Form **990** Department of the Treasury Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047 **2009** Open to Public Inspection

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

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

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

C Name of organization
SAM E. WOODS SCHOLARSHIP FUND
REGIONS BANK, TRUSTEE

Doing Business As

Number and street (or P O box if mail is not delivered to street address) | Room/suite
P.O. BOX 23100

City or town, state or country, and ZIP + 4
JACKSON, MS 39225-3100

F Name and address of principal officer: REGIONS BANK

D Employer identification number 64-6021291

E Telephone number (601)354-8458

G Gross receipts $ 420,214.

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

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

H(c) Group exemption number ▶

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

J Website: ▶ N/A

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

L Year of formation 1957 M State of legal domicile MS

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities. ESTABLISH AND DISTRIBUTE SCHOLARSHIPS AT UNIVERSITY OF SOUTHERN MISSISSIPPI

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

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

		Prior Year	Current Year
Revenue 8	Contributions and grants (Part VIII, line 1h)		
9	Program service revenue (Part VIII, line 2g)		
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	130,569.	-242.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	130,569.	-242.
Expenses 13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	48,738.	43,104.
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	5,010.	4,835.
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25) ▶		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	1,369.	1,837.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	55,117.	49,776.
19	Revenue less expenses. Subtract line 18 from line 12	75,452.	-50,018.

		Beginning of Current Year	End of Year
Net Assets or Fund Balances 20	Total assets (Part X, line 16)	1,311,673.	1,261,655.
21	Total liabilities (Part X, line 26)		
22	Net assets or fund balances. Subtract line 21 from line 20	1,311,673.	1,261,655.

RECEIVED MAY 17 2010 OGDEN, UT

SCANNED JUN 30 2010

Part II Signature Block

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

Sign Here ▶ Ms. Lorraine Bleakney, V.P. — Signature of officer — Date 5/12/2010

▶ REGIONS BANK, TRUSTEE
Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ [signature], CPA — Date 5/10/2010 — Check if self-employed ▶ ☐ — Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ HADDOX REID BURKES & CALHOUN PLLC
1100 REGIONS PLAZA
JACKSON, MS 39201

EIN ▶

Phone no ▶ (601)948-2924

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

Part III **Statement of Program Service Accomplishments**

1 Briefly describe the organization's mission: NONE

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

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

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

4a (Code:) (Expenses $ 43,104. including grants of $ 43,104.) (Revenue $)
PAYMENT OF SCHOLARSHIP FUNDS TO THE UNIVERSITY OF SOUTHERN MISSISSIPPI. AMOUNTS ARE ALLOCATED TO WORTHY STUDENTS DESIGNATED BY THE PRESIDENT OF THE UNIVERSITY.

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

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

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

4e **Total program service expenses** ▶ $ 43,104.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules *(continued)*

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	1a	0			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	0			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b		
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return. (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?			3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country: ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?			7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter:					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter:					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				

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

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ▶
LORRAINE BLEAKNEY - 601-354-8104
REGIONS BANK, BOX 23100, JACKSON, MS 39225-3100

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
REGIONS BANK TRUSTEE	1.00		X					4,835.	0.	0.

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

(A) Name and title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
1b Total ▶								4,835.	0.	0.

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

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

Section B. Independent Contractors

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

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

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

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts						
1 a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c					
d Related organizations	1d					
e Government grants (contributions)	1e					
f All other contributions, gifts, grants, and similar amounts not included above	1f					
g Noncash contributions included in lines 1a-1f $						
h **Total.** Add lines 1a-1f ▶						
Program Service Revenue		Business Code				
2 a						
b						
c						
d						
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f ▶						
Other Revenue						
3 Investment income (including dividends, interest, and other similar amounts) ▶			48,032.			48,032.
4 Income from investment of tax-exempt bond proceeds ▶						
5 Royalties ▶						
	(i) Real	(ii) Personal				
6 a Gross Rents						
b Less: rental expenses						
c Rental income or (loss)						
d Net rental income or (loss) ▶						
	(i) Securities	(ii) Other				
7 a Gross amount from sales of assets other than inventory	372182.					
b Less: cost or other basis and sales expenses	420456.					
c Gain or (loss)	-48274.					
d Net gain or (loss) ▶			-48,274.			-48,274.
8 a Gross income from fundraising events (not including $ ____ of contributions reported on line 1c). See Part IV, line 18	a					
b Less: direct expenses	b					
c Net income or (loss) from fundraising events ▶						
9 a Gross income from gaming activities. See Part IV, line 19	a					
b Less: direct expenses	b					
c Net income or (loss) from gaming activities ▶						
10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory ▶						
Miscellaneous Revenue		Business Code				
11 a						
b						
c						
d All other revenue						
e **Total.** Add lines 11a-11d ▶						
12 **Total revenue.** See instructions ▶			-242.	0.	0.	-242.

Part IX Statement of Functional Expenses

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U S See Part IV, line 21	43,104.	43,104.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	4,835.		4,835.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	1,645.		1,645.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below)				
a FOREIGN TAX PAID	192.		192.	
b				
c				
d				
e				
f All other expenses				
25 **Total functional expenses.** Add lines 1 through 24f	49,776.	43,104.	6,672.	0.
26 **Joint costs.** Check here ▶ ☐ if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		1	
	2	Savings and temporary cash investments	237,309.	2	8,978.
	3	Pledges and grants receivable, net		3	
	4	Accounts receivable, net		4	
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges		9	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D 10a			
	b	Less: accumulated depreciation 10b		10c	
	11	Investments - publicly traded securities	1,074,343.	11	1,252,348.
	12	Investments - other securities. See Part IV, line 11		12	
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	21.	15	329.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	1,311,673.	16	1,261,655.
Liabilities	17	Accounts payable and accrued expenses		17	
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	0.	26	0.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ ☐ and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets		27	
	28	Temporarily restricted net assets		28	
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ▶ ☒ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds	142,615.	30	142,615.
	31	Paid-in or capital surplus, or land, building, or equipment fund	0.	31	0.
	32	Retained earnings, endowment, accumulated income, or other funds	1,169,058.	32	1,119,040.
	33	Total net assets or fund balances	1,311,673.	33	1,261,655.
	34	Total liabilities and net assets/fund balances	1,311,673.	34	1,261,655.

Form **990** (2009)

Part XI Financial Statements and Reporting

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

Form **990** (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization SAM E. WOODS SCHOLARSHIP FUND
REGIONS BANK, TRUSTEE

Employer identification number 64-6021291

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

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

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

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d [X] Type III - Other

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

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

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

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

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

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document? Yes	No	(v) Did you notify the organization in col (i) of your support? Yes	No	(vi) Is the organization in col (i) organized in the U S ? Yes	No	(vii) Amount of support
UNIVERSITY OF SOUTHERN	64-6000818	2	X		X		X		43,104.
Total									43,104.

