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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department 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 DEC 1, 2009, and ending NOV 30, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE FULLERTON FOUNDATION		A Employer identification number 57-0847444
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite P. O. BOX 2208		B Telephone number 864-489-6678
	City or town, state, and ZIP code GAFFNEY, SC 29342-2208		C If exemption application is pending, 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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 39,884,953. (Part I, column (d) must be on cash basis.)		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amount in column (a).)		(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				N/A	
2 Check <input checked="" type="checkbox"/> The foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		854,268.	854,268.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,065,312.			
b Gross sales price for all assets on line 6a		17,374,371.			
7 Capital gain net income (from Part IV, line 2)			1,065,312.		
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)					
11 Other income		11,378.	11,378.		STATEMENT 2
12 Total. Add lines 1 through 11		1,930,958.	1,930,958.		
13 Compensation of officers, directors, trustees, etc.		176,658.	44,165.		132,493.
14 Other employee salaries and wages		34,003.	8,501.		25,502.
15 Pension plans, employee benefits		9,359.	2,340.		7,019.
16a Legal fees					
b Accounting fees STMT 3		12,538.	3,135.		9,403.
c Other professional fees STMT 4		222,673.	222,673.		0.
17 Interest					
18 Taxes STMT 5		21,152.	11,332.		9,820.
19 Depreciation and depletion		14,185.	3,546.		
20 Occupancy					
21 Travel, conferences, and meetings		6,447.	0.		6,447.
22 Printing and publications					
23 Other expenses STMT 6		140,887.	107,542.		32,625.
24 Total operating and administrative expenses. Add lines 13 through 23		637,902.	403,234.		223,309.
25 Contributions, gifts, grants paid		1,733,971.			1,733,971.
26 Total expenses and disbursements. Add lines 24 and 25		2,371,873.	403,234.		1,957,280.
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements		<440,915.>			
b Net investment income (if negative, enter -0-)			1,527,724.		
c Adjusted net income (if negative, enter -0-)				N/A	

7

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		38,065.	5,047.	5,047.
	2	Savings and temporary cash investments		4,450,279.	1,627,770.	1,627,770.
	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				
	7	Other notes and loans receivable ▶				
		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 STMT 7		4,591,512.	5,262,650.	5,477,699.
	b	Investments - corporate stock STMT 8		12,812,014.	14,552,549.	15,510,990.
	c	Investments - corporate bonds STMT 9		4,303,227.	4,176,939.	4,587,746.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		7,191,966.	7,024,916.	8,665,483.	
14	Land, buildings, and equipment: basis ▶ 367,631.					
	Less: accumulated depreciation Stmt 19 ▶ 189,542.		186,512.	178,089.	178,089.	
15	Other assets (describe ▶ STATEMENT 11)		3,408,232.	3,712,932.	3,832,129.	
16	Total assets (to be completed by all filers)		36,981,807.	36,540,892.	39,884,953.	
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				
	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 checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		36,981,807.	36,540,892.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	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		36,981,807.	36,540,892.	
	31	Total liabilities and net assets/fund balances		36,981,807.	36,540,892.	

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	36,981,807.
2	Enter amount from Part I, line 27a	2	<440,915.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	36,540,892.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	36,540,892.

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				
b SEE ATTACHED STATEMENTS				
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 17,374,371.		16,309,059.	1,065,312.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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	
a			
b			
c			
d			
e			1,065,312.

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	1,065,312.
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) If (loss), enter -0- in Part I, line 8		3	N/A

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 instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	2,203,038.	37,450,459.	.058825
2007	2,253,693.	44,773,727.	.050335
2006	2,382,883.	48,856,224.	.048773
2005	2,050,315.	46,594,737.	.044003
2004	2,264,043.	45,058,434.	.050247

2 Total of line 1, column (d)	2	.252183
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	.050437
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	39,319,626.
5 Multiply line 4 by line 3	5	1,983,164.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,277.
7 Add lines 5 and 6	7	1,998,441.
8 Enter qualifying distributions from Part XII, line 4	8	1,957,280.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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	30,554.
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	30,554.
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	30,554.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	19,529.	
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	19,529.	
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	11,025.	
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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
c 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> SC		
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 Not Required by SC Attorney General		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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 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 **▶ W. CARLISLE HAMRICK** Telephone no. **▶ 864-489-6678**
 Located at **▶ GAFFNEY, SC** ZIP+4 **▶ 29342-2208**

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

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

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

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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)? ☐ 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 instructions)? ☐ N/A ☒ 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? ☐ N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No 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? ☐ 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.

(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 12		176,659.	3,536.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CITIGROUP GLOBAL MARKETS INC. - 700 SPRINGS FOREST RD. SUITE 200, RALEIGH, NC 27609	INVESTMENT MANAGEMENT	220,505.

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

0

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	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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 instructions	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	39,696,989.
b	Average of monthly cash balances	1b	43,324.
c	Fair market value of all other assets	1c	178,089.
d	Total (add lines 1a, b, and c)	1d	39,918,402.
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	39,918,402.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	598,776.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	39,319,626.
6	Minimum investment return. Enter 5% of line 5	6	1,965,981.

Part XI Distributable Amount (see 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	1,965,981.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	30,554.
b	Income tax for 2009. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	30,554.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,935,427.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,935,427.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,935,427.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,957,280.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,957,280.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,957,280.

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 instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,935,427.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,612,170.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 1,957,280.				
a Applied to 2008, but not more than line 2a			1,612,170.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				345,110.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				1,590,317.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED STATEMENT 17		PUBLIC CHARITIES		1,733,971.
Total			► 3a	1,733,971.
b Approved for future payment SEE ATTACHED STATEMENT 18		PUBLIC CHARITIES		1,558,623.
Total			► 3b	1,558,623.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AUSTIN CAPITAL MANAGEMENT DIVIDENDS	11.	0.	11.
HAYS ADVISORY DIVIDENDS	27,960.	0.	27,960.
MOODY ALDRICH DIVIDENDS	24,140.	0.	24,140.
NWQ DIVIDENDS	18,154.	0.	18,154.
NWQ INT'L DIVIDENDS	69,500.	0.	69,500.
SANTA BARBARA DIVIDENDS	37,928.	0.	37,928.
SCHEDULE K-1 INTEREST - AAA CAPITAL ENERGY FUND L.P. II	415.	0.	415.
SCHEDULE K-1 INTEREST - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	901.	0.	901.
SCHEDULE K-1 INTEREST - EMERGING CTA PORTFOLIO LP	272.	0.	272.
SCHEDULE K-1 INTEREST - FAIRFIELD FUTURES FUND LP II	407.	0.	407.
SMITH BARNEY DIVIDENDS	1,947.	0.	1,947.
SNOW CAPITAL DIVIDENDS	18,095.	0.	18,095.
STATE STREET MGMT DIVIDENDS	3,534.	0.	3,534.
WEDGE DIVIDENDS	7.	0.	7.
WEDGE REG INTEREST	393,963.	0.	393,963.
WEDGE US GOVT INTEREST	212,219.	0.	212,219.
WENTWORTH HAUSER DIVIDENDS	27,097.	0.	27,097.
WESTEND ADVISORS DIVIDENDS	17,718.	0.	17,718.
TOTAL TO FM 990-PF, PART I, LN 4	854,268.	0.	854,268.

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	486.	486.	
SCH K-1 OTHER INCOME - EMERGING CTA PORTFOLIO LP	<3,162.>	<3,162.>	
SCH K-1 OTHER INCOME - CMF INSTITUTIONAL FUTURES PORTFOLIO LP	5,395.	5,395.	
SCH K-1 OTHER INCOME - FAIRFIELD FUTURES FUND LP II	11,898.	11,898.	
EQUITY ADJS - MANAGED FUTURES	<3,239.>	<3,239.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	11,378.	11,378.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,538.	3,135.		9,403.
TO FORM 990-PF, PG 1, LN 16B	12,538.	3,135.		9,403.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	222,673.	222,673.		0.
TO FORM 990-PF, PG 1, LN 16C	222,673.	222,673.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL PAYROLL TAXES	12,912.	3,228.		9,684.
FOREIGN TAXES	8,058.	8,058.		0.
STATE PAYROLL TAXES	182.	46.		136.
TO FORM 990-PF, PG 1, LN 18	21,152.	11,332.		9,820.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTO EXPENSE	4,851.	0.		4,851.
SCHOLARSHIP EXPENSE	7,623.	0.		7,623.
DUES & SUBSCRIPTIONS	6,222.	1,556.		4,666.
OFFICE EXPENSE	9,387.	2,347.		7,040.
LIABILITY INSURANCE	4,620.	0.		4,620.

