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

2009

Department of the Treasury
Internal Revenue Service

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

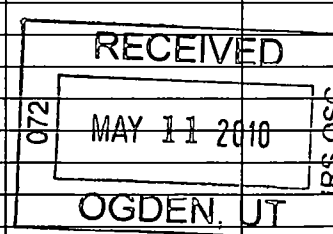
For calendar year **2009**, or tax year beginning _____, and ending _____

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 FLAGLER FOUNDATION		A Employer identification number 54-6051282	
	Number and street (or P O box number if mail is not delivered to street address) 8100 THREE CHOPT ROAD		Room/suite 125	B Telephone number (804) 285-4581
	City or town, state, and ZIP code RICHMOND, VA 23229		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 17,221,793.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		427.	427.		STATEMENT 2
4 Dividends and interest from securities		333,072.	333,072.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<1,653,541.>			STATEMENT 1
b Gross sales price for all assets on line 6a 10,518,885.					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		54,997.	44,062.		STATEMENT 4
12 Total. Add lines 1 through 11		<1,265,045.>	377,561.		
13 Compensation of officers, directors, trustees, etc		12,500.	0.		12,500.
14 Other employee salaries and wages		10,000.	5,000.		5,000.
15 Pension plans, employee benefits					
16a Legal fees STMT 5		1,596.	958.		638.
b Accounting fees STMT 6		6,140.	3,684.		2,456.
c Other professional fees STMT 7		2,747.	2,747.		0.
17 Interest					
18 Taxes STMT 8		835.	418.		417.
19 Depreciation and depletion					
20 Occupancy		3,600.	2,160.		1,440.
21 Travel, conferences, and meetings		380.	0.		380.
22 Printing and publications					
23 Other expenses STMT 9		2,765.	1,299.		1,466.
24 Total operating and administrative expenses Add lines 13 through 23		40,563.	16,266.		24,297.
25 Contributions, gifts, grants paid		803,000.			803,000.
26 Total expenses and disbursements. Add lines 24 and 25		843,563.	16,266.		827,297.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<2,108,608.>			
b Net investment income (if negative, enter -0-)			361,295.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	7,496.	22,420.	22,420.
	2 Savings and temporary cash investments	58,810.	1,821,944.	1,821,944.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	1,846,143.	1,856,749.	2,176,768.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11	16,524,605.	12,627,138.	12,495,661.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 12)	560,000.	705,000.	705,000.	
16 Total assets (to be completed by all filers)	18,997,054.	17,033,251.	17,221,793.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	560,000.	705,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	200.	5.	
23 Total liabilities (add lines 17 through 22)	560,200.	705,005.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	18,436,854.	16,328,246.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg., and equipment fund				
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	18,436,854.	16,328,246.		
31 Total liabilities and net assets/fund balances	18,997,054.	17,033,251.		

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	18,436,854.
2 Enter amount from Part I, line 27a	2	<2,108,608.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16,328,246.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,328,246.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 10,518,885.		12,172,426.	<1,653,541.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<1,653,541.>

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	<1,653,541.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,072,328.	18,923,764.	.056666
2007	1,100,091.	22,365,475.	.049187
2006	1,093,981.	21,263,228.	.051449
2005	2,347,386.	21,411,535.	.109632
2004	1,227,349.	21,908,455.	.056022

2 Total of line 1, column (d)	2	.322956
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	.064591
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	15,377,832.
5 Multiply line 4 by line 3	5	993,270.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,613.
7 Add lines 5 and 6	7	996,883.
8 Enter qualifying distributions from Part XII, line 4 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.	8	827,297.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	7,226.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	7,226.
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	7,226.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	15,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	7,774.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 7,774. Refunded <input type="checkbox"/> 0.	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
1c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> VA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ► FLAGLERFOUNDATION.ORG	13	X	
14	The books are in care of ► SANDRA BARTH Telephone no. ► (804) 285-4581 Located at ► 8100 THREE CHOPT ROAD, SUITE 125, RICHMOND, VA ZIP+4 ► 23229			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			► 15 N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/> N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/> _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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? Yes No
 If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		12,500.	0.	0.

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

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

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

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'.

Total. Add lines 1 through 3 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	14,807,671.
b	Average of monthly cash balances	1b	14,695.
c	Fair market value of all other assets	1c	789,646.
d	Total (add lines 1a, b, and c)	1d	15,612,012.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15,612,012.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	234,180.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,377,832.
6	Minimum investment return. Enter 5% of line 5	6	768,892.

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	768,892.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	7,226.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,226.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	761,666.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	761,666.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	761,666.

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	827,297.
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	827,297.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	827,297.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				761,666.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	182,344.			
b From 2005	1,298,433.			
c From 2006	64,853.			
d From 2007	19,055.			
e From 2008	137,499.			
f Total of lines 3a through e	1,702,184.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	827,297.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				761,666.
e Remaining amount distributed out of corpus	65,631.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	1,767,815.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	182,344.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,585,471.			
10 Analysis of line 9:				
a Excess from 2005	1,298,433.			
b Excess from 2006	64,853.			
c Excess from 2007	19,055.			
d Excess from 2008	137,499.			
e Excess from 2009	65,631.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 15

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

- c Any submission deadlines:

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

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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1c regarding transfers and transactions with noncharitable exempt organizations.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

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

Signature section containing: Signature of officer or trustee (Lorise Parker), Date (5/3/10), Title (PRESIDENT), Preparer's signature (Nancy G. Cochran), Date (5/3/10), Firm's name (NANCY G. COCHRAN, CPA), Firm's address (8100 THREE CHOPT ROAD, SUITE 125 RICHMOND, VA 23229), EIN, and Phone no. (804-282-3005).

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 21,978.105 SHS DRIEHAUS MUT FDS INTL SC GROWTH	P	VARIOUS	01/06/09
b 14,988.18 SHS GOLDMAN SACHS TR EMERGING MKTS EQTY	P	VARIOUS	01/20/09
c 33,585.986 SHS RIDGEWORTH FD-SMALL CAP GROWTH #61	P	VARIOUS	02/02/09
d 767 SHS NORDSTROM INC COM	P	VARIOUS	02/13/09
e 133 SHS JOHNSON & JOHNSON COM	P	VARIOUS	02/13/09
f 398 SHS NOVARTIS AG ADR	P	VARIOUS	02/13/09
g 837 SHS HALLIBURTON CO COM	P	VARIOUS	02/17/09
h 130 SHS PRICELINE.COM INC NEW COM	P	VARIOUS	02/17/09
i 271 SHS AGCO CORP COM	P	VARIOUS	02/23/09
j 753 SHS AFLAC INC COM	P	VARIOUS	02/23/09
k 350 SHS COMERICA INC COM	P	VARIOUS	02/23/09
l 380 SHS BANK AMER CORP COM	P	VARIOUS	02/23/09
m 832 SHS AVON PRODS INC COM	P	VARIOUS	02/24/09
n 630 SHS AETNA INC COM	P	VARIOUS	02/24/09
o 270 SHS ALLERGAN INC COM	P	VARIOUS	02/25/09

(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 110,989.		206,152.	<95,163.>
b 123,802.		317,443.	<193,641.>
c 296,564.		475,713.	<179,149.>
d 10,103.		28,588.	<18,485.>
e 7,543.		8,405.	<862.>
f 16,770.		20,455.	<3,685.>
g 15,509.		28,090.	<12,581.>
h 9,348.		17,386.	<8,038.>
i 5,018.		14,625.	<9,607.>
j 13,321.		40,807.	<27,486.>
k 4,780.		11,931.	<7,151.>
l 1,770.		7,667.	<5,897.>
m 16,628.		33,141.	<16,513.>
n 19,360.		31,542.	<12,182.>
o 10,817.		16,325.	<5,508.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<95,163.>
b			<193,641.>
c			<179,149.>
d			<18,485.>
e			<862.>
f			<3,685.>
g			<12,581.>
h			<8,038.>
i			<9,607.>
j			<27,486.>
k			<7,151.>
l			<5,897.>
m			<16,513.>
n			<12,182.>
o			<5,508.>

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 283 SHS RAYTHEON CO NEW COM	P	VARIOUS	02/25/09
b 412 SHS FLUOR CORP COM NEW	P	VARIOUS	02/25/09
c 290 SHS SCHLUMBERGER LTD COM	P	VARIOUS	02/25/09
d 165 SHS ADOBE SYS INC COM	P	VARIOUS	02/25/09
e 94 SHS INTERNATIONAL BUSINESS MACHS COM	P	VARIOUS	02/25/09
f 179 SHS CVS CAREMARK CORP COM	P	VARIOUS	02/25/09
g 176 SHS SPX CORP COM	P	VARIOUS	02/25/09
h 317 SHS ANALOG DEVICES INC COM	P	VARIOUS	02/25/09
i 246 SHS ROPER INDS INC COM NEW	P	VARIOUS	02/25/09
j 189 SHS EMERSON ELEC CO COM	P	VARIOUS	02/25/09
k 181 SHS MCDONALDS CORP COM	P	VARIOUS	02/25/09
l 968 SHS ABB LTD SPONS ADR	P	VARIOUS	02/25/09
m 126 SHS NIKE INC CL B COM	P	VARIOUS	02/25/09
n 434 SHS INTEL CORP COM	P	VARIOUS	02/25/09
o 82 SHS EXXON MOBIL CORP COM	P	VARIOUS	02/25/09

(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 12,867.		11,168.	1,699.
b 15,013.		28,540.	<13,527.>
c 10,659.		23,480.	<12,821.>
d 2,944.		7,009.	<4,065.>
e 8,308.		11,882.	<3,574.>
f 5,026.		7,287.	<2,261.>
g 7,014.		17,399.	<10,385.>
h 6,084.		11,411.	<5,327.>
i 10,529.		14,485.	<3,956.>
j 5,463.		6,621.	<1,158.>
k 9,871.		10,292.	<421.>
l 11,228.		28,601.	<17,373.>
m 5,368.		8,197.	<2,829.>
n 5,503.		10,620.	<5,117.>
o 5,853.		5,144.	709.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,699.
b			<13,527.>
c			<12,821.>
d			<4,065.>
e			<3,574.>
f			<2,261.>
g			<10,385.>
h			<5,327.>
i			<3,956.>
j			<1,158.>
k			<421.>
l			<17,373.>
m			<2,829.>
n			<5,117.>
o			709.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
ta 66 SHS COLGATE PALMOLIVE CO COM	P	VARIOUS	02/25/09
b 41 SHS BAXTER INTL INC COM	P	VARIOUS	02/25/09
c 80 SHS VISA INC CL A COM	P	VARIOUS	02/25/09
d 252 SHS TJX COS INC COM NEW	P	VARIOUS	02/25/09
e 359 SHS DEERE & CO COM	P	VARIOUS	02/25/09
f 75 SHS PHILIP MORRIS INTL COM	P	VARIOUS	02/25/09
g 100 SHS RESEARCH IN MOTION CDA COM	P	VARIOUS	02/25/09
h 200 SHS PHILIP MORRIS INTL COM	P	VARIOUS	03/03/09
i 3,766.208 SHS VANGUARD INDEX FDS 500 IDX FD SHS	P	VARIOUS	03/11/09
j 14,982.462 SHS RIDGEWORTH FD-AGGRESSIVE GRWTH #55	P	VARIOUS	03/11/09
k 39 SHS GENENTECH INC COM	P	VARIOUS	03/16/09
l 91 SHS HONEYWELL INTL INC COM	P	VARIOUS	03/19/09
m 129 SHS HONEYWELL INTL INC COM	P	VARIOUS	03/19/09
n 20 SHS BAIDU INC SPONS ADR	P	VARIOUS	03/20/09
o 85 SHS INTERNATIONAL BUSINESS MACHS COM	P	VARIOUS	03/23/09

