Form **990-PF**

Department of the Treasury
Internal Revenue Service (77)

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 4/12/2010 , and ending 8/31/2010

G Check all that apply [X] 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: W F INGRAM FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: P O Box 1501, NJ2-130-03-31

City or town, state, and ZIP code: Pennington NJ 08534-1501

A Employer identification number: 27-1465067

B Telephone number (see page 10 of the instructions): 609-274-6968

C If exemption application is pending, check here ▶ [ ]

D 1. Foreign organizations, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,120,064

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	1,182,045			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	7,188	6,209		
	5 a	Gross rents		0		
	b	Net rental income or (loss) 0				
	6 a	Net gain or (loss) from sale of assets not on line 10	14,643			
	b	Gross sales price for all assets on line 6a 1,096,748				
	7	Capital gain net income (from Part IV, line 2)		14,643		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10 a	Gross sales less returns and allowances 0				
	b	Less Cost of goods sold 0				
	c	Gross profit or (loss) (attach schedule)	0			
	11	Other income (attach schedule)	0	0	0	
	12	**Total.** Add lines 1 through 11	1,203,876	20,852	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	0	0	0	0
	b	Accounting fees (attach schedule)	0	0	0	0
	c	Other professional fees (attach schedule)	2,900	1,740	0	1,160
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	650	0	0	0
	19	Depreciation (attach schedule) and depletion	0	0	0	
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	0	0	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,550	1,740	0	1,160
	25	Contributions, gifts, grants paid	0			0
	26	**Total expenses and disbursements** Add lines 24 and 25	3,550	1,740	0	1,160
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,200,326			
	b	**Net investment income** (if negative, enter -0-)		19,112		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing		2	2
2	Savings and temporary cash investments		15,176	15,176
3	Accounts receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
4	Pledges receivable ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
7	Other notes and loans receivable (attach schedule) ▶ 0			
	Less allowance for doubtful accounts ▶ 0	0	0	0
8	Inventories for sale or use		0	
9	Prepaid expenses and deferred charges		0	
10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
b	Investments—corporate stock (attach schedule)	0	1,199	39,118
c	Investments—corporate bonds (attach schedule)	0	0	0
11	Investments—land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	0	1,072,166	1,065,768
14	Land, buildings, and equipment basis ▶ 0			
	Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
15	Other assets (describe ▶)	0	0	0
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	0	1,088,543	1,120,064
Liabilities 17	Accounts payable and accrued expenses		0	
18	Grants payable			
19	Deferred revenue		0	
20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
21	Mortgages and other notes payable (attach schedule)	0	0	
22	Other liabilities (describe ▶)	0	0	
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds		1,088,543	
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)	0	1,088,543	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	0	1,088,543	

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	0
2	Enter amount from Part I, line 27a	2	1,200,326
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,200,326
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	111,783
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,088,543

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 Attached Statement			
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

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

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	14,643
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	0

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	86,241	1,010,173	0 085373
2007	77,967	1,533,049	0 050857
2006	71,026	1,623,253	0 043755
2005	61,667	1,491,566	0 041344
2004	33,761	1,373,163	0 024586

2 **Total** of line 1, column (d)	2	0 245915
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 049183
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	827,934
5 Multiply line 4 by line 3	5	40,720
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	191
7 Add lines 5 and 6	7	40,911
8 Enter qualifying distributions from Part XII, line 4	8	1,160

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	382	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3 Add lines 1 and 2	3	382	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	382	
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a — 650			
b Exempt foreign organizations—tax withheld at source — 6b			
c Tax paid with application for extension of time to file (Form 8868) — 6c — 0			
d Backup withholding erroneously withheld — 6d			
7 Total credits and payments Add lines 6a through 6d	7	650	
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	268	
11 Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 268 **Refunded** ▶	11	0	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA NA Telephone no ▶ 609-274-6968

Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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 | N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)		2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20______ , 20______ , 20______ , 20______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3b	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		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)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? **7b** X (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
RHODA H INGRAM PO BOX 23 GRIFFIN GA 30224-0001	CO-TRUSTEE 1 00	0	0	0
RHODA I AVERETT PO BOX 1337 LUMPKIN GA 31815-1337	CO-TRUSTEE 1 00	0	0	0
	00	0	0	0
	00	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	0
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	832,444
b	Average of monthly cash balances	1b	8,098
c	Fair market value of all other assets (see page 24 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	840,542
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	840,542
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,608
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	827,934
6	**Minimum investment return.** Enter 5% of line 5	6	19,734

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	19,734
2a	Tax on investment income for 2009 from Part VI, line 5	2a	382		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	382
3	Distributable amount before adjustments Subtract line 2c from line 1			3	19,352
4	Recoveries of amounts treated as qualifying distributions DISSOLVED W F INGRAM FOUNDATION RMD			4	33,155
5	Add lines 3 and 4			5	52,507
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	52,507

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	1,160
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,160
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,160

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				52,507
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0	
b Total for prior years 20____, 20____, 20___		0		
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	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,160				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2009 distributable amount				1,160
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				51,347
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2005 0				
b Excess from 2006 0				
c Excess from 2007 0				
d Excess from 2008 0				
e Excess from 2009 0				

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

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

MRS RHODA INGRAM PO BOX 23 GRIFFIN GA 30223 (770)227-9527

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

WRITTEN WITH FINANCIAL DETAILS, PURPOSE OF GRANT AND EXEMPT STATUS

c Any submission deadlines

JUNE 1ST

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

501(C)(3) ORGANIZATIONS ONLY

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NONE				
Total			▶ **3a**	0
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
1 Program service revenue					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	7,188	
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	14,643	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		21,831	0

13 Total. Add line 12, columns (b), (d), and (e) 13 21,831

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
	Not Applicable

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	0	Not Applicable	
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 7-1-11 Title: Trustee

Paid Preparer's Use Only

Preparer's signature	Date	Check if self-employed	Preparer's identifying number (see Signature on page 30 of the instructions)
[signature]	6/22/2011	☒	P00364310

Firm's name (or yours if self-employed), address and ZIP code: PRICEWATERHOUSECOOPERS LLP, 600 GRANT STREET, PITTSBURGH, PA 15219 — EIN ▶ 13-4008324 — Phone no 412-355-6000

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	Employer identification number
W F INGRAM FOUNDATION	27-1465067

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ► $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
W F INGRAM FOUNDATION	27-1465067

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DISSOLVED W F INGRAM FOUNDATION PO BOX 1501 PENNINGTON NJ 08534-1501 Foreign State or Province Foreign Country	$ 507	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	DISSOLVED W F INGRAM FOUNDATION PO BOX 1501 PENNINGTON NJ 08534-1501 Foreign State or Province Foreign Country	$ 1,171,141	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
3	DISSOLVED W F INGRAM FOUNDATION PO BOX 1501 PENNINGTON NJ 08534-1501 Foreign State or Province Foreign Country	$ 10,397	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
4	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
5	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
6	Foreign State or Province Foreign Country	$ 0	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
W F INGRAM FOUNDATION	27-1465067

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	VARIOUS SEE ATTACHED	$ 1,171,141	4/12/2010
3	VARIOUS SEE ATTACHED	$ 10,397	8/20/2010
		$ 0	
		$ 0	
		$ 0	
		$ 0	

W F Ingram Foundation

EIN: 27-1465067

2009 Form 990-PF

Explanation of Page 8, Part XI, Line 4

The "Old" Foundation (EIN 58-6030105) is dissolved and the assets are being incorporated into the "New" Foundation (EIN 27-1465067). All of the assets are bulk transferred into the new account and the organization will be conducted under a new Trust Agreement. The W F Ingram Foundation, a section 501(c)(3) organization classified as a private foundation pursuant to section 509(a) was created under item seven of the Last Will and Testament of W F Ingram dated August 28, 1926. The tax exempt status of the trust has not been revoked or suspended. The original trustees of the trust, Bertha Ingram, decedent's wife, and W F Ingram Jr, Decedent's son, are deceased. Rhoda Ingram, decedent's daughter-in-law, and Rhoda Averett, Decedent's granddaughter, were appointed trustees of the trust by order of the Superior Court of Fulton County on December 6, 1991. Such appointment by said Superior Court was necessary due to the lack of provision for successor trustees in the instrument creating the trust. Rhoda Ingram and Rhoda Averett, as trustees of the trust, desire to transfer all of the trust's assets pursuant to a 507(b)(2) reorganization in order that said assets may be administered more effectively. In that regard, the new Declaration of Trust provides greater direction for the accomplishment of exempt purposes and succession of trustees than that provided by the original trust. The Trust's current trustees, Rhoda Ingram and Rhoda Averett, will serve on the Distribution Committee, and Jack Averett III, Decedent's great grandson, will serve as trustee and as a member of the Distribution Committee.

The amount listed on Page 8, Part XI, Line 4 Recoveries of amounts treated as qualifying distributions actually represents the "Old" W F Ingram Foundation's (EIN 58-6030105) RMD amount. This amount is being added to the total Distributable Amount for the year.

