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Form **990-PF**

Return of Private Foundation

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

Treated as a Private Foundation

OMB No 1545-0052

2010Department 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 2010, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation REGAL FOUNDATION		A Employer identification number 13-4249812
Number and street (or P.O. box number if mail is not delivered to street address) 7132 REGAL LANE	Room/suite	B Telephone number (865) 925-9787
City or town, state, and ZIP code KNOXVILLE, TN 37918		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 8,623,865.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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))		(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	4,725,602.			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	17,368.	17,368.	17,368.	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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					
12 Total. Add lines 1 through 11	4,742,970.	17,368.	17,368.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	14,306.	52.	0.	14,254.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses	297,911.	1,092.	0.	296,836.	
24 Total operating and administrative expenses. Add lines 13 through 23	312,217.	1,144.	0.	311,090.	
25 Contributions, gifts, grants paid	4,934,382.			2,592,578.	
26 Total expenses and disbursements. Add lines 24 and 25	5,246,599.	1,144.	0.	2,903,668.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-503,629.				
b Net investment income (if negative, enter -0-)		16,224.			
c Adjusted net income (if negative, enter -0-)			17,368.		

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12-07-10

LHA For Paperwork Reduction Act Notice, see the instructions.

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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	896,854.	1,643,397.	1,643,397.
	2 Savings and temporary cash investments	5,007,924.	3,817,852.	3,817,852.
	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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 3)	2,667,351.	3,162,616.	3,162,616.
	16 Total assets (to be completed by all filers)	8,572,129.	8,623,865.	8,623,865.
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	4,501,892.	5,057,257.	
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	4,501,892.	5,057,257.	
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	4,070,237.	3,566,608.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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	4,070,237.	3,566,608.	
	31 Total liabilities and net assets/fund balances	8,572,129.	8,623,865.	

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	4,070,237.
2 Enter amount from Part I, line 27a	2	-503,629.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,566,608.
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	3,566,608.

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	NONE			
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) 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				
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 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.)

N/A

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))
2009			
2008			
2007			
2006			
2005			

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 2010 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.

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	324.
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	324.
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	324.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,790.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,790.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,466.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 1,466. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 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	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 instructions) ☐ TN	8b	X
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		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? 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

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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? Website address ► N/A	13	X	
14	The books are in care of ► SHAY SIMPSON Telephone no. ► (865) 925-9787 Located at ► 7132 REGAL LANE, KNOXVILLE, TN ZIP+4 ► 37918			
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	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 2010?		1c
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2010 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 2010.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2010?		4b

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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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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 4		0.	0.	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
NONE		

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	
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	0.
b	Average of monthly cash balances	1b	8,788,667.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,788,667.
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	8,788,667.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	131,830.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,656,837.
6	Minimum investment return. Enter 5% of line 5	6	432,842.

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	432,842.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	324.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	324.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	432,518.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	432,518.
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	432,518.

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	2,903,668.
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	2,903,668.
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	2,903,668.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				432,518.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	2,848,393.			
b From 2006	2,660,520.			
c From 2007	2,073,237.			
d From 2008	3,009,669.			
e From 2009	3,833,964.			
f Total of lines 3a through e	14,425,783.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 2,903,668.				
a Applied to 2009, but not more than line 2a			0.	
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 2010 distributable amount				432,518.
e Remaining amount distributed out of corpus	2,471,150.			
5 Excess distributions carryover applied to 2010 (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	16,896,933.			
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 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
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 2005 not applied on line 5 or line 7	2,848,393.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	14,048,540.			
10 Analysis of line 9:				
a Excess from 2006	2,660,520.			
b Excess from 2007	2,073,237.			
c Excess from 2008	3,009,669.			
d Excess from 2009	3,833,964.			
e Excess from 2010	2,471,150.			

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 ATTACHMENT 1				2592578.
Total				▶ 3a 2592578.
b Approved for future payment SEE ATTACHMENT 2				2341804.
Total				▶ 3b 2341804.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	17,368.		
4 Dividends and interest from securities						
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		17,368.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	17,368.

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

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

[illegible]

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. | | |

[illegible]

- 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
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.			
	Signature of officer or trustee <u><i>Robert L. Wenthig</i></u> Date <u>1-5-26-11</u>		SECRETARY Title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed PTIN
	LEIGH ANNE JOSEPH, CPA	<i>Leigh Anne Joseph</i>	5-24-11	
	Firm's name ▶ LATTIMORE BLACK MORGAN & CAIN, P.C.			Firm's EIN ▶
	Firm's address ▶ 10024 INVESTMENT DRIVE, STE 200 KNOXVILLE, TN 37932			Phone no. (865) 691-9000

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

2010

Name of the organization

REGAL FOUNDATION

Employer identification number

13-4249812

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

LHA. For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

REGAL FOUNDATION

13-4249812

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	REGAL ENTERTAINMENT GROUP 7132 REGAL LANE KNOXVILLE, TN 37918	\$ 4,719,605.	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)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
REGAL FOUNDATION	13-4249812

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

REGAL FOUNDATION**13-4249812**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box. ☒ [X]
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 120-C filers), partnerships, REMICs, and trusts must use Form 700-1 to request an extension of time to file income tax returns

