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ENVELOPE
POSTMARK DATE MAY 05 2011

SCANNED MAY 16 2011

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 **HS & CG PATTERSON JR CHAR FD TR 51-7045431** A Employer identification number **20-6369229**
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite B Telephone number (see page 10 of the instructions)
P.O. BOX 1908 () -
City or town, state, and ZIP code **ORLANDO, FL 32802-1908**

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 6,902,311.** J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)
C If exemption application is pending, check here ☐
D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	590,101.			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	208,343.	213,226.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	114,300.			
	b Gross sales price for all assets on line 6a	2,783,405.			
	7 Capital gain net income (from Part IV, line 2)		114,295.		
	8 Net short-term capital gain				
	9 Income modifications			638.	
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	191,831.			STMT 2
	12 Total (Add lines 1 through 11)	1,104,575.	327,521.	638.	
	13 Compensation of officers, directors, trustees, etc.	62,146.	31,073.		31,073.
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 4	2,801.	543.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 5	12.	12.		
	24 Total operating and administrative expenses. Add lines 13 through 23	67,459.	31,628.	NONE	33,573.
	25 Contributions, gifts, grants paid	252,908.			252,908.
	26 Total expenses and disbursements. Add lines 24 and 25	320,367.	31,628.	NONE	286,481.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	784,208.			
	b Net investment income (if negative, enter -0-)		295,893.		
	c Adjusted net income (if negative, enter -0-)			638.	

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	370,027.	246,907.	246,907.	
	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 (attach schedule) ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STMT 6 .	5,109,636.	5,909,282.	6,655,404.		
14	Land, buildings, and equipment, basis (attach schedule) ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,479,663.	6,156,189.	6,902,311.		
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. ☒					
	27	Capital stock, trust principal, or current funds	5,354,476.	5,979,481.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	125,187.	176,708.		
	30	Total net assets or fund balances (see page 17 of the instructions)	5,479,663.	6,156,189.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,479,663.	6,156,189.		

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	5,479,663.
2	Enter amount from Part I, line 27a	2	784,208.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	638.
4	Add lines 1, 2, and 3	4	6,264,509.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	108,320.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,156,189.

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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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
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	114,295.	
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			
2008			
2007			
2006			
2005			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8

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 ☐ and enter 1% of Part I, line 27b	1	5,918.
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	5,918.
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	5,918.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	3,359.
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	3,359.
8	Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,559.
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?		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)?		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?		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?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► _____ STMT 9		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>SUNTRUST BANK</u> Telephone no. ▶ <u>540666822</u>			
	Located at ▶ <u>134 EAST CHURCH STREET, MARTINSVILLE, VA</u> ZIP + 4 ▶ <u>24115</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		☐
and enter the amount of tax-exempt interest received or accrued during the year ▶				
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	Yes	No
				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	X
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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)

N/A

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

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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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 10		62,146.	-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	

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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	5,904,554.
b	Average of monthly cash balances	1b	456,842.
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	6,361,396.
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	6,361,396.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	95,421.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,265,975.
6	Minimum investment return. Enter 5% of line 5	6	313,299.

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	313,299.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	5,918.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,918.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	307,381.
4	Recoveries of amounts treated as qualifying distributions	4	638.
5	Add lines 3 and 4	5	308,019.
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	308,019.

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	286,481.
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	286,481.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	286,481.

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				308,019.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			251,723.	
b Total for prior years 20 08, 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 ▶ \$ 286,481.				
a Applied to 2009, but not more than line 2a			251,723.	
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				34,758.
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.				273,261.
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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 ☒ 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 11				
Total			3a	252,908.
b Approved for future payment				
Total			3b	

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	
		14	208,343.	
		18	114,300.	
		1	20,613.	
		1	72,805.	
		1	98,413.	
			514,474.	
			13	514,474.

NOT APPLICABLE

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

HS & CG PATTERSON JR CHAR FD TR 51-7045431

20-6369229

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

Name of organization

HS & CG PATTERSON JR CHAR FD TR 51-7045431

Employer identification number

20-6369229

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HELEN S. PATTERSON ESTATE SUNTRUST BANK ORLANDO, FL 32802	\$ 590,101	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

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					17,781.	
917.00		37. BERKLEY W R CORP PROPERTY TYPE: SECURITIES 814.00					07/20/2009	01/19/2010
							103.00	
11,672.00		471. BERKLEY W R CORP PROPERTY TYPE: SECURITIES 14,842.00					10/16/2007	01/19/2010
							-3,170.00	
40,383.00		304. IBM CORP PROPERTY TYPE: SECURITIES 2,800.00					03/30/2004	01/19/2010
							37,583.00	
14,126.00		287. TARGET CORP COM PROPERTY TYPE: SECURITIES 13,485.00					09/28/2009	02/09/2010
							641.00	
12,354.00		251. TARGET CORP COM PROPERTY TYPE: SECURITIES 15,598.00					07/27/2007	02/09/2010
							-3,244.00	
250,000.00		250000. FED FARM CR BK 5.650% 2/2 PROPERTY TYPE: SECURITIES 253,800.00					12/19/2007	02/22/2010
							-3,800.00	
14,472.00		305. GILEAD SCIENCES INC COM PROPERTY TYPE: SECURITIES 13,679.00					04/16/2009	03/01/2010
							793.00	
18,397.00		1009. SCHWAB CHARLES CORP NEW PROPERTY TYPE: SECURITIES 18,389.00					07/20/2009	03/01/2010
							8.00	
10,889.00		162. UNION PAC CORP PROPERTY TYPE: SECURITIES 11,710.00					09/16/2008	03/01/2010
							-821.00	
19,821.00		275. DEVON ENERGY CORP COM PROPERTY TYPE: SECURITIES 13,830.00					04/16/2009	03/11/2010
							5,991.00	

