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
VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O
REGIONS BANK 1312000419

A Employer identification number
30-6046872

Number and street (or P O. box number if mail is not delivered to street address) | Room/suite
P O BOX 2886

B Telephone number (see page 10 of the instructions)
(205) 391-5728

City or town, state, and ZIP code
MOBILE, AL 36652-2886

C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
☐ 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)* ▶ $ 4,034,157.

J Accounting method: [X] Cash ☐ Accrual
☐ Other (specify) ______
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	48.	48.		STMT 1
	4 Dividends and interest from securities	87,039.	87,039.		STMT 2
	5a Gross rents	3,800.	3,800.	3,800.	
	b Net rental income or (loss) 3,300				
	6a Net gain or (loss) from sale of assets not on line 10	33,650.			
	b Gross sales price for all assets on line 6a 2,553,042.				
	7 Capital gain net income (from Part IV, line 2)		33,650.		
	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)	22,896.	22,129.	22,129.	STMT 3
	12 **Total.** Add lines 1 through 11	147,433.	146,666.	25,929.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	35,755.	28,604.		7,151.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 4	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	360.	360.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 6	2,529.			
	24 **Total operating and administrative expenses.** Add lines 13 through 23	39,444.	28,964.	NONE	7,951.
	25 Contributions, gifts, grants paid	113,949.			113,949.
	26 **Total expenses and disbursements** Add lines 24 and 25	153,393.	28,964.	NONE	121,900.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-5,960.			
	b **Net investment income** (if negative, enter -0-)		117,702.		
	c **Adjusted net income** (if negative, enter -0-)			25,929.	

RECEIVED
MAY 1 7 2011
OGDEN, UT
IRS-OSC

SCANNED MAY 20 2011

6

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	112,007.	134,662.	134,662.
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 ▶ NONE			
Assets 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)	2,244,984.	1,848,216.	1,788,815.
c	Investments - corporate bonds (attach schedule)	1,429,724.	1,797,767.	1,814,170.
11	Investments - land, buildings, and equipment basis ▶ 59,421.			
	Less accumulated depreciation (attach schedule) ▶	59,421.	59,421.	296,510.
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 7)			
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	3,846,136.	3,840,066.	4,034,157.
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	3,846,136.	3,840,066.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	3,846,136.	3,840,066.	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,846,136.	3,840,066.	

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	3,846,136.
2	Enter amount from Part I, line 27a	2	-5,960.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	2.
4	Add lines 1, 2, and 3	4	3,840,178.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	112.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,840,066.

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** 33,650.

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	134,669.	3,360,104.	0.04007881899
2008	103,293.	3,777,527.	0.02734407987
2007			
2006			
2005			

2	**Total** of line 1, column (d)	2	0.06742289886
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	0.03371144943
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,818,023.
5	Multiply line 4 by line 3	5	128,711.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,177.
7	Add lines 5 and 6	7	129,888.
8	Enter qualifying distributions from Part XII, line 4	8	121,900.

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 ▶ [ ] and enter 1% of Part I, line 27b	1	2,354.
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	2,354.
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	2,354.
6	Credits/Payments.		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 1,052.		
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	1,052.
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	1,302.
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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 10			
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 ▶ SEE STATEMENT 11 Telephone no. ▶			
	Located at ▶ ZIP + 4 ▶			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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		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		
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**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		35,755.	-0-	-0-

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

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

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

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

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

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

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

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

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

Part IX-B **Summary of Program-Related Investments** (see page 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	3,876,165.
b	Average of monthly cash balances	1b	NONE
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	3,876,165.
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	3,876,165.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	58,142.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,818,023.
6	**Minimum investment return.** Enter 5% of line 5	6	190,901.

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	190,901.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,354.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,354.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	188,547.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	188,547.
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	188,547.

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	121,900.
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	121,900.
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	121,900.

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				188,547.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			113,949.	
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 ▶ $ 121,900.				
a	Applied to 2009, but not more than line 2a			113,949.	
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				7,951.
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				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				180,596.
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	Prior 3 years			
	(a) 2010	(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).)

N/A

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.

N/A

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				113,949.
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			14	48.	
4 Dividends and interest from securities			14	87,039.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			15	25,429.	
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	33,650.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			14	767.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				146,933.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 146,933.

(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.)
5B	
5B	

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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 preparer has any knowledge

Julie S Chmka | 05/05/2011 | TRUST OFFICER

Signature of officer or trustee REGIONS BANK, TRUSTEE | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

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					84.	
		900. AT&T INC PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
23,499.00		27,718.00					-4,219.00	
		1000. AT&T INC DTD 05/13/08 5.6% 05/15/2 PROPERTY TYPE: SECURITIES					06/08/2010	08/09/2010
1,141.00		1,102.00					39.00	
		600. AETNA U S HEALTHCARE INC PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
18,336.00		26,462.00					-8,126.00	
		300. AIR PRODS & CHEMICALS INC COM W/ RT PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
23,235.00		26,813.00					-3,578.00	
		200. ALLERGAN INC PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
12,318.00		11,039.00					1,279.00	
		400. AMERICAN EXPRESS CO PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
19,148.00		14,811.00					4,337.00	
		1000. BB& T CORPORATION DTD 7/27/09 3.85 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,046.00		1,032.00					14.00	
		3000. BP CAPITAL MARKETS PLC DTD 10/01/2 PROPERTY TYPE: SECURITIES					09/28/2010	09/29/2010
3,019.00		2,991.00					28.00	
		800. BANK OF NEW YORK MELLON CORP PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
25,736.00		29,623.00					-3,887.00	
		1000. BARCLAYS BANK PLC DTD 04/07/2010 3 PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,015.00		983.00					32.00	

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)	
		1000. BARCLAYS BANK PLC DTD 04/07/2010 3 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,047.00		983.00					64.00	
		1000. CSX CORP DTD 3/27/08 6.25% 04/01/2 PROPERTY TYPE: SECURITIES					06/10/2010	09/13/2010
1,161.00		1,136.00					25.00	
		300. CVS CORP PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
10,989.00		11,513.00					-524.00	
		1000. CVS/CAREMARK CORPORATION DTD 9/11/ PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,045.00		1,049.00					-4.00	
		1000. CVS/CAREMARK CORPORATION DTD 9/11/ PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,074.00		1,049.00					25.00	
		1000. CA INC DTD 11/13/09 5.375% 12/01/2 PROPERTY TYPE: SECURITIES					06/08/2010	08/10/2010
1,064.00		1,047.00					17.00	
		600. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
16,374.00		14,483.00					1,891.00	
		3000. CITIGROUP INC FDIC GUARANTEED DTD PROPERTY TYPE: SECURITIES					06/08/2010	12/07/2010
3,093.00		3,060.00					33.00	
		900. CITRIX SYSTEM INC PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
43,352.00		27,334.00					16,018.00	
		1000. COMCAST CORP DTD 06/18/09 5.7% 07/ PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,125.00		1,094.00					31.00	
		1000. CONOCOPHILLIPS DTD 2/3/09 6.5% 02/ PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,187.00		1,173.00					14.00	

