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

2009

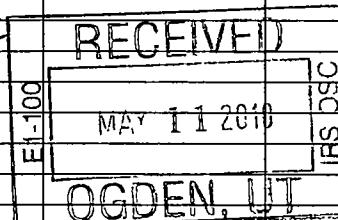
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

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

ENVELOPE MARK DATE MAY 07 2010	Name of foundation  THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875	A Employer identification number  58-6026070
	Number and street (or P O box number if mail is not delivered to street address)  SUNTRUST BANK, P.O. BOX 1908	B Telephone number (see page 10 of the instructions)  (404) 827-6529
	City or town, state, and ZIP code  ORLANDO, FL 32802-1908	C If exemption application is pending, check here . . . . . ► <input type="checkbox"/>
	Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 11,219,390.	D 1 Foreign organizations, check here . . . . . ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ► <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual  <input type="checkbox"/> Other (specify) _____		E If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . ► <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . ► <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B. . . . .				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . . . .	231,617.	231,751.		STMT 1
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-595,731.			
	b Gross sales price for all assets on line 6a 1,437,341.				
	7 Capital gain net income (from Part IV, line 2) . . . . .				
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold . . . . .					
c Gross profit or (loss) (attach schedule) . . . . .					
11 Other income (attach schedule) . . . . .	-364,114	231,751.			
12 Total. Add lines 1 through 11 . . . . .					
13 Compensation of officers, directors, trustees, etc . . . . .	6,170.	3,085.	NONE	3,085.	
14 Other employee salaries and wages . . . . .					
15 Pension plans, employee benefits . . . . .					
16a Legal fees (attach schedule) . . . . .	STMT 2	300.	NONE	NONE	300.
b Accounting fees (attach schedule) . . . . .	STMT 3	5,000.	NONE	NONE	5,000.
c Other professional fees (attach schedule) . . . . .					
17 Interest . . . . .					
18 Taxes (attach schedule) (see page 14 of the instructions) . . . . .	STMT 4	8,637.	4,498.		
19 Depreciation (attach schedule) and depletion . . . . .					
20 Occupancy . . . . .					
21 Travel, conferences, and meetings . . . . .					
22 Printing and publications . . . . .					
23 Other expenses (attach schedule) . . . . .					
24 Total operating and administrative expenses.					
Add lines 13 through 23 . . . . .	20,107.	7,583.	NONE	8,385.	
25 Contributions, gifts, grants paid . . . . .	636,634.			636,634.	
26 Total expenses and disbursements. Add lines 24 and 25	656,741.	7,583.	NONE	645,019.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements . . . . .	-1,020,855.				
b Net investment income (if negative, enter -0-) . . . . .		224,168.			
c Adjusted net income (if negative, enter -0-) . . . . .					

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	249,688.	291,097.	291,097.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . . . . .			
	c	Investments - corporate bonds (attach schedule). STMT 5 . . . . .	12,108,016.	11,095,061.	10,928,293.
	11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)				
12	Investments - mortgage loans . . . . .				
13	Investments - other (attach schedule) . . . . .				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
15	Other assets (describe ►) . . . . .				
16	<b>Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .</b>	12,357,704.	11,386,158.	11,219,390.	
<b>Liabilities</b>	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ►) . . . . .			
	23	<b>Total liabilities (add lines 17 through 22) . . . . .</b>			
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	12,357,704.	11,386,158.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances (see page 17 of the instructions) . . . . .</b>	12,357,704.	11,386,158.	
31	<b>Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .</b>	12,357,704.	11,386,158.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	12,357,704.
2	Enter amount from Part I, line 27a . . . . .	2	-1,020,855.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 6 . . . . .	3	49,309.
4	Add lines 1, 2, and 3 . . . . .	4	11,386,158.
5	Decreases not included in line 2 (itemize) ► . . . . .	5	
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	6	11,386,158.

Form 990-PF (2009)

**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)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69</b>					
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss) . . . . .</b>	<b>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</b>		<b>2</b>	<b>-557,250.</b>	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. . . . .</b>	<b></b>		<b>3</b>		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.**1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries**

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	797,134.	12,340,851.	0.06459311436
2007	702,646.	14,891,116.	0.04718558367
2006	605,279.	13,689,236.	0.04421568888
2005	611,280.	13,003,054.	0.04701049461
2004	600,690.	12,780,824.	0.04699931710

<b>2 Total of line 1, column (d) . . . . .</b>	<b>2</b>	<b>0.25000419862</b>
<b>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 . . . . .</b>	<b>3</b>	<b>0.05000083972</b>
<b>4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .</b>	<b>4</b>	<b>9,949,172.</b>
<b>5 Multiply line 4 by line 3 . . . . .</b>	<b>5</b>	<b>497,467.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .</b>	<b>6</b>	<b>2,242.</b>
<b>7 Add lines 5 and 6 . . . . .</b>	<b>7</b>	<b>499,709.</b>
<b>8 Enter qualifying distributions from Part XII, line 4 . . . . .</b> If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	<b>8</b>	<b>645,019.</b>

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	{	1	2,242.
	Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		2	
3	Add lines 1 and 2 . . .		3	2,242.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . .		5	2,242.
6	Credits/Payments			
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . .	6a	9,703.	
b	Exempt foreign organizations-tax withheld at source . . .	6b	NONE	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	NONE	
d	Backup withholding erroneously withheld . . .	6d		
7	Total credits and payments Add lines 6a through 6d . . .	7	9,703.	
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	7,461.	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ►	11	2,244. Refunded ►	5,217.

