Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No. 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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: THE TOLLESON FAMILY FOUNDATION 49-7928838

A Employer identification number: 20-1295875

Number and street (or P O box number if mail is not delivered to street address): 1890 CASTLEWAY LANE, N.E.
Room/suite:

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

City or town, state, and ZIP code: ATLANTA, GA 30345

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,369,257.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify) ____________
(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) (see page 11 of the instructions).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	90,497.	91,099.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	133,515.			
	b	Gross sales price for all assets on line 6a 838,176.				
	7	Capital gain net income (from Part IV, line 2)		133,515.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	689.	11.		STMT 2
	12	**Total.** Add lines 1 through 11	224,701.	224,625.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	2,500.	NONE	NONE	2,500.
	c	Other professional fees (attach schedule) STMT 4	8,839.	8,839.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 5	432.	429.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 6	3.	3.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	11,774.	9,271.	NONE	2,500.
	25	Contributions, gifts, grants paid	109,467.			109,467.
	26	**Total expenses and disbursements.** Add lines 24 and 25	121,241.	9,271.	NONE	111,967.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	103,460.			
	b	**Net investment income** (if negative, enter -0-)		215,354.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	17,857.	48,635.	48,635.
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 7	2,069,203.	2,141,885.	2,320,622.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,087,060.	2,190,520.	2,369,257.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
27	Capital stock, trust principal, or current funds	2,087,060.	2,190,520.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	NONE		
30	**Total net assets or fund balances** (see page 17 of the instructions)	2,087,060.	2,190,520.	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,087,060.	2,190,520.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,087,060.
2	Enter amount from Part I, line 27a	2	103,460.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,190,520.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,190,520.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	133,515.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	120,181.	2,230,457.	0.05388178297
2008	136,010.	2,493,114.	0.05455426427
2007	143,312.	2,856,203.	0.05017570530
2006	127,584.	2,753,618.	0.04633322414
2005		2,581,730.	

2 Total of line 1, column (d)	2	0.20494497668
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.04098899534
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,317,284.
5 Multiply line 4 by line 3	5	94,983.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,154.
7 Add lines 5 and 6	7	97,137.
8 Enter qualifying distributions from Part XII, line 4	8	111,967.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	2,154.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	2,154.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,154.
6	Credits/Payments.		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 558.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	558.
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** paid by EFTPS ▶	9	1,596.
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 2011 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Georgia			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANK Telephone no. ▶ (888)942-3272
Located at ▶ PO BOX 1908, ORLANDO, FL ZIP + 4 ▶ 32802-1908

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

			Yes	No
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?	16		X
	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 ▶			

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)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? — ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? — ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? — ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) — ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? — ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? — ☐ 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? *If "Yes" to 6b, file Form 8870*	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? — ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	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 (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		-0-	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,293,235.
b	Average of monthly cash balances	1b	59,338.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,352,573.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,352,573.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	35,289.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,317,284.
6	**Minimum investment return.** Enter 5% of line 5	6	115,864.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	115,864.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,154.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,154.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	113,710.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	113,710.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	113,710.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	111,967.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	111,967.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	2,154.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	109,813.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				113,710.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			109,467.	
b Total for prior years 20___, 20___, 20___		NONE		
3 Excess distributions carryover, if any, to 2010.				
a From 2005 — NONE				
b From 2006 — NONE				
c From 2007 — NONE				
d From 2008 — NONE				
e From 2009 — NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 111,967.				
a Applied to 2009, but not more than line 2a			109,467.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				2,500.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				111,210.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006 — NONE				
b Excess from 2007 — NONE				
c Excess from 2008 — NONE				
d Excess from 2009 — NONE				
e Excess from 2010 — NONE				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 15				
Total . . . . ▶ **3a**				109,467.
b Approved for future payment				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	90,497.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	133,515.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL REFUND			01	678.	
c INTEREST ON REFUND			01	11.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				224,701.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 224,701.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Anne E. Talleson — 5/11/2011 — Trustee

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	04/15/2011		P00353001

Firm's name ▶ KPMG LLP — Firm's EIN ▶ 13-5565207

Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605 — Phone no 888-942-3272

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No. 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

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

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

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	76,195.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	76,195.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			17,725.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	20,539.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	19,056.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	57,320.