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

Schedule A (Form 990 or 990-EZ) 2009

932021 02-08-10

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

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

Section A. Public Support

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

Section B. Total Support

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

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

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

Section C. Computation of Public Support Percentage

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

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

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

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

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

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

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

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

Section A. Public Support

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

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)) 15 %

16 Public support percentage from 2008 Schedule A, Part III, line 15 16 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f)) 17 %

18 Investment income percentage from **2008** Schedule A, Part III, line 17 18 %

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

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

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

Schedule D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization: SAM E. WOODS SCHOLARSHIP FUND
REGIONS BANK, TRUSTEE

Employer identification number: 64-6021291

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

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

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

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

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).
- ☐ Preservation of land for public use (e.g., recreation or pleasure)
- ☐ Protection of natural habitat
- ☐ Preservation of open space
- ☐ Preservation of an historically important land area
- ☐ Preservation of a certified historic structure

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	1311673.	1236221.			
b Contributions					
c Net investment earnings, gains, and losses	-242.	130,569.			
d Grants or scholarships	43,104.	48,738.			
e Other expenditures for facilities and programs					
f Administrative expenses	6,672.	6,379.			
g End of year balance	1261655.	1311673.			

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

a Board designated or quasi-endowment ▶ ______ %

b Permanent endowment ▶ 100.00 %

c Term endowment ▶ ______ %

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

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

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

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				0.

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12) ▶		

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

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

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

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

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

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

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

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

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

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

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

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

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

Part XIV Supplemental Information

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

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0047
2009
Open to Public Inspection

Name of the organization SAM E. WOODS SCHOLARSHIP FUND
REGIONS BANK, TRUSTEE

Employer identification number 64-6021291

Part I General Information on Grants and Assistance

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

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF SOUTHERN MISSISSIPPI 118 COLLEGE DRIVE HATTIESBURG, MS 39406	64-6000818	501(C)(3)	43,104.	0.			DISTRIBUTE SCHOLARSHIPS TO WORTHY STUDENTS AS DETERMINED BY THE PRESIDENT OF THE COLLEGE

2 Enter total number of section 501(c)(3) and government organizations ▶ 1.

3 Enter total number of other organizations ▶

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

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

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

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

SCHEDULE O (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

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

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization	Employer identification number
SAM E. WOODS SCHOLARSHIP FUND REGIONS BANK, TRUSTEE	64-6021291

FORM 990, PART VI, SECTION A, LINE 8A: ANNUALLY, REGIONS BANK MEETS WITH THE UNIVERSITY OF SOUTHERN MISSISSIPPI TO DISCUSS INVESTMENT PERFORMANCE. INVESTMENT ADJUSTMENTS THAT NEED TO BE MADE ARE NOTED AT THIS MEETING. INCOME EARNED AND DISTRIBUTIONS MADE ARE RECORDED IN A MONTHLY STATEMENT. SINCE THERE IS NO GOVERNING BODY OTHER THAN REGIONS BANK AS TRUSTEE, THERE ARE NO OTHER MEETINGS OR ACTIONS DURING THE YEAR TO BE DOCUMENTED.

FORM 990, PART VI, SECTION A, LINE 8B: SEE ABOVE EXPLANATION WITH REGARD TO LINE 8A. AS EXPLAINED, THE GOVERNING BODY CONSISTS SOLELY OF REGIONS BANK, TRUSTEE. THERE ARE NO COMMITTEES.

FORM 990, PART VI, SECTION B, LINE 11: THE RETURN PREPARER DELIVERS A COPY OF THE FINAL VERSION OF THE FORM 990 TO REGIONS BANK, TRUSTEE, WHO REVIEWS THE RETURN BEFORE FILING. THERE ARE NO OTHER MEMBERS OF THE ORGANIZATION'S GOVERNING BODY.

FORM 990, PART VI, SECTION C, LINE 19: NO DOCUMENTS AVAILABLE TO THE PUBLIC, OTHER THAN THE ANNUAL FORM 990.