Type or print	Name of exempt organization REGAL FOUNDATION	Employer identification number 13-4249812
Number, street, and room or suite no. If a P.O. box, see instructions. 7132 REGAL LANE		
City, town or post office, state, and ZIP code. For a foreign address, see instructions KNOXVILLE, TN 37918		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 501(a) or 508(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

SHAY SIMPSON

- The books are in the care of ▶ **7132 REGAL LANE - KNOXVILLE, TN 37918**

Telephone No ▶ **(865) 925-9787**

FAX No ▶

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

- 1 I request an automatic 3 month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year **2010** or
- ▶ ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax less any nonrefundable credits. See instructions.	3a	\$	324.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	1,790.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFIPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8-57 EO and Form 8879 EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions

Form 8868 (Rev. 1-2011)

FORM 990-PF,	ACCOUNTING FEES	STATEMENT	1
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	14,306.	52.	0.	14,254.
TO FORM 990-PF, PG 1, LN 16B	14,306.	52.	0.	14,254.

FORM 990-PF	OTHER EXPENSES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANKING FEES	4,610.	17.	0.	4,610.
ADMINISTRATIVE EXPENSES	649.	2.	0.	647.
FUNDRAISING AWARDS	102,796.	377.	0.	102,419.
PRINTING SUPPLIES	189,856.	696.	0.	189,160.
TO FORM 990-PF, PG 1, LN 23	297,911.	1,092.	0.	296,836.

FORM 990-PF	OTHER ASSETS	STATEMENT	3
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RECEIVABLE FROM THIRD PARTY	12,175.	0.	0.
ASSETS LIMITED AS TO USE	2,655,176.	3,162,616.	3,162,616.
TO FORM 990-PF, PART II, LINE 15	2,667,351.	3,162,616.	3,162,616.

FORM 990-PF . PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 4
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL L. CAMPBELL 7132 REGAL LANE KNOXVILLE, TN 37918	PRESIDENT 1.00	0.	0.	0.
RICHARD W WESTERLING 7132 REGAL LANE KNOXVILLE, TN 37918	SECRETARY 1.00	0.	0.	0.
GREGORY W. DUNN 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
RAYMOND L. SMITH, JR 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
NEAL D PINSKER 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
AMY E. MILES 7132 REGAL LANE KNOXVILLE, TN 37918	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	5
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

REGAL ENTERTAINMENT GROUP
7132 REGAL LANE
KNOXVILLE, TN 37918

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
(865) 925-9435	ALL PROGRAMS

FORM AND CONTENT OF APPLICATIONS

THE FOLLOWING DOCUMENTS MUST BE MAILED:

1. REGAL FOUNDATION ORIGINAL APPLICATION AND GRANT AGREEMENT
2. A VALID, CURRENT COPY OF THE IRS FEDERAL-EXEMPT LETTER SHOWING THE ORGANIZATION IS CLASSIFIED AS A 501(C)(3) ORGANIZATION.
3. A COPY OF THE MOST RECENT AUDIT OR ACCOUNTING REPORT WITH A MANAGEMENT LETTER.

ANY SUBMISSION DEADLINES

120 DAYS PRIOR TO THE EVENT/NEED

RESTRICTIONS AND LIMITATIONS ON AWARDS

IN ORDER TO BE ELIGIBLE, AN ORGANIZATION MUST:

1. BE EXEMPT FROM TAXATION UNDER SECTION 501(C)(3) OF THE UNITED STATES INTERNAL REVENUE CODE, AND/OR
2. AGREE TO USE THE GRANT ONLY FOR PURPOSES THAT ARE CHARITABLE OR EDUCATIONAL WITHIN THE MEANING OF SECTION 501(C)(3) OF THE UNITED STATES INTERNAL REVENUE CODE.

990 Grants and Contributions Paid During the Year and Approved for Future Payment - Page 11, Part XV
 Attachment 1
 Organization Name: Regal Foundation
 Year End Date: 12/31/2010