(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 3,933.		4,599.	<666.>
b 2,371.		1,813.	558.
c 4,417.		6,464.	<2,047.>
d 5,353.		7,944.	<2,591.>
e 10,313.		21,013.	<10,700.>
f 2,662.		3,972.	<1,310.>
g 3,910.		10,802.	<6,892.>
h 7,000.		10,541.	<3,541.>
i 207,330.		286,618.	<79,288.>
j 103,529.		183,835.	<80,306.>
k 3,630.		3,711.	<81.>
l 2,472.		4,351.	<1,879.>
m 3,524.		4,638.	<1,114.>
n 3,480.		2,761.	719.
o 7,681.		10,744.	<3,063.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<666.>
b			558.
c			<2,047.>
d			<2,591.>
e			<10,700.>
f			<1,310.>
g			<6,892.>
h			<3,541.>
i			<79,288.>
j			<80,306.>
k			<81.>
l			<1,879.>
m			<1,114.>
n			719.
o			<3,063.>

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 335 SHS WELLS FARGO & CO NEW COM	P	VARIOUS	03/25/09
b 288 SHS GENENTECH INC COM	P	VARIOUS	03/26/09
c 280 SHS DIRECTV GROUP INC COM	P	VARIOUS	03/30/09
d 10,989.011 SHS RIDGEWORTH FD-INTL EQ INDEX #530	P	VARIOUS	04/08/09
e 67 SHS EXXON MOBIL CORP COM	P	VARIOUS	04/17/09
f 143 SHS EXXON MOBIL CORP COM	P	VARIOUS	04/17/09
g 100 SHS NIKE INC CL B COM	P	VARIOUS	04/17/09
h 140 SHS EXPRESS SCRIPTS INC COM	P	VARIOUS	04/20/09
i 70 SHS GILEAD SCIENCES INC COM	P	VARIOUS	04/20/09
j 80 SHS EXXON MOBIL CORP COM	P	VARIOUS	04/28/09
k 10,493.179 SHS RIDGEWORTH FD-INTL EQ INDEX #530	P	VARIOUS	04/29/09
l 60 SHS EXXON MOBIL CORP COM	P	VARIOUS	05/01/09
m 220 SHS INTERNATIONAL BUSINESS MACHS COM	P	VARIOUS	05/04/09
n 75 SHS EXXON MOBIL CORP COM	P	VARIOUS	05/05/09
o 412 SHS COSTCO WHOLESALE CORP COM	P	VARIOUS	05/07/09

(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 4,838.		4,256.	582.
b 27,360.		26,419.	941.
c 6,526.		7,539.	<1,013.>
d 100,000.		213,032.	<113,032.>
e 4,495.		2,364.	2,131.
f 9,594.		5,045.	4,549.
g 5,099.		6,369.	<1,270.>
h 8,178.		6,960.	1,218.
i 3,073.		2,679.	394.
j 5,225.		2,822.	2,403.
k 100,000.		192,445.	<92,445.>
l 3,954.		2,117.	1,837.
m 22,781.		26,615.	<3,834.>
n 5,061.		2,646.	2,415.
o 19,567.		24,661.	<5,094.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			582.
b			941.
c			<1,013.>
d			<113,032.>
e			2,131.
f			4,549.
g			<1,270.>
h			1,218.
i			394.
j			2,403.
k			<92,445.>
l			1,837.
m			<3,834.>
n			2,415.
o			<5,094.>

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 156 SHS NIKE INC CL B COM	P	VARIOUS	05/08/09
b 54 SHS NIKE INC CL B COM	P	VARIOUS	05/08/09
c 166 SHS DIRECTV GROUP INC COM	P	VARIOUS	05/12/09
d 223 SHS DIRECTV GROUP INC COM	P	VARIOUS	05/12/09
e 372 SHS DIRECTV GROUP INC COM	P	VARIOUS	05/12/09
f 149 SHS DIRECTV GROUP INC COM	P	VARIOUS	05/12/09
g 71 SHS WALMART STORES INC COM	P	VARIOUS	05/15/09
h 33 SHS WALMART STORES INC COM	P	VARIOUS	05/15/09
i 36 SHS WALMART STORES INC COM	P	VARIOUS	05/15/09
j 80 SHS SCHLUMBERGER LTD COM	P	VARIOUS	05/19/09
k 119,227.419 SHS RIDGEWORTH FD-INTL EQ INDEX #530	P	VARIOUS	05/21/09
l 79 SHS MCDONALDS CORP COM	P	VARIOUS	05/21/09
m 42 SHS MCDONALDS CORP COM	P	VARIOUS	05/21/09
n 79 SHS MCDONALDS CORP COM	P	VARIOUS	05/21/09
o 110 SHS GENERAL MILLS INC COM	P	VARIOUS	05/22/09

	(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	8,545.		9,547.	<1,002.>
b	2,953.		3,108.	<155.>
c	4,105.		4,452.	<347.>
d	5,516.		5,980.	<464.>
e	9,064.		9,976.	<912.>
f	3,592.		3,918.	<326.>
g	3,624.		4,238.	<614.>
h	1,680.		1,965.	<285.>
i	1,824.		2,144.	<320.>
j	4,274.		5,456.	<1,182.>
k	1,301,963.		1,564,286.	<262,323.>
l	4,203.		4,065.	138.
m	2,234.		2,161.	73.
n	4,202.		4,065.	137.
o	5,784.		6,050.	<266.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,002.>
b			<155.>
c			<347.>
d			<464.>
e			<912.>
f			<326.>
g			<614.>
h			<285.>
i			<320.>
j			<1,182.>
k			<262,323.>
l			138.
m			73.
n			137.
o			<266.>

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 360 SHS PHILIP MORRIS INTL COM	P	VARIOUS	05/22/09
b 154 SHS KROGER CO COM	P	VARIOUS	05/22/09
c 15 SHS KROGER CO COM	P	VARIOUS	05/22/09
d 176 SHS KROGER CO COM	P	VARIOUS	05/22/09
e 107 SHS BAXTER INTL INC COM	P	VARIOUS	05/26/09
f 53 SHS BAXTER INTL INC COM	P	VARIOUS	05/26/09
g 61 SHS NORTHERN TR CORP COM	P	VARIOUS	05/26/09
h 70 SHS NORTHERN TR CORP COM	P	VARIOUS	05/26/09
i 39 SHS NORTHERN TR CORP COM	P	VARIOUS	05/26/09
j 330 SHS MICROSOFT CORP COM	P	VARIOUS	05/27/09
k 237 SHS MICROSOFT CORP COM	P	VARIOUS	05/29/09
l 153 SHS MICROSOFT CORP COM	P	VARIOUS	05/29/09
m 190 SHS MICROSOFT CORP COM	P	VARIOUS	06/01/09
n 89 SHS PEPSICO INC COM	P	VARIOUS	06/04/09
o 41 SHS PEPSICO INC COM	P	VARIOUS	06/04/09

(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 15,132.		18,187.	<3,055.>
b 3,320.		3,365.	<45.>
c 324.		328.	<4.>
d 3,798.		3,846.	<48.>
e 5,259.		3,926.	1,333.
f 2,599.		1,945.	654.
g 3,215.		3,482.	<267.>
h 3,651.		3,996.	<345.>
i 2,068.		2,226.	<158.>
j 6,586.		5,784.	802.
k 4,780.		4,154.	626.
l 3,086.		2,682.	404.
m 3,827.		5,993.	<2,166.>
n 4,663.		6,096.	<1,433.>
o 2,148.		2,785.	<637.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<3,055.>
b			<45.>
c			<4.>
d			<48.>
e			1,333.
f			654.
g			<267.>
h			<345.>
i			<158.>
j			802.
k			626.
l			404.
m			<2,166.>
n			<1,433.>
o			<637.>

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 270 SHS WALMART STORES INC COM	P	VARIOUS	06/04/09
b 110 SHS INTERNATIONAL BUSINESS MACHS COM	P	VARIOUS	06/04/09
c 142 SHS PEPSICO INC COM	P	VARIOUS	06/04/09
d 191 SHS PEPSICO INC COM	P	VARIOUS	06/04/09
e 151 SHS PEPSICO INC COM	P	VARIOUS	06/04/09
f 124 SHS PEPSICO INC COM	P	VARIOUS	06/04/09
g 44 SHS BAXTER INTL INC COM	P	VARIOUS	06/04/09
h 347 SHS BAXTER INTL INC COM	P	VARIOUS	06/04/09
i 59 SHS BAXTER INTL INC COM	P	VARIOUS	06/04/09
j 55 SHS BAXTER INTL INC COM	P	VARIOUS	06/05/09
k 55 SHS BECTON DICKINSON & CO COM	P	VARIOUS	06/15/09
l 46 SHS COVANCE INC COM	P	VARIOUS	06/15/09
m 88 SHS COVANCE INC COM	P	VARIOUS	06/15/09
n 9 SHS GOOGLE INC CL A COM	P	VARIOUS	06/23/09
o 230 SHS HEWLETT-PACKARD CO COM	P	VARIOUS	06/23/09

(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 13,595.		15,744.	<2,149.>
b 11,908.		8,814.	3,094.
c 7,524.		9,095.	<1,571.>
d 10,112.		12,233.	<2,121.>
e 8,003.		9,736.	<1,733.>
f 6,563.		8,408.	<1,845.>
g 2,201.		1,615.	586.
h 17,257.		12,733.	4,524.
i 2,936.		2,165.	771.
j 2,683.		2,018.	665.
k 3,719.		4,779.	<1,060.>
l 2,023.		3,842.	<1,819.>
m 3,873.		7,341.	<3,468.>
n 3,737.		5,138.	<1,401.>
o 8,557.		8,427.	130.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,149.>
b			3,094.
c			<1,571.>
d			<2,121.>
e			<1,733.>
f			<1,845.>
g			586.
h			4,524.
i			771.
j			665.
k			<1,060.>
l			<1,819.>
m			<3,468.>
n			<1,401.>
o			130.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 17 SHS BAIDU INC SPONS ADR	P	VARIOUS	06/23/09
b 340 SHS LOWES COS INC COM	P	VARIOUS	06/23/09
c 58,778.68 SHS RIDGEWORTH FD-MIDCAP CORE EQ #520	P	VARIOUS	06/29/09
d 50 SHS QUALCOMM CORP COM	P	VARIOUS	07/01/09
e 75 SHS SOUTHWESTERN ENERGY CO COM	P	VARIOUS	07/01/09
f 60 SHS TRANSOCEAN LTD CHF15 SHS	P	VARIOUS	07/01/09
g 140 SHS OCCIDENTAL PETE CORP COM	P	VARIOUS	07/01/09
h 70 SHS PEABODY ENERGY CORP COM	P	VARIOUS	07/01/09
i 115 SHS ORACLE CORP COM	P	VARIOUS	07/01/09
j 493 SHS HEWLETT-PACKARD CO COM	P	VARIOUS	07/01/09
k 522 SHS HEWLETT-PACKARD CO COM	P	VARIOUS	07/01/09
l 240 SHS OCCIDENTAL PETE CORP COM	P	VARIOUS	07/02/09
m 285 SHS CATERPILLAR INC COM	P	VARIOUS	07/08/09
n 100 SHS RAYTHEON CO NEW COM	P	VARIOUS	07/08/09
o 110 SHS UNION PACIFIC CORP COM	P	VARIOUS	07/08/09

