Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0047

2009

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning and ending

B Check if applicable: Address change; Name change; Initial return; Terminated; Amended return; Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
VIRGINIA KIMBROUGH CLARK REESE AND THOMAS MATT REESE TRUST

Doing Business As

Number and street (or P O box if mail is not delivered to street address) | Room/suite
C/O SYNOVUS TRUST; P.O. BOX 23024

City or town, state or country, and ZIP + 4
COLUMBUS, GA 31902

D Employer identification number 58-6352347

E Telephone number (706)644-3496

G Gross receipts $ 4,622,266.

F Name and address of principal officer: SYNOVUS TRUST COMPANY, N
1148 BROADWAY, COLUMBUS, GA 31901

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) Are all affiliates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)

I Tax-exempt status: ☒ 501(c) (3) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ N/A

H(c) Group exemption number ▶

K Form of organization ☐ Corporation ☒ Trust ☐ Association ☐ Other ▶

L Year of formation 1997 **M** State of legal domicile GA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: TO PROVIDE SUPPORT TO GA LIONS LIGHTHOUSE FOUNDATION,INC. AND CHILDREN'S HEALTHCARE OF ATLANTA.

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	1
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	0
5	Total number of employees (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	0
7a	Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)		
	9	Program service revenue (Part VIII, line 2g)		
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	221,241.	301,842.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	221,241.	301,842.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	465,710.	435,542.
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	143,170.	137,455.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	35,086.	15,996.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	643,966.	588,993.
	19	Revenue less expenses. Subtract line 18 from line 12	<422,725.>	<287,151.>
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	17,007,464.	16,720,313.
	21	Total liabilities (Part X, line 26)		
	22	Net assets or fund balances. Subtract line 21 from line 20	17,007,464.	16,720,313.

RECEIVED
MAY 1 ? 2010
OGDEN, UT

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge

Sign Here

▶ X W. Amy Mihail, S.V.P. — Signature of officer — 5/6/10 Date

▶ SYNOVUS TRUST COMPANY, NA, TRUSTEE
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ ROBERT L. GRIFFIN — Date 5-4-10 — Check if self-employed ▶ ☐ — Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ ROBERT L. GRIFFIN, CPA, LLC
122 ENTERPRISE COURT, SUITE D
COLUMBUS, GA. 31904

EIN ▶

Phone no ▶ (706)324-3681

May the IRS discuss this return with the preparer shown above? (see instructions) ☒ Yes ☐ No

SCANNED JUL 14 2010

P NE 19

Part III Statement of Program Service Accomplishments

1 Briefly describe the organization's mission:
THE ORGANIZATION'S SOLE MISSION IS TO SUPPORT THE GEORGIA LIONS LIGHTHOUSE FOUNDATION, INC. AND CHILDRENS HEALTHCARE OF ATLANTA, BOTH OF WHICH ARE PUBLICLY SUPPORTED CHARITIES.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses $ 435,542. including grants of $) (Revenue $)
THE ORGANIZATION SUPPORTS THE GEORGIA LIONS LIGHTHOUSE FOUNDATION, INC. AND CHILDREN'S HEALTHCARE OF ATLANTA BY PAYING 100% OF ITS NET INCOME TO THOSE TWO PUBLIC CHARITIES.

4b (Code) (Expenses $ including grants of $) (Revenue $)

4c (Code:) (Expenses $ including grants of $) (Revenue $)

4d Other program services. (Describe in Schedule O.)
(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ▶ $ 435,542.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2		X
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If "Yes," complete Schedule C, Part II*	4		X
5	**Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	Is the organization's answer to any of the following questions "Yes"? *If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable*	11	X	
	• Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*			
	• Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*			
	• Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*			
	• Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX.*			
	• Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*			
	• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48? *If "Yes," complete Schedule D, Part X*			
12	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12		X
12A	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," completing Schedule D, Parts XI, XII, and XIII is optional* — 12A Yes: ; No: X			
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If "Yes," complete Schedule F, Part I*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Part II*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Part III*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties, (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	34		X
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O.	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	1a	0		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b		
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?		3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*		3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a		X
b	If "Yes," enter the name of the foreign country: ▶				
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?		6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		X
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the organization make any taxable distributions under section 4966?		9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		9b		
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			

Part VI Governance, Management, and Disclosure *For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O See instructions*

Section A. Governing Body and Management

			Yes	No
1a	Enter the number of voting members of the governing body	1a: 1		
b	Enter the number of voting members that are independent	1b: 0		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3		X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4		X
5	Did the organization become aware during the year of a material diversion of the organization's assets?	5		X
6	Does the organization have members or stockholders?	6		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a		X
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following.			
a	The governing body?	8a	X	
b	Each committee with authority to act on behalf of the governing body?	8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9		X

Section B. Policies *(This Section B requests information about policies not required by the Internal Revenue Code)*

			Yes	No
10a	Does the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		
11	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11	X	
11A	Describe in Schedule O the process, if any, used by the organization to review this Form 990.			
12a	Does the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this is done*	12c	X	
13	Does the organization have a written whistleblower policy?	13	X	
14	Does the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a		X
b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions.)	15b		X
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶GA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you make these available. Check all that apply.

☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ▶

WILLIAM FRAY MCCORMICK - (706)644-3496

1148 BROADWAY, COLUMBUS, GA 31901

Part VII **Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

List persons in the following order: individual trustees or directors, institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if the organization did not compensate any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
SYNOVUS TRUST COMPANY,NA TRUSTEE	3.00		X					137,455.	0.	0.

Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees** *(continued)*

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
1b Total ▶								137,455.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ▶ 0

		Yes	No
3 Did the organization list any **former** officer, director or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If "Yes," complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. NONE

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization ▶ 0

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts						
1 a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c					
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f					
g Noncash contributions included in lines 1a-1f $						
h **Total.** Add lines 1a-1f ▶						
Program Service Revenue		Business Code				
2 a						
b						
c						
d						
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f ▶						
Other Revenue						
3 Investment income (including dividends, interest, and other similar amounts) ▶			537,480.			537,480.
4 Income from investment of tax-exempt bond proceeds ▶						
5 Royalties ▶						
	(i) Real	(ii) Personal				
6 a Gross Rents						
b Less: rental expenses						
c Rental income or (loss)						
d Net rental income or (loss) ▶						
7 a Gross amount from sales of assets other than inventory	(i) Securities 4084786.	(ii) Other				
b Less: cost or other basis and sales expenses	4320424.					
c Gain or (loss)	<235638.>					
d Net gain or (loss) ▶			<235,638.>			<235,638.>
8 a Gross income from fundraising events (not including $ ____ of contributions reported on line 1c) See Part IV, line 18	a					
b Less: direct expenses	b					
c Net income or (loss) from fundraising events ▶						
9 a Gross income from gaming activities See Part IV, line 19	a					
b Less: direct expenses	b					
c Net income or (loss) from gaming activities ▶						
10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory ▶						
Miscellaneous Revenue		Business Code				
11 a						
b						
c						
d All other revenue						
e **Total.** Add lines 11a-11d ▶						
12 **Total revenue.** See instructions ▶			301,842.	0.	0.	301,842.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.
All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21	435,542.	435,542.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	137,455.		137,455.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal	909.		909.	
c Accounting	1,700.		1,700.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a AD VALOREM TAXES	12,937.		12,937.	
b INSURANCE	450.		450.	
c				
d				
e				
f All other expenses				
25 Total functional expenses Add lines 1 through 24f	588,993.	435,542.	153,451.	0.
26 Joint costs. Check here ▶ ☐ if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

Section	Line	Description			(A) Beginning of year	Line	(B) End of year
Assets	1	Cash - non-interest-bearing				1	
	2	Savings and temporary cash investments			1,609,335.	2	1,427,515.
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net				4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net				7	
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges				9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	1,627,503.			
	b	Less: accumulated depreciation	10b		1,627,503.	10c	1,627,503.
	11	Investments - publicly traded securities			13,760,713.	11	10,818,140.
	12	Investments - other securities. See Part IV, line 11				12	2,835,970.
	13	Investments - program-related. See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets. See Part IV, line 11			9,913.	15	11,185.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)			17,007,464.	16	16,720,313.
Liabilities	17	Accounts payable and accrued expenses				17	
	18	Grants payable				18	
	19	Deferred revenue				19	
	20	Tax-exempt bond liabilities				20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties				23	
	24	Unsecured notes and loans payable to unrelated third parties				24	
	25	Other liabilities. Complete Part X of Schedule D				25	
	26	**Total liabilities.** Add lines 17 through 25			0.	26	0.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [ ] and complete lines 27 through 29, and lines 33 and 34.**					
	27	Unrestricted net assets				27	
	28	Temporarily restricted net assets				28	
	29	Permanently restricted net assets				29	
		Organizations that do not follow SFAS 117, check here ▶ [X] and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds			17,007,464.	30	16,720,313.
	31	Paid-in or capital surplus, or land, building, or equipment fund			0.	31	0.
	32	Retained earnings, endowment, accumulated income, or other funds			0.	32	0.
	33	Total net assets or fund balances			17,007,464.	33	16,720,313.
	34	Total liabilities and net assets/fund balances			17,007,464.	34	16,720,313.

Part XI Financial Statements and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990: [X] Cash [ ] Accrual [ ] Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b		X
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c		
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both: [ ] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b		

Form 990 (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization VIRGINIA KIMBROUGH CLARK REESE AND THOMAS MATT REESE TRUST

Employer identification number 58-6352347

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)
3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: ______
5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
11 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☒ Type III - Other

e ☒ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☒

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)		X
(ii) A family member of a person described in (i) above?	11g(ii)		X
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		X

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document? Yes	No	(v) Did you notify the organization in col (i) of your support? Yes	No	(vi) Is the organization in col (i) organized in the U S ? Yes	No	(vii) Amount of support
GEORGIA LIONS LIGHTH	58-0548732	LINE 7	X		X		X		217,771.
CHILDREN'S HEALTHCARE O	58-1710601	LINE 3	X		X		X		217,771.
Total									435,542.

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

932021 02-08-10

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants ")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 **Total support.** Add lines 7 through 10						

12 Gross receipts from related activities, etc. (see instructions) | 12 |

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) | 14 | %

15 Public support percentage from 2008 Schedule A, Part II, line 14 | 15 | %

16a **33 1/3% support test - 2009.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support test - 2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)** (Complete only if you checked the box on line 9 of Part I)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 **Total support** (Add lines 9, 10c, 11, and 12)						

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ▶ ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from **2008** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

Schedule D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization VIRGINIA KIMBROUGH CLARK REESE AND THOMAS MATT REESE TRUST

Employer identification number 58-6352347

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or pleasure)
☐ Preservation of an historically important land area
☐ Protection of natural habitat
☐ Preservation of a certified historic structure
☐ Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ ______

4 Number of states where property subject to conservation easement is located ▶ ______

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ ______

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ ______

(ii) Assets included in Form 990, Part X ▶ $ ______

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ $ ______

b Assets included in Form 990, Part X ▶ $ ______

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ______

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

			Amount
c	Beginning balance	1c	
d	Additions during the year	1d	
e	Distributions during the year	1e	
f	Ending balance	1f	

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

		(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance					
b	Contributions					
c	Net investment earnings, gains, and losses					
d	Grants or scholarships					
e	Other expenditures for facilities and programs					
f	Administrative expenses					
g	End of year balance					

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ▶ ______ %

b Permanent endowment ▶ ______ %

c Term endowment ▶ ______ %

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

			Yes	No
(i)	unrelated organizations	3a(i)		
(ii)	related organizations	3a(ii)		
b	If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part XIV the intended uses of the organization's endowment funds.

