Year end Changed From 12-31-10 ... to your office

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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 11/01 , 2009, and ending 10/31, 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
HELEN AND JABIE HARDIN CHARITABLE TRUST
8802409

Number and street (or P O. box number if mail is not delivered to street address) | Room/suite
4385 POPLAR AVE

City or town, state, and ZIP code
MEMPHIS, TN 38117

A Employer identification number
26-6754597

B Telephone number (see page 10 of the instructions)
(901) 681-2346

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
[X] 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) ▶ $ 19,744,129.

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).)*

		(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)	14,853,964.			
2	Check ▶ [ ] if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	85,333.	85,333.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	478,042.			
b	Gross sales price for all assets on line 6a 380,268.				
7	Capital gain net income (from Part IV, line 2)		478,042.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	15,417,339.	563,375.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.	6,221.	3,110.		6,221.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 2	2,300.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	8,521.	3,110.	NONE	6,221.
25	Contributions, gifts, grants paid	550,000.			550,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	558,521.	3,110.	NONE	556,221.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	14,858,818.			
b	**Net investment income** (if negative, enter -0-)		560,265.		
c	**Adjusted net income** (if negative, enter -0-)				

SCANNED JAN 13 2011

RECEIVED JAN 10 2011 OGDEN, UT

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2009)

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		569,302.	569,302.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 3		7,289,072.	11,307,898.
	c Investments - corporate bonds (attach schedule) STMT 4		6,997,640.	7,866,929.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	NONE	14,856,014.	19,744,129.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	NONE		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	14,856,014.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	NONE	14,856,014.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	NONE	14,856,014.	

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	NONE
2	Enter amount from Part I, line 27a	2	14,858,818.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,858,818.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	2,804.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,856,014.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo , day, yr.)
1a SEE PART IV DETAIL			
b			
c			
d			
e			

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

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

	(i) 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				
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** 478,042.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 ... **3**

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

(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			
2007			
2006			
2005			
2004			

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

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: 08/14/2009 (attach copy of ruling 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	11,205.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	11,205.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	11,205.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	NONE
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached SEE STATEMENT 6	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	11,205.
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** ▶ NONE **Refunded** ▶	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?	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
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) ▶ STMT 7			
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)*

		Line	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 ▶ SEE STATEMENT 8 Telephone no. ▶

Located at ▶ ZIP + 4 ▶

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ [X]
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 26,098.

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.

			Line	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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	[ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	[ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	[ ] Yes [X] 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 [X] 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 [X] 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		
	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 [X] No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions.)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	[ ] Yes [X] No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

		Yes	No
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		
	Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).		
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
	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		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		6,221.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . . ▶ NONE

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

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

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

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

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

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

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

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

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

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	2,152,228.
b	Average of monthly cash balances	1b	139,080.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,291,308.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,291,308.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	34,370.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,256,938.
6	**Minimum investment return.** Enter 5% of line 5	6	112,847.

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	112,847.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	11,205.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,205.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	101,642.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	101,642.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	101,642.

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	556,221.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	556,221.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	556,221.

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				101,642.
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only			NONE	
b	Total for prior years: 20____, 20____, 20____		NONE		
3	Excess distributions carryover, if any, to 2009:				
a	From 2004 ...... NONE				
b	From 2005 ...... NONE				
c	From 2006 ...... NONE				
d	From 2007 ...... NONE				
e	From 2008 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 556,221.				
a	Applied to 2008, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2009 distributable amount				101,642.
e	Remaining amount distributed out of corpus	454,579.			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	454,579.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	454,579.			
10	Analysis of line 9:				
a	Excess from 2005 ... NONE				
b	Excess from 2006 ... NONE				
c	Excess from 2007 ... NONE				
d	Excess from 2008 ... NONE				
e	Excess from 2009 ... 454,579.				

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

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

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

	Tax year (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: 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).)

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 12				
Total . . . . ▶ **3a**				550,000.
b *Approved for future payment* SEE STATEMENT 15				
Total . . . . ▶ **3b**				550,000.

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					
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					
4 Dividends and interest from securities			14	85,333.	
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	478,042.	
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)				563,375.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 563,375.

(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 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
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?			
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

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

First Tennessee Bank National Association

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

By ▶ [signature] 12/27/2010 ▶ FIRST TN BANK

Signature of officer or trustee FIRST TENNESSEE BANK | Date | Title

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)
Firm's name (or yours if self-employed), address, and ZIP code ▶		EIN ▶	
		Phone no.	

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
HELEN AND JABIE HARDIN CHARITABLE TRUST	26-6754597

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: HELEN AND JABIE HARDIN CHARITABLE TRUST

Employer identification number: 26-6754597

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
-1	HELEN E HARDIN TRUST FIRST TENNESSEE BANK MEMPHIS, TN 38117	$ 14,853,964.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization: HELEN AND JABIE HARDIN CHARITABLE TRUST

Employer identification number: 26-6754597

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	IRREVOCABLE TRUST	$ 19,598,145.	10/13/2010
		$	
		$	
		$	
		$	
		$	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1009.981 ASTON MONTAG & CALDWELL GRW-I PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
21,765.00		15,887.00					5,878.00	
		1264.129 AMERICAN BEACON L/C VALU-IS PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
21,781.00		13,994.00					7,787.00	
		494. AMERICAN EUROPACIFIC GROWTH FD (AEP PROPERTY TYPE: SECURITIES					03/12/2009	02/05/2010
17,364.00		11,984.00					5,380.00	
		368.514 AMERICAN EUROPACIFIC GROWTH FD (PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
12,784.00		8,940.00					3,844.00	
		820.147 GROWTH FUND OF AMERICA (AGTHX) PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
21,775.00		15,189.00					6,586.00	
		487. HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					03/12/2009	02/05/2010
24,228.00		15,784.00					8,444.00	
		260.471 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
12,787.00		8,442.00					4,345.00	
		1433. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES					09/08/2009	10/13/2010
60,529.00		64,882.00					-4,353.00	
		666. JANUS PERKINS MID CAP VAL I PROPERTY TYPE: SECURITIES					03/13/2009	02/05/2010
12,821.00		8,902.00					3,919.00	
		638.407 JANUS PERKINS MID CAP VAL I PROPERTY TYPE: SECURITIES					03/13/2009	06/02/2010
12,806.00		8,533.00					4,273.00	
		557. MUNDER M/C CORE GROWTH FD Y PROPERTY TYPE: SECURITIES					03/12/2009	02/05/2010
12,159.00		8,377.00					3,782.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		548.968 MUNDER M/C CORE GROWTH FD Y PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
12,868.00		8,256.00					4,612.00	
		1055.662 PIMCO LOW DURATION FD-INSTL #36 PROPERTY TYPE: SECURITIES					02/05/2010	06/02/2010
11,000.00		10,958.00					42.00	
		4329.609 PIMCO TOTAL RETURN II-INSTL PROPERTY TYPE: SECURITIES					02/05/2010	06/02/2010
46,370.00		45,807.00					563.00	
		. HELEN E HARDIN TURST PROPERTY TYPE: SECURITIES					10/31/2010	10/31/2010
							416,866.00	
		1029.963 VANGUARD S/T INVEST GR-ADM PROPERTY TYPE: SECURITIES					02/05/2010	06/02/2010
10,990.00		11,031.00					-41.00	
		3416.605 VANGUARD INTERMEDIATE TERM T/E PROPERTY TYPE: SECURITIES					02/05/2010	06/02/2010
46,500.00		46,363.00					137.00	
		908.508 AMERICAN WASHINGTON MUTUAL INVES PROPERTY TYPE: SECURITIES					03/12/2009	06/02/2010
21,741.00		15,763.00					5,978.00	
TOTAL GAIN(LOSS)		....					478,042.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ASTON MONTAG & CALDWELL GRW-I	366.	366.
FIRST TENNESSEE BANK DEPOSIT ACCOUNT	101.	101.
AMERICAN EUROPACIFIC GROWTH FD (AEPSA)	1,158.	1,158.
GOLDMAN SACHS FIN SQ GOVT-INSTL	10.	10.
MEDTRONIC	273.	273.
MUNDER M/C CORE GROWTH FD Y	231.	231.
PIMCO LOW DURATION FD-INSTL #36	1,462.	1,462.
PIMCO TOTAL RETURN II-INSTL	3,805.	3,805.
HELEN E HARDIN TURST	71,960.	71,960.
VANGUARD S/T INVEST GR-ADM	2,135.	2,135.
VANGUARD INTERMEDIATE TERM T/E FUND	2,837.	2,837.
AMERICAN WASHINGTON MUTUAL INVESTORS FUN	995.	995.
TOTAL	85,333.	85,333.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
FOREIGN TAXES ON QUALIFIED FOR	2,300.
TOTALS	2,300.

