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Form **990-PF**

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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning 10/01/09, and ending 09/30/10

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation WILSON P. AND ANNE W. FRANKLIN FOUNDATION		A Employer identification number 58-6329924
	Number and street (or P O box number if mail is not delivered to street address) 5315 SOUTH TRIMBLE ROAD	Room/suite	B Telephone number (see page 10 of the instructions) 404-255-6689
	City or town, state, and ZIP code ATLANTA GA 30342		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,853,569		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	

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

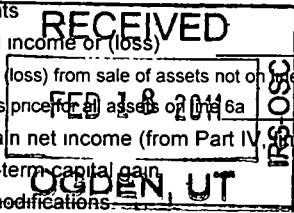
	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	519,900			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	27,666	27,666		
4 Dividends and interest from securities	55,046	55,046		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	20,013			
b Gross sales price for all assets on line 6a	578,602			
7 Capital gain net income (from Part IV, line 2)		20,013		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	622,625	102,725	0	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 1	3,775			3,775
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 2	365			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 3	14,560	14,560		
24 Total operating and administrative expenses. Add lines 13 through 23	18,700	14,560		3,775
25 Contributions, gifts, grants paid	142,500			142,500
26 Total expenses and disbursements. Add lines 24 and 25	161,200	14,560	0	146,275
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	461,425			
b Net investment income (if negative, enter -0-)		88,165		
c Adjusted net income (if negative, enter -0-)			0	

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

Form 990-PF (2009)

SCANNED FEB 28 2011
Revenue

Operating and Administrative Expenses



20

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	48,646	76,990	76,990
	2 Savings and temporary cash investments	367,543	631,862	631,862
	3 Accounts receivable ♦ Less allowance for doubtful accounts ♦			
	4 Pledges receivable ♦ Less allowance for doubtful accounts ♦			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ♦ Less allowance for doubtful accounts ♦			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule) SEE STMT 4	351,441	343,147	357,020
	b Investments—corporate stock (attach schedule) SEE STMT 5	1,136,517	1,528,974	1,787,697
	c Investments—corporate bonds (attach schedule) SEE STMT 6	215,401		
	11 Investments—land, buildings, and equipment basis ♦ Less accumulated depreciation (attach sch) ♦			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ♦ Less accumulated depreciation (attach sch) ♦			
	15 Other assets (describe ♦)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,119,548	2,580,973	2,853,569
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ♦)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ♦ <input type="checkbox"/> 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 ♦ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,119,548	2,580,973	
	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)	2,119,548	2,580,973	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,119,548	2,580,973	

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	2,119,548
2 Enter amount from Part I, line 27a	2	461,425
3 Other increases not included in line 2 (itemize) ♦	3	
4 Add lines 1, 2, and 3	4	2,580,973
5 Decreases not included in line 2 (itemize) ♦	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,580,973

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 WORKSHEET			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	20,013
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	21,761

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	127,900	2,188,133	0.058452
2007	189,300	2,555,517	0.074075
2006	86,540	1,486,619	0.058213
2005	52,765	798,143	0.066110
2004	8,825	64,182	0.137500

2 Total of line 1, column (d)	2	0.394350
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	0.078870
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,522,747
5 Multiply line 4 by line 3	5	198,969
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	882
7 Add lines 5 and 6	7	199,851
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	146,275

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,763
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,763
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,763
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,080
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	1,080
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	683
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) 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)

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? Website address ♦ N/A	13	X	
14	The books are in care of ♦ W. STEVENS FRANKLIN 5315 SOUTH TRIMBLE ROAD Located at ♦ ATLANTA, GA	Telephone no ♦ 404-255-6689 ZIP+4 ♦ 30342		
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		♦ <input type="checkbox"/>

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ♦ <input type="checkbox"/>	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	N/A	
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? If "Yes," list the years ♦ 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A <input type="checkbox"/>		5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A		7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
W. STEVENS FRANKLIN 5315 SOUTH TRIMBLE ROAD ATLANTA GA 30342	TRUSTEE	0.00	0	0
TAMMY G. FRANKLIN 5315 SOUTH TRIMBLE ROAD ATLANTA GA 30342	TRUSTEE	0.00	0	0
JAMES D. BRYCE 5315 SOUTH TRIMBLE ROAD ATLANTA GA 30342	TRUSTEE	0.00	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).

