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

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service (77)

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 FIRST HORIZON FOUNDATION		A Employer identification number 62-1533987
	Number and street (or P O box number if mail is not delivered to street address) 165 MADISON 3FL CORPORATE TAX DEPT	Room/suite	B Telephone number (see page 10 of the instructions) 901-523-4357
	City or town, state, and ZIP code MEMPHIS TN 38103		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 ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 52,129,489		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 ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,229,310	1,214,687		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	(4,237,168)			
	b Gross sales price for all assets on line 6a 12,277,632				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	9,618,325	105,347		
	12 Total. Add lines 1 through 11	6,610,467	1,320,034	0	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	19,321	19,321		
	c Other professional fees (attach schedule)	64,635	64,635		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	497			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	84,453	83,956	0	0	
25 Contributions, gifts, grants paid	947,250			947,250	
26 Total expenses and disbursements. Add lines 24 and 25	1,031,703	83,956	0	947,250	
27 Subtract line 26 from line 12	5,578,764				
a Excess of revenue over expenses and disbursements		1,236,078			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

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	8,937,816	9,484,847	9,484,819
	2 Savings and temporary cash investments			
	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 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	3,800,540	3,861,471	3,906,693
	b Investments—corporate stock (attach schedule)	2,016,640	1,430,522	1,427,195
	c Investments—corporate bonds (attach schedule)	7,400,318	7,912,347	8,196,773
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule) SEE STMT 2	34,398,055	29,951,804	29,114,009	
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)	56,553,369	52,640,991	52,129,489	
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)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	56,553,369	52,640,991	
	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)	56,553,369	52,640,991	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	56,553,369	52,640,991	

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	56,553,369
2 Enter amount from Part I, line 27a	2	5,578,764
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	28
4 Add lines 1, 2, and 3	4	62,132,161
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON SALE OF INVESTMENTS	5	9,491,170
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	52,640,991

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 STATEMENT 3			
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 12,277,633		16,514,801	(4,237,168)
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (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	9,056,950	58,300,710	0.1553
2007	4,414,334	68,050,684	0.0649
2006	4,834,317	65,017,953	0.0744
2005	4,908,676	65,077,668	0.0754
2004	4,953,318	67,122,935	0.0738

2 Total of line 1, column (d)	2	0.4438
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	0.08876
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	47,391,480
5 Multiply line 4 by line 3	5	4,206,468
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,361
7 Add lines 5 and 6	7	4,218,829
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	947,250

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	24,722
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	24,722
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	24,722
6 Credits/Payments		
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	50,000
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	50,000
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	25,278
11 Enter the amount of line 10 to be Credited to 2010 estimated tax 25,278 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ (2) On foundation managers ▶ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b 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? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TENNESSEE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	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? Website address ▶ N/A	13	X	
14	The books are in care of ▶ GREGG I. LANSKY Telephone no. ▶ 901-523-4357 Located at ▶ 165 MADISON AVE, MEMPHIS TN ZIP+4 ▶ 38103			
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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
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 ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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)? Organizations relying on a current notice regarding disaster assistance check here ☐ **5b****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? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 4				

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				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (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		

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

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	
Total. Add lines 1 through 3 ▶	0

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	38,138,469
b	Average of monthly cash balances	1b	9,974,709
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	48,113,178
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	48,113,178
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	721,698
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	47,391,480
6	Minimum investment return. Enter 5% of line 5	6	2,369,574

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	2,369,574
2a	Tax on investment income for 2009 from Part VI, line 5	2a	24,722
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	24,722
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,344,852
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,344,852
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,344,852

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	947,250
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	947,250
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	947,250

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				2,344,852
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	1,685,820			
b From 2005	1,685,094			
c From 2006	1,785,074			
d From 2007	1,066,465			
e From 2008	6,578,844			
f Total of lines 3a through e	12,801,297			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 947,250				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				947,250
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2009	1,397,602			1,397,602
(If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	11,403,695			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	288,218			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	11,115,477			
10 Analysis of line 9				
a Excess from 2005	1,685,094			
b Excess from 2006	1,785,074			
c Excess from 2007	1,066,465			
d Excess from 2008	6,578,844			
e Excess from 2009	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

- 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				(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					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter $\frac{3}{4}$ of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

PENNY AVIOTTI, C/O FIRST HORIZON, 165 MADISON AVE, MEMPHIS, TN 38103, 901-523-4357

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

PURPOSE OF ORGANIZATION; IRS 501(c)(3) DETERMINATION LETTER; PURPOSE/USE OF DONATION

- c** Any submission deadlines.

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 5				947,250
Total			▶ 3a	947,250
b Approved for future payment				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
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	1,229,310	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income			18	9,520,620	
8	Gain or (loss) from sales of assets other than inventory			18	(4,237,168)	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue: a OTHER INCOME			18	97,705	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		0		6,610,467	0
13	Total. Add line 12, columns (b), (d), and (e)				13	6,610,467

(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

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

[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

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

Date _____

PRESIDENT

Title

Sign Here

**Paid
Preparer's
Use Only**

Preparer's
signature

Date _____

Check if self-employed ☐

Preparer's identifying
number (see **Signature** on
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

EIN ►

Phone no

STATEMENT 1

Part I, Line 11 - Schedule of Other Income	(a) Revenue and expenses per books	(b) Net Investment Income
Net Unrealized Gain on Investments	9,491,170	-
Capital Gain Distribution	29,450	29,450
Redeposited Check - not used for purpose intended	44,000	44,000
Other Income	31,897	31,897
IRS Refund - 2008 Overpayment	21,808	-
	<u>9,618,325</u>	<u>105,347</u>

STATEMENT 2

Part II, Line 13 - Investments - Other	(a) BOY Book Value	(b) EOY Book Value	(c) EOY Fair Market Value
Investments-Mutual Funds	34,398,055	29,201,804	28,372,442
Investments-Limited Partnership		750,000	741,567
	<u>34,398,055</u>	<u>29,951,804</u>	<u>29,114,009</u>