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

Part III Summary of Parts I and II
Caution: *Read the instructions before completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			76,195.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			57,320.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			133,515.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31. ☐ **No.** Enter the **smaller** of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 160. BERKLEY W R CORP COM	07/09/2009	01/19/2010	3,965.00	3,441.00	524.00
95. INTERNATIONAL BUSINESS MACHS COR COM	07/09/2009	01/19/2010	12,620.00	9,741.00	2,879.00
165. TARGET CORP COM	10/09/2009	02/09/2010	8,121.00	7,018.00	1,103.00
1664.808 ALLIANZ NFJ SMALL-CAP VALUE-I	07/09/2009	02/18/2010	41,054.00	32,200.00	8,854.00
445.626 FORUM ABSOLUTE STRATEGIES-I	12/10/2009	02/18/2010	4,688.00	4,270.00	418.00
1205.542 PIMCO COMMODITY REALRTN STRATEGY-I	12/09/2009	02/18/2010	9,789.00	8,141.00	1,648.00
800.674 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	07/09/2009	02/18/2010	8,311.00	5,893.00	2,418.00
1133.059 RIDGEWORTH FD-EMERGING GROWTH #RGE7	07/09/2009	02/18/2010	11,886.00	8,700.00	3,186.00
2478.938 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	07/09/2009	02/18/2010	29,896.00	26,153.00	3,743.00
603.165 RIDGEWORTH FD-INTL 130/30 #RGD1	07/09/2009	02/18/2010	3,812.00	3,263.00	549.00
701.099 ROWE T PRICE REAL ESTATE FD COM	07/09/2009	02/18/2010	9,577.00	6,584.00	2,993.00
95. GILEAD SCIENCES INC COM	07/09/2009	03/01/2010	4,508.00	4,257.00	251.00
310. SCHWAB CHARLES CORP NEW COM	07/09/2009	03/01/2010	5,652.00	5,195.00	457.00
49. UNION PAC CORP COM	07/09/2009	03/01/2010	3,294.00	2,438.00	856.00
90. DEVON ENERGY CORP COM	07/09/2009	03/11/2010	6,487.00	4,621.00	1,866.00
68. ABB LTD SPONS ADR	10/09/2009	03/29/2010	1,458.00	1,412.00	46.00
54. AT & T INC COM	07/09/2009	03/29/2010	1,431.00	1,269.00	162.00
48. ABBOTT LABS COM	07/09/2009	03/29/2010	2,547.00	2,217.00	330.00
15. AMAZON COM INC COM	02/09/2010	03/29/2010	2,017.00	1,777.00	240.00
28. AMGEN INC	07/09/2009	03/29/2010	1,677.00	1,625.00	52.00
13. APACHE CORP COM	07/09/2009	03/29/2010	1,293.00	902.00	391.00
15. APPLE COMPUTER INC COM	07/09/2009	03/29/2010	3,481.00	2,057.00	1,424.00
152. BANK OF AMERICA CORP COM	10/28/2009	03/29/2010	2,721.00	2,614.00	107.00
65. BANK OF NEW YORK MELLON CORP COM	10/09/2009	03/29/2010	1,999.00	1,862.00	137.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 32. BAXTER INTL INC COM	01/19/2010	03/29/2010	1,880.00	1,959.00	-79.00
49. CVS CORP COM	07/09/2009	03/29/2010	1,816.00	1,536.00	280.00
54. CAPITAL ONE FINL CORP COM	01/19/2010	03/29/2010	2,296.00	2,286.00	10.00
49. CHEVRONTEXACO CORP COM	07/09/2009	03/29/2010	3,682.00	3,108.00	574.00
129. CISCO SYSTEMS COM STK	07/09/2009	03/29/2010	3,412.00	2,366.00	1,046.00
32. COACH INC COM	10/09/2009	03/29/2010	1,275.00	1,105.00	170.00
66. WALT DISNEY CO	07/09/2009	03/29/2010	2,318.00	1,494.00	824.00
80. E M C CORP MASS COM	07/09/2009	03/29/2010	1,436.00	1,023.00	413.00
34. EMERSON ELEC CO COM	07/09/2009	03/29/2010	1,689.00	1,058.00	631.00
44. EXELON CORPORATION COM	07/09/2009	03/29/2010	1,926.00	2,148.00	-222.00
33. EXPRESS SCRIPTS INC CL-A	07/09/2009	03/29/2010	3,370.00	2,198.00	1,172.00
45. EXXON MOBIL CORP	07/09/2009	03/29/2010	3,027.00	2,986.00	41.00
28. FLUOR CORP NEW COM	11/20/2009	03/29/2010	1,305.00	1,237.00	68.00
22. FREEPORT-MCMORAN COPPER & GOLD I CL B COM	07/09/2009	03/29/2010	1,817.00	1,039.00	778.00
133. GENERAL ELEC CO COM	07/09/2009	03/29/2010	2,439.00	1,468.00	971.00
11. GOLDMAN SACHS GROUP INC COM	07/09/2009	03/29/2010	1,910.00	1,588.00	322.00
8. GOOGLE INC CL A COM	07/09/2009	03/29/2010	4,493.00	3,312.00	1,181.00
39. HALLIBURTON CO COM	10/09/2009	03/29/2010	1,164.00	1,101.00	63.00
23. HARRIS CORP DEL COM	07/09/2009	03/29/2010	1,070.00	641.00	429.00
81. HEWLETT PACKARD COM	07/09/2009	03/29/2010	4,290.00	3,028.00	1,262.00
73. HOME DEPOT INC COM	07/09/2009	03/29/2010	2,379.00	1,670.00	709.00
37. HUNT J B TRANS SVCS INC COM	10/09/2009	03/29/2010	1,321.00	1,250.00	71.00
110. INTEL CORP COM	07/09/2009	03/29/2010	2,445.00	1,776.00	669.00
88. J P MORGAN CHASE & CO COM	07/09/2009	03/29/2010	3,930.00	2,967.00	963.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 51. JOHNSON & JOHNSON COM	07/09/2009	03/29/2010	3,306.00	2,893.00	413.00
17. KOHL'S CORP COM STK	07/09/2009	03/29/2010	941.00	732.00	209.00
36. MCDONALDS CORP COM	07/09/2009	03/29/2010	2,410.00	2,045.00	365.00
56. MERCK & CO INC NEW COM	07/09/2009	03/29/2010	2,124.00	1,525.00	599.00
105. MICROSOFT CORP COM	07/09/2009	03/29/2010	3,108.00	2,369.00	739.00
21. MONSANTO CO NEW COM	10/09/2009	03/29/2010	1,494.00	1,593.00	-99.00
53. MORGAN STANLEY DEAN WITTER DISCOVER & CO	10/09/2009	03/29/2010	1,554.00	1,697.00	-143.00
38. NUCOR CORP COM	10/09/2009	03/29/2010	1,749.00	1,713.00	36.00
26. OCCIDENTAL PETE CORP COM	10/09/2009	03/29/2010	2,178.00	2,066.00	112.00
31. OMNICOM GROUP COM	12/24/2009	03/29/2010	1,224.00	1,226.00	-2.00
88. ORACLE SYSTEMS CORP COM	07/09/2009	03/29/2010	2,242.00	1,795.00	447.00
40. PARKER HANNIFIN CORP COM	12/23/2009	03/29/2010	2,604.00	2,190.00	414.00
39. PEPSICO INC COM	07/09/2009	03/29/2010	2,593.00	2,135.00	458.00
47. PHILIP MORRIS INTL COM	12/23/2009	03/29/2010	2,474.00	2,299.00	175.00
18. PRAXAIR INC COM	07/09/2009	03/29/2010	1,470.00	1,257.00	213.00
31. PROCTER & GAMBLE CO COM	07/09/2009	03/29/2010	1,975.00	1,634.00	341.00
37. QUALCOMM CORP COM STK	07/09/2009	03/29/2010	1,540.00	1,605.00	-65.00
23. SCHLUMBERGER LTD COM	07/09/2009	03/29/2010	1,447.00	1,166.00	281.00
22. TEVA PHARMACEUTICAL INDS LTD COM	01/19/2010	03/29/2010	1,403.00	1,288.00	115.00
55. TEXAS INSTRS INC COM	07/09/2009	03/29/2010	1,356.00	1,141.00	215.00
29. THERMO ELECTRON CORP COM	07/09/2009	03/29/2010	1,459.00	1,107.00	352.00
32. TRAVELERS COS INC/THE COM	07/09/2009	03/29/2010	1,750.00	1,255.00	495.00
18. UNION PAC CORP COM	07/09/2009	03/29/2010	1,320.00	895.00	425.00
31. UNITED PARCEL SVC INC CL B	03/01/2010	03/29/2010	1,991.00	1,825.00	166.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 35. UNITED TECHNOLOGIES CORP COM	07/09/2009	03/29/2010	2,592.00	1,753.00	839.00
56. VERIZON COMMUNICATIONS COM	07/09/2009	03/29/2010	1,700.00	1,608.00	92.00
17. VISA INC CL A COM	07/09/2009	03/29/2010	1,534.00	1,029.00	505.00
26. WALMART STORES INC COM	07/09/2009	03/29/2010	1,447.00	1,252.00	195.00
71. WELLS FARGO & CO NEW COM	07/09/2009	03/29/2010	2,204.00	1,670.00	534.00
67. WILLIAMS COMPANIES INC DELAWARE	03/01/2010	03/29/2010	1,533.00	1,476.00	57.00
42. INVESCO LTD BERMUDA COM	07/09/2009	03/29/2010	897.00	681.00	216.00
6. TRANSOCEAN LTD CHF15 SHS	10/09/2009	03/29/2010	499.00	543.00	-44.00
4472.272 PIMCO INVT GRADE CORP BD-I	12/09/2009	03/31/2010	50,000.00	46,940.00	3,060.00
3219.316 RIDGEWORTH FD-SHORT TERM BD #RGCX	07/09/2009	03/31/2010	32,000.00	30,980.00	1,020.00
14150.048 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	12/11/2009	03/31/2010	149,000.00	147,449.00	1,551.00
67. HARRIS CORP DEL COM	07/09/2009	04/29/2010	3,502.00	1,868.00	1,634.00
118. QUALCOMM CORP COM STK	07/09/2009	04/29/2010	4,602.00	5,117.00	-515.00
30. EXXON MOBIL CORP	07/09/2009	05/04/2010	1,988.00	1,990.00	-2.00
109. MCDONALDS CORP COM	07/09/2009	05/07/2010	7,477.00	6,193.00	1,284.00
151. AT & T INC COM	07/09/2009	05/20/2010	3,773.00	3,548.00	225.00
181. HALLIBURTON CO COM	10/09/2009	06/08/2010	4,082.00	3,935.00	147.00
330. MICROSOFT CORP COM	07/09/2009	06/08/2010	8,182.00	7,444.00	738.00
23.217 JANUS PERKINS SMALL CAP VALUE-I	02/18/2010	07/01/2010	485.00	494.00	-9.00
363.424 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	07/09/2009	07/01/2010	3,587.00	2,675.00	912.00
786.766 ROWE T PRICE REAL ESTATE FD COM	07/09/2009	07/01/2010	11,298.00	6,916.00	4,382.00
126.923 SENTINEL SMALL CO-I	02/18/2010	07/01/2010	792.00	802.00	-10.00
35. FRONTIER COMMUNICATIONS CORP COM	07/09/2009	07/08/2010	255.00	264.00	-9.00
14. MONSANTO CO NEW COM	10/09/2009	08/17/2010	827.00	1,062.00	-235.00