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EMPLOYMENT EXPENSE	15.	0.	15.
TELEPHONE	1,329.	332.	997.
WORKERS COMP	1,461.	365.	1,096.
UTILITIES	2,289.	572.	1,717.
MISCELLANEOUS	500.	500.	0.
REPAIRS & MAINTENANCE	720.	0.	0.
SCH K-1 OTHER DEDUCTIONS -			
FAIRFIELD FUTURES FD	15,605.	15,605.	0.
SCH K-1 OTHER DEDUCTIONS -			
EMERGING CTA PORTFOLIO LP	10,906.	10,906.	0.
SCH K-1 OTHER DEDUCTIONS -			
AAA II ENERGY FUTURES FD	18,514.	18,514.	0.
SCH K-1 OTHER DEDUCTIONS -			
CMF INSTITUTIONAL FUTURES			
PORTFOLIO LP	56,845.	56,845.	0.
TO FORM 990-PF, PG 1, LN 23	140,887.	107,542.	32,625.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 13	X		1,955,514.	2,071,615.
SEE ATTACHED STATEMENT 13		X	3,307,136.	3,406,084.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,955,514.	2,071,615.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,307,136.	3,406,084.
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,262,650.	5,477,699.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 14	14,552,549.	15,510,990.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,552,549.	15,510,990.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED STATEMENT 13	4,176,939.	4,587,746.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,176,939.	4,587,746.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT 13	COST	7,024,916.	8,665,483.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,024,916.	8,665,483.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ASSET BACKED SECURITIES - SEE ATTACHED STATEMENT 13	3,408,232.	3,712,932.	3,832,129.
TO FORM 990-PF, PART II, LINE 15	3,408,232.	3,712,932.	3,832,129.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WALTER E. CAVELL P.O. BOX 2208 GAFFNEY, SC 29342-2208	CONSULTANT 25.00	19,794.	0.	0.
WYLIE L. HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	VICE CHAIRMAN 0.00	4,000.	0.	0.
HELEN T. BADEN P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	3,000.	0.	0.
CHARLES F. HAMRICK II P.O. BOX 2208 GAFFNEY, SC 29342-2208	CHAIRMAN 0.00	4,000.	0.	0.
LYMAN W. HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	SECRETARY 0.00	4,000.	0.	0.
W. CARLISLE HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	TREASURER 0.00	4,000.	0.	0.
CHARLES J. BONNER P.O. BOX 2208 GAFFNEY, SC 29342-2208	EXECUTIVE DIRECTOR 40.00	117,865.	3,536.	0.
JEAN HAMRICK HAAS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.
A. WARDLAW HAMRICK P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.
VOLINA V. LYONS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.
FRANCES REAVES ROSS P.O. BOX 2208 GAFFNEY, SC 29342-2208	DIRECTOR 0.00	4,000.	0.	0.

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ELAINE HAMRICK SHIELDS
P.O. BOX 2208
GAFFNEY, SC 29342-2208

DIRECTOR
0.00

4,000.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

176,659.

3,536.

0.

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	SCH K-1 ST GAIN - CITIGROUP EMERGING CTA PORTFOLI	P	VARIOUS	VARIOUS
b	SCH K-1 LT LOSS - CITIGROUP EMERGING CTA PORTFOLI	P	VARIOUS	VARIOUS
c	SCH K-1 1256 LOSS - CITIGROUP EMERGING CTA PORTFO	P	VARIOUS	VARIOUS
d	SCH K-1 1256 INCOME - AAA CAPITAL ENERGY FUND LP	P	VARIOUS	VARIOUS
e	SCH K-1 ST GAIN - CMF INSTITUTIONAL FUTURES PORTE	P	VARIOUS	VARIOUS
f	SCH K-1 LT LOSS - CMF INSTITUTIONAL FUTURES PORTE	P	VARIOUS	VARIOUS
g	SCH K-1 1256 LOSS - CMF INSTITUTIONAL FUTURES POR	P	VARIOUS	VARIOUS
h	SCH K-1 ST GAIN - CITIGROUP FAIRFIELD FUTURES FUN	P	VARIOUS	VARIOUS
i	SCH K-1 LT LOSS - CITIGROUP FAIRFIELD FUTURES FUN	P	VARIOUS	VARIOUS
j	SCH K-1 1256 INCOME - CITIGROUP FAIRFIELD FUTURES	P	VARIOUS	VARIOUS
k	VARIOUS SECURITY TRANSACTIONS - WEDGE CAPITAL MAN	P	VARIOUS	VARIOUS
l	VARIOUS SECURITY TRANSACTIONS - NWQ	P	VARIOUS	VARIOUS
m	VARIOUS SECURITY TRANSACTIONS - WESTEND ADVISORS	P	VARIOUS	VARIOUS
n	VARIOUS SECURITY TRANSACTIONS - MOODY ALDRICH	P	VARIOUS	VARIOUS
o	VARIOUS SECURITY TRANSACTIONS - SNOW CAPITAL	P	VARIOUS	VARIOUS

(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	3,439.		3,439.
b		641.	<641.>
c		8,489.	<8,489.>
d	72,532.		72,532.
e	13,094.		13,094.
f		855.	<855.>
g		36,186.	<36,186.>
h	3,514.		3,514.
i		30.	<30.>
j		4,814.	<4,814.>
k	11,083,482.	10,782,419.	301,063.
l	1,566,305.	1,384,768.	181,537.
m	257,283.	219,775.	37,508.
n	663,765.	476,607.	187,158.
o	382,386.	363,484.	18,902.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,439.
b			<641.>
c			<8,489.>
d			72,532.
e			13,094.
f			<855.>
g			<36,186.>
h			3,514.
i			<30.>
j			<4,814.>
k			301,063.
l			181,537.
m			37,508.
n			187,158.
o			18,902.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 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)
If (loss), enter "-0-" in Part I, line 8

3

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	VARIOUS SECURITY TRANSACTIONS - WENTWORTH HAUSER	P	VARIOUS	VARIOUS
b	VARIOUS SECURITY TRANSACTIONS - AUSTIN CAPITAL	P	VARIOUS	VARIOUS
c	VARIOUS SECURITY TRANSACTIONS - NWQ INT'L	P	VARIOUS	VARIOUS
d	VARIOUS SECURITY TRANSACTIONS - HAYS ADVISORY	P	VARIOUS	VARIOUS
e	VARIOUS SECURITY TRANSACTIONS - SANTA BARBARA	P	VARIOUS	VARIOUS
f	VARIOUS SECURITY TRANSACTIONS - ACCOUNT BOOK ADJ	P	VARIOUS	VARIOUS
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 36,822.		35,766.	1,056.
b 312,051.		203,448.	108,603.
c 732,386.		657,130.	75,256.
d 1,386,528.		1,349,761.	36,767.
e 857,500.		784,886.	72,614.
f 3,284.			3,284.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,056.
b			108,603.
c			75,256.
d			36,767.
e			72,614.
f			3,284.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,065,312.
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) If (loss), enter "-0-" in Part I, line 8	3	N/A

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - OTHER SECURITIES
NOVEMBER 30, 2010