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)	
		800. DARDEN RESTAURANTS INC PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
38,903.00		27,759.00					11,144.00	
		1100. DELL INC PROPERTY TYPE: SECURITIES					08/08/2008	08/25/2010
12,965.00		28,026.00					-15,061.00	
		300. DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
20,301.00		27,527.00					-7,226.00	
		1000. E M C CORP MASS COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
19,710.00		14,890.00					4,820.00	
		200. EATON CORP PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
15,716.00		14,449.00					1,267.00	
		600. EMERSON ELEC CO PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
31,511.00		29,650.00					1,861.00	
		400. EXELON CORP PROPERTY TYPE: SECURITIES					08/08/2008	08/25/2010
16,034.00		29,717.00					-13,683.00	
		3412.91 FEDERAL HOME LOAN MTG CORP POOL PROPERTY TYPE: SECURITIES					06/08/2010	07/15/2010
3,413.00		3,650.00					-237.00	
		3929.04 FEDERAL HOME LOAN MTG CORP POOL PROPERTY TYPE: SECURITIES					06/08/2010	08/16/2010
3,929.00		4,202.00					-273.00	
		4982.36 FEDERAL HOME LOAN MTG CORP POOL PROPERTY TYPE: SECURITIES					06/08/2010	09/15/2010
4,982.00		5,328.00					-346.00	
		5090.71 FEDERAL HOME LOAN MTG CORP POOL PROPERTY TYPE: SECURITIES					06/08/2010	10/15/2010
5,091.00		5,444.00					-353.00	

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)	
		5752.02 FEDERAL HOME LOAN MTG CORP POOL PROPERTY TYPE: SECURITIES					06/08/2010	11/15/2010
5,752.00		6,151.00					-399.00	
		5293.5 FEDERAL HOME LOAN MTG CORP POOL # PROPERTY TYPE: SECURITIES					06/08/2010	12/15/2010
5,294.00		5,661.00					-367.00	
		2181.07 FEDERAL HOME LOAN MORTGAGE POOL PROPERTY TYPE: SECURITIES					06/08/2010	07/15/2010
2,181.00		2,370.00					-189.00	
		703.9 FEDERAL HOME LOAN MORTGAGE POOL #A PROPERTY TYPE: SECURITIES					06/08/2010	08/16/2010
704.00		765.00					-61.00	
		52210.24 FEDERAL HOME LOAN MORTGAGE POOL PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
56,299.00		56,722.00					-423.00	
		2752.18 FEDERAL HOME LOAN MORTGAGE POOL PROPERTY TYPE: SECURITIES					06/08/2010	09/15/2010
2,752.00		2,990.00					-238.00	
		1000. FEDERAL NATIONAL MORTGAGE ASSN 5 PROPERTY TYPE: SECURITIES					06/08/2010	08/09/2010
1,160.00		1,125.00					35.00	
		2198.2 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES					06/08/2010	07/26/2010
2,198.00		2,362.00					-164.00	
		2004.92 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	08/25/2010
2,005.00		2,154.00					-149.00	
		3192.25 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	09/27/2010
3,192.00		3,430.00					-238.00	
		2605.15 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	10/25/2010
2,605.00		2,799.00					-194.00	

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)	
		3116.35 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	11/26/2010
3,116.00		3,348.00					-232.00	
		3808.94 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	12/27/2010
3,809.00		4,092.00					-283.00	
		1080.38 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	07/26/2010
1,080.00		1,169.00					-89.00	
		1048.83 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	08/25/2010
1,049.00		1,134.00					-85.00	
		1117.44 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	09/27/2010
1,117.00		1,209.00					-92.00	
		1094.61 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	10/25/2010
1,095.00		1,184.00					-89.00	
		1067.54 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	11/26/2010
1,068.00		1,155.00					-87.00	
		1159.36 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	12/27/2010
1,159.00		1,254.00					-95.00	
		3921.79 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	07/26/2010
3,922.00		4,255.00					-333.00	
		4159.95 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	08/25/2010
4,160.00		4,514.00					-354.00	
		6347.03 FEDERAL NATIONAL MORTGAGE ASSN PROPERTY TYPE: SECURITIES				P	06/08/2010	09/27/2010
6,347.00		6,887.00					-540.00	

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)	
		7191.67 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	10/25/2010
7,192.00		7,803.00					-611.00	
		3982.26 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	11/26/2010
3,982.00		4,321.00					-339.00	
		4060.85 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	12/27/2010
4,061.00		4,406.00					-345.00	
		2187.25 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	07/26/2010
2,187.00		2,334.00					-147.00	
		701.14 FEDERAL NATIONAL MORTGAGE ASSN PO PROPERTY TYPE: SECURITIES					06/08/2010	08/25/2010
701.00		748.00					-47.00	
		2638.46 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	09/27/2010
2,638.00		2,816.00					-178.00	
		2182.16 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	10/25/2010
2,182.00		2,329.00					-147.00	
		2281.72 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	11/26/2010
2,282.00		2,435.00					-153.00	
		2737.07 FEDERAL NATIONAL MORTGAGE ASSN P PROPERTY TYPE: SECURITIES					06/08/2010	12/27/2010
2,737.00		2,921.00					-184.00	
		.032 FRONTIER COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES					08/08/2008	07/08/2010
		300. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
23,412.00		27,776.00					-4,364.00	

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)	
		1000. GOLDMAN SACHS GROUP INC DTD 2/5/09 PROPERTY TYPE: SECURITIES					06/08/2010	12/07/2010
1,163.00		1,109.00					54.00	
		1000. GOLDMAN SACHS GROUP INC DTD 5/6/09 PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,079.00		1,065.00					14.00	
		1000. GOLDMAN SACHS GROUP INC DTD 5/6/09 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,109.00		1,062.00					47.00	
		100. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
16,008.00		17,551.00					-1,543.00	
		1000. HESS CORPORATION DTD 2/3/09 8.125% PROPERTY TYPE: SECURITIES					06/08/2010	08/09/2010
1,297.00		1,236.00					61.00	
		400. ISHARES TR RUSSELL 1000 VALUE PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
25,464.00		27,696.00					-2,232.00	
		300. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
13,386.00		12,266.00					1,120.00	
		1000. J P MORGAN CHASE & CO DTD 04/23/09 PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,127.00		1,107.00					20.00	
		500. JUNIPER NETWORKS PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
14,810.00		13,249.00					1,561.00	
		1000. KRAFT FOODS INC DTD 02/08/2010 4.1 PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,051.00		1,042.00					9.00	
		1300. LOWES CO PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
35,606.00		28,665.00					6,941.00	

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)	
		1000. MERRILL LYNCH & CO INC SERIES: MTN PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,070.00		1,060.00					10.00	
		1000. MERRILL LYNCH & CO INC SERIES: MTN PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,109.00		1,059.00					50.00	
		400. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
12,412.00		11,211.00					1,201.00	
		4000. MICROSOFT CORP DTD 09/27/2010 1.62 PROPERTY TYPE: SECURITIES					09/23/2010	11/30/2010
3,964.00		4,002.00					-38.00	
		9000. MICROSOFT CORP DTD 09/27/2010 1.62 PROPERTY TYPE: SECURITIES					09/23/2010	11/30/2010
8,899.00		8,985.00					-86.00	
		1000. MORGAN STANLEY SERIES: MTN DTD 9/2 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,031.00		960.00					71.00	
		500. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
13,070.00		11,634.00					1,436.00	
		1000. ORACLE CORPORATION DTD 04/09/08 5. PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,178.00		1,135.00					43.00	
		13811.297 PIMCO FOREIGN BOND FUND-INST PROPERTY TYPE: SECURITIES					08/14/2007	06/08/2010
146,262.00		138,665.00					7,597.00	
		1000. PEPSICO INC DTD 10/24/08 7.9% 11/0 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,318.00		1,276.00					42.00	
		3000. PEPSICO INC DTD 10/24/08 7.9% 11/0 PROPERTY TYPE: SECURITIES					06/08/2010	11/16/2010
3,952.00		3,813.00					139.00	