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example. 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 19. TRANSOCEAN LTD CHF15 SHS	10/09/2009	09/29/2010	1,216.00	1,720.00	-504.00
135. ADOBE SYS INC COM	06/08/2010	10/08/2010	3,644.00	4,174.00	-530.00
15. AMAZON COM INC COM	02/09/2010	10/14/2010	2,335.00	1,777.00	558.00
41. PARKER HANNIFIN CORP COM	12/23/2009	11/03/2010	3,174.00	2,245.00	929.00
2. AMAZON COM INC COM	02/09/2010	12/29/2010	361.00	237.00	124.00
9. AUTODESK INC COM	06/08/2010	12/29/2010	352.00	235.00	117.00
11. BB&T CORPORATION COM	08/17/2010	12/29/2010	291.00	263.00	28.00
10. BAXTER INTL INC COM	01/19/2010	12/29/2010	510.00	612.00	-102.00
5. CAMERON INTL CORP COM	08/17/2010	12/29/2010	248.00	194.00	54.00
17. CAPITAL ONE FINL CORP COM	01/19/2010	12/29/2010	725.00	720.00	5.00
7. CARNIVAL CORP UNIT COM	05/07/2010	12/29/2010	323.00	259.00	64.00
4. DARDEN RESTAURANTS INC COM	10/14/2010	12/29/2010	188.00	179.00	9.00
9. FLUOR CORP NEW COM	05/07/2010	12/29/2010	594.00	423.00	171.00
3. FLOWSERVE CORP COM	06/08/2010	12/29/2010	356.00	246.00	110.00
538.674 FORUM ABSOLUTE STRATEGIES-I	07/01/2010	12/29/2010	5,850.00	5,656.00	194.00
6. HARTFORD FINANCIAL SVCS GROUP IN COM	04/29/2010	12/29/2010	160.00	177.00	-17.00
2. INTUIT INC COM	10/14/2010	12/29/2010	100.00	94.00	6.00
126.189 JANUS PERKINS SMALL CAP VALUE-I	12/20/2010	12/29/2010	3,050.00	2,764.00	286.00
3. OCCIDENTAL PETE CORP COM	05/20/2010	12/29/2010	295.00	236.00	59.00
3. PNC FINL CORP COM	05/20/2010	12/29/2010	182.00	183.00	-1.00
400.213 PIMCO COMMODITY REALRTN STRATEGY-I	07/01/2010	12/29/2010	3,750.00	2,922.00	828.00
479.387 PIMCO INVT GRADE CORP BD-I	12/08/2010	12/29/2010	5,000.00	5,000.00	
7. PROCTER & GAMBLE CO COM	11/03/2010	12/29/2010	452.00	449.00	3.00
203.098 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	12/13/2010	12/29/2010	2,415.00	2,360.00	55.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2010

Name of estate or trust: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 887.996 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	07/01/2010	12/29/2010	11,437.00	9,617.00	1,820.00
542.98 RIDGEWORTH FD-INTL 130/30 #RGD1	07/01/2010	12/29/2010	3,969.00	3,133.00	836.00
391.498 RIDGEWORTH FD-SEIX FLT HGH INCM#RGCJ	03/31/2010	12/29/2010	3,500.00	3,445.00	55.00
2252.269 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	12/13/2010	12/29/2010	23,356.00	23,401.00	-45.00
7. SCHLUMBERGER LTD COM	05/04/2010	12/29/2010	579.00	486.00	93.00
647.799 SENTINEL SMALL CO-I	02/18/2010	12/29/2010	5,150.00	4,094.00	1,056.00
9. TEVA PHARMACEUTICAL INDS LTD COM	01/19/2010	12/29/2010	468.00	527.00	-59.00
8. UNITED PARCEL SVC INC CL B	03/01/2010	12/29/2010	581.00	471.00	110.00
16. VERIZON COMMUNICATIONS COM	11/03/2010	12/29/2010	568.00	527.00	41.00
6. VISA INC CL A COM	09/29/2010	12/29/2010	422.00	440.00	-18.00
20. WILLIAMS COMPANIES INC DELAWARE	03/01/2010	12/29/2010	492.00	440.00	52.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 76,195.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2010**

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number 20-1295875

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

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a .7659 FRONTIER COMMUNICATIONS CORP COM	07/09/2009	07/15/2010	5.00	6.00	-1.00
126. EXELON CORPORATION COM	07/09/2009	08/17/2010	5,235.00	6,152.00	-917.00
50. MONSANTO CO NEW COM	07/09/2009	08/17/2010	2,952.00	3,624.00	-672.00
35. TRANSOCEAN LTD CHF15 SHS	07/09/2009	09/29/2010	2,239.00	2,403.00	-164.00
65. HEWLETT PACKARD COM	07/09/2009	10/14/2010	2,726.00	2,430.00	296.00
29. PARKER HANNIFIN CORP COM	10/28/2009	11/03/2010	2,245.00	1,555.00	690.00
20. ABB LTD SPONS ADR	10/09/2009	12/29/2010	440.00	415.00	25.00
11. ABBOTT LABS COM	07/09/2009	12/29/2010	520.00	508.00	12.00
6. AMGEN INC	07/09/2009	12/29/2010	337.00	348.00	-11.00
7. APACHE CORP COM	07/09/2009	12/29/2010	828.00	485.00	343.00
4. APPLE COMPUTER INC COM	07/09/2009	12/29/2010	1,303.00	549.00	754.00
44. BANK OF AMERICA CORP COM	10/28/2009	12/29/2010	587.00	668.00	-81.00
15. BANK OF NEW YORK MELLON CORP COM	10/09/2009	12/29/2010	455.00	430.00	25.00
15. CVS CORP COM	07/09/2009	12/29/2010	522.00	470.00	52.00
13. CHEVRONTEXACO CORP COM	07/09/2009	12/29/2010	1,191.00	825.00	366.00
47. CISCO SYSTEMS COM STK	07/09/2009	12/29/2010	956.00	862.00	94.00
10. COACH INC COM	10/09/2009	12/29/2010	557.00	345.00	212.00
17. WALT DISNEY CO	07/09/2009	12/29/2010	640.00	385.00	255.00
30. E M C CORP MASS COM	07/09/2009	12/29/2010	689.00	384.00	305.00
8. EMERSON ELEC CO COM	07/09/2009	12/29/2010	459.00	249.00	210.00
15. EXPRESS SCRIPTS INC CL-A	07/09/2009	12/29/2010	813.00	500.00	313.00
8. EXXON MOBIL CORP	07/09/2009	12/29/2010	589.00	531.00	58.00
7. FREEPORT-MCMORAN COPPER & GOLD I CL B COM	07/09/2009	12/29/2010	829.00	331.00	498.00
34. GENERAL ELEC CO COM	07/09/2009	12/29/2010	625.00	375.00	250.00
3. GOLDMAN SACHS GROUP INC COM	07/09/2009	12/29/2010	507.00	433.00	74.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1. GOOGLE INC CL A COM	07/09/2009	12/29/2010	600.00	414.00	186.00
10. HEWLETT PACKARD COM	07/09/2009	12/29/2010	425.00	374.00	51.00
20. HOME DEPOT INC COM	07/09/2009	12/29/2010	704.00	458.00	246.00
11. HUNT J B TRANS SVCS INC COM	10/09/2009	12/29/2010	446.00	372.00	74.00
29. INTEL CORP COM	07/09/2009	12/29/2010	606.00	468.00	138.00
27. J P MORGAN CHASE & CO COM	07/09/2009	12/29/2010	1,146.00	910.00	236.00
13. JOHNSON & JOHNSON COM	07/09/2009	12/29/2010	810.00	737.00	73.00
7. KOHL'S CORP COM STK	07/09/2009	12/29/2010	382.00	301.00	81.00
15. MERCK & CO INC NEW COM	07/09/2009	12/29/2010	544.00	408.00	136.00
17. MORGAN STANLEY DEAN WITTER DISCOVER & CO	10/09/2009	12/29/2010	468.00	544.00	-76.00
12. NUCOR CORP COM	10/09/2009	12/29/2010	533.00	541.00	-8.00
4. OCCIDENTAL PETE CORP COM	10/09/2009	12/29/2010	393.00	318.00	75.00
8. OMNICOM GROUP COM	12/24/2009	12/29/2010	370.00	317.00	53.00
22. ORACLE SYSTEMS CORP COM	07/09/2009	12/29/2010	690.00	449.00	241.00
6. PARKER HANNIFIN CORP COM	10/28/2009	12/29/2010	520.00	322.00	198.00
10. PEPSICO INC COM	07/09/2009	12/29/2010	655.00	547.00	108.00
14. PHILIP MORRIS INTL COM	12/23/2009	12/29/2010	820.00	685.00	135.00
5. PRAXAIR INC COM	07/09/2009	12/29/2010	479.00	349.00	130.00
364.607 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	07/09/2009	12/29/2010	4,335.00	2,684.00	1,651.00
2637.175 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	07/09/2009	12/29/2010	33,967.00	26,247.00	7,720.00
1665.313 RIDGEWORTH FD-INTL 130/30 #RGD1	07/09/2009	12/29/2010	12,173.00	8,337.00	3,836.00
1798.995 RIDGEWORTH FD-SHORT TERM BD #RGCX	05/05/2009	12/29/2010	17,900.00	17,126.00	774.00
2415.041 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	05/01/2009	12/29/2010	25,044.00	24,827.00	217.00
14. TEXAS INSTRS INC COM	07/09/2009	12/29/2010	450.00	290.00	160.00
7. THERMO ELECTRON CORP COM	07/09/2009	12/29/2010	388.00	267.00	121.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side: THE TOLLESON FAMILY FOUNDATION 49-7928838