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 6648
TRUST ADMINISTRATOR 278
INVESTMENT OFFICER 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
5000 0000 ALABAMA POWER CO SERIES 07-D DTD 12/12/ - 010392EY0 - MINOR = 45						
SOLD		05/27/2009	5274.25			
ACQ	3000 0000	01/08/2008	3164.55	3016.26	148 29	LT15
	2000 0000	01/15/2008	2109 70	2033.96	75.74	LT15
1000.0000 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/ - 149123BQ3 - MINOR = 45						
SOLD		12/14/2009	1231.54			
ACQ	1000 0000	04/06/2009	1231 54	1034.63	196 91	ST
5000 0000 CISCO SYSTEMS INC CALLABLE 5.5% 02/22/20 - 17275RAC6 - MINOR = 45						
SOLD		09/11/2009	5535.00			
ACQ	5000.0000	05/03/2006	5535.00	4854.55	680 45	LT15
150 0000 COLGATE PALMOLIVE CO - 194162103 - MINOR = 50						
SOLD		03/19/2009	8680 45			
ACQ	150 0000	07/01/2008	8680 45	10270 50	-1590 05	ST
300.0000 CONSOLIDATED EDISON INC COM - 209115104 - MINOR = 50						
SOLD		09/18/2009	12365 67			
ACQ	300.0000	05/31/2005	12365 67	13723.74	-1358 07	LT15
4000 0000 CREDIT SUISSE FB USA 4 875% 08/15/2010 - 22541LBH5 - MINOR = 45						
SOLD		02/26/2009	4002 76			
ACQ	4000 0000	05/03/2006	4002.76	3895 16	107 60	LT15
5000.0000 CREDIT SUISSE FB USA 4.875% 08/15/2010 - 22541LBH5 - MINOR = 45						
SOLD		04/23/2009	5057.90			
ACQ	5000 0000	05/03/2006	5057 90	4868 95	188 95	LT15
5000.0000 DEERE JOHN CAPITAL CORP SERIES MTN DTD 12/17/07 4.95% 12/17/2012 - 24422EQM4 - MINOR = 45						
SOLD		05/27/2009	5161.45			
ACQ	5000 0000	01/30/2008	5161 45	5152.25	9.20	LT15
1000.0000 JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012 - 24424DAA7 - MINOR = 30						
SOLD		12/14/2009	1036.89			
ACQ	1000 0000	04/06/2009	1036.89	1027 96	8 93	ST
5000.0000 WALT DISNEY CO DTD 12/22/08 4 5% 12/15/2 - 254687AW6 - MINOR = 45						
SOLD		08/12/2009	5257.50			
ACQ	2000.0000	12/17/2008	2103 00	1980.52	122 48	ST
	1000 0000	12/18/2008	1051 50	1010.31	41.19	ST
	1000.0000	12/18/2008	1051.50	1011.48	40.02	ST
	1000.0000	04/06/2009	1051.50	1020 00	31.50	ST
5000.0000 DOMINION RES INC VA NEW SERIES C 5 15% - 25746UAW9 - MINOR = 45						
SOLD		07/07/2009	5103 50			
ACQ	5000 0000	05/03/2006	5103 50	4650.90	452.60	LT15
300.0000 DU PONT E I DE NEMOURS & CO - 263534109 - MINOR = 50						
SOLD		03/19/2009	6444 01			
ACQ	225.0000	02/24/2004	4833.01	10242.99	-5409.98	LT15
	75.0000	06/20/2006	1611.00	3035 25	-1424.25	LT15
300 0000 EMERSON ELECTRIC CO - 291011104 - MINOR = 50						
SOLD		03/19/2009	8282.80			
ACQ	300 0000	02/24/2004	8282.80	9318 00	-1035.20	LT15
190 0000 F P L GROUP INC - 302571104 - MINOR = 50						
SOLD		03/19/2009	9422.04			
ACQ	190.0000	07/01/2008	9422 04	12345.76	-2923.72	ST
49.4900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		01/15/2009	49 49			
ACQ	49.4900	08/15/2006	49.49	48.05	1.44	LT15
54.3700 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		02/17/2009	54 37			
ACQ	54.3700	08/15/2006	54.37	52 79	1 58	LT15
70.4000 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		03/16/2009	70 40			
ACQ	70.4000	08/15/2006	70 40	68.35	2.05	LT15
92.7200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		04/15/2009	92 72			
ACQ	92.7200	08/15/2006	92 72	90 03	2.69	LT15
92.3500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		05/15/2009	92.35			
ACQ	92.3500	08/15/2006	92.35	89.67	2.68	LT15
87.4500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		06/15/2009	87 45			
ACQ	87.4500	08/15/2006	87 45	84.91	2.54	LT15
97 2100 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		07/15/2009	97.21			
ACQ	97.2100	08/15/2006	97.21	94.38	2 83	LT15
77.8200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		08/17/2009	77.82			
ACQ	77.8200	08/15/2006	77.82	75 56	2.26	LT15
68 5800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		09/15/2009	68 58			
ACQ	68 5800	08/15/2006	68 58	66.59	1 99	LT15
70.4100 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		10/15/2009	70.41			
ACQ	70.4100	08/15/2006	70.41	68 36	2.05	LT15
62 2200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		11/16/2009	62 22			
ACQ	62 2200	08/15/2006	62.22	60.41	1 81	LT15
69.9100 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		12/15/2009	69 91			
ACQ	69.9100	08/15/2006	69 91	67.88	2.03	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER· 6648
TRUST ADMINISTRATOR 278
INVESTMENT OFFICER 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
12.5200 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		01/15/2009	12 52			
ACQ	12 5200	08/09/2006	12 52	12 22	0.30	LT15
774.5000 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		02/17/2009	774 50			
ACQ	774.5000	08/09/2006	774 50	756.22	18.28	LT15
466.8000 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		03/16/2009	466 80			
ACQ	466.8000	08/09/2006	466 80	455.79	11.01	LT15
9 2200 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		04/15/2009	9.22			
ACQ	9.2200	08/09/2006	9 22	9 00	0.22	LT15
448 2500 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		05/15/2009	448 25			
ACQ	448 2500	08/09/2006	448 25	437.67	10 58	LT15
8.2000 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		06/15/2009	8.20			
ACQ	8 2000	08/09/2006	8 20	8.01	0 19	LT15
403.4400 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		07/15/2009	403 44			
ACQ	403.4400	08/09/2006	403 44	393.92	9 52	LT15
7.5800 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		08/17/2009	7.58			
ACQ	7.5800	08/09/2006	7.58	7 40	0 18	LT15
7.6200 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		09/15/2009	7.62			
ACQ	7.6200	08/09/2006	7.62	7 44	0 18	LT15
7.3300 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		10/15/2009	7.33			
ACQ	7.3300	08/09/2006	7.33	7 16	0.17	LT15
7.3600 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		11/16/2009	7 36			
ACQ	7 3600	08/09/2006	7.36	7 19	0.17	LT15
5227 9300 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		12/14/2009	5550.60			
ACQ	5227.9300	08/09/2006	5550.60	5104.56	446.04	LT15
305 6600 FD HM LN MTG CORP PARTN CTFS POOL #A5195 - 3128KEEX7 - MINOR = 35						
SOLD		12/15/2009	305 66			
ACQ	305 6600	08/09/2006	305 66	298 45	7.21	LT15
36 0300 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		01/15/2009	36.03			
ACQ	36.0300	08/15/2006	36 03	35 07	0.96	LT15
58 1200 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		02/17/2009	58 12			
ACQ	58 1200	08/15/2006	58 12	56.57	1.55	LT15
92.8600 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		03/16/2009	92.86			
ACQ	92 8600	08/15/2006	92 86	90 38	2.48	LT15
91 2100 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		04/15/2009	91 21			
ACQ	91 2100	08/15/2006	91.21	88 77	2 44	LT15
91.0500 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		05/15/2009	91 05			
ACQ	91 0500	08/15/2006	91.05	88.62	2 43	LT15
94 1800 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		06/15/2009	94 18			
ACQ	94.1800	08/15/2006	94.18	91.66	2.52	LT15
99.9700 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		07/15/2009	99 97			
ACQ	99 9700	08/15/2006	99.97	97.30	2.67	LT15
91.5300 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		08/17/2009	91 53			
ACQ	91.5300	08/15/2006	91 53	89 08	2.45	LT15
59 4200 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		09/15/2009	59.42			
ACQ	59 4200	08/15/2006	59.42	57 83	1 59	LT15
53 4200 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		10/15/2009	53.42			
ACQ	53 4200	08/15/2006	53.42	51 99	1.43	LT15
56.6800 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		11/16/2009	56 68			
ACQ	56 6800	08/15/2006	56.68	55 17	1.51	LT15
65.1000 FEDERAL HOME LOAN MTG CORP POOL #G12206 - 3128M1KT5 - MINOR = 35						
SOLD		12/15/2009	65.10			
ACQ	65 1000	08/15/2006	65.10	63 36	1.74	LT15
287.0400 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		01/15/2009	287 04			
ACQ	287.0400	12/11/2006	287.04	283.83	3.21	LT15
366 0000 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		02/17/2009	366 00			
ACQ	366 0000	12/11/2006	366 00	361.91	4.09	LT15
