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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052

Treated as a Private Foundation

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

2009

For calendar year 2009, or tax year beginning

04/01, 2009, and ending

03/31, 2010

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation SISTER LAURA SULLIVAN MEM TR NO.2 7055000016	A Employer identification number 75-6052367
	Number and street (or P O box number if mail is not delivered to street address) REGIONS BANK TRUST, PO BOX 2886	B Telephone number (see page 10 of the instructions) (205) 264-5619
	City or town, state, and ZIP code MOBILE, AL 36652-2886	C If exemption application is pending, check here ► <input type="checkbox"/>
		D 1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ **79,199.** J Accounting method: Cash Accrual

Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3	Interest on savings and temporary cash investments	2.	2.		STMT 1
4	Dividends and interest from securities	3,444.	3,438.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	27,706.			
7	Capital gain net income (from Part IV, line 2)				
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)				
12	Total. Add lines 1 through 11	-496.	3,440.		
13	Compensation of officers, directors, trustees, etc.	1,500.	1,125.		375.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	STMT 3.	239.		239.
b	Accounting fees (attach schedule)	STMT 4.	800.		
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	STMT 5.	89.	4.	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications	OS.			
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses.				
	RECEIVED				
25	Contributions, gifts, grants paid	2,628.	1,129.		614.
26	Total expenses and disbursements. Add lines 24 and 25	2,244.			2,244.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-5,368.			
b	Net investment income (if negative, enter -0-)		2,311.		
c	Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

Form 990-PF (2009)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,936.	2,240.	2,240.
	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 ►	NONE		
	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 6.	81,242.	75,574.	
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation ► (attach schedule)				
15 Other assets (describe ►)				
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item II)		83,178.	77,814.	
			79,199.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► X			
	27 Capital stock, trust principal, or current funds	83,178.	77,814.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	83,178.	77,814.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	83,178.	77,814.	
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	83,178.		
2 Enter amount from Part I, line 27a	2	-5,368.		
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 7	3	4.		
4 Add lines 1, 2, and 3	4	77,814.		
5 Decreases not included in line 2 (itemize) ►	5			
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	77,814.		

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	-3,942.	
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	2,655.	72,658.	0.03654105536
2007	NONE	NONE	NONE
2006	NONE	NONE	NONE
2005	NONE	NONE	NONE
2004			

- 2 Total of line 1, column (d) **2** **0.03654105536**
- 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** **0.00913526384**
- 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 **4** **75,163.**
- 5 Multiply line 4 by line 3 **5** **687.**
- 6 Enter 1% of net investment income (1% of Part I, line 27b) **6** **23.**
- 7 Add lines 5 and 6 **7** **710.**
- 8 Enter qualifying distributions from Part XII, line 4 **8** **2,858.**
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	23.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	23.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	23.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	44.
b	Exempt foreign organizations-tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	44.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10	10	21.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ► 21. Refunded ► 11	21. Refunded	11

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a		X	
1b		X	
1c		X	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b		X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 8		
8b		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	SEE STATEMENT 9	Telephone no ►
Located at ► ZIP + 4 ►		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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 ►		
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 ►		
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			5b	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		1,500.	-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 ► NONE

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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
1NONE	

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
1NONE	

2	

All other program-related investments. See page 24 of the instructions	
3NONE	

Total. Add lines 1 through 3 ►	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	74,043.
b	Average of monthly cash balances	1b	2,265.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	76,308.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	76,308.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,145.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	75,163.
6	Minimum investment return. Enter 5% of line 5	6	3,758.

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

1	Minimum investment return from Part X, line 6	1	3,758.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	23.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	23.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	3,735.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	3,735.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,735.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,858.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,858.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	23.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,835.

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				3,735.
2 Undistributed income, if any, as of the end of 2009			937.	
a Enter amount for 2008 only		NONE		
b Total for prior years 20 07, 20 00, 20 00				
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	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 2,858.			937.	
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				1,921.
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).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
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				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010.				1,814.
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	NONE			
10 Analysis of line 9.				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

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

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

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

1 Information Regarding Foundation Managers:

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

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	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
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 11				
Total				► 3a 2,244.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	2.
4 Dividends and interest from securities				14	3,444.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	-3,942.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					-496.
13 Total Add line 12, columns (b), (d), and (e)					-496.