Employer identification number: 20-1295875

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 9. TRAVELERS COS INC/THE COM	07/09/2009	12/29/2010	500.00	353.00	147.00
6. UNION PAC CORP COM	07/09/2009	12/29/2010	550.00	298.00	252.00
1. UNITED PARCEL SVC INC CL B	07/09/2009	12/29/2010	73.00	48.00	25.00
9. UNITED TECHNOLOGIES CORP COM	07/09/2009	12/29/2010	716.00	451.00	265.00
9. WALMART STORES INC COM	07/09/2009	12/29/2010	485.00	434.00	51.00
18. WELLS FARGO & CO NEW COM	07/09/2009	12/29/2010	560.00	423.00	137.00
16. INVESCO LTD BERMUDA COM	07/09/2009	12/29/2010	379.00	259.00	120.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 20,539.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					17,725.	
		160. BERKLEY W R CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	01/19/2010
3,965.00		3,441.00					524.00	
		95. INTERNATIONAL BUSINESS MACHS COR PROPERTY TYPE: SECURITIES				C	07/09/2009	01/19/2010
12,620.00		9,741.00					2,879.00	
		165. TARGET CORP COM PROPERTY TYPE: SECURITIES					10/09/2009	02/09/2010
8,121.00		7,018.00					1,103.00	
		1664.808 ALLIANZ NFJ SMALL-CAP VALUE-I PROPERTY TYPE: SECURITIES					07/09/2009	02/18/2010
41,054.00		32,200.00					8,854.00	
		445.626 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES					12/10/2009	02/18/2010
4,688.00		4,270.00					418.00	
		1205.542 PIMCO COMMODITY REALRTN STRATEG PROPERTY TYPE: SECURITIES					12/09/2009	02/18/2010
9,789.00		8,141.00					1,648.00	
		800.674 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					07/09/2009	02/18/2010
8,311.00		5,893.00					2,418.00	
		1133.059 RIDGEWORTH FD-EMERGING GROWTH # PROPERTY TYPE: SECURITIES					07/09/2009	02/18/2010
11,886.00		8,700.00					3,186.00	
		2478.938 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES					07/09/2009	02/18/2010
29,896.00		26,153.00					3,743.00	
		603.165 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES					07/09/2009	02/18/2010
3,812.00		3,263.00					549.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		701.099 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					07/09/2009	02/18/2010
9,577.00		6,584.00					2,993.00	
		95. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/01/2010
4,508.00		4,257.00					251.00	
		310. SCHWAB CHARLES CORP NEW COM PROPERTY TYPE: SECURITIES					07/09/2009	03/01/2010
5,652.00		5,195.00					457.00	
		49. UNION PAC CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/01/2010
3,294.00		2,438.00					856.00	
		90. DEVON ENERGY CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/11/2010
6,487.00		4,621.00					1,866.00	
		68. ABB LTD SPONS ADR PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,458.00		1,412.00					46.00	
		54. AT & T INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,431.00		1,269.00					162.00	
		48. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,547.00		2,217.00					330.00	
		15. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					02/09/2010	03/29/2010
2,017.00		1,777.00					240.00	
		28. AMGEN INC PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,677.00		1,625.00					52.00	
		13. APACHE CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,293.00		902.00					391.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		15. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,481.00		2,057.00					1,424.00	
		152. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES					10/28/2009	03/29/2010
2,721.00		2,614.00					107.00	
		65. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,999.00		1,862.00					137.00	
		32. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES					01/19/2010	03/29/2010
1,880.00		1,959.00					-79.00	
		49. CVS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,816.00		1,536.00					280.00	
		54. CAPITAL ONE FINL CORP COM PROPERTY TYPE: SECURITIES					01/19/2010	03/29/2010
2,296.00		2,286.00					10.00	
		49. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,682.00		3,108.00					574.00	
		129. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,412.00		2,366.00					1,046.00	
		32. COACH INC COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,275.00		1,105.00					170.00	
		66. WALT DISNEY CO PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,318.00		1,494.00					824.00	
		80. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,436.00		1,023.00					413.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		34. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,689.00		1,058.00					631.00	
		44. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,926.00		2,148.00					-222.00	
		33. EXPRESS SCRIPTS INC CL-A PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,370.00		2,198.00					1,172.00	
		45. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,027.00		2,986.00					41.00	
		28. FLUOR CORP NEW COM PROPERTY TYPE: SECURITIES					11/20/2009	03/29/2010
1,305.00		1,237.00					68.00	
		22. FREEPORT-MCMORAN COPPER & GOLD I C PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,817.00		1,039.00					778.00	
		133. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,439.00		1,468.00					971.00	
		11. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,910.00		1,588.00					322.00	
		8. GOOGLE INC CL A COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
4,493.00		3,312.00					1,181.00	
		39. HALLIBURTON CO COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,164.00		1,101.00					63.00	
		23. HARRIS CORP DEL COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,070.00		641.00					429.00	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		81. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
4,290.00		3,028.00					1,262.00	
		73. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,379.00		1,670.00					709.00	
		37. HUNT J B TRANS SVCS INC COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,321.00		1,250.00					71.00	
		110. INTEL CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,445.00		1,776.00					669.00	
		88. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,930.00		2,967.00					963.00	
		51. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,306.00		2,893.00					413.00	
		17. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
941.00		732.00					209.00	
		36. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,410.00		2,045.00					365.00	
		56. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,124.00		1,525.00					599.00	
		105. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
3,108.00		2,369.00					739.00	
		21. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,494.00		1,593.00					-99.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		53. MORGAN STANLEY DEAN WITTER DISCOVE PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,554.00		1,697.00					-143.00	
		38. NUCOR CORP COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
1,749.00		1,713.00					36.00	
		26. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
2,178.00		2,066.00					112.00	
		31. OMNICOM GROUP COM PROPERTY TYPE: SECURITIES					12/24/2009	03/29/2010
1,224.00		1,226.00					-2.00	
		88. ORACLE SYSTEMS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,242.00		1,795.00					447.00	
		40. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					12/23/2009	03/29/2010
2,604.00		2,190.00					414.00	
		39. PEPSICO INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,593.00		2,135.00					458.00	
		47. PHILIP MORRIS INTL COM PROPERTY TYPE: SECURITIES					12/23/2009	03/29/2010
2,474.00		2,299.00					175.00	
		18. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,470.00		1,257.00					213.00	
		31. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,975.00		1,634.00					341.00	
		37. QUALCOMM CORP COM STK PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,540.00		1,605.00					-65.00	

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		23. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,447.00		1,166.00					281.00	
		22. TEVA PHARMACEUTICAL INDS LTD COM PROPERTY TYPE: SECURITIES					01/19/2010	03/29/2010
1,403.00		1,288.00					115.00	
		55. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,356.00		1,141.00					215.00	
		29. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,459.00		1,107.00					352.00	
		32. TRAVELERS COS INC/THE COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,750.00		1,255.00					495.00	
		18. UNION PAC CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,320.00		895.00					425.00	
		31. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES					03/01/2010	03/29/2010
1,991.00		1,825.00					166.00	
		35. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,592.00		1,753.00					839.00	
		56. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,700.00		1,608.00					92.00	
		17. VISA INC CL A COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,534.00		1,029.00					505.00	
		26. WALMART STORES INC COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
1,447.00		1,252.00					195.00	