HELEN AND JABIE HARDIN CHARITABLE TRUST 26-6754597

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TOTAL EQUITIES	7,289,072.	11,307,898.
TOTALS	7,289,072.	11,307,898.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TOTAL FIXED INCOME	6,997,640.	7,866,929.
TOTALS	6,997,640.	7,866,929.

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

DESCRIPTION		AMOUNT
TIMING AND ASSET TRF ADJUSTMENTS		2,804.
	TOTAL	2,804.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
TN

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

NAME: FIRST TENNESSEE BANK
TRUST TAX DEPT
ADDRESS: 4385 POPLAR AVE
MEMPHIS, TN 38117

TELEPHONE NUMBER: (901)681-2346

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

OFFICER NAME:
FIRST TENNEESSEE BANK
ADDRESS:
4385 POPLAR AVE
MEMPHIS, TN 38117
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 100
COMPENSATION .... 6,221.

TOTAL COMPENSATION: 6,221.

RECIPIENT NAME:
MONTEFIORE MEDICAL CENTER
C/O CONTROLLER-D INGBER
ADDRESS:
111 E 210TH ST
BRONX, NY 10467
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
RACHELS KIDS INC
ADDRESS:
2882 BARRIS DR
MEMPHIS, TN 38132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
SAN DIEGO BALLET
C/O ROBIN MORGAN
ADDRESS:
2650 TRUXTUN RD DTE 110
SAN DIEGO, CA 92106-6172
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
THE SALVATION ARMY
ATTN: LEGAL DEPT
ADDRESS:
1424 NE EXPRESSWAY
ATLANTA, GA 30329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
WOMENS FOUNDATION
FOR A GREATER MEMPHIS
ADDRESS:
8 S 3RD ST
MEMPHIS, TN 38103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ST JUDE CHILDRENS RESEARCH HOSPITAL
ADDRESS:
262 DANNY THOMAS PLACE MS 275
MEMPHIS, TN 38105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
LITERACY MID SOUTH INC
ADDRESS:
902 S COOPER ST
MEMPHIS, TN 38104-5603
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MAKE A WISH FOUNDATION OF
MEMPHIS TN
ADDRESS:
1750 MADISON AVE SUITE 110
MEMPHIS, TN 38104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
UNIVERSITY OF MEMPHIS FDN
ATTN: SHERRY GARDNER
ADDRESS:
120 ALUMNI CENTER
MEMPHIS, TN 38152
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITY
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID .... 225,000.

TOTAL GRANTS PAID: 550,000.

RECIPIENT NAME:
MONTEFIORE MEDICAL CENTER
CO/ CONTROLLER - D INGBER
ADDRESS:
111 E 210TGH ST
BRONX, NY 10467
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 75,000.

RECIPIENT NAME:
RACHELS KIDS INC
ADDRESS:
2882 BARRIS DR
MEMPHIS, TN 38132
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 10,000.

RECIPIENT NAME:
SAN DIEGO BALLET
C/O ROBIN MORGAN
ADDRESS:
2650 TRUXTON RD, SUT 102
SAN DIEGO, CA 92106-6172
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 50,000.

RECIPIENT NAME:
THE SALVATION ARMY
ATTN: LEGAL DEPT
ADDRESS:
1424 NE ESPRESSWAY
ATLANTA, GA 30329
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 100,000.

RECIPIENT NAME:
WOMENS FOUNDATION
FOR A GREATER MEMPHIS INC
ADDRESS:
8 S 3RD ST
MEMPHIS, TN 38103
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 10,000.

RECIPIENT NAME:
ST JUDE CHILDRENS RESEARCH
HOSPITAL
ADDRESS:
262 DANNY THOMAS PLACE MS 275
MEMPHIS, TN 38105
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 50,000.

RECIPIENT NAME:
LITERACY MID SOUTH INC
ADDRESS:
902 S COOPER ST
MEMPHIS, TX 38104-5603
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 10,000.

RECIPIENT NAME:
MAKE A WISH FOUNDATION OF
MEMPHIS TN
ADDRESS:
1750 MADISON AVE., SUITE 110
MEMPHIS, TN 38104
PURPOSE OF GRANT:
CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 20,000.

RECIPIENT NAME:
THE UNIVERSITY OF MEMPHIS
ATTN SABRINA QUALLS LEATHERWOOD
ADDRESS:
108 ALUMI CENTER
MEMPHIS, TN 38152
PURPOSE OF GRANT:
CAHRITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 225,000.

TOTAL GRANTS APPROVED FOR FUTURE PAYMENT: 550,000.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

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

OMB No. 1545-0092

2009

Name of estate or trust: HELEN AND JABIE HARDIN CHARITABLE TRUST

Employer identification number: 26-6754597

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

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	22,226.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	22,226.

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

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	455,816.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	455,816.

