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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

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

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

Name of foundation

THE MERRILL TRUST FUND 4655000034

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

C/O REGIONS BANK TRUST DEPT, PO BOX 2886

City or town, state, and ZIP code

MOBILE, AL 36652-2886

A Employer identification number

58-6268195

B Telephone number (see page 10 of the instructions)

(251) 690-1024

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ☐ \$

662,241.

J Accounting method ☒ Cash ☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <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	19,161.	19,408.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-43,998.			
b Gross sales price for all assets on line 6a	435,081.			
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)				
12 Total. Add lines 1 through 11	-24,837.	19,408.		
13 Compensation of officers, directors, trustees, etc.	8,801.	7,041.		1,760.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 1	1,225.	NONE	NONE	1,225.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 2	1,304.	59.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	11,330.	7,100.	NONE	2,985.
25 Contributions, gifts, grants paid	32,596.			32,596.
26 Total expenses and disbursements. Add lines 24 and 25	43,926.	7,100.	NONE	35,581.
27 Subtract line 26 from line 12	-68,763.			
a Excess of revenue over expenses and disbursements		12,308.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		24,100.	31,045.	31,045.
	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 ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	STMT 3	183,658.	214,034.	218,184.
	b	Investments - corporate stock (attach schedule)	STMT 5	412,458.	296,507.	309,359.
	c	Investments - corporate bonds (attach schedule)	STMT 8	89,561.	99,459.	103,653.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)	STMT 10				
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		709,777.	641,045.	662,241.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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		709,777.	641,045.	
	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 (see page 17 of the instructions)		709,777.	641,045.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		709,777.	641,045.	

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	709,777.
2	Enter amount from Part I, line 27a	2	-68,763.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	31.
4	Add lines 1, 2, and 3	4	641,045.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	641,045.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV 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					
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	-43,998.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. }			3		

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	35,048.	695,085.	0.05042261018
2007	35,559.	732,058.	0.04857402009
2006	35,389.	716,049.	0.04942259538
2005	35,952.	714,382.	0.05032601605
2004	35,315.	729,953.	0.04838645590
2 Total of line 1, column (d)			2 0.24713169760
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.04942633952
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 604,303.
5 Multiply line 4 by line 3			5 29,868.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 123.
7 Add lines 5 and 6			7 29,991.
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 on page 18.			8 35,581.

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	123.
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	123.
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	123.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 936.		
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	936.
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	813.
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax <input checked="" type="checkbox"/> 124. Refunded <input type="checkbox"/>		11	689.

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		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?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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 page 19 of the instructions) ▶ STMT 12		
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(i)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ REGIONS BANK TRUST DEPT Telephone no. ▶ (251) 690-1024			
Located at ▶ 11 NORTH WATER STREET, 25TH FLOOR, MOBILE, AL ZIP + 4 ▶ 36602				
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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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 4043(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** ☒

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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 13		8,801.	-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**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

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

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

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

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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	613,506.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	613,506.
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	613,506.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	9,203.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	604,303.
6	Minimum investment return. Enter 5% of line 5	6	30,215.

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	30,215.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	123.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	123.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,092.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	30,092.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	30,092.

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	35,581.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	35,581.
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	123.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	35,458.

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				30,092.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			32,596.	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009.				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>35,581.</u>				
a Applied to 2008, but not more than line 2a			32,596.	
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				2,985.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				27,107.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

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

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
a <i>Paid during the year</i> SEE STATEMENT 14				
Total			▶ 3a	32,596.
b <i>Approved for future payment</i>				
Total			▶ 3b	

1 Program service revenue

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	19,161.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-43,998.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				-24,837.	
13	Total. Add line 12, columns (b), (d), and (e)					-24,837.

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

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

[illegible]

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


1	<p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p>	Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X

[illegible]

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.			
	 Signature of officer or trustee		04/27/2010 Date	TRUST OFFICER Title
	REGIONS BANK, TRUSTEE Preparer's signature		Date	Check if self-employed <input type="checkbox"/>
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code		Preparer's identifying number (See Signature on page 30 of the instructions)	
			EIN <input type="checkbox"/>	
			Phone no	

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
878.00		35. AT&T INC PROPERTY TYPE: SECURITIES 852.00				P 09/16/2005 26.00	01/28/2009
1,359.00		25. ABBOTT LABS W/RIGHTS ATTACHED EXP 11 PROPERTY TYPE: SECURITIES 946.00				P 11/30/2005 413.00	01/28/2009
769.00		15. ABBOTT LABS W/RIGHTS ATTACHED EXP 11 PROPERTY TYPE: SECURITIES 675.00				P 05/08/2009 94.00	10/27/2009
486.00		20. AETNA U S HEALTHCARE INC PROPERTY TYPE: SECURITIES 552.00				P 05/08/2009 -66.00	07/02/2009
2,913.00		120. AETNA U S HEALTHCARE INC PROPERTY TYPE: SECURITIES 6,266.00				P 02/21/2008 -3,353.00	07/02/2009
332.00		5. AIR PRODS & CHEMICALS INC COM W/ RTS PROPERTY TYPE: SECURITIES 475.00				P 02/21/2008 -143.00	06/15/2009
813.00		10. AIR PRODS & CHEMICALS INC COM W/ RTS PROPERTY TYPE: SECURITIES 950.00				P 02/21/2008 -137.00	10/27/2009
3,165.00		3000. ALABAMA POWER CO SERIES: 07-D DTD PROPERTY TYPE: SECURITIES 3,099.00				P 03/11/2008 66.00	05/27/2009
952.00		20. ALLERGAN INC PROPERTY TYPE: SECURITIES 1,262.00				P 02/21/2008 -310.00	05/08/2009
850.00		15. ALLERGAN INC PROPERTY TYPE: SECURITIES 947.00				P 02/21/2008 -97.00	10/27/2009
1,761.00		65. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 2,954.00				P 02/21/2008 -1,193.00	05/08/2009