If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 N/A**2****3****4****Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 N/A**2**

All other program-related investments. See page 24 of the instructions

3

Total. Add lines 1 through 3



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,401,145
b	Average of monthly cash balances	1b	160,019
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,561,164
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,561,164
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	38,417
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,522,747
6	Minimum investment return. Enter 5% of line 5	6	126,137

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	126,137
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,763
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,763
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	124,374
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	124,374
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	124,374

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	146,275
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	146,275
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	146,275

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				124,374
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009				
a From 2004	5,616			
b From 2005	13,438			
c From 2006	13,207			
d From 2007	63,264			
e From 2008	19,538			
f Total of lines 3a through e	115,063			
4 Qualifying distributions for 2009 from Part XII, line 4 ♦ \$ 146,275				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				124,374
e Remaining amount distributed out of corpus	21,901			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	136,964			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	5,616			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	131,348			
10 Analysis of line 9				
a Excess from 2005	13,438			
b Excess from 2006	13,207			
c Excess from 2007	63,264			
d Excess from 2008	19,538			
e Excess from 2009	21,901			

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

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

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	N/A
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	N/A
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> 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	W. STEVENS FRANKLIN 404-255-6689 5315 SOUTH TRIMBLE ROAD ATLANTA GA 30342
b The form in which applications should be submitted and information and materials they should include	SEE STATEMENT 7
c Any submission deadlines	SEE STATEMENT 8
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	GRANTS WILL BE AWARDED BASED ON THEIR INDIVIDUAL MERITS.

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				
WINSHIP CANCER INSTITUTE 1365-B CLIFTON ROAD B4100 ATLANTA GA 30322	N/A	PUB CHARITY CANCER	RESEARCH	75,000
CHILDRENS HEALTHCARE OF A 1687 TULLIE CIRCLE NE ATLANTA GA 30329	N/A	PUB CHARITY HOSPITAL IMPROVEMENTS		50,000
GILGAL, INC. P.O. BOX 15077 ATLANTA GA 30315	N/A	PUB CHARITY DRUG ADDICTION PROGRAM		2,500
GENESIS HEALTHCARE SERVIC 101 EAST STATE STREET KENNETT SQUARE PA 19348	N/A	PUB CHARITY HEALTHCARE	SERVICES	15,000
Total			◆ 3a	142,500
b Approved for future payment				
N/A				
Total			◆ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	27,666		
4 Dividends and interest from securities			14	55,046		
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						20,013
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0		82,712		20,013
13 Total. Add line 12, columns (b), (d), and (e)				13		102,725

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

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

[illegible]

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

**WILSON P. AND ANNE W. FRANKLIN
FOUNDATION**

Employer identification number

58-6329924

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 foundationCheck 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 in the heading 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).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

WILSON P. AND ANNE W. FRANKLIN

Employer identification number

58-6329924

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	RICHARD R FRANKLIN ESTATE 5315 S. TRIMBLE ROAD NW ATLANTA GA 30342	\$ 519,900	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution .)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

WILSON P: AND ANNE W. FRANKLIN

Employer identification number

58-6329924

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
1	25000 SHRS CHEROKEE CNTY GA	\$ 26,946	03/04/10
1	20000 SHRS COBB CNTY GA DEV	\$ 22,100	03/04/10
1	10000 SHRS GEORGIA ST.	\$ 10,771	03/04/10
1	2650 SHRS ISHARES TR LEHMAN BD F	\$ 276,660	03/04/10
		\$	
		\$	

