Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: BERMAN CHARITABLE FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): P O BOX 400 | Room/suite

City or town, state, and ZIP code: WINCHESTER TN 37398-0400

A Employer identification number: 63-1229394

B Telephone number (see page 10 of the instructions): 931-962-1060

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

H Check type of organization [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,351,251

J Accounting method [X] 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))

	Line	Description	(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 ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,387	3,387		
	4	Dividends and interest from securities	110,535	110,535		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,553			
	b	Gross sales price for all assets on line 6a 2,553				
	7	Capital gain net income (from Part IV, line 2)		2,553		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	116,475	116,475	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	54,075	5,200		48,875
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	3,615	348		3,267
	16a	Legal fees (attach schedule) SEE STMT 1	18,509	3,200		15,309
	b	Accounting fees (attach schedule) STMT 2	3,800			3,800
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 3	179			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications	450	335		115
	23	Other expenses (att sch)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	80,628	9,083		71,366
	25	Contributions, gifts, grants paid	222,075			222,075
	26	**Total expenses and disbursements.** Add lines 24 and 25	302,703	9,083	0	293,441
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-186,228			
	b	**Net investment income** (if negative, enter -0-)		107,392		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	607,806	371,578	371,578
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att 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)			
	b	Investments—corporate stock (attach schedule) SEE STMT 4	3,561,690	3,572,219	3,557,985
	c	Investments—corporate bonds (attach schedule) SEE STMT 5	355,962	395,433	358,135
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ SEE STATEMENT 6)	63,553	63,553	63,553
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,589,011	4,402,783	4,351,251
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	4,589,011	4,402,783	
	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			
	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)	4,589,011	4,402,783	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,589,011	4,402,783	

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	4,589,011
2	Enter amount from Part I, line 27a	2	-186,228
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,402,783
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,402,783

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	SUNTRUST INVESTMENTS			
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	2,553			2,553
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				2,553
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 2,553

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	320,188	4,757,361	0.067304
2007	270,069	5,117,771	0.052771
2006	195,904	4,766,812	0.041097
2005	187,987	4,699,028	0.040006
2004	183,357	4,413,602	0.041544

2 **Total** of line 1, column (d)	2	0.242722
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	0.048544
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,965,723
5 Multiply line 4 by line 3	5	192,512
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,074
7 Add lines 5 and 6	7	193,586
8 Enter qualifying distributions from Part XII, line 4	8	293,441

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

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 ▶ [X] and enter 1% of Part I, line 27b	1	1,074
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,074
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,074
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,424		
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	1,424
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	350
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 350 **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	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)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WILLIAM HENRY AGEE Telephone no ▶ 931-962-1060
P O BOX 400
Located at ▶ WINCHESTER, TN ZIP+4 ▶ 37398-0400

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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?	N/A	1c		
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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 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)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?	N/A	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		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?	N/A	**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
ANNE H NORRED P O BOX 400	WINCHESTER TN 35983	PRESIDENT 9.00	13,125	0	0
DEANNE H ROBINSON P O BOX 400	WINCHESTER TN 35983	EXEC DIR 17.00	26,250	0	0
WILLIAM H AGEE P O BOX 400	WINCHESTER TN 35983	SECRETARY 1.00	0	0	0
DAVE PROSSER P O BOX 400	WINCHESTER TN 35983	TREASURER 10.00	14,700	0	0

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

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

Total number of other employees paid over $50,000 ▶

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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	3,686,059
b	Average of monthly cash balances		1b	276,503
c	Fair market value of all other assets (see page 24 of the instructions)		1c	63,553
d	**Total** (add lines 1a, b, and c)		1d	4,026,115
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	4,026,115
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	60,392
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	3,965,723
6	**Minimum investment return.** Enter 5% of line 5		6	198,286

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	198,286
2a	Tax on investment income for 2009 from Part VI, line 5	2a 1,074		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,074
3	Distributable amount before adjustments Subtract line 2c from line 1		3	197,212
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	197,212
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	197,212

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	293,441
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	293,441
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	1,074
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	292,367