**Part VII-A Statements Regarding Activities**

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? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .	X	
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
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 ► \$ _____ (2) On foundation managers ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . .	X	
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? . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . .	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 7		
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? <i>If "No," attach explanation</i> . . .	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

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

11		X
12		X
13	X	
14	(404) 827-6529	
15		15

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .

Website address ► N/A

14 The books are in care of ► SUNTRUST BANK Telephone no ► (404) 827-6529  
Located at ► 25 PARK PLACE, ATLANTA, GA ZIP + 4 ► 30303

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ►  and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►  15

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<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 checked="" type="checkbox"/> Yes	<input 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"/>		
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? . . . . .		
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 ► <u>  </u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) . . . . .		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>  </u>		
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) . . . . .		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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? . . . . .		

Form 990-PF (2009)

**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))? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No				
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No				
(3)	Provide a grant to an individual for travel, study, or other similar purposes? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No				
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No				
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . .			5b	N/A		
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ►						
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No				
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)						
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No				
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes," file Form 8870			6b	X		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No				
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			7b	N/A		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		6,170.	-0-	-0-
-----				
-----				
-----				
-----				

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

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE"		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total number of others receiving over \$50,000 for professional services</b> . . . . . ►		NONE

**Part IX-A Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 9,971,421.
b	Average of monthly cash balances	1b 129,261.
c	Fair market value of all other assets (see page 24 of the instructions)	1c NONE
d	<b>Total</b> (add lines 1a, b, and c)	1d 10,100,682.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2 NONE
3	Subtract line 2 from line 1d	3 10,100,682.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4 151,510.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5 9,949,172.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6 497,459.

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

1	Minimum investment return from Part X, line 6	1 497,459.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 2,242.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 2,242.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 495,217.
4	Recoveries of amounts treated as qualifying distributions	4 NONE
5	Add lines 3 and 4	5 495,217.
6	Deduction from distributable amount (see page 25 of the instructions)	6 NONE
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 495,217.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 645,019.
b	Program-related investments - total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2 NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a NONE
b	Cash distribution test (attach the required schedule)	3b NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 645,019.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5 2,242.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 642,777.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				495,217.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .				NONE
b Total for prior years 20 07,20 20 . . . . .			NONE	
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	NONE			
e From 2008 . . . . .	73,430.			
f Total of lines 3a through e . . . . .		73,430.		
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 645,019.				
a Applied to 2008, but not more than line 2a . . . . .				NONE
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .			NONE	
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .			NONE	
d Applied to 2009 distributable amount . . . . .				495,217.
e Remaining amount distributed out of corpus . . . . .		149,802.		
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE		NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		223,232.		
b Prior years' undistributed income Subtract line 4b from line 2b			NONE	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .			NONE	
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .			NONE	
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				NONE
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .		NONE		
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .		NONE		
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .		223,232.		
10 Analysis of line 9.				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	73,430.			
e Excess from 2009 . . . . .	149,802.			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . .				►																																		
b	Check box to indicate whether the foundation is a private operating foundation described in section				4942(j)(3) or 4942(j)(5)																																		
2a	<table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2009</th> <th>(b) 2008</th> <th>(c) 2007</th> <th>(d) 2006</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2009	(b) 2008	(c) 2007	(d) 2006																									
Tax year	Prior 3 years			(e) Total																																			
	(a) 2009	(b) 2008	(c) 2007		(d) 2006																																		
b	85% of line 2a . . . . .																																						
c	Qualifying distributions from Part XII, line 4 for each year listed . . . . .																																						
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .																																						
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .																																						
3	Complete 3a, b, or c for the alternative test relied upon																																						
a	"Assets" alternative test - enter																																						
(1)	Value of all assets . . . . .																																						
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i). . . . .																																						
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .																																						
c	"Support" alternative test - enter																																						
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(15)), or royalties). . . . .																																						
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .																																						
(3)	Largest amount of support from an exempt organization . . . . .																																						
(4)	Gross investment income . . . . .																																						