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)	
1,411.00		27. HARRIS CORP DEL PROPERTY TYPE: SECURITIES 821.00			590.00		07/20/2009	04/29/2010
12,022.00		230. HARRIS CORP DEL PROPERTY TYPE: SECURITIES 10,060.00			1,962.00		12/06/2006	04/29/2010
3,042.00		78. QUALCOMM INC PROPERTY TYPE: SECURITIES 3,469.00			-427.00		06/22/2009	04/29/2010
15,914.00		408. QUALCOMM INC PROPERTY TYPE: SECURITIES 16,814.00			-900.00		04/16/2009	04/29/2010
6,294.00		95. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 3,939.00			2,355.00		03/30/2004	05/04/2010
28,740.00		419. MCDONALD'S CORP PROPERTY TYPE: SECURITIES 17,967.00			10,773.00		12/05/2006	05/07/2010
2,024.00		81. AT&T INC PROPERTY TYPE: SECURITIES 1,952.00			72.00		07/20/2009	05/20/2010
13,094.00		524. AT&T INC PROPERTY TYPE: SECURITIES 18,183.00			-5,089.00		12/06/2006	05/20/2010
50,073.00		4627.796 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES 50,536.00			-463.00		10/26/2009	05/24/2010
69,488.00		3196.339 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 64,023.00			5,465.00		10/26/2009	05/24/2010
97,802.00		9359.048 RIDGEWORTH FD-MIDCAP VAL EQTY # PROPERTY TYPE: SECURITIES 88,240.00			9,562.00		10/26/2009	05/24/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
51,499.00		4928.128 RIDGEWORTH FD-MIDCAP VAL EQTY # PROPERTY TYPE: SECURITIES 56,708.00					05/18/2009 -5,209.00	05/24/2010
46,407.00		4300.941 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES 41,461.00					04/16/2009 4,946.00	05/24/2010
9,709.00		652.489 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 6,290.00					07/20/2009 3,419.00	05/24/2010
78,376.00		5267.196 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 64,645.00					04/16/2009 13,731.00	05/24/2010
64,517.00		9880.076 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 60,565.00					10/26/2009 3,952.00	05/24/2010
250,000.00		250000. FED FARM CR BK PROPERTY TYPE: SECURITIES 256,030.00		5.550%	6/0		12/19/2007 -6,030.00	06/04/2010
10,576.00		469. HALLIBURTON CO PROPERTY TYPE: SECURITIES 12,749.00					09/29/2009 -2,173.00	06/08/2010
5,344.00		237. HALLIBURTON CO PROPERTY TYPE: SECURITIES 11,142.00					07/10/2008 -5,798.00	06/08/2010
10,512.00		424. MICROSOFT CORP PROPERTY TYPE: SECURITIES 11,077.00					05/24/2010 -565.00	06/08/2010
27,323.00		1102. MICROSOFT CORP PROPERTY TYPE: SECURITIES 27,748.00					03/30/2004 -425.00	06/08/2010
237.00		32.4583 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 244.00					05/24/2010 -7.00	07/08/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
958.00		131.5417 FRONTIER COMMUNICATIONS CORP CO PROPERTY TYPE: SECURITIES 1,200.00					12/06/2006 -242.00	07/08/2010
3.00		.4272 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES 3.00					05/24/2010	07/15/2010
50,000.00		50000. UNITED STATES TREASURY NOTES PROPERTY TYPE: SECURITIES 51,213.00					06/25/2007 -1,213.00	08/15/2010
2,908.00		70. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES 2,752.00					05/24/2010 156.00	08/17/2010
21,148.00		509. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES 31,443.00					07/20/2009 -10,295.00	08/17/2010
9,684.00		164. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 12,136.00					05/24/2010 -2,452.00	08/17/2010
7,322.00		124. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES 14,184.00					07/20/2009 -6,862.00	08/17/2010
8,764.00		139. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES 11,927.00					09/29/2009 -3,163.00	09/28/2010
4,918.00		78. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES 8,727.00					07/20/2009 -3,809.00	09/28/2010
16,734.00		620. ADOBE SYS INC PROPERTY TYPE: SECURITIES 19,170.00					06/08/2010 -2,436.00	10/08/2010
24,241.00		2020.083 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 23,675.00					08/19/2010 566.00	10/08/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
103,109.00		10239.225 RIDGEWORTH FD-SHORT TERM BD #R PROPERTY TYPE: SECURITIES 102,553.00					08/19/2010 556.00	10/08/2010
240,916.00		27252.942 RIDGEWORTH FD-SEIX FLT HGH INC PROPERTY TYPE: SECURITIES 234,615.00					06/04/2010 6,301.00	10/08/2010
253,112.00		23094.162 RIDGEWORTH FD-INTERMEDIATE BD PROPERTY TYPE: SECURITIES 252,442.00					08/19/2010 670.00	10/08/2010
68,622.00		4990.692 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES 66,576.00					08/19/2010 2,046.00	10/08/2010
10,118.00		65. AMAZON COM INC PROPERTY TYPE: SECURITIES 10,119.00					10/08/2010 -1.00	10/14/2010
12,371.00		295. HEWLETT PACKARD CO PROPERTY TYPE: SECURITIES 12,985.00					10/08/2010 -614.00	10/14/2010
14,931.00		1296.124 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES 14,154.00					10/26/2009 777.00	10/25/2010
742.00		35. EMC CORP PROPERTY TYPE: SECURITIES 698.00					10/08/2010 44.00	10/25/2010
13,532.00		1244.882 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES 13,482.00					10/08/2010 50.00	10/25/2010
41,908.00		3855.422 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES 42,294.00					10/29/2007 -386.00	10/25/2010
11,955.00		519.547 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 10,407.00					10/26/2009 1,548.00	10/25/2010

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
29,799.00		3401.74 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES 25,207.00					05/24/2010 4,592.00	10/25/2010
90,241.00		6759.617 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES 88,145.00					10/08/2010 2,096.00	10/25/2010
162,113.00		12143.296 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES 117,061.00					04/16/2009 45,052.00	10/25/2010
12,620.00		1760.127 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES 16,039.00					04/21/2008 -3,419.00	10/25/2010
18,622.00		2575.67 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 15,789.00					10/26/2009 2,833.00	10/25/2010
34,445.00		445. PARKER HANNIFIN CORP PROPERTY TYPE: SECURITIES 29,232.00					10/25/2010 5,213.00	11/03/2010
250,000.00		250000. FED HOME LN BK 5.535% 11/1 PROPERTY TYPE: SECURITIES 257,272.00					12/19/2007 -7,272.00	11/15/2010
TOTAL GAIN (LOSS)							----- 114,295. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS		NET INVESTMENT INCOME	
-----	-----	-----	-----	-----
DIVIDENDS & INTEREST	208,343.		213,226.	
	-----		-----	
TOTAL	208,343.		213,226.	
	=====		=====	

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL 4720 REFUND 2006	20,613.
FEDERAL 4720 REFUND 2007	72,805.
FEDERAL 4720 REFUND 2008	98,413.