Check Date	Check Number	Name	Address	Donee Relationship	Found Status	Purpose of Grant	Amount Paid During the Year
7/20/2010	2023	A3 Everts, LLC	35 Market Square Knoxville, TN 37902	N/A	Public	General Donation	5,000.00
10/12/2010	2126	Access Now, Inc	P.O. Box 398688 Miami Beach, FL 33239	N/A	Public	General Donation	1,000.00
6/23/2010	2007	Alaska State Firefighters Association	1842 Merrill Field Drive Anchorage, AK 99508	N/A	Public	General Donation	25,060.03
6/23/2010	2008	Alzheimer's Foundation of America	2200 Sutherland Ave. Knoxville, TN 37919	N/A	Public	General Donation	2,000.00
1/27/2010	1898	American Cancer Society	871 North Westgarber Rd. Knoxville, TN 37909	N/A	Public	General Donation	1,500.00
8/5/2010	2028	American Cancer Society	871 North Westgarber Rd. Knoxville, TN 37909	N/A	Public	General Donation	5,000.00
6/9/2010	1999	American Council for the Blind	6300 Shingle Creek Pkwy, Ste 195 Brooklyn Center, MN 55430	N/A	Public	General Donation	5,000.00
3/4/2010	1825	American Council of the Blind	120 S 6th St, Suite 1005, Minneapolis, MN 55402-1839	N/A	Public	General Donation	5,000.00
5/21/2010	1989	American Council of the Blind	120 S 6th St, Suite 1005, Minneapolis, MN 55402-1839	N/A	Public	General Donation	5,000.00
9/22/2010	2118	American Diabetes Association	211 Center Park Drive, Ste 3010, Knoxville, TN 37922	N/A	Public	General Donation	2,500.00
10/12/2010	2127	American Diabetes Association	211 Center Park Drive, Ste 3010, Knoxville, TN 37922	N/A	Public	General Donation	5,000.00
1/27/2010	1899	American Heart Association	1101 Northchase Parkway Ste 1 Marietta, GA 30067	N/A	Public	General Donation	5,000.00
5/7/2010	1977	American Red Cross - Knoxville Chapter	6921 Middlebrook Pike Knoxville, TN 37909	N/A	Public	General Donation	10,000.00
11/19/2010	2146	Appalachian Ballet Company	215 West Broadway, Maryville, TN 37801	N/A	Public	General Donation	2,500.00
2/4/2010	1909	Arthritis Foundation	One Vanage Way, Suite D200 Nashville, TN 37228	N/A	Public	General Donation	5,000.00
1/27/2010	1900	Arthritis Foundation - East Tennessee	6504 Deane Hill Drive Knoxville, TN 37919	N/A	Public	General Donation	2,000.00
10/29/2010	2138	Ashville Parks and Greenways Foundation	820 Executive Park Asheville, NC 28801	N/A	Public	General Donation	18,087.35
1/27/2010	1801	Atlanta Community Food Bank	732 Joseph E. Loery Blvd NW Atlanta, GA 30318	N/A	Public	General Donation	2,500.00
9/8/2010	2108	Big Brothers Big Sisters of East Tennessee	4928 Homburg Drive, Suite B3, Knoxville, TN 37919	N/A	Public	General Donation	500.00
10/12/2010	2128	Blair High School	1201 S Marengo Ave. Pasadena, CA 91106	N/A	Public	General Donation	1,500.00
12/6/2010	2154	Boise Rescue Mission "Lighthouse Rescue Mission"	308 S 24th St. Boise, ID 83702	N/A	Public	General Donation	16,017.05
10/12/2010	2129	Boys & Girls Club of the Smoky Mountains	PO Box 5743, Sevierville, TN 37864	N/A	Public	General Donation	5,000.00
6/9/2010	2000	Boys & Girls Clubs of America	1275 Peachtree St. NE Atlanta, GA 30309	N/A	Public	General Donation	130,000.00
12/6/2010	2155	Boys and Girls Club of Nampa	316 Stampede Dr Nampa, ID 83687	N/A	Public	General Donation	12,619.10
2/19/2010	1918	Boys and Girls Club of the Tennessee Valley	220 Carmel Street, Ste 318, Knoxville, TN 37921	N/A	Public	General Donation	1,000.00
5/21/2010	1980	Boys and Girls Club of the TN Valley	220 Carrick Street, Ste 318, Knoxville, TN 37921	N/A	Public	General Donation	1,400.00
9/8/2010	2109	Boys and Girls Clubs of America	1230 W Peachtree Street NW, Atlanta, GA 30309-3447	N/A	Public	General Donation	130,000.00
4/17/2010	1946	Boys and Girls Clubs of the Tennessee Valley	220 Carrick Street, Ste 318, Knoxville, TN 37921	N/A	Public	General Donation	2,500.00
8/5/2010	2029	Camp Konoia	6523 Nightingale Lane, Knoxville, TN 37909	N/A	Public	General Donation	2,500.00
7/11/2010	2013	Capital Area Food Bank of Texas	8201 S Congress Ave Austin, TX 78745	N/A	Public	General Donation	6,000.00
8/18/2010	2034	Catholic Charities of Denver	4045 Pecos Street, Denver, CO 80211	N/A	Public	General Donation	5,000.00
4/1/2010	1947	Catholic Charities of East Tennessee	3009 Lake Brook Blvd. Knoxville, TN 37909	N/A	Public	General Donation	100,000.00
3/26/2010	1939	Catholic Charities of East Tennessee, Inc	3009 Lake Brook Blvd. Knoxville, TN 37909	N/A	Public	General Donation	5,000.00
12/6/2010	2156	Central Piedmont Community College Foundation	P.O. Box 35009 Charlotte, NC 28375	N/A	Public	General Donation	2,916.00
5/26/2010	1997	Champions for a Cause	1313 Kensington Drive, Knoxville, TN 37922	N/A	Public	General Donation	10,000.00
3/26/2010	1940	ChildHelp USA	PO Box 2954 Newport Beach, CA 92659	N/A	Public	General Donation	25,000.00
3/11/2010	1933	Children's Hospital	PO Box 15010 Knoxville, TN 37901	N/A	Public	General Donation	6,000.00
9/8/2010	2110	Christian Academy of Knoxville	529 Academy Way, Knoxville, TN 37923	N/A	Public	General Donation	1,250.00
8/27/2010	2059	Cystic Fibrosis Foundation	6917 Arlington Road Suite 308 Bethesda, MD 20814	N/A	Public	General Donation	750.00
12/6/2010	2157	Cystic Fibrosis Foundation	6917 Arlington Road, Suite 308 Bethesda, MD 20814	N/A	Public	General Donation	3,500.00
10/12/2010	2130	Dogwood Arts Festival	106 W Summit Hill Drive, Knoxville, TN 37902	N/A	Public	General Donation	10,000.00
4/1/2010	1948	East Tennessee Community Design Center	1522 Highland Avenue Knoxville, TN 37916	N/A	Public	General Donation	1,000.00
8/5/2010	2030	East Tennessee Economic Development Agency	10215 Technology Dr Ste 202 Knoxville, TN 37932	N/A	Public	General Donation	2,000.00
10/12/2010	2131	East TN Children's Hospital	P.O. Box 15010 Knoxville, TN 37901	N/A	Public	General Donation	12,000.00
4/16/2010	1959	Edgewood Children's Ranch	1415 Edgewood Ranch Road, Orlando, FL 32835	N/A	Public	General Donation	5,000.00
8/18/2010	2035	Edgewoods Children's Center	330 N Gore Ave, St. Louis, MO 63119	N/A	Public	General Donation	5,000.00