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)****1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
SEE STATEMENT 11				
<b>Total</b> .....			► 3a	636,634.
<b>b Approved for future payment</b>				
<b>Total</b> .....			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	<b>Program service revenue</b>					
a						
b						
c						
d						
e						
f						
<b>g</b>	<b>Fees and contracts from government agencies</b>					
<b>2</b>	<b>Membership dues and assessments</b>					
<b>3</b>	<b>Interest on savings and temporary cash investments</b>					
<b>4</b>	<b>Dividends and interest from securities</b>					
<b>5</b>	<b>Net rental income or (loss) from real estate</b>					
a	Debt-financed property					
b	Not debt-financed property					
<b>6</b>	<b>Net rental income or (loss) from personal property</b>					
<b>7</b>	<b>Other investment income</b>					
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>					
<b>9</b>	<b>Net income or (loss) from special events</b>					
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>					
<b>11</b>	<b>Other revenue</b> a					
b						
c						
d						
e						
<b>12</b>	<b>Subtotal Add columns (b), (d), and (e)</b>					<b>-364,114.</b>
<b>13</b>	<b>Total Add lines 12, 13, and 14</b>					<b>1264,114.</b>

13 Total. Add line 12, columns (b), (d), and (e). . . . .  
(See worksheet in line 12 instructions on page 28 to verify calculations.)

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

NOT APPLICABLE

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash . . . . .	1a(1)	X
(2)	Other assets . . . . .	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3)	Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4)	Reimbursement arrangements . . . . .	1b(4)	X
(5)	Loans or loan guarantees . . . . .	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
NJA		

<p>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</p> <p><i>J. E. Kullman</i></p>				
Signature of officer or trustee		05/03/2010	TRUST OFFICER	
SUNTRUST BANK, TRUSTEE		Date	Title	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed	Preparer's identifying number (See Signature on page 30 of the instructions)
	<i>Jeffrey E. Kullman</i>	05/03/2010	<input type="checkbox"/>	P00353001
Firm's name (or yours if self-employed), address, and ZIP code		EIN		13-5565207
KPMG LLP PO BOX 6768 PROVIDENCE, RI		Phone no		888-942-3272

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

Kind of Property		Description				P or D	Date acquired	Date sold		
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis					
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				37,344.				
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				1,137.				
142,462.00		16133.882 RIDGEWORTH FD-SMALLCAP GROWTH PROPERTY TYPE: SECURITIES	263,211.00			12/27/2007	01/30/2009			
72,651.00		2005. ISHARES TR RUSSELL 2000 VALUE INDE PROPERTY TYPE: SECURITIES	89,523.00			12/15/2008	03/13/2009			
33,793.00		1225. EQUIFAX INC COM PROPERTY TYPE: SECURITIES	78.00			01/01/1962	06/01/2009			
13,417.00		676. FIDELITY NATL INFORMATION SVCS COM PROPERTY TYPE: SECURITIES	34.00			01/01/1962	06/01/2009			
25,104.00		838. LENDER PROCESS ING SVCS INC COM PROPERTY TYPE: SECURITIES	66.00			01/01/1962	06/01/2009			
200,000.00		24009.604 RIDGEWORTH FD-EMERGING GROWTH PROPERTY TYPE: SECURITIES	322,647.00			06/27/2007	06/01/2009			
400,000.00		37986.705 RIDGEWORTH FD-LARGE CAP CORE EQ PROPERTY TYPE: SECURITIES	702,645.00			09/27/2007	06/01/2009			
7,653.00		592. SUNTRUST BANKS INC COM PROPERTY TYPE: SECURITIES	185.00			05/20/1952	06/01/2009			
102,847.00		4506.886 ALLIANZ FDS NFJ SMALLCAP VALUE PROPERTY TYPE: SECURITIES	72,651.00			03/13/2009	09/09/2009			
							30,196.00			

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis			
100,000.00			3869.969 RIDGEWORTH FD-SEL L/C GRWTH STK PROPERTY TYPE: SECURITIES 124,845.00			12/27/2007	11/12/2009	
100,000.00			10319.918 RIDGEWORTH FD-LARGE CAP QUANT E PROPERTY TYPE: SECURITIES 144,686.00			09/27/2007	11/12/2009	
200,000.00			16339.869 RIDGEWORTH FD-LARGE CAP CORE EQ PROPERTY TYPE: SECURITIES 274,020.00			07/15/2005	11/12/2009	
TOTAL GAIN(LOSS) .....						-557,250.		
						=====		

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	231,617.	231,751.
TOTAL	231,617.	231,751.

## FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
KING & SPAULDING LLP	300.			300.
TOTALS	300.	NONE	NONE	300.

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	5,000.	-	-	5,000.
TOTALS	5,000.	NONE	NONE	5,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX 2009 FED ESTIMATE	8,637.	4,498.
TOTALS	8,637.	4,498.

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

58-6026070

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

ENDING  
BOOK VALUE

	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	11,095,061.	10,928,293.
TOTALS	11,095,061.	10,928,293.

SEE ATTACHED STATEMENT

TOTALS

- II0514 2TTR 05/03/2010 14:34:18

43-1102875

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STATEMENT 5

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

DESCRIPTION	AMOUNT
-----	-----
CTF TAX COST ADJUSTMENT	49,309.
TOTAL	49,309.
=====	=====

STATEMENT 6

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

GA

STATEMENT 7

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

=====

OFFICER NAME:  
SUNTRUST BANK  
ADDRESS:  
P.O. BOX 4655  
ATLANTA, GA 30302  
TITLE:  
TRUSTEE  
COMPENSATION ..... 6,170.