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

Part III Summary of Parts I and II — **Caution:** *Read the instructions before completing this part.*		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			22,226.
14 Net long-term gain or (loss):				
a Total for year	14a			455,816.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15			478,042.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2009

Name of estate or trust: HELEN AND JABIE HARDIN CHARITABLE TRUST

Employer identification number: 26-6754597

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 494. AMERICAN EUROPACIFIC GROWTH FD (AEPSA)	03/12/2009	02/05/2010	17,364.00	11,984.00	5,380.00
487. HARBOR INTERNATIONAL FUND	03/12/2009	02/05/2010	24,228.00	15,784.00	8,444.00
666. JANUS PERKINS MID CAP VAL I	03/13/2009	02/05/2010	12,821.00	8,902.00	3,919.00
557. MUNDER M/C CORE GROWTH FD Y	03/12/2009	02/05/2010	12,159.00	8,377.00	3,782.00
1055.662 PIMCO LOW DURATION FD-INSTL #36	02/05/2010	06/02/2010	11,000.00	10,958.00	42.00
4329.609 PIMCO TOTAL RETURN II-INSTL	02/05/2010	06/02/2010	46,370.00	45,807.00	563.00
1029.963 VANGUARD S/T INVEST GR-ADM	02/05/2010	06/02/2010	10,990.00	11,031.00	-41.00
3416.605 VANGUARD INTERMEDIATE TERM T/E FUND	02/05/2010	06/02/2010	46,500.00	46,363.00	137.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 22,226.00

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

Schedule D-1 (Form 1041) 2009

JSA
9F1221 4 000

DHF277 M112 12/27/2010 10:49:56 8802409

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side
HELEN AND JABIE HARDIN CHARITABLE TRUST

Employer identification number
26-6754597

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1009.981 ASTON MONTAG & CALDWELL GRW-I	03/12/2009	06/02/2010	21,765.00	15,887.00	5,878.00
1264.129 AMERICAN BEACON L/C VALU-IS	03/12/2009	06/02/2010	21,781.00	13,994.00	7,787.00
368.514 AMERICAN EUROPACIFIC GROWTH FD (AEPS	03/12/2009	06/02/2010	12,784.00	8,940.00	3,844.00
820.147 GROWTH FUND OF AMERICA (AGTHX)	03/12/2009	06/02/2010	21,775.00	15,189.00	6,586.00
260.471 HARBOR INTERNATION AL FUND	03/12/2009	06/02/2010	12,787.00	8,442.00	4,345.00
1433. HEWLETT PACKARD CO .	09/08/2009	10/13/2010	60,529.00	64,882.00	-4,353.00
638.407 JANUS PERKINS MID CAP VAL I	03/13/2009	06/02/2010	12,806.00	8,533.00	4,273.00
548.968 MUNDER M/C CORE GROWTH FD Y	03/12/2009	06/02/2010	12,868.00	8,256.00	4,612.00
. HELEN E HARDIN TURST	10/31/2010	10/31/2010			416,866.00
908.508 AMERICAN WASHINGTON MUTUAL INVESTORS	03/12/2009	06/02/2010	21,741.00	15,763.00	5,978.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					455,816.00

FIRST TENNESSEE BANK

SELECTED HOLDINGS REPORT

ADMIN PG 1
10/12/10 16:44

FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
TYPE. IRREVOCABLE TRUST CAPACITY: TRUSTEE INVESTMENT AUTHORITY: SOLE AUTHORITY
PREPARED AT 04:44 PM ON 10/12/10 AS OF BATCH DATE 10/12/10 WITH ASSET PRICES AS OF 10/11/10 ADMINISTRATOR: 44 MANAGER: 12

ASSET DESCRIPTION / SHARES/ PV /UNITS	MARKET VALUE / BEG AMORT	TICKER / BOOK VALUE / LAST AMORT	CUSIP / TAX / ACQUISITION	DEPARTMENT DATES	REG	LOC	FEDERAL COST / FED PREM	STATE COST / STT PREM	R/M	REFERENCE NUMBER	V
MONEY MARKET FUNDS											
FIRST TENNESSEE BANK	DEPOSIT ACCOUNT	PTDDA	101100840								
70,225.6000		P	6/3/10	6/3/10	52	11	70,225 60	70,225.60	F T	*2172880	B
286.2700		P	6/22/10	6/22/10	52	11	286.27	286 27	F T	*2182251	B
569.7800		P	7/2/10	7/2/10	52	11	569.78	569.78	F T	*2191456	B
12.8600		P	7/2/10	7/2/10	52	11	12.86	12.86	F T	*2193127	B
583.7300		P	8/3/10	8/3/10	52	11	583.73	583.73	F T	*2211372	B
15.3400		P	8/3/10	8/3/10	52	11	15.34	15.34	F T	*2213061	B
604.6100		P	9/2/10	9/2/10	52	11	604.61	604 61	F T	*2240176	B
15.3600		P	9/2/10	9/2/10	52	11	15.36	15.36	F T	*2241925	B
286.2700		P	9/28/10	9/28/10	52	11	286.27	286.27	F T	*2254528	B
565.6800		P	10/4/10	10/4/10	52	11	565.68	565 68	F T	*2259824	B
14.9000		P	10/4/10	10/4/10	52	11	14 90	14 90	F T	*2261571	B
494,139.0600		P	10/6/10	10/6/10	52	11	494,139.06	494,139.06	F T	*2262944	B
567,319.4600*	567,319.46*	567,319.46*					567,319.46*	567,319.46*			
	567,319.46	567,319.46					567,319.46	567,319.46			
U.S GOVERNMENT AGENCIES											
FHLB V-A	1.000% 7/12/13	FV111130	3133702U1								
200,000.0000	200,750.00	200,000.00F	7/13/10	10/5/10	30	30	200,000 00	200,000.00	F T	*2262255	B
	200,750.00	200,000.00					200,000.00	200,000.00			
CORPORATE & FOREIGN BONDS											
✓ BHP FINANCE USA	6.500% 4/01/19		055451AH1								
100,000.0000	124,607.00	102,228.00F	3/20/09	10/5/10	30	30	102,228 00	102,228.00	F T	*2262267	B
✓ CONOCOPHILLIPS	5.750% 2/01/19		20825CAR5								
100,000.0000	121,626.00	102,256.00F	3/20/09	10/5/10	30	30	102,256 00	102,256.00	F T	*2262256	B
✓ GEN ELEC CAP CRP MTN	5.650% 6/09/14		36962GX41								
200,000.0000	226,022.00	194,712.00F	3/19/09	10/5/10	30	30	194,712.00	194,712.00	F T	*2262257	B
✓ GOLDMAN SACHS GP	5.750% 10/01/16		38141GER1								
100,000.0000	112,475.00	92,785.00F	3/19/09	10/5/10	30	30	92,785.00	92,785.00	F T	*2262258	B
✓ IBM CORP	5.700% 9/14/17		459200GJ4								
100,000 0000	120,489 00	106,417.00F	3/19/09	10/5/10	30	30	106,417 00	106,417.00	F T	*2262259	B
✓ MEDTRONIC INC	5.600% 3/15/19		585055AN6								
100,000.0000	119,468.00	101,912.00F	3/24/09	10/5/10	30	30	101,912.00	101,912 00	F T	*2262260	B
✓ NATL RURAL UTIL	10.375% 11/01/18		637432LR4								
100,000.0000	144,195.00	119,211.00F	3/20/09	10/5/10	30	30	119,211 00	119,211 00	F T	*2262261	B