TOTALS	191,831.
	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

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

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	34.	543.
FEDERAL EXCISE TAX	2,767.	
	-----	-----
TOTALS	2,801.	543.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ADR FOREIGN FEES	12.	12.
TOTALS	12.	12.
	=====	=====

HS & CG PATTERSON JR CHAR FD TR 51-7045431

20-6369229

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	---
SEE ATTACHED STATEMENT	C	5,909,282.	6,655,404.
		-----	-----
TOTALS		5,909,282.	6,655,404.
		=====	=====

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

=====

DESCRIPTION	AMOUNT
-----	-----
2007 RECOVERY OF DISTRIBUTION CHECK	638.

TOTAL	638.
	=====

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

=====

DESCRIPTION	AMOUNT
-----	-----
FED TAX COST ADJ-T ROWE PRICE REAL ESTATE	1,096.
CORRECTION OF OVERDIST'N FROM HELEN PATTERSON TRUST	107,224.

TOTAL	108,320.
	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED

=====

VA

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

OFFICER NAME:

SUNTRUST BANK - TRUSTEE

ADDRESS:

134 EAST CHURCH STREET
MARTINSVILLE, VA 24112

TITLE:

TRUSTEE, VARIOUS

COMPENSATION	62,146.
--------------------	---------

TOTAL COMPENSATION:	62,146.
	=====

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 252,908.

TOTAL GRANTS PAID:

252,908.

=====

**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

HS & CG PATTERSON JR CHAR FD TR 51-7045431

Employer identification number

20-6369229

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	45,743.
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	45,743.

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			17,781.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	48,418.
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	2,353.
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	68,552.

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

Schedule D (Form 1041) 2010

JSA

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51-7045431

36 -

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		45,743.
14	Net long-term gain or (loss):			
a	Total for year	14a		68,552.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		114,295.

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 (Form 1041) 2010

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

HS & CG PATTERSON JR CHAR FD TR 51-7045431

Employer identification number

20-6369229

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 37. BERKLEY W R CORP	07/20/2009	01/19/2010	917.00	814.00	103.00
287. TARGET CORP COM	09/28/2009	02/09/2010	14,126.00	13,485.00	641.00
305. GILEAD SCIENCES INC COM	04/16/2009	03/01/2010	14,472.00	13,679.00	793.00
1009. SCHWAB CHARLES CORP NEW	07/20/2009	03/01/2010	18,397.00	18,389.00	8.00
275. DEVON ENERGY CORP COM	04/16/2009	03/11/2010	19,821.00	13,830.00	5,991.00
27. HARRIS CORP DEL	07/20/2009	04/29/2010	1,411.00	821.00	590.00
78. QUALCOMM INC	06/22/2009	04/29/2010	3,042.00	3,469.00	-427.00
81. AT&T INC	07/20/2009	05/20/2010	2,024.00	1,952.00	72.00
4627.796 ABERDEEN EQUITY LONG SHORT-I	10/26/2009	05/24/2010	50,073.00	50,536.00	-463.00
3196.339 JANUS PERKINS SMALL CAP VALUE-I	10/26/2009	05/24/2010	69,488.00	64,023.00	5,465.00
9359.048 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	10/26/2009	05/24/2010	97,802.00	88,240.00	9,562.00
652.489 ROWE T PRICE REAL ESTATE FD COM	07/20/2009	05/24/2010	9,709.00	6,290.00	3,419.00
9880.076 SENTINEL SMALL CO-I	10/26/2009	05/24/2010	64,517.00	60,565.00	3,952.00
469. HALLIBURTON CO	09/29/2009	06/08/2010	10,576.00	12,749.00	-2,173.00
424. MICROSOFT CORP	05/24/2010	06/08/2010	10,512.00	11,077.00	-565.00
32.4583 FRONTIER COMMUNICATIONS CORP COM	05/24/2010	07/08/2010	237.00	244.00	-7.00
.4272 FRONTIER COMMUNICATI ONS CORP COM	05/24/2010	07/15/2010	3.00	3.00	
70. EXELON CORPORATION COM	05/24/2010	08/17/2010	2,908.00	2,752.00	156.00
164. MONSANTO CO NEW COM	05/24/2010	08/17/2010	9,684.00	12,136.00	-2,452.00
139. TRANSOCEAN LTD CHF15 SHS	09/29/2009	09/28/2010	8,764.00	11,927.00	-3,163.00
620. ADOBE SYS INC	06/08/2010	10/08/2010	16,734.00	19,170.00	-2,436.00
2020.083 PIMCO INVT GRADE CORP BD-I	08/19/2010	10/08/2010	24,241.00	23,675.00	566.00
10239.225 RIDGEWORTH FD-SHORT TERM BD #RGCX	08/19/2010	10/08/2010	103,109.00	102,553.00	556.00
27252.942 RIDGEWORTH FD-SEIX FLT HGH INCM#RG CJ	06/04/2010	10/08/2010	240,916.00	234,615.00	6,301.00

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

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

Schedule D-1 (Form 1041) 2010

Continuation Sheet for Schedule D
(Form 1041)

OMB No. 1545-0092

2010

► See instructions for Schedule D (Form 1041).