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

Kind of Property / Gross sale price less expenses of sale	Depreciation allowed/ allowable	Description / Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	P or D	Date acquired / Gain or (loss)	Date sold
		9000. GCB PEPSICO, INC CONTRA CUSIP FOR PROPERTY TYPE: SECURITIES					06/08/2010	11/02/2010
11,819.00		11,258.00					561.00	
		1000. PETROBRAS INTL FIN CO DTD 10/30/09 PROPERTY TYPE: SECURITIES					06/10/2010	09/13/2010
1,072.00		1,011.00					61.00	
		1000. PFIZER INC DTD 3/24/09 6.2% 03/15/ PROPERTY TYPE: SECURITIES					06/08/2010	08/09/2010
1,212.00		1,172.00					40.00	
		112781.955 PIONEER BOND FUND CLASS Y FD PROPERTY TYPE: SECURITIES					03/25/2008	06/08/2010
1048872.00		1025701.00					23,171.00	
		1000. SUNTRUST BANK ATLANTA 6.375% 0 PROPERTY TYPE: SECURITIES					06/09/2010	09/13/2010
1,028.00		1,021.00					7.00	
		16000. SUNTRUST BANK ATLANTA 6.375% PROPERTY TYPE: SECURITIES					06/09/2010	12/10/2010
16,258.00		16,312.00					-54.00	
		1000. SYSCO CORP COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
30,779.00		29,338.00					1,441.00	
		1000. TARGET CORP CALLABLE 5.375% 05/01/ PROPERTY TYPE: SECURITIES					06/08/2010	07/08/2010
1,136.00		1,128.00					8.00	
		345. TEVA PHARMACEUTICAL INDS SPONS ADR PROPERTY TYPE: SECURITIES					03/11/2009	04/23/2010
21,089.00		14,813.00					6,276.00	
		200. 3M CO COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
17,234.00		14,698.00					2,536.00	
		350. TIFFANY & CO PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
17,790.00		14,188.00					3,602.00	

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)	
		1000. TIME WARNER CABLE 6.75% 07/01/20 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,180.00		1,144.00					36.00	
		350. TRAVELERS COMPANIES, INC. PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
18,494.00		15,405.00					3,089.00	
		2000. TRAVELERS COMPANIES, INC. CALLABLE PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
2,292.00		2,180.00					112.00	
		1000. UNITED STATES TREAS BDS DTD 8/15/9 PROPERTY TYPE: SECURITIES					06/08/2010	12/07/2010
1,281.00		1,267.00					14.00	
		1011.42 UNITED STATES TREASURY INFLATION PROPERTY TYPE: SECURITIES					06/08/2010	08/09/2010
1,060.00		1,037.00					23.00	
		6080.1 UNITED STATES TREASURY INFLATION PROPERTY TYPE: SECURITIES					06/08/2010	12/07/2010
6,511.00		6,233.00					278.00	
		16000. UNITED STATES TREASURY N/B DTD 2/ PROPERTY TYPE: SECURITIES					06/08/2010	12/10/2010
16,024.00		16,043.00					-19.00	
		30000. UNITED STATES TREASURY N/B DTD 11 PROPERTY TYPE: SECURITIES					05/13/2010	06/08/2010
30,060.00		30,037.00					23.00	
		5000. UNITED STATES TREASURY N/B DTD 11/ PROPERTY TYPE: SECURITIES					07/08/2010	08/09/2010
5,024.00		5,016.00					8.00	
		12000. UNITED STATES TREASURY N/B DTD 11 PROPERTY TYPE: SECURITIES					09/13/2010	11/16/2010
12,055.00		12,042.00					13.00	
		15000. UNITED STATES TREASURY N/B DTD 11 PROPERTY TYPE: SECURITIES					12/07/2010	12/10/2010
15,062.00		15,067.00					-5.00	

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)	
		1000. UNITED STATES TREASURY N/B DTD 08/ PROPERTY TYPE: SECURITIES					09/13/2010	12/07/2010
1,003.00		998.00					5.00	
		200. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
15,274.00		13,252.00					2,022.00	
		8568.152 VANGUARD S/T BOND INDEX-SIG PROPERTY TYPE: SECURITIES					05/03/2010	06/08/2010
90,394.00		89,966.00					428.00	
		20921.511 VANGUARD S/T BOND INDEX-SIG PROPERTY TYPE: SECURITIES					03/25/2008	06/08/2010
220,722.00		215,282.00					5,440.00	
		400. VULCAN MATLS CO PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
22,192.00		27,341.00					-5,149.00	
		1000. WACHOVIA CORP DTD 06/08/07 5.75% 0 PROPERTY TYPE: SECURITIES					06/08/2010	09/13/2010
1,127.00		1,088.00					39.00	
		1000. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES					08/08/2008	04/23/2010
33,539.00		29,518.00					4,021.00	
		600. XTO ENERGY CORP PROPERTY TYPE: SECURITIES					08/08/2008	01/07/2010
28,771.00		26,458.00					2,313.00	
		200. TRANSOCEAN LTD PROPERTY TYPE: SECURITIES					04/23/2010	08/25/2010
10,242.00		17,774.00					-7,532.00	

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 GAIN(LOSS)							33,650.	

JSA
0E1730 2 000

0E7000 1 000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O	30-6046872

DESCRIPTION OF PROPERTY

100.00 % INTEREST IN TUSCALOOSA COUNTY

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

RENTAL INCOME	3,800.	
OTHER INCOME		
TOTAL GROSS INCOME		3,800.
OTHER EXPENSES:		
INSURANCE	120.	
TAXES	368.	
OTHER EXPENSES	12.	
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		500.
TOTAL RENT OR ROYALTY INCOME (LOSS)		3,300.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		3,300.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
JSA Totals									

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
======================================

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	12.

	12.
	==========

0E7000 1.000

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O	30-6046872

DESCRIPTION OF PROPERTY

100.00 % INTEREST IN TUSCALOOSA COUNTY

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

ROYALTY HAVING NO DEPLETION		22,129.	
OTHER INCOME			
TOTAL GROSS INCOME			22,129.
OTHER EXPENSES.			
OTHER EXPENSES		2,029.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			2,029.
TOTAL RENT OR ROYALTY INCOME (LOSS)			20,100.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			20,100.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER DEDUCTIONS

PRODUCTION TAXES	1,105.
OTHER ROYALTY EXPENSES	924.
	2,029.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST		48.	48.
	TOTAL	48.	48.

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS		87,039.	87,039.
	TOTAL	87,039.	87,039.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ROYALTY INCOME	22,129.	22,129.	22,129.
FEDERAL TAX REFUND	767.		
TOTALS	22,896.	22,129.	22,129.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	28.	28.
FOREIGN TAXES ON QUALIFIED FOR	332.	332.
TOTALS	360.	360.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
RENT AND ROYALTY EXPENSES		2,529.
	TOTALS	2,529.

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

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

DESCRIPTION
TUSCALOOOSA CTY, AL OIL & GAS
TOTALS

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

DESCRIPTION	AMOUNT
ADJUSTMENT FOR ROUNDING	2.
TOTAL	2.