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		71. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
2,204.00		1,670.00					534.00	
		67. WILLIAMS COMPANIES INC DELAWARE PROPERTY TYPE: SECURITIES					03/01/2010	03/29/2010
1,533.00		1,476.00					57.00	
		42. INVESCO LTD BERMUDA COM PROPERTY TYPE: SECURITIES					07/09/2009	03/29/2010
897.00		681.00					216.00	
		6. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES					10/09/2009	03/29/2010
499.00		543.00					-44.00	
		4472.272 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES					12/09/2009	03/31/2010
50,000.00		46,940.00					3,060.00	
		3219.316 RIDGEWORTH FD-SHORT TERM BD #RG PROPERTY TYPE: SECURITIES					07/09/2009	03/31/2010
32,000.00		30,980.00					1,020.00	
		14150.048 RIDGEWORTH FD-INTERMEDIATE BD PROPERTY TYPE: SECURITIES					12/11/2009	03/31/2010
149,000.00		147,449.00					1,551.00	
		67. HARRIS CORP DEL COM PROPERTY TYPE: SECURITIES					07/09/2009	04/29/2010
3,502.00		1,868.00					1,634.00	
		118. QUALCOMM CORP COM STK PROPERTY TYPE: SECURITIES					07/09/2009	04/29/2010
4,602.00		5,117.00					-515.00	
		30. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/09/2009	05/04/2010
1,988.00		1,990.00					-2.00	
		109. MCDONALDS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	05/07/2010
7,477.00		6,193.00					1,284.00	

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		151. AT & T INC COM PROPERTY TYPE: SECURITIES					07/09/2009	05/20/2010
3,773.00		3,548.00					225.00	
		181. HALLIBURTON CO COM PROPERTY TYPE: SECURITIES					10/09/2009	06/08/2010
4,082.00		3,935.00					147.00	
		330. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	06/08/2010
8,182.00		7,444.00					738.00	
		23.217 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					02/18/2010	07/01/2010
485.00		494.00					-9.00	
		363.424 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					07/09/2009	07/01/2010
3,587.00		2,675.00					912.00	
		786.766 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					07/09/2009	07/01/2010
11,298.00		6,916.00					4,382.00	
		126.923 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES					02/18/2010	07/01/2010
792.00		802.00					-10.00	
		35. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	07/08/2010
255.00		264.00					-9.00	
		.7659 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	07/15/2010
5.00		6.00					-1.00	
		126. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES					07/09/2009	08/17/2010
5,235.00		6,152.00					-917.00	
		14. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					10/09/2009	08/17/2010
827.00		1,062.00					-235.00	

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		50. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					07/09/2009	08/17/2010
2,952.00		3,624.00					-672.00	
		19. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES					10/09/2009	09/29/2010
1,216.00		1,720.00					-504.00	
		35. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES					07/09/2009	09/29/2010
2,239.00		2,403.00					-164.00	
		135. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES					06/08/2010	10/08/2010
3,644.00		4,174.00					-530.00	
		15. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					02/09/2010	10/14/2010
2,335.00		1,777.00					558.00	
		65. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					07/09/2009	10/14/2010
2,726.00		2,430.00					296.00	
		41. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					12/23/2009	11/03/2010
3,174.00		2,245.00					929.00	
		29. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					10/28/2009	11/03/2010
2,245.00		1,555.00					690.00	
		20. ABB LTD SPONS ADR PROPERTY TYPE: SECURITIES					10/09/2009	12/29/2010
440.00		415.00					25.00	
		11. ABBOTT LABS COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
520.00		508.00					12.00	
		2. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					02/09/2010	12/29/2010
361.00		237.00					124.00	

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		6. AMGEN INC					07/09/2009	12/29/2010
		PROPERTY TYPE: SECURITIES						
337.00		348.00					-11.00	
		7. APACHE CORP COM					07/09/2009	12/29/2010
		PROPERTY TYPE: SECURITIES						
828.00		485.00					343.00	
		4. APPLE COMPUTER INC COM					07/09/2009	12/29/2010
		PROPERTY TYPE: SECURITIES						
1,303.00		549.00					754.00	
		9. AUTODESK INC COM					06/08/2010	12/29/2010
		PROPERTY TYPE: SECURITIES						
352.00		235.00					117.00	
		11. BB&T CORPORATION COM					08/17/2010	12/29/2010
		PROPERTY TYPE: SECURITIES						
291.00		263.00					28.00	
		44. BANK OF AMERICA CORP COM					10/28/2009	12/29/2010
		PROPERTY TYPE: SECURITIES						
587.00		668.00					-81.00	
		15. BANK OF NEW YORK MELLON CORP COM					10/09/2009	12/29/2010
		PROPERTY TYPE: SECURITIES						
455.00		430.00					25.00	
		10. BAXTER INTL INC COM					01/19/2010	12/29/2010
		PROPERTY TYPE: SECURITIES						
510.00		612.00					-102.00	
		15. CVS CORP COM					07/09/2009	12/29/2010
		PROPERTY TYPE: SECURITIES						
522.00		470.00					52.00	
		5. CAMERON INTL CORP COM					08/17/2010	12/29/2010
		PROPERTY TYPE: SECURITIES						
248.00		194.00					54.00	
		17. CAPITAL ONE FINL CORP COM					01/19/2010	12/29/2010
		PROPERTY TYPE: SECURITIES						
725.00		720.00					5.00	

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		7. CARNIVAL CORP UNIT COM PROPERTY TYPE: SECURITIES					05/07/2010	12/29/2010
323.00		259.00					64.00	
		13. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
1,191.00		825.00					366.00	
		47. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
956.00		862.00					94.00	
		10. COACH INC COM PROPERTY TYPE: SECURITIES					10/09/2009	12/29/2010
557.00		345.00					212.00	
		4. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES					10/14/2010	12/29/2010
188.00		179.00					9.00	
		17. WALT DISNEY CO PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
640.00		385.00					255.00	
		30. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
689.00		384.00					305.00	
		8. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
459.00		249.00					210.00	
		15. EXPRESS SCRIPTS INC CL-A PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
813.00		500.00					313.00	
		8. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
589.00		531.00					58.00	
		9. FLUOR CORP NEW COM PROPERTY TYPE: SECURITIES					05/07/2010	12/29/2010
594.00		423.00					171.00	

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		3. FLOWSERVE CORP COM PROPERTY TYPE: SECURITIES					06/08/2010	12/29/2010
356.00		246.00					110.00	
		538.674 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES					07/01/2010	12/29/2010
5,850.00		5,656.00					194.00	
		7. FREEPORT-MCMORAN COPPER & GOLD I CL PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
829.00		331.00					498.00	
		34. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
625.00		375.00					250.00	
		3. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
507.00		433.00					74.00	
		1. GOOGLE INC CL A COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
600.00		414.00					186.00	
		6. HARTFORD FINANCIAL SVCS GROUP IN CO PROPERTY TYPE: SECURITIES					04/29/2010	12/29/2010
160.00		177.00					-17.00	
		10. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
425.00		374.00					51.00	
		20. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
704.00		458.00					246.00	
		11. HUNT J B TRANS SVCS INC COM PROPERTY TYPE: SECURITIES					10/09/2009	12/29/2010
446.00		372.00					74.00	
		29. INTEL CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
606.00		468.00					138.00	