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

Name of estate or trust

Employer identification number

HS & CG PATTERSON JR CHAR FD TR 51-7045431

20-6369229

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

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	45,743.00
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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

Employer identification number

HS & CG PATTERSON JR CHAR FD TR 51-7045431

20-6369229

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 471. BERKLEY W R CORP	10/16/2007	01/19/2010	11,672.00	14,842.00	-3,170.00
304. IBM CORP	03/30/2004	01/19/2010	40,383.00	2,800.00	37,583.00
251. TARGET CORP COM	07/27/2007	02/09/2010	12,354.00	15,598.00	-3,244.00
250000. FED FARM CR BK 5.650% 2/22/17	12/19/2007	02/22/2010	250,000.00	253,800.00	-3,800.00
162. UNION PAC CORP	09/16/2008	03/01/2010	10,889.00	11,710.00	-821.00
230. HARRIS CORP DEL	12/06/2006	04/29/2010	12,022.00	10,060.00	1,962.00
408. QUALCOMM INC	04/16/2009	04/29/2010	15,914.00	16,814.00	-900.00
95. EXXON MOBIL CORP	03/30/2004	05/04/2010	6,294.00	3,939.00	2,355.00
419. MCDONALD'S CORP	12/05/2006	05/07/2010	28,740.00	17,967.00	10,773.00
524. AT&T INC	12/06/2006	05/20/2010	13,094.00	18,183.00	-5,089.00
4928.128 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/18/2009	05/24/2010	51,499.00	56,708.00	-5,209.00
4300.941 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	04/16/2009	05/24/2010	46,407.00	41,461.00	4,946.00
5267.196 ROWE T PRICE REAL ESTATE FD COM	04/16/2009	05/24/2010	78,376.00	64,645.00	13,731.00
250000. FED FARM CR BK 5.550% 6/04/14	12/19/2007	06/04/2010	250,000.00	256,030.00	-6,030.00
237. HALLIBURTON CO	07/10/2008	06/08/2010	5,344.00	11,142.00	-5,798.00
1102. MICROSOFT CORP	03/30/2004	06/08/2010	27,323.00	27,748.00	-425.00
131.5417 FRONTIER COMMUNICATIONS CORP COM	12/06/2006	07/08/2010	958.00	1,200.00	-242.00
50000. UNITED STATES TREASURY NOTES	06/25/2007	08/15/2010	50,000.00	51,213.00	-1,213.00
509. EXELON CORPORATION COM	07/20/2009	08/17/2010	21,148.00	31,443.00	-10,295.00
124. MONSANTO CO NEW COM	07/20/2009	08/17/2010	7,322.00	14,184.00	-6,862.00
78. TRANSOCEAN LTD CHF15 SHS	07/20/2009	09/28/2010	4,918.00	8,727.00	-3,809.00
3855.422 FORUM ABSOLUTE STRATEGIES-I	10/29/2007	10/25/2010	41,908.00	42,294.00	-386.00
12143.296 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	04/16/2009	10/25/2010	162,113.00	117,061.00	45,052.00
1760.127 RIDGEWORTH FD-INTL 130/30 #RGD1	04/21/2008	10/25/2010	12,620.00	16,039.00	-3,419.00
250000. FED HOME LN BK 5.535% 11/15/16	12/19/2007	11/15/2010	250,000.00	257,272.00	-7,272.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 48,418.00

Schedule D-1 (Form 1041) 2010

JSA

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FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

JANUS PERKINS SMALL CAP VALUE-I	3,386.00
MANNING & NAPIER WORLD OPPTYS-A	5,247.00
PIMCO INVT GRADE CORP BD-I	2,674.00
RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	1,532.00
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	4,941.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

17,781.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

17,781.00

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990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

311 CASH CONTRIBUTIONS

SEE ATTACHED STATEMENT - SEE ATTACHED

01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO AMAZEMENT SQUARE C/O MORT SAJADIAN, PRESIDENT & CEO 27TH NINTH ST LYNCHBURG, VA 24504 TR TRAN# = CR000227000001 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000026
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO CIVIL WAR PRESERVATION TRUST ATTN LIZ JACOBY 1156 15TH ST , NW, SUITE 900 WASHINGTON, DC 20005 TR TRAN# = CR000227000002 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000027
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO SMITHFIELD PLANTATION ATTN LORI TOLIVER JONES 1000 SMITHFIELD RD BLACKSBURG, VA 24060 TR TRAN# = CR000227000004 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000029
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO ASCENSION EPISCOPAL CHURCH ATTN DENA LEE PO BOX 810 AMHERST, VA 24521 TR TRAN# = CR000227000005 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000030
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST	-3530 00	-3530 00	**CHANGED** 10/11/10 N_C	1001000028

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - SEE ATTACHED (CONTINUED)				
	FOR SEE ATTACHED PAID TO JEB STUART BIRTHPLACE PRESERVATION TRUST INC ATTN MR BRIAN JESSUP PO BOX 1210 TR TRAN#-CR000227000003 TR CD=079 REG=0 PORT=INC				
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO ST MARK'S EPISCOPAL CHURCH ATTN DR. WILLIAM MCIVOR SUTHERLAND PO BOX 36 CLIFFORD, VA 24533 TR TRAN#-CR000227000007 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000032 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO ST JOHN'S EPISCOPAL CHURCH ATTN. THE VERY REV ALAN KIM WEBSTER PO BOX 945 WAYNESBORO, VA 22980 TR TRAN#-CR000227000008 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000033 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO ST JOHN'S EPISCOPAL CHURCH ATTN THE VERY REV ALAN KIM WEBSTER PO BOX 945 WAYNESBORO, VA 22980 TR TRAN#-CR000227000009 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000034 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO CHRIST EPISCOPAL CHURCH TR TRAN#-CR000227000010 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000035 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO CHRIST EPISCOPAL CHURCH TR TRAN#-CR000227000006 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000031 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO O WINSTON LINK MUSEUM ATTN KATRINA ROSS PO BOX 1904 ROANOKE, VA 24008 TR TRAN#-CR000227000012 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000037 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO FAYETTE AREA HISTORICAL INITIATIVE ATTN PERRY LEE BRIGGS JR 504 FAYETTE ST MARTINSVILLE, VA 24112 TR TRAN#-CR000227000013 TR CD=079 REG=0 PORT=INC	-3530.00	-3530.00	**CHANGED**	1001000038 06/11/10 N_C
01/11/10	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO MARTINSVILLE/HENRY COUNTY HISTORICAL SOCIETY ATTN: VIRGINIA R KING PO BOX 432	-3530.00	-3530.00	**CHANGED**	1001000039 06/11/10 N_C

