991
24	Philip Morris Intl	P	05/22/08	10/06/09	1,193		375	818	818
2	Hess Corp	P	10/31/07	10/07/09	111		113	(2)	(2)
32	Hess Corp	P	10/31/07	10/07/09	1,751		1,813	(62)	(62)
16	Hess Corp	P	10/31/07	10/08/09	888		906	(18)	(18)
52	Waste Management Inc	P	08/27/08	10/09/09	1,488		1,454	34	34
9	Waste Management Inc	P	08/27/08	10/09/09	258		252	6	6
28	Invesco Ltd	P	12/12/07	10/13/09	636		609	27	27
6	Waste Management Inc	P	08/27/08	10/13/09	173		168	5	5
4	Philip Morris Intl	P	05/22/08	10/14/09	201		62	139	139
15	Invesco Ltd	P	08/04/08	10/14/09	348		327	22	22
6	Invesco Ltd	P	08/07/08	10/14/09	139		131	8	8
6	Philip Morris Intl	P	05/21/08	10/15/09	303		94	209	209

Part IV Schedule of Capital Gains and Losses for Tax on Investment Income

Quantity	HOW ACQUIRED PURCHASE(P) DONATION(D)	DATE ACQUIRED (c)	DATE SOLD (d)	GROSS SALES PRICE (e)	DEPR ALL (f)	COST OR OTHER BASIS PLUS EXP OF SALE (g)	GAIN OR (LOSS) (h)	(i)
5 Philip Morris Intl	P	05/21/08	10/15/09	252		78	174	174
0 Wyeth/Pfizer merger	P	01/25/07	10/16/09	4,389		4,389	0	0
1 Philip Morris Intl	P	05/21/08	10/16/09	51		16	35	35
3 Philip Morris Intl	P	05/22/08	10/16/09	153		47	106	106
6 Philip Morris Intl	P	05/22/08	10/16/09	306		94	213	213
9 Philip Morris Intl	P	05/22/08	10/19/09	460		141	320	320
4 Philip Morris Intl	P	05/22/08	10/20/09	209		62	146	146
7 Becton Dickinson & Co	P	10/22/08	10/23/09	473		474	(1)	(1)
6 Becton Dickinson & Co	P	10/22/08	10/26/09	405		406	(1)	(1)
131 Pfizer Inc	P	01/25/07	10/27/09	2,260		2,367	(107)	(107)
29 PG&E Corp	P	08/16/07	10/29/09	1,201		1,298	(97)	(97)
4 PG&E Corp	P	08/17/07	10/29/09	166		179	(14)	(14)
27 PG&E Corp	P	08/21/07	10/29/09	1,118		1,209	(91)	(91)
21 PG&E Corp	P	08/22/07	10/30/09	866		940	(74)	(74)
22 PG&E Corp	P	08/24/07	10/30/09	908		985	(77)	(77)
15 PG&E Corp	P	08/16/07	11/02/09	614		671	(58)	(58)
15 Devon Energy Corp	P	11/03/06	11/03/09	978		1,010	(32)	(32)
23 Devon Energy Corp	P	03/28/07	11/03/09	1,503		1,548	(45)	(45)
16 Devon Energy Corp	P	05/14/07	11/11/09	1,102		1,077	24	24
17 Devon Energy Corp	P	02/01/08	11/12/09	1,144		1,144	(1)	(1)
57 The Home Depot, Inc	P	09/15/08	11/16/09	1,569		1,596	(28)	(28)
23 Hewlett-Packard Co	P	09/22/06	11/17/09	1,171		824	346	346
12 Hewlett-Packard Co	P	04/13/07	11/17/09	611		430	181	181
6 Devon Energy Corp	P	05/14/07	11/23/09	412		404	8	8
15 Viacom Inc	P	07/24/08	11/24/09	457		373	83	83
28 Viacom Inc	P	07/22/08	11/25/09	850		697	153	153
3 Everest RE Group	P	12/01/04	12/01/09	256		260	(3)	(3)
4 Everest RE Group	P	12/21/05	12/01/09	340		346	(6)	(6)
10 Everest RE Group	P	02/08/07	12/01/09	851		865	(15)	(15)
96 Koninklijke Philips Electrs	P	12/17/07	12/01/09	2,771		3,115	(344)	(344)
2 Viacom Inc	P	07/21/08	12/01/09	60		50	10	10
20 Boeing Co	P	07/27/08	12/02/09	1,068		1,144	(76)	(76)
15 Boeing Co	P	09/10/08	12/02/09	805		858	(53)	(53)
5 Everest RE Group	P	10/06/08	12/02/09	426		433	(6)	(6)
9 Viacom Inc	P	10/13/08	12/02/09	271		224	47	47
1 Viacom Inc	P	07/21/08	12/03/09	30		25	5	5
18 Viacom Inc	P	11/21/08	12/03/09	537		448	89	89
107 Cadbury PLC	P	05/07/08	12/04/09	5,645		0	5,645	5,645
13 Viacom Inc	P	07/22/08	12/04/09	390		324	67	67
30 The Home Depot	P	09/15/08	12/04/09	842		840	2	2
31 The Home Depot	P	09/15/08	12/04/09	870		868	2	2
24 The Home Depot	P	09/15/08	12/04/09	674		672	2	2
24 The Home Depot	P	09/15/08	12/07/09	675		672	3	3
2 The Home Depot	P	09/15/08	12/07/09	56		56	0	0
45 Air Liquide	P	01/30/08	12/08/09	1,047		1,118	(71)	(71)
79 Air Liquide	P	01/31/08	12/09/09	1,838		1,963	(125)	(125)
58 Air Liquide	P	02/01/08	12/10/09	1,353		1,441	(88)	(88)
5 Everest RE Group	P	11/30/04	12/11/09	421		433	(12)	(12)
14 The Travelers Companies	P	10/01/08	12/11/09	710		673	37	37
2 Viacom Inc	P	10/13/08	12/11/09	62		50	12	12
44 Unilever NV	P	12/05/07	12/14/09	1,410		1,372	38	38
15 Unilever NV	P	12/05/07	12/14/09	479		468	12	12
8 Unilever NV	P	01/31/08	12/14/09	256		249	7	7
15 Exxon Mobil Corp	P	09/29/08	12/14/09	1,048		1,122	(74)	(74)