OK to leave assets funded (F) instead of purchased (P) per J Ralley 10-13-10

FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
TYPE. IRREVOCABLE TRUST　　CAPACITY: TRUSTEE　　INVESTMENT AUTHORITY: SOLE AUTHORITY
PREPARED AT 04:44 PM ON 10/12/10 AS OF BATCH DATE 10/12/10 WITH ASSET PRICES AS OF 10/11/10　　ADMINISTRATOR: 44　MANAGER: 12

ASSET DESCRIPTION / SHARES/ PV /UNITS	MARKET VALUE / BEG AMORT	TICKER / BOOK VALUE / LAST AMORT	CUSIP / TAX / ACQUISITION	DEPARTMENT DATES	REG	LOC	FEDERAL COST / FED PREM	STATE COST / STT PREM	R/M	REFERENCE NUMBER	V
PFIZER INC	5.350% 3/15/15		717081DA8								
200,000.0000	232,080.00	209,676.00F	3/19/09	10/5/10	30	30	209,676.00	209,676.00	F T	*2262262	B
TARGET CORP	5.875% 7/15/16		87612EAN6								
100,000.0000	120,636.00	105,694.00F	3/19/09	10/5/10	30	30	105,694.00	105,694.00	F T	*2262263	B
UNITED PARCEL SER	5.125% 4/01/19		911312AK2								
100,000.0000	118,826.00	100,254.00F	3/24/09	10/5/10	30	30	100,254.00	100,254.00	F T	*2262264	B
WACHOVIA CORP	5.750% 2/01/18		92976WBH8								
100,000.0000	115,703.00	93,125.00F	3/20/09	10/5/10	30	30	93,125.00	93,125.00	F T	*2262265	B
WELLS FARGO CO	5.625% 12/11/17		949746NX5								
100,000.0000	115,285.00	95,710.30F	3/20/09	10/5/10	30	30	95,710.30	95,710.30	F T	*2262266	B
	1,671,412.00	1,423,980.30					1,423,980.30	1,423,980.30			
MUNICIPAL OBLIGATIONS											
CHATTANOOGA TN ELEC	5.000% 9/01/26		162393DU3								
100,000.0000	111,980.00	100,932.57F	11/15/08	10/5/10	30	30	100,048.30	100,048.30	F T	*2262268	B
KNOX CNTY TN PRE	5.500% 1/01/18		499523UW6								
150,000.0000	166,294.50	164,318.95F	11/15/08	10/5/10	30	30	160,158.70	160,158.70	F T	*2262269	B
MEMPHIS TN	5.000% 4/01/20		586145TG9								
100,000.0000			F 11/15/08	10/5/10	30	30	102,315.66	102,315.66	F T	*2262270	B
100,000.0000			F 11/15/08	10/5/10	30	30	102,316.79	102,316.79	F T	*2262271	B
200,000.0000*	228,906.00*	208,410.46*					204,632 45*	204,632 45*			
MEMPHIS TN	5.000% 4/01/21		586145TH7								
100,000.0000	113,177.00	102,686.73F	11/15/08	10/5/10	30	30	101,518.73	101,518.73	F T	*2262272	B
MEMPHIS TN	5.000% 10/01/22		586145NL4								
100,000.0000			F 11/15/08	10/5/10	30	30	100,258.88	100,258.88	F T	*2262273	B
100,000.0000			F 11/15/08	10/5/10	30	30	100,259.24	100,259.24	F T	*2262274	B
200,000.0000*	223,172.00*	201,478.12*					200,518.12*	200,518.12*			
MET NASHVILLE TN	5.000% 1/01/16		592098D95								
150,000 0000	176,313.00	163,827.41F	11/15/08	10/5/10	30	30	160,491 41	160,491.41	F T	*2262275	B
NASHVILLE TN	5.000% 1/01/25		592112DD5								
100,000.0000	112,701.00	102,010.34F	11/15/08	10/5/10	30	30	100,626 34	100,626.34	F T	*2262276	B
NASHVILLE TN	5.500% 5/15/14		592030VM9								
150,000 0000	173,889.00	164,769.35F	11/15/08	10/5/10	30	30	162,262.10	162,262.10	F T	*2262277	B

FIRST TENNESSEE BANK

SELECTED HOLDINGS REPORT

ADMIN PG 3
10/12/10 16:44

FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
TYPE: IRREVOCABLE TRUST CAPACITY: TRUSTEE INVESTMENT AUTHORITY: SOLE AUTHORITY
PREPARED AT 04.44 PM ON 10/12/10 AS OF BATCH DATE 10/12/10 WITH ASSET PRICES AS OF 10/11/10 ADMINISTRATOR: 44 MANAGER: 12

ASSET DESCRIPTION / SHARES/ PV /UNITS	MARKET VALUE / BEG AMORT	TICKER / BOOK VALUE / LAST AMORT	TAX	CUSIP / ACQUISITION	DEPARTMENT DATES	REG	LOC	FEDERAL COST / FED PREM	STATE COST / STT PREM	R/M	REFERENCE NUMBER	V
ROBERTSON CNTY TN	4.125% 6/01/24			770570K65								
100,000.0000	106,563.00	91,073.0	F T	11/15/08	10/5/10	30	30	90,921.00	90,921.00	F T	*2262278	B
	1,412,995.50	1,299,506.88						1,281,177.15	1,281,177.15			
COMMON EQUITY SECURITIES												
APACHE CORP		APA		037411105								
810.0000	82,628.10	45,767.35	F	3/4/09	10/5/10	30	30	45,750 06	45,750.06	F T	*2262279	B
BMC SOFTWARE INC		BMC		055921100								
2,296.0000	97,511.12	88,704.34	F	4/5/10	10/5/10	30	30	88,704.34	88,704 34	F T	*2262280	B
CISCO SYSTEMS INC		CSCO		17275R102								
435.0000			F	3/5/09	10/5/10	30	30	6,519 48	6,519.48	F T	*2262281	B
2,140.0000			F	3/4/09	10/5/10	30	30	32,934.33	32,934.33	F T	*2262282	B
180.0000			F	8/14/09	10/5/10	30	30	3,801.11	3,801 11	F T	*2262283	B
2,755.0000*	61,904.85*	43,254 91*						43,254.92*	43,254.92*			
COLGATE PALMOLIVE CO		CL		194162103								
135.0000			F	3/5/09	10/5/10	30	30	7,706.61	7,706.61	F T	*2262284	B
560.0000			F	3/4/09	10/5/10	30	30	33,053.44	33,053 44	F T	*2262285	B
695.0000*	52,020.75*	40,794.39*						40,760.05*	40,760.05*			
CONOCOPHILLIPS		COP		20825C104								
295.0000			F	3/5/09	10/5/10	30	30	10,639.91	10,639 91	F T	*2262286	B
1,320.0000			F	3/4/09	10/5/10	30	30	48,913.09	48,913.09	F T	*2262287	B
1,615.0000*	96,560.85*	59,585.11*						59,553.00*	59,553.00*			
CONSTELLATION BRANDS INC		STZ		21036P108								
615.0000			F	3/5/09	10/5/10	30	30	7,932.09	7,932.09	F T	*2262288	B
2,870.0000			F	3/4/09	10/5/10	30	30	37,711.55	37,711.55	F T	*2262289	B
3,485.0000*	66,598.35*	45,650.56*						45,643.64*	45,643 64*			
COSTCO WHOLESALE CORP NEW		COST		22160K105								
200.0000			F	3/5/09	10/5/10	30	30	8,046.00	8,046.00	F T	*2262290	B
840.0000			F	3/4/09	10/5/10	30	30	34,431.50	34,431.50	F T	*2262291	B
1,040.0000*	66,892.80*	42,493.23*						42,477.50*	42,477.50*			
CVS CAREMARK CORP		CVS		126650100								
315.0000			F	3/5/09	10/5/10	30	30	7,946.82	7,946.82	F T	*2262292	B
1,115.0000			F	3/4/09	10/5/10	30	30	29,012 30	29,012.30	F T	*2262293	B
1,430 0000*	44,401.50*	37,021.82*						36,959.12*	36,959.12*			
DANAHER CORP		DHR		235851102								
240.0000			F	3/5/09	10/5/10	30	30	6,156.24	6,156 24	F T	*2262294	B
1,000.0000			F	3/4/09	10/5/10	30	30	26,132 50	26,132.50	F T	*2262295	B
1,240.0000*	51,212.00*	32,304.79*						32,288.74*	32,288.74*			

FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
TYPE: IRREVOCABLE TRUST CAPACITY: TRUSTEE INVESTMENT AUTHORITY: SOLE AUTHORITY
PREPARED AT 04:44 PM ON 10/12/10 AS OF BATCH DATE 10/12/10 WITH ASSET PRICES AS OF 10/11/10 ADMINISTRATOR: 44 MANAGER: 12

ASSET DESCRIPTION / SHARES/ PV /UNITS	MARKET VALUE BEG AMORT	TICKER / BOOK VALUE LAST AMORT	CUSIP / TAX / ACQUISITION	DEPARTMENT DATES	REG	LOC	FEDERAL COST FED PREM	STATE COST STT PREM	R/M	REFERENCE NUMBER	V
DARDEN RESTAURANTS INC		DRI	237194105								
235.0000		F	3/5/09	10/5/10	30	30	5,961.48	5,961.48	F T	*2262296	B
1,160.0000		F	3/4/09	10/5/10	30	30	29,656.91	29,656 91	F T	*2262297	B
1,395.0000*	61,617.15*	35,618.39*					35,618.39*	35,618.39*			
FEDERATED INVESTORS INC-CL B		FII	314211103								
305.0000		F	3/5/09	10/5/10	30	30	5,455.23	5,455.23	F T	*2262298	B
1,510.0000		F	3/4/09	10/5/10	30	30	27,404 54	27,404.54	F T	*2262299	B
1,815.0000*	42,198.75*	32,859.77*					32,859 77*	32,859.77*			
FISERV INC		FISV	337738108								
210.0000		F	3/5/09	10/5/10	30	30	6,538.40	6,538.40	F T	*2262300	B
1,015.0000		F	3/4/09	10/5/10	30	30	32,467.50	32,467.50	F T	*2262301	B
1,225.0000*	66,480.75*	39,009.48*					39,005 90*	39,005.90*			
FREEPORTMCMORAN COPPERAND GOLD INC		FCX	35671D857								
155 0000		F	3/5/09	10/5/10	30	30	4,910 01	4,910 01	F T	*2262302	B
405.0000		F	3/4/09	10/5/10	30	30	13,047.84	13,047.84	F T	*2262303	B
560.0000*	53,412.80*	17,995.10*					17,957.85*	17,957.85*			
GENERAL DYNAMICS CORP		GD	369550108								
150.0000		F	3/5/09	10/5/10	30	30	5,799.00	5,799.00	F T	*2262304	B
505.0000		F	3/4/09	10/5/10	30	30	20,248.48	20,248.48	F T	*2262305	B
655.0000*	41,350.15*	26,106.12*					26,047.48*	26,047.48*			
GILEAD SCIENCES INC		GILD	375558103								
957.0000	34,652.97	43,395.59F	10/2/09	10/5/10	30	30	43,395.59	43,395.59	F T	*2262306	B
GOLDMAN SACHS GROUP INC		GS	38141G104								
290.0000	44,138.00	46,851.41F	8/14/09	10/5/10	30	30	46,851.41	46,851.41	F T	*2262307	B
HARRIS CORP DEL		HRS	413875105								
1,598.0000	69,544.96	57,628.97F	10/2/09	10/5/10	30	30	57,628.97	57,628.97	F T	*2262308	B
HEWLETT PACKARD CO		HPQ	428236103								
1,433.0000	59,039.60	64,882.49F	9/8/09	10/5/10	30	30	64,882.49	64,882.49	F T	*2262309	B
INTERNATIONAL BUSINESS MACHINES CORP		IBM	459200101								
75.0000		F	3/5/09	10/5/10	30	30	6,673.50	6,673.50	F T	*2262310	B
410.0000		F	8/14/09	10/5/10	30	30	48,475.23	48,475.23	F T	*2262311	B
485.0000*	67,735.10*	55,148.73*					55,148,73*	55,148.73*			
ITT INDUSTRIES INC		ITT	450911102								
175.0000		F	3/5/09	10/5/10	30	30	5,907.30	5,907.30	F T	*2262312	B
570.0000		F	3/4/09	10/5/10	30	30	19,971.09	19,971.09	F T	*2262313	B
745.0000*	35,335.35*	25,941.20*					25,878.39*	25,878.39*			