W F INGRAM FAMILY FDN

Account Number: 742-14011

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

July 31, 2010 - August 31, 2010

CASH/MONEY ACCOUNTS

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.82	0.82		**.82**		
BIF MONEY FUND	9,431.00	9,431.00	1.0000	**9,431.00**	**6**	.06
TOTAL		9,431.82		**9,431.82**	**6**	.06

EQUITIES

Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
COCA COLA COM	KO	01/01/95	700	1.7122	1,198.58	55.8825	**39,117.75**	37,919.17	**1,233**	3.14
TOTAL					1,198.58		**39,117.75**	37,919.17	**1,233**	3.15

RESEARCH RATINGS

Security	Symbol	BofAML Research	Morningstar	S&P
COCA COLA COM	KO	Buy (A17)	Hold	Buy

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO BofAML AND THIRD PARTY RESEARCH RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
AMER FUNDS WASHINGTON MUTUAL INV FD CL F2	2,243	54,712.13	23.6000	**52,934.80**	(1,777.33)	54,712	**(1,777)**	**1,584**	2.99
SYMBOL: WMFFX Initial Purchase.05/19/10									
Equity 100%									
.8920 Fractional Share		*21.68*	*23.6000*	***21.05***	*(0.63)*			***1***	*2.99*
AMERICAN BEACON SMALL CAP VALUE FD INVESTOR CL	1,537	25,613.80	15.0500	**23,131.85**	(2,481.95)	25,613	**(2,481)**	**70**	.29
SYMBOL. AVPAX Initial Purchase.05/19/10									
Equity 100%									
1620 Fractional Share		*2.43*	*15.0500*	***2.44***	*.01*			***1***	*.29*
AMERICAN EURO PACIFIC GROWTH FUND CL F2	1,617	56,029.04	36.0200	**58,244.34**	2,215.30	56,029	**2,215**	**1,176**	2.01

TOTAL MERRILL

W F INGRAM FAMILY FDN

Account Number: 742-14011

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

July 31, 2010 - August 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL: AEPFX Initial Purchase: 05/19/10									
Equity 100%									
.2300 Fractional Share		7.96	36.0200	**8.28**	.32			**1**	2.01
AMERICAN GROWTH FUND	2,064	55,108.70	25.5500	**52,735.20**	(2,373.50)	55,108	**(2,373)**	**605**	1.14
OF AMERICA CL F2									
SYMBOL: GFFFX Initial Purchase: 05/19/10									
Equity 100%									
.4650 Fractional Share		11.87	25.5500	**11.88**	.01			**1**	1.14
BLACKROCK GLOBAL	2,791	49,009.47	17.6300	**49,205.33**	195.86	49,009	**195**	**933**	1.89
ALLOCATION FD INC INSTL									
SYMBOL: MALOX Initial Purchase: 05/19/10									
Fixed Income 39% Equity 61%									
.2310 Fractional Share		4.04	17.6300	**4.07**	.03			**1**	1.89
CALAMOS MARKET NEUTRAL	3,321	37,753.96	11.2700	**37,427.67**	(326.29)	37,753	**(326)**	**505**	1.34
INCOME FD CL I									
SYMBOL: CMNIX Initial Purchase: 05/19/10									
Equity 100%									
.4150 Fractional Share		4.67	11.2700	**4.68**	.01			**1**	1.34
DAVIS NEW YORK VENTURE	1,802	55,277.47	29.2800	**52,762.56**	(2,514.91)	55,277	**(2,514)**	**523**	.99
FD CL Y									
SYMBOL: DNVYX Initial Purchase: 05/19/10									
Equity 100%									
.6110 Fractional Share		17.89	29.2800	**17.89**				**1**	.99
DELAWARE EMERGING	877	11,172.97	13.3700	**11,725.49**	552.52	11,172	**552**	**28**	.23
MARKETS FUND INSTL CL									
SYMBOL: DEMIX Initial Purchase: 05/19/10									
Equity 100%									
.1530 Fractional Share		2.01	13.3700	**2.05**	.04				.23
EATON VANCE RISK MANAGED	2,630	42,269.91	14.0500	**36,951.50**	(5,318.41)	42,269	**(5,318)**	**4,734**	12.81
DIVERSIFIED EQUITY INCM FD									

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

July 31, 2010 - August 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
SYMBOL: ETJ Initial Purchase:05/17/10									
Equity 100%									
FEDERATED KAUFMANN FUND	6,807	31,244.13	4.5800	**31,176.06**	(68.07)	31,244	**(68)**	**55**	.17
CL A									
SYMBOL KAUAX Initial Purchase.05/19/10									
Equity 100%									
.6250 Fractional Share		*2.94*	*4.5800*	***2.86***	*(0.08)*				*.17*
FIRST EAGLE	1,221	49,408.00	40.2700	**49,169.67**	(238.33)	49,408	**(238)**	**790**	1.60
GLOBAL CLASS I									
SYMBOL: SGIIX Initial Purchase:05/19/10									
Equity 100%									
.3350 Fractional Share		*13.41*	*40.2700*	***13.49***	*.08*			***1***	*1.60*
FIRST EAGLE GOLD FUND	941	26,555.02	30.9500	**29,123.95**	2,568.93	26,555	**2,568**	**405**	1.38
CL I									
SYMBOL: FEGIX Initial Purchase:05/19/10									
Equity 100%									
.9680 Fractional Share		*27.31*	*30.9500*	***29.96***	*2.65*			***1***	*1.38*
FRANKLIN INCOME FD ADV	24,231	48,947.16	2.0300	**49,188.93**	241.77	48,947	**241**	**3,611**	7.33
CLASS									
SYMBOL: FRIAX Initial Purchase.05/19/10									
Fixed Income 69% Equity 31%									
.9740 Fractional Share		*1.98*	*2.0300*	***1.98***				***1***	*7.33*
HARBOR INTERNATIONAL	1,145	56,110.10	50.7400	**58,097.30**	1,987.20	56,110	**1,987**	**806**	1.38
FUND INSTL CL									
SYMBOL: HAINX Initial Purchase.05/19/10									
Equity 100%									
.1956 Fractional Share		*10.07*	*50.7400*	***9.92***	*(0.15)*			***1***	*1.38*
.0004 Fractional Share		*N/A*	*50.7400*	***.02***					*1.38*
ISHARES IBOXX $	326	34,699.90	113.0000	**36,838.00**	2,138.10	34,699	**2,138**	**1,786**	4.84
INVT GRADE CORP BD FUND									

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TOTAL MERRILL

W F INGRAM FAMILY FDN

Account Number: 742-14011

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

July 31, 2010 - August 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) *Description*	*Quantity*	*Total Cost Basis*	*Estimated Market Price*	*Estimated Market Value*	*Unrealized Gain/(Loss)*	*Total Client Investment*	*Cumulative Investment Return ($)*	*Estimated Annual Income*	*Current Yield%*
SYMBOL: LQD *Initial Purchase:05/17/10*									
Fixed Income 100%									
ISHARES BARCLAYS TIPS BO	342	36,426.18	108.2400	**37,018.08**	591.90	36,426	**591**	**1,228**	3.31
PROTECTED SECS FD									
SYMBOL: TIP *Initial Purchase.05/17/10*									
Fixed Income 100%									
ISHARES BARCLAYS MBS BON	336	36,369.15	109.7850	**36,887.76**	518.61	36,369	**518**	**1,347**	3.64
FUND									
SYMBOL: MBB *Initial Purchase 05/17/10*									
Fixed Income 100%									
IVY ASSET STRATEGY	2,264	47,362.88	21.8000	**49,355.20**	1,992.32	47,362	**1,992**	**290**	.58
FUND CL I									
SYMBOL: IVAEX *Initial Purchase.05/19/10*									
Fixed Income 16% Equity 84%									
.5360 Fractional Share		*11.21*	*21.8000*	***11.68***	*.47*			**1**	*.58*
JANUS FORTY FUND CL I	1,837	56,245.61	28.4300	**52,225.91**	(4,019.70)	56,245	**(4,019)**		
SYMBOL. JCAPX *Initial Purchase.05/19/10*									
Equity 100%									
.4970 Fractional Share		*14.87*	*28.4300*	***14.13***	*(0.74)*				
JP MORGAN HIGHBRIDGE	2,463	38,370.20	15.2900	**37,659.27**	(710.93)	38,370	**(710)**		
STAT MRKT NEUTRL FD SEL									
SYMBOL: HSKSX *Initial Purchase:05/19/10*									
Equity 100%									
.5790 Fractional Share		*8.82*	*15.2900*	***8.85***	*.03*				
LOOMIS SAYLES BOND FD	2,630	35,899.50	13.8100	**36,320.30**	420.80	35,899	**420**	**2,118**	5.82
INSTL CL									
SYMBOL: LSBDX *Initial Purchase.05/19/10*									
Fixed Income 100%									
.8460 Fractional Share		*11.53*	*13.8100*	***11.68***	*.15*			**1**	*5.82*
OPPENHEIMER DEVELOPING	396	10,783.08	29.5500	**11,701.80**	918.72	10,783	**918**	**70**	.59

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

July 31, 2010 - August 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
MARKETS FD CL Y									
SYMBOL: ODVYX Initial Purchase:05/19/10									
Equity 100%									
.2380 Fractional Share		*6.86*	*29.5500*	***7.03***	*.17*			**1**	*.59*
PERKINS MID CAP VALUE	1,631	33,103.15	19.1500	**31,233.65**	(1,869.50)	33,103	**(1,869)**	**305**	.97
FUND CL I									
SYMBOL: JMVAX Initial Purchase:05/19/10									
Equity 100%									
.0240 Fractional Share		*0.46*	*19.1500*	***.46***					*.97*
PIMCO COMMODITY REAL	3,634	27,036.96	7.7800	**28,272.52**	1,235.56	27,036	**1,235**	**2,624**	9.28
RETURN STRATEGY FD CL P									
SYMBOL: PCRPX Initial Purchase:05/19/10									
Fixed Income 100%									
.3430 Fractional Share		*2.55*	*7.7800*	***2.67***	*.12*			**1**	*9.28*
TURNER EMERGING GROWTH	612	25,088.74	37.7300	**23,090.76**	(1,997.98)	25,088	**(1,997)**		
FUND INV CL									
SYMBOL: TMCGX Initial Purchase:05/19/10									
Equity 100%									
.2690 Fractional Share		*10.08*	*37.7300*	***10.15***	*.07*				
VAN ECK GLOBAL	732	28,350.47	37.9000	**27,742.80**	(607.67)	28,350	**(607)**		
HARD ASSETS FD CL A									
SYMBOL: GHAAX Initial Purchase:05/19/10									
Equity 100%									
.5630 Fractional Share		*21.14*	*37.9000*	***21.34***	*.20*				
VANGUARD INTERMEDIATE	425	34,711.30	86.5000	**36,762.50**	2,051.20	34,711	**2,051**	**1,442**	3.92
TERM BOND ETF									
SYMBOL: BIV Initial Purchase:05/17/10									
Fixed Income 100%									
Subtotal (Fixed Income)				*273,145.60*					
Subtotal (Equities)				*764,056.16*					