524.1000 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		03/16/2009	524 10			
ACQ	524.1000	12/11/2006	524.10	518.24	5.86	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER. 6648
TRUST ADMINISTRATOR: 278
INVESTMENT OFFICER: 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
584 5300 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		04/15/2009	584 53			
ACQ	584.5300	12/11/2006	584.53	578.00	6 53	LT15
592.2700 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		05/15/2009	592 27			
ACQ	592.2700	12/11/2006	592 27	585 65	6.62	LT15
529.2700 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		06/15/2009	529.27			
ACQ	529.2700	12/11/2006	529.27	523.36	5.91	LT15
559 2200 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		07/15/2009	559.22			
ACQ	559.2200	12/11/2006	559 22	552 97	6 25	LT15
475 6300 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		08/17/2009	475 63			
ACQ	475.6300	12/11/2006	475 63	470 32	5.31	LT15
389.3300 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		09/15/2009	389 33			
ACQ	389.3300	12/11/2006	389 33	384 98	4.35	LT15
353.1300 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		10/15/2009	353 13			
ACQ	353 1300	12/11/2006	353 13	349.18	3 95	LT15
406 8500 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		11/16/2009	406 85			
ACQ	406.8500	12/11/2006	406 85	402 30	4 55	LT15
344.6800 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		12/15/2009	344.68			
ACQ	344 6800	12/11/2006	344.68	340.83	3 85	LT15
145.3000 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		01/15/2009	145 30			
ACQ	145.3000	05/09/2007	145.30	146 53	-1.23	LT15
489 6600 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		02/17/2009	489 66			
ACQ	489.6600	05/09/2007	489 66	493 79	-4 13	LT15
558.8900 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		03/16/2009	558.89			
ACQ	558 8900	05/09/2007	558.89	563.61	-4 72	LT15
631.0400 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		04/15/2009	631.04			
ACQ	631.0400	05/09/2007	631.04	636.36	-5.32	LT15
507.2100 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		05/15/2009	507 21			
ACQ	507.2100	05/09/2007	507 21	511.49	-4.28	LT15
385 6700 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		06/15/2009	385.67			
ACQ	385 6700	05/09/2007	385.67	388.92	-3 25	LT15
451 2700 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		07/15/2009	451 27			
ACQ	451.2700	05/09/2007	451 27	455 08	-3.81	LT15
794 6800 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		08/17/2009	794 68			
ACQ	794 6800	05/09/2007	794 68	801.38	-6.70	LT15
533.1400 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		09/15/2009	533.14			
ACQ	533.1400	05/09/2007	533.14	537.64	-4 50	LT15
510.6800 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		10/15/2009	510.68			
ACQ	510 6800	05/09/2007	510 68	514.99	-4.31	LT15
370 3000 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		11/16/2009	370.30			
ACQ	370.3000	05/09/2007	370.30	373 42	-3.12	LT15
295.5000 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		12/15/2009	295 50			
ACQ	295.5000	05/09/2007	295 50	297 99	-2.49	LT15
172.8700 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		01/15/2009	172 87			
ACQ	172 8700	12/10/2007	172.87	174 73	-1 86	LT15
405 4400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		02/17/2009	405 44			
ACQ	405 4400	12/10/2007	405 44	409.81	-4 37	LT15
471 1500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		03/16/2009	471.15			
ACQ	471.1500	12/10/2007	471.15	476.23	-5 08	LT15
344.7900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		04/15/2009	344.79			
ACQ	344 7900	12/10/2007	344.79	348.51	-3 72	LT15
365 0400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		05/15/2009	365 04			
ACQ	365.0400	12/10/2007	365 04	368.98	-3.94	LT15
372.2000 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		06/15/2009	372.20			
ACQ	372.2000	12/10/2007	372.20	376 21	-4.01	LT15
324 1400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		07/15/2009	324.14			
ACQ	324 1400	12/10/2007	324.14	327.63	-3.49	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER. 6648
TRUST ADMINISTRATOR: 278
INVESTMENT OFFICER 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
267.9400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		08/17/2009	267 94			
ACQ	267.9400	12/10/2007	267.94	270 83	-2.89	LT15
194.1900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		09/15/2009	194.19			
ACQ	194.1900	12/10/2007	194 19	196.28	-2 09	LT15
138 2200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		10/15/2009	138 22			
ACQ	138 2200	12/10/2007	138 22	139 71	-1 49	LT15
172.2700 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		11/16/2009	172.27			
ACQ	172.2700	12/10/2007	172 27	174 13	-1.86	LT15
195 1400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		12/15/2009	195.14			
ACQ	195.1400	12/10/2007	195 14	197.24	-2.10	LT15
51 0900 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		01/15/2009	51.09			
ACQ	51.0900	02/15/2007	51.09	50 31	0.78	LT15
64.8700 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		02/17/2009	64.87			
ACQ	64.8700	02/15/2007	64.87	63 88	0 99	LT15
84.6700 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		03/16/2009	84 67			
ACQ	84.6700	02/15/2007	84 67	83 37	1 30	LT15
125 5300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		04/15/2009	125 53			
ACQ	125 5300	02/15/2007	125.53	123 61	1.92	LT15
100.8500 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		05/15/2009	100.85			
ACQ	100.8500	02/15/2007	100.85	99.31	1.54	LT15
103 0900 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		06/15/2009	103.09			
ACQ	103.0900	02/15/2007	103 09	101 51	1.58	LT15
86.5700 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		07/15/2009	86.57			
ACQ	86.5700	02/15/2007	86.57	85.24	1.33	LT15
77.8100 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		08/17/2009	77 81			
ACQ	77.8100	02/15/2007	77 81	76 62	1 19	LT15
68 3600 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		09/15/2009	68 36			
ACQ	68.3600	02/15/2007	68.36	67.31	1.05	LT15
74 5300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		10/15/2009	74 53			
ACQ	74 5300	02/15/2007	74 53	73 39	1 14	LT15
78.8300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		11/16/2009	78.83			
ACQ	78.8300	02/15/2007	78.83	77 62	1 21	LT15
70.4100 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		12/15/2009	70.41			
ACQ	70.4100	02/15/2007	70.41	69 33	1 08	LT15
51.5300 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		01/15/2009	51 53			
ACQ	51.5300	12/10/2007	51 53	51.06	0.47	LT15
78 9700 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		02/17/2009	78.97			
ACQ	78.9700	12/10/2007	78 97	78 25	0 72	LT15
127.6500 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		03/16/2009	127.65			
ACQ	127 6500	12/10/2007	127.65	126.49	1 16	LT15
124.8200 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		04/15/2009	124.82			
ACQ	124.8200	12/10/2007	124 82	123 69	1.13	LT15
129.0900 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		05/15/2009	129 09			
ACQ	129 0900	12/10/2007	129 09	127.92	1 17	LT15
127.1800 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		06/15/2009	127 18			
ACQ	127.1800	12/10/2007	127 18	126 03	1.15	LT15
118 1600 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		07/15/2009	118.16			
ACQ	118.1600	12/10/2007	118 16	117.09	1.07	LT15
110.2700 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		08/17/2009	110.27			
ACQ	110 2700	12/10/2007	110 27	109 27	1.00	LT15
80 6500 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		09/15/2009	80 65			
ACQ	80.6500	12/10/2007	80.65	79.92	0 73	LT15
76.0600 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		10/15/2009	76.06			
ACQ	76.0600	12/10/2007	76 06	75.37	0.69	LT15
67.0100 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		11/16/2009	67 01			
ACQ	67.0100	12/10/2007	67.01	66.40	0.61	LT15