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,618.00		45. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES 2,045.00				P 02/21/2008 -427.00	10/27/2009
879.00		77.147 ARTISAN FDS INC SMALL CAP VALUE F PROPERTY TYPE: SECURITIES 1,131.00				P 08/27/2008 -252.00	05/08/2009
662.00		58.543 ARTISAN FDS INC SMALL CAP VALUE F PROPERTY TYPE: SECURITIES 858.00				P 08/27/2008 -196.00	06/15/2009
3,943.00		296.269 ARTISAN FDS INC SMALL CAP VALUE PROPERTY TYPE: SECURITIES 4,343.00				P 08/27/2008 -400.00	10/28/2009
3,330.00		201.666 ARTISAN FDS INC MID CAP VALUE FD PROPERTY TYPE: SECURITIES 2,958.00				P 05/08/2009 372.00	10/28/2009
305.00		10. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES 462.00				P 02/21/2008 -157.00	05/08/2009
3,443.00		130. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES 6,000.00				P 02/21/2008 -2,557.00	11/19/2009
1,126.00		30. BEST BUY INC PROPERTY TYPE: SECURITIES 907.00				P 01/28/2009 219.00	05/08/2009
3,814.00		124.549 BLACKROCK US OPPORTUNITIES-I PROPERTY TYPE: SECURITIES 3,672.00				P 08/18/2009 142.00	10/28/2009
702.00		25. CVS CORP PROPERTY TYPE: SECURITIES 1,016.00				P 02/21/2008 -314.00	01/28/2009
477.00		15. CVS CORP PROPERTY TYPE: SECURITIES 610.00				P 02/21/2008 -133.00	05/08/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
724.00		20. CVS CORP PROPERTY TYPE: SECURITIES 813.00				P 02/21/2008 -89.00	10/27/2009
1,448.00		20. CHEVRONTExACO CORP COM PROPERTY TYPE: SECURITIES 1,728.00				P 02/21/2008 -280.00	01/28/2009
558.00		30. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES 446.00				P 11/25/2002 112.00	05/08/2009
1,176.00		50. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES 744.00				P 11/25/2002 432.00	10/27/2009
3,321.00		3000. CISCO SYSTEMS INC CALLABLE 5.5% 02 PROPERTY TYPE: SECURITIES 3,087.00				P 03/11/2008 234.00	09/11/2009
814.00		30. CITRIX SYSTEM INC PROPERTY TYPE: SECURITIES 932.00				P 08/13/2008 -118.00	05/08/2009
830.00		25. CITRIX SYSTEM INC PROPERTY TYPE: SECURITIES 777.00				P 08/13/2008 53.00	06/15/2009
961.00		25. CITRIX SYSTEM INC PROPERTY TYPE: SECURITIES 777.00				P 08/13/2008 184.00	10/27/2009
3,002.00		3000. CREDIT SUISSE FB USA PROPERTY TYPE: SECURITIES 3,098.00		4.875% 08/1		P 03/11/2008 -96.00	02/26/2009
3,035.00		3000. CREDIT SUISSE FB USA PROPERTY TYPE: SECURITIES 3,098.00		4.875% 08/1		P 03/11/2008 -63.00	04/23/2009
565.00		20. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES 738.00				P 05/09/2008 -173.00	01/28/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,262.00		35. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES 1,291.00				P 05/09/2008 -29.00	05/08/2009
3,097.00		3000. DEERE JOHN CAPITAL CORP SERIES: MT PROPERTY TYPE: SECURITIES 3,107.00				P 03/11/2008 -10.00	05/27/2009
157.00		15. DELL INC PROPERTY TYPE: SECURITIES 299.00				P 02/21/2008 -142.00	05/08/2009
646.00		50. DELL INC PROPERTY TYPE: SECURITIES 995.00				P 02/21/2008 -349.00	06/15/2009
913.00		60. DELL INC PROPERTY TYPE: SECURITIES 1,194.00				P 02/21/2008 -281.00	10/27/2009
682.00		10. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES 993.00				P 02/21/2008 -311.00	10/27/2009
503.00		20. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 655.00				P 02/21/2008 -152.00	05/08/2009
705.00		25. WALT DISNEY CO COM PROPERTY TYPE: SECURITIES 819.00				P 02/21/2008 -114.00	10/27/2009
2,103.00		2000. WALT DISNEY CO DTD 12/22/08 4.5% 1 PROPERTY TYPE: SECURITIES 2,002.00				P 12/18/2008 101.00	08/12/2009
3,062.00		3000. DOMINION RES INC VA NEW SERIES: C PROPERTY TYPE: SECURITIES 2,996.00				P 03/11/2008 66.00	07/07/2009
958.00		85. E M C CORP MASS COM PROPERTY TYPE: SECURITIES 1,329.00				P 02/21/2008 -371.00	01/28/2009

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
308.00		25. E M C CORP MASS COM PROPERTY TYPE: SECURITIES 391.00				P	02/21/2008	05/08/2009
							-83.00	
259.00		20. E M C CORP MASS COM PROPERTY TYPE: SECURITIES 313.00				P	02/21/2008	06/15/2009
							-54.00	
1,346.00		80. E M C CORP MASS COM PROPERTY TYPE: SECURITIES 1,250.00				P	02/21/2008	10/27/2009
							96.00	
235.00		5. EATON CORP PROPERTY TYPE: SECURITIES 486.00				P	06/13/2008	06/15/2009
							-251.00	
1,237.00		20. EATON CORP PROPERTY TYPE: SECURITIES 1,943.00				P	06/13/2008	10/27/2009
							-706.00	
1,066.00		34.104 AMERICAN FDS EUROPACIFIC GROWTH C PROPERTY TYPE: SECURITIES 1,599.00				P	06/13/2008	06/15/2009
							-533.00	
5,740.00		155.122 AMERICAN EUROPACIFIC GRTH-F2 PROPERTY TYPE: SECURITIES 7,259.00				P	06/13/2008	10/28/2009
							-1,519.00	
1,564.00		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 912.00				P	10/02/2000	01/28/2009
							652.00	
67.00		66.67 FEDERAL HOME LOAN MORTGAGE CORP PO PROPERTY TYPE: SECURITIES 66.00				P	03/11/2008	01/15/2009
							1.00	
386.00		385.59 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 381.00				P	03/11/2008	02/17/2009
							5.00	
493.00		493.06 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 487.00				P	03/11/2008	03/16/2009
							6.00	