10/29/2010	2139	Emerald Youth Foundation	1718 N Central Street Knoxville, TN 37917	N/A	Public	General Donation	30,000.00
8/27/2010	2061	Empty Stomach Fund	2332 News Sentinel Drive Knoxville, TN 37921	N/A	Public	General Donation	7,500.00
5/14/2010	1981	Epilepsy Foundation GLA/C&C Benefit	5777 West Century Blvd, Ste 820 Los Angeles, CA 90045	N/A	Public	General Donation	10,000.00
4/8/2010	1952	EWI Golf	2527 Westcott Blvd Knoxville, TN 37931	N/A	Public	General Donation	1,000.00
4/22/2010	1966	Families of SMA	27 W Annapurna Street, #177, Santa Barbara, CA 93101	N/A	Public	General Donation	750.00
9/8/2010	2111	Family Justice Center	400 Harriet Tubman Street Ste 219 Knoxville, TN 37915	N/A	Public	General Donation	700.00
3/11/2010	1834	FHS Alumni Association	P.O. Box 27431 Knoxville, TN 37927	N/A	Public	General Donation	1,200.00
3/26/2010	1941	Fort Sanders Foundation	1801 Clinch Avenue Knoxville, TN 37916	N/A	Public	General Donation	2,500.00
4/22/2010	1967	Fort Sanders Foundation	1801 Clinch Avenue Knoxville, TN 37916	N/A	Public	General Donation	30,000.00
5/26/2010	1998	Friends of Costco Guild	PO Box 19755 Seattle, WA 98109	N/A	Public	General Donation	5,000.00
6/9/2010	2002	Friends of the Great Smoky Mountains National Park	P.O. Box 1660 Kodak, TN 37764	N/A	Public	General Donation	10,000.00
1/27/2010	1803	Friends of The Smokies	P.O. Box 1660 Kodak, TN 37764	N/A	Public	General Donation	5,000.00
12/6/2010	2158	Friends of the Smokies	P.O. Box 1660 Kodak, TN 37764	N/A	Public	General Donation	5,000.00
3/26/2010	1942	Grant a Gift Autism Foundation	8550 West Desert Inn Rd, Ste 102-343 Las Vegas, NV 89117	N/A	Public	General Donation	2,500.00
9/22/2010	2118	Great Schools Partnership	912 S Gay St Ste L210 Knoxville, TN 37901	N/A	Public	General Donation	50,000.00
3/4/2010	1928	Great Smoky Mountain Council	PO Box 51885 Knoxville, TN 37950-1885	N/A	Public	General Donation	2,500.00
10/1/2010	2124	Habitat for Humanity	1501 Washington Avenue, Knoxville, TN 37917	N/A	Public	General Donation	10,000.00
10/1/2010	2125	Habitat for Humanity	1501 Washington Avenue, Knoxville, TN 37917	N/A	Public	General Donation	10,000.00
3/11/2010	1935	Halls High Band Boosters	PO Box 71002 Knoxville, TN 37938	N/A	Public	General Donation	175.00
7/1/2010	2014	Halls High Band Boosters	PO Box 71002 Knoxville, TN 37938	N/A	Public	General Donation	22,578.00
4/16/2010	1981	Halls High School	4321 Emory Road Knoxville, TN 37938	N/A	Public	General Donation	12,500.00
10/12/2010	2132	Halls High School	4321 Emory Road Knoxville, TN 37938	N/A	Public	General Donation	300.00
10/29/2010	2140	Halls High School PTSA	4321 Emory Road Knoxville, TN 37938	N/A	Public	General Donation	500.00
5/21/2010	1991	Helen Ross McNabb Foundation	201 W Springdale Ave NE Knoxville, TN 37917	N/A	Public	General Donation	20,000.00
8/27/2010	2070	Helen Ross McNabb Foundation	201 W Springdale Ave NE Knoxville, TN 37917	N/A	Public	General Donation	1,250.00
9/8/2010	2112	Helen Ross McNabb Foundation	201 W Springdale Ave NE Knoxville, TN 37917	N/A	Public	General Donation	2,500.00
8/18/2010	2037	Hemco Lodge Charitable Foundation	P O Box 1157 Glen Allen, VA 23060	N/A	Public	General Donation	225.00
5/7/2010	1978	Hole-Hora Latina	PO Box 32192, Knoxville, TN 37950-2192	N/A	Public	General Donation	2,500.00
10/12/2010	2133	Hopewell Elementary School	6294 Welborn Rd, Trinity, NC 27370	N/A	Public	General Donation	250.00
7/16/2010	2017	Innovation Valley, Inc	17 Market Square Ste 201 Knoxville, TN 37902	N/A	Public	General Donation	10,000.00
4/9/2010	1953	Interfaith Dental Clinic	1721 Patterson Street, Nashville, TN 37203	N/A	Public	General Donation	5,000.00
6/9/2010	2003	Interfaith Health Clinic	315 Gill Avenue, Knoxville, TN 37917	N/A	Public	General Donation	5,000.00
4/9/2010	1954	Juana Achievement	2135 North Charles G. Selvers Blvd, Clinton, TN 37716	N/A	Public	General Donation	3,500.00
3/4/2010	1927	Juvenile Diabetes Research Foundation	6701 Baum Drive, Suite 240 Knoxville, TN 37919	N/A	Public	General Donation	25,000.00
2/4/2010	1911	Juvenile Diabetes Research Foundation - New Eng	60 Walnut St, Wellesley, MA 02481	N/A	Public	General Donation	1,000.00
7/1/2010	2015	KFOA Scholarship Fund, Inc.	PO Box 78, Knoxville, TN 37801-0078	N/A	Public	General Donation	1,000.00
8/5/2010	2031	Kidzact	6500 Kuncannon Ct, Knoxville, TN 37918	N/A	Public	General Donation	875.00
12/8/2010	2159	Kiwanis Club of Davis	211 Full Circle Davis, CA 95618	N/A	Public	General Donation	50.00
8/27/2010	2075	Knox Area Golf Charities	200 Prosperity Drive, Knoxville, TN 37923	N/A	Public	General Donation	7,500.00
8/27/2010	2076	Knox Area Junior Golf Association	5311 Beverly Park Circle Knoxville, TN 37918	N/A	Public	General Donation	2,500.00
3/11/2010	1936	Knox Area Rescue Ministries	PO Drawer 3310 Knoxville, TN 37927	N/A	Public	General Donation	1,000.00
4/16/2010	1962	Knox Area Rescue Ministries	PO Drawer 3310 Knoxville, TN 37927	N/A	Public	General Donation	750.00
3/26/2010	1943	Knoxville Catholic High School	9245 Fox Lons Rd, Knoxville, TN 37923	N/A	Public	General Donation	1,750.00
5/21/2010	1992	Knoxville Museum of Art	1050 World's Fair Park Dr, Knoxville, TN 37916	N/A	Public	General Donation	25,000.00
12/28/2010	2162	Knoxville Opera	612 East Depot Avenue, Knoxville, TN 37917	N/A	Public	General Donation	10,000.00
4/9/2010	1955	Knoxville Symphony Orchestra	P.O. Box 360 Knoxville, TN 37901	N/A	Public	General Donation	15,000.00
2/4/2010	1912	Knoxville Zoo	PO Box 6040 Knoxville, TN 37914	N/A	Public	General Donation	5,000.00
7/16/2010	2018	Knoxville Zoological Gardens	P.O. Box 6040 Knoxville, TN 37914	N/A	Public	General Donation	5,000.00
4/28/2010	1973	Leadership Knoxville	17 Market Square Ste 201 Knoxville, TN 37902	N/A	Public	General Donation	5,000.00
10/22/2010	2136	Lee Wayne Corporation	5140 Papyrus Circle Chicago, IL 60674	N/A	Public	General Donation	4,597.54
5/14/2010	1982	Legacy Parks Foundation	625 Market Street, Ste 1203 Knoxville, TN 37918	N/A	Public	General Donation	25,000.00
6/9/2010	2004	Leukemia & Lymphoma Society	475 Park Ave. S, 8th Floor New York, NY 10016	N/A	Public	General Donation	1,500.00
4/16/2010	1963	Loveland Baptist Church	6516 Foxbranch Circle Knoxville, TN 37918	N/A	Public	General Donation	150.00

