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

**2009**

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

For calendar year **2009**, or tax year beginning **2009**, and ending **20**

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

Use the IRS instructions. See the Specific Instructions.

Name of foundation: **THE MILLSAPS CHARITABLE TRUST 50-5204271**

Number and street (or P O box number if mail is not delivered to street address): **SUNTRUST BANKS PO BOX 1908**

Room/suite:

City or town, state, and ZIP code: **ORLANDO, FL 32802-1908**

A Employer identification number: **65-6347501**

B Telephone number (see page 10 of the instructions): **( ) -**

C If exemption application is pending, check here

D 1 Foreign organizations, check here   
 2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,979,440.** (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch. B. . . . .				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
3	Interest on savings and temporary cash investments . . . . .				
4	Dividends and interest from securities . . . . .	54,521.	55,751.		STMT 1
5a	Gross rents . . . . .				
b	Net rental income or (loss) . . . . .				
6a	Net gain or (loss) from sale of assets not on line 10 . . . . .	223,473.			
b	Gross sales price for all assets on line 6a . . . . .	1,672,458.			
7	Capital gain net income (from Part IV, line 2) . . . . .		223,473.		
8	Net short-term capital gain . . . . .				
9	Income modifications . . . . .				
10a	Gross sales less returns and allowances . . . . .				
b	Less Cost of goods sold . . . . .				
c	Gross profit or (loss) (attach schedule) . . . . .				
11	Other income (attach schedule) . . . . .	8,297.			STMT 2
12	<b>Total. Add lines 1 through 11.</b> . . . . .	286,291.	279,224.		
13	Compensation of officers, directors, trustees, etc. . . . .	7,892.	3,946.		3,946.
14	Other employee salaries and wages . . . . .				
15	Pension plans, employee benefits . . . . .				
16a	Legal fees (attach schedule) . . . . .				
b	Accounting fees (attach schedule) . . . . .				
c	Other professional fees (attach schedule) . . . . .				
17	Interest . . . . .				
18	Taxes (attach schedule) (see page 14 of the instructions) . . . . .		452.		
19	Depreciation (attach schedule) and depletion . . . . .				
20	Occupancy . . . . .				
21	Travel, conferences, and meetings . . . . .				
22	Printing and publications . . . . .				
23	Other expenses (attach schedule) . . . . .				
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	7,892.	4,398.		3,946.
25	Contributions, gifts, grants paid . . . . .	121,000.			121,000.
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25 . . . . .	128,892.	4,398.		124,946.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements . . . . .	157,399.			
b	Net investment income (if negative, enter -0-) . . . . .		274,826.		
c	Adjusted net income (if negative, enter -0-) . . . . .				

SCANNED MAY 19 2010  
 Operating and Administrative Expenses  
 Revenue  
 RECEIVED  
 MAY 24 2010  
 IRS-OSC  
 OCDEI, UT  
 STMT 3

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing . . . . .		1,149.	1,149.
	2	Savings and temporary cash investments . . . . .	505,648.	190,905.	190,905.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . . STMT 4	2,903,143.	2,586,859.	2,787,386.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ . . . . . STMT 5 )			4.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	3,408,791.	2,778,917.	2,979,440.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ . . . . .)			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	3,408,791.	2,778,917.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	3,408,791.	2,778,917.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	3,408,791.	2,778,917.		

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1 3,408,791.
2	Enter amount from Part I, line 27a . . . . .	2 157,399.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 3,566,190.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5 787,273.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 2,778,917.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) . . . . .		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 223,473.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8. . . . .		{ }		3

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	208,010.	3,198,047.	0.06504282145
2007	161,882.	3,524,981.	0.04592421917
2006	108,171.	3,341,285.	0.03237407165
2005	32,307.	3,221,371.	0.01002895972
2004	64,434.	1,170,065.	0.05506873550
2 Total of line 1, column (d) . . . . .			2 0.20843880749
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .			3 0.04168776150
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .			4 3,029,422.
5 Multiply line 4 by line 3 . . . . .			5 126,290.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			6 2,748.
7 Add lines 5 and 6 . . . . .			7 129,038.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 124,946.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Total tax due is 4,637. Includes handwritten note 'PAID BY EFTPS'.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns for Yes/No. Includes handwritten 'N/A' for question 4b.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	