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W F INGRAM FAMILY FDN

Account Number: 742-14011

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF PRINCIPAL INVESTMENTS

July 31, 2010 - August 31, 2010

MUTUAL FUNDS/CLOSED END FUNDS/UIT (continued) Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Total Client Investment	Cumulative Investment Return ($)	Estimated Annual Income	Current Yield%
TOTAL		1,043,874.76		**1,037,201.76**	(6,673.02)		**(6,676)**	**27,050**	2.61

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the dollar value of the capital appreciation (depreciation) of all shares purchased and still held, including shares acquired through reinvestment of dividends and distributions, which may be greater or less than the actual income distributed.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.
Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

ALTERNATIVE INVESTMENTS Description	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
SPDR GOLD TRUST	05/17/10	227	120.9864	27,463.93	122.0800	27,712.16	248.23		
SPDR GOLD TRUST	05/19/10	7	118.2100	827.47	122.0800	854.56	27.09		
Subtotal		234		*28,291.40*		***28,566.72***	*275.32*		
TOTAL				28,291.40		**28,566.72**	275.32		
TOTAL PRINCIPAL INVESTMENTS				**1,082,796.56**		**1,114,318.05**	31,521.47	**28,289**	2.54

Total values exclude N/A items

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YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS

July 31, 2010 - August 31, 2010

CASH/MONEY ACCOUNTS

Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	0.98	0.98		**.98**		
BIF MONEY FUND	5,745.00	5,745.00	1.0000	**5,745.00**	3	.06
TOTAL		5,745.98		**5,745.98**	3	.06
TOTAL INCOME INVESTMENTS		5,745.98		**5,745.98**	3	.06

LONG PORTFOLIO

	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	1,088,542.54	**1,120,064.03**	31,521.47		**28,292**	2.53

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
08/05	Dividend		FRANKLIN INCOME FD ADV CLASS DIVIDEND PAY DATE 08/04/2010	294.91		
08/06	Dividend		ISHARES IBOXX $ INVT GRADE CORP BD FUND DIVIDEND HOLDING 342.0000 PAY DATE 08/06/2010	149.60		
08/06	Dividend		ISHARES BARCLAYS TIPS BO PROTECTED SECS FD DIVIDEND HOLDING 342.0000 PAY DATE 08/06/2010	65.70		

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Line 16c (990-PF) - Other Fees

		2,900	1,740	0	1,160
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MERRILL LYNCH FEES AS AGENT	2,900	1,740		1,160
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		650	0	0	0
	Description				
1	ESTIMATED EXCISE PAYMENTS	650			
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	588
2	EXCESS FMV OVER COST OF ASSETS CONTRIBUTED	2	111,195
3	Total	3	111,783