Description	Interest Rate	Maturity Date	Par Value	Historical Cost	Market Value
U. S. Government and U.S. Government agency obligations.					
US TREASURY NOTES SER M-2011	4.625%	08/31/11	510,000	\$ 527,980.73	\$ 526,534.20
US TREASURY INFLATION INDEX NOT.	1.182%	01/15/14	330,000	\$ 364,950.21	\$ 419,101.72
US TREASURY INFLATION INDEX NTS.	1.625%	01/15/18	370,000	\$ 357,582.64	\$ 421,261.11
FEDERAL HOME LOAN MTG CORP	0.213%	02/16/12	705,000	\$ 705,000.00	\$ 704,718.00
				<u>\$ 1,955,514</u>	<u>\$ 2,071,615</u>
Municipals bonds:					
AUBURN UNIV ALA GEN FEE REV	4.875%	06/01/12	65,000	\$ 66,649.00	\$ 68,647.15
BLOUNT CNTY TENN PUB BLDG AUTH	3.750%	06/01/12	40,000	\$ 39,437.55	\$ 40,341.20
COLLEGE PK GA BUS & IDA REV	6.500%	10/01/13	80,000	\$ 82,305.30	\$ 81,020.80
COLUMBUS OHIO VAR PRUP-SER	4.340%	07/01/18	205,000	\$ 208,351.50	\$ 220,067.50
FAIRFAX CNTY VA PUB	4.150%	10/01/18	115,000	\$ 118,026.00	\$ 124,128.70
FRANKLIN TENN TAXABLE-PUB	4.450%	03/01/18	170,000	\$ 175,107.00	\$ 179,599.90
IDAHO HEALTH FACS AUTH REV	5.370%	09/01/14	100,000	\$ 114,830.00	\$ 113,504.00
IDAHO HEALTH FACS AUTH REV	5.470%	09/01/16	45,000	\$ 49,054.50	\$ 52,776.00
MARYLAND ST DEPT TRANSN CONS	3.600%	06/15/17	200,000	\$ 201,652.50	\$ 205,210.00
MEDICAL UNIV S C HOSP AUTH	5.130%	08/15/16	120,000	\$ 119,832.90	\$ 124,921.20
MISSISSIPPI DEV BK SPL OBLIG	5.270%	07/01/13	65,000	\$ 69,585.75	\$ 68,411.20
MUNICIPAL ELEC AU GA PROJ#1	5.100%	01/01/12	140,000	\$ 142,615.80	\$ 144,775.40
NEW JERSEY ST TPK AUTH TPK REV	4.252%	01/01/15	125,000	\$ 135,352.90	\$ 135,632.50
NEW JERSEY ST TPK AUTH TPK REV	4.252%	01/01/16	185,000	\$ 184,000.40	\$ 195,752.20
NEW YORK ST DORM AUTH ST PERS	5.110%	03/15/12	130,000	\$ 137,409.60	\$ 137,047.30
NORFOLK VA TAXABLE-SER B	4.400%	03/01/18	90,000	\$ 91,333.45	\$ 94,444.20
NORTH CAROLINA MUN PWR AGY NO	5.482%	01/01/21	205,000	\$ 211,123.70	\$ 217,580.85
OHIO ST DEV ASSISTANCE-SER A	4.960%	10/01/14	25,000	\$ 24,931.50	\$ 27,039.25
OHIO ST DEV ASSISTANCE-SER B	6.000%	10/01/13	25,000	\$ 26,745.25	\$ 27,699.25
OHIO ST MAJOR NEW ST	3.643%	06/15/16	215,000	\$ 215,000.00	\$ 221,254.35
OKLAHOMA ST CAPITOL IMPT AUTH	5.180%	07/01/14	60,000	\$ 60,896.30	\$ 67,389.60
OREGON ST PENSION TXBLE B/E	5.305%	06/01/16	100,000	\$ 104,533.00	\$ 109,130.00
SALES TAX ASSET RECVBLE CORP	4.560%	10/15/13	105,000	\$ 109,209.75	\$ 112,186.20
SOUTH CAROLINA PUBLIC SERVICE	6.808%	01/01/14	325,000	\$ 369,577.00	\$ 372,531.25
UNIVERSITY ALA GEN REV UNIV	4.640%	07/01/19	80,000	\$ 80,000.00	\$ 83,984.00
VIRGINIA ST HSG DEV AUTH	6.070%	11/01/18	165,000	\$ 169,575.20	\$ 181,009.95
				<u>\$ 3,307,136</u>	<u>\$ 3,406,084</u>
Corporate bonds:					
ALABAMA PWR CO SR NOTES	5.100%	02/01/11	245,000	\$ 247,275.05	\$ 246,835.05
ALLSTATE CORP	7.450%	05/16/19	190,000	\$ 200,536.90	\$ 235,586.70
AT&T INC	4.950%	01/15/13	320,000	\$ 346,471.65	\$ 344,630.40
BANK OF AMERICA CORPORATION	5.750%	12/01/17	265,000	\$ 262,058.20	\$ 274,526.75
BERKSHIRE HATHAWAY FIN CORP	4.850%	01/15/15	310,000	\$ 311,299.45	\$ 344,608.40
CITIGROUP INC	5.300%	10/17/12	330,000	\$ 349,428.30	\$ 351,100.20
ELI LILLY & CO DEBS-BK/ENTRY	6.570%	01/01/16	285,000	\$ 319,134.60	\$ 342,857.85
GENERAL ELEC CAP CORP GLOBAL	5.450%	01/15/13	320,000	\$ 335,207.00	\$ 345,795.20
J P MORGAN CHASE & CO	6.000%	01/15/18	220,000	\$ 209,537.90	\$ 248,008.20
PEPSICO INC	7.900%	11/01/18	190,000	\$ 205,926.50	\$ 251,330.10
SBC COMMUNICATIONS INC	5.625%	06/15/16	300,000	\$ 306,396.05	\$ 344,601.00
SEARIVER MARITIME FINCL HLDG	0.000%	09/01/12	365,000	\$ 297,659.90	\$ 349,571.45
SUNTRUST BANK	5.450%	12/01/17	175,000	\$ 169,425.85	\$ 181,742.75
VERIZON COMMUNICATION	8.750%	11/01/18	335,000	\$ 354,798.65	\$ 451,874.80
WELLS FARGO & CO	5.625%	12/11/17	245,000	\$ 261,783.40	\$ 274,676.85
				<u>\$ 4,176,939</u>	<u>\$ 4,587,746</u>

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - OTHER SECURITIES
NOVEMBER 30, 2010

Description	Interest Rate	Maturity Date	Par Value	Historical Cost	Market Value
Asset-backed securities:					
FHLMC PL#782451	5.047%	10/01/34	490,000	\$ 138,292.99	\$ 142,098.04
FHLMC PL#G12732	4.000%	06/01/20	285,000	\$ 144,750.02	\$ 155,216.94
FHLMC PL#G18016	5.000%	10/01/19	220,000	\$ 67,090.33	\$ 70,145.43
FNMA PL#385623	4.940%	12/01/12	115,000	\$ 116,059.38	\$ 118,579.95
FNMA PL#464690	4.691%	03/01/20	265,000	\$ 275,145.40	\$ 284,013.75
FNMA PL#464933	4.324%	04/01/20	265,000	\$ 271,457.65	\$ 276,072.94
FNMA PL#735608	3.938%	03/01/35	460,000	\$ 127,598.79	\$ 125,546.22
FNMA PL#745169	5.211%	01/01/36	495,000	\$ 230,275.47	\$ 238,832.74
FNMA PL#745295	4.811%	10/01/12	320,000	\$ 259,430.81	\$ 260,201.24
FNMA PL#745935	5.871%	08/01/16	375,000	\$ 354,571.96	\$ 380,149.86
FNMA PL#817509	5.166%	09/01/35	265,000	\$ 138,452.13	\$ 140,024.19
FNMA PL#888267	5.860%	02/01/17	560,000	\$ 507,394.46	\$ 527,946.67
FNMA PL#957710	5.828%	09/01/18	235,000	\$ 252,684.36	\$ 253,629.93
FNMA PL#958347	5.642%	03/01/19	290,000	\$ 312,491.98	\$ 314,132.41
GNMA PL#601464X	5.125%	09/15/29	145,000	\$ 134,393.71	\$ 135,577.61
GNMA PL#634710X	5.500%	11/15/46	195,000	\$ 192,472.76	\$ 207,879.78
GNMA PL#636385X	5.680%	05/15/47	190,000	\$ 190,370.29	\$ 202,081.09
				<u>\$ 3,712,932</u>	<u>\$ 3,832,129</u>
Hedge fund of funds:					
ARDEN ENDOWMENT ADVISORS				\$ 2,967,000	\$ 3,642,369
K2 OVERSEAS INVESTOR				\$ 1,710,000	\$ 2,101,965
AUSTIN CAPITAL ALL SEASONS				\$ 202,209	\$ 229,281
				<u>\$ 4,879,209</u>	<u>\$ 5,973,615</u>
Managed futures:					
CMF INSTITUTIONAL FUTURES				\$ 1,000,000	\$ 1,039,267
AAA CAPITAL ENERGY FUND				\$ 369,112	\$ 797,670
FAIRFIELD FUTURES FUND				\$ 442,141	\$ 549,545
EMERGING CTA PORTFOLIO				\$ 300,000	\$ 305,387
EQUITY ADJUSTMENTS - MANAGED FUTURES				\$ 34,455	\$ -
				<u>\$ 2,145,707</u>	<u>\$ 2,691,868</u>

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	13,227	ALCATEL-LUCENT ADR	152,910.69	36,241.98
	2,390	ALLIANZ SE ADR	24,110.00	26,409.50
	3,769	ALUMINA LTD SPONSORED ADR	20,855.01	28,644.40
	1,388	ANGLOGOLD ASHANTI LTD ADR (AU)	40,976.94	65,000.04
	1,046	ASTRAZENECA PLC SPON ADR	49,306.59	49,088.78
	1,383	AXIS CAPITAL HOLDINGS LTD-USD (AXS)	41,053.69	48,875.22
	2,075	BARRICK GOLD CORP CAD	64,766.87	107,173.75
	2,557	CAMECO CORP	67,727.52	92,742.39
	5,845	CARREFOUR SA UNSPON ADR	52,558.90	51,845.15
	870	CENTRAIS ELETRICAS BRASILEIRAS SPON ADR BRASILEIRAS SPON ADR (EBR)	11,091.89	11,640.60
	5,600	DAI NIPPON PRGT LTD JAPAN SPONS ADR (DNPLY)	88,452.12	70,224.00
	343	DAIWA HOUSE INDUSTRIES ADR -USD- (DWAHY)	33,667.48	38,817.31
	5,017	ELECTRICITE DE FRANCE-EUR	48,316.10	41,891.95
	1,222	EMBRAER-EMPRESA BRASILEIRA DE AERONAUTICA DE AERONAUTICA S A	25,790.75	35,584.64
	9,800	FINMECCANICA SPA-EUR	56,745.87	55,174.00
	1,630	FUJIFILM HLDGS CORP-JPY	56,880.57	54,816.90
	1,365	GAZPROM OAO SPONS ADR	29,269.83	30,111.90
	1,421	GLAXOSMITHKLINE PLC SP ADR	57,975.09	54,395.88
	4,933	GOLD FIELDS LTD SPONS ADR	67,432.16	82,331.77
	487	HACHIJUNI BANK LTD-JPY ADR (HACBY)	29,421.94	25,591.85
	1,225	IMPALA PLATINUM HOLDINGS LTD SPONSORED ADR (IMPUY)	30,609.55	34,973.75
	2,610	KAO CORP-JPY SPONS ADR (KCRPY)	50,198.35	65,432.70
	3,702	KINROSS GOLD CORP-CAD (NEW)	66,221.84	64,525.86
	3,171	KOREA ELEC PWR CORP SP ADR	54,284.10	37,766.61
	502	MAGNA INTERNATIONAL INC	13,837.21	23,915.28
	4,739	MS&AD INSURANCE UNSPON ADR	73,008.25	54,214.16
	1,458	NEWCREST MINING LTD SPON ADR (NCMGY)	34,741.48	56,060.10
	3,339	NEXEN INC	74,059.09	69,851.88
	1,350	NINTENDO CO LTD ADR NEW	44,084.77	46,035.00
	4,041	NIPPON TEL & TEL SPON ADR	90,014.51	91,488.24
	4,913	NOKIA CORP SPONSORED ADR	60,299.29	45,346.99
	3,114	PANASONIC CORP ADR	51,772.39	44,592.48
	1,406	ROHM CO LTD-JPY	39,845.04	42,784.58
	1,194	ROYAL DUTCH SHELL PLC ADR CL B (RDSB)	77,482.72	72,010.14
	1,989	SANOFI-AVENTIS SPONS ADR (SNY)	73,208.30	60,704.28
	3,591	SEKISUI HOUSE UNSPONS ADR	32,414.11	34,186.32
	1,305	SEVEN & I HLDGS CO LTD-JPY	66,708.52	63,879.75
	2,341	SHISEIDO LTD SPONSORED ADR	42,540.38	48,528.93
	529	SIEMENS A G SPONS ADR	36,303.36	58,084.20
	4,608	SK TELECOM LTD SPON ADR	83,920.54	82,851.84
	2,323	SOCIETE GENERALE SPON ADR	20,144.65	21,534.21
	1,395	STATOILHYDRO ASA SPON SADR (STO)	29,703.16	27,886.05
	5,570	SUMITOMO TRUST & BANKING CO LT-JPY SPONS ADR (STBUY)	35,589.25	29,576.70
	1,620	SUNCOR ENERGY INC NEW	46,908.72	54,448.20
	1,397	SWISSCOM AG SPONS ADR	46,505.80	57,067.45
	610	TAKEDA PHARMACEUTICAL CO	13,160.45	14,103.20
	603	TOYOTA MOTOR CORP ADR NEW	42,593.30	46,847.07
	2,054	UBS AG (NEW)	64,247.01	30,953.78
	2,605	VODAFONE GROUP PLC SPONSADR NEW (VOD)	54,232.57	65,281.30
	693	WACOAL CORP ADR	45,440.12	46,936.89
	2,627	WOLTERS KLUWER N V SP ADR	45,030.88	52,277.30
		SUBTOTAL	2,720,337	2,619,027