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STATEMENT 3

Description	Date Sold	Basis	Gross Sales Price	Book Gain(Loss)
MFS Intl Value I	01/06/09	61,649	34,774	(26,875)
MFS Intl Value I	01/06/09	61,582	34,774	(26,808)
Coca Cola Co	01/06/09	4,386	3,396	(990)
3M Co	01/06/09	6,076	4,290	(1,786)
Centex Corp	01/07/09	16,379	4,053	(12,326)
KB Home	01/08/09	13,225	4,363	(8,862)
Caterpillar Inc	01/09/09	5,526	3,442	(2,084)
Citigroup Inc	01/21/09	87,612	6,097	(81,515)
McKesson Corp	01/29/09	6,102	4,033	(2,069)
Conocophillips	02/02/09	10,006	7,507	(2,499)
BP Plc Sons Adr	02/02/09	11,351	7,622	(3,729)
Household Fin Co	02/02/09	200,000	200,000	-
Family Dollar Stores	02/04/09	2,893	2,789	(104)
Toyota Mtr Corp Sponsd Adr	02/04/09	12,782	9,639	(3,143)
Marsico International Opp Fd	02/05/09	2,967,907	1,457,754	(1,510,153)
IBM Corp	02/09/09	4,889	4,689	(200)
Supervalu Inc	02/09/09	3,836	1,891	(1,945)
Old Republic International Corp	02/09/09	23,419	11,094	(12,325)
Valero Energy Corp	02/10/09	18,059	7,089	(10,970)
American International Group Inc	02/10/09	97,395	1,421	(95,974)
Citigroup Inc	02/11/09	32,855	2,343	(30,512)
Ericsson (LM) Tel Spons Adr	02/12/09	7,235	6,221	(1,014)
Dell Inc	02/13/09	5,801	4,783	(1,018)
Merrill Lynch & Co	02/17/09	200,000	200,000	-
Bank America Corp	02/25/09	75,369	4,853	(70,516)
Wells Fargo & Co	02/26/09	27,344	9,058	(18,286)
JP Morgan Chase & Co	02/27/09	27,614	11,782	(15,832)
Genworth Financial	03/10/09	35,882	994	(34,888)
US Treasury Notes	03/11/09	441,624	492,748	51,124
General Electric Corp	03/13/09	41,549	9,642	(31,907)
MFS Intl Value I	03/16/09	1,065,461	500,000	(565,461)
Lexmark International Inc	03/20/09	4,617	1,258	(3,359)
Supervalu Inc	03/20/09	7,671	3,032	(4,639)
Fifth Third Bancorp	03/24/09	20,409	1,144	(19,265)
Travelers Companies Inc	03/26/09	2,673	1,978	(695)
Nvidia Corp	03/26/09	6,799	6,425	(374)
Gannett Inc	03/27/09	19,696	1,659	(18,037)
MetLife Inc	03/31/09	8,225	3,771	(4,454)
Pfizer	04/01/09	3,309	1,768	(1,541)
Wells Fargo & Co	04/01/09	200,000	200,000	-
Merck & Co , Inc	04/06/09	7,839	4,637	(3,202)
Constellation Brands Inc	04/06/09	6,104	4,719	(1,384)
Bunge Limited	04/06/09	1,043	1,470	427
Time Warner Inc	04/09/09	50	22	(28)
TJX Cos Inc	04/14/09	1,497	1,991	494
Lazard Emerging Mkts Port-In	04/14/09	14,159	7,970	(6,189)
MFS Emerging Mkts Debt Fd I	04/14/09	7,962	6,696	(1,266)
American Capital World BD-A	04/14/09	20,507	19,372	(1,136)
Loomis Sayles Global Bond-Inst	04/14/09	25,793	22,139	(3,654)
Federated Prudent Gbl Inc-I	04/14/09	14,966	13,837	(1,129)
American Funds Europacific Growth #16	04/14/09	9,962	11,801	1,839
MFS Intl Value I	04/14/09	22,120	11,801	(10,319)
Harbor International Fund #11	04/14/09	8,494	11,801	3,307
Vanguard Morgan Growth Fd-Admiral	04/14/09	43,114	25,763	(17,351)
Vanguard Short Term Treas-AD	04/14/09	12,217	13,443	1,227

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Description	Date Sold	Basis	Gross Sales Price	Book Gain(Loss)
Allianz NFJ Dividend Val	04/14/09	40,176	19,527	(20,649)
Time Warner Inc	04/14/09	60	25	(35)
Deutsche Bank AG - Reg	04/15/09	18,898	7,312	(11,586)
Wyeth	04/16/09	7,077	6,359	(718)
CGM Realty Fund	04/20/09	20,331	8,686	(11,645)
JM Smucker Co	04/30/09	430	423	(8)
Ball Corp	04/30/09	5,761	4,967	(794)
Family Dollar Stores	04/30/09	8,678	9,731	1,053
Motorola Inc	04/30/09	4,487	2,816	(1,671)
Corning Inc	04/30/09	6,486	11,979	5,493
UAL Corp	05/01/09	6,416	3,109	(3,307)
Ericsson (LM) Tel Spons Adr	05/06/09	3,209	3,114	(95)
Allstate Corp	05/07/09	6,818	2,836	(3,982)
TJX Cos Inc	05/12/09	3,992	5,751	1,759
FHLMC	05/13/09	126,879	127,649	770
Home Depot Inc	05/18/09	14,414	9,295	(5,119)
Nokia Corp Spnsd ADR	05/21/09	3,454	2,858	(596)
Suntrust Banks Inc	05/21/09	18,593	3,431	(15,162)
Owens III Inc	05/21/09	10,304	9,051	(1,253)
Wyeth	05/29/09	1,180	1,105	(74)
Prudential Financial Inc	05/29/09	845	1,777	932
Sanofi-Aventis ADR	05/29/09	14,027	10,952	(3,075)
Nvidia Corp	06/02/09	2,438	2,609	171
Deutsche Bank AG - Reg	06/05/09	2,294	3,458	1,164
Lincoln National Corp	06/08/09	1,824	2,346	522
Nexen Inc	06/08/09	6,072	6,847	775
Meadwestvaco Corp	06/08/09	4,635	9,993	5,357
Regions Bank	06/17/09	299,846	306,675	6,829
Phillips Morris International	06/22/09	8,243	7,385	(858)
Archer Daniels Midland Co	06/24/09	1,400	1,381	(19)
Lilly Eli & Co	06/24/09	3,509	2,542	(966)
Procter & Gamble Co	06/24/09	4,795	3,818	(977)
Autoliv Inc	06/24/09	8,420	5,463	(2,957)
Johnson & Johnson	06/24/09	13,857	12,636	(1,221)
Tyson Foods Inc Class A	6/24/2009	3,340	4,382	1,042
Amgen Inc	6/26/2009	6,957	7,671	714
Morgan Stanley	6/26/2009	9,579	4,630	(4,950)
MetLife Inc	6/29/2009	2,650	3,027	377
Travelers Companies Inc	6/30/2009	4,010	3,082	(928)
Nokia Corp Spnsd ADR	7/1/2009	7,229	7,417	188
Prudential Financial Inc	7/2/2009	1,878	3,798	1,920
Amgen Inc	7/7/2009	2,717	2,643	(73)
Exxon Mobil Corporation	7/10/2009	23,790	21,752	(2,039)
Del Monte Foods Co	7/13/2009	6,212	6,470	258
Procter & Gamble Co	7/14/2009	12,788	10,480	(2,308)
Exxon Mobil Corporation	7/15/2009	5,490	4,879	(611)
Amgen Inc	7/15/2009	6,229	5,768	(461)
Chevron Corporation	7/16/2009	22,890	20,063	(2,827)
Gap Inc	7/16/2009	11,631	9,112	(2,519)
Royal Dutch-ADR A	7/17/2009	13,805	9,554	(4,251)
AT&T Broadband	7/20/2009	193,103	199,500	6,397
Safeway Inc	7/23/2009	6,325	3,449	(2,877)
Tyson Foods Inc Class A	7/30/2009	4,294	5,214	920
Goldman Sachs	7/30/2009	206,065	212,768	6,703
Archer Daniels Midland Co	8/4/2009	4,201	4,566	366
Torchmark Corp	8/6/2009	4,236	4,874	638