(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 5,004.		2,308.	2,696.
b 6,308.		6,187.	121.
c 430,848.		747,172.	<316,324.>
d 2,312.		2,109.	203.
e 2,936.		2,742.	194.
f 4,514.		8,143.	<3,629.>
g 8,996.		12,644.	<3,648.>
h 2,146.		2,253.	<107.>
i 2,435.		2,704.	<269.>
j 18,615.		17,522.	1,093.
k 19,703.		16,425.	3,278.
l 15,879.		21,660.	<5,781.>
m 9,121.		7,998.	1,123.
n 4,305.		3,518.	787.
o 5,640.		6,924.	<1,284.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,696.
b			121.
c			<316,324.>
d			203.
e			194.
f			<3,629.>
g			<3,648.>
h			<107.>
i			<269.>
j			1,093.
k			3,278.
l			<5,781.>
m			1,123.
n			787.
o			<1,284.>

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 172 SHS HESS CORP COM	P	VARIOUS	07/08/09
b 78 SHS HESS CORP COM	P	VARIOUS	07/08/09
c 67,819.296 SHS DREYFUS ADVANTAGE FD INC PREMIER M	P	VARIOUS	07/22/09
d 4,926.108 SHS T ROWE PRICE REAL ESTATE FD COM	P	VARIOUS	07/28/09
e 11,820.331 SHS MFS SER TR I RESH INTL FD I	P	VARIOUS	07/28/09
f 390 SHS LOWES COS INC COM	P	VARIOUS	07/30/09
g 155 SHS SCHLUMBERGER LTD COM	P	VARIOUS	07/31/09
h 100 SHS SCHLUMBERGER LTD COM	P	VARIOUS	07/31/09
i 31 SHS STRYKER CORP COM	P	VARIOUS	08/03/09
j 15 SHS STRYKER CORP COM	P	VARIOUS	08/03/09
k 54 SHS STRYKER CORP COM	P	VARIOUS	08/03/09
l 110 SHS MCDONALDS CORP COM	P	VARIOUS	08/05/09
m 110 SHS MCDONALDS CORP COM	P	VARIOUS	08/05/09
n 30 SHS APOLLO GROUP INC COM CL A	P	VARIOUS	08/06/09
o 75 SHS MORGAN STANLEY COM NEW	P	VARIOUS	08/06/09

(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 8,610.		10,079.	<1,469.>
b 3,901.		4,571.	<670.>
c 861,983.		1,015,000.	<153,017.>
d 50,000.		117,384.	<67,384.>
e 150,000.		138,889.	11,111.
f 8,304.		7,097.	1,207.
g 8,390.		10,571.	<2,181.>
h 5,432.		6,799.	<1,367.>
i 1,183.		1,255.	<72.>
j 573.		607.	<34.>
k 2,065.		2,186.	<121.>
l 6,047.		5,661.	386.
m 6,060.		5,661.	399.
n 2,094.		2,208.	<114.>
o 2,194.		1,940.	254.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,469.>
b			<670.>
c			<153,017.>
d			<67,384.>
e			11,111.
f			1,207.
g			<2,181.>
h			<1,367.>
i			<72.>
j			<34.>
k			<121.>
l			386.
m			399.
n			<114.>
o			254.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 30 SHS BECTON DICKINSON & CO COM	P	VARIOUS	08/06/09
b 50 SHS ALLERGAN INC COM	P	VARIOUS	08/06/09
c 40 SHS KOHLS CORP COM	P	VARIOUS	08/06/09
d 75 SHS EMERSON ELEC CO COM	P	VARIOUS	08/06/09
e 40 SHS APPLE INC COM	P	VARIOUS	08/06/09
f 25 SHS MOSAIC CO COM	P	VARIOUS	08/06/09
g 15 SHS OCCIDENTAL PETE CORP COM	P	VARIOUS	08/06/09
h 80 SHS AMGEN INC COM	P	VARIOUS	08/06/09
i 65 SHS HONEYWELL INTL INC COM	P	VARIOUS	08/06/09
j 75 SHS ASML HLDG NV NY REG SHS	P	VARIOUS	08/06/09
k 25 SHS MONSANTO CO NEW COM	P	VARIOUS	08/06/09
l 85 SHS TARGET CORP COM	P	VARIOUS	08/06/09
m 50 SHS WASTE MANAGEMENT INC COM	P	VARIOUS	08/06/09
n 255 SHS INTEL CORP COM	P	VARIOUS	08/06/09
o 10 SHS RAYTHEON CO NEW COM	P	VARIOUS	08/06/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,952.		2,607.	<655.>
b 2,769.		3,023.	<254.>
c 1,976.		1,502.	474.
d 2,734.		2,226.	508.
e 6,651.		6,678.	<27.>
f 1,378.		1,219.	159.
g 1,093.		1,351.	<258.>
h 5,030.		5,161.	<131.>
i 2,294.		2,337.	<43.>
j 1,970.		1,643.	327.
k 2,158.		3,465.	<1,307.>
l 3,654.		5,220.	<1,566.>
m 1,413.		1,425.	<12.>
n 4,924.		6,174.	<1,250.>
o 478.		352.	126.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<655.>
b			<254.>
c			474.
d			508.
e			<27.>
f			159.
g			<258.>
h			<131.>
i			<43.>
j			327.
k			<1,307.>
l			<1,566.>
m			<12.>
n			<1,250.>
o			126.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 60 SHS QUALCOMM CORP COM	P	VARIOUS	08/06/09
b 15 SHS TRANSOCEAN LTD CHF15 SHS	P	VARIOUS	08/06/09
c 135 SHS ORACLE CORP COM	P	VARIOUS	08/06/09
d 10 SHS INTUITIVE SURGICAL INC COM	P	VARIOUS	08/06/09
e 50 SHS ANALOG DEVICES INC COM	P	VARIOUS	08/06/09
f 50 SHS CAPITAL ONE FINL CORP COM	P	VARIOUS	08/06/09
g 140 SHS SCHWAB CHARLES CORP COM NEW	P	VARIOUS	08/06/09
h 11 SHS GOOGLE INC CL A COM	P	VARIOUS	08/06/09
i 65 SHS WHOLE FOODS MKT INC COM	P	VARIOUS	08/06/09
j 55 SHS MCAFEE INC COM	P	VARIOUS	08/06/09
k 75 SHS GILEAD SCIENCES INC COM	P	VARIOUS	08/06/09
l 55 SHS THERMO FISHER SCIENTIFIC INC COM	P	VARIOUS	08/06/09
m 50 SHS DARDEN RESTAURANTS INC COM	P	VARIOUS	08/06/09
n 25 SHS UNITED PARCEL SVC INC CL B COM	P	VARIOUS	08/06/09
o 30 SHS SOUTHWESTERN ENERGY CO COM	P	VARIOUS	08/06/09

(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 2,820.		2,528.	292.
b 1,240.		1,965.	<725.>
c 3,008.		3,169.	<161.>
d 2,343.		1,042.	1,301.
e 1,376.		1,800.	<424.>
f 1,571.		1,435.	136.
g 2,509.		1,750.	759.
h 4,990.		5,948.	<958.>
i 1,612.		1,334.	278.
j 2,445.		1,637.	808.
k 3,684.		2,843.	841.
l 2,501.		3,226.	<725.>
m 1,656.		1,754.	<98.>
n 1,363.		1,067.	296.
o 1,307.		1,091.	216.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			292.
b			<725.>
c			<161.>
d			1,301.
e			<424.>
f			136.
g			759.
h			<958.>
i			278.
j			808.
k			841.
l			<725.>
m			<98.>
n			296.
o			216.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 105 SHS WALMART STORES INC COM	P	VARIOUS	08/06/09
b 45 SHS MCGRAW HILL COMPANIES INC COM	P	VARIOUS	08/06/09
c 165 SHS CISCO SYS INC COM	P	VARIOUS	08/06/09
d 40 SHS NETEASE COM INC SPONS ADR	P	VARIOUS	08/06/09
e 135 SHS MICROSOFT CORP COM	P	VARIOUS	08/06/09
f 15 SHS MCDONALDS CORP COM	P	VARIOUS	08/06/09
g 50 SHS HANSEN NATURAL CORP COM	P	VARIOUS	08/06/09
h 55 SHS HUNT J B TRANS SVCS INC COM	P	VARIOUS	08/06/09
i 45 SHS TJX COS INC COM NEW	P	VARIOUS	08/06/09
j 15 SHS FIRST SOLAR INC COM	P	VARIOUS	08/06/09
k 80 SHS JUNIPER NETWORKS INC COM	P	VARIOUS	08/06/09
l 30 SHS ILLUMINA INC COM	P	VARIOUS	08/06/09
m 50 SHS ILLINOIS TOOL WKS INC COM	P	VARIOUS	08/06/09
n 30 SHS PRAXAIR INC COM	P	VARIOUS	08/06/09
o 170 SHS EMC CORP MASS COM	P	VARIOUS	08/06/09

(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 5,230.		6,236.	<1,006.>
b 1,421.		1,336.	85.
c 3,711.		3,132.	579.
d 1,840.		1,329.	511.
e 3,206.		3,426.	<220.>
f 827.		772.	55.
g 1,602.		2,194.	<592.>
h 1,589.		1,588.	1.
i 1,646.		1,412.	234.
j 2,357.		4,130.	<1,773.>
k 2,101.		1,937.	164.
l 1,108.		965.	143.
m 2,038.		1,740.	298.
n 2,359.		1,816.	543.
o 2,601.		1,962.	639.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<1,006.>
b			85.
c			579.
d			511.
e			<220.>
f			55.
g			<592.>
h			1.
i			234.
j			<1,773.>
k			164.
l			143.
m			298.
n			543.
o			639.