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 6648
TRUST ADMINISTRATOR 278
INVESTMENT OFFICER. 500

LEGEND F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
88 5200 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		12/15/2009	88 52			
ACQ	88 5200	12/10/2007	88.52	87.72	0 80	LT15
246 8500 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		01/26/2009	246.85			
ACQ	246.8500	03/07/2007	246 85	245 73	1.12	LT15
543 3300 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		02/25/2009	543 33			
ACQ	543 3300	03/07/2007	543 33	540 87	2.46	LT15
777.9600 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		03/25/2009	777.96			
ACQ	777 9600	03/07/2007	777.96	774 44	3.52	LT15
826.2300 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		04/27/2009	826.23			
ACQ	826.2300	03/07/2007	826.23	822.49	3 74	LT15
830.1000 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		05/26/2009	830.10			
ACQ	830 1000	03/07/2007	830 10	826.34	3 76	LT15
920 9100 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		06/25/2009	920 91			
ACQ	920.9100	03/07/2007	920 91	916.74	4.17	LT15
835.6300 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		07/27/2009	835.63			
ACQ	835 6300	03/07/2007	835 63	831 84	3.79	LT15
685.9100 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		08/25/2009	685.91			
ACQ	685.9100	03/07/2007	685 91	682.80	3 11	LT15
458 1100 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		09/25/2009	458 11			
ACQ	458 1100	03/07/2007	458 11	456.03	2.08	LT15
403.6000 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		10/26/2009	403.60			
ACQ	403 6000	03/07/2007	403.60	401 77	1.83	LT15
400.8900 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		11/25/2009	400 89			
ACQ	400 8900	03/07/2007	400.89	399.07	1.82	LT15
429.3600 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		12/28/2009	429 36			
ACQ	429.3600	03/07/2007	429.36	427 41	1.95	LT15
22.5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		01/26/2009	22.57			
ACQ	22.5700	04/09/2007	22 57	22.37	0.20	LT15
40 2200 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		02/25/2009	40.22			
ACQ	40 2200	04/09/2007	40 22	39 86	0 36	LT15
56.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		03/25/2009	56 13			
ACQ	56 1300	04/09/2007	56.13	55 63	0.50	LT15
62 2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		04/27/2009	62.29			
ACQ	62 2900	04/09/2007	62 29	61 74	0.55	LT15
57.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		05/26/2009	57 79			
ACQ	57.7900	04/09/2007	57 79	57.28	0.51	LT15
75.0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		06/25/2009	75.03			
ACQ	75.0300	04/09/2007	75 03	74 36	0.67	LT15
66.7100 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		07/27/2009	66 71			
ACQ	66 7100	04/09/2007	66 71	66 12	0.59	LT15
44.7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		08/25/2009	44.75			
ACQ	44.7500	04/09/2007	44.75	44 35	0.40	LT15
41.7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		09/25/2009	41 70			
ACQ	41.7000	04/09/2007	41 70	41 33	0 37	LT15
32.3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		10/26/2009	32.37			
ACQ	32.3700	04/09/2007	32 37	32 08	0 29	LT15
39.5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		11/25/2009	39 58			
ACQ	39.5800	04/09/2007	39 58	39 23	0 35	LT15
37.1600 FEDERAL NATIONAL MORTGAGE ASSN POOL #725 - 31402DDB3 - MINOR = 35						
SOLD		12/28/2009	37.16			
ACQ	37.1600	04/09/2007	37 16	36.83	0 33	LT15
167.2000 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		01/26/2009	167 20			
ACQ	167.2000	06/18/2007	167 20	161 53	5 67	LT15
241 9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		02/25/2009	241 92			
ACQ	241.9200	06/18/2007	241 92	233.72	8.20	LT15
351.6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		03/25/2009	351.60			
ACQ	351 6000	06/18/2007	351.60	339 68	11.92	LT15

TAX PREPARER 6648
TRUST ADMINISTRATOR· 278
INVESTMENT OFFICER: 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
344 1400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		04/27/2009	344 14			
ACQ	344 1400	06/18/2007	344 14	332 47	11.67	LT15
375 2700 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		05/26/2009	375 27			
ACQ	375 2700	06/18/2007	375 27	362.55	12.72	LT15
320.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		06/25/2009	320 34			
ACQ	320 3400	06/18/2007	320.34	309 48	10.86	LT15
379.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		07/27/2009	379.51			
ACQ	379.5100	06/18/2007	379 51	366 64	12 87	LT15
325 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		08/25/2009	325.54			
ACQ	325 5400	06/18/2007	325 54	314 50	11.04	LT15
235 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		09/25/2009	235 54			
ACQ	235 5400	06/18/2007	235.54	227 55	7.99	LT15
266.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		10/26/2009	266 68			
ACQ	266 6800	06/18/2007	266.68	257.64	9.04	LT15
228.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		11/25/2009	228.53			
ACQ	228 5300	06/18/2007	228 53	220.78	7 75	LT15
239 7600 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		12/28/2009	239.76			
ACQ	239 7600	06/18/2007	239 76	231.63	8.13	LT15
259.3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		01/26/2009	259.35			
ACQ	259.3500	05/07/2007	259 35	261 30	-1.95	LT15
490 1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		02/25/2009	490.18			
ACQ	490 1800	05/07/2007	490.18	493 86	-3.68	LT15
664 6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		03/25/2009	664.60			
ACQ	664 6000	05/07/2007	664 60	669 58	-4.98	LT15
610.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		04/27/2009	610 53			
ACQ	610.5300	05/07/2007	610 53	615 11	-4 58	LT15
479 0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		05/26/2009	479 07			
ACQ	479.0700	05/07/2007	479.07	482.66	-3.59	LT15
547 0000 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		06/25/2009	547 00			
ACQ	547 0000	05/07/2007	547 00	551.10	-4.10	LT15
565 3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		07/27/2009	565.37			
ACQ	565.3700	05/07/2007	565.37	569 61	-4 24	LT15
447.3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		08/25/2009	447.35			
ACQ	447 3500	05/07/2007	447 35	450 70	-3.35	LT15
445.9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		09/25/2009	445.94			
ACQ	445.9400	05/07/2007	445.94	449 28	-3.34	LT15
371 5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		10/26/2009	371.57			
ACQ	371 5700	05/07/2007	371.57	374 36	-2.79	LT15
359 1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		11/25/2009	359 13			
ACQ	359 1300	05/07/2007	359 13	361.82	-2.69	LT15
318.3800 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		12/28/2009	318 38			
ACQ	318.3800	05/07/2007	318.38	320 77	-2.39	LT15
397 3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		01/26/2009	397.36			
ACQ	397 3600	08/27/2007	397 36	395 93	1.43	LT15
785.4500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		02/25/2009	785.45			
ACQ	785 4500	08/27/2007	785 45	782 63	2 82	LT15
456 1000 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		03/25/2009	456.10			
ACQ	456 1000	08/27/2007	456.10	454.46	1.64	LT15
325 2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		04/27/2009	325 23			
ACQ	325 2300	08/27/2007	325 23	324 06	1 17	LT15
540 7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		05/26/2009	540 75			
ACQ	540 7500	08/27/2007	540.75	538 81	1.94	LT15
677 7500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		06/25/2009	677 75			
ACQ	677.7500	08/27/2007	677.75	675 31	2 44	LT15
698.6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		07/27/2009	698 63			
ACQ	698.6300	08/27/2007	698 63	696.12	2 51	LT15