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					197,212
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					
b From 2005					
c From 2006					
d From 2007					
e From 2008	26,014				
f **Total** of lines 3a through e		26,014			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 293,441					
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					197,212
e Remaining amount distributed out of corpus		96,229			
5 Excess distributions carryover applied to 2009 (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		122,243			
b Prior years' undistributed income. Subtract line 4b from line 2b					
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					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					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)					
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		122,243			
10 Analysis of line 9					
a Excess from 2005					
b Excess from 2006					
c Excess from 2007					
d Excess from 2008	26,014				
e Excess from 2009	96,229				

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

N/A

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

NO SPECIFIC FORM

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 7				222,075
Total			▶ 3a	222,075
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) 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			14	3,387	
4 Dividends and interest from securities			14	110,535	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	2,553	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		116,475	0

13 Total. Add line 12, columns (b), (d), and (e) 13 116,475

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: Daniel L Pearson | Date: 5/14/10 | Title: TREASURER

Paid Preparer's Use Only

Preparer's signature | Date 05/10/10 | Check if self-employed ☐ | Preparer's identifying number (see Signature on page 30 of the instructions) 417-70-3490

Firm's name (or yours if self-employed), address, and ZIP code: LYONS & MORGAN, P.C. 105 MAE STREET CENTRE, AL 35960

EIN ▶ 63-1143683

Phone no 256-927-5431

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT LEGAL FEES	$ 18,509	$ 3,200	$	$ 15,309
TOTAL	$ 18,509	$ 3,200	$ 0	$ 15,309

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	$ 3,800	$	$	$ 3,800
TOTAL	$ 3,800	$ 0	$ 0	$ 3,800

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$ 179	$	$	$
TOTAL	$ 179	$ 0	$ 0	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ATTACHED LISTING	$ 3,561,690	$ 3,572,219	COST	$ 3,557,985
TOTAL	$ 3,561,690	$ 3,572,219		$ 3,557,985

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ATTACHED LISTING	$ 355,962	$ 395,433	COST	$ 358,135
TOTAL	$ 355,962	$ 395,433		$ 358,135

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
100% INTEREST IN CALHOUN MGMT, LLC	$ 63,553	$ 63,553	$ 63,553
TOTAL	$ 63,553	$ 63,553	$ 63,553

Federal Statements

Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or $5,000

Name of Manager	Amount
NONE	$
TOTAL	$ 0

Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock

Name of Manager	Amount
NONE	$
TOTAL	$ 0

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

NO SPECIFIC FORM

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
ALL SAINTS INTERFAITH ANNISTON AL 36201	1029 W 15TH ST		PROGRAM FOR NEEDY OF THE AREA	12,000
ANNISTON COUNCIL ON ARTS ANNISTON AL 36205	180 HEADQUARTER DR		SUPPORT FOR THE ARTS	2,500
ANNISTON SOUP BOWL ANNISTON AL 36202	P O BOX 2072		FOOD FOR THE POOR OF ANNISTON	5,000
BERMAN MUSEUM ANNISTON AL 36202	P O BOX 1587		EDUCATIONAL	5,000
CALHOUN ANIMAL SHELTER ANNISTON AL 36201	1201 PARKWOOD DR		SHELTER AND CARE FOR NEGLECTED PETS	8,000
COMMUNITY DEVELOPMENT GADSDEN AL 35903	P O BOX 2066		DRUG INTERVENTION PROGRAM	5,000
GA TRANSPLANT FOUND ATLANTA GA 30328	6600 PEACHTREE DUNWOODY		MEDICAL CARE & RESEARCH	5,000
GRACE EPISCOPAL CHURCH ANNISTON AL 36202	P O BOX 1791		CHRISTIAN MISSIONS	3,500
INTERFAITH MINISTRIES ANNISTON AL 36202	P O BOX 1444		PROVIDE FOR ANNISTON'S NEEDY	11,000
LIFTING YOU UP FOUND CHOCOLOCCO AL 36254	P O BOX 192		PROVIDE SCHOLARSHIPS FOR NEEDY	1,000
PLEASANT GROVE ELEM SCH HEFLIN AL 36264	9855 AL HWY 9		EDUCATION	7,500
SAINT ANDREW'S-SEWANEE SC SEWANEE TN 37375	P O BOX 3272		EDUCATION	44,075
SALVATION ARMY ANNISTON AL 36202	P O BOX 218		RELIEF FOR THE POOR AND NEEDY	10,000
10TH ST ELEMENTARY SCHOOL ANNISTON AL 36207	1525 E 10TH ST		EDUCATION	65,500
TIGERS FOR TOMORROW ATTALLA AL 35954	708 CT RD 345		ANIMAL RESCUE	2,500
VALDOSTA STATE UNIV VALDOSTA GA 31698	VALDOSTA		EDUCATION	500
WHITE PLAINS ELEM SCHOOL ANNISTON AL 36207	5600 HWY 9		EDUCATION	15,000
WHITE PLAINS HIGH SCHOOL ANNISTON AL 36207	250 WHITE PLAINS ROAD		EDUCATION	5,000