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - SEE ATTACHED (CONTINUED)				
TR TRAN#-CR000227000014 TR CD=079 REG=0 PORT=INC				
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO CENTER IN THE SQUARE TR TRAN#-CR000227000015 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000040
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO GRACE EPISCOPAL CHURCH ATTN: THE VERY REV. DAVID ROSE 210 FOURTH ST RADFORD, VA 24141 TR TRAN#-CR000227000011 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000036
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO HOLLINS UNIVERSITY ATTN NANCY OLIVER GRAY, PRESIDENT PO BOX 9625 ROANOKE, VA 24020-1625 TR TRAN#-CR000227000021 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000046
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO HISTORY MUSEUM OF WESTERN VIRGINIA ATTN KATRINA ROSS PO BOX 1904 ROANOKE, VA 24008 TR TRAN#-CR000227000022 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000047
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO SCIENCE MUSEUM OF WESTERN VIRGINIA TR TRAN#-CR000227000023 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000048
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO TAUBMAN MUSEUM OF ART ATTN KIMBERLY S. TOMPLETON 110 SALEM AVE , SE ROANOKE, VA 24011 TR TRAN#-CR000227000024 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000049
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO JEFFERSON CENTER FOUNDATION ATTN JOHN LEVIN 541 LUCK AVE , STE 221 ROANOKE, VA 24016 TR TRAN#-CR000227000016 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000041
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO PIEDMONT ARTS ASSOCIATION TR TRAN#-CR000227000017 TR CD=079 REG=0 PORT=INC	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000042
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO ROANOKE COLLEGE ATTN EDWARD J HAMILTON	-3530 00	-3530 00	**CHANGED** 06/11/10 N_C	1001000043

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - SEE ATTACHED (CONTINUED)				
221 COLLEGE LANE SALEM, VA 24153 TR TRAN# = CR000227000018 TR CD = 079 REG = 0 PORT = INC				
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO EMORY & HENRY COLLEGE ATTN ROSALIND REICHARD, PHD PO BOX 947 EMORY, VA 24327-0947 TR TRAN# = CR000227000019 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530.00	1001000044 **CHANGED** 06/11/10 N_C	
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO HAMPDEN SYDNEY COLLEGE TR TRAN# = CR000227000020 TR CD = 079 REG = 0 PORT = INC	-3530.00	-3530 00	1001000045 **CHANGED** 06/11/10 N_C	
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO VIRGINIA MUSEUM OF TRANSPORTATION ATTN FRANCES M M FERGUSON 303 NORFOLK AVE , SW ROANOKE, VA 24016 TR TRAN# = CR000227000025 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	1001000050 **CHANGED** 06/11/10 N_C	
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO VIRGINIA MUSEUM OF NATURAL HISTORY ATTN DEBBIE LEWIS 21 STARLING AVE MARTINSVILLE, VA 24112 TR TRAN# = CR000227000026 TR CD = 079 REG = 0 PORT = INC	-3530.00	-3530 00	1001000051 **CHANGED** 06/11/10 N_C	
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO RED HILL, PATRICK HENRY MEMORIAL ATTN KAREN GRAHAM 1250 RED HILL RD BROOKNEAL, VA 24528-3302 TR TRAN# = CR000227000027 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	1001000052 **CHANGED** 06/11/10 N_C	
01/11/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DISTRIBUTION FROM FOUNDATION TRUST FOR SEE ATTACHED PAID TO REYNOLDS HOMESTEAD TR TRAN# = CR000227000028 TR CD = 079 REG = 0 PORT = INC	-3530 00	-3530 00	1001000053 **CHANGED** 06/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO TRINITY EPISCOPAL CHURCH TR TRAN# = DC000258000007 TR CD = 079 REG = 0 PORT = PRIN	-10000 00	-10000 00	1009000051 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO SWEET BRIAR COLLEGE TR TRAN# = DC000258000015 TR CD = 079 REG = 0 PORT = PRIN	-20000 00	-20000 00	1009000057 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO SCIENCE MUSEUM OF WESTERN VIRGINIA TR TRAN# = DC000259000001 TR CD = 079 REG = 0 PORT = PRIN	-30000 00	-30000 00	1009000058 **CHANGED** 10/11/10 N_C	

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - SEE ATTACHED (CONTINUED)				
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR: SEE ATTACHED PAID TO HAMPDEN SYDNEY COLLEGE TR TRAN#=DC000259000002 TR CD=079 REG=0 PORT=PRIN	-10000 00		-10000.00 1009000059 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO PIEDMONT ARTS ASSOCIATION TR TRAN#=DC000258000014 TR CD=079 REG=0 PORT=PRIN	-5000 00		-5000.00 1009000056 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO REYNOLDS HOMESTEAD TR TRAN#=DC000258000003 TR CD=079 REG=0 PORT=PRIN	-10000 00		-10000 00 1009000048 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO: ST THOMAS EPISCOPAL CHURCH TR TRAN#=DC000258000006 TR CD=079 REG=0 PORT=PRIN	-9068 00		-9068 00 1009000050 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO: R E LEE MEMORIAL EPISCOPAL CHURCH TR TRAN#=DC000258000009 TR CD=079 REG=0 PORT=PRIN	-10000 00		-10000 00 1009000052 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO CHRIST EPISCOPAL CHURCH TR TRAN#=DC000258000010 TR CD=079 REG=0 PORT=PRIN	-20000 00		-20000.00 1009000053 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO TRINITY EPISCOPAL CHURCH TR TRAN#=DC000258000011 TR CD=079 REG=0 PORT=PRIN	-10000 00		-10000 00 1009000054 **CHANGED** 10/11/10 N_C	
09/16/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO CENTER IN THE SQUARE TR TRAN#=DC000258000012 TR CD=079 REG=0 PORT=PRIN	-10000 00		-10000 00 1009000055 **CHANGED** 10/11/10 N_C	
11/02/10 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2010 GRANT FOR SEE ATTACHED PAID TO: JEB STUART PRESERVATION TRUST TR TRAN#=DC000037000009 TR CD=079 REG=0 PORT=PRIN	-10000 00		-10000.00 1011000014 **CHANGED** 03/11/11 N_C	
TOTAL CODE 311 - CASH CONTRIBUTIONS	-252908 00 =====	-98840 00 =====	-154068 00 =====	