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

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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

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

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

B. If Yes, complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

06/10/2010 ► TRUST OFFICER

 Signature of officer or trustee		06/10/2010	TRUST OFFICER	
REGIONS BANK, TRUSTEE		Date	Title	
Paid Preparer's Use Only	Preparer's signature	Date	Check if self-employed	<input type="checkbox"/>
	Firm's name (or yours if self-employed), address, and ZIP code		EIN <input type="checkbox"/> Phone no	
Preparer's identifying number (See Signature on page 30 of the instructions)				

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					13.	
506.00		132.811 AMERICAN CENTURY LARGE CO VALUE- PROPERTY TYPE: SECURITIES	891.00			P 02/13/2008	04/20/2009	
20.00		4.707 AMERICAN CENTURY LARGE CO VALUE-IS PROPERTY TYPE: SECURITIES	32.00			P 02/13/2008	07/20/2009	
185.00		36.693 AMERICAN CENTURY LARGE CO VALUE-I PROPERTY TYPE: SECURITIES	246.00			P 02/13/2008	10/20/2009	
25.00		4.724 AMERICAN CENTURY LARGE CO VALUE-IS PROPERTY TYPE: SECURITIES	32.00			P 02/13/2008	01/20/2010	
94.00		2.837 AMERICAN EUROPACIFIC GRTH-F2 PROPERTY TYPE: SECURITIES	78.00			P 12/29/2008	07/20/2009	
130.00		3.322 AMERICAN EUROPACIFIC GRTH-F2 PROPERTY TYPE: SECURITIES	91.00			P 12/29/2008	10/20/2009	
103.00		8.38 MFS RESH INTL FD CL I PROPERTY TYPE: SECURITIES	151.00			P 06/26/2008	07/20/2009	
135.00		9.136 MFS RESH INTL FD CL I PROPERTY TYPE: SECURITIES	165.00			P 06/26/2008	10/20/2009	
893.00		92.624 PIMCO FOREIGN BOND FUND-INST PROPERTY TYPE: SECURITIES	835.00			P 04/20/2009	07/20/2009	
5,284.00		548.158 PIMCO FOREIGN BOND FUND-INST PROPERTY TYPE: SECURITIES	5,645.00			P 06/26/2008	07/20/2009	
							-361.00	

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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			
292.00			28.362 PIMCO FOREIGN BOND FUND-IN PROPERTY TYPE: SECURITIES	262.00		P 07/20/2009	10/20/2009	
5,321.00			617.293 PIONEER BOND FUND CLASS Y FD #07 PROPERTY TYPE: SECURITIES	5,704.00		P 01/08/2008	07/20/2009	
8,893.00			967.714 PIONEER BOND FUND CLASS Y FD #07 PROPERTY TYPE: SECURITIES	8,942.00		P 01/08/2008	01/20/2010	
10.00			.622 PIONEER MID CAP VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES	13.00		P 01/08/2008	07/20/2009	
69.00			3.682 PIONEER MID CAP VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES	79.00		P 01/08/2008	10/20/2009	
3.00			.156 PIONEER MID CAP VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES	3.00		P 01/08/2008	01/20/2010	
194.00			13.696 PIONEER SMALL CAP VALUE FUND CLAS PROPERTY TYPE: SECURITIES	305.00		P 01/08/2008	04/20/2009	
27.00			1.565 PIONEER SMALL CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES	35.00		P 01/08/2008	07/20/2009	
182.00			10.803 PIONEER SMALL CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES	261.00		P 09/26/2008	04/20/2009	
32.00			1.642 PIONEER SMALL CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES	40.00		P 09/26/2008	07/20/2009	
48.00			2.157 PIONEER SMALL CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES	52.00		P 09/26/2008	10/20/2009	