Part VI Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10

	Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a	Land	1,627,503.			1,627,503.
b	Buildings				
c	Leasehold improvements				
d	Equipment				
e	Other				
	Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				1,627,503.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
171,888.913 SHARES FED. TOTAL RET. BD. FD.	1,821,222.	COST
94,277.393 SHARES PIMCO TOTAL RET. FD.	1,014,748.	COST
Total (Col (b) must equal Form 990, Part X, col (B) line 12) ▶	2,835,970.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Total. (Col (b) must equal Form 990, Part X, col (B) line 13) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Amount
Federal income taxes	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25.)* ▶	

2. FIN 48 Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48.

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	301,842.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	588,993.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	<287,151.>
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	<287,151.>

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV.)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV.)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total revenue Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV.)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b; Part V, line 4, Part X, line 2, Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States

Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.
▶ **Attach to Form 990.**

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization VIRGINIA KIMBROUGH CLARK REESE AND THOMAS MATT REESE TRUST

Employer identification number 58-6352347

Part I **General Information on Grants and Assistance**

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II **Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000 Check this box if no one recipient received more than $5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed ▶ [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
GEORGIA LIONS LIGHTHOUSE FDN., INC. - 1775 CLAIRMONT ROAD - DECATUR, GA 30033	58-0548732	501(C)(3)	217,771.	0.			AID TO VISION IMPAIRED INDIVIDUALS.
CHILDRENS' HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE ATLANTA, GA 30329	58-1710601	501(C)(3)	217,771.	0.			CHILDRENS HEALTHCARE.

2 Enter total number of section 501(c)(3) and government organizations ▶ 2.

3 Enter total number of other organizations ▶ 0.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule I (Form 990) 2009**

932101 02-02-10

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Use Part IV and Schedule I-1 (Form 990) if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information

SCHEDULE I, PART I, LINE 2: THE ORGANIZATION MAINTAINS RECORDS OF AMOUNTS OF ASSISTANCE, SUCH AMOUNTS BEING THE ENTIRE NET INCOME OF THE TRUST ASSETS, AND THE RECIPIENT OF THE ASSISTANCE IS NAMED IN THE GOVERNING TRUST DOCUMENT.

SCHEDULE O (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

Complete to provide information for responses to specific questions on Form 990 or to provide any additional information.
▶ Attach to Form 990.

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization	Employer identification number
VIRGINIA KIMBROUGH CLARK REESE AND THOMAS MATT REESE TRUST	58-6352347

FORM 990, PART VI, SECTION B, LINE 11: THE SENIOR VICE PRESIDENT-DIRECTOR OF FOUNDATION AND ENDOWMENT SERVICES REVIEWS AND SIGNS THE ORGANIZATION'S TAX RETURN BEFORE IT IS FILED.

FORM 990, PART VI, SECTION B, LINE 12C: THE POLICY IS ENFORCED BY REQUIRING QUARTERLY REPORTS TO BE FILED WITH THE COMPLIANCE DEPARTMENT OF SYNOVUS TRUST COMPANY.

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS AVAILABLE TO THE GENERAL PUBLIC UPON REQUEST.

SYNOVUS
TRUST COMPANY, N A

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
TAX IDENT NO 58-6352347
ADM OFFICER WFM
INV OFFICER MTU

FEDERAL LOSS CARRYOVER
ST 00
LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
INVESTED PRINCIPAL ASSETS =========================					
RECD PROCEEDS ON CLASS ACTION	00/00/00	70 33			
AMERICAN INTL GROUP INC COM	00/00/00			70.33	FL
RECD PROCEEDS ON CLASS ACTION	00/00/00	146.37			
HCA INC COM	00/00/00			146 37	FL
LONG TERM CAPITAL GAINS DIST	00/00/00	1,356.59			
OF $ .024 PER SH ON 56,127 SH	00/00/00			1,356 59	FL
PIMCO TOTAL RETURN FD INST #35				1,356.59	SL
**RECORD DATE 12/08/2009					
SHORT TERM CAPITAL GAINS DIST	00/00/00	4,876.89			
OF $ .086 PER SH ON 56,127 SH	00/00/00		4,876 89		
PIMCO TOTAL RETURN FD INST #35			4,876 89		
**RECORD DATE 12/08/2009					
RECD PROCEEDS ON CLASS ACTION	00/00/00	73.72			
HCA INC COM	00/00/00			73.72	FL
TO REVERSE ENTRY OF 10/29/09	00/00/00	8.14-			
RECORD ENTRY NO. 0910290004402	10/29/09	8.14-			
TO ADJ COST BASIS DUE TO CORP ACTION		8.14-			
SOLD .470 SHS 10/29/09					
TO MISC BROKER					
@ 17.323					
PFIZER INC COM					
TO REVERSE ENTRY OF 10/16/09	00/00/00	55,378 01-			
RECORD ENTRY NO. 0910280002142	10/15/09	55,378 01-			

SYNOVUS
TRUST COMPANY, N.A.