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
445.00		444.93 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 440.00				03/11/2008 5.00	04/15/2009
475.00		475.18 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 469.00				03/11/2008 6.00	05/15/2009
500.00		499.72 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 494.00				03/11/2008 6.00	06/15/2009
465.00		464.86 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 459.00				03/11/2008 6.00	07/15/2009
326.00		325.55 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 322.00				03/11/2008 4.00	08/17/2009
191.00		191.11 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 189.00				03/11/2008 2.00	09/15/2009
275.00		274.63 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 271.00				03/11/2008 4.00	10/15/2009
326.00		325.71 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 322.00				03/11/2008 4.00	11/16/2009
9,313.00		8771.68 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 8,665.00				03/11/2008 648.00	12/14/2009
281.00		281.17 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 278.00				03/11/2008 3.00	12/15/2009
131.00		131.17 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 133.00				03/11/2008 -2.00	01/15/2009

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
267.00		266.79 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 270.00				03/11/2008 -3.00	02/17/2009
284.00		284.41 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 288.00				03/11/2008 -4.00	03/16/2009
277.00		277.23 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 281.00				03/11/2008 -4.00	04/15/2009
258.00		257.53 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 261.00				03/11/2008 -3.00	05/15/2009
275.00		274.73 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 278.00				03/11/2008 -3.00	06/15/2009
306.00		305.85 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 310.00				03/11/2008 -4.00	07/15/2009
199.00		199.4 FEDERAL HOME LOAN MORTGAGE CORP PO PROPERTY TYPE: SECURITIES 202.00				03/11/2008 -3.00	08/17/2009
132.00		132.26 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 134.00				03/11/2008 -2.00	09/15/2009
139.00		138.95 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 141.00				03/11/2008 -2.00	10/15/2009
135.00		134.51 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 136.00				03/11/2008 -1.00	11/16/2009
149.00		149.05 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 151.00				03/11/2008 -2.00	12/15/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
60.00		59.82 FEDERAL HOME LOAN MTG CORP POOL #G PROPERTY TYPE: SECURITIES 63.00				11/09/2009 -3.00	12/15/2009
386.00		386.16 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 386.00				03/11/2008	01/15/2009
1,386.00		1386.41 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,385.00				03/11/2008 1.00	02/17/2009
1,801.00		1801.02 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,799.00				03/11/2008 2.00	03/16/2009
1,300.00		1300.27 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,299.00				03/11/2008 1.00	04/15/2009
1,664.00		1663.69 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,662.00				03/11/2008 2.00	05/15/2009
891.00		891.14 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 890.00				03/11/2008 1.00	06/15/2009
1,586.00		1586.13 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,584.00				03/11/2008 2.00	07/15/2009
1,652.00		1651.91 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,650.00				03/11/2008 2.00	08/17/2009
555.00		554.75 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 554.00				03/11/2008 1.00	09/15/2009
928.00		928.14 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 927.00				03/11/2008 1.00	10/15/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,057.00		1056.59 FEDERAL HOME LOAN MORTGAGE CORP PROPERTY TYPE: SECURITIES 1,055.00				03/11/2008 2.00	11/16/2009
752.00		752.08 FEDERAL HOME LOAN MORTGAGE CORP P PROPERTY TYPE: SECURITIES 751.00				03/11/2008 1.00	12/15/2009
169.00		169.16 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 169.00				03/11/2008	01/26/2009
336.00		335.97 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 335.00				03/11/2008 1.00	02/25/2009
311.00		311.39 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 311.00				03/11/2008	03/25/2009
636.00		638.18 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 637.00				03/11/2008 1.00	04/27/2009
254.00		254.42 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 254.00				03/11/2008	05/26/2009
364.00		363.53 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 363.00				03/11/2008 1.00	06/25/2009
323.00		322.83 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 322.00				03/11/2008 1.00	07/27/2009
176.00		176.29 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 176.00				03/11/2008	08/25/2009
118.00		118.08 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 118.00				03/11/2008	09/25/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
243.00		243.11 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 243.00				03/11/2008	10/26/2009
167.00		167.02 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 167.00				03/11/2008	11/25/2009
300.00		300.3 FEDERAL NATIONAL MORTGAGE ASSN POO PROPERTY TYPE: SECURITIES 300.00				03/11/2008	12/28/2009
76.00		75.8 FEDERAL NATL MTGE ASSN POOL #725424 PROPERTY TYPE: SECURITIES 80.00				11/09/2009	12/28/2009 -4.00
105.00		105.28 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 112.00				11/09/2009	12/28/2009 -7.00
102.00		101.9 FEDERAL NATIONAL MORTGAGE ASSN POO PROPERTY TYPE: SECURITIES 109.00				11/09/2009	12/28/2009 -7.00
74.00		74.45 FEDERAL NATL MTG ASSN POOL #845355 PROPERTY TYPE: SECURITIES 75.00				03/11/2008	01/26/2009 -1.00
464.00		464.4 FEDERAL NATL MTG ASSN POOL #845355 PROPERTY TYPE: SECURITIES 471.00				03/11/2008	02/25/2009 -7.00
1,306.00		1305.51 FEDERAL NATL MTG ASSN POOL #8453 PROPERTY TYPE: SECURITIES 1,323.00				03/11/2008	03/25/2009 -17.00
1,550.00		1549.98 FEDERAL NATL MTG ASSN POOL #8453 PROPERTY TYPE: SECURITIES 1,570.00				03/11/2008	04/27/2009 -20.00
1,048.00		1048.09 FEDERAL NATL MTG ASSN POOL #8453 PROPERTY TYPE: SECURITIES 1,062.00				03/11/2008	05/26/2009 -14.00