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

DESCRIPTION	AMOUNT
ADJUSTMENT FOR NONDEDUCTIBLE EXPENSE	112.
TOTAL	112.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
==

AL

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

NAME: REGIONS BANK
TRUST DEPARTMENT
ADDRESS: 1901 6TH AVENUE NORTH
BIRMINGHAM, AL 35203

TELEPHONE NUMBER: (205)391-5728

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

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

OFFICER NAME:
REGIONS BANK
ADDRESS:
1901 6TH AVENUE NORTH
BIRMINGHAM, AL 35203
TITLE:
Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3
COMPENSATION .... 35,755.

TOTAL COMPENSATION: 35,755.

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	3,724,676.		
FEBRUARY	3,789,704.		
MARCH	3,922,793.		
APRIL	3,969,425.		
MAY	3,821,480.		
JUNE	3,745,891.		
JULY	3,873,900.		
AUGUST	3,785,469.		
SEPTEMBER	3,902,313.		
OCTOBER	3,974,836.		
NOVEMBER	3,969,338.		
DECEMBER	4,034,157.		
TOTAL	46,513,982.		
AVERAGE FMV	3,876,165.		

RECIPIENT NAME:
JENNINGS CHAPEL UNITED METHODIST
ADDRESS:
CHURCH CEMETERY ASSOCIATION
NORTHPORT, AL 35476

RECIPIENT NAME:
JENNINGS CHAPEL UMC LIVING MEMORIAL
C/O W. F. CAMP, TREASURER
ADDRESS:
4001 70TH AVE.
NORTHPORT, AL 35473
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF RECIPIENT'S FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 23,000.

RECIPIENT NAME:
JENNINGS CHAPEL UNITED METHODIST
CHURCH CEMETERY ASSOCIATION
ADDRESS:
4001 70TH AVENUE
NORTHPORT, AL 35476
AMOUNT OF GRANT PAID .... 52,966.

RECIPIENT NAME:
JENNINGS CHAPEL UNITED METHODIST
ADDRESS:
CHURCH LIVING MEMORIAL FUND
NORTHPORT, AL 35473

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

RECIPIENT NAME:
  REHOBETH METHODIST CHURCH
  ATTN: MR. JAMES A. SHELTON
ADDRESS:
  RT 1, BOX 118
  EQUALITY, AL 36026
RELATIONSHIP:
  NONE
PURPOSE OF GRANT:
  SUPPORT OF RECEIPIENT'S FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
  EXEMPT
AMOUNT OF GRANT PAID .... 37,983.

TOTAL GRANTS PAID: 113,949.
==============

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
100.00 % INTEREST IN	3,800.		500.	3,300.
100.00 % INTEREST IN	22,129.		2,029.	20,100.
TOTALS	25,929.		2,529.	23,400.

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
1000. AT&T INC DTD					
05/13/08 5.6% 05/15/2018	06/08/2010	08/09/2010	1,141.00	1,102.00	39.00
1000. BB& T CORPORATION					
DTD 7/27/09 3.85% 07/2	06/08/2010	09/13/2010	1,046.00	1,032.00	14.00
3000. BP CAPITAL MARKETS					
PLC DTD 10/01/2010 3.	09/28/2010	09/29/2010	3,019.00	2,991.00	28.00
1000. BARCLAYS BANK PLC					
DTD 04/07/2010 3.9% 04	06/08/2010	07/08/2010	1,015.00	983.00	32.00
1000. BARCLAYS BANK PLC					
DTD 04/07/2010 3.9% 04	06/08/2010	09/13/2010	1,047.00	983.00	64.00
1000. CSX CORP DTD 3/27/08					
6.25% 04/01/2015	06/10/2010	09/13/2010	1,161.00	1,136.00	25.00
1000. CVS/CAREMARK					
CORPORATION DTD 9/11/09 6.1	06/08/2010	07/08/2010	1,045.00	1,049.00	-4.00
1000. CVS/CAREMARK					
CORPORATION DTD 9/11/09 6.1	06/08/2010	09/13/2010	1,074.00	1,049.00	25.00
1000. CA INC DTD 11/13/09					
5.375% 12/01/2019	06/08/2010	08/10/2010	1,064.00	1,047.00	17.00
3000. CITIGROUP INC FDIC					
GUARANTEED DTD 08/06/2009 2.25% 12/10	06/08/2010	12/07/2010	3,093.00	3,060.00	33.00
1000. COMCAST CORP DTD					
06/18/09 5.7% 07/01/201	06/08/2010	09/13/2010	1,125.00	1,094.00	31.00
1000. CONOCOPHILLIPS DTD					
2/3/09 6.5% 02/01/203	06/08/2010	07/08/2010	1,187.00	1,173.00	14.00
3412.91 FEDERAL HOME LOAN					
MTG CORP POOL #G13378 DTD 12/01/2008	06/08/2010	07/15/2010	3,413.00	3,650.00	-237.00
3929.04 FEDERAL HOME LOAN					
MTG CORP POOL #G13378 DTD 12/01/2008	06/08/2010	08/16/2010	3,929.00	4,202.00	-273.00
4982.36 FEDERAL HOME LOAN					
MTG CORP POOL #G13378 DTD 12/01/2008	06/08/2010	09/15/2010	4,982.00	5,328.00	-346.00
5090.71 FEDERAL HOME LOAN					
MTG CORP POOL #G13378 DTD 12/01/2008	06/08/2010	10/15/2010	5,091.00	5,444.00	-353.00
Totals					

JSA
0F0971 2 000

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
5752.02 FEDERAL HOME LOAN					
MTG CORP POOL #G13378 DTD 12/01/2008 5%	06/08/2010	11/15/2010	5,752.00	6,151.00	-399.00
5293.5 FEDERAL HOME LOAN					
MTG CORP POOL #G13378 DTD 12/01/2008 5%	06/08/2010	12/15/2010	5,294.00	5,661.00	-367.00
2181.07 FEDERAL HOME LOAN					
MORTGAGE POOL #A82470 DTD 10/01/08 6%	06/08/2010	07/15/2010	2,181.00	2,370.00	-189.00
703.9 FEDERAL HOME LOAN					
MORTGAGE POOL #A82470 DTD 10/01/08 6%	06/08/2010	08/16/2010	704.00	765.00	-61.00
52210.24 FEDERAL HOME LOAN					
MORTGAGE POOL #A82470 DTD 10/01/08 6%	06/08/2010	09/13/2010	56,299.00	56,722.00	-423.00
2752.18 FEDERAL HOME LOAN					
MORTGAGE POOL #A82470 DTD 10/01/08 6%	06/08/2010	09/15/2010	2,752.00	2,990.00	-238.00
1000. FEDERAL NATIONAL					
MORTGAGE ASSN 5% 03/1	06/08/2010	08/09/2010	1,160.00	1,125.00	35.00
2198.2 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #256	06/08/2010	07/26/2010	2,198.00	2,362.00	-164.00
2004.92 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #256	06/08/2010	08/25/2010	2,005.00	2,154.00	-149.00
3192.25 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #256	06/08/2010	09/27/2010	3,192.00	3,430.00	-238.00
2605.15 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #256	06/08/2010	10/25/2010	2,605.00	2,799.00	-194.00
3116.35 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #256	06/08/2010	11/26/2010	3,116.00	3,348.00	-232.00
3808.94 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #256	06/08/2010	12/27/2010	3,809.00	4,092.00	-283.00
1080.38 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #745500 DTD 04/01/20	06/08/2010	07/26/2010	1,080.00	1,169.00	-89.00
1048.83 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #745500 DTD 04/01/20	06/08/2010	08/25/2010	1,049.00	1,134.00	-85.00
1117.44 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #745500 DTD 04/01/20	06/08/2010	09/27/2010	1,117.00	1,209.00	-92.00
1094.61 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #745500 DTD 04/01/20	06/08/2010	10/25/2010	1,095.00	1,184.00	-89.00
1067.54 FEDERAL NATIONAL					
Totals MORTGAGE ASSN POOL #745500 DTD 04/01/20					