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,082	AMGEN INC	60,962.01	57,010.58
	1,128	ANGLOGOLD ASHANTI LTD	47,770.30	52,824.24
	970	AON CORP (AON)	37,269.24	38,916.40
	570	APACHE CORP (APA)	53,519.01	61,354.80
	1,120	BARRICK GOLD CORP CAD (ABX)	47,721.86	57,848.00
	3,162	CA INC (CA)	69,971.12	72,378.18
	1,044	CANADIAN NATURAL RES LTD	34,450.45	40,152.24
	1,018	CBS CORP NEW CLASS B	13,338.65	17,143.12
	7,995	CITIGROUP INC	25,687.64	33,579.00
	421	CVS CAREMARK CORP	12,913.67	13,051.00
	652	GENERAL MOTORS COMPANY	22,231.30	22,298.40
	2,324	GENWORTH FINL INC	29,738.02	27,097.84
	90	GOLDMAN SACHS GROUP INC	12,991.08	14,052.60
	480	HALLIBURTON CO HOLDINGS CO	13,234.27	18,163.20
	1,196	HARTFORD FINL SVCS GROUP INC	29,150.18	26,622.96
	340	HESS CORP	19,652.34	23,817.00
	580	INGERSOLL-RAND PUBLIC LTD	20,433.28	23,780.00
	649	JPMORGAN CHASE & CO	19,327.33	24,272.60
	317	KIMBERLY CLARK CORP	20,908.05	19,619.13
	910	KROGER CO	20,375.26	21,430.50
	768	LINCOLN NATIONAL CORP -IND-	20,811.07	18,339.84
	520	LOCKHEED MARTIN CORP	40,670.97	35,380.80
	1,260	LOEWS CORP	44,449.90	47,136.60
	920	MERCK & CO INC NEW	33,917.64	31,712.40
	1,180	METLIFE INC	40,616.90	45,017.00
	814	MICROSOFT CORP	24,419.02	20,559.20
	8,399	MOTOROLA INC DE	67,152.57	64,336.34
	373	NOBLE ENERGY INC	24,071.73	30,306.25
	850	NRG ENERGY INC NEW	20,127.58	16,473.00
	350	OCCIDENTAL PETROLEUM CORP-DEL	30,166.25	30,859.50
	2,676	PFIZER INC	45,832.22	43,618.80
	509	PHILIP MORRIS INTL INC	25,542.38	28,957.01
	1,598	PITNEY BOWES INC	36,811.21	35,060.12
	392	RAYTHEON COMPANY NEW	20,510.42	18,130.00
	1,554	SANOFI-AVENTIS	56,396.50	47,428.08
	1,180	TALISMAN ENERGY INC	20,366.56	22,632.40
	700	TIME WARNER INC	22,020.55	20,643.00
	301	UNION PACIFIC CORP	19,503.71	27,123.11
	1,575	UNUM GROUP	34,173.63	33,846.75
	1,657	VIACOM INC NEW CLASS B	49,491.27	62,684.31
	1,520	WELLS FARGO & CO NEW	26,747.50	41,359.20
		SUBTOTAL	1,315,445	1,387,016

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,385	ACCENTURE PLC	45,976.32	59,998.20
	1,285	AGRIUM INC USD	78,743.64	103,095.55
	1,815	AMERICA MOVIL S A B DE CV	73,331.15	102,474.90
	4,998	BANCO BRADESCO SPONS ADR	90,874.64	100,259.88
	2,451	CAMERON INTERNATIONAL CORP	104,477.67	117,917.61
	1,850	COGNIZANT TECH SOLUTIONS CL A	46,801.86	120,213.00
	1,272	CORE LABORATORIES N V-USD	73,770.47	108,883.20
	1,126	CUMMINS INC	28,587.79	109,357.12
	2,174	DANAHER CORP DE	59,787.59	94,025.50
	1,253	DEVRY INC (DEL)	77,777.34	53,803.82
	3,396	DICKS SPORTING GOODS INC	83,338.95	116,177.16
	1,807	DIRECTV CL A	45,976.04	75,044.71
	2,836	DISCOVERY COMMUNICATIONS INC	90,542.71	115,652.08
	1,744	DRESSER-RAND GROUP INC	53,282.92	66,149.92
	870	FACTSET RESEARCH SYSTEMS INC	46,544.28	77,142.90
	885	FLOWSERVE CORP	80,465.97	93,332.10
	783	FRANKLIN RESOURCES INC	81,957.94	89,332.47
	2,191	HASBRO INC	92,288.86	104,423.06
	3,479	IMPAX LABORATORIES INC	62,112.56	62,308.89
	3,143	JEFFERIES GROUP INC NEW	83,860.62	75,903.45
	1,541	JOY GLOBAL INC	79,806.82	117,609.12
	1,056	MCKESSON CORPORATION	46,317.11	67,478.40
	1,140	NIKE INC CL B	77,548.51	98,188.20
	3,877	ORACLE CORP	72,579.39	104,853.46
	753	PRECISION CASTPARTS CORP	92,135.57	103,966.71
	2,676	SOUTHERN COPPER CORP DEL	62,787.97	112,204.68
	2,615	UNITED CONTINENTAL HOLDINGS	58,152.87	72,383.20
	2,332	WALT DISNEY CO	79,342.56	85,141.32
	3,021	WESTERN DIGITAL CORP	101,228.18	101,203.50
	2,150	SPDR S&P MIDCAP 400 EDT TR	295,952.66	333,228.50
		SUBTOTAL	\$ 2,366,351	\$ 3,041,753