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Description	Date Sold	Basis	Gross Sales Price	Book Gain(Loss)
US Treasury Notes	8/7/2009	524,281	537,590	13,309
Motorola Inc	8/11/2009	8,279	6,741	(1,538)
Hartford Financial Services Group Inc	8/12/2009	25,903	8,636	(17,267)
Ericsson (LM) Tel Spons Adr	8/13/2009	2,581	3,096	516
Pepsi Bottling Group Inc	8/13/2009	15,149	17,886	2,737
Exxon Mobil Corporation	8/21/2009	3,660	3,324	(336)
MetLife Inc	8/27/2009	1,325	1,967	642
Ace Limited	8/27/2009	4,539	3,797	(742)
D R Horton Inc	8/27/2009	1,441	1,921	480
News Corp Inc	8/27/2009	1,375	2,219	844
Dominion Resources Inc	8/31/2009	11,686	9,199	(2,487)
Johnson & Johnson	8/31/2009	18,148	16,684	(1,464)
Eastman Chemical Co	9/2/2009	2,903	2,675	(228)
Carefusion Corp	9/8/2009	3,650	2,077	(1,573)
Occidental Pete Corp	9/8/2009	3,771	3,603	(168)
Time Warner Inc	9/11/2009	5,017	2,814	(2,203)
Altria Group Inc	9/15/2009	10,941	10,194	(747)
Carefusion Corp	9/16/2009	16	10	(6)
NVR Inc Com	9/17/2009	1,502	1,938	436
EOG Res Inc	9/17/2009	1,698	1,874	176
Eastman Chemical Co	9/17/2009	2,963	2,629	(334)
Travelers Companies Inc	9/17/2009	4,010	3,600	(410)
Ameren Corp	9/17/2009	5,299	2,545	(2,754)
Sunoco Inc	9/17/2009	5,431	3,371	(2,060)
Limited Brands Inc	9/17/2009	4,186	2,318	(1,868)
Fidelity National Financial Inc	9/17/2009	6,533	4,141	(2,392)
Unumprovident Corp	9/17/2009	8,741	7,440	(1,301)
Lilly Eli & Co	9/18/2009	3,470	3,285	(185)
Exelon Generation	9/23/2009	206,586	220,114	13,528
BP Plc Sons Adr	10/6/2009	6,576	6,545	(31)
Cardinal Health Inc	10/6/2009	9,251	5,980	(3,271)
EOG Res Inc	10/8/2009	1,698	2,016	318
JP Morgan Chase & Co	10/8/2009	6,827	6,365	(462)
Magna International Inc Class A	10/8/2009	7,698	6,022	(1,676)
Fidelity National Financial Inc	10/8/2009	7,721	5,088	(2,633)
Apache Corp	10/9/2009	2,833	2,375	(458)
Capital One Financial Corp	10/13/2009	3,034	6,438	3,404
Merck & Co , Inc	10/15/2009	3,360	2,435	(925)
Berkshire Hathaway	10/19/2009	98,309	107,000	8,691
Fidelity National Financial Inc	10/28/2009	2,376	1,474	(902)
Caterpillar Inc	10/28/2009	4,347	7,217	2,870
Autonation Inc	10/28/2009	3,977	7,758	3,781
American Tower Corp	11/2/2009	6,044	7,499	1,455
Bank America Corp	11/2/2009	3,272	4,200	928
Crown Castle Intl Corp	11/2/2009	5,765	7,718	1,953
Caterpillar Inc	11/2/2009	2,484	4,229	1,745
JP Morgan Chase & Co	11/2/2009	6,075	6,466	391
Travelers Companies Inc	11/2/2009	2,673	2,553	(120)
Regions Financial Corp New	11/3/2009	2,800	3,614	814
Schering Plough Corp (merger)	11/5/2009	7,311	7,875	564
Apache Corp	11/10/2009	5,666	4,960	(706)
Allianz NFJ Dividend Val Ins	11/10/2009	5,092,285	3,256,785	(1,835,500)
American Capital World BD-A	11/10/2009	2,797,927	3,002,745	204,818
EOG Res Inc	11/16/2009	4,919	6,807	1,888
Lilly Eli & Co	11/16/2009	5,043	5,262	219
Glaxo SmithKline Sponsored Adr	11/16/2009	6,048	7,242	1,194

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Description	Date Sold	Basis	Gross Sales Price	Book Gain(Loss)
Disney Walt Co New	11/16/2009	6,991	6,579	(412)
Lincoln National Corp	11/18/2009	4,089	7,104	3,015
Capital One Financial Corp	11/19/2009	1,733	4,007	2,274
EOG Res Inc	11/19/2009	4,568	6,798	2,230
Caterpillar Inc	11/23/2009	774	1,499	725
Black & Decker Corp	11/27/2009	5,232	7,758	2,526
Limited Brands Inc	11/27/2009	4,884	3,043	(1,841)
Microsoft Corp	11/27/2009	4,408	5,203	795
Apache Corp	11/30/2009	8,500	7,279	(1,221)
Coca Cola Enterprises Inc	11/30/2009	12,233	12,171	(62)
Allstate Corp	12/1/2009	12,169	6,522	(5,647)
Viacom Inc	12/3/2009	3,181	2,209	(972)
Merck & Co , Inc	12/7/2009	24	19	(5)
Eastman Chemical Co	12/8/2009	3,023	3,051	28
Sprint Nextel Corp	12/14/2009	15,645	9,129	(6,516)
AT&T Broadband	12/14/2009	109,075	116,529	7,454
Black & Decker Corp	12/24/2009	5,232	7,990	2,758
AOL Inc	12/28/2009	24	15	(9)
Aetna, Inc	12/29/2009	3,776	4,236	460
Alliant Corp	12/29/2009	3,134	4,640	1,506
Ace Limited	12/29/2009	9,290	7,455	(1,835)
US Bancorp - new	12/29/2009	5,419	3,352	(2,067)
Masco Corp	12/29/2009	1,666	2,438	772
Corning Inc	12/29/2009	1,965	3,866	1,901
News Corp Inc	12/29/2009	2,063	3,990	1,927
Ensco Merger	12/28/2009	-	1,701	1,701
Cardinal Health Inc	10/2/2009	-	30,221	30,221
IRS Tax Refund	12/29/2009	-	21,808	21,808
Rounding			23	23
Total Loss		16,514,801	12,277,632	(4,237,168)

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(A) NAME AND ADDRESS	(B) TITLE	(C) COMPENSATION	(D) CONTRIBUTIONS TO EBP/DEF COMP	(E) EXPENSE ACCT
CHARLES T. TUGGLE, JR 165 MADISON AVE MEMPHIS, TN 38103	CHAIRMAN / DIRECTOR	\$ -	\$ -	\$ -
GREGG I. LANSKY 165 MADISON AVE MEMPHIS, TN 38103	PRESIDENT / TREASURER / CFO / DIRECTOR	\$ -	\$ -	\$ -
CLYDE A. BILLINGS, JR 165 MADISON AVE MEMPHIS, TN 38103	VP / SECRETARY / DIRECTOR	\$ -	\$ -	\$ -
CHARLES G. BURKETT 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -
HERBERT H. HILLIARD 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -
KIM CHERRY 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -
WILLIAM C. LOSCH, III 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -
MIKE EDWARDS 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -

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Part XV

STATEMENT 5

	DATE	AMOUNT	PURPOSE
Community Foundation	01/08/09	35,000	general operating funds
YWCA	02/02/09	1,000	general operating funds
Alzheimer's Association	02/11/09	1,000	general operating funds
University of Memphis Foundation	02/17/09	125,000	financial literacy program
Catawba College	02/27/09	10,000	general operating funds
Chickasaw Council Boy Scouts	03/06/09	1,000	general operating funds
Ave Maria Foundation	03/17/09	500	general operating funds
Beta Gamma Sigma, Inc	03/17/09	25	general operating funds
Bodine of Germantown, Inc	03/17/09	1,000	general operating funds
Boy Scouts of America - Sequoyah	03/17/09	60	general operating funds
Cats are Totally Special, Inc	03/17/09	300	general operating funds
Center for Puppetry Arts, Inc	03/17/09	850	general operating funds
Christ Methodist Day School	03/17/09	125	general operating funds
Christian Academy of Knoxville, Inc	03/17/09	1,000	general operating funds
Hutchison School	03/17/09	250	general operating funds
Kansas University Endowment Association	03/17/09	1,000	general operating funds
Knoxville Area Rescue Ministries	03/17/09	25	general operating funds
Memphis University School	03/17/09	425	general operating funds
National Multiple Sclerosis Society	03/17/09	1,000	general operating funds
Presbyterian Day School	03/17/09	125	general operating funds
St George's Independent Schools	03/17/09	2,000	general operating funds
St Jude Children's Research Hospital	03/17/09	1,639	general operating funds
University of Mississippi	03/17/09	550	general operating funds
University of Tennessee Foundation	03/17/09	25	general operating funds
University of Virginia Alumni Fund	03/17/09	250	general operating funds
Upper Cumberland Human Resource	03/17/09	250	general operating funds
Woodland Presbyterian School	03/17/09	1,500	general operating funds
Boys & Girls Clubs of Greeneville	03/19/09	375	general operating funds
Briarcrest Christian School	03/19/09	2,500	general operating funds
Catholic Charities of Fairfield	03/19/09	500	general operating funds
Chattanooga Symphony and Opera	03/19/09	250	general operating funds
Crista Ministries/King's Schools	03/19/09	50	general operating funds
Delta Axis dba Indie Memphis	03/19/09	1,000	general operating funds
Disabled American Veterans	03/19/09	50	general operating funds
First Center for the Visual Arts	03/19/09	333	general operating funds
Greene County Tennis Association	03/19/09	150	general operating funds
Greenpeace Fund, Inc	03/19/09	25	general operating funds
Heifer Project International	03/19/09	25	general operating funds
Junior League of Memphis	03/19/09	350	general operating funds
Lambuth University	03/19/09	25	general operating funds
Make-a-Wish Foundation of Middle	03/19/09	950	general operating funds
Make-a-Wish Foundation of the	03/19/09	1,055	general operating funds
Ministerial Association Temporary	03/19/09	204	general operating funds
Nashville Rescue Mission	03/19/09	50	general operating funds
National Multiple Sclerosis Society	03/19/09	50	general operating funds
Neighborhood Christian Centers, Inc	03/19/09	500	general operating funds
Rhodes College	03/19/09	50	general operating funds
Seattle's Union Gospel Mission	03/19/09	50	general operating funds
St Jude Children's Research Hospital	03/19/09	146	general operating funds
Street Ministries, Inc	03/19/09	25	general operating funds
The Salvation Army	03/19/09	125	general operating funds
University at Albany Foundation	03/19/09	250	general operating funds
University of Alabama	03/19/09	160	general operating funds
University of Tennessee	03/19/09	1,000	general operating funds
Luna Nova Music	03/24/09	4,000	general operating funds
University of Memphis Foundation	03/30/09	10,000	general operating funds
BRIDGES	04/01/09	2,500	general operating funds
Memphis Brooks Museum of Art	04/01/09	8,000	general operating funds

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	DATE	AMOUNT	PURPOSE
Memphis Brooks Museum of Art	04/07/09	2,500	general operating funds
Memphis College of Art	04/07/09	7,136	general operating funds
Beale Street Caravan	04/07/09	7,500	general operating funds
Memphis Orchestral Society	04/07/09	2,500	general operating funds
National Civil Rights Museum	04/13/09	2,500	general operating funds
Knox Youth Sports	04/13/09	25,000	general operating funds
University of Memphis Foundation	04/14/09	2,500	general operating funds
American Cancer Society	04/14/09	25	general operating funds
American Heart Association	04/14/09	50	general operating funds
American National Red Cross	04/14/09	125	general operating funds
Boy Scouts of America - Great Smoky	04/14/09	50	general operating funds
Central Asia Institute	04/14/09	125	general operating funds
Chattanooga Area Food Bank	04/14/09	50	general operating funds
Christian Academy of Knoxville, Inc	04/14/09	1,000	general operating funds
Church Health Center of Memphis, Inc	04/14/09	50	general operating funds
Cleveland Bradley Regional Museum	04/14/09	150	general operating funds
Dogwood Elementary PTA/PTA TN	04/14/09	50	general operating funds
Far Brook School	04/14/09	1,000	general operating funds
Friends of South Cumberland State	04/14/09	290	general operating funds
Germantown Performing Arts Centre	04/14/09	335	general operating funds
Human Society of the US	04/14/09	25	general operating funds
Junior Achievement of Chattanooga	04/14/09	250	general operating funds
Knoxville Symphony Society	04/14/09	250	general operating funds
Lafayette College	04/14/09	625	general operating funds
Lance Armstrong Foundation, Inc	04/14/09	100	general operating funds
Leukemia & Lymphoma Society, Inc	04/14/09	50	general operating funds
Make-a-Wish Foundation	04/14/09	500	general operating funds
Marist School	04/14/09	500	general operating funds
Memphis Union Mission	04/14/09	50	general operating funds
Mid-South Christian College	04/14/09	50	general operating funds
National Multiple Sclerosis Society	04/14/09	25	general operating funds
Person to Person, Inc	04/14/09	250	general operating funds
Presbyterian College	04/14/09	75	general operating funds
Ringgold Quarterback Club	04/14/09	1,000	general operating funds
Servant Group International	04/14/09	1,000	general operating funds
St Jude Children's Research Hospital	04/14/09	25	general operating funds
St Martin de Porres High School	04/14/09	125	general operating funds
St Mary's Episcopal School	04/14/09	500	general operating funds
Tennessee Golf Foundation	04/14/09	335	general operating funds
The Nature Conservancy	04/14/09	750	general operating funds
Theatre Exile Co	04/14/09	250	general operating funds
Trustees of Columbia University	04/14/09	125	general operating funds
University of Memphis Foundation	04/14/09	50	general operating funds
University of Tennessee	04/14/09	838	general operating funds
Wellness Community of East Tennessee	04/14/09	50	general operating funds
Wolf River Singers	04/14/09	500	general operating funds
WTCI-PBS / The Greater Chattanooga	04/14/09	50	general operating funds
Mount Vernon Presbyterian School	04/14/09	250	general operating funds
Boy Scouts of America-Middle	04/15/09	125	general operating funds
Boy Scouts of America-Oconeechee	04/15/09	500	general operating funds
Community Foundation of Greater	04/15/09	50	general operating funds
Humane Society of the US	04/15/09	38	general operating funds
Junior Achievement	04/15/09	890	general operating funds
National Multiple Sclerosis Society	04/15/09	75	general operating funds
Nexus Leaders Inc	04/15/09	125	general operating funds
Pace University	04/15/09	250	general operating funds
St Mary's Episcopal School	04/15/09	750	general operating funds
Waterpartners International, Inc	04/15/09	250	general operating funds
Streets Ministries	04/22/09	2,000	general operating funds