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
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ADM OFFICER WFM
INV OFFICER MTU

FEDERAL LOSS CARRYOVER
ST .00
LT .00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
TO ADJUST CARRYING VALUE PROCESSING TO REMOVE 1,102 SHS FOR PFIZER INC COM AND CASH STOCK RATE .985 PER SH HELD CASH RATE 33 PER SH HELD FULLY TAXABLE EXCHANGE WYETH COM		55,378.01-			
LONG TERM CAPITAL GAINS DIST OF $ .039 PER SH ON 45,207 SH SENTINEL GOVERNMENT SECURITIES FUND CLASS I #490 **RECORD DATE 12/22/2009	00/00/00 00/00/00	1,764.47		 1,764.47 1,764.47	 FL SL
SHORT TERM CAPITAL GAINS DIST OF $ .194 PER SH ON 45,207 SH SENTINEL GOVERNMENT SECURITIES FUND CLASS I #490 **RECORD DATE 12/22/2009	00/00/00 00/00/00	8,792.95	 8,792.95 8,792 95		
RECD PROCEEDS ON MATURITY OF 250,000 PAR VALUE MORGAN J P & CO INC MEDIUM TERM SUB NTS BOOK ENTRY TRANCHE # SB 00022 6.00% DTD 01/25/1999 DUE 01/15/2009	01/15/09 01/16/01	250,000.00 250,000.00 250,000.00			
SOLD 1619 SHS 02/23/09 TO CAPITAL INSTITUTIONAL SERVICES @ 4.17 BANK OF AMERICA CORP COM	02/23/09 11/13/08	6,722.86 56,678.93 56,678.93	 7,467.27- 7,467.27-	 42,488.80- 42,488.80-	 FL SL
SOLD 2284 SHS 02/23/09 TO CAPITAL INSTITUTIONAL SERVICES	02/23/09 11/13/08	5,258.88 56,922.58	 5,775.05-	 45,888.65-	 FL

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
TAX IDENT NO 58-6352347
ADM OFFICER WFM
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FEDERAL LOSS CARRYOVER
ST .00
LT .00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS: FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS: FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
@ 2.32 CITIGROUP INC COM		56,922.58	5,775.05-	45,888.65- SL
SOLD 174 SHS 02/27/09 TO BONY ESI @ 16.9301 ADOBE SYS INC COM	02/27/09 11/13/08	2,942.77 3,917.75 3,917.75	974 98- 974 98-	
SOLD 148 SHS 02/27/09 TO BONY ESI @ 39.0218 ALLERGAN INC COM	02/27/09 02/20/08	5,772.60 9,294.80 9,294.80		3,522.20- FL 3,522.20- SL
SOLD 83 SHS 02/27/09 TO BONY ESI @ 14.13 COACH INC COM	02/27/09 04/11/06	1,171.33 2,838.40 2,838 40		1,667.07- FL 1,667 07- SL
SOLD 57 SHS 02/27/09 TO BONY ESI @ 10.77 CORNING INC COM	02/27/09 09/10/07	612.88 1,418.54 1,418.54		805.66- FL 805.66- SL
SOLD 181 SHS 02/27/09 TO BONY ESI @ 10.7501 EBAY INC COM	02/27/09 06/05/07	1,942.58 5,799.22 5,799.22		3,856 64- FL 3,856.64- SL
SOLD 244 SHS 02/27/09 TO BONY ESI @ 91.7536 GOLDMAN SACHS GROUP INC COM	02/27/09 02/20/08	22,383.48 26,460.52 26,460.52		4,077 04- FL 4,077 04- SL

SYNOVUS
TRUST COMPANY, N A

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
SOLD 538 SHS 02/27/09	02/27/09	36,927 94			
TO BONY ESI	11/13/08	44,627.81	2,233 65-	5,466 22-	FL
@ 68.6572		44,627.81	2,233.65-	5,466 22-	SL
L-3 COMMUNICATIONS CORP COM					
SOLD 301 SHS 02/27/09	02/27/09	12,598 06			
TO BONY ESI	11/06/07	16,298.40		3,700.34-	FL
@ 41.8718		16,298.40		3,700.34-	SL
NEWMONT MINING CORP HLDG CO COM					
SOLD 1745 SHS 02/27/09	02/27/09	23,634.66			
TO BONY ESI	11/13/08	32,470.33	600.04	9,435.71-	FL
@ 13.5618		32,470.33	600.04	9,435.71-	SL
NORDSTROM INC COM					
SOLD 45 SHS 02/27/09	02/27/09	900.55			
TO BONY ESI	11/06/07	3,126.08		2,225 53-	FL
@ 20.03		3,126.08		2,225.53-	SL
VALERO ENERGY COM					
RECD PROCEEDS ON MATURITY OF	03/15/09	250,000.00			
250,000 PAR VALUE	05/17/02	250,000.00			
INTERNATIONAL LEASE FIN CORP BDS		250,000.00			
6.375% DTD 03/08/2002 DUE 03/15/2009					
TENDERED 421 SHS	03/26/09	39,995.00			
@ 95.00 FOR EACH SH HELD	02/27/09	34,221.49	1,471.62	4,301.89	FL
GENENTECH INC COM NEW		34,221.49	1,471.62	4,301.89	SL
RECD PROCEEDS ON MATURITY OF	05/15/09	250,000 00			
250,000 PAR VALUE	08/09/05	250,000 00			
FEDERAL NATL MTG ASSN NT		250,000.00			

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
4.25% DTD 05/21/2004 DUE 05/15/2009					
SOLD 750 SHS 05/22/09 TO BONY ESI @ 47.5 COCA COLA CO COM	05/22/09 12/22/93	35,610.95 16,429.69 16,429.69		19,181 26 19,181.26	FL SL
RECD PROCEEDS ON MATURITY OF 450,000 PAR VALUE US TREASURY NOTE 4.000% DTD 06/15/04 DUE 06/15/2009	06/15/09 06/06/05	450,000.00 450,000.00 450,000.00			
SOLD 799.549 SHS 06/16/09 @ 19.39 ICM SMALL COMPANY PORTFOLIO #1229	06/16/09 01/09/03	15,503.26 19,673.19 19,673.19		4,169.93- 4,169.93-	FL SL
SOLD 244.882 SHS 06/16/09 @ 42.89 HARBOR INTERNATIONAL FUND	06/16/09 02/27/09	10,502.99 7,779 90 7,779.90	2,723.09 2,723.09		
SOLD 2297.720 SHS 06/16/09 @ 14.06 LAZARD EMERGING MARKETS PORTFOLIO - IN	06/16/09 05/30/07	32,305.94 53,904 51 53,904 51		21,598 57- 21,598.57-	FL SL
SOLD 273 SHS 06/16/09 TO BONY ESI @ 31.7018 AFLAC INC COM	06/16/09 08/13/08	8,649.59 15,703.18 15,703.18	2,005.01- 2,005.01-	5,048 58- 5,048 58-	FL SL
SOLD 437 SHS 06/16/09 TO BONY ESI	06/16/09 11/13/08	12,433.46 9,839.41	2,594.05		