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,074.00		1073.67 FEDERAL NATL MTG ASSN POOL #8453 PROPERTY TYPE: SECURITIES 1,088.00				03/11/2008 -14.00	06/25/2009
460.00		459.89 FEDERAL NATL MTG ASSN POOL #84535 PROPERTY TYPE: SECURITIES 466.00				03/11/2008 -6.00	07/27/2009
452.00		451.98 FEDERAL NATL MTG ASSN POOL #84535 PROPERTY TYPE: SECURITIES 458.00				03/11/2008 -6.00	08/25/2009
56.00		55.91 FEDERAL NATL MTG ASSN POOL #845355 PROPERTY TYPE: SECURITIES 57.00				03/11/2008 -1.00	09/25/2009
468.00		468.32 FEDERAL NATL MTG ASSN POOL #84535 PROPERTY TYPE: SECURITIES 474.00				03/11/2008 -6.00	10/26/2009
447.00		446.93 FEDERAL NATL MTG ASSN POOL #84535 PROPERTY TYPE: SECURITIES 453.00				03/11/2008 -6.00	11/25/2009
56.00		56.32 FEDERAL NATL MTG ASSN POOL #845355 PROPERTY TYPE: SECURITIES 57.00				03/11/2008 -1.00	12/28/2009
151.00		150.5 FEDERAL NATL MTG ASSN POOL #878201 PROPERTY TYPE: SECURITIES 161.00				11/09/2009 -10.00	12/28/2009
223.00		223.12 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 220.00				03/11/2008 3.00	01/26/2009
630.00		630.27 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 623.00				03/11/2008 7.00	02/25/2009
747.00		747.45 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 738.00				03/11/2008 9.00	03/25/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
699.00		698.92 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 690.00				03/11/2008 9.00	04/27/2009
680.00		680.35 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 672.00				03/11/2008 8.00	05/26/2009
686.00		686.43 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 678.00				03/11/2008 8.00	06/25/2009
635.00		634.91 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 627.00				03/11/2008 8.00	07/27/2009
482.00		481.77 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 476.00				03/11/2008 6.00	08/25/2009
340.00		339.99 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 336.00				03/11/2008 4.00	09/25/2009
284.00		283.64 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 280.00				03/11/2008 4.00	10/26/2009
384.00		383.62 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 379.00				03/11/2008 5.00	11/25/2009
359.00		358.83 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 354.00				03/11/2008 5.00	12/28/2009
78.00		77.54 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 78.00				03/11/2008	01/26/2009
171.00		171.01 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 173.00				03/11/2008 -2.00	02/25/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
274.00		273.69 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 277.00				03/11/2008 -3.00	03/25/2009
291.00		290.68 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 294.00				03/11/2008 -3.00	04/27/2009
174.00		174.46 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 176.00				03/11/2008 -2.00	05/26/2009
252.00		252.31 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 255.00				03/11/2008 -3.00	06/25/2009
170.00		169.52 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 171.00				03/11/2008 -1.00	07/27/2009
307.00		306.66 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 310.00				03/11/2008 -3.00	08/25/2009
168.00		168.11 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 170.00				03/11/2008 -2.00	09/25/2009
175.00		174.91 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 177.00				03/11/2008 -2.00	10/26/2009
143.00		142.86 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 144.00				03/11/2008 -1.00	11/25/2009
237.00		236.84 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES 239.00				03/11/2008 -2.00	12/28/2009
206.00		11.635 FIDELITY ADVISOR SMALL CAP FUND I PROPERTY TYPE: SECURITIES 282.00				08/27/2008 -76.00	01/28/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
883.00		45.691 FIDELITY ADVISOR SMALL CAP FUND I PROPERTY TYPE: SECURITIES 1,107.00				08/27/2008 -224.00	06/15/2009
466.00		21.798 FIDELITY ADVISOR SMALL CAP FUND I PROPERTY TYPE: SECURITIES 407.00				05/08/2009 59.00	10/28/2009
16,855.00		789.082 FIDELITY ADVISOR SMALL CAP FUND PROPERTY TYPE: SECURITIES 19,112.00				08/27/2008 -2,257.00	10/28/2009
420.00		10. FIRSTENERGY CORP COM PROPERTY TYPE: SECURITIES 431.00				05/08/2009 -11.00	11/19/2009
3,360.00		80. FIRSTENERGY CORP COM PROPERTY TYPE: SECURITIES 4,676.00				10/06/2008 -1,316.00	11/19/2009
2,925.00		35. GENENTECH INC COM NEW PROPERTY TYPE: SECURITIES 2,927.00				12/08/2006 -2.00	01/28/2009
4,197.00		46. GENENTECH INC COM NEW PROPERTY TYPE: SECURITIES 3,847.00				12/08/2006 350.00	03/11/2009
3,261.00		60. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES 5,044.00				02/21/2008 -1,783.00	05/08/2009
1,025.00		75. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 2,164.00				06/13/2008 -1,139.00	01/28/2009
1,776.00		130. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 4,479.00				09/21/2004 -2,703.00	01/28/2009
2,022.00		15. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 2,677.00				04/03/2008 -655.00	05/08/2009

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
719.00		5. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 892.00				P	04/03/2008	06/15/2009 -173.00
899.00		5. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 892.00				P	04/03/2008	10/27/2009 7.00
573.00		25. HALLIBURTON CO PROPERTY TYPE: SECURITIES 1,195.00				P	05/09/2008	05/08/2009 -622.00
1,504.00		50. HALLIBURTON CO PROPERTY TYPE: SECURITIES 2,390.00				P	05/09/2008	10/27/2009 -886.00
455.00		82.274 HARBOR MID CAP GROWTH INSTL CL PROPERTY TYPE: SECURITIES 452.00				P	05/08/2009	06/15/2009 3.00
16,995.00		2823.009 HARBOR MID CAP GROWTH INSTL CL PROPERTY TYPE: SECURITIES 14,748.00				P	05/08/2009	08/18/2009 2,247.00
2,127.00		2000. HEWLETT-PACKARD CO DTD 03/03/08 4. PROPERTY TYPE: SECURITIES 2,015.00				P	04/18/2008	09/11/2009 112.00
944.00		1000. INGERSOLL-RAND GL HLD CO DTD 08/15 PROPERTY TYPE: SECURITIES 1,005.00				P	08/19/2008	01/28/2009 -61.00
948.00		1000. INGERSOLL-RAND GL HLD CO DTD 08/15 PROPERTY TYPE: SECURITIES 1,005.00				P	08/19/2008	01/28/2009 -57.00
1,183.00		60. INTEL CORP COM PROPERTY TYPE: SECURITIES 1,243.00				P	02/21/2008	10/27/2009 -60.00
3,334.00		60. ISHARES TR RUSSELL 1000 VALUE PROPERTY TYPE: SECURITIES 4,154.00				P	08/13/2008	10/27/2009 -820.00