4/1/2010	1949	Make-A-Wish Foundation of East Tennessee	510 South Willow Street, Chattanooga, TN 37404	N/A	Public	General Donation	1,250.00
7/16/2010	2019	March of Dimes	322 Nancy Lynn Ln, Suite 11 Knoxville, TN 37919	N/A	Public	General Donation	15,000.00
7/20/2010	2024	Mercy Health Partners Foundation	101 Blount Avenue, Suite 530, Knoxville, TN 37923	N/A	Public	General Donation	5,000.00
8/8/2010	2114	Mercy Health Partners Foundation	101 Blount Avenue, Suite 530, Knoxville, TN 37923	N/A	Public	General Donation	5,000.00
4/22/2010	1968	Miami Children's Museum	980 MacArthur Causeway, Miami, FL 33132	N/A	Public	General Donation	10,000.00
8/18/2010	2039	Michael Dunn Center	629 Gallagher Road, Kingston, TN 37763	N/A	Public	General Donation	10,000.00
8/18/2010	2040	Mission of Hope	PO Box 22312, Knoxville, TN 37833	N/A	Public	General Donation	1,000.00
5/21/2010	1993	Morton Picture Club	P.O. Box 970 New York, NY 10185	N/A	Public	General Donation	1,475.00
4/28/2010	1974	National Football Foundation & College Hall of Fame	P.O. Box 7001 Crossville, TN 38557	N/A	Public	General Donation	5,000.00
7/20/2010	2025	National Multiple Sclerosis Society	2440 S Sepulveda Blvd, Suite 115 Los Angeles, CA 90064	N/A	Public	General Donation	50,000.00
3/26/2010	1944	New York Cares	214 West 29th Street, New York, NY 10001	N/A	Public	General Donation	5,000.00
8/18/2010	2041	New York Cares	214 West 29th Street, New York, NY 10001	N/A	Public	General Donation	5,000.00
8/27/2010	2088	Newspaper in Education	2332 News Sentinel Drive Knoxville, TN 37921	N/A	Public	General Donation	600.00
3/4/2010	1929	North Knox Technology Center Health Sciences	7411 Ledgerwood Drive Knoxville, TN 37938	N/A	Public	General Donation	2,100.00
9/8/2010	2115	North Knoxville Rotary Club	7607 Windwood Drive, Powell, TN 37849	N/A	Public	General Donation	500.00
5/14/2010	1983	NTAF Southeast Spinal Cord Injury Fund	150 N Radnor Chester Road, Ste F-120, Radnor, PA 19087	N/A	Public	General Donation	400.00
2/19/2010	1920	Oregon Food Bank	7900 NE 33rd Dr, Portland, OR 97238	N/A	Public	General Donation	5,000.00
5/7/2010	1980	Oregon Food Bank	7900 NE 33rd Dr, Portland, OR 97238	N/A	Public	General Donation	5,000.00
9/22/2010	2121	Our House Grief Support Center	7900 NE 33rd Dr, Portland, OR 97238	N/A	Public	General Donation	5,000.00
5/14/2010	1984	Partners in Sports Scholarship Endowment	1663 Sawtelle Blvd, Ste 300 Los Angeles, CA 90025	N/A	Public	General Donation	10,000.00
5/14/2010	1985	Portland Rose Festival	1020 SW Naito Pkwy, Portland, OR 97204	N/A	Public	General Donation	5,000.00
2/19/2010	1921	Promise to Protect	P.O. Box 27451 Knoxville, TN 37927	N/A	Public	General Donation	100,000.00
8/18/2010	2042	Puppetry Arts Theatre, Inc.	339 2nd St, Box 18 Brooklyn, NY 11215	N/A	Public	General Donation	10,000.00
3/26/2010	1945	Robert W Woodruff Arts Center	1280 Peachtree St, NE Atlanta, GA 30309	N/A	Public	General Donation	7,500.00
2/19/2010	1922	Sacred Heart Cathedral School	711 Northshore Dr SW Knoxville, TN 37919	N/A	Public	General Donation	500.00
8/27/2010	2097	Sacred Heart Cathedral School	711 Northshore Dr SW Knoxville, TN 37919	N/A	Public	General Donation	500.00
12/28/2010	2164	Sacred Heart Cathedral School	711 Northshore Dr SW Knoxville, TN 37919	N/A	Public	General Donation	500.00