SYNOVUS
TRUST COMPANY, N A

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
@ 28.4701 ADOBE SYS INC COM		9,839.41	2,594 05	
SOLD 674 SHS 06/16/09 TO CAPITAL INSTITUTIONAL SERVICES @ 24.85 AMERICAN EXPRESS CO COM	06/16/09 09/10/07	16,736.67 42,594.00 42,594.00		25,857.33- FL 25,857.33- SL
SOLD 41 SHS 06/16/09 TO BONY ESI @ 80.1 APACHE CORP COM	06/16/09 06/03/08	3,283 29 5,446.34 5,446.34		2,163 05- FL 2,163.05- SL
SOLD 149 SHS 06/16/09 TO BONY ESI @ 35.7018 CATERPILLAR INC COM	06/16/09 04/11/06	5,316.82 11,386.58 11,386.58		6,069.76- FL 6,069 76- SL
SOLD 59 SHS 06/16/09 TO BONY ESI @ 19.1601 CISCO SYS INC COM	06/16/09 01/11/07	1,129.38 1,711.59 1,711.59		582.21- FL 582.21- SL
SOLD 452 SHS 06/16/09 TO BONY ESI @ 26 2875 COACH INC COM	06/16/09 11/06/07	11,873.73 15,385.23 15,385.23		3,511.50- FL 3,511 50- SL
SOLD 156 SHS 06/16/09 TO BONY ESI @ 23 5118 DISNEY WALT CO COM	06/16/09 06/05/07	3,665 01 5,446.88 5,446.88		1,781 87- FL 1,781.87- SL

SYNOVUS
TRUST COMPANY, N A

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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
SOLD 70 SHS 06/16/09 TO BONY ESI @ 25.5218 DU PONT E I DE NEMOURS & CO COM	06/16/09 06/05/07	1,785 25 3,656.76 3,656.76		 1,871.51- FL 1,871.51- SL
SOLD 217 SHS 06/16/09 TO BONY ESI @ 17.3001 EBAY INC COM	06/16/09 06/05/07	3,750.23 6,952 66 6,952.66		 3,202 43- FL 3,202.43- SL
SOLD 448 SHS 06/16/09 TO BONY ESI @ 12.82 GENERAL ELEC CO COM	06/16/09 09/10/07	5,735.37 17,385.40 17,385.40		 11,650 03- FL 11,650.03- SL
SOLD 51 SHS 06/16/09 TO BONY ESI @ 144.0872 GOLDMAN SACHS GROUP INC COM	06/16/09 07/01/04	7,347 36 4,767 48 4,767.48		 2,579.88 FL 2,579 88 SL
SOLD 518 SHS 06/16/09 TO CAPITAL INSTITUTIONAL SERVICES @ 22.61 HALLIBURTON CO COM	06/16/09 08/13/08	11,702.61 22,143.60 22,143.60	 564.09- 564.09-	 9,876.90- FL 9,876.90- SL
SOLD 202 SHS 06/16/09 TO BONY ESI @ 33.53 J P MORGAN CHASE & CO COM	06/16/09 05/19/05	6,769.35 7,312.29 7,312.29		 542.94- FL 542.94- SL
SOLD 399 SHS 06/16/09 TO BONY ESI	06/16/09 06/03/08	9,457.09 11,073.24		 1,616.15- FL

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS: FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS: FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
@ 23.7201 MICROSOFT CORP COM		11,073 24		1,616 15- SL
SOLD 723 SHS 06/16/09 TO CAPITAL INSTITUTIONAL SERVICES @ 9.38 NEWS CORP CL A	06/16/09 11/06/07	6,768.91 15,448.70 15,448.70		8,679.79- FL 8,679.79- SL
SOLD 37 SHS 06/16/09 TO BONY ESI @ 55.3554 NIKE INC CLASS B	06/16/09 06/03/08	2,047.45 2,463.74 2,463.74		416.29- FL 416.29- SL
SOLD 1 SHS 06/16/09 TO BONY ESI @ 43.75 QUALCOMM INC COM	06/16/09 12/28/04	43.73 43.55 43.55		.18 FL .18 SL
SOLD 113 SHS 06/16/09 TO BONY ESI @ 17.5801 SCHWAB CHARLES CORP NEW COM	06/16/09 09/10/07	1,984.52 2,130.86 2,130.86		146.34- FL 146 34- SL
SOLD 28 SHS 06/16/09 TO BONY ESI @ 20.3901 STAPLES INC COM	06/16/09 01/11/07	570 42 745.64 745.64		175.22- FL 175.22- SL
SOLD 435 SHS 06/16/09 TO BONY ESI @ 13.9901 STARBUCKS CORP COM	06/16/09 02/20/08	6,077.92 7,907.17 7,907.17		1,829.25- FL 1,829 25- SL

SYNOVUS
TRUST COMPANY, N.A.