Quantity	HOW	DATE	DATE	GROSS	DEPR	COST OR	GAIN OR	
	ACQUIRED					OTHER		
	PURCHASE(P)	ACQUIRED	SOLD	SALES	ALL	BASIS	(LOSS)	(l)
	DONATION(D)	(c)	(d)	PRICE	(f)	PLUS EXP	(h)	
	(b)			(e)		OF SALE		
15 The Travelers Companies	P	10/01/08	12/14/09	761		721	40	40
29 Franklin Resources Inc	P	10/17/08	12/14/09	3,115		1,610	1,504	1,504
55 Unilever NV	P	12/05/07	12/15/09	1,774		1,715	59	59
8 Viacom Inc	P	07/21/08	12/15/09	243		199	44	44
8 Viacom Inc	P	10/13/08	12/15/09	243		199	44	44
3 Franklin Resources Inc	P	10/16/08	12/15/09	317		167	150	150
21 Unilever NV	P	08/17/07	12/16/09	685		655	30	30
12 Exxon Mobil Corp	P	10/01/08	12/16/09	832		898	(65)	(65)
30 The Travelers Companies	P	10/01/08	12/16/09	1,494		1,442	52	52
2 Exxon Mobil Corp	P	10/06/08	12/16/09	139		150	(11)	(11)
3 Viacom Inc	P	10/13/08	12/16/09	92		75	17	17
3 Viacom Inc	P	10/14/08	12/16/09	92		75	17	17
6 Viacom Inc	P	11/21/08	12/17/09	180		149	30	30
8 Viacom Inc	P	10/13/08	12/18/09	239		199	39	39
7 Viacom Inc	P	10/14/08	12/21/09	211		174	37	37
5 Viacom Inc	P	10/14/08	12/21/09	151		124	27	27
1 Viacom Inc	P	10/15/08	12/22/09	30		25	5	5
29 Viacom Inc	P	11/21/08	12/22/09	864		722	142	142
9 EOG Resources	P	05/05/08	12/23/09	889		934	(45)	(45)
10 Philip Morris Intl	P	05/22/08	12/23/09	488		156	331	331
10 EOG Resources	P	06/26/08	12/23/09	991		1,038	(47)	(47)
5 Viacom Inc	P	07/23/08	12/23/09	148		124	24	24
4 Viacom Inc	P	07/23/08	12/23/09	119		100	19	19
12 EOG Resources	P	09/14/08	12/23/09	1,188		1,245	(57)	(57)
23 Philip Morris Intl	P	05/22/08	12/24/09	1,124		359	765	765
20 Philip Morris Intl	P	05/22/08	12/24/09	977		312	665	665
7 Philip Morris Intl	P	05/22/08	12/28/09	342		109	232	232
34 Philip Morris Intl	P	05/22/08	12/28/09	1,661		531	1,130	1,130
19 EOG Resources	P	10/29/08	12/28/09	1,895		1,971	(77)	(77)
6 Philip Morris Intl	P	05/22/08	12/29/09	293		94	200	200
3 Philip Morris Intl	P	05/22/08	12/30/09	147		47	100	100
Stocks held longer than 1 year				2,456,771		3,287,753	(830,982)	(830,982)