JSA
0F0971 2.000

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	06/08/2010	11/26/2010	1,068.00	1,155.00	-87.00
1159.36 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #745500 DTD 04/01/	06/08/2010	12/27/2010	1,159.00	1,254.00	-95.00
3921.79 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #930055 DTD 10/01/	06/08/2010	07/26/2010	3,922.00	4,255.00	-333.00
4159.95 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #930055 DTD 10/01/	06/08/2010	08/25/2010	4,160.00	4,514.00	-354.00
6347.03 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #930055 DTD 10/01/	06/08/2010	09/27/2010	6,347.00	6,887.00	-540.00
7191.67 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #930055 DTD 10/01/	06/08/2010	10/25/2010	7,192.00	7,803.00	-611.00
3982.26 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #930055 DTD 10/01/	06/08/2010	11/26/2010	3,982.00	4,321.00	-339.00
4060.85 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #930055 DTD 10/01/	06/08/2010	12/27/2010	4,061.00	4,406.00	-345.00
2187.25 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #963138 DTD 04/01/	06/08/2010	07/26/2010	2,187.00	2,334.00	-147.00
701.14 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #963138 DTD 04/01/	06/08/2010	08/25/2010	701.00	748.00	-47.00
2638.46 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #963138 DTD 04/01/	06/08/2010	09/27/2010	2,638.00	2,816.00	-178.00
2182.16 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #963138 DTD 04/01/	06/08/2010	10/25/2010	2,182.00	2,329.00	-147.00
2281.72 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #963138 DTD 04/01/	06/08/2010	11/26/2010	2,282.00	2,435.00	-153.00
2737.07 FEDERAL NATIONAL					
MORTGAGE ASSN POOL #963138 DTD 04/01/	06/08/2010	12/27/2010	2,737.00	2,921.00	-184.00
1000. GOLDMAN SACHS GROUP					
INC DTD 2/5/09 7.5%	06/08/2010	12/07/2010	1,163.00	1,109.00	54.00
1000. GOLDMAN SACHS GROUP					
INC DTD 5/6/09 6% 05	06/08/2010	07/08/2010	1,079.00	1,065.00	14.00
1000. GOLDMAN SACHS GROUP					
INC DTD 5/6/09 6% 05	06/08/2010	09/13/2010	1,109.00	1,062.00	47.00
1000. HESS CORPORATION DTD					
2/3/09 8.125% 02/15	06/08/2010	08/09/2010	1,297.00	1,236.00	61.00
Totals					

JSA
0F0971 2 000

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
1000. J P MORGAN CHASE & CO DTD 04/23/09 6.3%	06/08/2010	07/08/2010	1,127.00	1,107.00	20.00
1000. KRAFT FOODS INC DTD 02/08/2010 4.125% 02	06/08/2010	07/08/2010	1,051.00	1,042.00	9.00
1000. MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04	06/08/2010	07/08/2010	1,070.00	1,060.00	10.00
1000. MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04	06/08/2010	09/13/2010	1,109.00	1,059.00	50.00
4000. MICROSOFT CORP DTD 09/27/2010 1.625% 09/	09/23/2010	11/30/2010	3,964.00	4,002.00	-38.00
9000. MICROSOFT CORP DTD 09/27/2010 1.625% 09/	09/23/2010	11/30/2010	8,899.00	8,985.00	-86.00
1000. MORGAN STANLEY SERIES: MTN DTD 9/23/09 5	06/08/2010	09/13/2010	1,031.00	960.00	71.00
1000. ORACLE CORPORATION DTD 04/09/08 5.75% 04	06/08/2010	09/13/2010	1,178.00	1,135.00	43.00
1000. PEPSICO INC DTD 10/24/08 7.9% 11/01/2018	06/08/2010	09/13/2010	1,318.00	1,276.00	42.00
3000. PEPSICO INC DTD 10/24/08 7.9% 11/01/2018	06/08/2010	11/16/2010	3,952.00	3,813.00	139.00
9000. GCB PEPSICO, INC CONTRA CUSIP FOR 713448BJ6 DTD 10/24/20	06/08/2010	11/02/2010	11,819.00	11,258.00	561.00
1000. PETROBRAS INTL FIN CO DTD 10/30/09 5.75%	06/10/2010	09/13/2010	1,072.00	1,011.00	61.00
1000. PFIZER INC DTD 3/24/09 6.2% 03/15/2019	06/08/2010	08/09/2010	1,212.00	1,172.00	40.00
1000. SUNTRUST BANK ATLANTA 6.375% 04/01/2	06/09/2010	09/13/2010	1,028.00	1,021.00	7.00
16000. SUNTRUST BANK ATLANTA 6.375% 04/01/2	06/09/2010	12/10/2010	16,258.00	16,312.00	-54.00
1000. TARGET CORP CALLABLE 5.375% 05/01/2017	06/08/2010	07/08/2010	1,136.00	1,128.00	8.00
1000. TIME WARNER CABLE 6.75% 07/01/2018	06/08/2010	09/13/2010	1,180.00	1,144.00	36.00
2000. TRAVELERS COMPANIES,					
Totals INC. CALLABLE SERIES: MTN 6.25% 06/15/2					

JSA
0F0971 2 000

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	06/08/2010	09/13/2010	2,292.00	2,180.00	112.00
1000. UNITED STATES TREAS					
BDS DTD 8/15/93 6.25% 08/15/2023	06/08/2010	12/07/2010	1,281.00	1,267.00	14.00
1011.42 UNITED STATES					
TREASURY INFLATION INDEX BOND DTD 07/15	06/08/2010	08/09/2010	1,060.00	1,037.00	23.00
6080.1 UNITED STATES					
TREASURY INFLATION INDEX BOND DTD 07/15	06/08/2010	12/07/2010	6,511.00	6,233.00	278.00
16000. UNITED STATES					
TREASURY N/B DTD 2/28/09 .	06/08/2010	12/10/2010	16,024.00	16,043.00	-19.00
30000. UNITED STATES					
TREASURY N/B DTD 11/30/09	05/13/2010	06/08/2010	30,060.00	30,037.00	23.00
5000. UNITED STATES					
TREASURY N/B DTD 11/30/09	07/08/2010	08/09/2010	5,024.00	5,016.00	8.00
12000. UNITED STATES					
TREASURY N/B DTD 11/30/09	09/13/2010	11/16/2010	12,055.00	12,042.00	13.00
15000. UNITED STATES					
TREASURY N/B DTD 11/30/09	12/07/2010	12/10/2010	15,062.00	15,067.00	-5.00
1000. UNITED STATES					
TREASURY N/B DTD 08/16/201	09/13/2010	12/07/2010	1,003.00	998.00	5.00
8568.152 VANGUARD S/T BOND	05/03/2010	06/08/2010	90,394.00	89,966.00	428.00
1000. WACHOVIA CORP DTD					
06/08/07 5.75% 06/15/2	06/08/2010	09/13/2010	1,127.00	1,088.00	39.00
200. TRANSOCEAN LTD	04/23/2010	08/25/2010	10,242.00	17,774.00	-7,532.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			429,645.00	442,871.00	-13,226.00
Totals			429,645.00	442,871.00	-13,226.00