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<u>INCIPAL PORTFOLIO</u>						
<u>IF & MONEY MARKET FUNDS</u>						
70,199.02	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	70,199.02 1.000 1.02 %	70,199.02 1.00	0.00	122	0.17 % 0.00 %
<u>RPORATE OBLIGATIONS</u>						
250,000	CITIGROUP INC NOTES DTD 02/21/02 6.000% DUE 02/21/12 CUSIP: 1729678J9 MOODY'S RATING: A3	262,242.50 104.897 3.80 %	254,580.00 101.83	7,662.50	15,000	5.72 % 1.64 %
250,000	GENERAL ELEC CAP CORP NTS DTD 02/15/02 5.875% DUE 02/15/12 CUSIP: 36962GXS8 MOODY'S RATING: AA2	262,982.50 105.193 3.81 %	259,645.00 103.86	3,337.50	14,688	5.59 % 1.20 %
100,000	GOLDMAN SACHS GROUP INC SR NTS DTD 08/27/02 5.700% DUE 09/01/12 CUSIP: 38141GCG7 MOODY'S RATING: A1	106,736.00 106.736 1.55 %	102,751.00 102.75	3,985.00	5,700	5.34 % 1.59 %
250,000	JPMORGAN CHASE & CO SR NT DTD 05/16/06 5.600% DUE 06/01/11 CUSIP: 46625HGG9 MOODY'S RATING: AA3	255,340.00 102.136 3.70 %	254,747.50 101.90	592.50	14,000	5.48 % 5.48 %



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SHARE VALUE R 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
250,000	US BANK NATL ASSN MINNEAPOLIS MN MEDIUM TERM NOTE DTD 02/04/02 6.300% DUE 02/04/14 CUSIP: 90333WAB4 MOODY'S RATING: AA3	278,907.50 111.563 4.04 %	258,317.50 103.33	20,590.00	15,750	5.65 % 2.40 %
TOTAL CORPORATE OBLIGATIONS		1,166,208.50	1,130,041.00	36,167.50	65,138	5.59 %
EQUITY SECURITIES						
ENERGY						
486	APACHE CORP COM CUSIP: 037411105	57,945.78 119.230 0.84 %	38,776.45 79.79	19,169.33	292	0.50 % 0.00 %
645	CAMERON INTL CORP COM CUSIP: 13342B105	32,720.85 50.730 0.47 %	25,858.30 40.09	6,862.55	0	0.00 % 0.00 %
904	CHEVRON CORP COM CUSIP: 166764100	82,490.00 91.250 1.20 %	54,036.11 59.77	28,453.89	2,604	3.16 % 0.00 %
837	EXXON MOBIL CORP COM CUSIP: 30231G102	61,201.44 73.120 0.89 %	41,822.34 49.97	19,379.10	1,473	2.41 % 0.00 %
751	OCCIDENTAL PETE CORP COM CUSIP: 674599105	73,673.10 98.100 1.07 %	56,362.79 75.05	17,310.31	1,142	1.55 % 0.00 %



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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
756	SCHLUMBERGER LTD COM CUSIP: 806857108	63,126.00 83.500 0.91 %	55,278.77 73.12	7,847.23	635	1.01 % 0.00 %
1,486	WILLIAMS COS INC COM CUSIP: 969457100	36,733.92 24.720 0.53 %	31,614.66 21.28	5,119.26	743	2.02 % 0.00 %
TOTAL ENERGY		407,891.09	303,749.42	104,141.67	6,888	1.69 %
TERIALS						
432	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	51,878.88 120.090 0.75 %	24,821.95 57.46	27,056.93	864	1.67 % 0.00 %
831	NUCOR CORP COM CUSIP: 670346105	36,414.42 43.820 0.53 %	35,262.20 42.43	1,152.22	1,205	3.31 % 0.00 %
355	PRAXAIR INC COM CUSIP: 74005PI04	33,891.85 95.470 0.49 %	24,711.09 69.61	9,180.76	639	1.89 % 0.00 %
TOTAL MATERIALS		122,185.15	84,795.24	37,389.91	2,708	2.22 %



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SHARE VALUE PER SHARE	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
1,688	ABB LTD	37,895.60	37,309.13	586.47	800	2.11 %
	SWITZERLAND SPONS ADR CUSIP: 000375204	22.450 0.55 %	22.10			0.00 %
694	EMERSON ELEC CO	39,675.98	33,565.06	6,110.92	958	2.41 %
	COM CUSIP: 291011104	57.170 0.57 %	48.36			0.00 %
320	FLOWERVE CORP	38,150.40	29,183.50	8,966.90	371	0.97 %
	COM CUSIP: 34354P105	119.220 0.55 %	91.20			0.00 %
821	FLUOR CORP	54,399.46	38,448.61	15,950.85	411	0.76 %
	COM NEW CUSIP: 343412102	66.260 0.79 %	46.83			0.00 %
2,281	GENERAL ELEC CO	41,719.49	58,416.31	16,696.82-	1,277	3.06 %
	COM CUSIP: 369604103	18.290 0.60 %	25.61			0.00 %
810	HUNT J B TRANS SVCS INC	33,056.10	27,328.70	5,727.40	389	1.18 %
	COM CUSIP: 445658107	40.810 0.48 %	33.74			0.00 %
411	PARKER HANNIFIN CORP	35,469.30	22,168.60	13,300.70	477	1.34 %
	COM CUSIP: 701094104	86.300 0.51 %	53.94			0.00 %
388	UNION PACIFIC CORP	35,952.08	24,201.14	11,750.94	590	1.64 %
	COM CUSIP: 907818108	92.660 0.52 %	62.37			0.00 %