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
WHITE PLAINS MIDDLE SCH ANNISTON AL 36207	5600 HIGHWAY 9		EDUCATION	14,000
TOTAL				222,075

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
SUNTRUST BANK	$ 3,387		14	AL
TOTAL	$ 3,387			

Taxable Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
SUNTRUST INVEST	$ 110,530		14	
CASH IN LIEU	5		14	
TOTAL	$ 110,535			

Your *Signature Advantage* investments (continued)

Details of your investments

The cost basis information we have provided for open-end mutual funds is based on the Average Cost Single Category method and, for all other securities, is based on First In First Out and assumes the method has been followed consistently for all your investments in the securities. If you used the specific share method to identify lots sold, that identification is not reflected. Cost basis information for debt securities has not been adjusted for amortization or accretion

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Equities							
Stocks							
Cit Group Inc New Com New Dividend Option Cash Capital Gain Option Cash Account Type. CASH	CIT	307.000	27.610	8,476.27	10529.12		
Total Stocks				**$8,476.27**			
Total equities				**$8,476.27**	10,529.12		

Fixed Income

The prices given for fixed income securities on this statement are approximations, not actual market bids or prices, and are provided only as a general guide

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Corporate Bonds							
American Gen Fin Medtm Srnt Be 4.625% 09/01/2010 Fr Moody's B2 /S&P Bb+ Cpn Pmt Semi-Annual On Mar 01, Sep 01 Next Interest Payable: 03/01/10 Accrued Interest $770.83 Account Type: CASH	02635PSF1	50,000.000	96 917	48,458.50	49,986.25 T	(1,527.75)	2,312.50

* The abbreviations used in this Column are defined below at the end of the section *Your Signature Advantage investments*

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Fixed Income (continued)							
Hancock John Life Ins CO 4.250% 10/15/2010 Fr Moody's A1 /S&P Aa+ Cpn Pmt Semi-Annual On Apr 15, Oct 15 Next Interest Payable: 04/15/10 Accrued Interest $448.61 Account Type: CASH	41013MAU4	50,000.000	100.613	50,306.50	50,000.00 T	306.50	2,125.00
Merrill Lynch & CO Inc Merrill 4.850% 06/28/2011 Fr Moody's A2 /S&P A Cpn Pmt Monthly Next Interest Payable: 01/15/10 Accrued Interest $107.78 Account Type: CASH	5901M0EN5	50,000.000	100.623	50,311.50	50,000.00 T	311.50	2,425.00
Jpmorgan Chase & CO Glbl Sb Nt 5.75000% 01/02/2013 Moody's A1 /S&P A Cpn Pmt Semi-Annual On Jul 02, Jan 02 Next Interest Payable: 01/02/10 Accrued Interest $1429.51 Account Type: CASH	46625HAT7	50,000.000	106.649	53,324.50	56,397.00 T	(3,072.50)	2,875.00