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		2. INTUIT INC COM PROPERTY TYPE: SECURITIES					10/14/2010	12/29/2010
100.00		94.00					6.00	
		27. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
1,146.00		910.00					236.00	
		126.189 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					12/20/2010	12/29/2010
3,050.00		2,764.00					286.00	
		13. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
810.00		737.00					73.00	
		7. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
382.00		301.00					81.00	
		15. MERCK & CO INC NEW COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
544.00		408.00					136.00	
		17. MORGAN STANLEY DEAN WITTER DISCOVE PROPERTY TYPE: SECURITIES					10/09/2009	12/29/2010
468.00		544.00					-76.00	
		12. NUCOR CORP COM PROPERTY TYPE: SECURITIES					10/09/2009	12/29/2010
533.00		541.00					-8.00	
		3. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					05/20/2010	12/29/2010
295.00		236.00					59.00	
		4. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					10/09/2009	12/29/2010
393.00		318.00					75.00	
		8. OMNICOM GROUP COM PROPERTY TYPE: SECURITIES					12/24/2009	12/29/2010
370.00		317.00					53.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		22. ORACLE SYSTEMS CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
690.00		449.00					241.00	
		3. PNC FINL CORP COM PROPERTY TYPE: SECURITIES					05/20/2010	12/29/2010
182.00		183.00					-1.00	
		6. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					10/28/2009	12/29/2010
520.00		322.00					198.00	
		10. PEPSICO INC COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
655.00		547.00					108.00	
		14. PHILIP MORRIS INTL COM PROPERTY TYPE: SECURITIES					12/23/2009	12/29/2010
820.00		685.00					135.00	
		400.213 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES					07/01/2010	12/29/2010
3,750.00		2,922.00					828.00	
		479.387 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES					12/08/2010	12/29/2010
5,000.00		5,000.00						
		5. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
479.00		349.00					130.00	
		7. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES					11/03/2010	12/29/2010
452.00		449.00					3.00	
		203.098 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					12/13/2010	12/29/2010
2,415.00		2,360.00					55.00	
		364.607 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
4,335.00		2,684.00					1,651.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		887.996 RIDGEWORTH FD-INTL EQTY INDEX #R PROPERTY TYPE: SECURITIES					07/01/2010	12/29/2010
11,437.00		9,617.00					1,820.00	
		2637.175 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
33,967.00		26,247.00					7,720.00	
		542.98 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES					07/01/2010	12/29/2010
3,969.00		3,133.00					836.00	
		1665.313 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
12,173.00		8,337.00					3,836.00	
		1798.995 RIDGEWORTH FD-SHORT TERM BD #RG PROPERTY TYPE: SECURITIES					05/05/2009	12/29/2010
17,900.00		17,126.00					774.00	
		391.498 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES					03/31/2010	12/29/2010
3,500.00		3,445.00					55.00	
		2252.269 RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES					12/13/2010	12/29/2010
23,356.00		23,401.00					-45.00	
		2415.041 RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES					05/01/2009	12/29/2010
25,044.00		24,827.00					217.00	
		7. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					05/04/2010	12/29/2010
579.00		486.00					93.00	
		647.799 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES					02/18/2010	12/29/2010
5,150.00		4,094.00					1,056.00	
		9. TEVA PHARMACEUTICAL INDS LTD COM PROPERTY TYPE: SECURITIES					01/19/2010	12/29/2010
468.00		527.00					-59.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		14. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
450.00		290.00					160.00	
		7. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
388.00		267.00					121.00	
		9. TRAVELERS COS INC/THE COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
500.00		353.00					147.00	
		6. UNION PAC CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
550.00		298.00					252.00	
		8. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES					03/01/2010	12/29/2010
581.00		471.00					110.00	
		1. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
73.00		48.00					25.00	
		9. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
716.00		451.00					265.00	
		16. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					11/03/2010	12/29/2010
568.00		527.00					41.00	
		6. VISA INC CL A COM PROPERTY TYPE: SECURITIES					09/29/2010	12/29/2010
422.00		440.00					-18.00	
		9. WALMART STORES INC COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
485.00		434.00					51.00	
		18. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
560.00		423.00					137.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		20. WILLIAMS COMPANIES INC DELAWARE PROPERTY TYPE: SECURITIES					03/01/2010	12/29/2010
492.00		440.00					52.00	
		16. INVESCO LTD BERMUDA COM PROPERTY TYPE: SECURITIES					07/09/2009	12/29/2010
379.00		259.00					120.00	
TOTAL GAIN(LOSS)							133,515.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		90,497.	91,099.
	TOTAL	90,497.	91,099.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL REFUND	678.	
INTEREST ON REFUND	11.	11.
TOTALS	689.	11.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES		2,500.			2,500.
	TOTALS	2,500.	NONE	NONE	2,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	8,839.	8,839.
TOTALS	8,839.	8,839.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	8.	429.
FEDERAL ESTIMATES	424.	
TOTALS	432.	429.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FEES		3.	3.
	TOTALS	3.	3.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	2,141,885.	2,320,622.
TOTALS		2,141,885.	2,320,622.

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

OFFICER NAME:
ANNE E TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

OFFICER NAME:
G. PATRICK TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

OFFICER NAME:
M. KATHRYN TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

OFFICER NAME:
SARAH MEADOWS TOLLESON
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

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

OFFICER NAME:
LAURA E IMPERIAL
ADDRESS:
1890 CASTLEWAY LANE
ATLANTA, GA 30345
TITLE:
BD OF TRUSTEES, AS REQ'D

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ATLANTA COMMUNITY FOOD BANK
ADDRESS:
732 JOSEPH E. LOWERY BLVD NW
ATLANTA, GA 30318-6628
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ATLANTA UNION MISSION
ADDRESS:
PO BOX 1807
ATLANTA, GA 30301-9904
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CARE
ADDRESS:
PO BOX 1871
MERRIFIELD, VA 22116-9753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 8,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
COMMUNITY FRIENDSHIP INC.
ADDRESS:
85 RENAISSANCE PARKWAY NE
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE EPIPHANY CENTER
ADDRESS:
1791 WALKER ROAD SW
CONYERS, GA 30094
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 3,500.

RECIPIENT NAME:
GOOD NEWS ANIMAL FDN
ADDRESS:
736 JOHNSON FERRY RD. STE A3
MARIETTA, GA 30068
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
INTL JUSTICE MISSION
ADDRESS:
PO BOX 58147
WASHINGTON, DC 20037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
RIDGEVIEW INSTITUTE
SCHOLARSHIP FUND
ADDRESS:
3995 S COBB DR
SMYRNA, GA 30080
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 7,000.

RECIPIENT NAME:
PAWS ATLANTA
ADDRESS:
5287 COVINGTON HGWY
DECATUR, GA 30035
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PUPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,500.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
THE SALVATION ARMY
ADDRESS:
615 SLATERS LANE
ALEXANDRIA, VA 22313
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
CENTER FOR RURAL
PSYCHOLOGY
ADDRESS:
PO BOX 8071
ELBURN, IL 60119
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ATLANTA UNION MINISTRIES
ADDRESS:
458 PONCE DE LEON AVENUE, NE
ATLANTA, GA 30308
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 8,500.

RECIPIENT NAME:
4.0 SCHOOLS
ADDRESS:
643 MAGAZINE STREET, #102
NEW ORLEANS, LA 70117
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,467.

RECIPIENT NAME:
KIPP METRO ATLANTA
ADDRESS:
98 ANDERSON AVE. NW
ATLANTA, GA 30314
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NARSAD
ADDRESS:
60 CUTTER MILL RD STE #404
GREAT NECK, NY 11021
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 3,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
REDEEMER PRESBYTERIAN
MISSION
ADDRESS:
5837 MAGAZINE ST.
NEW ORLEANS, LA 70115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
RESOURCE SERVICE MINISTRY
ADDRESS:
751 RICE ST. NW
ATLANTA, GA 30318
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 8,000.

TOTAL GRANTS PAID: 109,467.