Website address  N/A

14 The books are in care of  SUNTRUST BANK Telephone no  (954) 765-7400  
 Located at  FORT LAUDERDALE, FL ZIP + 4  33301

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here  and enter the amount of tax-exempt interest received or accrued during the year  15

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? . . . . .	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) . . . . .	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) . . . . .	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? . . . . .	4b	N/A X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) *N/A*

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		7,892.	-0-	-0-

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

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

Total number of other employees paid over \$50,000  Yes  No **NONE**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)

**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

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

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

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,943,305.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,132,250.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,075,555.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,075,555.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	46,133.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,029,422.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	151,471.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	151,471.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	5,497.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,497.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	145,974.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	145,974.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	145,974.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	124,946.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	124,946.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	124,946.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				145,974.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only . . . . .			NONE	
b Total for prior years 20 07, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2009				
a From 2004 . . . . .	NONE			
b From 2005 . . . . .	NONE			
c From 2006 . . . . .	NONE			
d From 2007 . . . . .	NONE			
e From 2008 . . . . .	21,552.			
f Total of lines 3a through e . . . . .	21,552.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 124,946.				
a Applied to 2008, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
d Applied to 2009 distributable amount . . . . .				124,946.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2009 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	21,028.			21,028.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	524.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .		NONE		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			NONE	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010. . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	524.			
10 Analysis of line 9:				
a Excess from 2005 . . . . .	NONE			
b Excess from 2006 . . . . .	NONE			
c Excess from 2007 . . . . .	NONE			
d Excess from 2008 . . . . .	524.			
e Excess from 2009 . . . . .				

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

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

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

**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

**c** Any submission deadlines:

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

**Part XV Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>  SEE STATEMENT 9				
<b>Total . . . . .</b>				<b>▶ 3a</b> 121,000.
b <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>▶ 3b</b>





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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1,116.	
150,000.00		150000.00		4.370%	1/2	01/15/2008	01/22/2009	
		PROPERTY TYPE: SECURITIES						
		150000.00		5.050%	1/2	01/17/2008	01/23/2009	
		PROPERTY TYPE: SECURITIES						
		150000.00		4.550%	1/2	01/17/2008	01/28/2009	
		PROPERTY TYPE: SECURITIES						
		125000.00		5.050%	7/2	01/14/2008	03/03/2009	
		PROPERTY TYPE: SECURITIES						
		100000.00		5.550%	3/1	03/11/2008	03/13/2009	
		PROPERTY TYPE: SECURITIES						
		50000.00		4.700%	3/19	03/11/2008	03/19/2009	
		PROPERTY TYPE: SECURITIES						
		100000.00		5.250%	1/1	03/24/2009	04/16/2009	
		PROPERTY TYPE: SECURITIES						
		100,219.00				-219.00		
		13250.492				03/24/2009	10/21/2009	
		PROPERTY TYPE: SECURITIES						
		110,907.00				47,171.00		
		12339.589				03/24/2009	10/27/2009	
		PROPERTY TYPE: SECURITIES						
		91,930.00				32,947.00		
		13646.887				03/24/2009	10/27/2009	
		PROPERTY TYPE: SECURITIES						
		109,175.00				35,482.00		

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
325,221.00		37860.419	RIDGEWORTH FD-LARGECAP GRTH ST PROPERTY TYPE: SECURITIES			03/24/2009	10/27/2009	
		248,743.00				76,478.00		
92,999.00		7056.069	RIDGEWORTH FD-INTL EQ INDEX #53 PROPERTY TYPE: SECURITIES			03/24/2009	10/27/2009	
		63,011.00				29,988.00		
TOTAL GAIN (LOSS) .....		.....					----- 223,473. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	54,521.	55,751.
	-----	-----
TOTAL	54,521.	55,751.
	=====	=====

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FED TAX REFUND	8,297.
TOTALS	----- 8,297. =====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX		452.
TOTALS		452.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
TOTALS		2,903,143.	2,586,859.	2,787,386.

=====

THE MILLSAPS CHARITABLE TRUST 50-5204271  
FORM 990PF, PART II - OTHER ASSETS  
=====

65-6347501

ENDING  
BOOK VALUE  
-----

DESCRIPTION  
-----

MISC ASSER

4.