JSA
0F0971 2 000

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
900. AT&T INC	08/08/2008	04/23/2010	23,499.00	27,718.00	-4,219.00
600. AETNA U S HEALTHCARE	08/08/2008	04/23/2010	18,336.00	26,462.00	-8,126.00
300. AIR PRODS & CHEMICALS					
INC COM W/ RTS TO PURCHASE PFD SHS EXP	08/08/2008	04/23/2010	23,235.00	26,813.00	-3,578.00
200. ALLERGAN INC	08/08/2008	04/23/2010	12,318.00	11,039.00	1,279.00
400. AMERICAN EXPRESS CO	08/08/2008	04/23/2010	19,148.00	14,811.00	4,337.00
800. BANK OF NEW YORK	08/08/2008	04/23/2010	25,736.00	29,623.00	-3,887.00
300. CVS CORP	08/08/2008	04/23/2010	10,989.00	11,513.00	-524.00
600. CISCO SYSTEMS COM STK	08/08/2008	04/23/2010	16,374.00	14,483.00	1,891.00
900. CITRIX SYSTEM INC	08/08/2008	04/23/2010	43,352.00	27,334.00	16,018.00
800. DARDEN RESTAURANTS	08/08/2008	04/23/2010	38,903.00	27,759.00	11,144.00
1100. DELL INC	08/08/2008	08/25/2010	12,965.00	28,026.00	-15,061.00
300. DEVON ENERGY	08/08/2008	04/23/2010	20,301.00	27,527.00	-7,226.00
1000. E M C CORP MASS COM	08/08/2008	04/23/2010	19,710.00	14,890.00	4,820.00
200. EATON CORP	08/08/2008	04/23/2010	15,716.00	14,449.00	1,267.00
600. EMERSON ELEC CO	08/08/2008	04/23/2010	31,511.00	29,650.00	1,861.00
400. EXELON CORP	08/08/2008	08/25/2010	16,034.00	29,717.00	-13,683.00
300. GENERAL DYNAMICS CORP	08/08/2008	04/23/2010	23,412.00	27,776.00	-4,364.00
100. GOLDMAN SACHS GROUP	08/08/2008	04/23/2010	16,008.00	17,551.00	-1,543.00
400. ISHARES TR RUSSELL	08/08/2008	04/23/2010	25,464.00	27,696.00	-2,232.00
300. JP MORGAN CHASE & CO	08/08/2008	04/23/2010	13,386.00	12,266.00	1,120.00
500. JUNIPER NETWORKS	08/08/2008	04/23/2010	14,810.00	13,249.00	1,561.00
1300. LOWES CO	08/08/2008	04/23/2010	35,606.00	28,665.00	6,941.00
400. MICROSOFT CORP COM	08/08/2008	04/23/2010	12,412.00	11,211.00	1,201.00
500. ORACLE CORPORATION	08/08/2008	04/23/2010	13,070.00	11,634.00	1,436.00
13811.297 PIMCO FOREIGN	08/14/2007	06/08/2010	146,262.00	138,665.00	7,597.00
112781.955 PIONEER BOND					
FUND CLASS Y FD #0703	03/25/2008	06/08/2010	1,048,872.00	1,025,701.00	23,171.00
1000. SYSCO CORP COM	08/08/2008	04/23/2010	30,779.00	29,338.00	1,441.00
345. TEVA PHARMACEUTICAL	03/11/2009	04/23/2010	21,089.00	14,813.00	6,276.00
200. 3M CO COM	08/08/2008	04/23/2010	17,234.00	14,698.00	2,536.00
350. TIFFANY & CO	08/08/2008	04/23/2010	17,790.00	14,188.00	3,602.00
Totals					

JSA
0F0970 2.000

VERLIE P & JOHN L HARPER CHARITABLE TRUST C/O 30-6046872

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
350. TRAVELERS COMPANIES,	08/08/2008	04/23/2010	18,494.00	15,405.00	3,089.00
200. UNITED TECHNOLOGIES	08/08/2008	04/23/2010	15,274.00	13,252.00	2,022.00
20921.511 VANGUARD S/T	03/25/2008	06/08/2010	220,722.00	215,282.00	5,440.00
400. VULCAN MATLS CO	08/08/2008	04/23/2010	22,192.00	27,341.00	-5,149.00
1000. WELLS FARGO & CO NEW	08/08/2008	04/23/2010	33,539.00	29,518.00	4,021.00
600. XTO ENERGY CORP	08/08/2008	01/07/2010	28,771.00	26,458.00	2,313.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			2,123,313.00	2,076,521.00	46,792.00
Totals			2,123,313.00	2,076,521.00	46,792.00

JSA
0F0970 2 000

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
LONG-TERM 15% CAPITAL GAIN DIVIDENDS	84.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		84.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		84.00

REGIONS MORGAN KEEGAN TRUST

REGIONS BANK
Asset Details

Run on 05/03/2011 04:02:56 PM
As of 12/31/2010
Combined Portfolios
Settlement Date Basis

Account: 1312000419
AS TRUSTEE OF THE VERLIE P. AND JOHN LEWIS HARPER CHAITABLE TRUST

Administrator: W. W. WALKER, JR @ 205-391-5728
Investment Officer: RHETT H. COOPER @ 205-391-5731
Investment Authority: Sole
Investment Objective: INCOME WITH MOD GROWTH (40E/60F)
Lot Select Method: LTHC
Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio	Est. Income	Yield	Pricing Date
	CASH									0.00	
	00206RAM4 AT&T INC DTD 05/13/08 5.6% 05/15/2018	15,000 000000	111.574	16,492.45	16,492.45	16,736	244	0.41	840	5.02	12/31/2010
ABT	002824100 ABBOTT LABS	500 000000	47.910	29,459.11	29,459.11	23,955	5,504-	0.59	880	3 67	12/31/2010
AGN	018490102 ALLERGAN INC	300 000000	68.670	16,558.92	16,558.92	20,601	4,042	0.51	60	0.29	12/31/2010
AXP	025816109 AMERICAN EXPRESS CO	400.000000	42.920	14,811.28	14,811.28	17,168	2,357	0.43	288	1.68	12/31/2010
APA	037411105 APACHE CORPORATION	270.000000	119.230	28,922.78	28,922.78	32,192	3,269	0.80	162	0 50	12/31/2010
ADSK	052769106 AUTO DESK INC	470.000000	38 200	12,993.34	12,993.34	17,954	4,961	0.45		0 00	12/31/2010
	05531FAC7 BB&T CORPORATION DTD 7/27/09 3.85% 07/27/2012	16,000.000000	104.029	16,553.20	16,553.20	16,645	91	0.41	616	3.70	12/31/2010
BAC	060505104 BANK OF AMERICA CORP	1,000 000000	13 340	18,480.00	18,480.00	13,340	5,140-	0.33	40	0 30	12/31/2010
	06739GBB4 BARCLAYS BANK PLC DTD 04/07/2010 3.9% 04/07/2015	16,000.000000	103.116	15,723.04	15,723.04	16,499	776	0.41	624	3.78	12/31/2010
	126408GN7 CSX CORP DTD 3/27/08 6.25% 04/01/2015	14,000 000000	113.643	15,879.51	15,879.51	15,910	31	0.39	875	5.50	12/31/2010
CVS	126650100 CVS/CAREMARK CORPORATION	500.000000	34.770	19,189.10	19,189.10	17,385	1,804-	0.43	175	1.01	12/31/2010
	126650BR0 CVS/CAREMARK	15,000 000000	106.846	15,727.90	15,727.90	16,027	299	0.40	919	5.73	12/31/2010