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

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THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 85 SHS ADOBE SYS INC COM	P	VARIOUS	08/06/09
b 35 SHS PEABODY ENERGY CORP COM	P	VARIOUS	08/06/09
c 40 SHS COLGATE PALMOLIVE CO COM	P	VARIOUS	08/06/09
d 50 SHS VISA INC CL A COM	P	VARIOUS	08/06/09
e 35 SHS LOWES COS INC COM	P	VARIOUS	08/06/09
f 70 SHS BEST BUY INC COM	P	VARIOUS	08/06/09
g 30 SHS CHURCH & DWIGHT INC COM	P	VARIOUS	08/06/09
h 125 SHS PHILIP MORRIS INTL COM	P	VARIOUS	08/06/09
i 40 SHS BROADCOM CORP CL A COM	P	VARIOUS	08/06/09
j 85 SHS CVS CAREMARK CORP COM	P	VARIOUS	08/06/09
k 30 SHS SALESFORCE COM INC COM	P	VARIOUS	08/06/09
l 40 SHS GUESS INC COM	P	VARIOUS	08/06/09
m 10 SHS UNION PACIFIC CORP COM	P	VARIOUS	08/06/09
n 5 SHS BAIDU INC SPONS ADR	P	VARIOUS	08/06/09
o 30 SHS EXPRESS SCRIPTS INC COM	P	VARIOUS	08/06/09

(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 2,798.		3,606.	<808.>
b 1,244.		1,126.	118.
c 2,883.		2,261.	622.
d 3,419.		4,030.	<611.>
e 795.		637.	158.
f 2,677.		2,053.	624.
g 1,762.		1,596.	166.
h 5,921.		6,400.	<479.>
i 1,136.		1,063.	73.
j 2,879.		3,399.	<520.>
k 1,335.		1,195.	140.
l 1,165.		1,141.	24.
m 605.		629.	<24.>
n 1,776.		676.	1,100.
o 2,098.		1,454.	644.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<808.>
b			118.
c			622.
d			<611.>
e			158.
f			624.
g			166.
h			<479.>
i			73.
j			<520.>
k			140.
l			24.
m			<24.>
n			1,100.
o			644.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
ta 50 SHS CAMERON INTL CORP COM	P	VARIOUS	08/06/09
b 35 SHS ABBOTT LABS COM	P	VARIOUS	08/06/09
c 25 SHS O'REILLY AUTOMOTIVE INC COM	P	VARIOUS	08/06/09
d 155 SHS BANK OF AMERICA CORP COM	P	VARIOUS	08/06/09
e 30 SHS UNITED STS STL CORP NEW COM	P	VARIOUS	08/06/09
f 10 SHS INTERNATIONAL BUSINESS MACHS COM	P	VARIOUS	08/06/09
g 25 SHS JOY GLOBAL INC COM	P	VARIOUS	08/06/09
h 230 SHS WHOLE FOODS MKT INC COM	P	VARIOUS	08/06/09
i 5,230.125 SHS RIDGEWORTH FD-SMALLCAP VAL EQTY #58	P	VARIOUS	08/07/09
j 139 SHS MCDONALDS CORP COM	P	VARIOUS	08/11/09
k 51 SHS MCDONALDS CORP COM	P	VARIOUS	08/11/09
l 69 SHS MCGRAW HILL COMPANIES INC COM	P	VARIOUS	08/12/09
m 70 SHS BECTON DICKINSON & CO COM	P	VARIOUS	08/12/09
n 226 SHS MCGRAW HILL COMPANIES INC COM	P	VARIOUS	08/12/09
o 6 SHS MCGRAW HILL COMPANIES INC COM	P	VARIOUS	08/12/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,652.		2,443.	<791.>
b 1,570.		1,604.	<34.>
c 986.		855.	131.
d 2,368.		1,884.	484.
e 1,266.		1,183.	83.
f 1,199.		1,197.	2.
g 972.		745.	227.
h 5,656.		4,720.	936.
i 50,000.		95,571.	<45,571.>
j 7,607.		7,153.	454.
k 2,792.		2,620.	172.
l 2,077.		2,048.	29.
m 4,508.		6,067.	<1,559.>
n 6,814.		6,677.	137.
o 181.		176.	5.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<791.>
b			<34.>
c			131.
d			484.
e			83.
f			2.
g			227.
h			936.
i			<45,571.>
j			454.
k			172.
l			29.
m			<1,559.>
n			137.
o			5.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 104 SHS MCGRAW HILL COMPANIES INC COM	P	VARIOUS	08/12/09
b 140 SHS TARGET CORP COM	P	VARIOUS	08/20/09
c 151 SHS LOWES COS INC COM	P	VARIOUS	08/24/09
d 78 SHS LOWES COS INC COM	P	VARIOUS	08/24/09
e 136 SHS LOWES COS INC COM	P	VARIOUS	08/24/09
f 45 SHS RAYTHEON CO NEW COM	P	VARIOUS	09/01/09
g 85 SHS RAYTHEON CO NEW COM	P	VARIOUS	09/01/09
h 36 SHS ABBOTT LABS COM	P	VARIOUS	09/09/09
i 254 SHS ABBOTT LABS COM	P	VARIOUS	09/09/09
j 40 SHS MONSANTO CO NEW COM	P	VARIOUS	09/15/09
k 143 SHS MONSANTO CO NEW COM	P	VARIOUS	09/15/09
l 142 SHS MONSANTO CO NEW COM	P	VARIOUS	09/15/09
m 2 SHS MONSANTO CO NEW COM	P	VARIOUS	09/15/09
n 145 SHS BEST BUY INC COM	P	VARIOUS	09/22/09
o 125 SHS MYLAN INC COM	P	VARIOUS	09/24/09

(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 3,117.		3,067.	50.
b 5,788.		8,597.	<2,809.>
c 3,031.		2,748.	283.
d 1,568.		1,368.	200.
e 2,728.		2,183.	545.
f 2,133.		1,583.	550.
g 4,035.		2,990.	1,045.
h 1,619.		1,650.	<31.>
i 11,399.		10,850.	549.
j 3,119.		4,909.	<1,790.>
k 11,190.		17,437.	<6,247.>
l 11,207.		16,931.	<5,724.>
m 159.		153.	6.
n 5,514.		4,169.	1,345.
o 1,985.		1,691.	294.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			50.
b			<2,809.>
c			283.
d			200.
e			545.
f			550.
g			1,045.
h			<31.>
i			549.
j			<1,790.>
k			<6,247.>
l			<5,724.>
m			6.
n			1,345.
o			294.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 70 SHS NETEASE COM INC SPONS ADR	P	VARIOUS	09/28/09
b 34,933.171 SHS FEDERATED EQUITY FDS FED CAP APP F	P	VARIOUS	09/30/09
c 7,763.974 SHS T ROWE PRICE REAL ESTATE FD COM	P	VARIOUS	09/30/09
d 19 SHS MOSAIC CO COM	P	VARIOUS	10/05/09
e 18 SHS MOSAIC CO COM	P	VARIOUS	10/05/09
f 208 SHS MOSAIC CO COM	P	VARIOUS	10/05/09
g 185 SHS O'REILLY AUTOMOTIVE INC COM	P	VARIOUS	10/14/09
h 7 SHS BAIDU INC SPONS ADR	P	VARIOUS	10/19/09
i 104 SHS FIRST SOLAR INC COM	P	VARIOUS	10/19/09
j 205 SHS RAYTHEON CO NEW COM	P	VARIOUS	10/19/09
k 40 SHS INTUITIVE SURGICAL INC COM	P	VARIOUS	10/20/09
l 193 SHS BEST BUY INC COM	P	VARIOUS	10/26/09
m 7 SHS BEST BUY INC COM	P	VARIOUS	10/26/09
n 279 SHS BEST BUY INC COM	P	VARIOUS	10/27/09
o 1 SH BEST BUY INC COM	P	VARIOUS	10/27/09

(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 3,275.		2,179.	1,096.
b 575,000.		520,422.	54,578.
c 100,000.		169,536.	<69,536.>
d 917.		835.	82.
e 871.		791.	80.
f 10,016.		9,456.	560.
g 6,389.		6,283.	106.
h 2,853.		947.	1,906.
i 16,055.		21,648.	<5,593.>
j 9,576.		7,211.	2,365.
k 10,198.		4,169.	6,029.
l 7,717.		5,548.	2,169.
m 280.		201.	79.
n 10,988.		7,750.	3,238.
o 40.		28.	12.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,096.
b			54,578.
c			<69,536.>
d			82.
e			80.
f			560.
g			106.
h			1,906.
i			<5,593.>
j			2,365.
k			6,029.
l			2,169.
m			79.
n			3,238.
o			12.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 410 SHS DARDEN RESTAURANTS INC COM	P	VARIOUS	10/27/09
b 191 SHS TARGET CORP COM	P	VARIOUS	10/27/09
c 99 SHS TARGET CORP COM	P	VARIOUS	10/27/09
d 210 SHS UNITED PARCEL SVC INC CL B COM	P	VARIOUS	10/29/09
e 60 SHS TRANSOCEAN LTD CHF15 SHS	P	VARIOUS	11/09/09
f 24,601 SHS ISHARES TR RUSSELL MIDCAP GRWTH INDX	P	VARIOUS	11/10/09
g 564 SHS CVS CAREMARK CORP COM	P	VARIOUS	11/17/09
h 61 SHS CVS CAREMARK CORP COM	P	VARIOUS	11/17/09
i 75 SHS CVS CAREMARK CORP COM	P	VARIOUS	11/17/09
j 32,438.468 SHS MFS SER TR I CORE GROWTH I	P	VARIOUS	12/07/09
k 72 SHS EMERSON ELEC CO COM	P	VARIOUS	12/07/09
l 88 SHS EMERSON ELEC CO COM	P	VARIOUS	12/07/09
m 165 SHS WASTE MANAGEMENT INC COM	P	VARIOUS	12/07/09
n 255 SHS WASTE MANAGEMENT INC COM	P	VARIOUS	12/07/09
o 310 SHS TARGET CORP COM	P	VARIOUS	12/08/09

(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 13,085.		13,753.	<668.>
b 9,487.		9,563.	<76.>
c 4,927.		4,297.	630.
d 11,779.		8,959.	2,820.
e 5,072.		7,667.	<2,595.>
f 1,061,752.		937,185.	124,567.
g 16,841.		22,176.	<5,335.>
h 1,827.		2,371.	<544.>
i 2,247.		2,757.	<510.>
j 517,394.		391,000.	126,394.
k 3,014.		2,137.	877.
l 3,680.		2,612.	1,068.
m 5,434.		4,703.	731.
n 8,399.		7,269.	1,130.
o 14,355.		11,000.	3,355.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<668.>
b			<76.>
c			630.
d			2,820.
e			<2,595.>
f			124,567.
g			<5,335.>
h			<544.>
i			<510.>
j			126,394.
k			877.
l			1,068.
m			731.
n			1,130.
o			3,355.