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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
669	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	48,556.02 72.580 0.70 %	38,293.69 57.24	10,262.33	1,258	2.59 % 0.00 %
682	UNITED TECHNOLOGIES CORP COM CUSIP: 913017109	53,687.04 78.720 0.78 %	37,559.21 55.07	16,127.83	1,159	2.16 % 0.00 %
TOTAL INDUSTRIALS		418,561.47	346,473.95	72,087.52	7,689	1.84 %
NSUMER DISCRETIONARY						
257	AMAZON INC COM CUSIP: 023135106	46,260.00 180.000 0.67 %	30,976.42 120.53	15,283.58	0	0.00 % 0.00 %
872	CARNIVAL CORP UNIT COM CUSIP: 143658300	40,207.92 46.110 0.58 %	33,066.83 37.92	7,141.09	349	0.87 % 0.00 %
797	COACH INC COM CUSIP: 189754104	44,082.07 55.310 0.64 %	28,970.15 36.35	15,111.92	478	1.08 % 0.00 %
655	DARDEN RESTAURANTS INC COM CUSIP: 237194105	30,418.20 46.440 0.44 %	29,303.19 44.74	1,115.01	838	2.75 % 0.00 %
1,394	HOME DEPOT INC COM CUSIP: 437076102	48,873.64 35.060 0.71 %	38,178.79 27.39	10,694.85	1,317	2.69 % 0.00 %
543	KOHL'S CORP COM CUSIP: 500255104	29,506.62 54.340 0.43 %	25,651.16 47.24	3,855.46	0	0.00 % 0.00 %



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682	OMNICOM GROUP COM CUSIP: 681919106	31,235.60 45.800 0.45 %	27,093.21 39.73	4,142.39	546	1.75 % 0.00 %
1,400	WALT DISNEY CO COM CUSIP: 254687106	52,514.00 37.510 0.76 %	46,714.89 33.37	5,799.11	560	1.07 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		323,098.05	259,954.64	63,143.41	4,088	1.27 %
CONSUMER STAPLES						
1,188	CVS CAREMARK CORP COM CUSIP: 126650100	41,306.76 34.770 0.60 %	34,585.18 29.11	6,721.58	416	1.01 % 0.00 %
753	PEPSICO INC COM CUSIP: 713448108	49,193.49 65.330 0.71 %	43,657.57 57.98	5,535.92	1,446	2.94 % 0.00 %
1,012	PHILIP MORRIS INTL COM CUSIP: 718172109	59,232.36 58.530 0.86 %	52,346.00 51.73	6,886.36	2,591	4.37 % 0.00 %
842	PROCTER & GAMBLE CO COM CUSIP: 742718109	54,165.86 64.330 0.78 %	48,929.04 58.11	5,236.82	1,623	3.00 % 0.00 %
615	WAL-MART STORES INC COM CUSIP: 931142103	33,166.95 53.930 0.48 %	29,890.11 48.60	3,276.84	744	2.24 % 0.00 %
TOTAL CONSUMER STAPLES		237,065.42	209,407.90	27,657.52	6,819	2.88 %



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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
891	ABBOTT LABS COM CUSIP: 002824100	42,687.81 47.910 0.62 %	47,109.09 52.87	4,421.28-	1,568	3.67 % 0.00 %
513	AMGEN INC COM CUSIP: 031162100	28,163.70 54.900 0.41 %	25,778.08 50.25	2,385.62	0	0.00 % 0.00 %
706	BAXTER INTL INC COM CUSIP: 071813109	35,737.72 50.620 0.52 %	37,436.28 53.03	1,698.56-	875	2.45 % 0.00 %
1,184	EXPRESS SCRIPTS INC COM CUSIP: 302182100	63,995.20 54.050 0.93 %	42,287.27 35.72	21,707.93	0	0.00 % 0.00 %
961	JOHNSON & JOHNSON COM CUSIP: 478160104	59,437.85 61.850 0.86 %	55,507.82 57.76	3,930.03	2,076	3.49 % 0.00 %
1,050	MERCK & CO INC NEW COM CUSIP: 58933Y105	37,842.00 36.040 0.55 %	38,396.63 36.57	554.63-	1,596	4.22 % 0.00 %
726	TEVA PHARMACEUTICAL INDS LTD SPONS ADR CUSIP: 881624209	37,846.38 52.130 0.55 %	41,124.20 56.64	3,277.82-	484	1.28 % 0.00 %
505	THERMO FISHER SCIENTIFIC INC COM CUSIP: 883556102	27,956.80 55.360 0.41 %	27,403.20 54.26	553.60	0	0.00 % 0.00 %
TOTAL HEALTH CARE		333,667.46	315,042.57	18,624.89	6,600	1.98 %



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SHARE VALUE OR 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
3,470	BANK OF AMERICA CORP COM CUSIP: 060505104	46,289.80 13.340 0.67 %	43,462.49 12.53	2,827.31	139	0.30 % 0.00 %
1,095	BANK OF NEW YORK MELLON CORP COM CUSIP: 064058100	33,069.00 30.200 0.48 %	35,557.49 32.47	2,488.49-	394	1.19 % 0.00 %
1,054	BB&T CORP COM CUSIP: 054937107	27,709.66 26.290 0.40 %	25,054.33 23.77	2,655.33	632	2.28 % 0.00 %
1,197	CAPITAL ONE FINL CORP COM CUSIP: 14040H105	50,944.32 42.560 0.74 %	47,974.62 40.08	2,969.70	239	0.47 % 0.00 %
214	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	35,986.24 168.160 0.52 %	31,151.92 145.57	4,834.32	300	0.83 % 0.00 %
985	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	26,092.65 26.490 0.38 %	27,123.21 27.54	1,030.56-	197	0.76 % 0.00 %
1,165	INVECO LTD USD0.2 BERMUDA COM CUSIP: G491BT108	28,029.90 24.060 0.41 %	29,598.54 25.41	1,568.64-	513	1.83 % 0.00 %
1,695	JP MORGAN CHASE & CO COM CUSIP: 46625H100	71,901.90 42.420 1.04 %	65,246.62 38.49	6,655.28	339	0.47 % 0.00 %

INANCIALS



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1,208	MORGAN STANLEY COM NEW CUSIP: 617446448	32,869.68 27.210 0.48 %	30,432.09 25.19	2,437.59	242	0.74 % 0.00 %
408	PNC FINL SVCS GROUP INC COM CUSIP: 693475105	24,773.76 60.720 0.36 %	24,061.16 58.97	712.60	163	0.66 % 0.00 %
610	TRAVELERS COS INC/THE COM CUSIP: 89417E109	33,983.10 55.710 0.49 %	27,629.09 45.29	6,354.01	878	2.58 % 0.00 %
1,332	WELLS FARGO & CO NEW COM CUSIP: 949746101	41,278.68 30.990 0.60 %	37,079.10 27.84	4,199.58	266	0.64 % 0.00 %
TOTAL FINANCIALS		452,928.69	424,370.66	28,558.03	4,303	0.95 %