TRUST YEAR ENDING 12/31/2009

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TRUST ADMINISTRATOR 278
INVESTMENT OFFICER· 500

LEGEND F - FEDERAL S - STATE I - INHERITED
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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
614 0500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		08/25/2009	614 05			
ACQ	614 0500	08/27/2007	614 05	611.84	2 21	LT15
622.8000 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		09/25/2009	622 80			
ACQ	622 8000	08/27/2007	622 80	620 56	2 24	LT15
214.8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		10/26/2009	214.87			
ACQ	214.8700	08/27/2007	214.87	214 10	0.77	LT15
174.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		11/25/2009	174 13			
ACQ	174 1300	08/27/2007	174 13	173 50	0 63	LT15
298 9500 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		12/28/2009	298 95			
ACQ	298.9500	08/27/2007	298 95	297 88	1.07	LT15
10.5100 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		01/26/2009	10.51			
ACQ	10 5100	08/09/2006	10.51	10 48	0.03	LT15
11 4700 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		02/25/2009	11 47			
ACQ	11 4700	08/09/2006	11 47	11.43	0.04	LT15
234.3500 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		03/25/2009	234 35			
ACQ	234 3500	08/09/2006	234.35	233.62	0 73	LT15
10 4200 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		04/27/2009	10 42			
ACQ	10.4200	08/09/2006	10 42	10 39	0 03	LT15
10.9900 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		05/26/2009	10.99			
ACQ	10 9900	08/09/2006	10 99	10.96	0.03	LT15
461 7000 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		06/25/2009	461 70			
ACQ	461 7000	08/09/2006	461 70	460 26	1 44	LT15
10.6800 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		07/27/2009	10.68			
ACQ	10.6800	08/09/2006	10 68	10.65	0 03	LT15
426 6000 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		08/25/2009	426 60			
ACQ	426.6000	08/09/2006	426.60	425.27	1 33	LT15
11.4800 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		09/25/2009	11 48			
ACQ	11.4800	08/09/2006	11 48	11.44	0 04	LT15
9.9000 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		10/26/2009	9 90			
ACQ	9 9000	08/09/2006	9.90	9.87	0.03	LT15
469.9000 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		11/25/2009	469 90			
ACQ	469.9000	08/09/2006	469.90	468 43	1 47	LT15
9 2700 FEDERAL NATL MTG ASSN POOL #892270 6% 08 - 31410NJP4 - MINOR = 35						
SOLD		12/28/2009	9.27			
ACQ	9 2700	08/09/2006	9 27	9.24	0.03	LT15
24 4700 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		01/26/2009	24.47			
ACQ	24.4700	08/09/2006	24.47	23.83	0 64	LT15
107.7200 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		02/25/2009	107 72			
ACQ	107 7200	08/09/2006	107.72	104 91	2.81	LT15
142 7100 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		03/25/2009	142.71			
ACQ	142 7100	08/09/2006	142 71	138.99	3.72	LT15
23 5300 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		04/27/2009	23 53			
ACQ	23.5300	08/09/2006	23.53	22 92	0.61	LT15
66.9100 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		05/26/2009	66.91			
ACQ	66 9100	08/09/2006	66 91	65.16	1 75	LT15
104 3000 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		06/25/2009	104.30			
ACQ	104.3000	08/09/2006	104.30	101.58	2.72	LT15
128.9800 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		07/27/2009	128.98			
ACQ	128 9800	08/09/2006	128 98	125 61	3 37	LT15
57.0300 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		08/25/2009	57 03			
ACQ	57.0300	08/09/2006	57 03	55 54	1.49	LT15
121.0900 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		09/25/2009	121.09			
ACQ	121 0900	08/09/2006	121 09	117.93	3.16	LT15
49.6900 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		10/26/2009	49 69			
ACQ	49 6900	08/09/2006	49.69	48.39	1.30	LT15
104.0100 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		11/25/2009	104 01			
ACQ	104 0100	08/09/2006	104 01	101.30	2 71	LT15