TOTALS

4.

-----  
=====

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

=====

DESCRIPTION -----	AMOUNT -----
CFT TAX COST	785,132.
PURCHASE ACCRUED INTERES	2,141.
	-----
TOTAL	787,273.
	=====

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

FL

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

=====

OFFICER NAME:

SUNTRUST BANK

ADDRESS:

P.O. BOX 14728

FORT LAUDERDALE, FL 33,

TITLE:

TRUSTEE, VAR

COMPENSATION ..... 7,892.

TOTAL COMPENSATION: 7,892.

=====

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 121,000.

TOTAL GRANTS PAID:

121,000.

=====

FORM 990PF, PART XVII, LINE 2b - INFORMATION REGARDING TRANSFERS

=====

NAME OF ORGANIZATION:  
NOT APPLICABLE

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2009**

Name of estate or trust <b>THE MILLSAPS CHARITABLE TRUST 50-5204271</b>	Employer identification number <b>65-6347501</b>
--	---

Note: Form 5227 filers need to complete only Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .					<b>1b</b> 221,847.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .					<b>2</b>
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>3</b>
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .					<b>4</b> ( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶					<b>5</b> 221,847.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1,116.
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .					<b>6b</b> NONE
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .					<b>7</b>
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>8</b>
<b>9</b> Capital gain distributions . . . . .					<b>9</b> 510.
<b>10</b> Gain from Form 4797, Part I . . . . .					<b>10</b>
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .					<b>11</b> ( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶					<b>12</b> 1,626.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	Net short-term gain or (loss) . . . . .	<b>13</b>		221,847.
<b>14</b>	Net long-term gain or (loss):			
a	Total for year . . . . .	<b>14a</b>		1,626.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	Total net gain or (loss). Combine lines 13 and 14a . . . . .	<b>15</b>		223,473.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	<b>16</b>	( )
a	The loss on line 15, column (3) or b \$3,000 . . . . .		

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . . .	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the smaller of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>33</b>
<b>34</b>	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .			<b>34</b>





FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

-----

15% RATE CAPITAL GAIN DIVIDENDS

PIMCO FOREIGN BD US\$ HEDGED-I  
PIMCO COMMODITY REALRTN STRATEGY USA

551.00  
564.00

-----

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

1,116.00

-----

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

1,116.00

=====

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

04/23/09	----- CASH DISBURSEMENT BENEFICIARY DISTRIBUTION PER REQUEST FOR PAID TO: HOLY CROSS-CENTER FOR NURSING EXCELLENCE TR TRAN#=FL000764000003 TR CD=079 REG=0 PORT=INC	-1000 00	-1000.00	090400021
			BENE DISTRIBUTION WITH NO SSN	
07/08/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION FOR PAID TO CHRIST CHURCH UNITED METHODIST TR TRAN#=MA000134000005 TR CD=079 REG=0 PORT=PRIN	-25000 00	-25000 00	0907000017
			BENE DISTRIBUTION WITH NO SSN	
07/08/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION FOR PAID TO. UNITED WAY OF BROWARD COUNTY TR TRAN#=MA000134000006 TR CD=079 REG=0 PORT=PRIN	-15000 00	-15000 00	0907000018
			BENE DISTRIBUTION WITH NO SSN	
11/12/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION CHARITABLE DISBURSEMENTS FOR PAID TO. FLORIDA SOUTHERN COLLEGE TR TRAN#=CR000265000013 TR CD=079 REG=0 PORT=PRIN	-5000 00	-5000.00	0911000025
			BENE DISTRIBUTION WITH NO SSN	
11/12/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION CHARITABLE DISBURSEMENTS FOR PAID TO. CLASSICAL SOUTH FLORIDA TR TRAN#=CR000265000015 TR CD=079 REG=0 PORT=PRIN	-1000 00	-1000.00	0911000026
			BENE DISTRIBUTION WITH NO SSN	
11/12/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION CHARITABLE DISBURSEMENTS FOR PAID TO: FAMILY CENTRAL INC TR TRAN#=CR000265000016 TR CD=079 REG=0 PORT=PRIN	-3000 00	-3000.00	0911000027
			BENE DISTRIBUTION WITH NO SSN	
11/12/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION CHARITABLE DISBURSEMENTS FOR: PAID TO: HEIPER INTERNATIONAL TR TRAN#=CR000265000017 TR CD=079 REG=0 PORT=PRIN	-1000 00	-1000.00	0911000028
			BENE DISTRIBUTION WITH NO SSN	
11/12/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION CHARITABLE DISBURSEMENTS CLEAR 4/17/06 GARTMORE FUNDS 366648442 OWNER ID'D AS RANDALL FURMAN IN ERROR, FUNDS DUE COLUMBUS JEWISH FOUNDATION FOR: PAID TO: CHILDRENS DIAGNOSTIC & TREATMENT CENTER TR TRAN#=CR000265000009 TR CD=079 REG=0 PORT=PRIN	-50000 00	-50000.00	0911000023
			BENE DISTRIBUTION WITH NO SSN	
11/12/09	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION CHARITABLE DISBURSEMENTS FOR PAID TO: AREAWIDE COUNCIL ON AGING TR TRAN#=CR000265000011 TR CD=079 REG=0 PORT=PRIN	-20000 00	-20000.00	0911000024
			BENE DISTRIBUTION WITH NO SSN	
	TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS	-121000 00	-1000 00	-120000 00