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	1,096,748	1,082,105	14,643
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	X	BLACKROCK VALUE	09252L307			12/9/2004		5/17/2010	192	329			
2	X	BLACKROCK VALUE	09252L307			4/1/2005		5/17/2010	11,670	19,794			
3	X	BLACKROCK VALUE	09252L307			7/27/2005		5/17/2010	543	958			
4	X	BLACKROCK VALUE	09252L307			7/27/2005		5/17/2010	1,154	2,036			
5	X	BLACKROCK VALUE	09252L307			12/9/2005		5/17/2010	1,208	2,035			
6	X	BLACKROCK VALUE	09252L307			12/9/2005		5/17/2010	2,511	4,231			
7	X	BLACKROCK VALUE	09252L307			1/9/2006		5/17/2010	5,293	9,071			
8	X	BLACKROCK VALUE	09252L307			7/19/2006		5/17/2010	2,592	3,862			
9	X	BLACKROCK VALUE	09252L307			7/19/2006		5/17/2010	1,995	2,972			
10	X	BLACKROCK VALUE	09252L307			12/6/2006		5/17/2010	2,389	3,682			
11	X	BLACKROCK VALUE	09252L307			12/6/2006		5/17/2010	1,642	2,531			
12	X	BLACKROCK VALUE	09252L307			12/7/2006		5/17/2010	14	21			
13	X	BLACKROCK VALUE	09252L307			12/7/2006		5/17/2010	14	21			
14	X	BLACKROCK VALUE	09252L307			7/20/2007		5/17/2010	2,524	4,062			
15	X	BLACKROCK VALUE	09252L307			7/23/2007		5/17/2010	14	21			
16	X	BLACKROCK VALUE	09252L307			12/7/2007		5/17/2010	5,578	7,003			
17	X	BLACKROCK VALUE	09252L307			12/7/2007		5/17/2010	2,633	3,306			
18	X	BLACKROCK VALUE	09252L307			7/18/2008		5/17/2010	1,303	1,406			
19	X	BROADRIDGE FINL	11133T103			1/12/1998		5/17/2010	2,635	1,394			
20	X	CALAMOS GROWTH	128119856			12/15/2003		5/17/2010	29,567	29,994			
21	X	CALAMOS GROWTH	128119856			11/18/2004		5/17/2010	82	98			
22	X	CALAMOS GROWTH	128119856			4/1/2005		5/17/2010	16,234	18,946			
23	X	CALAMOS GROWTH	128119856			11/17/2005		5/17/2010	2,091	2,615			
24	X	CALAMOS GROWTH	128119856			11/18/2005		5/17/2010	41	51			
25	X	CALAMOS GROWTH	128119856			1/9/2006		5/17/2010	5,247	7,133			
26	X	CALAMOS GROWTH	128119856			1/12/2006		5/17/2010	41	56			
27	X	CALAMOS GROWTH	128119856			11/16/2006		5/17/2010	2,009	2,511			
28	X	CALAMOS GROWTH	128119856			11/16/2007		5/17/2010	7,871	10,189			
29	X	CALAMOS GROWTH	128119856			11/19/2007		5/17/2010	41	52			
30	X	CHEVRON CORP	166764100			5/18/2001		5/17/2010	39,588	25,203			
31	X	AMERICAN GROWTH FUND	399874304			12/20/2005		5/17/2010	498	567			
32	X	AMERICAN GROWTH FUND	399874304			1/9/2006		5/17/2010	6,408	7,571			
33	X	AMERICAN GROWTH FUND	399874304			12/19/2007		8/24/2010	2,590	3,408			
34	X	AMERICAN GROWTH FUND	399874304			12/20/2007		8/24/2010	24	32			
35	X	AMERICAN GROWTH FUND	399874304			12/20/2007		8/24/2010	24	32			
36	X	AMERICAN GROWTH FUND	399874304			6/18/2010		8/25/2010	10	11			
37	X	HARBOR INTERNATIONAL	411511306			5/19/2010		8/24/2010	1,868	1,813			
38	X	HARBOR INTERNATIONAL	411511306			6/18/2010		8/24/2010	7	7			
39	X	HOME DEPOT INC	437076102			1/12/1998		5/17/2010	20,616	11,516			
40	X	ISHARES IBOXX $	464287242			5/17/2010		8/24/2010	1,802	1,703			
41	X	ISHARES BARCLAYS MBS BO	464288588			5/17/2010		8/24/2010	218	216			
42	X	IVY ASSET STRATEGY	466001864			5/19/2010		8/24/2010	10	10			
43	X	IVY ASSET STRATEGY	466001864			5/19/2010		8/24/2010	1,498	1,443			
44	X	ALLIANCE BERNSTEIN INTL	018913301			4/16/2007		5/17/2010	43,460	87,181			
45	X	ALLIANCE BERNSTEIN INTL	018913301			12/26/2007		5/17/2010	1,927	3,516			
46	X	ALLIANCE BERNSTEIN INTL	018913301			12/26/2007		5/17/2010	165	302			
47	X	ALLIANCE BERNSTEIN INTL	018913301			12/27/2007		5/17/2010	12	22			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	1,096,748	1,082,105	14,643
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
48	X	ALLIANCE BERNSTEIN INTL	018913301			12/27/2007		5/17/2010	12	22			
49	X	ALLIANCE BERNSTEIN INTL	018913301			4/12/2010		5/17/2010	662	22			
50	X	ALTRIA GROUP INC	02209S103			8/19/2005		5/17/2010	4,360	3,277			
51	X	ALTRIA GROUP INC	02209S103			2/8/2006		5/17/2010	4,360	3,378			
52	X	AUTOMATIC DATA PROC	053015103			1/12/1998		5/17/2010	6,874	4,387			
53	X	AUTOMATIC DATA PROC	053015103			1/12/1998		5/17/2010	13,582	8,637			
54	X	BP PLC SPON ADR	055622104			1/1/1995		5/17/2010	9,547	3,835			
55	X	BP PLC SPON ADR	055622104			1/1/1995		5/17/2010	13,739	11,897			
56	X	BANK OF AMERICA CORP	060505104			10/9/2003		5/13/2010	1,007	2,462			
57	X	BANK OF AMERICA CORP	060505104			10/9/2003		5/13/2010	9,113	22,126			
58	X	BLACKROCK PACIFIC FUND	09252J302			10/28/2005		5/17/2010	22,064	29,090			
59	X	BLACKROCK PACIFIC FUND	09252J302			1/9/2006		5/17/2010	2,555	3,718			
60	X	BLACKROCK PACIFIC FUND	09252J302			12/21/2006		5/17/2010	16	25			
61	X	BLACKROCK PACIFIC FUND	09252J302			7/23/2007		5/17/2010	16	29			
62	X	BLACKROCK PACIFIC FUND	09252J302			12/19/2007		5/17/2010	3,627	5,532			
63	X	BLACKROCK PACIFIC FUND	09252J302			7/18/2008		5/17/2010	1,199	1,538			
64	X	BLACKROCK PACIFIC FUND	09252J302			12/16/2008		5/17/2010	6,261	4,633			
65	X	BLACKROCK PACIFIC FUND	09252J302			12/17/2008		5/17/2010	16	12			
66	X	BLACKROCK PACIFIC FUND	09252J302			7/27/2009		5/17/2010	16	15			
67	X	BLACKROCK PACIFIC FUND	09252J302			4/12/2010		5/17/2010	789	15			
68	X	BLACKROCK VALUE	09252L307			12/15/2003		5/17/2010	18,471	29,983			
69	X	BLACKROCK VALUE	09252L307			7/27/2004		5/17/2010	502	793			
70	X	BLACKROCK VALUE	09252L307			7/27/2004		5/17/2010	746	1,179			
71	X	CITIGROUP INC	172967101			10/9/1998		5/17/2010	2,605	10,638			
72	X	COLGATE PALMOLIVE	194162103			1/12/1998		5/17/2010	41,951	17,079			
73	X	COLUMBIA MARSICO FOCUS	19765H248			12/15/2003		5/17/2010	33,253	28,805			
74	X	COLUMBIA MARSICO FOCUS	19765H248			4/1/2005		5/17/2010	33,753	31,506			
75	X	COLUMBIA MARSICO FOCUS	19765H248			1/9/2006		8/24/2010	1,701	2,034			
76	X	COLUMBIA MARSICO FOCUS	19765H248			12/13/2007		8/24/2010	826	1,170			
77	X	COLUMBIA MARSICO FOCUS	19765H248			6/19/2009		8/24/2010	17	15			
78	X	COLUMBIA MARSICO FOCUS	19765H248			6/18/2010		8/25/2010	3	3			
79	X	COLUMBIA SELIGMAN	19842W408			10/23/2007		5/17/2010	48,629	50,860			
80	X	DAVIS NY VENTURE	239080302			12/15/2003		5/17/2010	33,478	28,646			
81	X	DAVIS NY VENTURE	239080302			4/1/2005		5/17/2010	31,892	31,407			
82	X	DAVIS NY VENTURE	239080302			1/9/2006		5/17/2010	239	269			
83	X	COLUMBIA MARSICO FOCUS	19765H248			4/6/2005		5/17/2010	18	17			
84	X	COLUMBIA MARSICO FOCUS	19765H248			1/9/2006		5/17/2010	446	494			
85	X	DAVIS NY VENTURE	239080302			1/9/2006		8/24/2010	2,561	3,099			
86	X	DAVIS NY VENTURE	239080302			12/5/2006		8/24/2010	28	37			
87	X	DAVIS NY VENTURE	239080302			1/9/2006		8/25/2010	25	30			
88	X	DELAWARE EMERGING	245914817			5/19/2010		8/24/2010	600	573			
89	X	DELAWARE EMERGING	245914817			6/18/2010		8/24/2010	9	9			
90	X	AMERICAN EURO PACIFIC	298706300			12/15/2003		5/17/2010	35,521	34,572			
91	X	FRANKLIN INCOME	353496805			1/11/2005		5/17/2010	41,528	49,318			
92	X	FRANKLIN INCOME	353496805			12/5/2005		5/17/2010	156	179			
93	X	FRANKLIN INCOME	353496805			12/5/2005		5/17/2010	94	108			
94	X	FRANKLIN INCOME	353496805			12/6/2005		5/17/2010	2	2			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	1,096,748	1,082,105	14,643
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
95	X	FRANKLIN INCOME	353496805			12/5/2006		5/17/2010	302	384			
96	X	FRANKLIN INCOME	353496805			12/5/2006		5/17/2010	310	395			
97	X	FRANKLIN INCOME	353496805			12/6/2006		5/17/2010	2	3			
98	X	FRANKLIN INCOME	353496805			12/5/2007		5/17/2010	709	890			
99	X	FRANKLIN INCOME	353496805			12/5/2007		5/17/2010	279	350			
100	X	FRANKLIN INCOME	353496805			12/6/2007		5/17/2010	2	3			
101	X	FRANKLIN INCOME	353496805			12/3/2008		5/17/2010	33	24			
102	X	GENERAL ELECTRIC	369604103			1/1/1995		5/17/2010	11,533	3,140			
103	X	AMERICAN GROWTH FUND	399874304			12/15/2003		5/17/2010	33,205	29,131			
104	X	AMERICAN GROWTH FUND	399874304			4/1/2005		5/17/2010	29,952	29,635			
105	X	AMERICAN EURO PACIFIC	298706300			4/1/2005		5/17/2010	16,323	16,666			
106	X	AMERICAN EURO PACIFIC	298706300			4/6/2005		5/17/2010	34	35			
107	X	AMERICAN EURO PACIFIC	298706300			12/28/2005		5/17/2010	1,711	2,008			
108	X	AMERICAN EURO PACIFIC	298706300			12/29/2005		5/17/2010	34	41			
109	X	AMERICAN EURO PACIFIC	298706300			1/9/2006		5/17/2010	3,217	3,995			
110	X	AMERICAN EURO PACIFIC	298706300			1/12/2006		5/17/2010	34	42			
111	X	AMERICAN EURO PACIFIC	298706300			12/27/2006		5/17/2010	2,738	3,602			
112	X	AMERICAN EURO PACIFIC	298706300			12/27/2006		5/17/2010	753	991			
113	X	AMERICAN EURO PACIFIC	298706300			12/28/2006		5/17/2010	34	46			
114	X	AMERICAN EURO PACIFIC	298706300			12/13/2007		5/17/2010	4,415	6,585			
115	X	AMERICAN EURO PACIFIC	298706300			12/24/2008		5/17/2010	3,525	2,726			
116	X	AMERICAN EURO PACIFIC	298706300			12/29/2009		5/17/2010	34	38			
117	X	AMERICAN EURO PACIFIC	298706300			4/12/2010		5/17/2010	4,243	38			
118	X	AMERICAN EURO PACIFIC	29875E100			5/19/2010		8/24/2010	1,933	1,871			
119	X	AMERICAN EURO PACIFIC	29875E100			5/19/2010		8/24/2010	28	27			
120	X	AMERICAN EURO PACIFIC	29875E100			6/18/2010		8/24/2010	4	4			
121	X	EXXON MOBIL CORP COM	30231G102			1/1/1995		5/17/2010	30,512	992			
122	X	FIRST EAGLE GOLD FUND	32008F770			5/19/2010		8/24/2010	1,337	1,270			
123	X	FIRST EAGLE GOLD FUND	32008F770			5/19/2010		8/24/2010	1	1			
124	X	FIRST EAGLE GOLD FUND	32008F770			6/18/2010		8/24/2010	4	4			
125	X	IVY ASSET STRATEGY	466001864			6/18/2010		8/24/2010	2	2			
126	X	JPMORGAN CHASE & CO	46625H100			12/16/1998		5/17/2010	8,863	9,241			
127	X	JOHNSON AND JOHNSON CO	478160104			7/28/1998		5/17/2010	25,605	15,732			
128	X	KRAFT FOODS INC VA CL A	50075N104			8/19/2005		5/17/2010	4,186	3,385			
129	X	KRAFT FOODS INC VA CL A	50075N104			2/8/2006		5/17/2010	4,186	3,446			
130	X	LOOMIS SAYLES BOND FD	543495840			5/19/2010		8/24/2010	319	314			
131	X	LORD ABBETT AFFILIATED	544001308			12/15/2003		5/17/2010	27,523	34,176			
132	X	LORD ABBETT AFFILIATED	544001308			11/24/2004		5/17/2010	52	72			
133	X	LORD ABBETT AFFILIATED	544001308			11/24/2004		5/17/2010	597	816			
134	X	LORD ABBETT AFFILIATED	544001308			4/1/2005		5/17/2010	21,472	29,329			
135	X	LORD ABBETT AFFILIATED	544001308			4/6/2005		5/17/2010	31	43			
136	X	LORD ABBETT AFFILIATED	544001308			11/22/2005		5/17/2010	314	423			
137	X	LORD ABBETT AFFILIATED	544001308			11/22/2005		5/17/2010	3,392	4,565			
138	X	LORD ABBETT AFFILIATED	544001308			11/23/2005		5/17/2010	21	28			
139	X	LORD ABBETT AFFILIATED	544001308			1/9/2006		5/17/2010	9,516	13,208			
140	X	LORD ABBETT AFFILIATED	544001308			1/12/2006		5/17/2010	10	14			
141	X	LORD ABBETT AFFILIATED	544001308			5/19/2006		5/17/2010	10	15			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	1,096,748	1,082,105	14,643
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
142	X	LORD ABBETT AFFILIATED	544001308			8/18/2006		5/17/2010	10	15			
143	X	LORD ABBETT AFFILIATED	544001308			11/21/2006		5/17/2010	1,099	1,567			
144	X	LORD ABBETT AFFILIATED	544001308			11/21/2006		5/17/2010	482	686			
145	X	LORD ABBETT AFFILIATED	544001308			11/20/2007		8/24/2010	2,301	3,322			
146	X	LORD ABBETT AFFILIATED	544001308			11/21/2007		8/24/2010	9	13			
147	X	LORD ABBETT AFFILIATED	544001308			11/21/2007		8/24/2010	9	13			
148	X	LORD ABBETT AFFILIATED	544001308			2/19/2008		8/24/2010	9	13			
149	X	LORD ABBETT AFFILIATED	544001308			8/18/2008		8/24/2010	9	12			
150	X	LORD ABBETT AFFILIATED	544001308			2/17/2009		8/24/2010	9	7			
151	X	LORD ABBETT AFFILIATED	544001308			12/31/2009		8/24/2010	9	10			
152	X	LORD ABBETT AFFILIATED	544001308			6/18/2010		8/25/2010	7	8			
153	X	LOWE'S COMPANIES INC	548661107			6/13/2002		5/17/2010	23,116	22,425			
154	X	MEDTRONIC INC COM	585055106			1/1/1995		5/17/2010	4,256	590			
155	X	MEDTRONIC INC COM	585055106			1/1/1995		5/17/2010	8,512	1,162			
156	X	MICROSOFT CORP	594918104			1/1/1995		5/17/2010	25,210	15,703			
157	X	NORTEL NETWORKS CORP	656568508			7/15/2008		5/17/2010	1	188			
158	X	OPPENHEIMER DEVELOPING	683974307			10/28/2005		5/17/2010	12,968	15,155			
159	X	OPPENHEIMER DEVELOPING	683974307			12/9/2005		5/17/2010	520	651			
160	X	OPPENHEIMER DEVELOPING	683974307			12/9/2005		5/17/2010	246	308			
161	X	OPPENHEIMER DEVELOPING	683974307			12/12/2005		5/17/2010	27	35			
162	X	OPPENHEIMER DEVELOPING	683974307			12/12/2005		5/17/2010	27	35			
163	X	OPPENHEIMER DEVELOPING	683974307			1/9/2006		5/17/2010	848	1,180			
164	X	OPPENHEIMER DEVELOPING	683974307			12/11/2006		5/17/2010	547	785			
165	X	OPPENHEIMER DEVELOPING	683974307			12/11/2006		5/17/2010	1,860	2,668			
166	X	OPPENHEIMER DEVELOPING	683974307			12/12/2006		5/17/2010	27	39			
167	X	OPPENHEIMER DEVELOPING	683974307			12/11/2007		5/17/2010	3,010	5,350			
168	X	OPPENHEIMER DEVELOPING	683974307			12/11/2007		5/17/2010	629	1,119			
169	X	OPPENHEIMER DEVELOPING	683974307			12/12/2007		5/17/2010	55	96			
170	X	OPPENHEIMER DEVELOPING	683974307			12/9/2008		5/17/2010	438	233			
171	X	OPPENHEIMER DEVELOPING	683974307			12/9/2008		5/17/2010	11,409	6,084			
172	X	OPPENHEIMER DEVELOPING	683974307			12/9/2009		5/17/2010	27	27			
173	X	OPPENHEIMER DEVELOPING	683974307			4/12/2010		5/17/2010	328	27			
174	X	OPPENHEIMER DEVELOPING	683974505			5/19/2010		8/24/2010	1,039	953			
175	X	OPPENHEIMER DEVELOPING	683974505			6/18/2010		8/24/2010	16	15			
176	X	PHILIP MORRIS INTL INC	718172109			8/19/2005		5/17/2010	9,326	7,509			
177	X	PHILIP MORRIS INTL INC	718172109			2/8/2006		5/17/2010	9,326	7,658			
178	X	PIMCO COMMODITY REAL	72201M842			5/19/2010		8/24/2010	837	811			
179	X	PIMCO COMMODITY REAL	72201M842			5/19/2010		8/24/2010	5	5			
180	X	PIMCO COMMODITY REAL	72201M842			6/18/2010		8/24/2010	2	2			
181	X	SPDR GOLD TRUST	78463V107			5/17/2010		8/24/2010	121	121			
182	X	SCHLUMBERGER LTD	806857108			5/18/2001		5/17/2010	32,588	17,494			
183	X	VANGUARD INTERMEDIATE	921937819			5/17/2010		8/24/2010	1,814	1,715			
184	X	WAL-MART STORES INC	931142103			2/18/1999		5/17/2010	10,547	8,578			
185	X	WAL-MART STORES INC	931142103			9/7/1999		5/17/2010	14,501	13,062			
186	X	YAHOO INC	984332106			10/23/2007		5/17/2010	1,474	2,819			
187	X	YAHOO INC	984332106			10/23/2007		5/17/2010	3,275	6,240			
188	X	YAHOO INC	984332106			10/23/2007		5/17/2010	164	313			