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,428	ACCENTURE PLC	41,990 91	61,860 96
	641	AKAMAI TECHNOLOGIES INC	21,302 35	33,453 79
	1,044	ALLERGAN INC	62,034 65	69,185.88
	1,297	AMPHENOL CORP CLASS A	37,660 92	64,888 91
	662	BECTON DICKINSON & CO	56,611 32	51,589 66
	1,017	BROWN FORMAN CORP CL B	56,876 34	66,532 14
	744	BUNGE LIMITED	72,619 96	45,250 08
	707	C R BARD INC NEW JERSEY	55,963 87	59,988 95
	1,446	CHECK POINT SOFTWARE TECH	54,913 54	61,990 02
	188	CME GROUP INC	78,193 61	54,155 28
	967	COSTCO WHOLESALE CORP NEW	57,410 21	65,378 87
	1,307	DONALDSON CO INC	57,924 75	70,957 03
	1,353	ECOLAB INC	59,256 08	64,686 93
	3,267	EMC CORP-MASS	54,781 43	70,207 83
	1,350	EMERSON ELECTRIC CO	69,216 74	74,344 50
	1,326	EXPEDITORS INTL OF WASH INC	52,395 22	70,145 40
	1,426	EXPRESS SCRIPTS INC COMMON	21,664 50	74,280 34
	1,060	FLIR SYSTEMS INC	24,299 23	28,413 30
	1,280	FTI CONSULTING INC	57,509 48	45,619 20
	1,627	GILEAD SCIENCES INC	65,557 78	59,385 50
	344	GOLDMAN SACHS GROUP INC	46,802 65	53,712 16
	156	GOOGLE INC	75,406 45	86,690 76
	491	HERBALIFE LTD	28,387 26	33,697 33
	1,554	ILLINOIS TOOL WORKS INC	63,859 11	74,017 02
	442	INTL BUSINESS MACHINES CORP	51,212 32	62,525.32
	1,429	INTUIT INC	41,039 39	64,147 81
	856	ITT CORP	49,627 50	39,376 00
	1,482	JACOBS ENGINEERING GROUP INC	77,429 92	57,057 00
	730	MCDONALDS CORP	42,029 09	57,159 00
	612	MONSANTO CO NEW	46,352 02	36,671 04
	799	NIKE INC CL B	53,925 32	68,817 87
	1,066	NORFOLK SOUTHERN CORP	67,446.33	64,141 22
	1,128	OCCIDENTAL PETROLEUM CORP-DEL	90,881 96	99,455 76
	1,509	OMNICOM GROUP INC	69,616 66	68,568 96
	937	PEPSICO INC	57,578 65	60,558 31
	1,076	PRAXAIR INC	102,380 98	99,045 80
	888	PROCTER & GAMBLE CO	60,786 47	54,230 16
	2,143	QUALCOMM INC	79,191 75	100,335 26
	1,097	ROSS STORES INC DE	45,814 83	71,173 36
	1,279	SCHLUMBERGER LTD	104,201 20	98,917 86
	616	STRYKER CORP	31,247 96	30,855 44
	1,153	TEVA PHARMACEUTICAL INDS	52,715 56	57,696 12
	814	UNITED TECHNOLOGIES CORP	59,998 04	61,269 78
	1,094	VARIAN MEDICAL SYSTEMS INC	49,690 36	72,018 02
	803	VISA INC COM CL A	67,675 31	59,301 55
	523	WATERS CORP	23,050 18	40,203 01
	940	WELLS FARGO & CO NEW	26,535 92	25,577 40
	4,504	WESTERN UNION COMPANY	90,026.20	79,450 56
		SUBTOTAL	2,713,092	2,968,984

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities.				
	1,115	AGILENT TECHNOLOGIES INC	33,199 13	39,047 30
	2,480	ALCOA INC	57,367 21	32,550 01
	1,260	ALLSTATE CORP	24,867 53	36,678 60
	610	AMGEN INC	29,577 44	32,140 90
	480	ARCHER-DANIELS-MIDLAND CO	13,837 44	13,915 20
	1,035	AVERY DENNISON CORP	39,403 78	38,853 90
	700	BANCORPSOUTH INC	9,306 78	8,995 00
	1,275	BANK NEW YORK MELLON CORP	37,938 60	34,412 25
	550	BOEING CO	30,308 39	35,073 50
	1,135	CHESAPEAKE ENERGY CORP	25,486 30	23,971.20
	1,595	CISCO SYS INC	36,189.72	30,560 20
	1,455	COMMUNITY HEALTH SYS INC NEW	41,274 01	46,356 30
	510	CONOCOPHILLIPS	37,739 41	30,686 70
	830	E I DU PONT DE NEMOURS & CO	38,687 30	39,001 70
	280	EATON CORP	19,347 01	26,992 00
	1,980	GAP INC DELAWARE	39,524 36	42,292 80
	2,125	GENERAL ELECTRIC CO	68,048 41	33,638 75
	1,520	HEALTH NET INC	47,326 84	41,040 00
	555	INTERNATIONAL PAPER CO	13,918 01	13,858 35
	1,340	JPMORGAN CHASE & CO	49,652 79	50,116.00
	1,080	LIFEPOINT HOSPS INC	31,705 10	39,117 60
	1135	LOWES COMPANIES INC	24,432 37	25,764 50
	1665	MACYS INC	29,591 09	42,757 20
	1060	MARATHON OIL CORP	46,636 83	35,478 20
	860	MEDTRONIC INC	31,655 93	28,835 80
	990	METLIFE INC	28,692 09	37,768 50
	1880	NOKIA CORP SPONSORED ADR	24,334 66	17,352 40
	2225	PATTERSON UTI ENERGY INC	45,066 76	43,832 50
	1830	PFIZER INC	38,064 00	29,829 00
	620	PNC FINANCIAL SERVICES GROUP	28,048 73	33,387 00
	795	PRUDENTIAL FINANCIAL INC	34,765 69	40,290 60
	650	REHABCARE GROUP INC	14,142 84	13,149 50
	1135	SAFEWAY INC NEW	23,607 85	26,093 65
	1695	TEREX CORP NEW	37,609 22	41,154 60
	1500	TEXAS INSTRUMENTS INC	26,872 89	47,700 00
	900	UNITEDHEALTH GROUP INC	23,995 21	32,868 00
	1945	VALERO ENERGY CORP-NEW	38,730 29	37,888 60
	1165	WELLS FARGO & CO NEW	34,790 76	31,699 65
	565	WESCO INTERNATIONAL INC	11,290 97	26,961 80
		SUBTOTAL	1,267,034	1,282,109.76

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,210	AMEREN CORP	31,683 82	34,751 20
	410	ANADARKO PETROLEUM CORP	17,864 19	26,305 60
	1,560	AT&T INC	40,267 59	43,352 40
	830	BAXTER INTL INC	44,888 84	40,296 50
	2,980	CLEAR CHANNEL OUTDOOR HLDGS	30,226 22	40,945 20
	2,050	CLOUD PEAK ENERGY INC	33,221 74	42,988 50
	1,610	COMMERCIAL METALS CO	17,434 21	24,745 70
	2,780	EAST WEST BANCORP INC	29,412 27	48,205 20
	1,020	EXELON CORP	44,291 89	40,157 40
	240	FREEPORT MCMORAN COPPER & GOLD	16,747 00	24,316 80
	3,100	FUSHI COPPERWELD INC	35,148 95	27,838 00
	200	GOLDMAN SACHS GROUP INC	20,737 51	31,228 00
	2,590	GOODYEAR TIRE & RUBBER CO	30,573 41	24,760 40
	940	GRACE W R & CO DEL NEW	6,546 29	31,461 80
	640	HOSPIRA INC	33,042 37	36,006 40
	2,820	HUNTSMAN CORP	25,431 02	43,625 40
	3,250	MGIC INVT CORP WIS	15,978 49	27,690 00
	5,370	MICRON TECHNOLOGY INC	44,279 31	39,034 53
	3,520	MPG OFFICE TRUST INC	13,364 04	8,060 80
	10,300	MUELLER WATER PRODUCTS INC	55,541 31	36,256 00
	610	NAVISTAR INTL CORP NEW	24,041 09	31,219 80
	2,050	NEXEN INC	40,746 42	42,886 00
	1,990	PEPCO HOLDINGS INC	32,390 04	36,516 50
	340	PNC FINANCIAL SERVICES GROUP	11,976 85	18,309 00
	1,290	PPL CORP	31,914 86	32,778 90
	350	RAYONIER INC	12,294 58	17,836 00
	720	REINSURANCE GROUP OF AMERICA	34,667 06	35,949 60
	810	SEMPRA ENERGY	42,835 15	40,572 90
	2,960	TESCO CORP ALTA	24,101 91	39,101 60
	1,590	TEXTAINER GROUP HLDGS	38,591 46	44,233 80
	1,610	THE BABCOCK & WILCOX COMPANY	35,278 00	39,106 90
	2,130	WEYERHAEUSER CO	35,998 70	35,549 70
		SUBTOTAL	965,249.91	1,119,501 53

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	1,475	AMERICAN TOWER CORP	61,495 99	74,590 75
	1,390	AMGEN INC	79,238 50	73,239 10
	2,635	AT&T INC	73,006 86	73,226 65
	2,170	AUTODESK INC	53,912 35	76,579 30
	1,712	BED BATH & BEYOND	68,442 72	74,882 88
	1,715	BEST BUY INC	74,961 27	73,264 80
	1,262	CELGENE CORP	71,097 21	74,937 56
	3,140	CISCO SYS INC	76,488 01	60,162 40
	1,457	COACH INC	53,697 88	82,378 78
	1,188	COSTCO WHOLESALE CORP NEW (COST)	70,556 17	80,320 68
	3,604	INTEL CORP	74,283 78	76,249 83
	527	INTL BUSINESS MACHINES CORP (IBM)	67,690 17	74,549 42
	2,064	JOHNSON CONTROLS INC	77,026 42	75,212 16
	3,475	LOWES COMPANIES INC	79,301 88	78,882 50
	919	NIKE INC CL B	59,702 84	79,153 47
	2,651	ORACLE CORP	60,730 99	71,696 30
	1,612	QUALCOMM INC	69,487 84	75,473 84
	1,370	RESEARCH IN MOTION LTD-CAD (RIMM)	81,463 63	84,707 10
	1,400	TARGET CORP	66,189 17	79,716 00
	2,323	VERIZON COMMUNICATIONS	70,146 30	74,359 23
		SUBTOTAL	1,388,919 98	1,513,582.75

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
SCHEDULE OF MARKETABLE SECURITIES - EQUITY SECURITIES
NOVEMBER 30, 2010