ACCT H705 4055000322 REGIONS BANK, TRUST DEPARTMENT
FROM 01/01/2009 STATEMENT OF CAPITAL GAINS AND LOSSES
TO 12/31/2009 WOODS,SAM E RUN 02/09/2010
05·22.33 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER: 6648
TRUST ADMINISTRATOR. 278
INVESTMENT OFFICER. 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
47.0000 FEDERAL NATL MTG ASSN POOL #896597 5% 08 - 31410TDA0 - MINOR = 35						
SOLD		12/28/2009	47 00			
ACQ	47 0000	08/09/2006	47 00	45.77	1.23	LT15
100 8100 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		01/26/2009	100.81			
ACQ	100 8100	12/10/2007	100 81	101 87	-1 06	LT15
181.2800 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		02/25/2009	181 28			
ACQ	181.2800	12/10/2007	181 28	183.18	-1 90	LT15
273.4900 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		03/25/2009	273.49			
ACQ	273.4900	12/10/2007	273.49	276 35	-2 86	LT15
348.6800 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		04/27/2009	348 68			
ACQ	348 6800	12/10/2007	348 68	352 33	-3 65	LT15
332 9600 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		05/26/2009	332.96			
ACQ	332.9600	12/10/2007	332 96	336 45	-3.49	LT15
299.9300 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		06/25/2009	299 93			
ACQ	299.9300	12/10/2007	299 93	303 07	-3 14	LT15
448 3500 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		07/27/2009	448.35			
ACQ	448.3500	12/10/2007	448.35	453.04	-4.69	LT15
329 6700 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		08/25/2009	329 67			
ACQ	329 6700	12/10/2007	329 67	333 12	-3.45	LT15
327.4800 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		09/25/2009	327.48			
ACQ	327 4800	12/10/2007	327 48	330 91	-3.43	LT15
123 7000 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		10/26/2009	123 70			
ACQ	123 7000	12/10/2007	123.70	124 99	-1.29	LT15
191.9500 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		11/25/2009	191 95			
ACQ	191 9500	12/10/2007	191.95	193.96	-2.01	LT15
179 8300 FEDERAL NATL MTG ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		12/28/2009	179 83			
ACQ	179 8300	12/10/2007	179 83	181.71	-1.88	LT15
146 5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		01/26/2009	146 51			
ACQ	146.5100	11/08/2007	146 51	147.54	-1 03	LT15
300 4500 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		02/25/2009	300.45			
ACQ	300.4500	11/08/2007	300 45	302.56	-2.11	LT15
308.5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		03/25/2009	308 58			
ACQ	308.5800	11/08/2007	308 58	310 75	-2.17	LT15
402.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		04/27/2009	402.96			
ACQ	402.9600	11/08/2007	402.96	405 79	-2 83	LT15
314.6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		05/26/2009	314.62			
ACQ	314.6200	11/08/2007	314.62	316.83	-2.21	LT15
342.9700 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		06/25/2009	342 97			
ACQ	342 9700	11/08/2007	342 97	345.38	-2.41	LT15
494 4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		07/27/2009	494.47			
ACQ	494.4700	11/08/2007	494.47	497.95	-3.48	LT15
408.1400 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		08/25/2009	408 14			
ACQ	408 1400	11/08/2007	408 14	411 01	-2.87	LT15
282.8600 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		09/25/2009	282 86			
ACQ	282.8600	11/08/2007	282.86	284.85	-1 99	LT15
290.8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		10/26/2009	290.88			
ACQ	290.8800	11/08/2007	290.88	292 93	-2.05	LT15
284.1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		11/25/2009	284.18			
ACQ	284.1800	11/08/2007	284.18	286 18	-2.00	LT15
234 2100 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		12/28/2009	234.21			
ACQ	234 2100	11/08/2007	234.21	235 86	-1 65	LT15
435 0000 GENERAL ELEC CO COM - 369604103						
SOLD		03/04/2009	2692 63			
ACQ	300.0000	02/24/2004	1856 99	10095.00	-8238.01	LT15
	50 0000	07/06/2006	309 50	1681 00	-1371 50	LT15
	85 0000	03/16/2007	526 15	2945 25	-2419.10	LT15
1000.0000 GENERAL ELECTRIC CO 5% 02/01/2013 - 369604AY9 - MINOR = 45						
SOLD		12/14/2009	1066 84			
ACQ	1000.0000	04/06/2009	1066.84	1010.08	56.76	ST

TRUST YEAR ENDING 12/31/2009

TAX PREPARER 6648
TRUST ADMINISTRATOR: 278
INVESTMENT OFFICER. 500

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
225.0000 GENERAL MILLS INC - 370334104 - MINOR = 50						
SOLD		09/18/2009	13533 40			
ACQ	200 0000	06/20/2006	12029 69	9982 00	2047.69	LT15
	25 0000	07/06/2006	1503.71	1280.00	223.71	LT15
1000.0000 HESS CORPORATION DTD 2/3/09 8.125% 02/15 - 42809HAB3 - MINOR = 45						
SOLD		12/14/2009	1211 17			
ACQ	1000.0000	09/21/2009	1211 17	1192.40	18.77	ST
5000.0000 HEWLETT-PACKARD CO DTD 03/03/08 4 5% 03/ - 428236AQ6 - MINOR = 45						
SOLD		09/11/2009	5318 35			
ACQ	1000 0000	04/11/2008	1063 67	1017.83	45.84	LT15
	3000 0000	04/18/2008	3191 01	3022.23	168 78	LT15
	1000 0000	04/06/2009	1063.67	1021.08	42.59	ST
2000.0000 INGERSOLL-RAND GL HLD CO DTD 08/15/08 6. - 45687AAA0 - MINOR = 45						
SOLD		01/28/2009	1887.90			
ACQ	2000.0000	08/19/2008	1887.90	2009 24	-121.34	ST
3000.0000 INGERSOLL-RAND GL HLD CO DTD 08/15/08 6 - 45687AAA0 - MINOR = 45						
SOLD		01/28/2009	2844 87			
ACQ	3000 0000	08/19/2008	2844 87	3013 86	-168.99	ST
200.0000 ISHARES TR S&P MIDCAP 400 GROWTH FD - 464287606 - MINOR = 62						
SOLD		03/19/2009	10297 94			
ACQ	200.0000	09/28/2007	10297 94	18200.00	-7902.06	LT15
500 0000 LEGGETT & PLATT INC - 524660107 - MINOR = 50						
SOLD		03/19/2009	6154.96			
ACQ	500.0000	12/05/2007	6154.96	9855 00	-3700 04	LT15
225.0000 LINCOLN NATIONAL CORP IND - 534187109 - MINOR = 50						
SOLD		03/19/2009	1804.71			
ACQ	175 0000	02/24/2004	1403 66	8176.00	-6772 34	LT15
	50.0000	07/26/2004	401 05	2123.00	-1721 95	LT15
1000 0000 MERRILL LYNCH & CO 6.11% 01/29/2037 - 59022CAJ2 - MINOR = 45						
SOLD		01/12/2009	919 88			
ACQ	1000 0000	08/07/2007	919.88	923.94	-4.06	LT15
5000.0000 MERRILL LYNCH & CO 6 11% 01/29/2037 - 59022CAJ2 - MINOR = 45						
SOLD		01/30/2009	3834.45			
ACQ	2000.0000	08/07/2007	1533 78	1838.32	-304.54	LT15
	1000.0000	08/07/2007	766 89	923.94	-157.05	LT15
	1000.0000	08/07/2007	766.89	923 93	-157.04	LT15
	1000.0000	12/10/2007	766.89	870.62	-103.73	LT15
170 0000 PROCTER & GAMBLE CO COM - 742718109						
SOLD		03/19/2009	7947 45			
ACQ	170 0000	07/01/2008	7947.45	10262 95	-2315.50	ST
5000.0000 PROCTER & GAMBLE CO MAKE WHOLE 4 6% 01/1 - 742718DL0 - MINOR = 45						
SOLD		05/15/2009	5294 20			
ACQ	3000.0000	12/15/2008	3176 52	2999.34	177 18	ST
	1000 0000	12/16/2008	1058 84	1022.33	36 51	ST
	1000 0000	04/06/2009	1058 84	1055 52	3 32	ST
145 0000 PRUDENTIAL FINANCIAL INC COM - 744320102 - MINOR = 50						
SOLD		09/18/2009	7830.34			
ACQ	130 0000	07/01/2008	7020.30	7666 10	-645.80	LT15
	15.0000	03/19/2009	810 04	332.05	477 99	ST
4000 0000 SHELL INTL FIN MAKE WHOLE 6.375% 12/15/2 - 822582AD4 - MINOR = 45						
SOLD		05/20/2009	4232.12			
ACQ	1000 0000	05/13/2009	1058.03	1060.20	-2 17	ST
	2000.0000	05/13/2009	2116 06	2111.16	4.90	ST
	1000.0000	05/18/2009	1058 03	1058.61	-0.58	ST
475 0000 SYSCO CORP COM - 871829107 - MINOR = 50						
SOLD		09/18/2009	12069.43			
ACQ	375.0000	03/12/2008	9528.50	10694.40	-1165.90	LT15
	100 0000	03/19/2009	2540 93	2305 82	235.11	ST
5000 0000 TARGET CORP CALLABLE 5.375% 05/01/2017 - 87612EAP1 - MINOR = 45						
SOLD		07/23/2009	5132 20			
ACQ	1000 0000	08/28/2007	1026.44	973.05	53 39	LT15
	3000 0000	10/17/2007	3079.32	2919.09	160 23	LT15
	1000.0000	05/08/2009	1026.44	999.01	27.43	ST
1000.0000 TARGET CORP CALLABLE 5.375% 05/01/2017 - 87612EAP1 - MINOR = 45						
SOLD		08/06/2009	1037 05			
ACQ	1000 0000	10/17/2007	1037 05	973.03	64.02	LT15
1000.0000 UNITED STATES TREASURY BOND 6.25% DTD 8/16/93 DUE 8/15/2023 - 912810EQ7 - MINOR = 30						
SOLD		12/14/2009	1222.73			
ACQ	1000.0000	06/10/2009	1222 73	1160.00	62 73	ST
22000.0000 UNITED STATES TREASURY 3.5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		04/06/2009	22536 25			
ACQ	22000 0000	03/19/2009	22536.25	22575.78	-39 53	ST
2000.0000 UNITED STATES TREASURY 3.5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		05/07/2009	2045 16			
ACQ	2000 0000	03/19/2009	2045.16	2052 34	-7 18	ST
2000.0000 UNITED STATES TREASURY 3.5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		06/08/2009	2040.39			
ACQ	2000 0000	03/19/2009	2040 39	2052.34	-11.95	ST
6000 0000 UNITED STATES TREASURY 3.5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		06/10/2009	6123.28			
ACQ	6000.0000	03/19/2009	6123 28	6157.03	-33 75	ST
28000.0000 UNITED STATES TREASURY 3 5% 02/15/2010 - 912828DL1 - MINOR = 30						
SOLD		12/11/2009	28162 96			
ACQ	10000 0000	08/09/2006	10058.20	9563 28	494 92	LT15
	2000.0000	06/09/2008	2011 64	2034.22	-22.58	LT15
	7000 0000	09/08/2008	7040 74	7129.34	-88 60	LT15
	8000.0000	03/19/2009	8046 56	8209.38	-162 82	ST