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

THE FLAGLER FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 240 SHS SCHWAB CHARLES CORP COM NEW	P	VARIOUS	12/11/09
b 255 SHS SCHWAB CHARLES CORP COM NEW	P	VARIOUS	12/11/09
c 340 SHS SCHWAB CHARLES CORP COM NEW	P	VARIOUS	12/11/09
d 255 SHS SCHWAB CHARLES CORP COM NEW	P	VARIOUS	12/11/09
e 85 SHS SCHWAB CHARLES CORP COM NEW	P	VARIOUS	12/11/09
f 210 SHS GILEAD SCIENCES INC COM	P	VARIOUS	12/18/09
g 34 SHS GILEAD SCIENCES INC COM	P	VARIOUS	12/21/09
h 187 SHS GILEAD SCIENCES INC COM	P	VARIOUS	12/21/09
i 45 SHS EXPRESS SCRIPTS INC COM	P	VARIOUS	12/21/09
j 49 SHS GILEAD SCIENCES INC COM	P	VARIOUS	12/21/09
k 365 SHS ILLUMINA INC COM	P	VARIOUS	12/22/09
l 32,520.325 SHS RIDGEWORTH FD-LARGCAP VAL EQTY #5	P	VARIOUS	12/31/09
m 21,865.888 SHS FEDERATED EQUITY FDS FED CAP APP F	P	VARIOUS	12/31/09
n 220,000 SHS RIDGEWORTH FD-TOTAL RETURN BD #800	P	VARIOUS	12/31/09
o CAPITAL GAINS DIVIDENDS			

(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 4,356.		2,999.	1,357.
b 4,626.		3,187.	1,439.
c 6,178.		4,249.	1,929.
d 4,633.		3,187.	1,446.
e 1,541.		1,062.	479.
f 9,591.		7,960.	1,631.
g 1,514.		1,289.	225.
h 8,365.		7,046.	1,319.
i 3,989.		2,180.	1,809.
j 2,214.		1,843.	371.
k 9,967.		12,576.	<2,609.>
l 360,000.		522,602.	<162,602.>
m 375,000.		324,340.	50,660.
n 2,310,000.		2,183,279.	126,721.
o 14,459.			14,459.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,357.
b			1,439.
c			1,929.
d			1,446.
e			479.
f			1,631.
g			225.
h			1,319.
i			1,809.
j			371.
k			<2,609.>
l			<162,602.>
m			50,660.
n			126,721.
o			14,459.