**Investment Review (43 Items) - as of 02/05/2010 (Settle Date View)**
[print](#) | [expand](#) | [contract](#) | [save](#) | [ticker](#) | [accounts](#)

Click on an investment class to show investment information or select a date from the drop-down listbox to view historical investment information. (available) \*\*Disclaimer Pricing changes made since the last statement may not be reflected in Investment Review values

Assets as of: 12/31/2009

Account: All Accounts

**MAIN-52047271 / SUB-7932337**

	P/I	Units	Market Value	% Mkt Value	Accrued Income	Tax Cost	Est Annual Income	Yield at Mkt
<b>CASH EQUIVALENTS</b>			\$1,148.98	0.039%	\$0.00	\$1,148.98	\$0.00	0.000%
<input type="checkbox"/> <b>COINS AND CURRENCY</b>			\$1,148.98	0.039%	\$0.00	\$1,148.98	\$0.00	0.000%
<input type="checkbox"/> 999999998		1,148.9800	\$1,148.98	0.039%	\$0.00	\$1,148.98	\$0.00	0.000%
UNINVESTED CASH								
<b>STIF &amp; MONEY MARKET FUNDS</b>			\$190,905.21	6.407%	\$17.97	\$190,905.21	\$69.87	0.037%
<input type="checkbox"/> <b>STI GOVERNMENT</b>			\$190,905.21	6.407%	\$17.97	\$190,905.21	\$69.87	0.037%
<input type="checkbox"/> 76628T314		190,905.2100	\$190,905.21	6.407%	\$17.97	\$190,905.21	\$69.87	0.037%
RIDGEWORTH FD-US TREAS MMKT								
I SHS #974 FD								
<b>CORPORATE OBLIGATIONS</b>			\$815,457.00	27.369%	\$4,502.00	\$810,198.62	\$24,300.00	2.980%
<input type="checkbox"/> <b>CONSUMER STAPLES</b>			\$103,585.00	3.477%	\$1,558.33	\$90,000.00	\$4,125.00	3.982%
<input type="checkbox"/> 931142BV4		100,000.0000	\$103,585.00	3.477%	\$1,558.33	\$90,000.00	\$4,125.00	3.982%
WAL-MART STORES INC								
GLOBAL NT								
DTD 02/18/04 4 125% DUE 02/15/11								
Rating AA2								
<input type="checkbox"/> <b>FINANCIALS</b>			\$309,152.00	10.376%	\$915.62	\$312,416.10	\$9,875.00	3.194%
<input type="checkbox"/> 05565QBL1		100,000.0000	\$102,301.00	3.434%	\$533.68	\$104,302.00	\$3,625.00	3.543%
BP CAP MKTS PLC								
GLOBAL CO GTD NT								
DTD 05/08/09 3 625% DUE 05/08/14								
CALLABLE								
Rating AA1								
<input type="checkbox"/> 36967HAD9		100,000.0000	\$103,082.00	3.460%	\$183.33	\$103,809.80	\$3,000.00	2.910%
GENERAL ELEC CAP CORP								
FDIC GTD NT GLOBAL								
DTD 12/09/08 3 000% DUE 12/09/11								
Rating AAA								
<input type="checkbox"/> 7591EAAB9		100,000.0000	\$103,769.00	3.483%	\$198.61	\$104,304.30	\$3,250.00	3.132%
REGIONS BANK								
GLOBAL BD FDIC GTD								
DTD 12/11/08 3 250% DUE 12/09/11								
Rating AAA								
<input type="checkbox"/> <b>HEALTH CARE</b>			\$104,069.00	3.493%	\$1,134.03	\$104,794.52	\$3,550.00	3.411%
<input type="checkbox"/> 532457BD9		100,000.0000	\$104,069.00	3.493%	\$1,134.03	\$104,794.52	\$3,550.00	3.411%
ELI LILLY & CO								
SR UNSECD BDS								
DTD 03/06/09 3 550% DUE 03/06/12								
CALLABLE								
Rating A1								
<input type="checkbox"/> <b>INFORMATION TECHNOLOGY</b>			\$199,618.00	6.700%	\$675.27	\$202,250.00	\$5,000.00	2.505%
<input type="checkbox"/> 17275RAG7		100,000.0000	\$99,818.00	3.350%	\$354.44	\$101,790.00	\$2,900.00	2.905%
CISCO SYSTEMS INC								
SR NT								
DTD 11/17/09 2 900% DUE 11/17/14								
CALLABLE								
Rating A1								
<input type="checkbox"/> 459200GR6		100,000.0000	\$99,800.00	3.350%	\$320.83	\$100,460.00	\$2,100.00	2.104%
IBM CORP								
SR UNSECD NTS								
DTD 11/06/09 2 100% DUE 05/06/13								