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	DATE	AMOUNT	PURPOSE
YMCA of Memphis	04/22/09	1000	general operating funds
Memphis Orchestral Society	04/22/09	20,000	library program
Oasis of Hope	04/22/09	10,000	general operating funds
Young Life of Knoxville	04/24/09	2,500	general operating funds
SOAR Ministries	04/24/09	2,500	general operating funds
Fellowship of Christian Athletes	04/24/09	2,500	general operating funds
Habitat for Humanity	04/24/09	2,500	general operating funds
Boy Scouts of America/Knoxville	04/27/09	7,500	general operating funds
Boy Scouts of America/Nashville	04/29/09	500	general operating funds
American Society for Prevention	05/05/09	110	general operating funds
Arkansas Single Parent Scholarship	05/05/09	125	general operating funds
Boy Scouts of America-Yocona	05/05/09	300	general operating funds
Briarcrest Christian School	05/05/09	250	general operating funds
Children's Organ Transplant	05/05/09	85	general operating funds
Cumberland Heights Foundation Inc	05/05/09	500	general operating funds
Friends of Literacy, Inc	05/05/09	50	general operating funds
Harpeth Hall School	05/05/09	500	general operating funds
Knoxville-Knox County Council	05/05/09	50	general operating funds
Leukemia & Lymphoma Society, Inc	05/05/09	25	general operating funds
March of Dimes	05/05/09	50	general operating funds
Maternal Welfare League of	05/05/09	25	general operating funds
Memphis Union Mission	05/05/09	25	general operating funds
Memphis University School	05/05/09	550	general operating funds
MIFA	05/05/09	75	general operating funds
Muscular Dystrophy Association	05/05/09	25	general operating funds
Police Unity Tour of Virginia, Inc	05/05/09	50	general operating funds
The Salvation Army	05/05/09	175	general operating funds
Second Harvest Food Bank of	05/05/09	25	general operating funds
St Jude Children's Research Hospital	05/05/09	125	general operating funds
St Mary's Episcopal School	05/05/09	300	general operating funds
Susan G Komen Foundation	05/05/09	50	general operating funds
Tennessee Congress of Parents	05/05/09	188	general operating funds
The Hill School	05/05/09	375	general operating funds
University of Memphis Foundation	05/05/09	125	general operating funds
University of Tennessee Foundation	05/05/09	1,000	general operating funds
Virginia Tech Foundation Inc	05/05/09	125	general operating funds
Wofford College	05/05/09	50	general operating funds
Women's Foundation for a	05/05/09	50	general operating funds
World Vision	05/05/09	146	general operating funds
Young Life of Bradley County TN	05/05/09	1,000	general operating funds
Delta Axis Inc	05/08/09	10,000	general operating funds
Dixon Gallery and Gardens	05/18/09	5,600	general operating funds
Hattiloo Theatre	05/18/09	12400	general operating funds
Nashville Symphony	05/22/09	2,500	general operating funds
Allied Arts of Greater Chattanooga	05/27/09	230	general operating funds
Alps Adult Day Services	05/27/09	500	general operating funds
American Diabetes Association	05/27/09	50	general operating funds
Animal Protection Association Inc	05/27/09	43	general operating funds
Arts Memphis	05/27/09	1,200	general operating funds
Boys & Girls Clubs of Greater	05/27/09	50	general operating funds
Cary Academy	05/27/09	1,000	general operating funds
Case Western Reserve University	05/27/09	250	general operating funds
Community Foundation of Middle	05/27/09	925	general operating funds
Cystic Fibrosis Foundation	05/27/09	1,055	general operating funds
Easter Seals	05/27/09	100	general operating funds
Fayette Cares, Inc	05/27/09	25	general operating funds
LaSalle College High School	05/27/09	250	general operating funds
Leukemia & Lymphoma Society, Inc	05/27/09	25	general operating funds
Make-a-Wish Foundation of Middle	05/27/09	200	general operating funds

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	DATE	AMOUNT	PURPOSE
March of Dimes Foundation	05/27/09	25	general operating funds
McCallie School	05/27/09	50	general operating funds
Memphis Botanic Garden Foundation	05/27/09	50	general operating funds
Memphis Union Mission	05/27/09	25	general operating funds
Metropolitan Drug Commission, Inc	05/27/09	125	general operating funds
National Multiple Sclerosis Society	05/27/09	150	general operating funds
Presbyterian Day School	05/27/09	250	general operating funds
Radford University Foundation Inc	05/27/09	25	general operating funds
Rainforest Alliance, Inc	05/27/09	50	general operating funds
Ronald McDonald House Charities of	05/27/09	28	general operating funds
St Baldrick's Foundation Inc	05/27/09	50	general operating funds
St Jude Children's Research Hospital	05/27/09	225	general operating funds
University of Alabama	05/27/09	1,000	general operating funds
University of Memphis Foundation	05/27/09	1,220	general operating funds
University of North Texas Foundation	05/27/09	100	general operating funds
University of Tennessee	05/27/09	2,923	general operating funds
University of Virginia Darden School	05/27/09	250	general operating funds
Victims to Victory	05/27/09	550	general operating funds
Virginia Student Aid Foundation	05/27/09	1,084	general operating funds
Wake Forest University Health	05/27/09	510	general operating funds
Wesley Senior Ministries Foundation	05/27/09	100	general operating funds
YMCA of Northwest North Carolina	05/27/09	50	general operating funds
Youth Villages, Inc	05/27/09	125	general operating funds
Friends of the Levitt Pavilion	06/04/09	7500	general operating funds
Hutchison School	06/08/09	5,500	general operating funds
Dixon Gallery and Gardens	06/08/09	3,000	general operating funds
University of Memphis Foundation	06/12/10	1,573	general operating funds
University of Memphis Foundation	06/15/10	1,475	general operating funds
Church Health Center	06/22/09	1,000	general operating funds
St George's Independent School	06/22/09	2,500	general operating funds
Able Youth, Inc	06/22/09	175	general operating funds
Alliance for Nonprofit Excellence	06/22/09	250	general operating funds
Allied Arts of Greater Chattanooga	06/22/09	125	general operating funds
Allie's Friends Foundation	06/22/09	125	general operating funds
American Diabetes Association	06/22/09	38	general operating funds
Animal Protective League	06/22/09	25	general operating funds
Boys & Girls Club Foundation	06/22/09	250	general operating funds
Catholic Charities of Fairfield	06/22/09	125	general operating funds
Chattanooga Symphony and Opera	06/22/09	75	general operating funds
Church Health Center	06/22/09	1,000	general operating funds
Community Foundation of Middle	06/22/09	125	general operating funds
Hampden-Sydney College	06/22/09	500	general operating funds
Heifer International	06/22/09	1,000	general operating funds
Hutchison School	06/22/09	550	general operating funds
Junior Achievement	06/22/09	250	general operating funds
Makefield Women's Association	06/22/09	125	general operating funds
Marbridge Foundation, Inc	06/22/09	1,000	general operating funds
March of Dimes Foundation	06/22/09	215	general operating funds
Maryville City Schools Foundation	06/22/09	175	general operating funds
Middle Tennessee State University	06/22/09	1,043	general operating funds
Mid-South Food Bank	06/22/09	35	general operating funds
Moody Bible Institute	06/22/09	600	general operating funds
Old Railroad Bridge Company	06/22/09	50	general operating funds
Porter-Leath Children's Center	06/22/09	51	general operating funds
Southern Communication Volunteers	06/22/09	60	general operating funds
Sponsors Scholarship Program	06/22/09	325	general operating funds
Sr Ruth Ann Center	06/22/09	100	general operating funds
St Benedict at Auburndale	06/22/09	100	general operating funds
St George's Independent Schools	06/22/09	100	general operating funds