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
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FEDERAL LOSS CARRYOVER
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
SOLD 16 SHS 06/16/09	06/16/09	874.89			
TO BONY ESI	06/03/08	1,111.96		237 07-	FL
@ 54.7		1,111.96		237.07-	SL
UNITED TECHNOLOGIES CORP COM					
SOLD 1517 SHS 06/16/09	06/16/09	26,216.87			
TO CAPITAL INSTITUTIONAL SERVICES	11/13/08	58,115.93	6,196.87-	25,702 19-	FL
@ 17.3		58,115 93	6,196.87-	25,702 19-	SL
VALERO ENERGY COM					
SOLD 250 SHS 07/15/09	07/15/09	12,495 29			
TO BONY ESI	12/22/93	5,476.56		7,018.73	FL
@ 50		5,476.56		7,018.73	SL
COCA COLA CO COM					
SOLD 33300.061 SHS 08/14/09	08/14/09	335,997.62			
@ 10.09	12/27/07	334,674.05		1,323.57	FL
PIMCO FUNDS LOW DURATION INST #36		334,674.05		1,323.57	SL
SOLD 39274.331 SHS 08/14/09	08/14/09	427,697.46			
@ 10.89	12/27/07	403,554.13		24,143.33	FL
SENTINEL GOVERNMENT SECURITIES FUND		403,554.13		24,143.33	SL
CLASS I #490					
SOLD 250000 08/25/09	08/25/09	266,443.63			
TO UBS PAINE WEBBER	10/10/06	244,554 76		21,888.87	FL
@ 107.439		244,554.76		21,888 87	SL
FEDERAL HOME LN MTG CORP NT					
4.50% DTD 01/16/2004 DUE 01/15/2014					
REVERSED ON 12/17/2009	10/15/09	55,378.01			
TO ADJUST CARRYING VALUE PROCESSING	06/16/09	55,378.01			

SYNOVUS TRUST COMPANY, N A

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
TAX IDENT NO 58-6352347
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
TO REMOVE 1,102 SHS FOR PFIZER INC COM AND CASH STOCK RATE 985 PER SH HELD CASH RATE 33 PER SH HELD FULLY TAXABLE EXCHANGE WYETH COM		55,378.01		
TO REMOVE 1,102 SHS FOR PFIZER INC COM AND CASH STOCK RATE .985 PER SH HELD CASH RATE 33 PER SH HELD FULLY TAXABLE EXCHANGE WYETH COM	10/15/09 06/16/09	55,535.40 51,615 33 51,615.33	 3,317 87 3,317.87	 602.20 FL 602 20 SL
REVERSED ON 12/17/2009 TO ADJ COST BASIS DUE TO CORP ACTION SOLD .470 SHS 10/29/09 TO MISC BROKER @ 17.323 PFIZER INC COM	10/29/09 10/15/09	8.14 8.14 8.14		
SOLD .470 SHS 10/29/09 TO MISC BROKER @ 17.32 PFIZER INC COM	10/29/09 12/02/09	8 14 8.79 8.79	 65- .65-	
RECD PROCEEDS ON MATURITY OF 250,000 PAR VALUE ALLSTATE CORP 2009 SR NT 7.20% DTD 11/17/1999 DUE 12/01/2009 CALLABLE	12/01/09 12/14/00	250,000.00 250,000.00 250,000.00		
SOLD 1203.260 SHS 12/02/09 @ 23.49	12/02/09 02/03/03	28,264.58 29,098 81		 834 23- FL

ACCOUNT 31-A150-01-5 VIRGINIA & MATT REESE TRUST
TAX IDENT NO 58-6352347
ADM OFFICER WFM
INV OFFICER MTU

FEDERAL LOSS CARRYOVER
ST .00
LT .00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
ICM SMALL COMPANY PORTFOLIO #1229		29,098.81		834.23- SL
SOLD .771 SHS 12/02/09 @ 18.35 LAZARD EMERGING MARKETS PORTFOLIO - IN	12/02/09 05/30/07	14.15 18.09 18.09		3.94- FL 3.94- SL
SOLD 3791.335 SHS 12/02/09 @ 6.13 SENTINEL SMALL COMPANY FUND CL-I	12/02/09 08/11/03	23,240.88 22,596.36 22,596.36		644 52 FL 644 52 SL
SOLD 36 SHS 12/02/09 TO BONY ESI @ 46 67 AFLAC INC COM	12/02/09 06/05/07	1,679.45 1,899 98 1,899.98		220.53- FL 220.53- SL
SOLD 305 SHS 12/02/09 TO BONY ESI @ 27.3713 AT&T INC COM	12/02/09 02/20/08	8,342 69 10,496.97 10,496.97		2,154.28- FL 2,154.28- SL
SOLD 33 SHS 12/02/09 TO BONY ESI @ 19.15 ALTRIA GROUP INC COM	12/02/09 06/03/08	631.35 724.27 724.27		92.92- FL 92.92- SL
SOLD 173 SHS 12/02/09 TO BONY ESI @ 40.9312 AMERICAN EXPRESS CO COM	12/02/09 02/20/08	7,077.89 8,192.36 8,192.36		1,114.47- FL 1,114 47- SL
SOLD 29 SHS 12/02/09 TO BONY ESI	12/02/09 06/16/09	1,667.81 1,487.31	180.50	

SYNOVUS
TRUST COMPANY, N.A.