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	<1,653,541.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
21,978.105 SHS DRIEHAUS MUT FDS INTL SC GROWTH	110,989.	206,152.	0.	PURCHASED	VARIOUS	01/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
14,988.18 SHS GOLDMAN SACHS TR EMERGING MKTS EQTY	123,802.	317,443.	0.	PURCHASED	VARIOUS	01/20/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
33,585.986 SHS RIDGEWORTH FD-SMALL CAP GROWTH #614	296,564.	475,713.	0.	PURCHASED	VARIOUS	02/02/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
767 SHS NORDSTROM INC COM	10,103.	28,588.	0.	0.	<18,485.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
133 SHS JOHNSON & JOHNSON COM	7,543.	8,405.	0.	0.	<862.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
398 SHS NOVARTIS AG ADR	16,770.	20,455.	0.	0.	<3,685.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
837 SHS HALLIBURTON CO COM	15,509.	28,090.	0.	0.	<12,581.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
130 SHS PRICELINE.COM INC NEW COM	9,348.	17,386.	0.	0.	<8,038.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
271 SHS AGCO CORP COM	5,018.	14,625.	0.	0.	<9,607.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
753 SHS AFLAC INC COM	13,321.	40,807.	0.	0.	<27,486.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
350 SHS COMERICA INC COM	4,780.	11,931.	0.	0.	<7,151.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
380 SHS BANK AMER CORP COM	1,770.	7,667.	0.	0.	<5,897.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
832 SHS AVON PRODS INC COM	16,628.	33,141.	0.	0.	<16,513.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
630 SHS AETNA INC COM	19,360.	31,542.	0.	0.	<12,182.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
270 SHS ALLERGAN INC COM	10,817.	16,325.	0.	0.	<5,508.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
283 SHS RAYTHEON CO NEW COM	12,867.	11,168.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
412 SHS FLUOR CORP COM NEW	15,013.	28,540.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
290 SHS SCHLUMBERGER LTD COM	10,659.	23,480.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
165 SHS ADOBE SYS INC COM	2,944.	7,009.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
94 SHS INTERNATIONAL BUSINESS MACHS COM	8,308.	11,882.	0.	0.	<3,574.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
179 SHS CVS CAREMARK CORP COM	5,026.	7,287.	0.	0.	<2,261.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
176 SHS SPX CORP COM	7,014.	17,399.	0.	0.	<10,385.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
317 SHS ANALOG DEVICES INC COM	6,084.	11,411.	0.	0.	<5,327.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
246 SHS ROPER INDS INC COM NEW	10,529.	14,485.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
189 SHS EMERSON ELEC CO COM	5,463.	6,621.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
181 SHS MCDONALDS CORP COM	9,871.	10,292.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
968 SHS ABB LTD SPONS ADR	11,228.	28,601.	0.	PURCHASED	VARIOUS	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
126 SHS NIKE INC CL B COM	5,368.	8,197.	0.	0.	<2,829.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
434 SHS INTEL CORP COM	5,503.	10,620.	0.	0.	<5,117.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
82 SHS EXXON MOBIL CORP COM	5,853.	5,144.	0.	0.	709.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
66 SHS COLGATE PALMOLIVE CO COM	3,933.	4,599.	0.	0.	<666.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41 SHS BAXTER INTL INC COM	2,371.	1,813.	0.	0.	558.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
80 SHS VISA INC CL A COM	4,417.	6,464.	0.	0.	<2,047.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
252 SHS TJX COS INC COM NEW	5,353.	7,944.	0.	0.	<2,591.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
359 SHS DEERE & CO COM	10,313.	21,013.	0.	0.	<10,700.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75 SHS PHILIP MORRIS INTL COM	2,662.	3,972.	0.	0.	<1,310.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100 SHS RESEARCH IN MOTION CDA COM	3,910.	10,802.	0.	0.	<6,892.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200 SHS PHILIP MORRIS INTL COM	7,000.	10,541.	0.	0.	<3,541.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,766.208 SHS VANGUARD INDEX FDS 500 IDX FD SHS	207,330.	286,618.	0.	0.	<79,288.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,982.462 SHS RIDGEWORTH FD-AGGRESSIVE GRWTH #558	103,529.	183,835.	0.	0.	<80,306.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
39 SHS GENENTECH INC COM	3,630.	3,711.	0.	0.	<81.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
91 SHS HONEYWELL INTL INC COM	2,472.	4,351.	0.	0.	<1,879.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
129 SHS HONEYWELL INTL INC COM	3,524.	4,638.	0.	0.	<1,114.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
20 SHS BAIDU INC SPONS ADR	3,480.	2,761.	0.	PURCHASED	VARIOUS	03/20/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
85 SHS INTERNATIONAL BUSINESS MACHS COM	7,681.	10,744.	0.	PURCHASED	VARIOUS	03/23/09
						<3,063.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
335 SHS WELLS FARGO & CO NEW COM	4,838.	4,257.	0.	PURCHASED	VARIOUS	03/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
288 SHS GENENTECH INC COM	27,360.	26,419.	0.	PURCHASED	VARIOUS	03/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
280 SHS DIRECTV GROUP INC COM	6,526.	7,538.	0.	PURCHASED	VARIOUS	03/30/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
10,989.011 SHS RIDGEWORTH FD-INTL EQ INDEX #530	100,000.	213,032.	0.	PURCHASED	VARIOUS	04/08/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
67 SHS EXXON MOBIL CORP COM	4,495.	2,364.	0.	PURCHASED	VARIOUS	04/17/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
143 SHS EXXON MOBIL CORP COM	9,594.	5,045.	0.	PURCHASED	VARIOUS	04/17/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100 SHS NIKE INC CL B COM	5,099.	6,369.	0.	0.	<1,270.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
140 SHS EXPRESS SCRIPTS INC COM	8,178.	6,960.	0.	0.	1,218.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
70 SHS GILEAD SCIENCES INC COM	3,073.	2,679.	0.	0.	394.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
80 SHS EXXON MOBIL CORP COM	5,225.	2,822.	0.	0.	2,403.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,493.179 SHS RIDGEWORTH FD-INTL EQ INDEX #530	100,000.	192,445.	0.	0.	<92,445.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
60 SHS EXXON MOBIL CORP COM	3,954.	2,117.	0.	0.	1,837.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
220 SHS INTERNATIONAL BUSINESS MACHS COM	22,781.	26,615.	0.	0.	<3,834.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75 SHS EXXON MOBIL CORP COM	5,061.	2,646.	0.	0.	2,415.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
412 SHS COSTCO WHOLESALE CORP COM	19,567.	24,661.	0.	PURCHASED	VARIOUS	05/07/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
156 SHS NIKE INC CL B COM	8,545.	9,547.	0.	PURCHASED	VARIOUS	05/08/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
54 SHS NIKE INC CL B COM	2,953.	3,108.	0.	PURCHASED	VARIOUS	05/08/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
166 SHS DIRECTV GROUP INC COM	4,105.	4,452.	0.	PURCHASED	VARIOUS	05/12/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
223 SHS DIRECTV GROUP INC COM	5,516.	5,980.	0.	PURCHASED	VARIOUS	05/12/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
372 SHS DIRECTV GROUP INC COM	9,064.	9,976.	0.	PURCHASED	VARIOUS	05/12/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
149 SHS DIRECTV GROUP INC COM	3,592.	3,918.	0.	PURCHASED	VARIOUS	05/12/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
71 SHS WALMART STORES INC COM	3,624.	4,238.	0.	PURCHASED	VARIOUS	05/15/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
33 SHS WALMART STORES INC COM	1,680.	1,965.	0.	PURCHASED	VARIOUS	05/15/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
36 SHS WALMART STORES INC COM	1,824.	2,144.	0.	PURCHASED	VARIOUS	05/15/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
80 SHS SCHLUMBERGER LTD COM	4,274.	5,456.	0.	PURCHASED	VARIOUS	05/19/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
119,227.419 SHS RIDGEWORTH FD-INTL EQ INDEX #530	1,301,963.	1,564,286.	0.	PURCHASED	VARIOUS	05/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
79 SHS MCDONALDS CORP COM	4,203.	4,065.	0.	PURCHASED	VARIOUS	05/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
42 SHS MCDONALDS CORP COM	2,234.	2,161.	0.	PURCHASED	VARIOUS	05/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
79 SHS MCDONALDS CORP COM	4,202.	4,065.	0.	PURCHASED	VARIOUS	05/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
110 SHS GENERAL MILLS INC COM	5,784.	6,050.	0.	PURCHASED	VARIOUS	05/22/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
360 SHS PHILIP MORRIS INTL COM	15,132.	18,187.	0.	0.	<3,055.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
154 SHS KROGER CO COM	3,320.	3,365.	0.	0.	<45.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15 SHS KROGER CO COM	324.	328.	0.	0.	<4.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
176 SHS KROGER CO COM	3,798.	3,846.	0.	0.	<48.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
107 SHS BAXTER INTL INC COM	5,259.	3,926.	0.	PURCHASED	VARIOUS	05/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
53 SHS BAXTER INTL INC COM	2,599.	1,945.	0.	PURCHASED	VARIOUS	05/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
61 SHS NORTHERN TR CORP COM	3,215.	3,482.	0.	PURCHASED	VARIOUS	05/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
70 SHS NORTHERN TR CORP COM	3,651.	3,996.	0.	PURCHASED	VARIOUS	05/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
39 SHS NORTHERN TR CORP COM	2,068.	2,226.	0.	PURCHASED	VARIOUS	05/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
330 SHS MICROSOFT CORP COM	6,586.	5,784.	0.	PURCHASED	VARIOUS	05/27/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
237 SHS MICROSOFT CORP COM	4,780.	4,154.	0.	PURCHASED	VARIOUS	05/29/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
153 SHS MICROSOFT CORP COM	3,086.	2,682.	0.	PURCHASED	VARIOUS	05/29/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
190 SHS MICROSOFT CORP COM	3,827.	5,993.	0.	0.	<2,166.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
89 SHS PEPSICO INC COM	4,663.	6,096.	0.	0.	<1,433.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41 SHS PEPSICO INC COM	2,148.	2,785.	0.	0.	<637.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
270 SHS WALMART STORES INC COM	13,595.	15,744.	0.	0.	<2,149.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
110 SHS INTERNATIONAL BUSINESS MACHS COM	11,908.	8,814.	0.	PURCHASED	VARIOUS	06/04/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
142 SHS PEPSICO INC COM	7,524.	9,095.	0.	PURCHASED	VARIOUS	06/04/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
191 SHS PEPSICO INC COM	10,112.	12,233.	0.	PURCHASED	VARIOUS	06/04/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
151 SHS PEPSICO INC COM	8,003.	9,736.	0.	PURCHASED	VARIOUS	06/04/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
124 SHS PEPSICO INC COM	6,563.	8,408.	0.	0.	<1,845.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
44 SHS BAXTER INTL INC COM	2,201.	1,615.	0.	0.	586.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
347 SHS BAXTER INTL INC COM	17,257.	12,733.	0.	0.	4,524.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
59 SHS BAXTER INTL INC COM	2,936.	2,165.	0.	0.	771.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
55 SHS BAXTER INTL INC COM	2,683.	2,018.	0.	0.	665.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
55 SHS BECTON DICKINSON & CO COM	3,719.	4,779.	0.	0.	<1,060.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
46 SHS COVANCE INC COM	2,023.	3,842.	0.	0.	<1,819.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
88 SHS COVANCE INC COM	3,873.	7,341.	0.	0.	<3,468.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
9 SHS GOOGLE INC CL A COM	3,737.	5,138.	0.	PURCHASED	VARIOUS	06/23/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
230 SHS HEWLETT-PACKARD CO COM	8,557.	8,427.	0.	PURCHASED	VARIOUS	06/23/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
17 SHS BAIDU INC SPONS ADR	5,004.	2,308.	0.	PURCHASED	VARIOUS	06/23/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
340 SHS LOWES COS INC COM	6,308.	6,187.	0.	PURCHASED	VARIOUS	06/23/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
58,778.68 SHS RIDGEWORTH FD-MIDCAP CORE EQ #520	430,848.	747,172.	0.	PURCHASED	VARIOUS	06/29/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50 SHS QUALCOMM CORP COM	2,312.	2,109.	0.	PURCHASED	VARIOUS	07/01/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
75 SHS SOUTHWESTERN ENERGY CO COM	2,936.	2,742.	0.	PURCHASED	VARIOUS	07/01/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
60 SHS TRANSOCEAN LTD CHF15 SHS	4,514.	8,143.	0.	PURCHASED	VARIOUS	07/01/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
140 SHS OCCIDENTAL PETE CORP COM	8,996.	12,644.	0.	PURCHASED	VARIOUS	07/01/09
						<3,648.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
70 SHS PEABODY ENERGY CORP COM	2,146.	2,253.	0.	PURCHASED	VARIOUS	07/01/09
						<107.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
115 SHS ORACLE CORP COM	2,435.	2,704.	0.	PURCHASED	VARIOUS	07/01/09
						<269.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
493 SHS HEWLETT-PACKARD CO COM	18,615.	17,522.	0.	PURCHASED	VARIOUS	07/01/09
						1,093.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
522 SHS HEWLETT-PACKARD CO COM	19,703.	16,425.	0.	0.	3,278.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
240 SHS OCCIDENTAL PETE CORP COM	15,879.	21,660.	0.	0.	<5,781.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
285 SHS CATERPILLAR INC COM	9,121.	7,998.	0.	0.	1,123.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100 SHS RAYTHEON CO NEW COM	4,305.	3,518.	0.	0.	787.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
110 SHS UNION PACIFIC CORP COM	5,640.	6,924.	0.	0.	<1,284.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
172 SHS HESS CORP COM	8,610.	10,079.	0.	0.	<1,469.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
78 SHS HESS CORP COM	3,901.	4,571.	0.	0.	<670.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
67,819.296 SHS DREYFUS ADVANTAGE FD INC PREMIER M/C	861,983.	1,015,000.	0.	0.	<153,017.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,926.108 SHS T ROWE PRICE REAL ESTATE FD COM	50,000.	117,384.	0.	0.	<67,384.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,820.331 SHS MFS SER TR I RESH INTL FD I	150,000.	138,889.	0.	0.	11,111.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
390 SHS LOWES COS INC COM	8,304.	7,097.	0.	0.	1,207.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
155 SHS SCHLUMBERGER LTD COM	8,390.	10,571.	0.	0.	<2,181.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
100 SHS SCHLUMBERGER LTD COM	5,432.	6,799.	0.	PURCHASED	VARIOUS	07/31/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
31 SHS STRYKER CORP COM	1,183.	1,255.	0.	PURCHASED	VARIOUS	08/03/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
15 SHS STRYKER CORP COM	573.	607.	0.	PURCHASED	VARIOUS	08/03/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
54 SHS STRYKER CORP COM	2,065.	2,186.	0.	PURCHASED	VARIOUS	08/03/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
110 SHS MCDONALDS CORP COM	6,047.	5,661.	0.	PURCHASED	VARIOUS	08/05/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