Capital Gains and Losses for Tax on Investment Income			
Form 990-PF	For calendar year 2009, or tax year beginning 10/01/09 , and ending 09/30/10		2009
Name WILSON P. AND ANNE W. FRANKLIN FOUNDATION			Employer Identification Number 58-6329924
(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)
(1) 11000 SHRS ACACIA FEDERAL BANK	P	03/26/07	01/28/10
(2) 5000 SHRS HOBOKEN NEW JERSEY	P	01/31/08	04/01/10
(3) 2650 SHRS ISHARES BARCLAY BOND	P	03/04/10	03/09/10
(4) 17790.9790 SHRS JP MORGAN HIGH YIEL	P	06/30/10	07/27/10
(5) 569.1060 SHRS SCHWAB S&P 500 SELE	P	06/15/09	02/25/10
(6) 12173.9260 SHRS T ROWE PRICE HIGH YI	P	01/29/10	02/22/10
(7) 20000 SHRS TULARE COUNTY CALIFORNIA	P	01/24/08	08/15/10
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 11,000		10,722	278
(2) 5,000		5,289	-289
(3) 277,045		267,005	10,040
(4) 141,616		134,489	7,127
(5) 9,800		8,332	1,468
(6) 114,141		111,015	3,126
(7) 20,000		21,737	-1,737
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
(1)			278
(2)			-289
(3)			10,040
(4)			7,127
(5)			1,468
(6)			3,126
(7)			-1,737
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TARPLEY & UNDERWOOD, P.C.	\$ 3,775	\$	\$	\$ 3,775
TOTAL	\$ 3,775	\$ 0	\$ 0	\$ 3,775

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
2009 ESTIMATED TAX PAYMENTS	\$ 365	\$	\$	\$
TOTAL	\$ 365	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	
SMITH BARNEY ANNUAL ACCT FEE	125	125		
SCHWAB MANAGEMENT FEE	14,420	14,420		
SUNTRUST FEES	15	15		
TOTAL	\$ 14,560	\$ 14,560	\$ 0	\$ 0

58-6329924

Federal Statements

FYE: 9/30/2010

Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHWAB - MUNI BONDS - SEE STMT L-1	\$ 351,441	\$ 343,147	COST	\$ 357,020
TOTAL	\$ 351,441	\$ 343,147		\$ 357,020

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHWAB - MUTUAL FUNDS - SEE STMT L-1	\$ 1,136,517	\$ 1,528,974	COST	\$ 1,787,697
TOTAL	\$ 1,136,517	\$ 1,528,974		\$ 1,787,697

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHWAB OTHER ASSETS	\$ 215,401		COST	\$
TOTAL	\$ 215,401	\$ 0		\$ 0

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

PROPOSALS SHOULD INCLUDE:

- 1) BRIEF DESCRIPTION OF ORGANIZATION AND PROGRAM IN NEED
- 2) NAMES OF THE OFFICERS OF THE ORGANIZATION
- 3) AMOUNT REQUESTED AND OTHER EXPECTED SOURCES OF SUPPORT

Statement 8 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

THE BOARD OF DIRECTORS WILL CONSIDER GRANT REQUESTS
THROUGHOUT THE YEAR.

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

Description

GRANTS WILL BE AWARDED BASED ON THEIR INDIVIDUAL MERITS.

58-6329924

Federal Statements

FYE: 9/30/2010

Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
SCHWAB MONEY MARKET	\$ 27,666		14	
TOTAL	\$ 27,666			

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>
CHARLES SCHWAB	\$ 54,954		14	
SMITHBARNEY	92		14	
TOTAL	\$ 55,046			

Tarpley & Underwood Financial Advisors, LLC
Three Ravinia Drive, Suite 1500
Atlanta, Georgia 30346
770-730-5010

Portfolio Statement

As of 09/30/2010

Wilson and Anne Franklin Foundation Charitable Foundation
Bryce, Tammy-Steve Franklin, Trustees
5315 S Trimble Road NE
Atlanta, GA 30342