Description	Number of shares	Issuer	Historical Cost	Market Value
Equity securities				
	280	AGRIUM INC USD	9,056 18	22,464 40
	625	AXA S.A SPONS ADR	22,327 45	8,962 50
	820	BAE SYSTEMS PLC SPON ADR	31,210 00	16,949 40
	660	BASF SE COMMON STOCK	44,270 40	49,559 40
	1,210	BHP BILLITON LTD SPONS	79,089 59	99,704 00
	605	BRITISH AMERICAN TOBACCO	43,840 53	44,104 50
	775	BROOKFIELD ASSET MGMT INC	21,223 73	22,653 25
	690	CANADIAN NATL RAILWAY CO	33,834 68	44,125 50
	860	CANADIAN NATURAL RES LTD	29,982 60	33,075 60
	755	CANADIAN PACIFIC RAILWAY	50,370 80	48,312 45
	1,035	COOPER INDUSTRIES PLC	41,391 72	56,407 50
	350	CORE LABORATORIES N V-USD	20,624 83	29,960 00
	620	DIAGEO PLC SPON ADR-NEW	51,909 52	44,429 20
	515	ENSIGN ENERGY SVCS INC-CAD	10,355 27	6,564 19
	365	FOSTER WHEELER AG	8,547 28	10,220 00
	1,335	INGERSOLL-RAND PUBLIC LTD	57,708 05	54,735 00
	640	MANULIFE FINANCIAL CORP	23,632 85	8,902 40
	3,105	NABORS INDUSTRIES LTD-USD	103,847 97	68,589 45
	1,432	NESTLE S A SPONSORED ADR	70,862 13	78,373 36
	2,630	NOBLE CORPORATION-CHF	129,833 09	89,209 60
	750	NOVARTIS AG ADR	36,564 73	40,057 50
	215	PARTNERRE LTD -BMD	16,354 39	16,662 50
	605	POTASH CORP SASK INC	54,975 44	86,968 75
	940	RIO TINTO PLC-GBP	95,793 58	60,282 20
	195	RWE AG SPONS ADR -USD	23,502 50	12,189 45
	1,170	SCHLUMBERGER LTD	101,076 46	90,487 80
	1,964	SUNCOR ENERGY INC NEW	73,468 35	66,010 04
	195	SYNGENTA AG ADR	7,472 60	10,863 45
	1,055	TALISMAN ENERGY INC	18,312 34	20,234 90
	1,765	TENARIS S A	87,084 02	75,153 70
	985	TRANSOCEAN LTD SWITZERLAND	135,136 96	66,024 55
	1,470	UBS AG (NEW)	46,590 80	22,152 90
	1,360	UNILEVER NV NY SHS-NEW	45,935 41	38,596 80
	2,230	VALE S A SPON ADR	77,422 73	70,646 40
	3,040	WEATHERFORD INTERNATIONAL	108,660 74	62,046 40
	70	YARA INTL ASA-USD	3,850 00	3,337 60
		SUBTOTAL	1,816,119 72	1,579,016.64
		GRAND TOTAL	14,552,548.54	15,510,989.90

The Fullerton Foundation
EIN: 57-0847444
Scholarship Application
November 30, 2010
Attachment to Part XV, Line 2b

FULLERTON MEDICAL SCHOLARSHIP PROGRAM

2010

Deadlines for Nomination

Preliminary Nominating Deadline: March 15, 2010

Final Nominating Deadline: March 29, 2010

The Directors of The Fullerton Foundation, Inc. established
the Fullerton Medical Scholarship Program in the year 1985.

I. INTRODUCTION

The Fullerton Medical Scholarship Program established by The Fullerton Foundation, Inc., has been in existence since 1985 and strictly adheres to well-settled objectives, procedures concerning the interviewing of nominees, selection of scholarship recipients, and the handling of the payment of scholarship amounts. The objective of the Fullerton Medical Scholarship Program, selection criteria, selection and interview process, and the value, payment and continuation of the scholarship are described hereafter.

II. OBJECTIVE

To identify and reward the student who demonstrates and projects the potential for development into a highly capable professional, and who is concerned with the total welfare of the society of which he/she is an active participant, as well as being a competent physician.

III. SELECTION CRITERIA

1. The nominee, or the immediate family of the nominee, must have been a resident, or are residents, of North Carolina or South Carolina for the past five (5) calendar years.
2. The nominee must have:
 - (a) An undergraduate GPR minimum of 3.5 or better, and
 - (b) A minimum score as shown below on each of the four sections of the American Medical College Admission Test

<u>Section of Test</u>	<u>Score Range Low to High</u>	<u>Fullerton Medical Scholarship Nominee Minimum Score</u>
Verbal Reasoning	1 - 15	8
Physical Science	1 - 15	8
Biological Science	1 - 15	8
Writing Sample Test	Letter Scale J - T	Letter 0

**PLEASE INCLUDE A COPY OF THE NOMINEE'S COMPLETE
"AMERICAN MEDICAL COLLEGE APPLICATION SERVICE" REPORT.**

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at a disadvantage and requires the Foundation to contact the Medical School to obtain the COMPLETE REPORT.

OR

If a medical school does not require the AMCAS, the nominating medical school must provide a certification that the nominee has been accepted in its early admissions program.

It is not necessary to send a transcript of the grades of the nominee.

3. **The nominee must have the potential for service in the health care field, which can be demonstrated by, but not limited to, leadership in high school, undergraduate school and the community, as well as knowledge of society and the problems and opportunities of the world today. Additionally, it is important for the nominee to have an awareness of his/her own capabilities and limitations, to be able to interact and effectively communicate with others, and to have a feeling of empathy for others.**
4. A student may be nominated by only one medical school.

IV. SELECTION & INTERVIEW PROCESS

1. Each fully accredited four (4) year medical school in North Carolina:
 - (a) School of Medicine, Duke University Medical Center
 - (b) Brody School of Medicine, East Carolina University
 - (c) School of Medicine, University of North Carolina
 - (d) School of Medicine, Wake Forest Universityand in South Carolina:
 - (e) College of Medicine, Medical University of SC
 - (f) School of Medicine, University of SCwill be invited to nominate one candidate for a Fullerton Medical Scholarship. Please see Section IV, Selection and Interview Process, Paragraph 4, Page 4 for nomination mailing deadlines.
2. An official nomination form will be furnished by e-mail to each of the six (6) eligible medical schools.

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3. Each completed nomination form **must** be accompanied by **three** personal letters of recommendation, one of which must be by an officer or professor in

the undergraduate college of the nominee. (Note: A letter signed by more than one individual will be considered as ONE letter only.) Four (4) wallet-size prints of a recent photograph of the nominee should be included. Please do not use a felt tip pen to write the name of the nominee on the back of the print.

4. Completed nomination forms, together with the required enclosures, should be postmarked on or before the deadline dates listed below and mailed to:

The Fullerton Foundation, Inc.
Fullerton Medical Scholarship Program
P. O. Box 2208
Gaffney, SC 29342-2208

If you prefer to use overnight mail, the Foundation street address is 515 W. Buford Street, Gaffney, SC 29341.

In order to ensure that each nominee meets the "Selection Criteria" described above, the Foundation requires that the nomination forms and required enclosures be submitted by the following Preliminary Nominating Deadline: **Postmarked March 15, 2010.**

Upon receipt, the Foundation will review the nominee's file to determine whether the Selection Criteria have been met. If the criteria have not been met, the nominating medical school will be notified of this so that the school may select a substitute nominee. In this event the nominating forms and required enclosures with respect to the substitute nominee must be submitted by the following Final Nominating Deadline: **Postmarked March 29, 2010.**

This procedure is intended to help ensure that each nominating medical school will have an appropriate nominee involved in the selection process.

5. There will be no discrimination on the basis of race, sex, creed, or national origin.
6. The six nominees will be invited for interviews to be held in Charlotte, North Carolina, presently scheduled for Saturday morning, **April 24, 2010**. Room reservations will be made for each nominee for Friday night, **April 23, 2010**. Details concerning the interview schedule will be sent by certified mail

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April 2, 2010 to each medical school Fullerton Scholarship contact and to each nominee using the name and address shown on the nomination form.
Reimbursement for reasonable travel expenses (travel receipts, mileage, and

meals - personal telephone calls are excluded) of the nominees will be made to their respective nominating medical school on receipt, prior to **June 10, 2010**, of an expense statement from the nominating medical school of the nominee.

7. An Independent Selection Committee (the Committee) will conduct the interviews. The Committee will be composed of persons who are leaders in business, the professions and civic life, with no association of any kind with The Fullerton Foundation, Inc.
8. **After all interviews, the Committee will rank order only those nominees who have satisfied all the selection criteria set out in Section III above. Nominees will not be told their rankings. If a nominee has not satisfied all of the criteria, and therefore is not ranked, the Committee will document its reasons and provide the same to the Foundation staff. The top three nominees will be offered Scholarships. Each of the remaining nominees will be awarded a one-time \$1,000 honorary stipend, payable as described below to the medical school which made the nomination.**
9. The medical school whose nominee is awarded a scholarship must accept the scholarship by **May 20, 2010**. This means that the medical school's nominee must commit to attending that medical school by that same date. A completed "Acceptance and Commitment," a copy of which is on Page 7 of this brochure, must be mailed by the medical school to The Fullerton Foundation, Inc., **postmarked no later than May 20, 2010**; if the "Acceptance and Commitment" is not completed and postmarked by this date, or if the medical school or nominee is not willing to accept or commit by this date, or if for any other reason the scholarship is not accepted by this date, the scholarship will be withdrawn and then awarded to the medical school which nominated the next ranking nominee.