Rating A1								
<input type="checkbox"/>	<b>MATERIALS</b>		\$99,033.00	3.324%	\$218.75	\$100,738.00	\$1,750.00	1.767%
<input checked="" type="checkbox"/>	74005PAW4 PRAXAIR INC NTS DTD 11/16/09 1 750% DUE 11/15/12 CALLABLE Rating A2	100,000 0000	\$99,033 00	3 324%	\$218 75	\$100,738 00	\$1,750 00	1 767%
<input type="checkbox"/>	<b>MUTUAL FUNDS</b>		\$945,688.50	31.740%	\$8.92	\$913,365.00	\$11,406.12	1.206%
<input type="checkbox"/>	<b>COMMODITY</b>		\$47,171.81	1.583%	\$0 00	\$46,773.00	\$2,825 75	5 990%
<input checked="" type="checkbox"/>	722005667 PIMCO COMMODITY REALRETURN STRATEGY FD USA-INS Rating N/A	5,697 0780	\$47,171 81	1 583%	\$0 00	\$46,773 00	\$2,825 75	5 990%
<input type="checkbox"/>	<b>INTL EMERGING</b>		\$49,710.51	1.668%	\$0 00	\$46,773.00	\$307 74	0 619%
<input checked="" type="checkbox"/>	683974505 OPPENHEIMER DEVELOPING MKTS CL Y Rating N/A	1,748 5230	\$49,710 51	1 668%	\$0 00	\$46,773 00	\$307 74	0 619%
<input type="checkbox"/>	<b>LARGE CAP GROWTH</b>		\$184,596.70	6.196%	\$0.00	\$171,654.00	\$300.69	0.163%
<input checked="" type="checkbox"/>	45775L408 T ROWE PRICE INSTL EQUITY FDS INC LARGE-CAP GROWTH FD Rating N/A	13,073 4210	\$184,596 70	6 196%	\$0 00	\$171,654 00	\$300 69	0 163%
<input type="checkbox"/>	<b>LARGE CAP VALUE</b>		\$144,172.47	4.839%	\$0.00	\$140,471 00	\$1,952.53	1 354%
<input checked="" type="checkbox"/>	277923629 EATON VANCE TR TAX-MANAGED VALUE CL I-IBT #35572 Rating N/A	9,253 6890	\$144,172 47	4 839%	\$0 00	\$140,471 00	\$1,952 53	1 354%
<input type="checkbox"/>	<b>OTHER DOMESTIC EQUITY</b>		\$126,540.47	4.247%	\$0 00	\$124,728.00	\$556.07	0 439%
<input checked="" type="checkbox"/>	003020336 ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL Rating N/A	7,178 1770	\$79,677 76	2 674%	\$0 00	\$77,955 00	\$0 00	0 000%
<input checked="" type="checkbox"/>	34984T600 FORUM FDS ABSOLUTE STRATEGIES FD INSTL SHS Rating N/A	4,484 4690	\$46,862 70	1 573%	\$0 00	\$46,773 00	\$556 07	1 187%
<input type="checkbox"/>	<b>OTHER INTL EQUITY</b>		\$111,067.17	3.728%	\$0.00	\$109,289.00	\$807.02	0 727%
<input checked="" type="checkbox"/>	563821545 MANNING & NAPIER FD INC WORLD OPPORTUNITIES SER CL A Rating N/A	13,678 2230	\$111,067 17	3 728%	\$0 00	\$109,289 00	\$807 02	0 727%
<input type="checkbox"/>	<b>OTHER INTL FIXED INCOME</b>		\$83,524.67	2.803%	\$8 92	\$86,281 00	\$3,257.46	3 900%
<input checked="" type="checkbox"/>	693390882 PIMCO FDS FOREIGN BD US\$ HEDGED FD INSTL CL Rating N/A	8,352 4670	\$83,524 67	2 803%	\$8 92	\$86,281 00	\$3,257 46	3 900%
<input type="checkbox"/>	<b>REIT FDS</b>		\$35,175.11	1.181%	\$0.00	\$31,182.00	\$1,398.87	3.977%
<input checked="" type="checkbox"/>	779919109 T ROWE PRICE REAL ESTATE FD SHS Rating N/A	2,543 3920	\$35,175 11	1 181%	\$0 00	\$31,182 00	\$1,398 87	3 977%
<input type="checkbox"/>	<b>SMALL CAP GROWTH</b>		\$81,832.50	2.747%	\$0.00	\$78,107.00	\$0 00	0 000%
<input checked="" type="checkbox"/>	81728B825 SENTINEL FDS SMALL CO FD-I Rating N/A	12,846 5460	\$81,832 50	2 747%	\$0 00	\$78,107 00	\$0 00	0 000%
<input type="checkbox"/>	<b>SMALL CAP VALUE</b>		\$81,897.09	2.749%	\$0.00	\$78,107.00	\$0.00	0 000%
<input checked="" type="checkbox"/>	47103C183 JANUS INVT FD PERKINS SMALL CO VALUE FD I SHS Rating N/A	3,907 3040	\$81,897 09	2 749%	\$0 00	\$78,107 00	\$0 00	0 000%
<input type="checkbox"/>	<b>PROPRIETARY FUNDS</b>		\$1,026,240.22	34.444%	\$1,099.51	\$863,295.13	\$26,661.03	2.598%