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,657.00		45. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 1,944.00				P	02/21/2008 -287.00	05/08/2009
1,103.00		25. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 1,080.00				P	02/21/2008 23.00	10/27/2009
582.00		10. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 634.00				P	02/21/2008 -52.00	01/28/2009
601.00		10. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 634.00				P	02/21/2008 -33.00	10/27/2009
826.00		45. JUNIPER NETWORKS PROPERTY TYPE: SECURITIES 1,189.00				P	02/21/2008 -363.00	01/28/2009
539.00		25. JUNIPER NETWORKS PROPERTY TYPE: SECURITIES 661.00				P	02/21/2008 -122.00	05/08/2009
467.00		20. JUNIPER NETWORKS PROPERTY TYPE: SECURITIES 528.00				P	02/21/2008 -61.00	06/15/2009
516.00		20. JUNIPER NETWORKS PROPERTY TYPE: SECURITIES 528.00				P	02/21/2008 -12.00	10/27/2009
4,606.00		230. LOWES CO PROPERTY TYPE: SECURITIES 5,389.00				P	02/21/2008 -783.00	01/28/2009
1,123.00		94.902 MFS RESH INTL FD CL I PROPERTY TYPE: SECURITIES 1,726.00				P	06/13/2008 -603.00	06/15/2009
12,840.00		921.097 MFS RESH INTL FD CL I PROPERTY TYPE: SECURITIES 10,232.00				P	05/08/2009 2,608.00	10/28/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
14,379.00		1031.517 MFS RESH INTL FD CL I PROPERTY TYPE: SECURITIES 18,629.00				P 02/21/2008 -4,250.00	10/28/2009
2,301.00		3000. MERRILL LYNCH & CO 6.11% 01/29/2 PROPERTY TYPE: SECURITIES 2,254.00				P 03/11/2008 47.00	01/30/2009
482.00		25. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 711.00				P 11/02/2004 -229.00	05/08/2009
811.00		35. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 996.00				P 11/02/2004 -185.00	06/15/2009
1,142.00		40. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 1,138.00				P 11/02/2004 4.00	10/27/2009
391.00		10. NORFOLK SOUTHN CORP COM W/RIGHTS ATT PROPERTY TYPE: SECURITIES 620.00				P 05/09/2008 -229.00	06/15/2009
924.00		20. NORFOLK SOUTHN CORP COM W/RIGHTS ATT PROPERTY TYPE: SECURITIES 1,240.00				P 05/09/2008 -316.00	10/27/2009
1,057.00		60. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES 1,174.00				P 02/21/2008 -117.00	01/28/2009
181.00		10. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES 196.00				P 02/21/2008 -15.00	05/08/2009
303.00		15. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES 294.00				P 02/21/2008 9.00	06/15/2009
545.00		25. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES 489.00				P 02/21/2008 56.00	10/27/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,038.00		20. PEPSICO INC COM PROPERTY TYPE: SECURITIES 719.00				P 06/16/1999 319.00	01/28/2009
305.00		5. PEPSICO INC COM PROPERTY TYPE: SECURITIES 247.00				P 05/08/2009 58.00	10/27/2009
609.00		10. PEPSICO INC COM PROPERTY TYPE: SECURITIES 360.00				P 06/16/1999 249.00	10/27/2009
215.00		5. PHILIP MORRIS INTERNATIONAL INC PROPERTY TYPE: SECURITIES 205.00				P 05/08/2009 10.00	06/15/2009
980.00		20. PHILIP MORRIS INTERNATIONAL INC PROPERTY TYPE: SECURITIES 800.00				P 01/28/2009 180.00	10/27/2009
4,798.00		299.113 PIONEER MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 6,302.00				P 01/28/2009 -1,504.00	05/08/2009
11,300.00		704.487 PIONEER MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 15,386.00				P 02/21/2008 -4,086.00	05/08/2009
1,430.00		25. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 838.00				P 10/02/2000 592.00	01/28/2009
572.00		10. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 517.00				P 05/08/2009 55.00	10/27/2009
286.00		5. PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 168.00				P 10/02/2000 118.00	10/27/2009
2,118.00		2000. PROCTER & GAMBLE CO MAKE WHOLE 4.6 PROPERTY TYPE: SECURITIES 2,022.00				P 12/16/2008 96.00	05/15/2009

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
1,081.00		25. PRUDENTIAL FINANCIAL INC PROPERTY TYPE: SECURITIES 1,799.00			COM P	02/21/2008	05/08/2009 -718.00
716.00		15. PRUDENTIAL FINANCIAL INC PROPERTY TYPE: SECURITIES 1,079.00			COM P	02/21/2008	10/27/2009 -363.00
619.00		15. QUALCOMM INC PROPERTY TYPE: SECURITIES 649.00			P	02/21/2008	05/08/2009 -30.00
12,630.00		1228.604 RMK MID CAP GROWTH FUND PROPERTY TYPE: SECURITIES 20,105.00			P	06/13/2008	01/28/2009 -7,475.00
509.00		20. ROBERT HALF INTL INC COM PROPERTY TYPE: SECURITIES 475.00			P	05/08/2009	10/27/2009 34.00
829.00		15. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 1,296.00			P	02/21/2008	05/08/2009 -467.00
291.00		5. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 432.00			P	02/21/2008	06/15/2009 -141.00
653.00		10. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 864.00			P	02/21/2008	10/27/2009 -211.00
2,116.00		2000. SHELL INTL FIN MAKE WHOLE 6.375% 1 PROPERTY TYPE: SECURITIES 2,119.00			P	05/18/2009	05/20/2009 -3.00
963.00		20. STRYKER CORP PROPERTY TYPE: SECURITIES 1,354.00			P	02/21/2008	10/21/2009 -391.00
352.00		15. SYSCO CORP COM PROPERTY TYPE: SECURITIES 450.00			P	02/21/2008	05/08/2009 -98.00