V. VALUE, PAYMENT AND CONTINUATION OF THE FULLERTON MEDICAL SCHOLARSHIP

1. Three Fullerton Medical Scholarships will be awarded to three students entering first year medical school in August 2010.
2. The value of the scholarship will be \$20,000 each year, payable to the institution in North Carolina or South Carolina which nominates the student and where the nominee is enrolled. One-half (\$10,000) will be paid the first business day in August and the other half (\$10,000) the first business day in the following January. The payee institution will determine the distribution of these payments between tuition and expenses.

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3. If the winner of a Fullerton Medical Scholarship maintains adequate academic performance each year in accordance with the enrollment standards at his/her medical school, continues to be enrolled as a full time medical student, and the

medical school sends a statement each year certifying the same to The Fullerton Foundation, Inc., he/she will continue to receive a Fullerton Medical Scholarship for each of the remaining three years of medical school. **It is the responsibility of the medical school to supply this information to The Fullerton Foundation, Inc. on a timely basis; if this information is not supplied timely the scholarship will be terminated.**

4. A Fullerton Medical Scholarship will be payable only to the medical school nominating the student. A scholarship is not transferable to another medical school. If a student does not attend the medical school which nominated him/her, the scholarship will be awarded instead to the medical school which nominated the next ranked student, as described above.
5. Each of the three medical schools whose nominee is not selected for a scholarship will receive a one-time \$1,000 stipend, payable to the medical school. On the first business day of August, 2010, The Fullerton Foundation, Inc. will send a check for \$1,000 to the medical school, to be applied against the tuition for the ensuing term of the student nominated by the medical school.
6. If a student whose nominating medical school is awarded a one-time \$1,000 honorary stipend does not attend that medical school, the stipend amount nevertheless will be paid to that nominating medical school for unrestricted use in its medical scholarship program.
7. Each institution is responsible for the proper disbursement or use of the funds (scholarships and stipends).

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FULLERTON MEDICAL SCHOLARSHIP PROGRAM

ACCEPTANCE AND COMMITMENT

Name of Medical School: _____

Name of Nominee: _____

Nominee to enroll in the fall of: _____

Deadline for acceptance and commitment: May 20, 2010

The Fullerton Foundation, Inc. has awarded a Fullerton Medical Scholarship to the medical school identified above. The scholarship, in the amount of \$20,000 per year, will be used by the medical school to pay tuition and expense amounts, as determined by the medical school, with respect to its nominee.

It is necessary that the medical school acknowledge its acceptance of the scholarship and that the nominee commit to attending that school, no later than the deadline date stated above. This is accomplished by completing this "Acceptance and Commitment" and mailing it by that date to: The Fullerton Foundation, Inc., Attn: Mr. Charles J. Bonner, Executive Director, Post Office Box 2208, Gaffney, South Carolina 29342-2208. If you prefer to use overnight mail, the Foundation street address is 515 W. Buford Street, Gaffney, SC 29341. IF THIS "ACCEPTANCE AND COMMITMENT" IS NOT COMPLETED AND POSTMARKED BY THE DEADLINE DATE, OR IF THE MEDICAL SCHOOL OR NOMINEE IS NOT WILLING TO ACCEPT OR COMMIT BY THAT DATE, OR IF FOR ANY OTHER REASON THE SCHOLARSHIP IS NOT ACCEPTED BY THAT DATE, THE SCHOLARSHIP WILL BE WITHDRAWN AND THEN AWARDED TO THE MEDICAL SCHOOL WHICH NOMINATED THE NEXT RANKING NOMINEE.

Consistent with the foregoing, the medical school and its nominee, as identified above, hereby accept the scholarship awarded, and the nominee commits to attending that same medical school.

(Name of Medical School)

By: _____

Title: _____

(Signature of Nominee)

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FULLERTON MEDICAL SCHOLARSHIP PROGRAM

NOMINATION FORM

March 2010

After a review of the literature that describes the Fullerton Medical Scholarship Program, the nominee will complete pages 9 and 10 and sign page 10 of this nomination form. Page 11 is to be completed and signed by the Dean, or his/her designee, of the appropriate North Carolina or South Carolina medical school.

Requested information should be typed and limited, if possible, to the space provided. If additional information is deemed necessary, please annotate and attach.

The medical school must furnish requested information regarding scholastic record as part of the nomination process (American Medical College Application Service Report).

The medical school official should mail the nomination form and required enclosures to:

The Fullerton Foundation, Inc.
Fullerton Medical Scholarship Program
P. O. Box 2208
Gaffney, South Carolina 29342-2208

If you prefer to use overnight mail, the Foundation street address is:

The Fullerton Foundation, Inc.
Fullerton Medical Scholarship Program
515 W. Buford Street
Gaffney, South Carolina 29341

and postmarked no later than:

Preliminary Nominating Deadline March 15, 2010

Final Nominating Deadline March 29, 2010

Note: Please refer to Section IV, Selection and Interview Process, Page 4 of this brochure, Paragraph 4.

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NOMINATION FORM

Nominee Information

(To be completed by nominee)

Last Name First Middle Name you wish to be called

Date of Birth Place of Birth

Nominee's Current Mailing Address

Where have you lived for the past five calendar years?
(Please give address, city, state and zip code)

Names of Parents or Immediate Family

Address of Parents or Immediate Family

Where have your parents lived for the past five calendar years?
(Please give address, city, state and zip code)

Undergraduate school and location

Major field of study

GPR

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Employment Record

(Employer, Job Title, Summer, School Year, Hours Per Week, Etc.)

Community, Church, Youth and/or Service Work
(Activity, years of participation, honors, awards, etc.)

Hobbies and Special Interests

I have read the Fullerton Medical Scholarship material, including the description of the selection process and the conditions for acceptance, and hereby agree to nomination for a Fullerton Medical Scholarship with knowledge of the selection process and related conditions.

Also, I authorize the release to The Fullerton Foundation, Inc. of any information held or to be held by any secondary school, undergraduate and/or graduate school, or any others, including, but not limited to, personal evaluations, transcripts and test scores. I understand that this material may be kept confidential both from the public and me, and I waive any right of access that I might have by law.

Signature of Candidate and Date

Enclosures:

- (1) Three letters of recommendation
- (2) Four wallet-size photos (head and shoulders)

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Nominee Information

(To be completed by medical school official)

_____ nominates _____
Nominating University

for a Fullerton Medical Scholarship. It is our opinion that this medical student is fully qualified for the following reasons: (Please note special or unique circumstances that should be considered in evaluating this candidate's record and potential. Written comments will be received in confidence for use only in the selection process.)

Medical College Admission Test Scores

(Show test score for each section OR state, "Certification of preadmission to medical school is attached.")

Signature

Name (Type or Print)

Title

Medical School

Date

01/10

scholar/scholarshipprogram2010 doc

THE FULLERTON FOUNDATION, INC.
EIN: 57-0847444
GRANTS PAID IN FYE 11.30.2010

GRANTEE	PURPOSE	AMOUNT
American Heart Association Spartanburg, SC	Implement project Mission Lifeline in Spartanburg, Union and Cherokee Counties to reduce heart attack deaths and disabilities caused by a STEMI heart attack	\$ 38,223.00
Bethesda Hospital Foundation Boynton Beach, FL	Support the purchase for their Comprehensive Cancer Center the next generation - Rapid Arc Intensity Modulated Radiation Therapy	\$ 50,000.00
Boys and Girls Club of Cherokee Co. Gaffney, SC	Challenge grant to support expanding operations of a revitalized Boys and Girls Club	\$ 50,000.00
Carolina Foothills Garden Club, Inc. Greenville, SC	Help renovate and rename "Woodland Garden"	\$ 10,000.00
Cherokee County YMCA Gaffney, SC	Support capital campaign for new YMCA	\$ 125,000.00
Clemson University Clemson, SC	Use of driving simulators as a clinical tool in rehabilitation settings.	\$ 125,000.00
Columbia College Columbia, SC	Students Improving Access to Health Care Delivery Through Training Service	\$ 25,600.00
Duke University Medical Center Durham, NC	CNA Home Care Chronic Disease Prevention Program	\$ 94,132.00
Fellowship of Christian Athletes Gaffney, SC	Expand the Cherokee County FCA ministry into the county youth recreational league	\$ 60,000.00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 282,000.00
	East Carolina	\$ 60,000.00
	Duke University	\$ 20,000.00
	Medical University of SC	\$ 60,000.00
	University of NC	\$ 41,000.00
	University of SC	\$ 60,000.00
	Wake Forest University	\$ 41,000.00
Gardner-Webb University Boiling Springs, NC	Support for the Doctor of Nursing Practice	\$ 50,000.00
Goodwill Foundation Greenville, SC	Expand their Certified Nursing Assistant Job Training Program to Columbia, SC	\$ 36,176.00