1/26/2010	1986	Salvation Army of Caldwell and Nampa	8495 SE Monterey Ave, Happy Valley, OR 97086	N/A	Public	General Donation	12,610.15
1/12/2010	2043	Senior Citizens Home Assistance Service, Inc.	P.O. Box 3025 Knoxville, TN 37927	N/A	Public	General Donation	1,000.00
8/18/2010	2043	Senior Citizens Home Assistance Service, Inc.	P.O. Box 3025 Knoxville, TN 37927	N/A	Public	General Donation	1,500.00
7/16/2010	2020	Sermona Center, Inc.	1400 E Fifth Avenue, Knoxville, TN 37917	N/A	Public	General Donation	2,500.00
2/4/2010	1914	Shangri-La Therapeutic Academy of Riding	1180 Hwy, 11 E Lenoir City, TN 37772	N/A	Public	General Donation	1,000.00
8/18/2010	2044	Shen Housing	835 East Avenue, Ste. 300, Rochester, NY 14607	N/A	Public	General Donation	5,000.00
7/20/2010	2026	Southeastern Brain Tumor Foundation	P.O. Box 422471 Atlanta, GA 30342	N/A	Public	General Donation	1,000.00
4/9/2010	1956	Special Equestrian Riding Therapy	2182 Tierra Rejada Rd, Moorpark, CA 93021	N/A	Public	General Donation	5,000.00
7/1/2010	2016	Special Olympics Oregon, Inc.	5901 SW Macadam Ave, Ste 200, Portland, OR 97239	N/A	Public	General Donation	1,000.00
4/22/2010	1968	Students Run Philly Style	260 S. Broad St., 18th Floor Philadelphia, PA 19102	N/A	Public	General Donation	500.00
8/18/2010	2045	Tennessee Rangers Baseball Foundation, Inc.	P.O. Box 629 Knoxville, TN 37901	N/A	Public	General Donation	500.00
2/19/2010	1923	Tennessee Theatre Foundation	PO Box 272, Knoxville, TN 37901-0272	N/A	Public	General Donation	50,000.00
6/9/2010	2005	The Adoption Exchange	14232 E Evans Avenue, Aurora, CO 80014	N/A	Public	General Donation	10,000.00
10/26/2010	2142	The Adoption Exchange	14232 E Evans Avenue, Aurora, CO 80014	N/A	Public	General Donation	30,000.00
7/16/2010	2021	The Children's Hospital Foundation	13123 East 16th Ave., Box 045 Aurora, CO 80045	N/A	Public	General Donation	5,000.00
10/12/2010	2134	The First Tee of Williams Creek	2351 Dandridge Avenue, Knoxville, TN 37915	N/A	Public	General Donation	3,000.00
12/28/2010	2165	The First Tee of Williams Creek	2351 Dandridge Avenue, Knoxville, TN 37915	N/A	Public	General Donation	500.00
4/9/2010	1957	The Jimmy Fund	10 Brookline Place West Brookline, MA 02445-7226	N/A	Public	General Donation	125,000.00
4/16/2010	1984	The Kailu Grace Foundation	6934 Old Kent Drive Knoxville, TN 37919	N/A	Public	General Donation	10,000.00
8/5/2010	2032	The Kailu Grace Foundation	6934 Old Kent Drive Knoxville, TN 37919	N/A	Public	General Donation	15,000.00
11/19/2010	2149	The Meisen Picture Club Foundation	PO Box 970, New York, NY 10185-0970	N/A	Public	General Donation	500.00
5/14/2010	1986	The Salvation Army	409 N Broadway, Knoxville, TN 37917	N/A	Public	General Donation	10,000.00
2/12/2010	1917	The University of Tennessee	PO Box 15016, Knoxville, TN 37901-5016	N/A	Public	General Donation	25,500.00
4/22/2010	1970	The University of Tennessee	PO Box 15016, Knoxville, TN 37901-5016	N/A	Public	General Donation	38,000.00
4/28/2010	1975	The University of Tennessee	PO Box 15016, Knoxville, TN 37901-5016	N/A	Public	General Donation	360.00
2/12/2010	1916	The University of Tennessee - VASF	P.O. Box 15010 Knoxville, TN 37901	N/A	Public	General Donation	37,000.00