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	DATE	AMOUNT	PURPOSE
St Jude Children's Research Hospital	06/22/09	25	general operating funds
Tennessee Technological University	06/22/09	100	general operating funds
Trustees of Columbia University	06/22/09	475	general operating funds
United Cerebral Palsy	06/22/09	75	general operating funds
University of Memphis Foundation	06/22/09	750	general operating funds
University of Mississippi	06/22/09	50	general operating funds
University of Virginia Darden School	06/22/09	50	general operating funds
University School of Jackson	06/22/09	100	general operating funds
WSMC 90 5 Southern Adventist	06/22/09	50	general operating funds
Memphis Rock & Soul Museum	07/07/09	17,864	general operating funds
United Way of Metropolitan Nashville	07/07/09	5,000	general operating funds
Ole Miss Loyalty Foundation	07/07/09	2,800	general operating funds
Rhodes College	07/08/09	25,000	general operating funds
The MED Foundation	07/08/09	1,000	general operating funds
American Heart Association	07/08/09	50	general operating funds
Arkansas State University Foundation	07/08/09	250	general operating funds
Boy Scouts of America-Cherokee Area	07/08/09	125	general operating funds
Boys & Girls Clubs of Greeneville	07/08/09	250	general operating funds
Chattanooga Kiwanis Youth Foundation	07/08/09	88	general operating funds
Defenders of Wildlife	07/08/09	25	general operating funds
Friends of Chattanooga-Hamilton	07/08/09	50	general operating funds
Georgia State University Foundation	07/08/09	38	general operating funds
Mississippi State University	07/08/09	1,000	general operating funds
Mustard Seed Ranch	07/08/09	500	general operating funds
North Texas Public Broadcasting Inc	07/08/09	53	general operating funds
Pennsylvania Academy of the Fine	07/08/09	50	general operating funds
St Mary's Episcopal School	07/08/09	25	general operating funds
The Florence Crittendon Agency, Inc	07/08/09	25	general operating funds
Trinity High School Foundation	07/08/09	950	general operating funds
University of Memphis Foundation	07/08/09	90	general operating funds
Woodberry Forest School	07/08/09	50	general operating funds
University of Memphis Foundation	07/21/09	1,000	general operating funds
Voices of the South	07/21/09	500	general operating funds
Boy Scouts of America, Middle TN	07/21/09	500	general operating funds
Bornblum Solomon Schechter School	07/22/09	1,000	general operating funds
Hutchison School	07/22/09	50	general operating funds
Juvenile Diabetes Research	07/22/09	250	general operating funds
Lance Armstrong Foundation, Inc	07/22/09	150	general operating funds
Lausanne Collegiate School	07/22/09	1,000	general operating funds
Locks of Love Inc	07/22/09	75	general operating funds
Massachusetts Institute	07/22/09	250	general operating funds
Memphis Union Mission	07/22/09	50	general operating funds
Philadelphia Mural Arts Advocates	07/22/09	50	general operating funds
Philadelphia Museum of Art	07/22/09	150	general operating funds
Presbyterian Day School	07/22/09	150	general operating funds
Trustees of Columbia University	07/22/09	375	general operating funds
University of Tennessee Foundation	07/22/09	250	general operating funds
Wake Forest University	07/22/09	175	general operating funds
WKNO - Mid South Public Communications	07/22/09	300	general operating funds
YMCA of Northwest North Carolina	07/22/09	100	general operating funds
Presbyterian Day School	08/14/09	1,250	general operating funds
American Cancer Society	08/24/09	313	general operating funds
American Diabetes Association	08/24/09	25	general operating funds
American Red Cross	08/24/09	100	general operating funds
Arden Theatre Company	08/24/09	150	general operating funds
Boy Scouts of America	08/24/09	50	general operating funds
Briarcrest Christian School	08/24/09	1,125	general operating funds
Children's Heart Foundation	08/24/09	25	general operating funds
Cumberland Communities	08/24/09	200	general operating funds