<b>FIXED INCOME</b>		<b>\$341,631.63</b>	<b>11.466%</b>	<b>\$1,099.51</b>	<b>\$332,523.82</b>	<b>\$14,037.13</b>	<b>4.109%</b>
☒ 76628T678	16,799,2980	\$145,145.93	4.872%	\$728.97	\$143,802.00	\$8,164.46	5.625%
RIDGEWORTH FD-SEIX FLTG RT HIGH INCM 1 SHS #203 Rating N/A							
☒ 76628T470	19,907,3650	\$196,485.69	6.595%	\$370.54	\$188,721.82	\$5,872.67	2.989%
RIDGEWORTH FD-ULTRA-SHORT BD FD 1 SHS #935 Rating N/A							
☒ INTL DIVERSIFIED		\$87,373.10	2.933%	\$0.00	\$60,577.78	\$4,450.06	5.093%
☒ 76628R813	6,783,6260	\$87,373.10	2.933%	\$0.00	\$60,577.78	\$4,450.06	5.093%
RIDGEWORTH FD-INTL EQUITY INDEX 1 SHS #530 Rating N/A							
☒ LARGE CAP GROWTH		\$201,608.97	6.767%	\$0.00	\$146,848.22	\$648.19	0.322%
☒ 76628R748	22,351,3270	\$201,608.97	6.767%	\$0.00	\$146,848.22	\$648.19	0.322%
RIDGEWORTH FD-LARGE CAP GROWTH STK 1 SHS #510 Rating N/A							
☒ LARGE CAP VALUE		\$250,994.99	8.424%	\$0.00	\$182,874.31	\$4,960.47	1.976%
☒ 76628R672	22,859,2890	\$250,994.99	8.424%	\$0.00	\$182,874.31	\$4,960.47	1.976%
RIDGEWORTH FD-LARGE CAP VALUE EQUITY 1 SHS #512 Rating N/A							
☒ MID CAP VALUE		\$114,465.83	3.842%	\$0.00	\$109,289.00	\$1,438.01	1.256%
☒ 76628R615	11,504,1040	\$114,465.83	3.842%	\$0.00	\$109,289.00	\$1,438.01	1.256%
RIDGEWORTH FD-MIDCAP VAL EQUITY 1 SHS #412 Rating N/A							
☒ OTHER INTL EQUITY		\$30,165.69	1.012%	\$0.00	\$31,182.00	\$1,127.17	3.737%
☒ 76628R870	4,619,5550	\$30,165.69	1.012%	\$0.00	\$31,182.00	\$1,127.17	3.737%
RIDGEWORTH FD-INTL 130/30 1 SHS #242 Rating N/A							
<b>MISCELLANEOUS ASSETS</b>		<b>\$0.00</b>	<b>0.000%</b>	<b>\$0.00</b>	<b>\$4.00</b>	<b>\$0.00</b>	<b>0.000%</b>
☒ ACCOUNT RECEIVABLES		\$0.00	0.000%	\$0.00	\$4.00	\$0.00	0.000%
☒ 997000JA3	1,0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
CLASS ACTION PENDING AOL/TIME WARNER ON RCPT OF FINAL PMT							
☒ 997000PJ7	1,0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.000%
CLASS ACTION PENDING BELLSOUTH ON RCPT OF FINAL PMT							
☒ 997000KDS	1,0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
CLASS ACTION PENDING BRISTOL MYERS 2ND ON RCPT OF FINAL PMT							
☒ 997000ND2	1,0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.000%
CLASS ACTION PENDING CISCO SYSTEMS ON RCPT OF FINAL PMT							
☒ 997000NNO	1,0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.000%
CLASS ACTION PENDING FEDERAL HOME LOAN MTG CORP ON RCPT OF FINAL PMT							
☒ 997000BE3	1,0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
CLASS ACTION PENDING HALLIBURTON ON RECEIPT OF FINAL PMT							
☒ 997000QD9	1,0000	\$0.00	0.000%	\$0.00	\$0.00	\$0.00	0.000%
CLASS ACTION PENDING KING PHARMACEUTICALS ON RCPT OF FINAL PMT							