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Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
3,662.00		160. SYSCO CORP COM PROPERTY TYPE: SECURITIES 4,797.00				P 02/21/2008 -1,135.00	05/21/2009
3,079.00		3000. TARGET CORP CALLABLE 5.375% 05/01/ PROPERTY TYPE: SECURITIES 2,955.00				P 03/11/2008 124.00	07/23/2009
667.00		15. TEVA PHARMACEUTICAL INDS SPONS ADR PROPERTY TYPE: SECURITIES 651.00				P 03/11/2009 16.00	05/08/2009
240.00		5. TEVA PHARMACEUTICAL INDS SPONS ADR PROPERTY TYPE: SECURITIES 217.00				P 03/11/2009 23.00	06/15/2009
500.00		10. TEVA PHARMACEUTICAL INDS SPONS ADR PROPERTY TYPE: SECURITIES 434.00				P 03/11/2009 66.00	10/27/2009
403.00		10. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES 476.00				P 10/06/2008 -73.00	06/15/2009
913.00		20. THERMO ELECTRON CORP PROPERTY TYPE: SECURITIES 952.00				P 10/06/2008 -39.00	10/27/2009
895.00		15. 3M CO COM PROPERTY TYPE: SECURITIES 1,202.00				P 02/21/2008 -307.00	05/08/2009
1,522.00		20. 3M CO COM PROPERTY TYPE: SECURITIES 1,603.00				P 02/21/2008 -81.00	10/27/2009
427.00		15. TIFFANY & CO PROPERTY TYPE: SECURITIES 638.00				P 05/09/2008 -211.00	05/08/2009
1,831.00		45. TIFFANY & CO PROPERTY TYPE: SECURITIES 1,913.00				P 05/09/2008 -82.00	10/27/2009

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,640.00		40. TRAVELERS COMPANIES, INC. PROPERTY TYPE: SECURITIES 1,921.00				P	02/21/2008	01/28/2009 -281.00
422.00		10. TRAVELERS COMPANIES, INC. PROPERTY TYPE: SECURITIES 480.00				P	02/21/2008	06/15/2009 -58.00
1,026.00		20. TRAVELERS COMPANIES, INC. PROPERTY TYPE: SECURITIES 960.00				P	02/21/2008	10/27/2009 66.00
4,081.00		4000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 4,131.00		3.5% 02/1		P	03/11/2008	06/08/2009 -50.00
2,041.00		2000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 2,065.00		3.5% 02/1		P	03/11/2008	06/10/2009 -24.00
53,462.00		53000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 53,797.00		3.5% 02/1		P	10/29/2009	11/09/2009 -335.00
4,035.00		4000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 4,131.00		3.5% 02/1		P	03/11/2008	11/09/2009 -96.00
32,186.00		32000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 32,323.00		3.5% 02/1		P	10/29/2009	12/11/2009 -137.00
2,170.00		2000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 2,094.00		4.125% 05		P	06/08/2009	11/02/2009 76.00
7,594.00		7000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 7,333.00		4.125% 05		P	09/08/2008	11/02/2009 261.00
3,003.00		3000. UNITED STATES TREASURY PROPERTY TYPE: SECURITIES 3,059.00		4.875% 05		P	11/06/2008	05/07/2009 -56.00

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
2,005.00		2000. UNITED STATES TREASURY DTD 10/31/0 PROPERTY TYPE: SECURITIES 2,031.00				05/07/2009 -26.00	10/05/2009
3,107.00		3000. UNITED STATES TREASURY N/B DTD 05/ PROPERTY TYPE: SECURITIES 3,181.00				06/08/2009 -74.00	10/27/2009
2,079.00		2000. UNITED STATES TREASURY N/B DTD 05/ PROPERTY TYPE: SECURITIES 1,960.00				06/20/2008 119.00	11/09/2009
759.00		15. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 1,084.00				02/21/2008 -325.00	01/28/2009
271.00		5. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 361.00				02/21/2008 -90.00	06/15/2009
960.00		15. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 1,084.00				02/21/2008 -124.00	10/27/2009
2,132.00		2000. UNITED TECH CORP 6.35% DTD 2/26/01 PROPERTY TYPE: SECURITIES 2,167.00				03/11/2008 -35.00	03/18/2009
1,049.00		35. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 1,257.00				02/21/2008 -208.00	01/28/2009
1,217.00		25. WALMART STORES INC COM PROPERTY TYPE: SECURITIES 1,247.00				02/21/2008 -30.00	01/28/2009
3,176.00		3000. WAL MART STORES INC 5.875% 04/05/2 PROPERTY TYPE: SECURITIES 2,954.00				03/11/2008 222.00	09/21/2009
776.00		25. WALGREEN CO COM PROPERTY TYPE: SECURITIES 916.00				02/21/2008 -140.00	05/08/2009

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,132.00		30. WALGREEN CO COM PROPERTY TYPE: SECURITIES 1,099.00				P	02/21/2008	10/27/2009
							33.00	
626.00		25. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 772.00				P	02/21/2008	05/08/2009
							-146.00	
851.00		30. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 926.00				P	02/21/2008	10/27/2009
							-75.00	
3,262.00		125. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 3,860.00				P	02/21/2008	12/10/2009
							-598.00	
81.00		. SECURITIES LITIGATION SETTLEMENT PROCE PROPERTY TYPE: SECURITIES					81.00	06/18/2009
61.00		. SECURITIES LITIGATION SETTLEMENT PROCE PROPERTY TYPE: SECURITIES					61.00	08/12/2009
31.00		. SECURITIES LITIGATION SETTLEMENT PROCE PROPERTY TYPE: SECURITIES					31.00	11/19/2009
TOTAL GAIN(LOSS)					----- -43,998. =====	

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,225.			1,225.
TOTALS	1,225.	NONE	NONE	1,225.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES		8.
FEDERAL TAX PAYMENT - PRIOR YE	309.	
FEDERAL ESTIMATES - PRINCIPAL	936.	
FOREIGN TAXES ON QUALIFIED FOR	51.	51.
	-----	-----
TOTALS	1,304.	59.
	=====	=====