OFFICER NAME:  
Mr. Raymond B. King  
ADDRESS:  
25 Park Place  
Atlanta, GA 30302  
TITLE:  
Secretary

OFFICER NAME:  
Mr. John W. Clay, Jr.  
ADDRESS:  
25 Park Place  
Atlanta, GA 30302  
TITLE:  
Commt/Mbr, AS REQ'D

OFFICER NAME:  
Mr. John W. Spiegel  
ADDRESS:  
25 Park Place  
Atlanta, GA 30302  
TITLE:  
Commt/Mbr, AS REQ'D

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

58-6026070

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

=====

OFFICER NAME:

Mr. L. Phillip Humann

ADDRESS:

25 Park Place  
Atlanta, GA 30302

TITLE:

Commt/Mbr, AS REQ'D

OFFICER NAME:

Mr. E. Jenner Wood, III

ADDRESS:

25 Park Place  
Atlanta, GA 30302

TITLE:

Chairman, AS REQ'D

OFFICER NAME:

Mr. Scott Wilfong

ADDRESS:

25 Park Place  
Atlanta, GA 30302

TITLE:

Commt/Mbr, AS REQ'D

TOTAL COMPENSATION:

6,170.

=====

STATEMENT 9

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

58-6026070

RECIPIENT NAME:

SEE ATTACHED GRANT APPLICATION  
FORM, INFORMATION AND MATERIALS:  
GRANT APPLICATION ( SEE ATTACHMENT)  
SUBMISSION DEADLINES:

N/A

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CAPITAL IMPROVEMENT AND SPECIAL COMMUNITY PROJECTS FOR THE  
METROPOLITAN ATLANTA AREA TO 501(C) (3) ORGANIZATIONS IN GOOD STANDING.

STATEMENT 10

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

58-6026070

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 636,634.

TOTAL GRANTS PAID: 636,634.

=====

STATEMENT 11

X0576 2000

II0514 2TTR 05/03/2010 14:34:18

43-1102875

29 -

**SCHEDULE D**  
(Form 1041)Department of the Treasury  
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

**2009**

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

Name of estate or trust

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

Employer identification number

58-6026070

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	1b	13,324.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	3	37,344.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .	4	( )
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ► 5	5	50,668.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	6b	-609,988.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	8	1,137.
9 Capital gain distributions . . . . .	9	933.
10 Gain from Form 4797, Part I . . . . .	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .	11	( )
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ► 12	12	-607,918.

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

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see page 5)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
<b>Caution: Read the instructions before completing this part.</b>				
13 Net short-term gain or (loss) . . . . .	13			50,668.
14 Net long-term gain or (loss):				
a Total for year . . . . .	14a			-607,918.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	14b			
c 28% rate gain . . . . .	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ►	15			-557,250.

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

<b>Part IV Capital Loss Limitation</b>	
16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	
a The loss on line 15, column (3) or b \$3,000 . . . . .	

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

<b>Part V Tax Computation Using Maximum Capital Gains Rates</b>	
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**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

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

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

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

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	19		
20 Add lines 18 and 19 . . . . .	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ►	21		
22 Subtract line 21 from line 20 If zero or less, enter -0- . . . . .	22		
23 Subtract line 22 from line 17 If zero or less, enter -0- . . . . .	23		
24 Enter the smaller of the amount on line 17 or \$2,300 . . . . .	24		
25 Is the amount on line 23 equal to or more than the amount on line 24?			
<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.	25		
<input type="checkbox"/> No. Enter the amount from line 23 . . . . .	26		
26 Subtract line 25 from line 24 . . . . .	26		
27 Are the amounts on lines 22 and 26 the same?			
<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	27		
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	28		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	28		
29 Subtract line 28 from line 27 . . . . .	29		
30 Multiply line 29 by 15% (15) . . . . .	30		
31 Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	31		
32 Add lines 30 and 31 . . . . .	32		
33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	34		

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

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**Name of estate or trust**

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

Employer identification number  
58-6026070

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

**1b Total** Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . . 13,324.00

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

Schedule D-1 (Form 1041) 2009

**Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side**

**Employer identification number**

58-6026070

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

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . - 609,988.00

Schedule D-1 (Form 1041) 2009

## GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	37,344.00
	-----
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)	37,344.00
	=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	1,137.00
	-----
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)	1,137.00
	=====

STATEMENT 1

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

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

## **SunTrust Bank Common Application Form**

For the English Memorial Fund, Harriet Marshall Fund, Thomas Guy Woolford Fund, and the Rich Memorial Fund

### **Qualifications and Guidelines**

The geographic focus of this fund is Metropolitan Atlanta ONLY. Community benefit and return on investment are primary considerations in distribution decisions.