FROM 01/01/2009 STATEMENT OF CAPITAL GAINS AND LOSSES
TO 12/31/2009 WOODS,SAM E RUN 02/09/2010 05.22:33 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER· 6648
TRUST ADMINISTRATOR. 278
INVESTMENT OFFICER. 500

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
	1000 0000	08/06/2009	1005 82	1016.44	-10.62	ST
17000.0000 UNITED STATES TREASURY 4 125% 05/15/20 - 912828DV9 - MINOR = 30						
SOLD		11/02/2009	18443 67			
ACQ	1000.0000	05/15/2006	1084 92	926 44	158 48	LT15
	4000 0000	03/11/2008	4339 69	4261.87	77 82	LT15
	5000 0000	06/02/2008	5424 61	5163 68	260.93	LT15
	1000.0000	01/12/2009	1084 92	1150.62	-65 70	ST
	5000.0000	04/06/2009	5424 61	5580.47	-155 86	ST
	1000.0000	06/08/2009	1084 92	1047.19	37.73	ST
5000 0000 UNITED STATES TREASURY 4.875% 05/15/20 - 912828FE5 - MINOR = 30						
SOLD		05/07/2009	5004 30			
ACQ	4000.0000	11/06/2008	4003 44	4078.75	-75.31	ST
	1000 0000	04/06/2009	1000.86	1004.73	-3.87	ST
5000.0000 UNITED STATES TREASURY DTD 10/31/07 3.62 - 912828HF0 - MINOR = 30						
SOLD		10/05/2009	5011.92			
ACQ	5000 0000	05/07/2009	5011.92	5077.14	-65.22	ST
5000 0000 UNITED STATES TREASURY N/B DTD 05/15/08 - 912828HZ6 - MINOR = 30						
SOLD		10/27/2009	5179 11			
ACQ	5000.0000	01/29/2009	5179 11	5439.26	-260.15	ST
5000 0000 UNITED STATES TREASURY N/B DTD 05/15/08 - 912828HZ6 - MINOR = 30						
SOLD		11/09/2009	5196 88			
ACQ	4000.0000	06/20/2008	4157 50	3920 00	237.50	LT15
	1000.0000	06/08/2009	1039.38	1005 27	34.11	ST
5000.0000 UNITED TECH CORP 6.35% DTD 2/26/01 DUE 3/1/2011 - 913017BD0 - MINOR = 45						
SOLD		03/18/2009	5329.65			
ACQ	5000 0000	05/03/2006	5329.65	5175.60	154.05	LT15
5000.0000 WAL MART STORES INC 5.875% 04/05/2027 - 931142CH4 - MINOR = 45						
SOLD		09/21/2009	5292 55			
ACQ	5000 0000	03/30/2007	5292 55	4990 65	301.90	LT15
560.0000 WELLS FARGO & CO NEW COM - 949746101						
SOLD		12/22/2009	15265 20			
ACQ	400 0000	06/20/2006	10903 71	13372 00	-2468.29	LT15
	35 0000	03/16/2007	954 08	1197.35	-243.28	LT15
	125 0000	03/19/2009	3407.41	2122 27	1285.14	ST
215.0000 ACE LTD - H0023R105 - MINOR = 55						
SOLD		03/19/2009	8510 81			
ACQ	215 0000	07/01/2008	8510.81	11777.38	-3266 57	ST
		TOTALS	372176 81	420455.76		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-8339.58	0 00	-39939 37	0 00	0 00	0 00*
COMMON TRUST FUND	0.00	0.00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0 00	5 28			0 00
	-8339 58	0.00	-39934.09	0.00	0 00	0.00

STATE	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	-8339.58	0 00	-39939 37	0.00	0.00	0 00*
COMMON TRUST FUND	0.00	0 00	0.00			0 00
CAPITAL GAIN DIVIDENDS	0.00	0.00	5.28			0 00
	-8339 58	0.00	-39934 09	0 00	0.00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
MISSISSIPPI	N/A	N/A