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
FNMA 3. % MTY 3/15/2016	5,258.		
TENNESSEE VAL AUT 6.7% 5/23/12	7,922.		
US TREASURY 3.5% 2/15/2010	10,327.		
US TREASURY 4.125% 5/15/2015	7,333.		
US TREASURY 4.875% 5/15/2009	3,059.		
US TREASURY 3.875% 5/15/2018	1,960.		
FHLM POOL 5.5% 2/1/2037	12,841.		
FHLM POOL 6% 7/1/2037	12,690.		
FHLM POOL 5% 2/1/2037	34,414.		
FHLM POOL 5% 3/1/2023	13,288.		
FNMA POOL 5.5% 9/1/2037	23,909.		
FNMA POOL 5.5% 1/1/2023	7,740.		
FNMA POOL 6% 1/1/2036	42,917.		
CITIGROUP FDIC GUAR 2.25%			
JOHN DEERE FDIC INSD 2.875%			
FNMA 5% 3/15/16		17,835.	18,918.
TVA SER A 6.79% 5/23/12		5,275.	5,530.
US TREAS 6.25% 8/15/23		35,363.	37,141.
US TREAS N/B 4.375% 2/15/38		16,308.	16,126.
US TREAS INFL INDEX 1.375%		10,159.	10,305.
US TREAS N/B .75% 11/30/11		6,362.	6,521.
FHLMC POOL 6% 7/1/37		10,190.	10,083.
FHLMC POOL 5.5% 7/138		3,544.	3,583.
FHLMC POOL 5% 2/1/23		3,278.	2,880.
FNMA POOL 5% 3/1/23		17,334.	17,076.
FNMA POOL 5.5% 4/1/34		22,969.	22,850.
FNMA POOL 5% 2/1/20		10,107.	10,605.
FNMA POOL 5.5% 1/1/21		5,326.	5,284.
FNMA POOL 6% 9/1/36		20,472.	21,452.
		9,897.	10,385.
		4,756.	4,717.
		4,960.	4,905.
		4,792.	4,757.
		5,107.	5,066.

THE MERRILL TRUST FUND 4655000034

58-6268195

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
TOTALS	183,658. =====	214,034. =====	218,184. =====

THE MERRILL TRUST FUND 4655000034

58-6268195

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ABBOTT LABS	3,444.	2,723.	3,833.
AT&T	4,431.	3,579.	4,120.
CISCO SYS INC	3,452.	2,262.	3,639.
COCA COLA CO			
EXXON MOBILE CORP	3,154.	2,243.	3,410.
GENENTECH INC	6,775.		
GENERAL ELECTRIC CO	6,643.		
MICROSOFT CORP	6,373.	3,528.	3,780.
PEPSICO INC	3,237.	2,158.	3,648.
PROCTOR & GAMBLE	3,018.	2,012.	3,638.
TRANSOCEAN INC		3,841.	3,726.
AETNA INC	6,262.		
AIR PRODS & CHEMS INC	5,699.	4,274.	3,648.
ALLERGAN INC	6,311.	4,102.	4,096.
AMERICAN EXPRESS CO	6,363.	2,618.	4,052.
BANK OF NEW YORK MELLON CORP	6,461.		
CVS/CAREMARK CORPORATION	6,504.	4,065.	3,221.
CHEVRON CORP	6,047.	4,319.	3,850.
CITRIX SYSTEMS	5,283.	2,797.	3,745.
DARDEN RESTAURANTS INC	5,641.	3,612.	3,507.
DELL, INC	5,035.	3,662.	3,346.
DEVON ENERGY CORP	5,958.	4,965.	3,675.
WALT DISNEY CO	5,568.	4,094.	4,031.
E M C CORP MASS	6,565.	3,282.	3,669.
EATON CORP	6,313.	4,823.	3,817.
EXELON CORP	5,363.	5,871.	3,812.
FIRSTENERGY	4,676.		
GENERAL DYNAMICS INC	5,044.		
GOLDMAN SACHS GROUP INC	5,354.	2,184.	3,377.

THE MERRILL TRUST FUND 4655000034

58-6268195

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
HALLIBURTON CO	6,215.	3,899.	3,611.
INTEL CORP	4,600.	3,663.	3,713.
J P MORGAN CHASE & CO	6,482.	3,457.	3,334.
JOHNSON & JOHNSON	4,755.	3,764.	3,865.
JUNIPER NETWORKS, INC	6,605.	3,699.	3,734.
LOWE'S COMPANIES, INC	5,389.		
NORFOLK SOUTHERN CORP	4,959.	4,049.	3,932.
ORACLE CORPORATION	5,382.	3,229.	4,047.
PRUDENTIAL FINANCIAL, INC	5,396.	3,832.	3,732.
QUALCOMM, INC	4,457.	3,808.	4,071.
SCHLUMBERGER, LTD	5,183.	3,686.	3,580.
STRYKER CORP	5,755.	4,812.	3,778.
SYSCO CORP	5,247.		
THERMO FISHER SCIENTIFIC, INC.	4,760.	3,517.	3,577.
3M CO	6,412.	3,607.	3,720.
TIFFANY & CO	6,375.	3,825.	3,870.
TRAVELERS COMPANIES, INC	6,243.	3,258.	3,490.
UNITED TECHNOLOGIES CORP	6,502.	3,973.	3,818.
VERIZON COMMUNICATIONS	5,746.	4,489.	4,141.
WALMART STORES, INC	5,086.	3,839.	4,116.
WALGREEN CO	5,495.	3,480.	3,488.
WELLS FARGO & CO	5,558.		
XTO ENERGY CORP	5,001.	5,001.	4,048.
ARTISAN FDS INC SMALL CAP VALU	20,500.	15,257.	15,424.
FIDELITY ADVISOR SMALL CAP FUN	20,500.		
ISHARES RUSSELL 1000 VALUE	16,618.	16,383.	15,211.
PIONEER MID CAP VALUE FUND (CLA	20,798.		
RMK MID CAP GROWTH FUND	20,105.		
AMERICAN FDS EUROPACIFIC GROWT	21,004.	21,475.	22,188.