Greenville Hospital System Greenville, SC	Staffing for two Masters-level social workers to integrate into and enhance three current GHS Children's Hospital programs whose focus is helping families with autistic children	\$	50,000.00
Greenwood Genetic Center Greenwood, SC	Creation of a single diagnostic test vs. the myriad of 10 tests currently required to detect genetic marker(s) for autism spectrum disorders	\$	71,900.00
Habitat for Humanity of Cherokee Co. Gaffney, SC	Finance the building of one Energy Star home in Hope Acres	\$	62,000.00
Limestone College Gaffney, SC	Renovation of the Winnie Davis Hall of History	\$	148,437.00
MemoryCare Asheville, NC	Expand their teaching and education outreach capabilities beyond the family caregiver to health care professionals	\$	57,500.00
North Greenville University Tigerville, SC	Help equip a new, second chemistry laboratory for the science department	\$	73,403.00
Ronald McDonald House Charleston, SC	Help fund stipends for an internship program at the Ronald McDonald House	\$	9,600.00
ReGenesis Community Health Center Spartanburg, SC	Support funding for a full-time Breast Health Navigator for Cherokee and Spartanburg counties	\$	20,000.00
Spartanburg Methodist College Spartanburg, SC	Expand and add two new courses with labs - anatomy/physiology and microbiology	\$	50,000.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Support the Regional Hospice Home in Spartanburg, SC that will serve Upstate SC	\$	30,000.00
Spartanburg Regional Healthcare Systems Foundation Spartanburg, SC	Fund a state of the art mammography mobile van to provide remote services to the underserved in the three Upstate counties (Cherokee, Union & Spartanburg)	\$	125,000.00
University of SC, School of Medicine Columbia, SC	To export a successful integrated "Senior Mentor Program" developed by SOM/USC to medical schools in North Carolina and then other states	\$	90,000.00
TOTAL		\$	1,733,971.00

THE FULLERTON FOUNDATION, INC.

EIN: 57-0847444

GRANTS PAID IN FYE 11.30.2010

GRANTS APPROVED DURING THE YEAR

GRANTEE	PURPOSE	AMOUNT
<u>2011</u>		
American Heart Association Spartanburg, SC	Implement project Mission Lifeline in Spartanburg, Union and Cherokee Counties to reduce heart attack deaths and disabilities caused by a STEMI heart attack	\$ 38,223.00
Boys and Girls Club of Cherokee Co. Gaffney, SC	Challenge grant to support expanding operations of a revitalized Boys and Girls Club	\$ 50,000.00
Clemson University Clemson, SC	Use of driving simulators as a clinical tool in rehabilitation settings.	\$ 175,000.00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 140,500.00
Gardner-Webb University Boiling Springs, NC	Support for the Doctor of Nursing (DNP) Program beginning in the Fall 2008	\$ 50,000.00
Goodwill Foundation Greenville, SC	Expand their Certified Nursing Assistant Job Training Program to Columbia, SC	\$ 53,786.00
Greenville Hospital System Greenville, SC	Staffing for two Masters-level social workers to integrate into and enhance three current GHS Children's Hospital programs whose focus is helping families with autistic children	\$ 125,000.00
MemoryCare Asheville, NC	Expand their teaching and education outreach capabilities beyond the family caregiver to health care professionals	\$ 57,500.00
North Greenville University Tigerville, SC	Help equip a new, second chemistry laboratory for the science department	\$ 73,402.00
Spartanburg Methodist College Spartanburg, SC	Expand and add two new courses with labs - anatomy/phsysiology and microbiology	\$ 50,000.00
TOTAL		\$ 813,411.00

2012

American Heart Association Spartanburg, SC	Implement project Mission Lifeline in Spartanburg, Union and Cherokee Counties to reduce heart attack deaths and disabilities caused by a STEMI heart attack	\$ 38,224.00
Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 245,000.00
Greenville Hospital System Greenville, SC	Staffing for two Masters-level social workers to integrate into and enhance three current GHS Children's Hospital programs whose focus is helping families with autistic children	\$ 124,488.00
TOTAL		\$ 407,712.00

2013

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 185,000.00
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2014

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 115,000.00
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2015

Fullerton Medical Scholarship Program Gaffney, SC	To assist medical students in medical school in NC and SC	\$ 37,500.00
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GRAND TOTAL**\$ 1,558,623.00**

FULLERTON FOUNDATION
Comprehensive Depreciation [Depreciation]

GAAP

For the Period December 1, 2009 to November 30, 2010

Asset ID	Class	Selected Dates		Beginning	Asset Balances		Ending	Depr Meth	Conv Life Yr	Mo	Book Cost	Credit Reduction Amount	Bus Use %	Depreciable Basis		Current & Accum Depreciation		Net Book Value
		Placed in Service	Disposal Date		Additions	Deletions								Net S179/A & AFD	Prior Reported	Accum Depr & AFNet Sec 179/178	Accum Def	
Class Auto																		
000026		2005 CADILLAC STS		28,000	0	0	28,000	MC200AHY	5.0		28,000	0	100	0	23,162	4,838	23,162	1,613
		6/28/2006		28,000	0	0	28,000				28,000	0	0	0	23,162	4,838	23,162	1,613
Subtotal Auto (1)																		
Class Building																		
000015		Building Addition		254,814	0	0	254,814	DB200HY	39.0		254,814	0	100	0	91,870	162,944	91,870	154,588
000016		Architect Fees		24,816	0	0	24,816	DB200HY	39.0		24,816	0	100	0	8,947	15,869	8,947	15,055
000017		Carpet & Tile		3,515	0	0	3,515	DB200HY	39.0		3,515	0	100	0	1,267	2,248	1,267	2,132
		3/15/2001		283,145	0	0	283,145				283,145	0	0	0	102,084	181,061	102,084	171,776
Subtotal Building (3)																		
Class Furn																		
000002		Oxdata 321 Printer		500	0	0	500	DB200HY	5.0		500	0	100	0	500	0	500	0
000003		Office Furniture		820	0	0	820	DB200AHY	7.0		820	0	100	0	820	0	820	0
000004		Office Chair		316	0	0	316	DB200AHY	5.0		316	0	100	0	316	0	316	0
000006		Microsoft Office Software		16,578	0	0	16,578	DB200AHY	3.0		16,578	0	100	0	16,578	0	16,578	0
000009		HP Scanjet 5300C Scanner		212	0	0	212	DB200AHY	3.0		212	0	100	0	212	0	212	0
000011		Blinds for Windows		1,380	0	0	1,380	DB200AHY	5.0		1,380	0	100	0	1,380	0	1,380	0
000012		HP 2100 Laser Jet Printer		721	0	0	721	DB200AHY	3.0		721	0	100	0	721	0	721	0
000013		Projector system for conference room			0	0						0	100	0	7,167	0	7,167	0
		6/11/2001		7,167	0	0	7,167	DB200AHY	5.0		7,167	0	100	0	7,167	0	7,167	0
000014		Mahogany Desks, Tables, Credenzas, Printer Stand, and Chairs		15,040	0	0	15,040	DB200AHY	5.0		15,040	0	100	0	15,040	0	15,040	0
000021		Brother 5040 Printer		188	0	0	188	DB200AHY	3.0		188	0	100	0	188	0	188	0
000022		Upgrade for Gifts Program		2,519	0	0	2,519	DB200AHY	3.0		2,519	0	100	0	2,519	0	2,519	0
		7/29/2004			0	0						0	100	0	2,519	0	2,519	0
000023		HP8340 Printer		157	0	0	157	MC200AMQ	3.0		157	0	100	0	157	0	157	0
		10/1/2004			0	0						0	100	0	157	0	157	0
000024		LOWE'S CLD FLAT PANEL MONITOR		367	0	0	367	MC200AHY	5.0		367	0	100	0	346	21	346	0
		1/31/2005			0	0						0	100	0	346	21	346	0
000025		GIFTS FOR WINDOWS - GOLD MAINTENANCE		2,620	0	0	2,620	MC200AHY	3.0		2,620	0	100	0	2,620	0	2,620	0
		7/18/2005			0	0						0	100	0	2,620	0	2,620	0
000028		Laptop Computer DV9408NR		1,007	0	0	1,007	MC200AHY	3.0		1,007	0	100	0	932	75	932	0
		8/17/2007			0	0						0	100	0	932	75	932	0
000029		AMD 3000 PC		400	0	0	400	MC200AHY	3.0		400	0	100	0	370	30	370	0
		9/25/2007			0	0						0	100	0	370	30	370	0
000030		Dell Optiplex 360 Mini tower		733	0	0	733	MC200AHY	3.0		733	0	100	0	244	489	244	163
		6/15/2009			0	0						0	100	0	244	489	244	163
000031		Gateway NV54 Laptop Computer		0	531	0	531	MC200AHY	3.0		531	0	100	0	0	531	0	354
		2/23/2010			0	0						0	100	0	0	531	0	354
000032		Eli LC-XG250 projector w/ speakers		0	5,230	0	5,230	MC200AHY	5.0		5,230	0	100	0	0	5,230	0	1,046
		5/24/2010		50,725	5,761	0	56,486				56,486	0	0	0	50,111	6,375	50,111	4,701
Subtotal Furn (19)																		

Asset ID	Placed in Service Date	Disposal Date	Selected Dates		Asset Balances		Ending	Depr Meth	Conv Life Yr	Mo	Book Cost	Credit Reduction Amount	Depreciable Basis		Prior Reported Depreciation	Impeachable Beginning Accum	Document Dep'r	Current & Accum Depreciation		Net Book Value	
					Additions	Deletions							Net S 179A & APYD	Bus Use %				Depr	Accum		Deletions
					361,870	5,761	0	367,631			367,631		0	0	175,357	192,274	175,357	14,185	0	189,542	175,089
Grand Total																					