The Trustees will consider requests for grants for capital improvements such as buildings, furniture and equipment, and alterations to existing structures. Applications will be considered for special projects of a community nature, special studies, surveys, research and pilot programs which do not commit the funds to recurring expenditures.

Grants from the Foundation are made by the Distribution Committee to non-profit Metropolitan Atlanta organizations that have legitimate needs and a worthwhile purpose. This fund will not consider requests for general operating support such as salaries, maintenance, and debt service, and requests by political organizations, churches or individuals. Usually grants will only be made to organizations with records of successful operation without a deficit for at least a year.

#### **Other Committee considerations include:**

- o Emphasis on Metropolitan Atlanta
- o Organization/ community coordination and support
- o Timeliness and precedence
- o Organization management and governance
- o Grant multiplier effect
- o Human value and self-help emphasis
- o Ultimate benefit to the community
- o Financial management

Periodic program reports from grant recipients are expected by the Committee. Brief reports should be mailed to the Secretary.

**SUNTRUST**

### **Grant Application Form Instructions**

- Please complete all sections of the form below.

• We prefer that this form be no longer than two pages when completed. Therefore, please limit your answers to fit in the spaces provided.

• Please include the following required attachments:

**Support Material**

- A) Attach a copy of the Organization's 501(C)(3) federal tax exemption letter from the IRS
- B) Attach a written statement from the CEO of the organization stating that the 501(C)(3) tax exempt status has not been modified, amended or withdrawn and remains in full force and effect. If the organization's name has changed within the last five (5) years, briefly describe the circumstances for the change
- C) Attach a list of the Organization's Board of Directors and their affiliations

**Financial Information**

Please attach the following and the corresponding dates that each document covers:

- A) Organization's **most recent, completed full year Financial Statement** (revenue, expenses and balance sheet), **audited**, if available
- B) Organization's **current Annual Operating Budget**
- C) Organization's **projected Operating Budget** for the coming year
- D) A **current Expense Budget** for the project

• Once you have completed the form, print it out and mail to SunTrust, along with the requested supplemental information, to:

Mr. Raymond B. King, Group Vice President  
SunTrust Bank, Atlanta  
Community Affairs Foundations Program  
P.O. Box 4418, Mail Code 041  
Atlanta, GA 30302



## SunTrust Bank Atlanta Foundation Grant Application Form

### General Information

Organization Name:	
Address:	
City/State/Zip:	
Phone:	Fax:
E-Mail Address:	Website Address:
Contact Person/ Position:	Contact Phone Number:

### Grant Request

Date of Request	Amount Requested \$
Total Project Cost. \$	Total Organization Budget for this year. \$

### Statement of Organization's Mission or Purpose:

### Names and Roles of Organization's Key Leadership (Staff).

- 1.
- 2.

### Project or Purpose of Grant Request:

### Impact of Grant Requested on your Organization and the Community:

### Evaluation

#### *Briefly Explain*

##### A) The Timetable for Specific Goals and Objectives:

B) How will you measure the effectiveness/success of the project/activity?

C) Who will be Involved in the Evaluation Process – Staff, Board, Constituents, Community, Consultants?

D) How will the evaluation results be used?

Additional Information

A) List other major commitments for the project specified in this grant request (name and amount)

	\$
	\$
	\$
	\$

B) List other major solicitations for the project specified in this grant request (name and amount)

	\$
	\$
	\$
	\$

C) List Percentage and Dollar Amount of Board Participation towards this project and for the year

	%
	\$

D) List any United Way support (if applicable): \$

**Internal Use Only — Do not write in this space.**

Most Recent Grant	\$	Date	STBA \$	E \$	M \$	R \$
Previous Grant(s)	#	\$				
Recommendation	\$	STBA \$	E \$	M \$	R \$	

ACCT 2TTR 1102875  
PREP 43 ADMN 1071 INV 80

SUNTRUST BANK  
TAX TRANSACTION DETAIL

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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME				
02/02/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO CHILDREN'S HEALTHCARE OF ATLANTA TR TRAN#=IN000104000014 TR CD=105 REG=0 PORT=INC	-14000 00	-14000 00		090200004 **CHANGED** 08/31/09 N_C
02/11/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO DARLINGTON SCHOOL TR TRAN#=IN001294000011 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00		090200021 **CHANGED** 08/31/09 N_C
02/11/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO GAINESVILLE STATE COLLEGE FOUNDATION GAINESVILLE GA	-25000 00	-25000 00		090200022 **CHANGED** 08/31/09 N_C