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SELECTED HOLDINGS REPORT

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FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
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JP MORGAN CHASE & CO		JPM		46625H100								
280.0000			F	3/5/09	10/5/10	30	30	5,117 84	5,117.84	F T	*2262314	B
860 0000			F	8/14/09	10/5/10	30	30	36,109.56	36,109.56	F T	*2262315	B
1,140.0000*	45,292.20*	41,227.40*						41,227.40*	41,227.40*			
KOHLS CORP		KSS		500255104								
825.0000	44,187.00	29,442.45	F	3/4/09	10/5/10	30	30	29,324.87	29,324.87	F T	*2262316	B
LABORATORY CORP AMERICA HOLDINGS		LH		50540R409								
125.0000			F	3/5/09	10/5/10	30	30	6,933.81	6,933.81	F T	*2262317	B
530.0000			F	3/4/09	10/5/10	30	30	30,011.50	30,011.50	F T	*2262318	B
655.0000*	52,327.95*	36,962.75*						36,945.31*	36,945.31*			
LOWES COS INC		LOW		548661107								
1,185.0000	26,769.15	28,457.11	F	3/1/10	10/5/10	30	30	28,457.11	28,457.11	F T	*2262319	B
L3 COMMUNICATIONS HLDGS INCCOM		LLL		502424104								
100.0000			F	3/5/09	10/5/10	30	30	6,128.80	6,128.80	F T	*2262320	B
400.0000			F	3/4/09	10/5/10	30	30	25,336.00	25,336.00	F T	*2262321	B
500.0000*	35,135.00*	31,493.10*						31,464.80*	31,464.80*			
MCKESSON CORP		MCK		58155Q103								
175.0000			F	3/5/09	10/5/10	30	30	7,014.00	7,014.00	F T	*2262322	B
645.0000			F	3/4/09	10/5/10	30	30	26,437.06	26,437 06	F T	*2262323	B
820.0000*	49,946.20*	33,484.66*						33,451.06*	33,451.06*			
MEDCO HEALTH SOLUTIONS INC		MHS		58405U102								
180.0000			F	3/5/09	10/5/10	30	30	7,005.24	7,005.24	F T	*2262324	B
655.0000			F	3/4/09	10/5/10	30	30	26,198.90	26,198.90	F T	*2262325	B
835.0000*	43,921.00*	33,246.84*						33,204.14*	33,204.14*			
MEDTRONIC INC		MDT		585055106								
265.0000			F	3/5/09	10/5/10	30	30	6,857.67	6,857 67	F T	*2262326	B
950.0000			F	3/4/09	10/5/10	30	30	25,678.05	25,678.05	F T	*2262327	B
1,215.0000*	40,544.55*	32,600 12*						32,535.72*	32,535.72*			
METLIFE INC		MET		59156R108								
1,092.0000			F	5/8/09	10/5/10	30	30	37,193.52	37,193 52	F T	*2262328	B
200.0000			F	8/14/09	10/5/10	30	30	7,225.46	7,225.46	F T	*2262329	B
1,292.0000*	50,232.96*	44,418.98*						44,418.98*	44,418.98*			
MICROSOFT CORP		MSFT		594918104								
415.0000			F	3/5/09	10/5/10	30	30	6,547.83	6,547.83	F T	*2262330	B
2,000.0000			F	3/4/09	10/5/10	30	30	32,539.80	32,539 80	F T	*2262331	B
45.0000			F	8/14/09	10/5/10	30	30	1,065.60	1,065 60	F T	*2262332	B
2,460.0000*	60,491.40*	40,153.23*						40,153.23*	40,153 23*			
MURPHY OIL CORP		MUR		626717102								

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1,214.0000	79,104.24	70,351.30F	8/31/09	10/5/10	30	30	70,351.30	70,351.30	F T	*2262333	B
NATIONAL-OILWELL INC		NOV	637071101								
1,734.0000	80,873.76	81,398.88F	1/14/10	10/5/10	30	30	81,398 88	81,398.88	F T	*2262334	B
NUCOR CORP		NUE	670346105								
135.0000		F	3/5/09	10/5/10	30	30	4,403.70	4,403.70	F T	*2262335	B
625 0000		F	3/4/09	10/5/10	30	30	21,605.63	21,605.63	F T	*2262336	B
760.0000*	30,460.80*	26,047.76*					26,009.33*	26,009.33*			
O REILLY AUTOMOTIVE INC		ORLY	686091109								
1,233.0000	65,164.05	46,585.89F	11/2/09	10/5/10	30	30	46,585 89	46,585.89	F T	*2262337	B
ORACLE CORPORATION		ORCL	68389X105								
445.0000		F	3/5/09	10/5/10	30	30	6,715 01	6,715.01	F T	*2262338	B
2,170.0000		F	3/4/09	10/5/10	30	30	33,068.20	33,068.20	F T	*2262339	B
55.0000		F	8/14/09	10/5/10	30	30	1,201.20	1,201 20	F T	*2262340	B
2,670.0000*	74,359.50*	40,984.41*					40,984.41*	40,984.41*			
PPL CORPORATION		PPL	69351T106								
1,874.0000	51,872.32	52,894.37F	4/5/10	10/5/10	30	30	52,894 37	52,894.37	F T	*2262341	B
PROCTER & GAMBLE CO		PG	742718109								
170.0000		F	3/5/09	10/5/10	30	30	7,892.25	7,892.25	F T	*2262342	B
785.0000		F	3/4/09	10/5/10	30	30	37,466.48	37,466.48	F T	*2262343	B
955.0000*	59,343.70*	45,370.79*					45,358.73*	45,358.73*			
PUBLIC SVC ENTERPRISE GROUP INC		PEG	744573106								
265.0000		F	3/5/09	10/5/10	30	30	6,595.19	6,595.19	F T	*2262344	B
1,165.0000		F	3/4/09	10/5/10	30	30	30,351.96	30,351.96	F T	*2262345	B
1,430.0000*	47,790.60*	36,977.36*					36,947 15*	36,947.15*			
STERICYCLE INC		SRCL	858912108								
773.0000	55,006.68	40,625.59F	11/2/09	10/5/10	30	30	40,625.59	40,625.59	F T	*2262346	B
TARGET CORP		TGT	87612E106								
1,025.0000	56,221.25	27,830.42F	3/4/09	10/5/10	30	30	27,828.75	27,828.75	F T	*2262347	B
THERMO FISHER SCIENTIFIC INC		TMO	883556102								
992.0000	47,209.28	33,823.56F	4/29/09	10/5/10	30	30	33,823 56	33,823.56	F T	*2262348	B
TRAVELERS COMPANIES INC		TRV	89417E109								
150.0000		F	3/5/09	10/5/10	30	30	5,264.40	5,264.40	F T	*2262349	B
763.0000		F	3/4/09	10/5/10	30	30	26,857.60	26,857.60	F T	*2262350	B
100.0000		F	8/14/09	10/5/10	30	30	4,710.73	4,710.73	F T	*2262351	B
1,013.0000*	53,638.35*	36,832.73*					36,832.73*	36,832.73*			
UNION PAC CORP		UNP	907818108								