	CORPORATION DTD 9/11/09 6.125% 09/15/2039										
	12673PAC9 CA INC DTD 11/13/09 5.375% 12/01/2019	16,000.000000	103.389	16,737.14	16,737.14	16,542	195-	0.41	860	5.20	12/31/2010
CAT	149123101 CATERPILLAR INC	250.000000	93 660	16,820 00	16,820.00	23,415	6,595	0.58	440	1.88	12/31/2010
	149123BQ3 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	13,000.000000	128.706	16,352.95	16,352.95	16,732	379	0.41	1,027	6.14	12/31/2010
CVX	166764100 CHEVRON CORP	300.000000	91.250	25,195.92	25,195.92	27,375	2,179	0.68	864	3.16	12/31/2010
CSCO	17275R102 CISCO SYSTEMS INC	600.000000	20.230	14,482.92	14,482.92	12,138	2,345-	0.30		0.00	12/31/2010
	172967FE6 CITIGROUP INC DTD 06/15/2010 6% 12/13/2013	15,000.000000	109 273	16,365.15	16,365.15	16,391	26	0.41	900	5.49	12/31/2010
	17313YAJ0 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012	79,000.000000	102.861	80,578.13	80,578.13	81,260	682	2 01	1,778	2 19	12/31/2010
	20030NAZ4 COMCAST CORP DTD 06/18/09 5.7% 07/01/2019	15,000.000000	109.326	16,434 87	16,434 87	16,399	36-	0.41	855	5.21	12/31/2010
	20825CAQ7 CONOCOPHILLIPS DTD 2/3/09 6 5% 02/01/2039	14,000.000000	118.910	16,422.26	16,422.26	16,647	225	0.41	910	5.47	12/31/2010
	22546QAA5 CREDIT SUISSE NEW YORK DTD 5/4/09 5.5% 05/01/2014	29,000.000000	109.665	31,556.50	31,556.50	31,803	246	0.79	1,595	5.02	12/31/2010
	24424DAA7 JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012	48,000.000000	103 324	49,341.03	49,341.03	49,596	254	1.23	1,380	2.78	12/31/2010
	25459HAN5 DIRECTV HOLDGS/FING DTD 03/11/2010 3 55% 03/15/2015	15,000.000000	101.592	15,546.00	15,546.00	15,239	307-	0.38	533	3 49	12/31/2010
DIS	254687106 WALT DISNEY CO	500.000000	37.510	18,430.00	18,430.00	18,755	325	0.46	200	1.07	12/31/2010
EMC	268648102 E M C CORP MASS	1,000 000000	22 900	14,890.00	14,890.00	22,900	8,010	0 57		0.00	12/31/2010

ETN	278058102 EATON CORP	200.000000	101.510	14,448.56	14,448.56	20,302	5,853	0.50	464	2.29	12/31/2010
XOM	30231G102 EXXON MOBIL CORP	400.000000	73.120	31,275.28	31,275.28	29,248	2,027-	0.73	704	2.41	12/31/2010
	3128MB6P7 FEDERAL HOME LOAN MTG CORP POOL #G13378 DTD 12/01/2008 5% 12/01/2023 OFV 200,000	92,078.430000	105.641	98,466.36	98,466.36	97,273	1,194-	2.41	4,604	4.73	12/31/2010
	31359MH89 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016	29,000.000000	112.973	32,568.90	32,568.90	32,762	193	0.81	1,450	4.43	12/31/2010
	31371MLB1 FEDERAL NATIONAL MORTGAGE ASSN POOL #256022 5.5% 12/01/2035 OFV 222,000	102,200.650000	107.540	109,801.82	109,801.82	109,907	105	2.72	5,621	5.11	12/31/2010
	31403DGH6 FEDERAL NATIONAL MORTGAGE ASSN POOL #745500 DTD 04/01/2006 5.5% 12/01/2018 OFV 119,000	36,068.240000	107 703	39,010.05	39,010.05	38,847	163-	0.96	1,984	5.11	12/31/2010
	31412NH82 FEDERAL NATIONAL MORTGAGE ASSN POOL #930055 DTD 10/01/2008 6% 10/01/2038 OFV 297,000	130,707.180000	109.379	141,817.30	141,817.30	142,966	1,149	3.54	7,842	5.49	12/31/2010
	31414DPX8 FEDERAL NATIONAL MORTGAGE ASSN POOL #963138 DTD 04/01/2008 5% 05/01/2023 OFV 102,000	49,143.350000	106.141	52,445.16	52,445.16	52,161	284-	1.29	2,457	4.71	12/31/2010
FKASX	314172636 FEDERATED KAUFMAN SMALL CAP FUND A	5,043.484000	26.190	116,686.91	116,686.91	132,089	15,402	3 28		0.00	12/31/2010
FDVIX	315920686 FIDELITY ADVISOR DIVERSIFIED INTL FUND #734	10,972.987000	16.280	257,866.93	257,866 93	178,640	79,227-	4.43	2,699	1.51	12/31/2010
FTR	35906A108	192.000000	9.730	1,694.76	1,694.76	1,868	173	0.05	144	7.71	12/31/2010

	FRONTIER COMMUNICATIONS CORP										
GE	369604103 GENERAL ELECTRIC CO	1,000.000000	18.290	18,920.00	18,920.00	18,290	630-	0.45	560	3.06	12/31/2010
	369604AY9 GENERAL ELECTRIC CO 5% 02/01/2013	31,000.000000	106.897	33,102.36	33,102.36	33,138	36	0.82	1,550	4.68	12/31/2010
	38141EA25 GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% 02/15/2019	14,000.000000	116.599	15,576.61	15,576.61	16,324	747	0 40	1,050	6.43	12/31/2010
	38141EA33 GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05/01/2014	15,000.000000	110.164	15,899.38	15,899.38	16,525	625	0.41	900	5.45	12/31/2010
GS	38141G104 GOLDMAN SACHS GROUP INC	100.000000	168.160	17,551.38	17,551.38	16,816	735-	0.42	140	0.83	12/31/2010
HAL	406216101 HALLIBURTON CO	600.000000	40.830	25,876.92	25,876.92	24,498	1,379-	0 61	216	0.88	12/31/2010
HES	42809H107 HESS CORPORATION	300.000000	76.540	19,299.00	19,299.00	22,962	3,663	0.57	120	0.52	12/31/2010
	42809HAB3 HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	13,000.000000	126.337	16,058.68	16,058.68	16,424	365	0.41	1,056	6.43	12/31/2010
	428236BE2 HEWLETT-PACKARD CO DTD 12/02/2010 2.2% 12/01/2015	13,000.000000	98.486	12,988.05	12,988.05	12,803	185-	0.32	286	2.23	12/31/2010
INTC	458140100 INTEL CORP	1,200.000000	21.030	28,869.84	28,869.84	25,236	3,634-	0.63	756	3.00	12/31/2010
IWD	464287598 ISHARES RUSSELL 1000 VALUE	1,200.000000	64.870	83,088.00	83,088.00	77,844	5,244-	1.93	1,538	1.98	12/31/2010
JPM	46625H100 J P MORGAN CHASE & CO	400.000000	42.420	16,355.28	16,355.28	16,968	613	0.42	80	0.47	12/31/2010
	46625HHL7 J P MORGAN CHASE & CO DTD 04/23/09 6.3% 04/23/2019	15,000.000000	113 826	16,564.89	16,564 89	17,074	509	0.42	945	5.53	12/31/2010
JNJ	478160104 JOHNSON & JOHNSON	400.000000	61.850	28,630.56	28,630.56	24,740	3,891-	0.61	864	3.49	12/31/2010
JNPR	48203R104	600.000000	36.920	15,898.92	15,898.92	22,152	6,253	0 55		0.00	12/31/2010