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Fixed Income (continued)							
Cit Group Inc Secd Nt-A 7 00000% 05/01/2013 Cpn Pmt Quarterly On Jan 10, Apr 10, Jul 10, Oct 10 1ST Cpn Dte 01/10/2010 Next Interest Payable: 02/01/10 Continuously Callable From 01/01/2010 Callable On 01/01/2011 @ 102.0000 Accrued Interest $14.57 Account Type: CASH	125581FT0	3,568.000	93.250	3,327.16	4132.96		249.76
Cit Group Inc Secd Nt-A 7.00000% 05/01/2014 Isin #US125581Fu76 Cpn Pmt Quarterly On Jan 10, Apr 10, Jul 10, Oct 10 1ST Cpn Dte 01/10/2010 Next Interest Payable: 02/01/10 Continuously Callable From 01/01/2010 Callable On 01/01/2011 @ 102.0000 Accrued Interest $21.86 Account Type: CASH	125581FU7	5,353.000	92.875	4,971.60	6175.67		374.71
Citigroup Inc Glbl Sr Nt 5.125% 05/05/2014 Isin #US172967Ck51 Moody's A3 /S&P A Cpn Pmt Semi-Annual On Nov 05, May 05 Next Interest Payable: 05/05/10 Accrued Interest $398.61 Account Type: CASH	172967CK5	50,000 000	99.531	49,765.50	49,578.50 T	187.00	2,562.50

SunTrust

Your monthly *Signature Advantage* statement for December, 2009

Customer
013021 CHARITABLE FOUNDATION INC
P O BOX 506

Your checking account
0004101177428

Your investment account
T2R013021

You are here

- Bulletin Board
- Your SunTrust accounts summary
- Your *Signature Advantage* cash summary
- ▶ **Your *Signature Advantage* investments**
- Balancing your *Signature Advantage* account

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Fixed Income (continued)							
Cit Group Inc Secd Nt-A 7.00000% 05/01/2015 Isin #US125581Fv59 Cpn Pmt Quarterly On Feb 10, May 10, Aug 10, Nov 10 1ST Cpn Dte 02/10/2010 Next Interest Payable: 02/10/10 Continuously Callable From 01/01/2010 Callable On 01/01/2011 @ 102.0000 Accrued Interest $21.86 Account Type: CASH	125581FV5	5,353.000	89.500	4,790.94	5951.25		374.71
Cit Group Inc Secd Nt-A 7.00000% 05/01/2016 Isin #US125581Fw33 Cpn Pmt Quarterly On Feb 10, May 10, Aug 10, Nov 10 1ST Cpn Dte 02/10/2010 Next Interest Payable: 02/10/10 Continuously Callable From 01/01/2010 Callable On 01/01/2011 @ 102.0000 Accrued Interest $36.43 Account Type: CASH	125581FW3	8,921.000	88.000	7,850.48	9751.78		624.47
Cit Group Inc Secd Nt-A 7.00000% 05/01/2017 Isin #US125581Fx16 Cpn Pmt Quarterly On Mar 10, Jun 10, Sep 10, Dec 10 1ST Cpn Dte 03/10/2010 Next Interest Payable: 03/10/10 Continuously Callable From 01/01/2010 Callable On 01/01/2011 @ 102.0000 Accrued Interest $53.43 Account Type: CASH	125581FX1	12,490.000	86.750	10,835.08	13459.22		874.30

Customer
013021 CHARITABLE FOUNDATION INC
P O BOX 506

Your checking account
0004101177428

Your investment account
T2R013021

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Fixed Income (continued)							
Tenn Valley Authority 04.50000% 05/15/2029 Ser Elec Moody's Aaa /S&P AAA Cpn Pmt Semi-Annual On Nov 15, May 15 Next Interest Payable· 05/15/10 Continuously Callable From 05/15/2013 Callable On 05/15/2013 @ 100.0000 Accrued Interest $287.50 Account Type: CASH	88059TEQ0	50,000.000	93.301	46,650.50	50,000.00	(3,349.50)	2,250.00
Total Corporate Bonds				**$330,592.26**			**$17,047.95**