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698.0000	59,371.88	44,953.63	F	12/21/09	10/5/10	30	30	44,953.63	44,953.63	F T	*2262352	B
UNUNPROVIDENT CORP		UNM		91529Y106								
585.0000			F	3/5/09	10/5/10	30	30	5,030.12	5,030.12	F T	*2262353	B
1,658.0000			F	3/4/09	10/5/10	30	30	15,104 14	15,104 14	F T	*2262354	B
2,243.0000*	50,018.90*	20,249.22*						20,134.26*	20,134.26*			
VERIZON COMMUNICATIONS		VZ		92343V104								
235.0000			F	3/5/09	10/5/10	30	30	6,316.01	6,316.01	F T	*2262355	B
1,190.0000			F	3/4/09	10/5/10	30	30	31,448.07	31,448.07	F T	*2262356	B
250.0000			F	8/14/09	10/5/10	30	30	7,229.87	7,229.87	F T	*2262357	B
103.0000			F	8/12/10	10/5/10	30	30	3,121 92	3,121.92	F T	*2262358	B
1,778.0000*	58,727 34*	48,115 87*						48,115.87*	48,115.87*			
WAL MART STORES INC		WMT		931142103								
165.0000			F	3/5/09	10/5/10	30	30	8,347.02	8,347.02	F T	*2262359	B
800.0000			F	8/14/09	10/5/10	30	30	41,574.40	41,574.40	F T	*2262360	B
965.0000*	52,698.65*	49,921 42*						49,921.42*	49,921 42*			
WATSON PHARMACEUTICALS INC		WPI		942683103								
1,315.0000	59,359.10	34,820.16	F	3/4/09	10/5/10	30	30	34,794.90	34,794.90	F T	*2262361	B
	2,625,303.71	1,970,283.75						1,969,409.73	1,969,409 73			
EQUITY MUTUAL FUNDS												
AMERICAN BEACON L/C VALU-IS		AADEX		02368A208								
2,704.8710			F	3/12/09	12/23/09	9	20	29,942.92	29,942.92	F T	*2064453	B
2,806 0680			F	3/12/09	10/5/10	9	20	31,063.17	31,063 17	F T	*2262367	B
2,244.1650			F	3/13/09	10/5/10	9	20	25,000 00	25,000.00	F T	*2262368	B
9,033.4230			F	3/12/09	10/5/10	9	20	100,000 00	100,000.00	F T	*2262369	B
8,976.6610			F	3/13/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262370	B
34,029.8620			F	3/16/09	10/5/10	9	20	379,432 96	379,432.96	F T	*2262371	B
59,795.0500*	1,100,228.92*	666,101.68*						665,439.05*	665,439.05*			
AMERICAN FDS EUROPACIFIC GROWTH #16		AEPGX		298706102								
768.4860			F	3/12/09	12/23/09	9	20	18,643.47	18,643.47	F T	*2064460	B
842.2070			F	3/12/09	10/5/10	9	20	20,431.94	20,431 94	F T	*2262395	B
1,505.9230			F	3/13/09	10/5/10	9	20	36,654.17	36,654.17	F T	*2262396	B
4,122.0110			F	3/12/09	10/5/10	9	20	100,000 00	100,000.00	F T	*2262397	B
4,108.4640			F	3/13/09	10/5/10	9	20	100,000 00	100,000.00	F T	*2262398	B
12,886.6660			F	3/16/09	10/5/10	9	20	317,785.18	317,785.18	F T	*2262399	B
24,233.7570*	987,283.26*	594,226.24*						593,514.76*	593,514.76*			
AMERICAN FDS GR FUND OF AMERICA #5		AGTHX		399874106								
1,709.8530			F	3/12/09	12/23/09	9	20	31,666.48	31,666.48	F T	*2064459	B
709.7410			F	3/12/09	10/5/10	9	20	13,144 40	13,144.40	F T	*2262390	B
1,460 2620			F	3/13/09	10/5/10	9	20	27,204.68	27,204.68	F T	*2262391	B

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5,399.5680			F	3/12/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262392	B
4,755.4210			F	3/13/09	10/5/10	9	20	88,593.50	88,593.50	F T	*2262393	B
24,065.3420			F	3/16/09	10/5/10	9	20	447,134.06	447,134.06	F T	*2262394	B
38,100.1870*	1,083,569.32*	707,677.82*						707,743.12*	707,743.12*			
AMERICAN WASH MUTUAL INVST-A		AWSHX		939330106								
1,908.4920			F	3/12/09	12/23/09	9	20	33,112.34	33,112.34	F T	*2064454	B
641.2130			F	3/12/09	10/5/10	9	20	11,125.05	11,125 05	F T	*2262372	B
2,079.3380			F	3/13/09	10/5/10	9	20	36,346.82	36,346 82	F T	*2262373	B
5,763.6890			F	3/12/09	10/5/10	9	20	100,000 00	100,000.00	F T	*2262374	B
5,720.8230			F	3/13/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262375	B
25,512.4850			F	3/16/09	10/5/10	9	20	446,978 73	446,978.73	F T	*2262376	B
801.5720			F	8/14/09	10/5/10	9	20	17,826.97	17,826 97	F T	*2262377	B
42,427.6120*	1,092,511.01*	745,155.82*						745,389.91*	745,389.91*			
ASTON MONTAG & CALDWELL GRW-I		MCGIX		00078H281								
2,108.0190			F	3/12/09	12/23/09	9	20	33,159.14	33,159.14	F T	*2064455	B
1,649.9590			F	3/12/09	10/5/10	9	20	25,953.86	25,953 86	F T	*2262378	B
111.0880			F	3/13/09	10/5/10	9	20	1,756.30	1,756.30	F T	*2262379	B
6,357.2790			F	3/12/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262380	B
36,736.5890			F	3/16/09	10/5/10	9	20	576,764.43	576,764.43	F T	*2262381	B
46,962.9340*	1,066,997.86*	738,559.19*						737,633.73*	737,633.73*			
HARBOR INTERNATIONAL FUND #11		HAINX		411511306								
541.5290			F	3/12/09	12/23/09	9	20	17,550.96	17,550.96	F T	*2064461	B
562.2800			F	3/12/09	10/5/10	9	20	18,223.50	18,223.50	F T	*2262400	B
1,142.9000			F	3/13/09	10/5/10	9	20	37,121.39	37,121.39	F T	*2262401	B
3,085.4670			F	3/12/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262402	B
3,078.8180			F	3/13/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262403	B
10,675.1720			F	3/16/09	10/5/10	9	20	348,757.86	348,757.86	F T	*2262404	B
19,086.1660*	1,115,395.54*	622,096.30*						621,653.71*	621,653.71*			
JANUS PERKINS MID CAP VAL I		JMVAX		47103C241								
1,270.7050			F	3/13/09	12/23/09	9	20	16,983.96	16,983.96	F T	*2064456	B
559.8880			F	3/12/09	12/23/09	9	20	7,463.70	7,463.70	F T	*2064457	B
6,941.5930			F	3/12/09	10/5/10	9	20	92,536.30	92,536.30	F T	*2262382	B
4,500.8890			F	3/12/09	10/5/10	9	20	60,000.00	60,000.00	F T	*2262383	B
33,655.0560			F	3/16/09	10/5/10	9	20	447,464 84	447,464.84	F T	*2262384	B
46,928.1310*	987,367.88*	625,260.30*						624,448.80*	624,448 80*			
MUNDER M/C CORE GROWTH FD Y		MGOYX		626124242								
1,698.0320			F	3/12/09	12/23/09	9	20	25,538.40	25,538 40	F T	*2064458	B
1,185.3620			F	3/12/09	10/5/10	9	20	17,827.84	17,827 84	F T	*2262385	B
2,443.1180			F	3/13/09	10/5/10	9	20	36,939.94	36,939.94	F T	*2262386	B
6,648.9360			F	3/12/09	10/5/10	9	20	100,000.00	100,000.00	F T	*2262387	B
108.7580			F	3/13/09	10/5/10	9	20	1,644 42	1,644.42	F T	*2262388	B
29,952.8530			F	3/16/09	10/5/10	9	20	447,196.10	447,196.10	F T	*2262389	B
42,037.0590*	1,074,046 86*	630,440.99*						629,146.70*	629,146.70*			

FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
TYPE: IRREVOCABLE TRUST CAPACITY: TRUSTEE INVESTMENT AUTHORITY: SOLE AUTHORITY
PREPARED AT 04:44 PM ON 10/12/10 AS OF BATCH DATE 10/12/10 WITH ASSET PRICES AS OF 10/11/10 ADMINISTRATOR: 44 MANAGER: 12

ASSET DESCRIPTION / SHARES/ PV /UNITS	MARKET VALUE BEG AMORT	TICKER / BOOK VALUE LAST AMORT	TAX	CUSIP / ACQUISITION	DEPARTMENT DATES	REG	LOC	FEDERAL COST FED PREM	STATE COST STT PREM	R/M	REFERENCE NUMBER	V
	8,507,400.65	5,329,518.34						5,324,969.78	5,324,969.78			
FIXED INCOME MUTUAL FUNDS												
PIMCO LOW DURATION FD-INSTL #36		PTLDX		693390304								
2,071.5060			P	2/5/10	2/8/10	9	20	21,502 23	21,502.23	F T	*2098885	B
4,026.1150			F	3/17/09	10/5/10	9	20	37,000.00	37,000.00	F T	*2262405	B
19,042.4370			F	3/17/09	10/5/10	9	20	175,000 00	175,000.00	F T	*2262406	B
12,127.8950			F	3/19/09	10/5/10	9	20	112,183 03	112,183.03	F T	*2262407	B
7,621.9510			F	6/3/09	10/5/10	9	20	75,000.00	75,000.00	F T	*2262408	B
9,739.6640			F	8/14/09	10/5/10	9	20	98,273 21	98,273.21	F T	*2262409	B
2,396.9320			P	4/5/10	10/5/10	9	20	25,000 00	25,000.00	F T	*2262410	B
1,761.9050			F	7/13/10	10/5/10	9	20	18,500 00	18,500 00	F T	*2262411	B
58,788 4050*	629,623.82*	562,458.47*						562,458.47*	562,458.47*			
PIMCO TOTAL RETURN II-INSTL		PMBIX		693390551								
9,093.1700			P	2/5/10	2/8/10	9	20	96,205 74	96,205.74	F T	*2098886	B
6,724.4610			F	3/17/09	10/5/10	9	20	64,084.11	64,084.11	F T	*2262412	B
18,363.0630			F	3/17/09	10/5/10	9	20	175,000.00	175,000.00	F T	*2262413	B
22,959.2510			F	3/19/09	10/5/10	9	20	222,245 55	222,245.55	F T	*2262414	B
27,833.4230			F	3/20/09	10/5/10	9	20	268,870 86	268,870.86	F T	*2262415	B
19,759.7150			F	8/14/09	10/5/10	9	20	204,513.05	204,513.05	F T	*2262416	B
104,733.0830*	1,181,389.18*	1,031,010.55*						1,030,919.31*	1,030,919.31*			
VANGUARD INFLATION-PROTECTED-AD		VAIPX		922031737								
7,692 3080			F	3/17/09	10/5/10	9	20	175,000 00	175,000.00	F T	*2262417	B
19,766.3090			F	3/19/09	10/5/10	9	20	468,461 53	468,461.53	F T	*2262418	B
768.3210			F	3/20/09	10/5/10	9	20	18,101 64	18,101.64	F T	*2262419	B
8,738.2150			F	8/14/09	10/5/10	9	20	208,231 67	208,231.67	F T	*2262420	B
36,965.1530*	985,490.98*	869,794 83*						869,794.84*	869,794.84*			
VANGUARD INTERMEDIATE TERM T/E FUND		VWIUX		922907878								
7,048.6120	97,975.71	95,649.67	P	2/5/10	2/8/10	9	20	95,649.67	95,649.67	F T	*2098887	B
VANGUARD INTRM TRM BD IDX-SI		VIBSX		921937843								
6,204.3630			F	3/17/09	10/5/10	9	20	62,664.07	62,664.07	F T	*2262421	B
17,326.7320			F	3/17/09	10/5/10	9	20	175,000.00	175,000 00	F T	*2262422	B
45,408.2370			F	3/19/09	10/5/10	9	20	469,975.25	469,975.25	F T	*2262423	B
1,892.0630			F	3/20/09	10/5/10	9	20	19,563 93	19,563.93	F T	*2262424	B
22,372.2400			F	8/14/09	10/5/10	9	20	237,593 19	237,593.19	F T	*2262425	B
93,203.6350*	1,103,531 04*	964,919.15*						964,796 44*	964,796.44*			
VANGUARD S/T INVEST GR-ADM		VFSUX		922031836								
2,000 8490			P	2/5/10	2/8/10	9	20	21,429.10	21,429.10	F T	*2098888	B
3,822 3140			F	3/17/09	10/5/10	9	20	37,000.00	37,000.00	F T	*2262426	B
18,078.5110			F	3/17/09	10/5/10	9	20	175,000.00	175,000 00	F T	*2262427	B
11,555.1180			F	3/19/09	10/5/10	9	20	112,431 30	112,431.30	F T	*2262428	B

FOR ACCOUNT 8802409, HARDIN CHARITABLE TRUST IN PRINCIPAL PORTFOLIO
TYPE: IRREVOCABLE TRUST | CAPACITY: TRUSTEE | INVESTMENT AUTHORITY: SOLE AUTHORITY
PREPARED AT 04:44 PM ON 10/12/10 AS OF BATCH DATE 10/12/10 WITH ASSET PRICES AS OF 10/11/10 | ADMINISTRATOR: 44 | MANAGER· 12

ASSET DESCRIPTION | TICKER | CUSIP

SHARES/ PV /UNITS	MARKET VALUE BEG AMORT	BOOK VALUE LAST AMORT	TAX / ACQUISITION	DEPARTMENT DATES	REG	LOC	FEDERAL COST FED PREM	STATE COST STT PREM	R/M	REFERENCE NUMBER	V
7,367.3870			F 6/3/09	10/5/10	9	20	75,000.00	75,000.00	P T	*2262429	B
10,019.5170			F 8/14/09	10/5/10	9	20	104,503 56	104,503.56	P T	*2262430	B
2,343.0180			F 4/5/10	10/5/10	9	20	25,000.00	25,000.00	P T	*2262431	B
1,724.1380			F 7/13/10	10/5/10	9	20	18,500 00	18,500.00	P T	*2262432	B
56,910.8520*	620,328.29*	568,863.96*					568,863 96*	568,863.96*			
	4,618,339.02	4,092,696.63					4,092,482 69	4,092,482.69			
INVESTMENTS	19,603,520.34	14,883,305.36					14,859,339.11	14,859,339.11			
CASH ON HAND	-5,374.89	-5,374.89					~~-5,374.89~~	-5,374.89			
	19,598,145.45	14,877,930.47					14,853,964.22	14,853,964.22			

CASH NOT INCLUDED ABOVE

INCOME 5,374 89