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Securities	1,096,748	1,082,105	14,643
Other sales	0	0	0

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
189	X	YAHOO INC	984332106			10/23/2007		5/17/2010	1,637	3,132			

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	1,096,748	0	1,082,105	14,643	0	0	0	14,643
1	BLACKROCK VALUE	09252L307		12/9/2004	5/17/2010	192	0	329	-137			0	-137
2	BLACKROCK VALUE	09252L307		4/1/2005	5/17/2010	11,670	0	19,794	-8,124			0	-8,124
3	BLACKROCK VALUE	09252L307		7/27/2005	5/17/2010	543	0	958	-415			0	-415
4	BLACKROCK VALUE	09252L307		7/27/2005	5/17/2010	1,154	0	2,036	-882			0	-882
5	BLACKROCK VALUE	09252L307		12/9/2005	5/17/2010	1,208	0	2,035	-827			0	-827
6	BLACKROCK VALUE	09252L307		12/9/2005	5/17/2010	2,511	0	4,231	-1,720			0	-1,720
7	BLACKROCK VALUE	09252L307		1/9/2006	5/17/2010	5,293	0	9,071	-3,778			0	-3,778
8	BLACKROCK VALUE	09252L307		7/19/2006	5/17/2010	2,592	0	3,862	-1,270			0	-1,270
9	BLACKROCK VALUE	09252L307		7/19/2006	5/17/2010	1,995	0	2,972	-977			0	-977
10	BLACKROCK VALUE	09252L307		12/6/2006	5/17/2010	2,389	0	3,682	-1,293			0	-1,293
11	BLACKROCK VALUE	09252L307		12/6/2006	5/17/2010	1,642	0	2,531	-889			0	-889
12	BLACKROCK VALUE	09252L307		12/7/2006	5/17/2010	14	0	21	-7			0	-7
13	BLACKROCK VALUE	09252L307		12/7/2006	5/17/2010	14	0	21	-7			0	-7
14	BLACKROCK VALUE	09252L307		7/20/2007	5/17/2010	2,524	0	4,062	-1,538			0	-1,538
15	BLACKROCK VALUE	09252L307		7/23/2007	5/17/2010	14	0	21	-7			0	-7
16	BLACKROCK VALUE	09252L307		12/7/2007	5/17/2010	5,578	0	7,003	-1,425			0	-1,425
17	BLACKROCK VALUE	09252L307		12/7/2007	5/17/2010	2,633	0	3,306	-673			0	-673
18	BLACKROCK VALUE	09252L307		7/18/2008	5/17/2010	1,303	0	1,406	-103			0	-103
19	BROADRIDGE FINL	11133T103		1/12/1998	5/17/2010	2,635	0	1,394	1,241			0	1,241
20	CALAMOS GROWTH	128119856		12/15/2003	5/17/2010	29,567	0	29,994	-427			0	-427
21	CALAMOS GROWTH	128119856		11/18/2004	5/17/2010	82	0	98	-16			0	-16
22	CALAMOS GROWTH	128119856		4/1/2005	5/17/2010	16,234	0	18,946	-2,712			0	-2,712
23	CALAMOS GROWTH	128119856		11/17/2005	5/17/2010	2,091	0	2,615	-524			0	-524
24	CALAMOS GROWTH	128119856		11/18/2005	5/17/2010	41	0	51	-10			0	-10
25	CALAMOS GROWTH	128119856		1/9/2006	5/17/2010	5,247	0	7,133	-1,886			0	-1,886
26	CALAMOS GROWTH	128119856		1/12/2006	5/17/2010	41	0	56	-15			0	-15
27	CALAMOS GROWTH	128119856		11/16/2006	5/17/2010	2,009	0	2,511	-502			0	-502
28	CALAMOS GROWTH	128119856		11/16/2007	5/17/2010	7,871	0	10,189	-2,318			0	-2,318
29	CALAMOS GROWTH	128119856		11/19/2007	5/17/2010	41	0	52	-11			0	-11
30	CHEVRON CORP	166764100		5/18/2001	5/17/2010	39,588	0	25,203	14,385			0	14,385
31	AMERICAN GROWTH FUND	399874304		12/20/2005	5/17/2010	498	0	567	-69			0	-69
32	AMERICAN GROWTH FUND	399874304		1/9/2006	5/17/2010	6,408	0	7,571	-1,163			0	-1,163
33	AMERICAN GROWTH FUND	399874304		12/19/2007	8/24/2010	2,590	0	3,408	-818			0	-818
34	AMERICAN GROWTH FUND	399874304		12/20/2007	8/24/2010	24	0	32	-8			0	-8
35	AMERICAN GROWTH FUND	399874304		12/20/2007	8/24/2010	24	0	32	-8			0	-8
36	AMERICAN GROWTH FUND	399874304		6/18/2010	8/25/2010	10	0	11	-1			0	-1
37	HARBOR INTERNATIONAL	411511306		5/19/2010	8/24/2010	1,868	0	1,813	55			0	55
38	HARBOR INTERNATIONAL	411511306		6/18/2010	8/24/2010	7	0	7	0			0	0
39	HOME DEPOT INC	437076102		1/12/1998	5/17/2010	20,616	0	11,516	9,100			0	9,100
40	ISHARES IBOXX $	464287242		5/17/2010	8/24/2010	1,802	0	1,703	99			0	99
41	ISHARES BARCLAYS MBS BON	464288588		5/17/2010	8/24/2010	218	0	216	2			0	2
42	IVY ASSET STRATEGY	466001864		5/19/2010	8/24/2010	10	0	10	0			0	0
43	IVY ASSET STRATEGY	466001864		5/19/2010	8/24/2010	1,498	0	1,443	55			0	55
44	ALLIANCE BERNSTEIN INTL	018913301		4/16/2007	5/17/2010	43,460	0	87,181	-43,721			0	-43,721
45	ALLIANCE BERNSTEIN INTL	018913301		12/26/2007	5/17/2010	1,927	0	3,516	-1,589			0	-1,589
46	ALLIANCE BERNSTEIN INTL	018913301		12/26/2007	5/17/2010	165	0	302	-137			0	-137
47	ALLIANCE BERNSTEIN INTL	018913301		12/27/2007	5/17/2010	12	0	22	-10			0	-10
48	ALLIANCE BERNSTEIN INTL	018913301		12/27/2007	5/17/2010	12	0	22	-10			0	-10
49	ALLIANCE BERNSTEIN INTL	018913301		4/12/2010	5/17/2010	662	0	22	640			0	640
50	ALTRIA GROUP INC	02209S103		8/19/2005	5/17/2010	4,360	0	3,277	1,083			0	1,083
51	ALTRIA GROUP INC	02209S103		2/8/2006	5/17/2010	4,360	0	3,378	982			0	982
52	AUTOMATIC DATA PROC	053015103		1/12/1998	5/17/2010	6,874	0	4,387	2,487			0	2,487
53	AUTOMATIC DATA PROC	053015103		1/12/1998	5/17/2010	13,582	0	8,637	4,945			0	4,945
54	BP PLC SPON ADR	055622104		1/1/1995	5/17/2010	9,547	0	3,835	5,712			0	5,712
55	BP PLC SPON ADR	055622104		1/1/1995	5/17/2010	13,739	0	11,897	1,842			0	1,842
56	BANK OF AMERICA CORP	060505104		10/9/2003	5/13/2010	1,007	0	2,462	-1,455			0	-1,455
57	BANK OF AMERICA CORP	060505104		10/9/2003	5/13/2010	9,113	0	22,126	-13,013			0	-13,013