CDs

Certificates of deposit (CDs) that have a maturity of one year or less from the date of issue may be shown at face value CDs with a maturity of more than one year from date of issue, including Market Indexed CDs and Market Linked CDs (MCDs), will be shown at market value based upon a matrix or model pricing method that may not represent the actual price if sold prior to maturity (provided that such CDs and MCDs may be shown at face value for up to seven days from date of issue if market value prices have not been received from a third party pricing vendor) CDs are subject to interest rate risk and the actual value of the CDs may be different from their purchase price The sale or redemption of any fixed income security prior to maturity may result in a substantial gain or loss, and a penalty may apply to the early withdrawal of a CD You may sell the CDs in the secondary market subject to market conditions The secondary market for CDs is generally illiquid Certain Step Rate CDs are also subject to reinvestment risk if call provisions are exercised by the issuer and if a CD with a comparable rate is not available The price reflected for MCDs may not be based on the actual closing value of the linked market index on the final maturity date and the market value of MCDs may not correspond directly to increases or decreases in the underlying linked market index If sold prior to maturity, the value of MCDs may be less than the purchase amount or face value Certain MCDs may only be redeemed on pre-specified liquidation dates Certain MCDs may have call features that allow the issuer to call the MCD prior to maturity See sales material or contact your broker/dealer for additional information

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Fixed Income (continued)							
SunTrust Bk Atlanta GA Indx Link CD Silc 00.00000% 05/23/2014 Annual Income Oppty Silc Link To S&P 500 Index FDIC Insured Cpn Pmt Annual 1ST Cpn Dte 05/28/2010 Next Interest Payable: 05/28/10 Variable Coupon Account Type. CASH	86789VHL4	50,000.000	1.091	54,540.00	50,000.00	4,540.00	
Total CDs				**$54,540.00**			
Total fixed income				**$385,132.26**	**$355,961.75**	**($2,604.75)**	**$17,047.95**
Mutual funds							
Fixed Income Funds							
Vanguard Gnma Estimated Yield 4.08% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	VFIIX	49,096 861	10.640	522,390.60	500,135.00	22,255.60	21,327.92
Vanguard Short Term Invmt Grade Investor Estimated Yield 3.97% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	VFSTX	47,046.276	10.590	498,220.06	500,111.06	(1,891.00)	19,807.23

SunTrust

Your monthly *Signature Advantage* statement for December, 2009

Customer
013021 CHARITABLE FOUNDATION INC
P O BOX 506

Your checking account
0004101177428

Your investment account
T2R013021

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Mutual funds (continued)							
Vanguard Inflation Protected Secs Estimated Yield 3.41% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	VIPSX	20,516.592	12.550	257,483.23	250,723.59	6,759.64	8,781.10
Total Fixed Income Funds				**$1,278,093.89**			**$49,916.25**
Equity Funds							
Dodge & Cox Internatl Stock Fund Estimated Yield 1.36% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	DODFX	4,474.940	31.850	142,526.84	112,545.00	29,981 84	1,951.07
Gabelli Asset Fund Estimated Yield 0.67% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	GABAX	5,584.512	40.210	224,553.23	225,000.00	(446.77)	1,523.45
Vanguard Int'l Growth Portfolio Estimated Yield 1.68% Dividend Option Cash Capital Gain Option Cash Account Type. CASH	VWIGX	7,216.164	16.990	122,602.63	112,545.00	10,057.63	2,063.82

Customer
013021 CHARITABLE FOUNDATION INC
P O BOX 506

Your checking account
0004101177428

Your investment account
T2R013021

Your *Signature Advantage* investments (continued)

Details of your investments (continued)

Description	Symbol/ Cusip	Quantity you own	Current price ($)	Current value ($)	Your original cost ($)*	Unrealized gain or (loss) ($)	Estimated annual income ($)
Mutual funds (continued)							
Vanguard Total Stock Market Estimated Yield 1.87% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	VTSMX	55,262.626	27.450	1,516,959 08	1,510,237 87	6,721.21	28,460.25
Muhlenkamp Fund Estimated Yield 0.13% Dividend Option Cash Capital Gain Option Cash Account Type: CASH	MUHLX	5,182.882	50.690	262,720.29	350,000.00	(87,279.71)	348 16
Total Equity Funds				**$2,269,362.07**			**$34,346.75**
Total mutual funds				**$3,547,455.96**	**$3,561,297.52**	**($13,841.56)**	**$84,263.00**
(Fixed Income Accrued Interest for December is: $3,590.99)							
Total *Signature Advantage* investments				**$3,941,064.49**	**3,917,259.27**	**(16,446.31)**	**$101,310.95**