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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) TR TRAN#=IN001294000012 TR CD=105 REG=0 PORT=INC				
02/11/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO ACTOR'S EXPRESS ATLANTA, GA TR TRAN#=IN001294000019 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 08/31/09 N_C	090200023
02/11/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO WOODRUFF ARTS CENTER ATLANTA, GA TR TRAN#=IN001294000020 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED** 08/31/09 N_C	090200024
03/20/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT CONTRIBUTION PAID TO GEORGIA LAWYERS FOR THE ARTS TR TRAN#=IN002475000005 TR CD=105 REG=0 PORT=INC	-2700 00	-2700 00	**CHANGED** 08/31/09 N_C	090300025
04/20/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT TO SUPPORT THE \$325 MILLION GREATER GRADY CAMPAIGN TO FUND PRIORITY CAPITAL NEEDS PAID TO THE HENRY W GRADY HEALTH SYSTEM FOUNDATION TR TRAN#=IN002277000007 TR CD=105 REG=0 PORT=INC	-40000 00	-40000 00	**CHANGED** 08/31/09 N_C	090400021
06/03/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO ATLANTA GIRLS SCHOOL ATLANTA, GA TR TRAN#=IN000433000007 TR CD=105 REG=0 PORT=INC	-22000 00	-22000 00	**CHANGED** 08/31/09 N_C	0906000006
06/03/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO METRO ATLANTA ARTS & CULTURE COALITION ATLANTA, GA TR TRAN#=IN000433000009 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 08/31/09 N_C	0906000008
06/03/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO THE STATE BOTANICAL GARDEN OF GEORGIA ATHENS, GA TR TRAN#=IN000433000010 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED** 08/31/09 N_C	0906000009
06/03/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO LIVABLE COMMUNITIES COALITION ATLANTA, GA TR TRAN#=IN000433000008 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	**CHANGED** 08/31/09 N_C	0906000007
06/09/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO NATURE CONSERVANCY TR TRAN#=IN001033000016 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 08/31/09 N_C	0906000031
06/09/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO PATH FOUNDATION TR TRAN#=IN001033000018 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 08/31/09 N_C	0906000032
06/09/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO SAVANNAH COLLEGE OF ART & DESIGN - ATLANTA CAMPUS TR TRAN#=IN001033000021 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED** 08/31/09 N_C	0906000033
06/09/09 CASH DISBURSEMENT	-2000 00	-2000 00		0906000028

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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) BENEFICIARY CHARITABLE GIFT GRANT PAID TO AMERICAN CANCER SOCIETY SOUTH ATLANTA DIVISION TR TRAN#=IN001033000006 TR CD=105 REG=0 PORT=INC				**CHANGED** 08/31/09 N_C
06/09/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO ATHENS ACADEMY TR TRAN#=IN001033000007 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00		0906000029 **CHANGED** 08/31/09 N_C
06/09/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO BELTLINE PARTNERSHIP TR TRAN#=IN001033000012 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00		0906000030 **CHANGED** 08/31/09 N_C
06/09/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT PAID TO WESTMINSTER SCHOOLS THE TR TRAN#=IN001033000029 TR CD=105 REG=0 PORT=INC	-7600 00	-7600 00		0906000034 **CHANGED** 08/31/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO GEORGIA TECH FOUNDATION FOR BENEFIT OF GEORGIA INSTITUTE OF TECHNOLOGY TR TRAN#=IN001827000004 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00		0911000019 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO GEORGIA COUNCIL ON ECONOMIC EDUCATION TR TRAN#=IN001827000005 TR CD=105 REG=0 PORT=INC	-13334 00	-13334 00		0911000020 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO GWINNETT HOSPITAL SYSTEM FOUNDATION LAWRENCEVILLE, GA TR TRAN#=IN001827000016 TR CD=105 REG=0 PORT=INC	-70000 00	-70000 00		0911000022 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO SOUTHERN REGIONAL MEDICAL CENTER FOUNDATION RIVERDALE, GA TR TRAN#=IN001827000017 TR CD=105 REG=0 PORT=INC	-40000 00	-40000 00		0911000023 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO THE LOVETT SCHOOL ATLANTA, GA TR TRAN#=IN001827000018 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00		0911000024 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO SOPHIA ACADEMY ATLANTA, GA TR TRAN#=IN001827000019 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00		0911000025 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO PIEDMONT HOSPITAL TR TRAN#=IN001827000006 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00		0911000021 **CHANGED** 12/02/09 N_C
11/17/09 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO ATLANTA BALLET, INC ATLANTA, GA	-30000.00	-30000 00		0911000027 **CHANGED** 12/02/09 N_C

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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED) TR TRAN#=IN001827000049 TR CD=105 REG=0 PORT=INC				
11/17/09	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT 2009 PAID TO WESLEYAN SCHOOL NORCROSS, GA TR TRAN#=IN001827000048 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00		0911000026 **CHANGED** 12/02/09 N_C
	TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-636634 00	-636634 00	0 00	

**Investment Review (35 Items)- as of 02/03/2010 (Settle Date View)** [print](#) | [expand](#) | [contract](#) | [save](#) | [ticker](#) | [account](#)

Click on an investment class to show investment information or select a date from the drop-down listbox to view historical investment information.   
available) \*\*Disclaimer Pricing changes made since the last statement may not be reflected in Investment Review values

Assets 12/31/2009  
as of:

Account All Accounts

**MAIN-1102875 - SUB-7932036**

	P/I	Units	Market Value	% Mkt Value	Accrued Income	Tax Cost	Est Annual Income	Yield at Mkt
<b>CASH EQUIVALENTS</b>			\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.00%
<b>COINS AND CURRENCY</b>			\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.00%
<b>+ 999999998 UNINVESTED CASH</b>		0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.000
<b>STIF &amp; MONEY MARKET FUNDS</b>			\$291,097.09	2.595%	\$33.15	\$291,097.09	\$423.55	0.14%
<b>  TAXABLE</b>			\$291,097.09	2.595%	\$33.15	\$291,097.09	\$423.55	0.14%
<b>+ 990002255 SUNTRUST RESERVE FD</b>		291,097.0900	\$291,097.09	2.595%	\$33.15	\$291,097.09	\$423.55	0.14%
<b>EQUITY SECURITIES</b>			\$1,104,406.84	9.844%	\$0.00	\$417,146.36	\$11,734.22	1.06%
<b>  COMMODITY</b>			\$158,463.60	1.412%	\$0.00	\$152,594.17	\$0.00	0.00%
<b>+ 46428R107 ISHARES GSCI COMMODITY-INDEXED ETF UNIT BEN INT</b>		4,980.0000	\$158,463.60	1.412%	\$0.00	\$152,594.17	\$0.00	0.000
<b>  DATA PROCESSING &amp; OUTSOURCING</b>			\$286,060.00	2.550%	\$0.00	\$587.20	\$2,600.00	0.90%
<b>+ 31620M106 FIDELITY NATL INFORMATION SVCS INC COM</b>		7,000.0000	\$164,080.00	1.462%	\$0.00	\$352.61	\$1,400.00	0.853
<b>+ 52602E102 LENDER PROCESSING SVCS INC COM</b>		3,000.0000	\$121,980.00	1.087%	\$0.00	\$234.59	\$1,200.00	0.984
<b>  DIVERSIFIED BANKS</b>			\$81,160.00	0.723%	\$0.00	\$1,252.28	\$160.00	0.19%
<b>+ 867914103 SUNTRUST BANKS INC COM Rating A-</b>		4,000.0000	\$81,160.00	0.723%	\$0.00	\$1,252.28	\$160.00	0.197
<b>  DIVERSIFIED COMMERCIAL SVCS</b>			\$247,120.00	2.203%	\$0.00	\$507.84	\$1,280.00	0.51%
<b>+ 294429105 EQUIFAX INC COM Rating B+</b>		8,000.0000	\$247,120.00	2.203%	\$0.00	\$507.84	\$1,280.00	0.518
<b>  EXCHANGE TRADED FDS EQUITY</b>			\$124,832.00	1.113%	\$0.00	\$104,293.38	\$72.19	0.05%
<b>+ 464287234 ISHARES TR MSCI EMERGING MKTS INDEX FD</b>		3,008.0000	\$124,832.00	1.113%	\$0.00	\$104,293.38	\$72.19	0.058
<b>  REAL ESTATE MGMT &amp; DEVELOPMENT</b>			\$206,771.24	1.843%	\$0.00	\$157,911.49	\$7,622.03	3.68%
<b>+ 464287564 ISHARES TR COHEN &amp; STEERS REALTY MAJORS INDEX FD</b>		3,937.0000	\$206,771.24	1.843%	\$0.00	\$157,911.49	\$7,622.03	3.686
<b>MUTUAL FUNDS</b>			\$300,529.41	2.679%	\$0.00	\$244,875.68	\$0.00	0.00%
<b>  SMALL CAP GROWTH</b>			\$188,477.25	1.680%	\$0.00	\$141,537.50	\$0.00	0.00%
<b>+ 26203E836 DREYFUS/THE BOSTON CO SMALL CAP GROWTH FD INSTL Rating N/A</b>		4,225.0000	\$188,477.25	1.680%	\$0.00	\$141,537.50	\$0.00	0.000
<b>  SMALL CAP VALUE</b>			\$112,052.16	0.999%	\$0.00	\$103,338.18	\$0.00	0.00%
<b>+ 47103C183 JANUS INV'T FD</b>		5,346.0000	\$112,052.16	0.999%	\$0.00	\$103,338.18	\$0.00	0.000