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

JANUS PERKINS SMALL CAP VALUE-I	738.00	
MANNING & NAPIER WORLD OPPTYS-A	551.00	
PIMCO INVT GRADE CORP BD-I	5,163.00	
RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	289.00	
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	10,983.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		17,725.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		17,725.00

SunTrust

PORTFOLIO SUMMARY

.LESON FAMILY FOUNDATION IMA-CS
:OUNT NO. 7928838

AS OF 12/31/10

IOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
NCIPAL PORTFOLIO						
.F & MONEY MARKET FUNDS	48,634.97	2.05 %	48,634.97	0.00	84	0.17 %
JITY SECURITIES	425,048.60	17.94 %	322,925.14	102,123.46	6,598	1.55 %
'UAL FUNDS	651,097.04	27.48 %	608,430.43	42,666.61	23,326	3.58 %
)PRIETARY FUNDS	1,244,476.77	52.53 %	1,210,529.72	33,947.05	38,200	3.07 %
'RINCIPAL PORTFOLIO TOTAL	2,369,257.38	100.00 %	2,190,520.26	178,737.12	68,208	2.88 %
AL ASSETS	2,369,257.38	100.00 %	2,190,520.26	178,737.12	68,208	2.88 %

R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
INCIPAL PORTFOLIO						
IF & MONEY MARKET FUNDS						
48,634.97	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	48,634.97 1.000 2.05 %	48,634.97 1.00	0.00	84	0.17 % 0.00 %
JITY SECURITIES						
ERGY						
70	APACHE CORP COM CUSIP: 037411105	8,346.10 119.230 0.35 %	4,854.82 69.35	3,491.28	42	0.50 % 0.00 %
97	CAMERON INTL CORP COM CUSIP: 13342B105	4,920.81 50.730 0.21 %	3,767.04 38.84	1,153.77	0	0.00 % 0.00 %
133	CHEVRON CORP COM CUSIP: 166764100	12,136.25 91.250 0.51 %	8,435.95 63.43	3,700.30	383	3.16 % 0.00 %
122	EXXON MOBIL CORP COM CUSIP: 30231G102	8,920.64 73.120 0.38 %	8,094.47 66.35	826.17	215	2.41 % 0.00 %
112	OCCIDENTAL PETE CORP COM CUSIP: 674599105	10,987.20 98.100 0.46 %	7,263.59 64.85	3,723.61	170	1.55 % 0.00 %

SUNTRUST

PORTFOLIO DETAIL

.LESON FAMILY FOUNDATION IMA-CS
:OUNT NO. 7928838

AS OF 12/31/10

? VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
117	SCHLUMBERGER LTD COM CUSIP: 806857108	9,769.50 83.500 0.41 %	6,866.18 58.69	2,903.32	98	1.00 % 0.00 %
216	WILLIAMS COS INC COM CUSIP: 969457100	5,339.52 24.720 0.23 %	4,757.31 22.02	582.21	108	2.02 % 0.00 %
'OTAL ENERGY		60,420.02	44,039.36	16,380.66	1,016	1.68 %
'ERIALS						
61	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	7,325.49 120.090 0.31 %	2,880.72 47.22	4,444.77	122	1.67 % 0.00 %
122	NUCOR CORP COM CUSIP: 670346105	5,346.04 43.820 0.23 %	5,248.70 43.02	97.34	177	3.31 % 0.00 %
52	PRAXAIR INC COM CUSIP: 74005P104	4,964.44 95.470 0.21 %	3,630.90 69.83	1,333.54	94	1.89 % 0.00 %
'OTAL MATERIALS		17,635.97	11,760.32	5,875.65	393	2.23 %

SUNTRUST

PORTFOLIO DETAIL

LLESON FAMILY FOUNDATION IMA-CS
COUNT NO. 7928838

AS OF 12/31/10

R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE / MARKET PRICE / % OF MARKET	FED TAX COST / COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
DUSTRIALS						
247	ABB LTD SWITZERLAND SPONS ADR CUSIP: 000375204	5,545.15 22.450 0.23 %	3,919.07 15.87	1,626.08	117	2.11 % 0.00 %
103	EMERSON ELEC CO COM CUSIP: 291011104	5,888.51 57.170 0.25 %	3,204.14 31.11	2,684.37	142	2.41 % 0.00 %
47	FLOWSERVE CORP COM CUSIP: 34354P105	5,603.34 119.220 0.24 %	3,860.11 82.13	1,743.23	55	0.98 % 0.00 %
118	FLUOR CORP COM NEW CUSIP: 343412102	7,818.68 66.260 0.33 %	5,273.93 44.69	2,544.75	59	0.75 % 0.00 %
338	GENERAL ELEC CO COM CUSIP: 369604103	6,182.02 18.290 0.26 %	3,731.52 11.04	2,450.50	189	3.06 % 0.00 %
118	HUNT J B TRANS SVCS INC COM CUSIP: 445658107	4,815.58 40.810 0.20 %	3,939.78 33.39	875.80	57	1.18 % 0.00 %
62	PARKER HANNIFIN CORP COM CUSIP: 701094104	5,350.60 86.300 0.23 %	3,325.32 53.63	2,025.28	72	1.35 % 0.00 %
57	UNION PACIFIC CORP COM CUSIP: 907818108	5,281.62 92.660 0.22 %	2,835.54 49.75	2,446.08	87	1.65 % 0.00 %

R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
99	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	7,185.42 72.580 0.30 %	4,780.35 48.29	2,405.07	186	2.59 % 0.00 %
101	UNITED TECHNOLOGIES CORP COM CUSIP: 913017109	7,950.72 78.720 0.34 %	5,058.91 50.09	2,891.81	172	2.16 % 0.00 %
TOTAL INDUSTRIALS		61,621.64	39,928.67	21,692.97	1,135	1.84 %
NSUMER DISCRETIONARY						
39	AMAZON INC COM CUSIP: 023135106	7,020.00 180.000 0.30 %	4,621.10 118.49	2,398.90	0	0.00 % 0.00 %
130	CARNIVAL CORP UNIT COM CUSIP: 143658300	5,994.30 46.110 0.25 %	4,807.76 36.98	1,186.54	52	0.87 % 0.00 %
118	COACH INC COM CUSIP: 189754104	6,526.58 55.310 0.28 %	4,073.36 34.52	2,453.22	71	1.09 % 0.00 %
101	DARDEN RESTAURANTS INC COM CUSIP: 237194105	4,690.44 46.440 0.20 %	4,518.51 44.74	171.93	129	2.75 % 0.00 %
202	HOME DEPOT INC COM CUSIP: 437076102	7,082.12 35.060 0.30 %	4,621.40 22.88	2,460.72	191	2.70 % 0.00 %
81	KOHLS CORP COM CUSIP: 500255104	4,401.54 54.340 0.19 %	3,487.71 43.06	913.83	0	0.00 % 0.00 %

SUNTRUST

PORTFOLIO DETAIL

LLESON FAMILY FOUNDATION IMA-CS
COUNT NO. 7928838

AS OF 12/31/10

R VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
103	OMNICOM GROUP COM CUSIP: 681919106	4,717.40 45.800 0.20 %	4,052.18 39.34	665.22	82	1.74 % 0.00 %
212	WALT DISNEY CO COM CUSIP: 254687106	7,952.12 37.510 0.34 %	4,799.30 22.64	3,152.82	85	1.07 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		48,384.50	34,981.32	13,403.18	610	1.26 %
NSUMER STAPLES						
176	CVS CAREMARK CORP COM CUSIP: 126650100	6,119.52 34.770 0.26 %	5,515.53 31.34	603.99	62	1.01 % 0.00 %
111	PEPSICO INC COM CUSIP: 713448108	7,251.63 65.330 0.31 %	6,075.94 54.74	1,175.69	213	2.94 % 0.00 %
151	PHILIP MORRIS INTL COM CUSIP: 718172109	8,838.03 58.530 0.37 %	6,729.02 44.56	2,109.01	387	4.38 % 0.00 %
127	PROCTER & GAMBLE CO COM CUSIP: 742718109	8,169.91 64.330 0.34 %	7,013.32 55.22	1,156.59	245	3.00 % 0.00 %
90	WAL-MART STORES INC COM CUSIP: 931142103	4,853.70 53.930 0.20 %	4,335.15 48.17	518.55	109	2.25 % 0.00 %
TOTAL CONSUMER STAPLES		35,232.79	29,668.96	5,563.83	1,015	2.88 %