Weight	Symbol	Description	Quantity	Trade Date	Cost Basis	Current Value
EQUITIES						
Large Cap Equity						
18.4%	DFEOX	DFA US Core Equity I	51,951	10/17/2008	367,803.80	509,119.60
13.9%	SWPPX	Schwab S&P 500 Select	21,428	06/15/2009	357,230.42	385,911.85
32.3%					725,034.22	895,031.45
Small/Midcap Equity						
4.9%	DFQTX	DFA US Core Equity II	14,059	10/17/2008	116,027.11	136,367.56
Foreign Equity						
5.6%	DFCEX	DFA Emerging Markets	7,464	06/08/2007	120,689.94	154,514.16
10.2%	DFIEX	DFA International Core	27,122	06/18/2008	268,779.92	282,071.56
15.8%					389,469.86	436,585.72
Real Estate Securities						
3.3%	DFGEX	DFA Global Real Estate	11,512	08/21/2008	93,196.37	91,292.74
56.3%					1,323,727.56	1,559,277.47
FIXED INC						
Municipal Bonds						
0.8%	107889KK2	Brick New Jersey 11/15/2017 5.45%	20,000	01/23/2008	20,642.00	20,436.40
		Accrued Income				408.75
1.0%	164231GE6	Cherokee County Georgia 08/01/2017 5.25%	25,000	03/04/2010	27,366.50	26,283.50
		Accrued Income				215.10
0.8%	190789AK3	Cobb County Georgia 07/15/2019 5.25%	20,000	03/04/2010	21,984.80	22,392.60
		Accrued Income				218.75
1.9%	20773AAW0	Connecticut State 08/15/2013 4.84%	50,000	01/23/2008	50,851.50	53,262.00
		Accrued Income				302.50
0.4%	37358MAR2	Georgia State Road 10/01/2019 5.00%	10,000	03/04/2010	10,792.60	11,086.20
		Accrued Income				248.61
1.7%	434110QE5	Hoboken New Jersey 04/01/2013 5.45%	45,000	01/31/2008	42,314.68	46,634.85
		Accrued Income				1,219.44
2.9%	492279CL6	Kern County California 08/15/2016 4.50%	75,000	01/24/2008	73,461.25	78,993.75
		Accrued Income				421.88
0.9%	763631XQ6	Richland County South Car 03/01/2016 5.00%	25,000	01/31/2008	25,548.50	26,160.25
		Accrued Income				100.69

Portfolio Statement

As of 09/30/2010

Wilson and Anne Franklin Foundation Charitable Foundation

Weight	Symbol	Description	Quantity	Trade Date	Cost Basis	Current Value
FIXED INC						
Municipal Bonds						
0.5%	816772DN4	Seminole Oklahoma 09/01/2014 6.25%	15,000	03/19/2007	16,081.45	15,033.60
		Accrued Income				75.52
1.9%	987830KN5	Ypsilanti Michigan 05/01/2018 5.80%	50,000	01/24/2008	54,103.50	52,325.00
		Accrued Income				1,200.28
12.9%					343,146.78	357,019.67
High Quality Bonds						
3.0%	FPNIX	FPA New Income	7,566	03/15/2010	83,645.32	83,530.75
5.0%	JSOSX	JP Morgan Strategic Income	11,814	07/29/2010	138,039.67	138,463.31
5.3%	LSBDX	Loomis Sayles Bond	10,323	07/30/2009	131,790.92	146,592.38
13.3%					353,475.91	368,586.44
Foreign Bonds						
8.2%	PELBX	Pimco Emerging Local Bon	20,653	09/25/2009	205,246.27	228,419.42
Certificate of Deposit						
2.1%	14041AXU8	Capital One Bank 01/23/2015 4.75%	48,000	01/23/2008	49,316.85	52,822.56
		Accrued Income				6,500.31
2.9%	14042ECL2	Capital One Bank 01/12/2015 5.00%	65,000	01/31/2008	68,160.68	72,516.60
		Accrued Income				9,216.09
0.7%	25467RMU4	Discover Bank 09/28/2012 5.10%	15,000	03/19/2007	15,025.00	16,127.10
		Accrued Income				2,942.40
1.6%	454624FT9	Indiana Bank 07/15/2014 4.77%	40,000	02/05/2008	41,411.80	43,715.60
		Accrued Income				397.50
0.5%	46115DBY1	Intervest National Bank 03/14/2017 5.10%	10,000	03/22/2007	10,025.00	11,416.30
		Accrued Income				1,963.27
0.9%	743838UJ1	Provident Bank 02/13/2012 5.70%	20,000	01/24/2008	21,359.00	21,297.20
		Accrued Income				3,288.99
8.7%					205,298.33	242,203.92
43.2%					1,047,023.39	1,196,229.45
CASH						
Cash						
0.6%	MMF	Schwab Money Market			16,272.92	16,272.92
100.0%					2,447,167.77	2,771,779.84