☒ 997000UK8 CLASS ACTION PENDING MERRILL LYNCH & CO INC ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$0 00	\$0 00	0 000%
☒ 997000VV3 CLASS ACTION PENDING MERRILL LYNCH / TYCO ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$0 00	\$0 00	0 000%
☒ 997001FD9 CLASS ACTION PENDING MOTOROLA ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$0 00	\$0 00	0 000%
☒ 997000VN1 CLASS ACTION PENDING SPRINT CORP ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$0 00	\$0 00	0 000%
☒ 997001AH5 CLASS ACTION PENDING TENET HEALTHCARE CORP ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$0 00	\$0 00	0 000%
☒ 997000KE3 CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$1 00	\$0 00	0 000%
☒ 997000VX9 CLASS ACTION PENDING TYCO INTL ON RCPT OF FINAL PMT	1 0000	\$0 00	0 000%	\$0 00	\$0 00	\$0 00	0 000%
<b>TOTAL:</b>		<b>\$2,979,439.91</b>	<b>100%</b>	<b>\$5,628.40</b>	<b>\$2,778,916.94</b>	<b>\$62,437.03</b>	<b>2.096%</b>

Please note. Market values and transactions reflect beginning of current business day's pricing and activities. Month end values may differ from your month end Statement of Account due to retroactive pricing.

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