PERKINS SMALL CO VALUE FD I SHS Rating N/A							
PROPRIETARY FUNDS	\$6,824,858.63	60.831%	\$2,574.51	\$7,783,072.26	\$152,948.86	2.24	
FIXED INCOME	\$397,974.50	3.547%	\$2,574.51	\$448,098.86	\$32,839.00	8.25%	
76628T405 RIDGEWORTH FD-HIGH INCOME I SHS #615 Rating N/A	61,039 0330	\$397,974.50	3.547%	\$2,574.51	\$448,098.86	\$32,839.00	8.25%
INTL DIVERSIFIED	\$1,126,941.60	10.045%	\$0.00	\$1,135,986.03	\$57,397.03	5.09	
76628R813 RIDGEWORTH FD-INTL EQUITY INDEX I SHS #530 Rating N/A	87,495 4660	\$1,126,941.60	10.045%	\$0.00	\$1,135,986.03	\$57,397.03	5.09
LARGE CAP GROWTH	\$2,631,000.79	23.450%	\$0.00	\$2,830,246.89	\$21,660.77	0.82	
76628R102 RIDGEWORTH FD-AGGRESSIVE GROWTH STK I SHS #558 Rating N/A	59,854 9400	\$741,602.71	6.610%	\$0.00	\$748,574.40	\$16,998.80	2.29%
76628R748 RIDGEWORTH FD-LARGE CAP GROWTH STK I SHS #510 Rating N/A	58,816 2830	\$530,522.87	4.729%	\$0.00	\$676,716.22	\$1,705.67	0.32%
76628R540 RIDGEWORTH FD-SELECT LARGE CAP GRWTH I SHS #622 Rating N/A	50,970 5630	\$1,358,875.21	12.112%	\$0.00	\$1,404,956.27	\$2,956.29	0.21%
LARGE CAP VALUE	\$2,243,120.13	19.993%	\$0.00	\$2,827,437.97	\$37,268.00	1.66	
76628R771 RIDGEWORTH FD-LARGE CAP CORE EQUITY I SHS #983 Rating N/A	71,299 4300	\$891,955.87	7.950%	\$0.00	\$1,157,904.07	\$11,407.91	1.27%
76628R714 RIDGEWORTH FD-LARGE CAP QUANT EQUITY I SHS #624 Rating N/A	31,186 1610	\$310,926.03	2.771%	\$0.00	\$418,917.01	\$5,301.65	1.70%
76628R672 RIDGEWORTH FD-LARGE CAP VALUE EQUITY I SHS #512 Rating N/A	94,739 3660	\$1,040,238.24	9.272%	\$0.00	\$1,250,616.89	\$20,558.44	1.97%
MID CAP GROWTH	\$124,609.89	1.111%	\$0.00	\$148,300.87	\$0.00	0.00%	
76628R706 RIDGEWORTH FD-EMERGING GROWTH STK I SHS #593 Rating N/A	11,613 2240	\$124,609.89	1.111%	\$0.00	\$148,300.87	\$0.00	0.00%
MID CAP VALUE	\$301,211.71	2.685%	\$0.00	\$393,001.64	\$3,784.07	1.25%	
76628R615 RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #412 Rating N/A	30,272 5340	\$301,211.71	2.685%	\$0.00	\$393,001.64	\$3,784.07	1.25%
COMMON & COLLECTIVE FUNDS	\$2,698,497.91	24.052%	\$0.00	\$2,649,963.06	\$76,497.41	2.83%	
TAXABLE	\$2,698,497.91	24.052%	\$0.00	\$2,649,963.06	\$76,497.41	2.83%	
990001307 SUNTRUST HIGH QUALITY INTERMEDIATE FIXED INCOME FD	591,179 0000	\$2,302,151.53	20.519%	\$0.00	\$2,269,616.43	\$62,418.45	2.71%
990001059 SUNTRUST SHORT-TERM BOND FD	35,562 0000	\$396,346.38	3.533%	\$0.00	\$380,346.63	\$14,078.96	3.552%
MISCELLANEOUS ASSETS	\$0.00	0.000%	\$0.00	\$4.00	\$0.00	0.00%	
ACCOUNT RECEIVABLES	\$0.00	0.000%	\$0.00	\$4.00	\$0.00	0.00%	
997000JA3 CLASS ACTION PENDING AOL/TIME WARNER ON RCPT OF FINAL PMT	1 0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
997000GDO	1 0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%

CLASS ACTION PENDING CVS CORP SECURITIES LITIGATION ON RCPT OF FINAL PMT								
⊕ 997000NN0	1 0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING FEDERAL HOME LOAN MTG CORP ON RCPT OF FINAL PMT								
⊕ 997000BE3	1 0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING HALLIBURTON ON RECEIPT OF FINAL PMT								
⊕ 997000QD9	1 0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING KING PHARMACEUTICALS ON RCPT OF FINAL PMT								
⊕ 997000VN1	1 0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING SPRINT CORP ON RCPT OF FINAL PMT								
⊕ 997001AH5	1 0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING TENET HEALTHCARE CORP ON RCPT OF FINAL PMT								
⊕ 997000KE3	1 0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT								
⊕ 997000VX9	1 0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	\$0.00	0.000
CLASS ACTION PENDING TYCO INTL ON RCPT OF FINAL PMT								
<b>TOTAL:</b>		<b>\$11,219,389.88</b>	<b>✓ 100%</b>	<b>\$2,607.66</b>	<b>\$11,386,158.45</b>	<b>\$241,604.04</b>	<b>2.15</b>	

Please note Market values and transactions reflect beginning of current business day's pricing and activities. Month end values may differ from your month end Statement of Account due to retroactive pricing

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