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	1,096,748	0	1,082,105	14,643	0	0	0	14,643
58	BLACKROCK PACIFIC FUND	09252J302		10/28/2005	5/17/2010	22,064	0	29,090	-7,026			0	-7,026
59	BLACKROCK PACIFIC FUND	09252J302		1/9/2006	5/17/2010	2,555	0	3,718	-1,163			0	-1,163
60	BLACKROCK PACIFIC FUND	09252J302		12/21/2006	5/17/2010	16	0	25	-9			0	-9
61	BLACKROCK PACIFIC FUND	09252J302		7/23/2007	5/17/2010	16	0	29	-13			0	-13
62	BLACKROCK PACIFIC FUND	09252J302		12/19/2007	5/17/2010	3,627	0	5,532	-1,905			0	-1,905
63	BLACKROCK PACIFIC FUND	09252J302		7/18/2008	5/17/2010	1,199	0	1,538	-339			0	-339
64	BLACKROCK PACIFIC FUND	09252J302		12/16/2008	5/17/2010	6,261	0	4,633	1,628			0	1,628
65	BLACKROCK PACIFIC FUND	09252J302		12/17/2008	5/17/2010	16	0	12	4			0	4
66	BLACKROCK PACIFIC FUND	09252J302		7/27/2009	5/17/2010	16	0	15	1			0	1
67	BLACKROCK PACIFIC FUND	09252J302		4/12/2010	5/17/2010	789	0	15	774			0	774
68	BLACKROCK VALUE	09252L307		12/15/2003	5/17/2010	18,471	0	29,983	-11,512			0	-11,512
69	BLACKROCK VALUE	09252L307		7/27/2004	5/17/2010	502	0	793	-291			0	-291
70	BLACKROCK VALUE	09252L307		7/27/2004	5/17/2010	746	0	1,179	-433			0	-433
71	CITIGROUP INC	172967101		10/9/1998	5/17/2010	2,605	0	10,638	-8,033			0	-8,033
72	COLGATE PALMOLIVE	194162103		1/12/1998	5/17/2010	41,951	0	17,079	24,872			0	24,872
73	COLUMBIA MARSICO FOCUSED	19765H248		12/15/2003	5/17/2010	33,253	0	28,805	4,448			0	4,448
74	COLUMBIA MARSICO FOCUSED	19765H248		4/1/2005	5/17/2010	33,753	0	31,506	2,247			0	2,247
75	COLUMBIA MARSICO FOCUSED	19765H248		1/9/2006	8/24/2010	1,701	0	2,034	-333			0	-333
76	COLUMBIA MARSICO FOCUSED	19765H248		12/13/2007	8/24/2010	826	0	1,170	-344			0	-344
77	COLUMBIA MARSICO FOCUSED	19765H248		6/19/2009	8/24/2010	17	0	15	2			0	2
78	COLUMBIA MARSICO FOCUSED	19765H248		6/18/2010	8/25/2010	3	0	3	0			0	0
79	COLUMBIA SELIGMAN	19842W408		10/23/2007	5/17/2010	48,629	0	50,860	-2,231			0	-2,231
80	DAVIS NY VENTURE	239080302		12/15/2003	5/17/2010	33,478	0	28,646	4,832			0	4,832
81	DAVIS NY VENTURE	239080302		4/1/2005	5/17/2010	31,892	0	31,407	485			0	485
82	DAVIS NY VENTURE	239080302		1/9/2006	5/17/2010	239	0	269	-30			0	-30
83	COLUMBIA MARSICO FOCUSED	19765H248		4/6/2005	5/17/2010	18	0	17	1			0	1
84	COLUMBIA MARSICO FOCUSED	19765H248		1/9/2006	5/17/2010	446	0	494	-48			0	-48
85	DAVIS NY VENTURE	239080302		1/9/2006	8/24/2010	2,561	0	3,099	-538			0	-538
86	DAVIS NY VENTURE	239080302		12/5/2006	8/24/2010	28	0	37	-9			0	-9
87	DAVIS NY VENTURE	239080302		1/9/2006	8/25/2010	25	0	30	-5			0	-5
88	DELAWARE EMERGING	245914817		5/19/2010	8/24/2010	600	0	573	27			0	27
89	DELAWARE EMERGING	245914817		6/18/2010	8/24/2010	9	0	9	0			0	0
90	AMERICAN EURO PACIFIC	298706300		12/15/2003	5/17/2010	35,521	0	34,572	949			0	949
91	FRANKLIN INCOME	353496805		1/11/2005	5/17/2010	41,528	0	49,318	-7,790			0	-7,790
92	FRANKLIN INCOME	353496805		12/5/2005	5/17/2010	156	0	179	-23			0	-23
93	FRANKLIN INCOME	353496805		12/5/2005	5/17/2010	94	0	108	-14			0	-14
94	FRANKLIN INCOME	353496805		12/6/2005	5/17/2010	2	0	2	0			0	0
95	FRANKLIN INCOME	353496805		12/5/2006	5/17/2010	302	0	384	-82			0	-82
96	FRANKLIN INCOME	353496805		12/5/2006	5/17/2010	310	0	395	-85			0	-85
97	FRANKLIN INCOME	353496805		12/6/2006	5/17/2010	2	0	3	-1			0	-1
98	FRANKLIN INCOME	353496805		12/5/2007	5/17/2010	709	0	890	-181			0	-181
99	FRANKLIN INCOME	353496805		12/5/2007	5/17/2010	279	0	350	-71			0	-71
100	FRANKLIN INCOME	353496805		12/6/2007	5/17/2010	2	0	3	-1			0	-1
101	FRANKLIN INCOME	353496805		12/3/2008	5/17/2010	33	0	24	9			0	9
102	GENERAL ELECTRIC	369604103		1/1/1995	5/17/2010	11,533	0	3,140	8,393			0	8,393
103	AMERICAN GROWTH FUND	399874304		12/15/2003	5/17/2010	33,205	0	29,131	4,074			0	4,074
104	AMERICAN GROWTH FUND	399874304		4/1/2005	5/17/2010	29,952	0	29,635	317			0	317
105	AMERICAN EURO PACIFIC	298706300		4/1/2005	5/17/2010	16,323	0	16,666	-343			0	-343
106	AMERICAN EURO PACIFIC	298706300		4/6/2005	5/17/2010	34	0	35	-1			0	-1
107	AMERICAN EURO PACIFIC	298706300		12/28/2005	5/17/2010	1,711	0	2,008	-297			0	-297
108	AMERICAN EURO PACIFIC	298706300		12/29/2005	5/17/2010	34	0	41	-7			0	-7
109	AMERICAN EURO PACIFIC	298706300		1/9/2006	5/17/2010	3,217	0	3,995	-778			0	-778
110	AMERICAN EURO PACIFIC	298706300		1/12/2006	5/17/2010	34	0	42	-8			0	-8
111	AMERICAN EURO PACIFIC	298706300		12/27/2006	5/17/2010	2,738	0	3,602	-864			0	-864
112	AMERICAN EURO PACIFIC	298706300		12/27/2006	5/17/2010	753	0	991	-238			0	-238
113	AMERICAN EURO PACIFIC	298706300		12/28/2006	5/17/2010	34	0	46	-12			0	-12
114	AMERICAN EURO PACIFIC	298706300		12/13/2007	5/17/2010	4,415	0	6,585	-2,170			0	-2,170