110 SHS MCDONALDS CORP COM	6,060.	5,661.	0.	PURCHASED	VARIOUS	08/05/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS APOLLO GROUP INC COM CL A	2,094.	2,208.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
75 SHS MORGAN STANLEY COM NEW	2,194.	1,940.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30 SHS BECTON DICKINSON & CO COM	1,952.	2,607.	0.	0.	<655.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50 SHS ALLERGAN INC COM	2,769.	3,023.	0.	0.	<254.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
40 SHS KOHLS CORP COM	1,976.	1,502.	0.	0.	474.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75 SHS EMERSON ELEC CO COM	2,734.	2,226.	0.	0.	508.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
40 SHS APPLE INC COM	6,651.	6,678.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
25 SHS MOSAIC CO COM	1,378.	1,219.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
15 SHS OCCIDENTAL PETE CORP COM	1,093.	1,351.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
80 SHS AMGEN INC COM	5,030.	5,161.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
65 SHS HONEYWELL INTL INC COM	2,294.	2,337.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
75 SHS ASML HLDG NV NY REG SHS	1,970.	1,643.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
25 SHS MONSANTO CO NEW COM	2,158.	3,465.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
85 SHS TARGET CORP COM	3,654.	5,220.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50 SHS WASTE MANAGEMENT INC COM	1,413.	1,425.	0.	0.	<12.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
255 SHS INTEL CORP COM	4,924.	6,174.	0.	0.	<1,250.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10 SHS RAYTHEON CO NEW COM	478.	352.	0.	0.	126.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
60 SHS QUALCOMM CORP COM	2,820.	2,528.	0.	0.	292.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
15 SHS TRANSOCEAN LTD CHF15 SHS	1,240.	1,965.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
135 SHS ORACLE CORP COM	3,008.	3,169.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
10 SHS INTUITIVE SURGICAL INC COM	2,343.	1,042.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50 SHS ANALOG DEVICES INC COM	1,376.	1,800.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50 SHS CAPITAL ONE FINL CORP COM	1,571.	1,435.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
140 SHS SCHWAB CHARLES CORP COM NEW	2,509.	1,750.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
11 SHS GOOGLE INC CL A COM	4,990.	5,948.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
65 SHS WHOLE FOODS MKT INC COM	1,612.	1,334.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
55 SHS MCAFEE INC COM	2,445.	1,637.	0.	0.	808.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75 SHS GILEAD SCIENCES INC COM	3,684.	2,843.	0.	0.	841.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
55 SHS THERMO FISHER SCIENTIFIC INC COM	2,501.	3,226.	0.	0.	<725.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50 SHS DARDEN RESTAURANTS INC COM	1,656.	1,754.	0.	0.	<98.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
25 SHS UNITED PARCEL SVC INC CL B COM	1,363.	1,067.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS SOUTHWESTERN ENERGY CO COM	1,307.	1,091.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
105 SHS WALMART STORES INC COM	5,230.	6,236.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
45 SHS MCGRAW HILL COMPANIES INC COM	1,421.	1,336.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
165 SHS CISCO SYS INC COM	3,711.	3,132.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
40 SHS NETEASE COM INC SPONS ADR	1,840.	1,329.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
135 SHS MICROSOFT CORP COM	3,206.	3,426.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
15 SHS MCDONALDS CORP COM	827.	772.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50 SHS HANSEN NATURAL CORP COM	1,602.	2,194.	0.	PURCHASED	VARIOUS	08/06/09
						<592.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
55 SHS HUNT J B TRANS SVCS INC COM	1,589.	1,588.	0.	PURCHASED	VARIOUS	08/06/09
						1.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
45 SHS TJX COS INC COM NEW	1,646.	1,412.	0.	PURCHASED	VARIOUS	08/06/09
						234.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
15 SHS FIRST SOLAR INC COM	2,357.	4,130.	0.	PURCHASED	VARIOUS	08/06/09
						<1,773.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
80 SHS JUNIPER NETWORKS INC COM	2,101.	1,937.	0.	PURCHASED	VARIOUS	08/06/09
						164.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS ILLUMINA INC COM	1,108.	965.	0.	PURCHASED	VARIOUS	08/06/09
						143.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50 SHS ILLINOIS TOOL WKS INC COM	2,038.	1,740.	0.	PURCHASED	VARIOUS	08/06/09
						298.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS PRAXAIR INC COM	2,359.	1,816.	0.	PURCHASED	VARIOUS	08/06/09
						543.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
170 SHS EMC CORP MASS COM	2,601.	1,962.	0.	0.	639.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
85 SHS ADOBE SYS INC COM	2,798.	3,606.	0.	0.	<808.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35 SHS PEABODY ENERGY CORP COM	1,244.	1,126.	0.	0.	118.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
40 SHS COLGATE PALMOLIVE CO COM	2,883.	2,261.	0.	0.	622.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
50 SHS VISA INC CL A COM	3,419.	4,030.	0.	PURCHASED	VARIOUS	08/06/09
						<611.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
35 SHS LOWES COS INC COM	795.	637.	0.	PURCHASED	VARIOUS	08/06/09
						158.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
70 SHS BEST BUY INC COM	2,677.	2,053.	0.	PURCHASED	VARIOUS	08/06/09
						624.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS CHURCH & DWIGHT INC COM	1,762.	1,596.	0.	PURCHASED	VARIOUS	08/06/09
						166.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
125 SHS PHILIP MORRIS INTL COM	5,921.	6,400.	0.	0.	<479.>	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
40 SHS BROADCOM CORP CL A COM	1,136.	1,063.	0.	0.	73.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
85 SHS CVS CAREMARK CORP COM	2,879.	3,399.	0.	0.	<520.>	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
30 SHS SALESFORCE COM INC COM	1,335.	1,195.	0.	0.	140.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
40 SHS GUESS INC COM	1,165.	1,141.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
10 SHS UNION PACIFIC CORP COM	605.	629.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
5 SHS BAIDU INC SPONS ADR	1,776.	676.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS EXPRESS SCRIPTS INC COM	2,098.	1,454.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50 SHS CAMERON INTL CORP COM	1,652.	2,443.	0.	0.	<791.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35 SHS ABBOTT LABS COM	1,570.	1,604.	0.	0.	<34.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25 SHS O'REILLY AUTOMOTIVE INC COM	986.	855.	0.	0.	131.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
155 SHS BANK OF AMERICA CORP COM	2,368.	1,884.	0.	0.	484.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
30 SHS UNITED STS STL CORP NEW COM	1,266.	1,183.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
10 SHS INTERNATIONAL BUSINESS MACHS COM	1,199.	1,197.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
25 SHS JOY GLOBAL INC COM	972.	745.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
230 SHS WHOLE FOODS MKT INC COM	5,656.	4,720.	0.	PURCHASED	VARIOUS	08/06/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,230.125 SHS RIDGEWORTH FD-SMALLCAP VAL EQTY #588	50,000.	95,571.	0.	0.	<45,571.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
139 SHS MCDONALDS CORP COM	7,607.	7,153.	0.	0.	454.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51 SHS MCDONALDS CORP COM	2,792.	2,620.	0.	0.	172.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69 SHS MCGRAW HILL COMPANIES INC COM	2,077.	2,048.	0.	0.	29.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
70 SHS BECTON DICKINSON & CO COM	4,508.	6,067.	0.	0.	<1,559.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
226 SHS MCGRAW HILL COMPANIES INC COM	6,814.	6,677.	0.	0.	137.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6 SHS MCGRAW HILL COMPANIES INC COM	181.	176.	0.	0.	5.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
104 SHS MCGRAW HILL COMPANIES INC COM	3,117.	3,067.	0.	0.	50.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
140 SHS TARGET CORP COM	5,788.	8,597.	0.	0.	<2,809.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
151 SHS LOWES COS INC COM	3,031.	2,748.	0.	0.	283.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
78 SHS LOWES COS INC COM	1,568.	1,368.	0.	0.	200.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
136 SHS LOWES COS INC COM	2,728.	2,183.	0.	0.	545.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
45 SHS RAYTHEON CO NEW COM	2,133.	1,583.	0.	PURCHASED	VARIOUS	09/01/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
85 SHS RAYTHEON CO NEW COM	4,035.	2,990.	0.	PURCHASED	VARIOUS	09/01/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
36 SHS ABBOTT LABS COM	1,619.	1,650.	0.	PURCHASED	VARIOUS	09/09/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
254 SHS ABBOTT LABS COM	11,399.	10,850.	0.	PURCHASED	VARIOUS	09/09/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
40 SHS MONSANTO CO NEW COM	3,119.	4,909.	0.	0.	<1,790.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
143 SHS MONSANTO CO NEW COM	11,190.	17,437.	0.	0.	<6,247.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
142 SHS MONSANTO CO NEW COM	11,207.	16,931.	0.	0.	<5,724.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2 SHS MONSANTO CO NEW COM	159.	153.	0.	0.	6.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
145 SHS BEST BUY INC COM	5,514.	4,169.	0.	PURCHASED	VARIOUS	09/22/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
125 SHS MYLAN INC COM	1,985.	1,691.	0.	PURCHASED	VARIOUS	09/24/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
70 SHS NETEASE COM INC SPONS ADR	3,275.	2,179.	0.	PURCHASED	VARIOUS	09/28/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
34,933.171 SHS FEDERATED EQUITY FDS FED CAP APP FD	575,000.	520,422.	0.	PURCHASED	VARIOUS	09/30/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,763.974 SHS T ROWE PRICE REAL ESTATE FD COM	100,000.	169,536.	0.	0.	<69,536.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19 SHS MOSAIC CO COM	917.	835.	0.	0.	82.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18 SHS MOSAIC CO COM	871.	791.	0.	0.	80.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
208 SHS MOSAIC CO COM	10,016.	9,456.	0.	0.	560.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
185 SHS O'REILLY AUTOMOTIVE INC COM	6,389.	6,283.	0.	PURCHASED	VARIOUS	10/14/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
7 SHS BAIDU INC SPONS ADR	2,853.	947.	0.	PURCHASED	VARIOUS	10/19/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
104 SHS FIRST SOLAR INC COM	16,055.	21,648.	0.	PURCHASED	VARIOUS	10/19/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
205 SHS RAYTHEON CO NEW COM	9,576.	7,211.	0.	PURCHASED	VARIOUS	10/19/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
40 SHS INTUITIVE SURGICAL INC COM	10,198.	4,169.	0.	PURCHASED	VARIOUS	10/20/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
193 SHS BEST BUY INC COM	7,717.	5,548.	0.	PURCHASED	VARIOUS	10/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
7 SHS BEST BUY INC COM	280.	201.	0.	PURCHASED	VARIOUS	10/26/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
279 SHS BEST BUY INC COM	10,988.	7,750.	0.	PURCHASED	VARIOUS	10/27/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
1 SH BEST BUY INC COM	40.	28.	0.	PURCHASED	VARIOUS	10/27/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
410 SHS DARDEN RESTAURANTS INC COM	13,085.	13,753.	0.	PURCHASED	VARIOUS	10/27/09
						<668.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
191 SHS TARGET CORP COM	9,487.	9,563.	0.	PURCHASED	VARIOUS	10/27/09
						<76.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
99 SHS TARGET CORP COM	4,927.	4,297.	0.	PURCHASED	VARIOUS	10/27/09
						630.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
210 SHS UNITED PARCEL SVC INC CL B COM	11,779.	8,959.	0.	0.	2,820.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
60 SHS TRANSOCEAN LTD CHF15 SHS	5,072.	7,667.	0.	0.	<2,595.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,601 SHS ISHARES TR RUSSELL MIDCAP GRWTH INDX	1,061,752.	937,185.	0.	0.	124,567.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
564 SHS CVS CAREMARK CORP COM	16,841.	22,176.	0.	0.	<5,335.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
61 SHS CVS CAREMARK CORP COM	1,827.	2,371.	0.	0.	<544.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
75 SHS CVS CAREMARK CORP COM	2,247.	2,757.	0.	0.	<510.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,438.468 SHS MFS SER TR I CORE GROWTH I	517,394.	391,000.	0.	0.	126,394.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
72 SHS EMERSON ELEC CO COM	3,014.	2,137.	0.	0.	877.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
88 SHS EMERSON ELEC CO COM	3,680.	2,612.	0.	PURCHASED	VARIOUS	12/07/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
165 SHS WASTE MANAGEMENT INC COM	5,434.	4,703.	0.	PURCHASED	VARIOUS	12/07/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
255 SHS WASTE MANAGEMENT INC COM	8,399.	7,269.	0.	PURCHASED	VARIOUS	12/07/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
310 SHS TARGET CORP COM	14,355.	11,000.	0.	PURCHASED	VARIOUS	12/08/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
240 SHS SCHWAB CHARLES CORP COM NEW	4,356.	2,999.	0.	0.	1,357.	PURCHASED	VARIOUS	12/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
255 SHS SCHWAB CHARLES CORP COM NEW	4,626.	3,187.	0.	0.	1,439.	PURCHASED	VARIOUS	12/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
340 SHS SCHWAB CHARLES CORP COM NEW	6,178.	4,249.	0.	0.	1,929.	PURCHASED	VARIOUS	12/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
255 SHS SCHWAB CHARLES CORP COM NEW	4,633.	3,187.	0.	0.	1,446.	PURCHASED	VARIOUS	12/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
85 SHS SCHWAB CHARLES CORP COM NEW	1,541.	1,062.	0.	PURCHASED	VARIOUS	12/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
210 SHS GILEAD SCIENCES INC COM	9,591.	7,960.	0.	PURCHASED	VARIOUS	12/18/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
34 SHS GILEAD SCIENCES INC COM	1,514.	1,289.	0.	PURCHASED	VARIOUS	12/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
187 SHS GILEAD SCIENCES INC COM	8,365.	7,046.	0.	PURCHASED	VARIOUS	12/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
45 SHS EXPRESS SCRIPTS INC COM	3,989.	2,180.	0.	PURCHASED	VARIOUS	12/21/09
						1,809.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
49 SHS GILEAD SCIENCES INC COM	2,214.	1,843.	0.	PURCHASED	VARIOUS	12/21/09
						371.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
365 SHS ILLUMINA INC COM	9,967.	12,576.	0.	PURCHASED	VARIOUS	12/22/09
						<2,609.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
32,520.325 SHS RIDGEWORTH FD-LARGCAP VAL EQTY #512	360,000.	522,602.	0.	PURCHASED	VARIOUS	12/31/09
						<162,602.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
21,865.888 SHS FEDERATED EQUITY FDS FED CAP APP FD	PURCHASED	VARIOUS	12/31/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
375,000.	324,340.	0.	0.
(F) GAIN OR LOSS	50,660.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
220,000 SHS RIDGEWORTH FD-TOTAL RETURN BD #800	PURCHASED	VARIOUS	12/31/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
2,310,000.	2,183,279.	0.	0.
(F) GAIN OR LOSS	126,721.		