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Part XV, Supplementary Information

Line 3a, Grants and Contributions Paid During the Year

ORGANIZATION	ADDRESS	CITY	STATE	ZIP	FNDTN STATUS	PURPOSE	AMOUNT
Alzheimer's Association	2200 Sutherland Avenue, Suite	Knoxville	TN	37919	N/A	Alzheimers Research	250
American Cancer Society	871 N. Weisgarber Road	Knoxville	TN	37909	N/A	Cancer Research	5,000
American Cancer Society	871 N. Weisgarber Road	Knoxville	TN	37909	N/A	Cancer Research	20,000
American Cancer Society	871 N. Weisgarber Road	Knoxville	TN	37909	N/A	Cancer Research	2,500
Arthritis Foundation	6504 Deane Hill Drive, Suite C	Knoxville	TN	37919	Public Fndtn	Arthritis Research	2,500
Baptist Health System - Jimani Missic	101 Blount Avenue. Suite 300	Knoxville	TN	37920	N/A	Medical Clinic Dom Rep	5,000
Berry College	Mount Berry	Mount Berry	GA	30149	N/A	Scholarship Fund	10,000
Big Brothers Big Sisters of East Tenne	4928 Homberg Drive, Su B3	Knoxville	TN	37919	N/A	Children's Services	1,000
Boys & Girls Clubs of America	5 Hanover Square, 3rd Floor	New York	NY	10004	N/A	Children's Services	300
Boys' Home Inc.	306 Boys Home Road	Covington	VA	24426	N/A	Children's Services	200
Camp Koinonia Foundation	11029 Flotilla Drive	Knoxville	TN	37934	Public Charity	Disabled Children Svcs	5,000
Charles F. Menninger Society	2801 Gessner Drive	Houston	TX	77280	N/A	Psychiatric Services	1,000
Concord Christian School	11704 Kingston Pike	Knoxville	TN	37934	N/A	Children's Education	5,000
Dogwood Arts Festival	106 W. Summit Hill Drive	Knoxville	TN	37902	N/A	Art Education	250
Dogwood Arts Festival-50th	602 S. Gay Street	Knoxville	TN	37902	N/A	Victim Support	1,000
Ducks Unlimited-Lee Congleton Merr	193 Business Park Drive, Su E	Ridgeland	MS	39157	N/A	Wetlands Conservation	250
East Tennessee Childrens Hospital (F:	P.O. Box 15010	Knoxville	TN	37901	N/A	Children's Medical Svcs	15,000
Empty Stocking Fund	P.O. Box 59038	Knoxville	TN	37950	N/A	Community Assistance	1,000
Fellowship of Christian Athletes	406 Union Avenue, Su 610	Knoxville	TN	37902	N/A	Christian Ministry	5,000
First Baptist Church - Concord	11704 Kingston Pike	Knoxville	TN	37922	N/A	Church Operations	50,000
First Baptist Church Concord	11704 Kingston Pike	Knoxville	TN	37934	N/A	Church Operations	50,000
First Baptist Church Concord	11704 Kingston Pike	Knoxville	TN	37934	N/A	Church Operations	1,000
Foothills Land Conservancy	373 Ellis Avenue	Knoxville	TN	37804	N/A	Environ. Preservation	125
Foundation for the Sevier County Pul	321 Court Avenue	Sevierville	TN	37862	Public Fndtn	Library Operations	2,500
Friends of the Great Smoky Mountai	P.O. Box 1660	Kodak	TN	37764	N/A	Land Conservation	5,000
Friends of the Great Smoky Mountai	P.O. Box 1660	Kodak	TN	37764	N/A	Land Conservation	5,000
Girl Scouts of Tanasi Council	1600 Breda Drive	Knoxville	TN	37918	N/A	Children's Education	5,000
Girl Scouts of Tanasi Council-Women	1600 Breda Drive	Knoxville	TN	37918	N/A	Children's Education	1,500
Hiwassee College	225 Hiwassee College Drive	Madisonville	TN	37354	N/A	Scholarship Program	5,000
Holy Land Christian Mission	P.O. Box 419055	Kansas City	MO	64141	N/A	Missionary Services	200
Hope Resource Center	2700 Painter Avenue	Knoxville	TN	37919	N/A	Pregnancy Assistance	2,500
Joni and Friends	P.O. Box 3333	Agoura Hills	CA	91376	N/A	Disability Ministry	15,000