FORMATION TECHNOLOGY

283	APPLE INC COM CUSIP: 037833100	91,284.48 322.560 1.32 %	58,972.76 208.38	32,311.72	0	0.00 % 0.00 %
990	AUTODESK INC COM CUSIP: 052769106	37,818.00 38.200 0.55 %	27,471.21 27.75	10,346.79	0	0.00 % 0.00 %
2,600	CISCO SYS INC COM CUSIP: 17275R102	52,598.00 20.230 0.76 %	54,698.29 21.04	2,100.29-	0	0.00 % 0.00 %
1,914	EMC CORP MASS COM CUSIP: 268648102	43,830.60 22.900 0.64 %	34,557.49 18.06	9,273.11	0	0.00 % 0.00 %



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SHARE 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
109	GOOGLE INC CL A COM CUSIP: 38259P508	64,742.73 593.970 0.94 %	48,170.72 441.93	16,572.01	0	0.00 % 0.00 %
1,189	HEWLETT-PACKARD CO COM CUSIP: 428236103	50,056.90 42.100 0.73 %	47,857.18 40.25	2,199.72	380	0.76 % 0.00 %
2,141	INTEL CORP COM CUSIP: 458140100	45,025.23 21.030 0.65 %	41,564.78 19.41	3,460.45	1,349	3.00 % 0.00 %
610	INTUIT INC COM CUSIP: 461202103	30,073.00 49.300 0.44 %	28,748.32 47.13	1,324.68	0	0.00 % 0.00 %
1,624	ORACLE CORP COM CUSIP: 68389X105	50,831.20 31.300 0.74 %	36,320.49 22.36	14,510.71	325	0.64 % 0.00 %
1,015	TEXAS INSTRS INC COM CUSIP: 882508104	32,987.50 32.500 0.48 %	29,025.44 28.60	3,962.06	528	1.60 % 0.00 %
507	VISA INC CL A COM CUSIP: 92826C839	35,682.66 70.380 0.52 %	36,024.34 71.05	341.68-	304	0.85 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		534,930.30	443,411.02	91,519.28	2,886	0.54 %



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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
1,392	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	49,805.76 35.780 0.72 %	44,706.16 32.12	5,099.60	2,714	5.45 % 0.00 %
TOTAL EQUITY SECURITIES		2,880,133.39	2,431,911.56	448,221.83	44,695	1.55 %
EQUITY FUNDS						
11,097.05	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	129,169.66 11.640 1.87 %	121,179.79 10.92	7,989.87	0	0.00 % 0.00 %
17,665.385	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	191,492.77 10.840 2.77 %	180,879.39 10.24	10,613.38	1,555	0.81 % 0.00 %
5,563.646	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	133,694.41 24.030 1.94 %	111,439.81 20.03	22,254.60	651	0.49 % 0.00 %
59,218.176	MANNING & NAPIER FDS WORLD OPTYS SER CL A CUSIP: 563821545	509,868.50 8.610 7.39 %	471,451.70 7.96	38,416.80	4,619	0.91 % 0.00 %
7,477.471	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	269,712.38 36.070 3.91 %	220,310.00 29.46	49,402.38	1,069	0.40 % 0.00 %
14,835.628	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	137,822.98 9.290 2.00 %	98,867.38 6.66	38,955.60	12,343	8.96 % 0.00 %



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PAR VALUE JR 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
6,942.583	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	72,758.27 10.480 1.05 %	79,649.63 11.47	6,891.36-	4,381	6.02 % 0.00 %
17,808.487	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 817288825	140,330.88 7.880 2.03 %	103,128.27 5.79	37,202.61	0	0.00 % 0.00 %
10,675.931	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	144,765.62 13.560 2.10 %	140,078.17 13.12	4,687.45	6,544	4.52 % 0.00 %
TOTAL MUTUAL FUNDS		1,729,615.47	1,526,984.14	202,631.33	31,162	1.80 %
PROPRIETARY FUNDS						
35,577.223	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCF CUSIP: 76628T702	369,291.57 10.380 5.35 %	380,432.07 10.69	11,140.50-	10,033	2.72 % 0.00 %
8,970.131	RIDGEWORTH FD-INTL 130/30 I SHS #RGD1 CUSIP: 76628R870	65,661.36 7.320 0.95 %	56,470.50 6.30	9,190.86	413	0.63 % 0.00 %
16,975.667	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #RGD5 CUSIP: 76628R615	201,501.17 11.870 2.92 %	143,554.97 8.46	57,946.20	1,188	0.59 % 0.00 %
12,647.569	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCI CUSIP: 76628T678	113,195.74 8.950 1.64 %	110,024.70 8.70	3,171.04	6,640	5.87 % 0.00 %
13,031.793	RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX CUSIP: 76628T611	129,796.66 9.960 1.88 %	129,863.15 9.97	66.49-	3,167	2.44 % 0.00 %



PORTFOLIO DETAIL

& CG PATTERSON JR CHAR FD TR
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VALUE SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FEED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
	TOTAL PROPRIETARY FUNDS	879,446.50	820,345.39	59,101.11	21,440	2.44 %
	CELLANEIOUS ASSETS					
1	CLASS ACTION PENDING BANK OF AMERICA CORP ON RCPT OF FINAL PMT CUSIP: 997001LP5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MCKESSON/HBOC INC ON RCPT OF FINAL PMT CUSIP: 997000H20	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
	TOTAL MISCELLANEOUS ASSETS	0.00	0.00	0.00	0	0.00 %
	MICIPAL PORTFOLIO TOTAL	6,725,602.88	5,979,481.11	746,121.77	162,557	2.42 %
	OME PORTFOLIO					
	F & MONEY MARKET FUNDS					
176,707.53	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	176,707.53 1.000 2.56 %	176,707.53 1.00	0.00	307	0.17 % 0.00 %
	OME PORTFOLIO TOTAL	176,707.53	176,707.53	0.00	307	0.17 %



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PAR VALUE JR 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
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TOTAL ASSETS 6,902,310.41 6,156,188.64 746,121.77 162,864.23 2.36%