12/28/2010	2166	The University of Tennessee Medical Center	1520 Cherokee Trail, Suite 110, Knoxville, TN 37920	N/A	Public	General Donation	25,000.00
4/9/2010	1950	The Wellness Community	2230 Sutherland Ave Knoxville, TN 37919	N/A	Public	General Donation	5,000.00
6/23/2010	2010	United Way of Anchorage	701 W. 8th St., Ste 230 Anchorage, AK 99501	N/A	Public	General Donation	26,021.54
2/19/2010	1924	United Way of Greater Knoxville	1301 Hannah Ave Knoxville, TN 37921	N/A	Public	General Donation	10,419.32
7/16/2010	2022	United Way of Greater Knoxville	1301 Hannah Ave Knoxville, TN 37921	N/A	Public	General Donation	500.00
12/20/2010	1003	United Way of Greater Knoxville	1301 Hannah Ave Knoxville, TN 37921	N/A	Public	General Donation	5,496.50
2/4/2010	1915	University Health System, Inc.	1520 Cherokee Trail, Suite 210, Knoxville, TN 37920	N/A	Public	General Donation	11,000.00
8/27/2010	2103	University of Tennessee	600 Andy Holt Tower Knoxville, TN 37996	N/A	Public	General Donation	242,860.00
9/8/2010	2116	University of Tennessee	468 Haslam Business Bldg, 1000 Volunteer Blvd, Knoxville, TN 37910	N/A	Public	General Donation	5,000.00
10/28/2010	2144	University of Tennessee	2621 Morgan Circle, Room 104 Knoxville, TN 37996	N/A	Public	General Donation	1,000.00
10/22/2010	2137	University of Tennessee Athletic Department	Lawson Athletic Ctr, 1551 Lake Loudon Blvd, Knoxville, TN 37996	N/A	Public	General Donation	1,200.00
9/8/2010	2117	Vanderbilt Children's Hospital	2200 Children's Way, Nashville, TN 37232	N/A	Public	General Donation	500.00
8/18/2010	2048	Variety - The Children's Charity of Philadelphia	1520 Locust Street, 2nd Floor, Philadelphia, PA 19102-4496	N/A	Public	General Donation	75,000.00
8/18/2010	2047	Variety - The Children's Charity of Southern CA	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	5,000.00
12/28/2010	2167	Variety - The Children's Charity of Southern CA	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	15,000.00
3/4/2010	1932	Variety - The Children's Charity of Southern California	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	500.00
4/1/2010	1950	Variety - The Children's Charity of Southern California	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	390.00
5/14/2010	1987	Variety - The Children's Charity of Southern California	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	239,003.00
6/9/2010	2006	Variety - The Children's Charity of Southern California	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	10,000.00
11/19/2010	2150	Variety - The Children's Charity of Southern California	4601 Wilshire Blvd, Suite 260, Los Angeles, CA 90010	N/A	Public	General Donation	5,000.00
11/19/2010	2151	Variety - The Children's Charity of Texas	11300 N. Central Expressway, Ste 602 Dallas, TX 75243	N/A	Public	General Donation	5,000.00
11/19/2010	2152	Variety Club of Georgia	9800 Medlock Bridge Road, Suite 1, Johns Creek, GA 30097	N/A	Public	General Donation	800.00
5/21/2010	1985	Variety of Colorado	1050 W Hampton Ave Englewood, CO 80110	N/A	Public	General Donation	5,000.00
7/20/2010	2027	Variety of Georgia, Tent 21	9800 Medlock Bridge Road, Suite 1, Johns Creek, GA 30097	N/A	Public	General Donation	2,500.00
11/18/2010	2153	Variety Th Children's Charity of Eastern Tennessee	7132 Regal Lane, Knoxville, TN 37918	N/A	Public	General Donation	1,870.00
12/6/2010	2161	Variety the Children's Charity of Eastern TN	11300 N. Central Expressway, Ste 602 Dallas, TX 75243	N/A	Public	General Donation	120,000.00
5/14/2010	1988	Variety the Children's Charity of Texas	P.O. Box 325 Knoxville, TN 37901	N/A	Public	General Donation	5,000.00
4/1/2010	1951	Volunteer Ministry Center	147 Lindbergh Place, St Louis, MO 63146	N/A	Public	General Donation	2,500.00
8/5/2010	2033	Walk4Hearing	5500 E Yale Ave, Suite 101, Denver, CO 80222	N/A	Public	General Donation	1,500.00
8/18/2010	2049	Whiz Kids Tutoring	10045 Riverside Drive, 3rd Floor, Toluca Lake, CA 91602	N/A	Public	General Donation	10,000.00
4/22/2010	1971	Will Rogers Motion Picture Pioneers Foundation	10045 Riverside Drive, 3rd Floor, Toluca Lake, CA 91602	N/A	Public	General Donation	1,740.00
8/18/2010	2050	Will Rogers Motion Picture Pioneers Foundation	10045 Riverside Drive, 3rd Floor, Toluca Lake, CA 91602	N/A	Public	General Donation	30,000.00
10/12/2010	2135	Will Rogers Motion Picture Pioneers Foundation	10045 Riverside Drive, 3rd Floor, Toluca Lake, CA 91602	N/A	Public	General Donation	3,000.00
4/28/2010	1976	Wilmington Children's Museum	116 Orange St. Wilmington, NC 28401	N/A	Public	General Donation	526.00
6/23/2010	2011	Wish Upon the North Star	2320 Maplewood St. Anchorage, AK 99508	N/A	Public	General Donation	38,766.86
8/27/2010	2105	Young Life Knoxville	P.O. Box 647 Knoxville, TN 37901	N/A	Public	General Donation	10,000.00
1/27/2010	1908	YWCA - Knoxville	420 W Clinch Avenue, Knoxville, TN 37902	N/A	Public	General Donation	1,000.00
8/27/2010	2108	YWCA - Knoxville	420 W Clinch Avenue, Knoxville, TN 37902	N/A	Public	General Donation	3,000.00
		Totals					2,692,578.44