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	DATE	AMOUNT	PURPOSE
Cumberland University	08/24/09	50	general operating funds
Foundation for Public Broadcasting	08/24/09	25	general operating funds
Hunter Museum of Art	08/24/09	50	general operating funds
Knoxville Kiwanis Youth Foundation	08/24/09	150	general operating funds
Make-a-Wish Foundation	08/24/09	125	general operating funds
Memphis University School	08/24/09	150	general operating funds
Mid-South Food Bank	08/24/09	50	general operating funds
Nashville Shakespeare Festival	08/24/09	250	general operating funds
National Multiple Sclerosis Society	08/24/09	25	general operating funds
Northwest Georgia Bank Foundation	08/24/09	375	general operating funds
Presbyterian Day School	08/24/09	150	general operating funds
Razorback Foundation, Inc	08/24/09	50	general operating funds
Susan G Komen Breast Cancer	08/24/09	125	general operating funds
The Nature Conservancy	08/24/09	125	general operating funds
University of Connecticut Foundation	08/24/09	1,000	general operating funds
University of Mississippi Foundation	08/24/09	1,000	general operating funds
Wake Forest University	08/24/09	50	general operating funds
Wayne Reed Christian Childcare	08/24/09	50	general operating funds
Women's Foundation for a	08/24/09	60	general operating funds
WKNO - Mid South Public Communications	08/24/09	143	general operating funds
Wounded Warrior Project Inc	08/24/09	238	general operating funds
Junior Achievement	08/25/09	27	general operating funds
Allied Arts of Greater Chattanooga	09/10/09	150	general operating funds
Blue Streak Club Inc	09/10/09	250	general operating funds
Farmington Elementary School PTA/PTA	09/10/09	25	general operating funds
Fayette County Animal Rescue	09/10/09	25	general operating funds
Histiocytosis Association of America	09/10/09	150	general operating funds
Junior Achievement of Chattanooga	09/10/09	138	general operating funds
Leukemia & Lymphoma Society, Inc	09/10/09	50	general operating funds
Morehouse College	09/10/09	750	general operating funds
Nashville Humane Association	09/10/09	50	general operating funds
National Multiple Sclerosis Society	09/10/09	25	general operating funds
RJ Reynolds PTSA	09/10/09	200	general operating funds
St Agnes Academy/Associate General	09/10/09	125	general operating funds
St Jude Children's Research Hospital	09/10/09	325	general operating funds
Summit School	09/10/09	1,000	general operating funds
Tulane University/The Administrators	09/10/09	125	general operating funds
Tusculum College	09/10/09	25	general operating funds
University of Mississippi Foundation	09/10/09	220	general operating funds
University of Tennessee at Martin	09/10/09	50	general operating funds
YMCA of Metropolitan Chattanooga	09/10/09	300	general operating funds
Fort Sanders Foundation	09/22/09	500	general operating funds
American Heart Association	09/28/09	25	general operating funds
Briarcrest Christian School	09/28/09	400	general operating funds
East Central Community College	09/28/09	30	general operating funds
Forsyth Technical Community College	09/28/09	125	general operating funds
Houston Middle School PTA/PTA TN	09/28/09	25	general operating funds
Juvenile Diabetes Research	09/28/09	250	general operating funds
Mid-South Food Bank	09/28/09	25	general operating funds
St Jude Children's Research Hospital	09/28/09	25	general operating funds
Tennessee Repertory Theatre, INC	09/28/09	50	general operating funds
The Salvation Army	09/28/09	113	general operating funds
University of Memphis Foundation	09/28/09	1,025	general operating funds
University of Texas at Austin	09/28/09	50	general operating funds
Vanderbilt University	09/28/09	250	general operating funds
Presbyterian Day School	10/01/09	2,500	general operating funds
Boy Scouts of America	10/01/09	2,500	general operating funds
Goodwill Homes Community Services	10/09/09	2,500	general operating funds
Ole Miss Loyalty Foundation	10/09/09	525	general operating funds

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Alzheimer's Association	10/16/09	25	general operating funds
American Heart Association	10/16/09	125	general operating funds
Appalachia Service Project Inc	10/16/09	350	general operating funds
Birthright of Memphis Inc	10/16/09	25	general operating funds
Briarcrest Christian School	10/16/09	100	general operating funds
Center for Puppetry Arts, Inc	10/16/09	425	general operating funds
Chattanooga Symphony and Opera	10/16/09	500	general operating funds
Crista Ministries/King's Schools	10/16/09	150	general operating funds
Dogwood Elementary PTA/PTA TN	10/16/09	113	general operating funds
Fayette County Animal Rescue	10/16/09	75	general operating funds
Houston High School PTA/PTA TN	10/16/09	50	general operating funds
Junior Achievement	10/16/09	388	general operating funds
Juvenile Diabetes Research	10/16/09	468	general operating funds
Lebonheur Club Inc	10/16/09	405	general operating funds
March of Dimes Foundation	10/16/09	50	general operating funds
Methodist Hospital/Alliance Health	10/16/09	100	general operating funds
National Kidney Foundation Inc	10/16/09	25	general operating funds
Rhodes College	10/16/09	500	general operating funds
St Jude Children's Research Hospital	10/16/09	25	general operating funds
Special Kids and Families Inc	10/16/09	150	general operating funds
Susan G Komen For the Cure	10/16/09	50	general operating funds
Tennessee Golf Foundation	10/16/09	175	general operating funds
The Diabetes Action Research	10/16/09	25	general operating funds
Theatre Exile Co	10/16/09	300	general operating funds
United Cerebral Palsy of the	10/16/09	25	general operating funds
Visible School Inc	10/16/09	125	general operating funds
Women's Foundation for a Greater	10/16/09	25	general operating funds
Facing History and Ourselves	10/16/09	3,000	general operating funds
American Society for Prevention	10/16/09	138	general operating funds
The Salvation Army	10/23/09	25,000	Kroc Center capital campaign
Emmanuel Episcopal Center	10/27/09	2,500	general operating funds
St Mary's Episcopal School Endowment Fund	10/30/09	2,500	general operating funds
Youth Villages	10/30/09	2,000	general operating funds
MIFA's Circle of Hope	10/30/09	1,000	general operating funds
Facing History and Ourselves	10/30/09	1,000	general operating funds
Memphis University School	11/02/09	2,500	general operating funds
Circuit Playhouse on the Square	10/25/09	2,500	general operating funds
University of Cincinnati Foundation	11/06/09	2,500	general operating funds
Harvard University	11/06/09	2,500	general operating funds
American Heart Association	11/16/09	25	general operating funds
Alliance for Nonprofit Excellence	11/16/09	225	general operating funds
Briarcrest Christian School	11/16/09	50	general operating funds
Coastal Carolina University	11/16/09	150	general operating funds
Crista Ministries/King's Schools	11/16/09	100	general operating funds
Dogwood Elementary PTA/PTA TN	11/16/09	75	general operating funds
Down Syndrome Association	11/16/09	75	general operating funds
Fund for the Arts, Inc	11/16/09	50	general operating funds
Georgia CASA	11/16/09	400	general operating funds
Houston Middle School PTA/PTA TN	11/16/09	25	general operating funds
Juvenile Diabetes Research	11/16/09	525	general operating funds
Juvenile Diabetes Research	11/16/09	38	general operating funds
Leukemia & Lymphoma Society, Inc	11/16/09	100	general operating funds
Memphis Union Mission	11/16/09	50	general operating funds
PAN Massachusetts Challenge	11/16/09	50	general operating funds
Sertoma Center, Inc	11/16/09	350	general operating funds
St Georges Independent Schools	11/16/09	1,000	general operating funds
St Jude Children's Research Hospital	11/16/09	25	general operating funds
The ALS Association	11/16/09	25	general operating funds
The Campus for Human Development	11/16/09	25	general operating funds