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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)	
7.00			.315 PIONEER SMALL CAP GROWTH FUND CLASS PROPERTY TYPE: SECURITIES 8.00			P 09/26/2008	01/20/2010	-1.00
18.00			1.474 PIONEER SELECT MID CAP GROWTH Y PROPERTY TYPE: SECURITIES 25.00			P 06/26/2008	07/20/2009	-7.00
78.00			5.335 PIONEER SELECT MID CAP GROWTH Y PROPERTY TYPE: SECURITIES 89.00			P 06/26/2008	10/20/2009	-11.00
18.00			1.159 PIONEER SELECT MID CAP GROWTH Y PROPERTY TYPE: SECURITIES 19.00			P 06/26/2008	01/20/2010	-1.00
858.00			99.719 PIONEER LARGE CAP GROWTH FUND CLA PROPERTY TYPE: SECURITIES 1,303.00			P 01/08/2008	04/20/2009	-445.00
54.00			5.478 PIONEER LARGE CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 72.00			P 01/08/2008	07/20/2009	-18.00
118.00			10.77 PIONEER LARGE CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 141.00			P 01/08/2008	10/20/2009	-23.00
68.00			5.944 PIONEER LARGE CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 78.00			P 01/08/2008	01/20/2010	-10.00
110.00			7.217 PIONEER GROWTH FUND Y PROPERTY TYPE: SECURITIES 142.00			P 01/08/2008	07/20/2009	-32.00
115.00			6.736 PIONEER GROWTH FUND Y PROPERTY TYPE: SECURITIES 132.00			P 01/08/2008	10/20/2009	-17.00
71.00			3.926 PIONEER GROWTH FUND Y PROPERTY TYPE: SECURITIES 77.00			P 01/08/2008	01/20/2010	-6.00

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			
70.00		3.03 PIONEER GROWTH OPPORTUNITIES FD CL PROPERTY TYPE: SECURITIES 79.00				P	01/08/2008	10/20/2009 -9.00
580.00		24.204 PIONEER GROWTH OPPORTUNITIES FD C PROPERTY TYPE: SECURITIES 627.00				P	09/26/2008	01/20/2010 -47.00
120.00		7.242 PIONEER CULLEN VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES 170.00				P	01/08/2008	10/20/2009 -50.00
25.00		1.468 PIONEER CULLEN VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES 34.00				P	01/08/2008	01/20/2010 -9.00
592.00		72.43 PIONEER VALUE FUND CLASS Y FD #070 PROPERTY TYPE: SECURITIES 1,080.00				P	01/08/2008	04/20/2009 -488.00
764.00		83.029 PIONEER VALUE FUND CLASS Y FD #07 PROPERTY TYPE: SECURITIES 1,238.00				P	01/08/2008	07/20/2009 -474.00
95.00		8.922 PIONEER VALUE FUND CLASS Y FD #070 PROPERTY TYPE: SECURITIES 133.00				P	01/08/2008	10/20/2009 -38.00
16.00		1.5 PIONEER VALUE FUND CLASS Y FD #0702 PROPERTY TYPE: SECURITIES 22.00				P	01/08/2008	01/20/2010 -6.00
260.00		24.69 RMK MID CAP GROWTH FUND PROPERTY TYPE: SECURITIES 400.00				P	01/08/2008	04/20/2009 -140.00
757.00		58.437 RMK GROWTH FD CL I PROPERTY TYPE: SECURITIES 1,148.00				P	01/08/2008	04/20/2009 -391.00
269.00		24.618 RMK VALUE FD CL I PROPERTY TYPE: SECURITIES 490.00				P	01/08/2008	04/20/2009 -221.00

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)	
184.00			28.887 RMK MID CAP VALUE FUND PROPERTY TYPE: SECURITIES 279.00			P 01/08/2008	04/20/2009 -95.00	
TOTAL GAIN(LOSS)							-3,942. =====	

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FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST	2.	2.
TOTAL	2.	2.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	3,444.	3,438.
TOTAL	3,444.	3,438.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	239.	-	-	239.
TOTALS	239.	NONE	NONE	239.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEES	800.			
TOTALS	800.	NONE	NONE	