6/22/2011 4:59:35 PM - 74214011 - RWU - PGC - W.F INGRAM FOUNDATION

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	1,096,748	0	1,082,105	14,643	0	0	0	14,643
115	AMERICAN EURO PACIFIC	298706300		12/24/2008	5/17/2010	3,525	0	2,726	799			0	799
116	AMERICAN EURO PACIFIC	298706300		12/29/2009	5/17/2010	34	0	38	-4			0	-4
117	AMERICAN EURO PACIFIC	298706300		4/12/2010	5/17/2010	4,243	0	38	4,205			0	4,205
118	AMERICAN EURO PACIFIC	29875E100		5/19/2010	8/24/2010	1,933	0	1,871	62			0	62
119	AMERICAN EURO PACIFIC	29875E100		5/19/2010	8/24/2010	28	0	27	1			0	1
120	AMERICAN EURO PACIFIC	29875E100		6/18/2010	8/24/2010	4	0	4	0			0	0
121	EXXON MOBIL CORP COM	30231G102		1/1/1995	5/17/2010	30,512	0	992	29,520			0	29,520
122	FIRST EAGLE GOLD FUND	32008F770		5/19/2010	8/24/2010	1,337	0	1,270	67			0	67
123	FIRST EAGLE GOLD FUND	32008F770		5/19/2010	8/24/2010	1	0	1	0			0	0
124	FIRST EAGLE GOLD FUND	32008F770		6/18/2010	8/24/2010	4	0	4	0			0	0
125	IVY ASSET STRATEGY	466001864		6/18/2010	8/24/2010	2	0	2	0			0	0
126	JPMORGAN CHASE & CO	46625H100		12/16/1998	5/17/2010	8,863	0	9,241	-378			0	-378
127	JOHNSON AND JOHNSON COM	478160104		7/28/1998	5/17/2010	25,605	0	15,732	9,873			0	9,873
128	KRAFT FOODS INC VA CL A	50075N104		8/19/2005	5/17/2010	4,186	0	3,385	801			0	801
129	KRAFT FOODS INC VA CL A	50075N104		2/8/2006	5/17/2010	4,186	0	3,446	740			0	740
130	LOOMIS SAYLES BOND FD	543495840		5/19/2010	8/24/2010	319	0	314	5			0	5
131	LORD ABBETT AFFILIATED	544001308		12/15/2003	5/17/2010	27,523	0	34,176	-6,653			0	-6,653
132	LORD ABBETT AFFILIATED	544001308		11/24/2004	5/17/2010	52	0	72	-20			0	-20
133	LORD ABBETT AFFILIATED	544001308		11/24/2004	5/17/2010	597	0	816	-219			0	-219
134	LORD ABBETT AFFILIATED	544001308		4/1/2005	5/17/2010	21,472	0	29,329	-7,857			0	-7,857
135	LORD ABBETT AFFILIATED	544001308		4/6/2005	5/17/2010	31	0	43	-12			0	-12
136	LORD ABBETT AFFILIATED	544001308		11/22/2005	5/17/2010	314	0	423	-109			0	-109
137	LORD ABBETT AFFILIATED	544001308		11/22/2005	5/17/2010	3,392	0	4,565	-1,173			0	-1,173
138	LORD ABBETT AFFILIATED	544001308		11/23/2005	5/17/2010	21	0	28	-7			0	-7
139	LORD ABBETT AFFILIATED	544001308		1/9/2006	5/17/2010	9,516	0	13,208	-3,692			0	-3,692
140	LORD ABBETT AFFILIATED	544001308		1/12/2006	5/17/2010	10	0	14	-4			0	-4
141	LORD ABBETT AFFILIATED	544001308		5/19/2006	5/17/2010	10	0	15	-5			0	-5
142	LORD ABBETT AFFILIATED	544001308		8/18/2006	5/17/2010	10	0	15	-5			0	-5
143	LORD ABBETT AFFILIATED	544001308		11/21/2006	5/17/2010	1,099	0	1,567	-468			0	-468
144	LORD ABBETT AFFILIATED	544001308		11/21/2006	5/17/2010	482	0	686	-204			0	-204
145	LORD ABBETT AFFILIATED	544001308		11/20/2007	8/24/2010	2,301	0	3,322	-1,021			0	-1,021
146	LORD ABBETT AFFILIATED	544001308		11/21/2007	8/24/2010	9	0	13	-4			0	-4
147	LORD ABBETT AFFILIATED	544001308		11/21/2007	8/24/2010	9	0	13	-4			0	-4
148	LORD ABBETT AFFILIATED	544001308		2/19/2008	8/24/2010	9	0	13	-4			0	-4
149	LORD ABBETT AFFILIATED	544001308		8/18/2008	8/24/2010	9	0	12	-3			0	-3
150	LORD ABBETT AFFILIATED	544001308		2/17/2009	8/24/2010	9	0	7	2			0	2
151	LORD ABBETT AFFILIATED	544001308		12/31/2009	8/24/2010	9	0	10	-1			0	-1
152	LORD ABBETT AFFILIATED	544001308		6/18/2010	8/25/2010	7	0	8	-1			0	-1
153	LOWE'S COMPANIES INC	548661107		6/13/2002	5/17/2010	23,116	0	22,425	691			0	691
154	MEDTRONIC INC COM	585055106		1/1/1995	5/17/2010	4,256	0	590	3,666			0	3,666
155	MEDTRONIC INC COM	585055106		1/1/1995	5/17/2010	8,512	0	1,162	7,350			0	7,350
156	MICROSOFT CORP	594918104		1/1/1995	5/17/2010	25,210	0	15,703	9,507			0	9,507
157	NORTEL NETWORKS CORP	656568508		7/15/2008	5/17/2010	1	0	188	-187			0	-187
158	OPPENHEIMER DEVELOPING	683974307		10/28/2005	5/17/2010	12,968	0	15,155	-2,187			0	-2,187
159	OPPENHEIMER DEVELOPING	683974307		12/9/2005	5/17/2010	520	0	651	-131			0	-131
160	OPPENHEIMER DEVELOPING	683974307		12/9/2005	5/17/2010	246	0	308	-62			0	-62
161	OPPENHEIMER DEVELOPING	683974307		12/12/2005	5/17/2010	27	0	35	-8			0	-8
162	OPPENHEIMER DEVELOPING	683974307		12/12/2005	5/17/2010	27	0	35	-8			0	-8
163	OPPENHEIMER DEVELOPING	683974307		1/9/2006	5/17/2010	848	0	1,180	-332			0	-332
164	OPPENHEIMER DEVELOPING	683974307		12/11/2006	5/17/2010	547	0	785	-238			0	-238
165	OPPENHEIMER DEVELOPING	683974307		12/11/2006	5/17/2010	1,860	0	2,668	-808			0	-808
166	OPPENHEIMER DEVELOPING	683974307		12/12/2006	5/17/2010	27	0	39	-12			0	-12
167	OPPENHEIMER DEVELOPING	683974307		12/11/2007	5/17/2010	3,010	0	5,350	-2,340			0	-2,340
168	OPPENHEIMER DEVELOPING	683974307		12/11/2007	5/17/2010	629	0	1,119	-490			0	-490
169	OPPENHEIMER DEVELOPING	683974307		12/12/2007	5/17/2010	55	0	96	-41			0	-41
170	OPPENHEIMER DEVELOPING	683974307		12/9/2008	5/17/2010	438	0	233	205			0	205
171	OPPENHEIMER DEVELOPING	683974307		12/9/2008	5/17/2010	11,409	0	6,084	5,325			0	5,325

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	0
Short Term CG Distributions	0

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
					Totals	1,096,748	0	1,082,105	14,643	0	0	0	14,643
172	OPPENHEIMER DEVELOPING	683974307		12/9/2009	5/17/2010	27	0	27	0			0	0
173	OPPENHEIMER DEVELOPING	683974307		4/12/2010	5/17/2010	328	0	27	301			0	301
174	OPPENHEIMER DEVELOPING	683974505		5/19/2010	8/24/2010	1,039	0	953	86			0	86
175	OPPENHEIMER DEVELOPING	683974505		6/18/2010	8/24/2010	16	0	15	1			0	1
176	PHILIP MORRIS INTL INC	718172109		8/19/2005	5/17/2010	9,326	0	7,509	1,817			0	1,817
177	PHILIP MORRIS INTL INC	718172109		2/8/2006	5/17/2010	9,326	0	7,658	1,668			0	1,668
178	PIMCO COMMODITY REAL	72201M842		5/19/2010	8/24/2010	837	0	811	26			0	26
179	PIMCO COMMODITY REAL	72201M842		5/19/2010	8/24/2010	5	0	5	0			0	0
180	PIMCO COMMODITY REAL	72201M842		6/18/2010	8/24/2010	2	0	2	0			0	0
181	SPDR GOLD TRUST	78463V107		5/17/2010	8/24/2010	121	0	121	0			0	0
182	SCHLUMBERGER LTD	806857108		5/18/2001	5/17/2010	32,588	0	17,494	15,094			0	15,094
183	VANGUARD INTERMEDIATE	921937819		5/17/2010	8/24/2010	1,814	0	1,715	99			0	99
184	WAL-MART STORES INC	931142103		2/18/1999	5/17/2010	10,547	0	8,578	1,969			0	1,969
185	WAL-MART STORES INC	931142103		9/7/1999	5/17/2010	14,501	0	13,062	1,439			0	1,439
186	YAHOO INC	984332106		10/23/2007	5/17/2010	1,474	0	2,819	-1,345			0	-1,345
187	YAHOO INC	984332106		10/23/2007	5/17/2010	3,275	0	6,240	-2,965			0	-2,965
188	YAHOO INC	984332106		10/23/2007	5/17/2010	164	0	313	-149			0	-149
189	YAHOO INC	984332106		10/23/2007	5/17/2010	1,637	0	3,132	-1,495			0	-1,495