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ALTH CARE						
131	ABBOTT LABS COM CUSIP: 002824100	6,276.21 47.910 0.26 %	6,049.35 46.18	226.86	231	3.68 % 0.00 %
76	AMGEN INC COM CUSIP: 031162100	4,172.40 54.900 0.18 %	4,411.66 58.05	239.26-	0	0.00 % 0.00 %
104	BAXTER INTL INC COM CUSIP: 071813109	5,264.48 50.620 0.22 %	5,720.48 55.00	456.00-	129	2.45 % 0.00 %
179	EXPRESS SCRIPTS INC COM CUSIP: 302182100	9,674.95 54.050 0.41 %	5,961.44 33.30	3,713.51	0	0.00 % 0.00 %
141	JOHNSON & JOHNSON COM CUSIP: 478160104	8,720.85 61.850 0.37 %	7,998.93 56.73	721.92	305	3.50 % 0.00 %
154	MERCK & CO INC NEW COM CUSIP: 58933Y105	5,550.16 36.040 0.23 %	4,193.15 27.23	1,357.01	234	4.22 % 0.00 %
104	TEVA PHARMACEUTICAL INDS LTD SPONS ADR CUSIP: 881624209	5,421.52 52.130 0.23 %	6,082.53 58.49	661.01-	69	1.27 % 0.00 %
74	THERMO FISHER SCIENTIFIC INC COM CUSIP: 883556102	4,096.64 55.360 0.17 %	2,823.70 38.16	1,272.94	0	0.00 % 0.00 %
TOTAL HEALTH CARE		49,177.21	43,241.24	5,935.97	968	1.97 %

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LLESON FAMILY FOUNDATION IMA-CS
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NANCIALS						
519	BANK OF AMERICA CORP COM CUSIP: 060505104	6,923.46 13.340 0.29 %	6,577.19 12.67	346.27	21	0.30 % 0.00 %
160	BANK OF NEW YORK MELLON CORP COM CUSIP: 064058100	4,832.00 30.200 0.20 %	4,478.55 27.99	353.45	58	1.20 % 0.00 %
154	BB&T CORP COM CUSIP: 054937107	4,048.66 26.290 0.17 %	3,681.20 23.90	367.46	92	2.27 % 0.00 %
174	CAPITAL ONE FINL CORP COM CUSIP: 14040H105	7,405.44 42.560 0.31 %	6,830.24 39.25	575.20	35	0.47 % 0.00 %
31	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	5,212.96 168.160 0.22 %	4,474.69 144.34	738.27	43	0.82 % 0.00 %
147	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	3,894.03 26.490 0.16 %	4,348.24 29.58	454.21-	29	0.74 % 0.00 %
172	INVESCO LTD USD0.2 BERMUDA COM CUSIP: G491BT108	4,138.32 24.060 0.17 %	2,787.81 16.21	1,350.51	76	1.84 % 0.00 %
245	JP MORGAN CHASE & CO COM CUSIP: 46625H100	10,392.90 42.420 0.44 %	8,260.96 33.72	2,131.94	49	0.47 % 0.00 %

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175	MORGAN STANLEY COM NEW CUSIP: 617446448	4,761.75 27.210 0.20 %	4,600.21 26.29	161.54	35	0.74 % 0.00 %
62	PNC FINL SVCS GROUP INC COM CUSIP: 693475105	3,764.64 60.720 0.16 %	3,784.59 61.04	19.95-	25	0.66 % 0.00 %
89	TRAVELERS COS INC/THE COM CUSIP: 89417E109	4,958.19 55.710 0.21 %	3,491.32 39.23	1,466.87	128	2.58 % 0.00 %
196	WELLS FARGO & CO NEW COM CUSIP: 949746101	6,074.04 30.990 0.26 %	4,609.57 23.52	1,464.47	39	0.64 % 0.00 %
TOTAL FINANCIALS		66,406.39	57,924.57	8,481.82	630	0.95 %
FORMATION TECHNOLOGY						
41	APPLE INC COM CUSIP: 037833100	13,224.96 322.560 0.56 %	5,622.12 137.12	7,602.84	0	0.00 % 0.00 %
151	AUTODESK INC COM CUSIP: 052769106	5,768.20 38.200 0.24 %	3,939.65 26.09	1,828.55	0	0.00 % 0.00 %
374	CISCO SYS INC COM CUSIP: 17275R102	7,566.02 20.230 0.32 %	6,859.16 18.34	706.86	0	0.00 % 0.00 %
280	EMC CORP MASS COM CUSIP: 268648102	6,412.00 22.900 0.27 %	3,580.69 12.79	2,831.31	0	0.00 % 0.00 %

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16	GOOGLE INC CL A COM CUSIP: 38259P508	9,503.52 593.970 0.40 %	6,623.12 413.95	2,880.40	0	0.00 % 0.00 %
179	HEWLETT-PACKARD CO COM CUSIP: 428236103	7,535.90 42.100 0.32 %	6,690.71 37.38	845.19	57	0.76 % 0.00 %
316	INTEL CORP COM CUSIP: 458140100	6,645.48 21.030 0.28 %	5,102.83 16.15	1,542.65	199	2.99 % 0.00 %
93	INTUIT INC COM CUSIP: 461202103	4,584.90 49.300 0.19 %	4,382.94 47.13	201.96	0	0.00 % 0.00 %
240	ORACLE CORP COM CUSIP: 68389X105	7,512.00 31.300 0.32 %	4,895.57 20.40	2,616.43	48	0.64 % 0.00 %
151	TEXAS INSTRS INC COM CUSIP: 882508104	4,907.50 32.500 0.21 %	3,131.47 20.74	1,776.03	79	1.61 % 0.00 %
72	VISA INC CL A COM CUSIP: 92826C839	5,067.36 70.380 0.21 %	4,600.61 63.90	466.75	43	0.85 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		78,727.84	55,428.87	23,298.97	426	0.54 %

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LECOMMUNICATION SERVICES						
208	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	7,442.24 35.780 0.31 %	5,951.83 28.61	1,490.41	406	5.46 % 0.00 %
TOTAL EQUITY SECURITIES		425,048.60	322,925.14	102,123.46	6,598	1.55 %
TUAL FUNDS						
2,897.607	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	33,728.15 11.640 1.42 %	32,349.00 11.16	1,379.15	0	0.00 % 0.00 %
1,868.085	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	20,250.04 10.840 0.85 %	17,988.19 9.63	2,261.85	164	0.81 % 0.00 %
1,117.976	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	26,864.96 24.030 1.13 %	23,779.35 21.27	3,085.61	131	0.49 % 0.00 %
8,681.855	MANNING & NAPIER FDS WORLD OPPTYS SER CL A CUSIP: 563821545	74,750.77 8.610 3.16 %	69,143.96 7.96	5,606.81	677	0.91 % 0.00 %
1,335.324	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	48,165.14 36.070 2.03 %	41,964.00 31.43	6,201.14	191	0.40 % 0.00 %
2,189.684	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	20,342.16 9.290 0.86 %	14,614.41 6.67	5,727.75	1,822	8.96 % 0.00 %

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14,308.574	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	149,953.86 10.480 6.33 %	142,552.76 9.96	7,401.10	9,029	6.02 % 0.00 %
3,402.84	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 81728B825	26,814.38 7.880 1.13 %	18,838.76 5.54	7,975.62	0	0.00 % 0.00 %
18,453.361	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	250,227.58 13.560 10.56 %	247,200.00 13.40	3,027.58	11,312	4.52 % 0.00 %
TOTAL MUTUAL FUNDS		651,097.04	608,430.43	42,666.61	23,326	3.58 %
OPRIETARY FUNDS						
76,666.606	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCF CUSIP: 76628T702	795,799.37 10.380 33.59 %	788,132.71 10.28	7,666.66	21,620	2.72 % 0.00 %
2,839.876	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #RGD5 CUSIP: 76628R615	33,709.33 11.870 1.42 %	20,848.73 7.34	12,860.60	199	0.59 % 0.00 %
20,403.956	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	182,615.41 8.950 7.71 %	179,554.82 8.80	3,060.59	10,712	5.87 % 0.00 %
23,328.58	RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX CUSIP: 76628T611	232,352.66 9.960 9.81 %	221,993.46 9.52	10,359.20	5,669	2.44 % 0.00 %

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TOTAL PROPRIETARY FUNDS		1,244,476.77	1,210,529.72	33,947.05	38,200	3.07 %
INCIPAL PORTFOLIO TOTAL		2,369,257.38	2,190,520.26	178,737.12	68,208	2.88 %
TAL ASSETS		2,369,257.38	2,190,520.26	178,737.12	68,208	2.88 %

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