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX QUAL DIV	3.	3.
FOREIGN TAX NO DIV	1.	1.
FEDERAL EXCISE TAX	41.	41.
FEDERAL EXCISE EST.	44.	
TOTALS	89.	4.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
AMERICAN CENTURY SMALL CAP VAL	C	3,202.	576.	612.
AMERICAN CENTURY LARGE CO VALU	C		2,002.	1,613.
AMERICAN CENTURY DIVERSIFIED	C		8,784.	8,759.
PIONEER SMALL CAP VALUE FUND	C	1,046.	1,908.	1,723.
PIONEER LARGE CAP GR	C	3,501.	1,000.	817.
PIONEER VALUE FUND	C	3,473.		
RMK MID CAP GROWTH	C	1,123.		
RMK GROWTH FUND	C	3,343.		
RMK VALUE FUND	C	1,670.		
RMK MID CAP VALUE FUND	C	1,000.		
PIMCO FOREIGN BOND US DOLLAR	C	6,152.	5,880.	6,340.
PIONEER BOND FUND	C	36,300.	42,885.	44,332.
RMK FIXED INCOME FUND	C	17,679.		
PIONEER FUNDAMENTAL GROWTH	C		1,844.	1,743.
PIMCO TOTAL RETURN INSTL	C		5,641.	5,907.
PIONEER SMALL CAP GROWTH	C		592.	604.
AMERICAN EUROPACIFIC GROWTH	C	681.	604.	846.
MFS RESH INTL FD CL I	C	1,120.	934.	841.
PIONEER MID CAP VALUE	C		625.	597.
PIONEER MID CAP GROWTH	C		591.	595.
PIONEER CULLEN VALUE FUND	C		1,708.	1,630.
TOTALS		81,242.	75,574.	76,959.

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

DESCRIPTION	AMOUNT
-----	-----
ROUNDING	4.
TOTAL	4.
=====	=====

STATEMENT 7

SISTER LAURA SULLIVAN MEM TR NO.2 7055000016

75-6052367

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

TX

STATEMENT 8

SISTER LAURA SULLIVAN MEM TR NO.2 7055000016

75-6052367

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: REGIONS BANK TRUST DEPT
KENNY BURNS

ADDRESS: 417 20TH STREET NORTH
BIRMINGHAM, AL 35203

TELEPHONE NUMBER: (205)264-5619

STATEMENT 9

SISTER LAURA SULLIVAN MEM TR NO.2 7055000016

75-6052367

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

OFFICER NAME:

REGIONS BANK, TRUST DEPT

ADDRESS:

400 W CAPITOL

LITTLE ROCK, AR 72201

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,500.

TOTAL COMPENSATION: 1,500.

=====

STATEMENT 10

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SISTER LAURA SULLIVAN MEM TR NO.2 7055000016

75-6052367

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SISTERS OF ST. MARY OF NAMUR
ATTN: SISTER DONNA FERGUSO

ADDRESS:

909 WEST SHAW
FORT WORTH, TX 76110-4057

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPLEMENTAL STUDY FOR NUNS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 2,244.

TOTAL GRANTS PAID:

2,244.

=====

STATEMENT 11

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
2. 837 AMERICAN EUROPACIFIC	12/29/2008	07/20/2009	94.00	78.00	16.00
3. 322 AMERICAN EUROPACIFIC	12/29/2008	10/20/2009	130.00	91.00	39.00
92. 624 PIMCO FOREIGN BOND	04/20/2009	07/20/2009	893.00	835.00	58.00
28. 362 PIMCO FOREIGN BOND	07/20/2009	10/20/2009	292.00	262.00	30.00
10. 803 PIONEER SMALL CAP					
GROWTH FUND CLASS A FD	09/26/2008	04/20/2009	182.00	261.00	-79.00
1. 642 PIONEER SMALL CAP	09/26/2008	07/20/2009	32.00	40.00	-8.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			1,623.00	1,567.00	56.00
Totals					
			1,623.00	1,567.00	56.00

SISTER LAURA SULLIVAN MEM TR NO.2 7055000016
 Schedule D Detail of Long-term Capital Gains and Losses