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FEDERAL LOSS CARRYOVER
ST .00
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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD / DATE ACQ	NET PROCEEDS / FEDERAL TAX COST / STATE TAX COST	GAIN/LOSS: FEDERAL SHORT TERM / STATE SHORT TERM	GAIN/LOSS: FEDERAL LONG TERM / STATE LONG TERM / FEDERAL 5 YR GAIN / STATE 5 YR GAIN
@ 57.53		1,487.31	180.50	
AMGEN INC COM				
SOLD 143 SHS 12/02/09	12/02/09	13,801 06		
TO BONY ESI	08/13/08	18,800.48		4,999.42- FL
@ 96.531		18,800.48		4,999.42- SL
APACHE CORP COM				
SOLD 70 SHS 12/02/09	12/02/09	13,793.32		
TO BONY ESI	06/16/09	9,012.39	3,396 63	1,384 30 FL
@ 197.07		9,012.39	3,396 63	1,384.30 SL
APPLE INC COM				
SOLD 71 SHS 12/02/09	12/02/09	917 47		
TO BONY ESI	09/10/07	1,485 80		568.33- FL
@ 12.94		1,485.80		568 33- SL
APPLIED MATERIALS INC COM				
SOLD 1 SHS 12/02/09	12/02/09	31.53		
TO BONY ESI	02/20/08	44.76		13 23- FL
@ 31.55		44.76		13.23- SL
ARCHER DANIELS MIDLAND CO COM				
SOLD 5 SHS 12/02/09	12/02/09	136.25		
TO BONY ESI	08/13/08	178 19		41.94- FL
@ 27.27		178.19		41.94- SL
BANK NEW YORK MELLON CORP COM				
SOLD 175 SHS 12/02/09	12/02/09	9,791.62		
TO BONY ESI	02/20/08	10,513.35		721.73- FL
@ 55.9711		10,513.35		721.73- SL
BAXTER INTERNATIONAL INC COM				

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FEDERAL LOSS CARRYOVER
ST .00
LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
SOLD 352 SHS 12/02/09	12/02/09	20,701 74			
TO BONY ESI	08/13/08	26,148.96		5,447 22-	FL
@ 58.8308		26,148.96		5,447.22-	SL
CATERPILLAR INC COM					
SOLD 429 SHS 12/02/09	12/02/09	33,677.21			
TO BONY ESI	06/16/09	29,644.27	4,338.50	305.56-	FL
@ 78.5212		29,644.27	4,338.50	305.56-	SL
CHEVRON CORPORATION					
SOLD 154 SHS 12/02/09	12/02/09	11,082.08			
TO BONY ESI	06/16/09	9,099.12	970.78	1,012 18	FL
@ 71.9809		9,099.12	970.78	1,012.18	SL
DANAHER CORP COM					
SOLD 177 SHS 12/02/09	12/02/09	5,430 89			
TO BONY ESI	01/11/07	6,073.17		642.28-	FL
@ 30.7013		6,073.17		642.28-	SL
DISNEY WALT CO COM					
SOLD 268 SHS 12/02/09	12/02/09	10,072.15			
TO BONY ESI	06/16/09	8,695.99	1,320.11	56.05	FL
@ 37.6011		8,695.99	1,320.11	56.05	SL
DOMINION RESOURCES INC/VA COM					
SOLD 587 SHS 12/02/09	12/02/09	20,751 72			
TO BONY ESI	06/05/07	30,664 59		9,912.87-	FL
@ 35.3706		30,664 59		9,912 87-	SL
DU PONT E I DE NEMOURS & CO COM					
SOLD 334 SHS 12/02/09	12/02/09	5,592.32			
TO BONY ESI	09/10/07	6,314.84		722 52-	FL

SYNOVUS
TRUST COMPANY, N A

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FEDERAL LOSS CARRYOVER
ST 00
LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN
@ 16.7614 E M C CORP MASS COM		6,314.84		722 52- SL
SOLD 249 SHS 12/02/09 TO BONY ESI @ 23.8413 EBAY INC COM	12/02/09 06/05/07	5,931.98 7,977.94 7,977.94		2,045 96- FL 2,045.96- SL
SOLD 178 SHS 12/02/09 TO BONY ESI @ 49.5613 EXELON CORPORATION COM	12/02/09 08/13/08	8,818 56 13,811.21 13,811.21		4,992.65- FL 4,992.65- SL
SOLD 1422 SHS 12/02/09 TO BONY ESI @ 16 0709 GENERAL ELEC CO COM	12/02/09 09/10/07	22,827.35 54,034.23 54,034 23		31,206 88- FL 31,206 88- SL
SOLD 16 SHS 12/02/09 TO BONY ESI @ 49.12 HEWLETT PACKARD CO COM	12/02/09 02/20/08	785.62 758.36 758.36		27.26 FL 27.26 SL
SOLD 82 SHS 12/02/09 TO BONY ESI @ 28.25 HOME DEPOT INC COM	12/02/09 06/16/09	2,315.00 1,912.71 1,912 71	402.29 402.29	
SOLD 46 SHS 12/02/09 TO BONY ESI @ 39.53 HONEYWELL INTERNATIONAL INC COM	12/02/09 06/16/09	1,817.52 1,538.50 1,538.50	279.02 279.02	

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LT 00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
SOLD 21 SHS 12/02/09	12/02/09	2,681.88			
TO BONY ESI	06/16/09	2,269.63	412.25		
@ 127.73		2,269.63	412.25		
INTERNATIONAL BUSINESS MACHS CORP COM					
SOLD 24 SHS 12/02/09	12/02/09	1,533.14			
TO BONY ESI	10/06/05	1,489.44		43 70	FL
@ 63.9		1,489.44		43 70	SL
JOHNSON & JOHNSON COM					
SOLD 243 SHS 12/02/09	12/02/09	15,496.55			
TO BONY ESI	06/16/09	10,620.60	4,875.95		
@ 63.791		10,620 60	4,875.95		
MEDCO HEALTH SOLUTIONS INC COM					
SOLD 398 SHS 12/02/09	12/02/09	17,234.31			
TO BONY ESI	01/26/04	19,645.28		2,410.97-	FL
@ 43.3209		19,645.28		2,410.97-	SL
MEDTRONIC INC COM					
SOLD 446 SHS 12/02/09	12/02/09	16,382 71			
TO BONY ESI	06/05/07	22,688 02		6,305.31-	FL
@ 36.751		22,688 02		6,305.31-	SL
MERCK & CO INC NEW COM					
SOLD 967 SHS 12/02/09	12/02/09	28,799.70			
TO BONY ESI	06/03/08	25,310.31		3,489 39	FL
@ 29.8008		25,310.31		3,489.39	SL
MICROSOFT CORP COM					
SOLD 31 SHS 12/02/09	12/02/09	1,358.77			
TO BONY ESI	06/16/09	1,138.74	220.03		