THE MERRILL TRUST FUND 4655000034

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FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
MFS RESH INTL FD CL I	20,356.		
BANK OF AMERICA		3,284.	3,163.
BEST BUY		2,873.	3,749.
HESS CORP		3,636.	3,630.
MONSANTO CO NEW		3,640.	4,088.
PHILIP MORRIS INTL		2,802.	3,373.
ROBERT HALF INTL		3,323.	3,742.
STATE STREET		3,632.	3,701.
TEVA PHARMACEUTICAL INDS SPCNS		3,039.	3,933.
ARTISAN FDS INC MID CAP VAL		12,742.	15,616.
BLACKROCK US OPPORTUNITIES-I		13,520.	15,419.
BUFFALO SMALL CAP FUND		14,800.	15,716.
THORNBURG INTL VAL FD CL I		22,200.	23,101.
TOTALS	412,458.	296,507.	309,359.
	=====	=====	=====

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
JOHN DEERE CA 2.875% 6/19/2012	7,067.		
AT&T INC 5.6% 05/15/2018	2,000.	3,056.	3,144.
ALABAMA POWER 4.85% 12/15/2012	3,099.		
BP CAPITAL PLC 5.25% 11/07/13	1,999.	3,105.	3,268.
CATERPILLER INC 7.9% 12/15/18	1,997.	3,221.	3,660.
CISCO SYSTEMS 5.5% 2/22/16	3,087.		
CREDIT SWISS FB 4.875% 8/15/10	6,194.		
DEERE JOHN CAP 4.95% 12/17/12	3,107.		
WALT DISNEY 4.5% 12/15/13	2,002.		
DOMINION RES C 5.15% 7/15/15	2,996.		
DUKE ENERGY 6.25% 1/15/12	2,139.	2,139.	2,162.
GENERAL ELECTRIC 5% 2/1/13	6,168.	7,236.	7,406.
HSBC FINANCE 4.625%	3,036.	3,036.	3,074.
HEWLETT-PACKARD 4.5% 3/1/13	2,015.		
INGERSOLL-RAND 6.875% 8/15/18	2,009.		
KELLOGG CO 5.125% 12/3/12	2,071.	3,165.	3,256.
MCDONALDS CORP 5.35% 3/1/18	3,053.	3,053.	3,217.
MERRILL LYNCH 6.11% 1/29/37	2,254.		
MORGAN STANLEY 5.05% 1/21/11	3,026.	3,026.	3,112.
ORACLE CORP 5.75% 4/15/18	1,999.	3,102.	3,244.
PEPSICO INC 7.9% 11/1/18	2,216.	3,471.	3,682.
PROCTER & GAMBLE WH 4.6% 1/14	2,022.		
SUNTRUST BANK 6.375% 4/1/11	2,086.	3,143.	3,118.
TARGET CORP 5.375% 5/1/17	5,911.	2,955.	3,219.
TRAVELERS CO MTN 6.25% 6/15/37	2,804.	2,804.	3,171.
US BANK NA 6.375% 8/1/11	2,138.	3,225.	3,225.
UNITED TECH 6.35% 3/1/11	2,167.		
VERIZON COMMUN 5.55% 2/15/16	3,040.	3,040.	3,234.
WACHOVIA CORP 5.75% 6/15/17	2,905.	2,905.	3,120.

THE MERRILL TRUST FUND 4655000034

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FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
WALMART 5.875% 4/5/27	2,954.	2,990.	3,138.
ABBOTT LABS 5.125% 4/1/19		3,049.	2,973.
CVS/CAREMARK 6.125% 9/15/39		3,072.	3,147.
COMCAST 5.7% 7/1/19		3,076.	3,330.
CONOCOPHILLIPS 6.5% 2/1/39		3,052.	3,256.
CREDIT SUISSE NY 5.5% 5/1/14		3,064.	3,281.
GOLDMAN SACHS 6% 5/1/14		3,576.	3,618.
HESS CORP 8.125% 2/15/19		2,977.	3,300.
JP MORGAN CHASE 6.3% 4/23/19		2,989.	3,232.
MERRILL LYNCH SERIES 6.875%		3,022.	3,022.
MORGAN STANLEY SERIES 5.625%		2,997.	3,052.
PETROBRAS INTL 5.75% 1/20/20		3,088.	3,173.
PFIZER 4.45% 3/15/12		3,533.	3,523.
TALISMAN ENERGY 7.75% 6/1/19		3,292.	3,296.
TIME WARNER 6.75% 7/1/18			
TOTALS	89,561.	99,459.	103,653.
	=====	=====	=====

THE MERRILL TRUST FUND 4655000034

58-6268195

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/

FMV

C OR F

DESCRIPTION

FEDERATED GNMA TRUST INST FUND C

TOTALS

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

DESCRIPTION -----	AMOUNT -----
ROUNDING DIFFERENCE	9.
COST BASIS ADJUSTMENT	22.

TOTAL	31.
	=====

THE MERRILL TRUST FUND 4655000034

58-6268195

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

GA

STATEMENT 12

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THE MERRILL TRUST FUND 4655000034

58-6268195

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

OFFICER NAME:

REGIONS BANK

ADDRESS:

333 BROAD AVENUE

ALBANY, GA 37101

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 8,801.

TOTAL COMPENSATION:

8,801.

=====

STATEMENT 13

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

=====

RECIPIENT NAME:

BOYS & GIRLS CLUB OF
ALBANY

ADDRESS:

P.O. BOX 1130
ALBANY, GA 31702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

TO FURTHER WORK OF THE ORGANIZATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 16,298.

RECIPIENT NAME:

GIRLS, INC.

ADDRESS:

P.O. BOX 1366
ALBANY, GA 31702

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

TO FURTHER WORK OF THE ORGANIZATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,920.

RECIPIENT NAME:

SOUTHWEST GEORGIA EASTER
SEAL

ADDRESS:

1906 PALMYRA RD.
ALBANY, GA 31701-1598

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

TO FURTHER WORK OF THE ORGANIZATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,378.

TOTAL GRANTS PAID:

32,596.

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