Grants and Contributions Paid During the Year and Approved for Future Payment - Page 11, Part XV

Regal Foundation
12/31/2010

Organization Name:
Year End Date:
Attachment 2

Accrued for in 2010 (Included in Total Program Expenses on Audited Financial Statements.)

Name	Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount Paid During the Year	Amount Approved for Future Payment
ALSA/CSI: Jude Children's Research Hospital	501 St. Jude Place Memphis, TN 38105	N/A	Public	2010 Thanks and Giving Campaign	-	350,000.00
American Red Cross	6921 Middlebrook Pl. Knoxville, TN 37909	N/A	Public	2010 Red Cross Support for Middle Tennessee Flood Victims	-	10,000.00
Hope Center	1801 Church Avenue Knoxville, TN 37916	N/A	Public	Gold Sponsorship - Southern Summer's Night	-	5,000.00
The Community Foundation of Middle Tennessee	3833 Clighburn Ave. #400 Nashville, TN 37215	N/A	Public	2010 Donation for the Nashville Flood Relief Efforts	-	27,824.00
The University of Tennessee	PO Box 15016, Knoxville, TN 37801-5016	N/A	Public	2010 Front Page Follies Table Sponsorship	-	1,000.00
Knoxville Historic Society	601 S. Gay Street, PO Box 1629 Knoxville, TN 37901-1629	N/A	Public	Capital Campaign	-	100,000.00
Promise to Protect	P.O. Box 27451 Knoxville, TN 37927	N/A	Public	Capital Campaign	-	150,000.00
Second Harvest Food Bank	822 Delaware Avenue Knoxville, TN 37921	N/A	Public	Capital Campaign	-	250,000.00
The Great Schools Partnership/National Foundation	912 S. Gay St. Suite 1210 Knoxville, TN 37901	N/A	Public	Capital Campaign	-	100,000.00
University of Tennessee - College of Business Administration	600 Andy Holt Tower, Knoxville, TN 37996-0165	N/A	Public	Capital Campaign	-	882,960.00
University of Tennessee - Royal Scholarship	600 Andy Holt Tower Knoxville, TN 37996	N/A	Public	Capital Campaign	-	400,000.00
Knoxville Symphony Orchestra	P.O. Box 360 Knoxville, TN 37901	N/A	Public	POPS Concert Sponsorship	-	35,000.00
Legacy Parks/River Bluff Project	625 Market Street, Suite 1203 Knoxville, TN 37918	N/A	Public	Riverbluff Campaign	-	25,000.00
UT - Evening in Orange	1520 Cherokee Trail Suite 110 Knoxville, TN 37920	N/A	Public	Sponsorship - UT Evening in Orange	-	25,000.00
Totals					-	\$2,341,804.00