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LT	.00

SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
@ 43.85		1,138.74	220.03		
NATIONAL-OILWELL INC COM					
SOLD 120 SHS 12/02/09	12/02/09	6,662.69			
TO BONY ESI	11/06/07	6,497.70		164.99	FL
@ 55.5414		6,497.70		164.99	SL
NEWMONT MINING CORP HLDG CO COM					
SOLD 2469 SHS 12/02/09	12/02/09	28,992.71			
TO BONY ESI	02/27/09	35,428.59	687.63	7,123.51-	FL
@ 11 7605		35,428.59	687.63	7,123.51-	SL
NEWS CORP CL A					
SOLD 31 SHS 12/02/09	12/02/09	2,025.91			
TO BONY ESI	06/03/08	2,064.21		38 30-	FL
@ 65.3712		2,064.21		38 30-	SL
NIKE INC CLASS B					
SOLD 85 SHS 12/02/09	12/02/09	5,392.56			
TO BONY ESI	06/16/09	4,446.83	945.73		
@ 63.461		4,446.83	945.73		
PEPSICO INC COM					
SOLD 21 SHS 12/02/09	12/02/09	1,033.43			
TO BONY ESI	06/05/07	1,034 35		92-	FL
@ 49 23		1,034.35		.92-	SL
PHILIP MORRIS INTL INC COM					
SOLD 7 SHS 12/02/09	12/02/09	578.62			
TO BONY ESI	06/03/08	662.39		83.77-	FL
@ 82.68		662.39		83.77-	SL
PRAXAIR INC COM					

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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	GAIN/LOSS FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
SOLD 217 SHS 12/02/09 TO BONY ESI @ 63.1814 PROCTER & GAMBLE CO COM	12/02/09 12/28/04	13,706.21 12,028 31 12,028 31		1,677 90 1,677 90	FL SL
SOLD 35 SHS 12/02/09 TO BONY ESI @ 47.6 TARGET CORP COM	12/02/09 04/11/06	1,665.34 1,792.00 1,792.00		126.66- 126.66-	FL SL
SOLD 119 SHS 12/02/09 TO BONY ESI @ 78 2412 3M CO COM	12/02/09 04/11/06	9,308.37 9,587.83 9,587.83		279 46- 279 46-	FL SL
SOLD 117 SHS 12/02/09 TO BONY ESI @ 68.1215 UNITED TECHNOLOGIES CORP COM	12/02/09 06/03/08	7,967.95 8,070.32 8,070.32		102.37- 102.37-	FL SL
SOLD 239 SHS 12/02/09 TO BONY ESI @ 32.6815 VERIZON COMMUNICATIONS INC COM	12/02/09 05/19/05	7,806.49 8,159.76 8,159.76		353.27- 353 27-	FL SL
SOLD 331 SHS 12/02/09 TO BONY ESI @ 54.6314 WAL MART STORES INC COM	12/02/09 06/16/09	18,076.73 16,415.93 16,415.93	1,660.80 1,660.80		
RECD PROCEEDS ON MATURITY OF 250,000 PAR VALUE	12/07/09 01/04/01	250,000 00 250,000.00			

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SCHEDULE OF CAPITAL GAINS AND LOSSES FOR TAX PURPOSES

TRANSACTION DESCRIPTION	DATE SOLD DATE ACQ	NET PROCEEDS FEDERAL TAX COST STATE TAX COST	GAIN/LOSS FEDERAL SHORT TERM STATE SHORT TERM	FEDERAL LONG TERM STATE LONG TERM FEDERAL 5 YR GAIN STATE 5 YR GAIN	
BEAR STEARNS COS INC GLOBAL NT 7.625% DTD 12/07/1999 DUE 12/07/2009		250,000.00			
SOLD 9989.835 SHS 12/10/09 @ 11.02 SENTINEL GOVERNMENT SECURITIES FUND CLASS I #490	12/10/09 04/01/02	110,087.98 102,150.81 102,150.81		7,937.17 7,937.17	FL SL
RECD PROCEEDS ON MATURITY OF 250,000 PAR VALUE FEDERAL HOME LN MTG CORP 4.00% DTD 12/03/2004 DUE 12/15/2009	12/15/09 01/03/05	250,000.00 250,000.00 250,000.00			
SOLD 4147.705 SHS 12/22/09 @ 10.91 FEDERATED TOTAL RETURN BOND FUND - IN #328	12/22/09 08/14/09	45,251.46 44,338.97 44,338.97	912 49 912.49		
SOLD 1652.804 SHS 12/22/09 @ 10.83 PIMCO TOTAL RETURN FD INST #35	12/22/09 12/10/09	17,899.87 17,982.51 17,982.51	82 64- 82.64-		
SOLD 475.324 SHS 12/22/09 @ 10.63 SENTINEL GOVERNMENT SECURITIES FUND CLASS I #490	12/22/09 03/25/02	5,052.69 4,860.41 4,860.41		192.28 192.28	FL SL
INVESTED PRINCIPAL ASSETS TOTAL		4,098,455.77 4,320,423.90 4,320,423.90	19,679.01 19,679.01	241,647.14- 241,647.14-	FL SL
LESS MUTUAL FUND SHORT-TERM CAPITAL GAINS RECLASSIFIED AS DIVIDEND INCOME		13,669.84	13,669.84 6,009.17		
Gross proceeds		4,084,785.93			
Cost		4,320,423.90			