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Part XV, Supplementary Information

Line 3a, Grants and Contributions Paid During the Year

ORGANIZATION	ADDRESS	CITY	STATE	ZIP	FNDTN STATUS	PURPOSE	AMOUNT
Joni and Friends Knoxville	1540 Robinson Road	Knoxville	TN	37923	N/A	Disability Ministry	10,000
Junior Achievement of East Tennessee P.O. Box 51266		Knoxville	TN	37950	N/A	Building Campaign	5,000
Juvenile Diabetes Research Foundation 4700 Rutledge Pike		Knoxville	TN	37914	Public Fndtn	Diabetes Research	2,500
Juvenile Diabetes Research Foundation 6701 Baum Drive, Su 240		Knoxville	TN	37919	Public Fndtn	Diabetes Research	5,000
Keep Knoxville Beautiful P.O. Box 385		Knoxville	TN	37901	N/A	Community Conservation	200
Knox Heritage P.O. Box 1242		Knoxville	TN	37901	N/A	Historic Preservation	100
Knoxville Botanical Garden and Arboretum 2743 Wimpole Avenue		Knoxville	TN	37914	N/A	Conservation	250
Knoxville Zoo-Lee Congleton Memorial P.O. Box 6040		Knoxville	TN	37914	N/A	Environmental Education	250
Memorial Sloan Kettering Cancer Center P.O. Box 27106		New York	NY	10087	N/A	Cancer Research	1,000
Mental Health Association of East Tennessee Conference Center Building, 6 Knoxville		Knoxville	TN	37996	N/A	Mental Health Svcs	1,500
Mercy Health Partners 101 Blount Avenue, Su. 530		Knoxville	TN	37920	N/A	Medical Services	5,000
Mercy Health Partners--Campaign Ba 101 Blount Avenue Su. 530		Knoxville	TN	37920	N/A	Medical Services	50,000
Mercy Health Partners--Campaign Ba 101 Blount Avenue, Suite 530		Knoxville	TN	37920	N/A	Medical Services	50,000
Milk Fund P.O. Box 59038		Knoxville	TN	37950	N/A	Community Assistance	1,000
Mission of Hope P.O. Box 51824		Knoxville	TN	37950	N/A	Community Ministry	1,000
Mission of Hope P.O. Box 51824		Knoxville	TN	37950	N/A	Community Ministry	5,000
National Football Foundation-Play it : P.O. Box 7001		Crossville	TN	38557	N/A	Children's Education	1,000
Renewal House P.O. Box 280356		Nashville	TN	37228	N/A	Women's Asstnce	1,000
Sequoyah Hills Presbyterian Church-13700 Keowee Avenue		Knoxville	TN	37919	N/A	Memorial	250
Tennessee Baptist Convention P.O. Box 728		Brentwood	TN	37024	N/A	Chapel Renovation Campaign	100,000
University of Tennessee - Boost Her (P. O. Box 2444		Knoxville	TN	37996	N/A	College Education	5,000
University of Tennessee - McClung N 1327 Circle Park Drive		Knoxville	TN	37996	N/A	College Education	750
University of Tennessee - Kappa Delta 600 Andy Holt Tower		Knoxville	TN	37996	N/A	College Education	5,000
University of Tennessee. Knoxville Oj 206 McClung Tower		Knoxville	TN	37996	N/A	College Education	2,503
University of Tennessee-Athletic Dep 253 Stokely Athletic Center, 17 Knoxville		Knoxville	TN	37996	N/A	College Education	100,000
University of Tennessee-College of Business 721 Stokely Management Cent Knoxville		Knoxville	TN	37996	N/A	College Education	100,000

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