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	DATE	AMOUNT	PURPOSE
University of North Carolina	11/16/09	100	general operating funds
Vanderbilt University	11/16/09	150	general operating funds
Big Brothers & Big Sisters of Middle TN	11/25/09	500	general operating funds
Campus for Human Development	11/25/09	500	general operating funds
Nashville Young Womens Christian Association	11/25/09	500	general operating funds
Nashville Symphony Association	11/25/09	1,000	general operating funds
Tennessee Shakespeare Company	11/25/09	500	general operating funds
American Jewish Committee	12/01/09	1,000	general operating funds
American Cancer Society	12/01/09	25,000	Hope Lodge capital campaign
Brentwood High School PTO	12/01/09	25	general operating funds
Food for the Poor Inc	12/01/09	25	general operating funds
Freedonia College Foundation of State	12/01/09	400	general operating funds
Germantown Performing Arts Centre	12/01/09	167	general operating funds
Hardwood Center Inc	12/01/09	300	general operating funds
Hospice & Palliative Carecenter	12/01/09	625	general operating funds
Humane Society of Memphis	12/01/09	25	general operating funds
Junior Achievement	12/01/09	75	general operating funds
Juvenile Diabetes Research	12/01/09	205	general operating funds
Knoxville Catholic High School	12/01/09	1,000	general operating funds
Lafayette College	12/01/09	625	general operating funds
Leukemia & Lymphoma Society, Inc	12/01/09	25	general operating funds
Make-a-Wish Foundation of the Mid	12/01/09	2,620	general operating funds
Memphis Union Mission	12/01/09	88	general operating funds
Memphis University School	12/01/09	200	general operating funds
Palmer Home for Children	12/01/09	25	general operating funds
Leukemia & Lymphoma Society, Inc	12/01/09	25	general operating funds
Restart the Center for Adult	12/01/09	250	general operating funds
St George's Independent Schools	12/01/09	500	general operating funds
Susan G Komen Breast Cancer	12/01/09	50	general operating funds
The Hill School	12/01/09	375	general operating funds
Trustees of the University	12/01/09	125	general operating funds
United Way of Forsyth County, Inc	12/01/09	575	general operating funds
American Heart Association	12/07/09	500	general operating funds
Memphis Orchestral Society	12/07/09	1,000	general operating funds
Church Health Center	12/07/09	23,500	general operating funds
Methodist Healthcare Foundation	12/07/09	10,000	general operating funds
University of Memphis Foundation	12/07/09	5,000	general operating funds
Wears Valley Ranch	12/07/09	1,500	general operating funds
Knoxville Area Rescue Ministries	12/07/09	1,500	general operating funds
Junior Achievement	12/09/09	2,500	general operating funds
University of Memphis Foundation	12/14/09	250	general operating funds
University of Tennessee Foundation	12/14/09	417	general operating funds
Washington University	12/14/09	38	general operating funds
University of Memphis Foundation	12/14/09	25,000	for law school
Shelby County Books from Birth	12/14/09	10,000	general operating funds
Leadership Memphis	12/14/09	1,000	general operating funds
Memphis Orchestral Society	12/15/09	2,500	general operating funds
Hutchison School	12/15/09	5,000	general operating funds
Second Harvest Food Bank of Middle TN	12/16/09	750	general operating funds
Nashville Public Television	12/16/09	500	general operating funds
Nashville Zoo	12/16/09	1,000	general operating funds
Vietnam Veterans of America	12/16/09	1,000	general operating funds
Planned Parenthood Federation of America	12/16/09	1,000	general operating funds
Tennessee Justice Center	12/16/09	1,000	general operating funds
Nashville Humane Association	12/16/09	1,000	general operating funds
Second Harvest Food Bank of Middle TN	12/16/09	500	general operating funds
Memphis Athletic Ministries	12/18/09	500	general operating funds
University of Memphis Foundation	12/16/09	500	general operating funds
Memphis Family Shelter	12/16/09	500	general operating funds

	DATE	AMOUNT	PURPOSE
YMCA of Memphis	12/22/09	1,250	general operating funds
Marvelwood Preparatory School	12/22/09	500	general operating funds
National Civil Rights Museum	12/15/09	10,000	general operating funds
Kinkaid School	12/22/09	500	general operating funds
Hutchison School	12/22/09	4,500	general operating funds
Second Harvest Food Bank of Knoxville	12/22/09	500	general operating funds
Knoxville Symphony Society	12/22/09	500	general operating funds
YWCA - Knoxville	12/22/09	500	general operating funds
Remote Area Medical Foundation	12/22/09	500	general operating funds
Agape Child and Family Services Inc	12/22/09	50	general operating funds
Animal Protection Association Inc	12/22/09	48	general operating funds
Board of Trustees for the University	12/22/09	125	general operating funds
Boy Scouts of America-Chickasaw	12/22/09	50	general operating funds
Cerebral Palsy Housing Corporation	12/22/09	375	general operating funds
Christ Methodist Day School	12/22/09	150	general operating funds
College of Charleston Foundation	12/22/09	25	general operating funds
Co-occurring Distractions Inc	12/22/09	250	general operating funds
Dana Farber Cancer Institute Inc	12/22/09	25	general operating funds
Fayette County Animal Rescue	12/22/09	25	general operating funds
Historic Charleston Foundation	12/22/09	950	general operating funds
House of Mews/Puddy Tat Protectors	12/22/09	50	general operating funds
Houston Middle School PTA/PTA TN	12/22/09	25	general operating funds
Juvenile Diabetes Research	12/22/09	50	general operating funds
McCallie School	12/22/09	375	general operating funds
Memphis Athletic Ministries	12/22/09	50	general operating funds
Memphis Union Mission	12/22/09	25	general operating funds
Memphis University School	12/22/09	100	general operating funds
Mid-South Food Bank	12/22/09	135	general operating funds
Morristown Hamblen Central Services	12/22/09	38	general operating funds
Neighborhood Christian Centers, Inc	12/22/09	1,000	general operating funds
Presbyterian Day School	12/22/09	125	general operating funds
Rainforest Alliance, Inc	12/22/09	25	general operating funds
Rocketown Of Middle Tennessee	12/22/09	50	general operating funds
Second Harvest Food Bank of	12/22/09	50	general operating funds
St John the Evangelist School/U S	12/22/09	125	general operating funds
St Jude Children's Research Hospital	12/22/09	100	general operating funds
The Center for Great Expectations	12/22/09	250	general operating funds
University of Georgia Athletic	12/22/09	420	general operating funds
University of Memphis Foundation	12/22/09	1,000	general operating funds
University School of Jackson	12/22/09	900	general operating funds
Wesley Senior Ministries Foundation	12/22/09	150	general operating funds
Wolf River Conservancy, Inc	12/22/09	250	general operating funds
Women's Foundation for a Greater	12/22/09	1,000	general operating funds
Friends of the Arts and Literature	12/22/09	2,500	general operating funds
Church Health Center	12/23/09	12,500	general operating funds
United Way of Metropolitan Nashville	12/23/09	10,000	general operating funds
University of Tennessee Research Foundation	12/23/09	12,500	general operating funds
Emmanuel Episcopal Center	12/24/09	1,000	general operating funds
Southern Communication Volunteers (WEVL)	12/28/09	900	general operating funds
Opera Memphis	12/29/09	10,000	general operating funds
Cystic Fibrosis Foundation	12/28/09	10,000	general operating funds
Junior Achievement	12/28/09	15,000	general operating funds
Juvenile Diabetes Research Foundation	12/28/09	6,000	general operating funds
Leukemia and Lymphoma Society	12/28/09	5,000	general operating funds
March of Dimes	12/28/09	6,000	general operating funds
Salvation Army	12/28/09	25,000	general operating funds
SRVS	12/28/09	50,000	general operating funds
Memphis Bioworks Foundation	12/29/09	15,000	general operating funds
Page Robbins Adult Daycare	12/29/09	10,000	general operating funds

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	DATE	AMOUNT	PURPOSE
Rhodes College	12/29/09	21,427	general operating funds
Women's Foundation	12/29/09	35,000	general operating funds
Reversal from 2008-Univ of North Texas	05/15/09	(1,000)	
Reversal from 2008-Jefferson County Educational	10/01/09	(22,500)	
Total		<u>947,250</u>	