75-6052367

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
132.811 AMERICAN CENTURY LARGE CO VALUE- IS	02/13/2008	04/20/2009	506.00	891.00	-385.00
4.707 AMERICAN CENTURY	02/13/2008	07/20/2009	20.00	32.00	-12.00
36.693 AMERICAN CENTURY	02/13/2008	10/20/2009	185.00	246.00	-61.00
4.724 AMERICAN CENTURY	02/13/2008	01/20/2010	25.00	32.00	-7.00
8.38 MFS RESH INTL FD CL I	06/26/2008	07/20/2009	103.00	151.00	-48.00
9.136 MFS RESH INTL FD CL	06/26/2008	10/20/2009	135.00	165.00	-30.00
548.158 PIMCO FOREIGN BOND	06/26/2008	07/20/2009	5,284.00	5,645.00	-361.00
617.293 PIONEER BOND FUND CLASS Y FD #0703	01/08/2008	07/20/2009	5,321.00	5,704.00	-383.00
967.714 PIONEER BOND FUND CLASS Y FD #0703	01/08/2008	01/20/2010	8,893.00	8,942.00	-49.00
.622 PIONEER MID CAP VALUE FUND CLASS Y FD #0	01/08/2008	07/20/2009	10.00	13.00	-3.00
3.682 PIONEER MID CAP VALUE FUND CLASS Y FD #0	01/08/2008	10/20/2009	69.00	79.00	-10.00
.156 PIONEER MID CAP VALUE FUND CLASS Y FD #0	01/08/2008	01/20/2010	3.00	3.00	
13.696 PIONEER SMALL CAP VALUE FUND CLASS Y FD	01/08/2008	04/20/2009	194.00	305.00	-111.00
1.565 PIONEER SMALL CAP VALUE FUND CLASS Y FD	01/08/2008	07/20/2009	27.00	35.00	-8.00
2.157 PIONEER SMALL CAP GROWTH FUND CLASS A FD	09/26/2008	10/20/2009	48.00	52.00	-4.00
.315 PIONEER SMALL CAP GROWTH FUND CLASS A FD	09/26/2008	01/20/2010	7.00	8.00	-1.00
1.474 PIONEER SELECT MID	06/26/2008	07/20/2009	18.00	25.00	-7.00
5.335 PIONEER SELECT MID	06/26/2008	10/20/2009	78.00	89.00	-11.00
1.159 PIONEER SELECT MID	06/26/2008	01/20/2010	18.00	19.00	-1.00
99.719 PIONEER LARGE CAP GROWTH FUND CLASS Y FD	01/08/2008	04/20/2009	858.00	1,303.00	-445.00
5.478 PIONEER LARGE CAP GROWTH FUND CLASS Y FD	01/08/2008	04/20/2009			
Totals					

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34 STATEMENT 2

SISTER LAURA SULLIVAN MEM TR NO.2 7055000016
 Schedule D Detail of Long-term Capital Gains and Losses

75-6052367

Description	Date Acquired/2008	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
10.77 PIONEER LARGE CAP GROWTH FUND CLASS Y FD	01/08/2008	07/20/2009	54.00	72.00	-18.00
5.944 PIONEER LARGE CAP GROWTH FUND CLASS Y FD	01/08/2008	10/20/2009	118.00	141.00	-23.00
7.217 PIONEER GROWTH FUND	01/08/2008	01/20/2010	68.00	78.00	-10.00
6.736 PIONEER GROWTH FUND	01/08/2008	10/20/2009	115.00	132.00	-17.00
3.926 PIONEER GROWTH FUND	01/08/2008	01/20/2010	71.00	77.00	-6.00
3.03 PIONEER GROWTH OPPORTUNITIES FD CL Y #76	01/08/2008	10/20/2009	70.00	79.00	-9.00
24.204 PIONEER GROWTH OPPORTUNITIES FD CL Y #76	09/26/2008	01/20/2010	580.00	627.00	-47.00
7.242 PIONEER CULLEN VALUE FUND CLASS Y FD #07	01/08/2008	10/20/2009	120.00	170.00	-50.00
1.468 PIONEER CULLEN VALUE FUND CLASS Y FD #07	01/08/2008	01/20/2010	25.00	34.00	-9.00
72.43 PIONEER VALUE FUND	01/08/2008	04/20/2009	592.00	1,080.00	-488.00
83.029 PIONEER VALUE FUND CLASS Y FD #0702	01/08/2008	07/20/2009	764.00	1,238.00	-474.00
8.922 PIONEER VALUE FUND	01/08/2008	10/20/2009	95.00	133.00	-38.00
1.5 PIONEER VALUE FUND	01/08/2008	01/20/2010	16.00	22.00	-6.00
24.69 RMK MID CAP GROWTH	01/08/2008	04/20/2009	260.00	400.00	-140.00
58.437 RMK GROWTH FD CL I	01/08/2008	04/20/2009	757.00	1,148.00	-391.00
24.618 RMK VALUE FD CL I	01/08/2008	04/20/2009	269.00	490.00	-221.00
28.887 RMK MID CAP VALUE	01/08/2008	04/20/2009	184.00	279.00	-95.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES		26,070.00	30,081.00	-4,011.00	
Totals		26,070.00	30,081.00	-4,011.00	

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SISTER LAURA SULLIVAN MEM TR NO.2 7055000016

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FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM 15% CAPITAL GAIN DIVIDENDS	13.00
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	13.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	13.00

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STATEMENT 4