CAPITAL GAINS DIVIDENDS FROM PART IV	14,459.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<1,653,541.>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
SUNTRUST - TEMP CASH INVESTMENTS	427.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	427.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
SUNTRUST - DIVIDENDS	347,531.	14,459.	333,072.	
TOTAL TO FM 990-PF, PART I, LN 4	347,531.	14,459.	333,072.	

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
LITIGATION PROCEEDS - ENRON	22,880.	22,880.		
LITIGATION PROCEEDS - TYCO	11,502.	11,502.		
LITIGATION PROCEEDS - AIG	1,844.	1,844.		
LITIGATION PROCEEDS - MOTOROLA	1,709.	1,709.		
LITIGATION PROCEEDS - ROYAL DUTCH SHELL	50.	50.		
LITIGATION PROCEEDS - WORLDCOM	17.	17.		
LITIGATION PROCEEDS - TENET				
HLTHCARE	6,060.	6,060.		
FEDERAL EXCISE TAX REFUND	10,935.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	54,997.	44,062.		

FORM 990-PF	LEGAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	1,596.	958.		638.	
TO FM 990-PF, PG 1, LN 16A	1,596.	958.		638.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,140.	3,684.		2,456.
TO FORM 990-PF, PG 1, LN 16B	6,140.	3,684.		2,456.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	2,747.	2,747.		0.
TO FORM 990-PF, PG 1, LN 16C	2,747.	2,747.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	835.	418.		417.
TO FORM 990-PF, PG 1, LN 18	835.	418.		417.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	2,104.	1,262.		842.
ANNUAL REPORT FEE	61.	37.		24.
AFP PATRON SPONSORSHIP FEE	600.	0.		600.
TO FORM 990-PF, PG 1, LN 23	2,765.	1,299.		1,466.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
569 SHS CAMERON INTL CORP COM	21,748.	23,784.
246 SHS OCCIDENTAL PETE CORP COM	17,579.	20,012.
535 SHS PEABODY ENERGY CORP COM	17,140.	24,187.
450 SHS SOUTHWESTERN ENERGY CO COM	13,795.	21,690.
139 SHS TRANSOCEAN LTD	17,116.	11,509.
354 SHS PRAXAIR INC COM	20,435.	28,430.
380 SHS UNITED STS STL CORP NEW COM	15,229.	20,946.
455 SHS DOVER CORP COM	18,269.	18,933.
600 SHS EMERSON ELEC CO COM	19,411.	25,560.
735 SHS HONEYWELL INTL INC COM	26,675.	28,812.
610 SHS HUNT J B TRANS SVCS INC COM	15,708.	19,685.
455 SHS ILLINOIS TOOL WKS INC COM	14,546.	21,835.
290 SHS JOY GLOBAL INC COM	9,786.	14,955.
285 SHS PARKER HANNIFIN CORP COM	15,522.	15,356.
355 SHS UNION PACIFIC CORP COM	21,015.	22,684.
430 SHS UNITED PARCEL SVC INC CL B COM	24,921.	24,669.
245 SHS AMAZON INC COM	23,696.	32,957.
270 SHS APOLLO GROUP INC COM CL A	18,037.	16,357.
630 SHS COACH INC COM	22,079.	23,014.
835 SHS GAMESTOP CORP NEW CL A COM	20,900.	18,320.
450 SHS GUESS INC COM	13,387.	19,035.
380 SHS KOHLS CORP COM	13,996.	20,493.
850 SHS LAS VEGAS SANDS CORP COM	9,981.	12,699.
420 SHS SCRIPPS NETWORKS INTERACTIVE CL A COM	16,340.	17,430.
540 SHS TJX COS INC COM NEW	17,722.	19,737.
260 SHS CHURCH & DWIGHT INC COM	13,832.	15,717.
365 SHS COLGATE PALMOLIVE CO COM	19,248.	29,985.
350 SHS COSTCO WHOLESALE CORP COM	21,116.	20,709.
450 SHS HANSEN NATURAL CORP COM	17,532.	17,280.
1,000 SHS PHILIP MORRIS INTL COM	45,463.	48,190.
825 SHS WALMART STORES INC COM	41,567.	44,096.
435 SHS WHOLE FOODS MKT INC COM	8,927.	11,941.
405 SHS ALLERGAN INC COM	22,839.	25,519.
660 SHS AMGEN INC COM	39,540.	37,336.
550 SHS BAXTER INTL INC COM	30,934.	32,274.
215 SHS BECTON DICKINSON & CO COM	18,544.	16,955.
130 SHS CERNER CORP COM	10,135.	10,717.
285 SHS EXPRESS SCRIPTS INC COM	13,806.	24,630.
206 SHS GILEAD SCIENCES INC COM	7,737.	8,914.
50 SHS INTUITIVE SURGICAL INC COM	5,211.	15,172.
1,255 SHS MYLAN INC COM	16,491.	23,130.
460 SHS THERMO FISHER SCIENTIFIC INC COM	24,342.	21,937.
280 SHS WELLPOINT INC COM	16,835.	16,321.
1,505 SHS BANK OF AMERICA CORP COM	19,291.	22,665.
460 SHS CAPITAL ONE FINL CORP COM	12,637.	17,636.
735 SHS MORGAN STANLEY COM NEW	18,055.	21,756.
420 SHS PRICE T ROWE GROUP INC COM	20,667.	22,365.

750 SHS ADOBE SYS INC COM	31,161.	27,585.
435 SHS ANALOG DEVICES INC COM	15,346.	13,737.
393 SHS APPLE INC COM	54,396.	82,818.
665 SHS SAML HLDG NV NY REG SHS	14,546.	22,670.
39 SHS BAIDU INC	5,276.	16,038.
410 SHS BROADCOM CORP CL A COM	10,893.	12,903.
1,390 SHS CISCO SYS INC COM	17,516.	33,277.
1,530 SHS EMC CORP MASS COM	17,029.	26,729.
115 SHS GOOGLE INC CL A COM	51,914.	71,298.
2,130 SHS INTEL CORP COM	45,994.	43,452.
150 SHS INTERNATIONAL BUSINESS MACHS CORP COM	12,465.	19,635.
800 SHS JUNIPER NETWORKS INC COM	13,851.	21,336.
460 SHS MCAFEE INC COM	13,691.	18,662.
1,367 SHS MICROSOFT CORP COM	23,960.	41,666.
490 SHS NETEASE COM INC SPONS ADR	16,831.	18,434.
2,136 SHS ORACLE CORP COM	28,026.	52,396.
960 SHS QUALCOMM CORP COM	40,445.	44,410.
270 SHS SALESFORCE COM INC COM	10,741.	19,918.
435 SHS VISA INC CL A COM	25,616.	38,045.
10,500 SHS ISHARES TR RUSSELL 1000 GROWTH INDEX FD	517,270.	523,425.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,856,749.	2,176,768.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
10,536.86 SHS DREYFUS/THE BOSTON CO SMALL CAP GROWTH FD INSTL	COST	84,646.	84,646.
108,696.585 SHS FEDERATED EQUITY FDS CAP APPRECIATION FD IS SHS	COST	364,666.	470,049.
55,302.451 SHS GOLDMAN SACHS TR GROWTH OPPORTUNITIES FD INSTL CL	COST	1,595,321.	1,844,581.
17,095.141 SHS LEGG MASON GLOBAL TR INC EMERGING MKTS TR-INSTL	COST	1,080,000.	1,140,890.
611.138 SHS LIGHTHOUSE DIVERSIFIED FD LTD OFFSHORE CL A	COST	227,876.	354,724.
74,461.147 SHS MFS SER TR I RESH INTL FD I	COST	1,000,000.	946,615.
137,707.948 SHS PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL	COST	877,868.	1,066,284.
32,658.213 SHS T ROWE PRICE REAL ESTATE FD SHS	COST	1,490,000.	1,487,246.
168,033.699 SHS RIDGEWORTH FD-LARGCAP VALUE EQUITY I SHS #512	COST	621,204.	451,663.
87,645.12 SHS RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #412	COST	2,435,539.	1,845,010.
41,787.575 SHS RIDGEWORTH FD-SMALLCAP VAL EQUITY I SHS #588	COST	902,292.	872,069.
		553,048.	450,888.

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141,316.446 SHS RIDGEWORTH FD-TOTAL RETURN BD I SHS #800	COST	1,394,678.	1,480,996.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,627,138.	12,495,661.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEFERRED CONTRIBUTION	560,000.	705,000.	705,000.
TO FORM 990-PF, PART II, LINE 15	560,000.	705,000.	705,000.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	200.	5.
TOTAL TO FORM 990-PF, PART II, LINE 22	200.	5.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LOUISE LEWIS FOSTER 905 ROCKFORD ROAD HIGH POINT, NC 27262	PRESIDENT & DIRECTOR 2.00	0.	0.	0.
BRADFORD B. SAUER 204 SOUTH ERLWOOD COURT RICHMOND, VA 23229	VP, TREASURER & DIRECTOR 1.00	0.	0.	0.
JANET LEWIS SAUER 204 SOUTH ERLWOOD COURT RICHMOND, VA 23229	DIRECTOR 1.00	0.	0.	0.
KENAN LEWIS WHITE 115 EAST HILLCREST AVENUE RICHMOND, VA 23226	SECRETARY & DIRECTOR 1.00	0.	0.	0.
LEWIS B. POLLARD, JR. 10638 CREST HILL ROAD MARSHALL, VA 20115	VICE PRESIDENT & DIRECTOR 1.00	0.	0.	0.
B. BRISCOE WHITE, III 115 EAST HILLCREST AVENUE RICHMOND, VA 23226	DIRECTOR 1.00	0.	0.	0.
WILLIAM HILL BROWN, III 5103 HARLAN CIRCLE RICHMOND, VA 23221	DIRECTOR 1.00	12,500.	0.	0.
JULIOUS P. SMITH, JR., ESQUIRE TWO JAMES CENTER RICHMOND, VA 23219	COUNSEL 1.00	0.	0.	0.
HORACE A. GRAY, IV 5202 KENMORE ROAD RICHMOND, VA 23226	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		12,500.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SUNTRUST BANK ENDOWMENTS & FOUNDATIONS
P.O. BOX 26665
RICHMOND, VA 232616665

TELEPHONE NUMBER

804-782-5280

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN LETTER PROPOSAL FORM.

ANY SUBMISSION DEADLINES

LETTER PROPOSALS FOR GRANTS MUST BE POSTMARKED BY MARCH 1 TO BE ELIGIBLE FOR GRANTS IN THE CALENDAR YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
FLAGLER COLLEGE P.O. BOX 1027 ST. AUGUSTINE, FL 32085	NONE EDUCATION		50,000.
HIGHLAND SCHOOL 597 BROADVIEW AVENUE WARRENTON, VA 20186	NONE EDUCATION		75,000.
J. SARGEANT REYNOLDS COMMUNITY COLLEGE 1701 E. PARHAM ROAD RICHMOND, VA 23261	NONE EDUCATION		10,000.
THE PIEDMONT SCHOOL 815 OLD MILL ROAD HIGH POINT, NC 27265	NONE EDUCATION		20,000.
FRIENDS OF HOLLYWOOD CEMETERY 412 S. CHERRY STREET RICHMOND, VA 23220	NONE HISTORIC PRESERVATION		5,000.
THE LIBERTY HALL RESTORATION P.O. BOX 634 KENANSVILLE, NC 28349	NONE HISTORIC PRESERVATION		5,000.
CHILDREN'S HOSPITAL 2924 BROOK ROAD RICHMOND, VA 23220	NONE MEDICAL		5,000.
VCU HEALTH SYSTEM-INTERNATIONAL HOSPITAL FOR CHILDREN 1900 BYRD AVENUE, SUITE 204 RICHMOND, VA 23230	NONE MEDICAL		10,000.

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BIG BROTHERS BIG SISTERS SERVICES, INC. 5511 STAPLES MILL ROAD, STE 200 RICHMOND, VA 23228	NONE SOCIAL SERVICES	10,000.
THE CARVER PROMISE 1110 W. LEIGH STREET RICHMOND, VA 23220	NONE SOCIAL SERVICES	10,000.
CENTRAL VIRGINIA FOODBANK & MEALS ON WHEELS 1415 RHOADMILLER STREET RICHMOND, VA 23220	NONE SOCIAL SERVICES	30,000.
CHARLES CITY SOCIAL SERVICES 10600 COURTHOUSE ROAD CHARLES CITY, VA 23030	NONE SOCIAL SERVICES	3,000.
ELDERHOMES CORP 88 CARNATION STREET RICHMOND, VA 23225	NONE SOCIAL SERVICES	10,000.
FLAGLER HOME 8000 BROOK ROAD RICHMOND, VA 23227	NONE SOCIAL SERVICES	435,000.
GATEWAY HOMES P.O. BOX 11303 RICHMOND, VA 23230	NONE SOCIAL SERVICES	10,000.
R.A.M.P.S. 1114 WESTBRIAR DRIVE, SUITE D RICHMOND, VA 23238	NONE SOCIAL SERVICES	5,000.
SCAN 1506 STAPLES MILL ROAD, STE 203 RICHMOND, VA 23230	NONE SOCIAL SERVICES	20,000.
ST. JOSEPH'S VILLA 8000 BROOK ROAD RICHMOND, VA 23227	NONE SOCIAL SERVICES	65,000.

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VIRGINIA SUPPORTIVE HOUSING NONE
1010 N. THOMPSON STREET, STE 200 SOCIAL SERVICES
RICHMOND, VA 23230

25,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

803,000.