Gift
Estate Valuation

As-of Date. 04/12/2010
Valuation Date. 04/12/2010
Processing Date: 04/23/2010

Estate of: Ingram Family Foundation
Account: 742-74D60
Report Type: Distribution Date
Number of Securities: 34
File ID· 74214011 ingram 4-12-2010

	Shares or Par	Security Description	High/Ask	Low/Bid	Mean	Security Value
1)	400	ALTRIA GROUP INC (02209S103) COM New York Stock Exchange 04/12/2010	21.20000	20.94000 H/L	21.070000	8,428.00
2)	485	AUTOMATIC DATA PROCESSING INC (053015103) COM The NASDAQ Stock Market LLC 04/12/2010	44.30000	44.03000 H/L	44.165000	21,420.03
3)	500	BP PLC (055622104) SPONSORED ADR New York Stock Exchange 04/12/2010	59 62000	59.21000 H/L	59.415000	29,707.50
4)	121	BROADRIDGE FINL SOLUTIONS INC (11133T103) COM New York Stock Exchange 04/12/2010	22.00000	21.62000 H/L	21.810000	2,639.01
5)	668	CITIGROUP INC (172967101) COM New York Stock Exchange 04/12/2010	4.64000	4.58000 H/L	4.610000	3,079.48
6)	515	CHEVRON CORP NEW (166764100) COM New York Stock Exchange 04/12/2010	80.80000	79 37000 H/L	80.085000	41,243.78
7)	700	COCA COLA CO (191216100) COM New York Stock Exchange 04/12/2010	54 86000	54.51000 H/L	54.685000	38,279.50
8)	500	COLGATE PALMOLIVE CO (194162103) COM New York Stock Exchange 04/12/2010	84 84000	84 17000 H/L	84.505000	42,252.50
9)	482	EXXON MOBIL CORP (30231G102) COM New York Stock Exchange 04/12/2010	69.05000	68.58000 H/L	68.815000	33,168 83
10)	656	GENERAL ELECTRIC CO (369604103) COM New York Stock Exchange 04/12/2010	18.98000	18.54000 H/L	18.760000	12,306.56
11)	600	HOME DEPOT INC (437076102) COM New York Stock Exchange 04/12/2010	33 57000	33.14000 H/L	33.355000	20,013.00
12)	225	JPMORGAN CHASE & CO (46625H100) COM New York Stock Exchange 04/12/2010	46.47000	45.90000 H/L	46.185000	10,391.63

As of Date: 04/12/2010
Valuation Date: 04/12/2010
Processing Date: 04/23/2010

Estate of: Ingram Family Foundation
Account: 742-74D60
Report Type: Distribution Date
Number of Securities. 34
File ID: 74214011 ingram 4-12-2010

	Shares or Par	Security Description	High/Ask	Low/Bid	Mean	Security Value
13)	400	JOHNSON & JOHNSON (478160104) COM New York Stock Exchange 04/12/2010	65.21000	64 93000 H/L	65 070000	26,028 00
14)	276	KRAFT FOODS INC (50075N104) CL A New York Stock Exchange 04/12/2010	30 41000	30.24000 H/L	30.325000	8,369.70
15)	932	LOWES COS INC (548661107) COM New York Stock Exchange 04/12/2010	25.60000	25.37000 H/L	25.485000	23,752 02
16)	300	JOHNSTOWN AMERN COS (479480303) Medtronic UNIT EX 050983 The NASDAQ Stock Market LLC 04/29/1983 Last price available on 04/29/1983	8.50000	7.75000 A/B	8.125000	N/A
17)	869	MICROSOFT CORP (594918104) COM The NASDAQ Stock Market LLC 04/12/2010	30.49000	30.20500 H/L	30.347500	26,371.98
18)	29	NORTEL NETWORKS CORP NEW (656568508) COM NEW Other OTC 04/12/2010	0.06200	0.04400 H/L	0.053000	1.54
19)	400	PHILIP MORRIS INTL INC (718172109) COM New York Stock Exchange 04/12/2010	53 20000	52.74000 H/L	52 970000	21,188.00
20)	506	SCHLUMBERGER LTD (806857108) COM New York Stock Exchange 04/12/2010	66.84000	66.15000 H/L	66 495000	33,646.47
21)	475	WAL MART STORES INC (931142103) COM New York Stock Exchange 04/12/2010	55.10000	54.58000 H/L	54.840000	26,049.00
22)	400	YAHOO INC (984332106) COM The NASDAQ Stock Market LLC 04/12/2010	17.88000	17.41000 H/L	17.645000	7,058.00
23)	3778	COLUMBIA FDS SER TR (19765H248) MARS FCS EQ C Mutual Fund (as quoted by NASDAQ) 04/12/2010		19.28000 Mkt	19.280000	72,839.84
24)	1494	SELIGMAN COMMUNICATION&INFORM (816333405) CL C SHS Mutual Fund (as quoted by NASDAQ) 04/12/2010		34.12000 Mkt	34.120000	50,975.28

As-of Date: 04/12/2010
Valuation Date: 04/12/2010
Processing Date: 04/23/2010

Estate of: Ingram Family Foundation
Account: 742-74D60
Report Type: Distribution Date
Number of Securities: 34
File ID: 74214011 ingram 4-12-2010

	Shares or Par	Security Description	High/Ask	Low/Bid	Mean	Security Value
25)	3912	ALLIANCEBERNSTEIN INTLVALUE FD (018913301) CL C SHS Mutual Fund (as quoted by NASDAQ) 04/12/2010		13.75000 Mkt	13 750000	53,790.00
26)	2671	GROWTH FD AMER INC (399874304) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		27.99000 Mkt	27.990000	74,761.29
27)	2122	EURO PAC GROWTH FD (298706300) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		38.58000 Mkt	38 580000	81,866.76
28)	1542	CALAMOS INV TR NEW (128119856) GROWTH FD CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		43.05000 Mkt	43.050000	66,383.10
29)	2318	BLACKROCK PAC FD (09252J302) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		17.41000 Mkt	17.410000	40,356.38
30)	4640	BLACKROCK VALUE OPPORT FD (09252L307) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		13 79000 Mkt	13 790000	63,985.60
31)	2193	DAVIS NY VENTURE FD INC (239080302) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		31.92000 Mkt	31 920000	70,000.56
32)	20875	FRANKLIN CUSTODIAN FDS INC (353496805) INCOME FD CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		2.14000 Mkt	2.140000	44,672.50
33)	6164	LORD ABBETT AFFILIATED FD INC (544001308) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		11.25000 Mkt	11 250000	69,345.00
34)	1205	OPPENHEIMER DEVELOPING MKTS FD (683974307) CL C Mutual Fund (as quoted by NASDAQ) 04/12/2010		29.52000 Mkt	29.520000	35,571 60

Total Value. $1,159,942 44

Cutz

Estate Valuation

As-of Date. 08/20/2010
Valuation Date: 08/20/2010
Processing Date. 06/15/2011

Cutz

Estate of: Ingram Foundation
Account: 74274D60
Report Type: Distribution Date
Number of Securities 4
File ID: ingram74274d60

	Shares or Par	Security Description	High/Ask	Low/Bid	Mean	Security Value
1)	154	COLUMBIA FDS SER TR (19765H248) MARS FCS EQ C Mutual Fund (as quoted by NASDAQ) 08/20/2010		17 11000 Mkt	17 110000	2,634.94
2)	108	GROWTH FD AMER INC (399874304) CL C Mutual Fund (as quoted by NASDAQ) 08/20/2010		25 04000 Mkt	25.040000	2,704.32
3)	93	DAVIS NY VENTURE FD INC (239080302) CL C Mutual Fund (as quoted by NASDAQ) 08/20/2010		28.41000 Mkt	28.410000	2,642 13
4)	249	LORD ABBETT AFFILIATED FD INC (544001308) CL C Mutual Fund (as quoted by NASDAQ) 08/20/2010		9.70000 Mkt	9 700000	2,415 30

Total Value: $10,396 69

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print		
	Name of Exempt Organization W F INGRAM FOUNDATION	Employer identification number 27-1465067
File by the extended due date for filing the return See instructions	Number, street, and room or suite no If a P O box, see instructions P O Box 1501, NJ2-130-03-31	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions Pennington NJ 08534-1501	

Check type of return to be filed (File a separate application for each return)

[ ] Form 990	[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 6069
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 4720	[ ] Form 8870
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ MLTC, A DIVISION OF BANK OF AMERICA NA P O Box 1501, NJ2-130-03-

 Telephone No ▶ 609-274-6968 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 7/15/2011

5 For calendar year ________ , or other tax year beginning 3/11/2010 , and ending 8/31/2010

6 If this tax year is for less than 12 months, check reason [X] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return

8 a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ 524
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 650
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