	JUNIPER NETWORKS INC										
	50075NBB9 KRAFT FOODS INC DTD 02/08/2010 4.125% 02/09/2016	16,000 000000	104.972	16,655.79	16,655.79	16,796	140	0.42	660	3.93	12/31/2010
MAT	577081102 MATTEL INC	480.000000	25.430	10,312 94	10,312.94	12,206	1,893	0.30	398	3.26	12/31/2010
MHP	580645109 MCGRAW HILL INC	500.000000	36.410	16,640.00	16,640.00	18,205	1,565	0.45	470	2.58	12/31/2010
	59018YN64 MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04/25/2018	15,000.000000	109.436	15,869.93	15,869.93	16,415	545	0.41	1,031	6.28	12/31/2010
	59022CAJ2 MERRILL LYNCH & CO 6.11% 01/29/2037	18,000.000000	90.268	16,295.76	16,295.76	16,248	48-	0.40	1,100	6.77	12/31/2010
MSFT	594918104 MICROSOFT CORP	600.000000	27.910	16,816.92	16,816.92	16,746	71-	0.42	384	2 29	12/31/2010
MON	61166W101 MONSANTO CO NEW	270 000000	69.640	17,722.80	17,722.80	18,803	1,080	0.47	302	1.61	12/31/2010
	61747YCJ2 MORGAN STANLEY SERIES: MTN DTD 9/23/09 5.625% 09/23/2019	16,000 000000	101.968	15,357.44	15,357.44	16,315	957	0.40	900	5.52	12/31/2010
NEE	65339F101 NEXTERA ENERGY, INC.	300.000000	51.990	16,018.14	16,018.14	15,597	421-	0.39	600	3.85	12/31/2010
NSC	655844108 NORFOLK SOUTHERN CORP	400.000000	62.820	29,257 12	29,257.12	25,128	4,129-	0 62	576	2 29	12/31/2010
ORCL	68389X105 ORACLE CORPORATION	700.000000	31.300	16,287.74	16,287.74	21,910	5,622	0.54	140	0 64	12/31/2010
	68389XAC9 ORACLE CORPORATION DTD 04/09/08 5.75% 04/15/2018	14,000.000000	114.395	15,864.51	15,864.51	16,015	151	0.40	805	5.03	12/31/2010
PEP	713448108 PEPSICO INC	400 000000	65.330	27,543.28	27,543.28	26,132	1,411-	0.65	768	2.94	12/31/2010
	71645WAP6 PETROBRAS INTL FIN CO DTD 10/30/09 5.75% 01/20/2020	16,000 000000	103.757	16,180 86	16,180.86	16,601	420	0.41	920	5.54	12/31/2010
	717081DB6 PFIZER INC DTD	14,000.000000	117.136	16,387.26	16,387.26	16,399	12	0.41	868	5.29	12/31/2010

	3/24/09 6.2% 03/15/2019										
PM	718172109 PHILIP MORRIS INTERNATIONAL INC	274.000000	58.530	9,388.04	9,388.04	16,037	6,649	0.40	701	4.37	12/31/2010
PICYX	723622403 PIONEER BOND FUND CLASS Y FD #0703	26,910.658000	9.470	248,405.24	248,405.24	254,844	6,439	6.32	11,464	4.50	12/31/2010
PYCGX	72375Q405 PIONEER MID CAP VALUE FUND CLASS Y FD #0710	5,184.397000	22.060	118,858.69	118,858 69	114,368	4,491-	2.83	975	0.85	12/31/2010
PMTYX	72387T793 PIONEER SELECT MID CAP GROWTH Y	7,163.479000	18.170	121,504.45	121,504.45	130,160	8,656	3.23		0.00	12/31/2010
GROYX	72387W762 PIONEER GROWTH OPPORTUNITIES FD CL Y #760	4,180.497000	28.130	141,937.36	141,937.36	117,597	24,340-	2.91		0.00	12/31/2010
PG	742718109 PROCTER & GAMBLE CO	400.000000	64.330	27,632.00	27,632.00	25,732	1,900-	0.64	771	3.00	12/31/2010
PRU	744320102 PRUDENTIAL FINANCIAL INC	400.000000	58.710	30,101.84	30,101 84	23,484	6,618-	0.58	460	1.96	12/31/2010
	74432QBP9 PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5% 11/15/2020	16,000.000000	97.795	15,894.88	15,894.88	15,647	248-	0.39	720	4.60	12/31/2010
QCOM	747525103 QUALCOMM INC	500.000000	49.490	27,249.25	27,249 25	24,745	2,504-	0 61	380	1.54	12/31/2010
RHI	770323103 ROBERT HALF INTL INC	500.000000	30.600	16,040.00	16,040.00	15,300	740-	0.38	260	1.70	12/31/2010
SLB	806857108 SCHLUMBERGER LTD	300.000000	83.500	27,867.83	27,867.83	25,050	2,818-	0.62	252	1.01	12/31/2010
SPLS	855030102 STAPLES INC	700.000000	22.770	17,066.00	17,066.00	15,939	1,127-	0.40	252	1.58	12/31/2010
STT	857477103 STATE STREET CORP	400.000000	46.340	17,712.00	17,712.00	18,536	824	0.46	16	0.09	12/31/2010
SYK	863667101 STRYKER CORP	400 000000	53.700	26,613 84	26,613.84	21,480	5,134-	0.53	288	1.34	12/31/2010
	87425EAL7 TALISMAN ENERGY INC DTD 6/1/09 7.75% 06/01/2019	14,000.000000	123.455	16,987.58	16,987.58	17,284	296	0.43	1,085	6.28	12/31/2010
	87612EAP1	15,000.000000	112.068	16,835.47	16,835.47	16,810	25-	0.42	806	4.80	12/31/2010

	TARGET CORP CALLABLE 5.375% 05/01/2017										
	880591DT6 TENNESSEE VALLEY AUTHORITY SER A PUTABLE 6.79% 05/23/2012	45,000.000000	108.537	48,887.61	48,887.61	48,842	46-	1.21	3,056	6.26	12/31/2010
TEVA	881624209 TEVA PHARMACEUTICAL INDS SPONS ADR ONE ADR REPRS ONE ORD SHARE	300.000000	52.130	12,880.71	12,880 71	15,639	2,758	0.39	200	1.28	12/31/2010
TMO	883556102 THERMO FISHER SCIENTIFIC, INC.	340 000000	55.360	18,183.20	18,183.20	18,822	639	0.47		0.00	12/31/2010
MMM	88579Y101 3M CO	200.000000	86 300	14,697.68	14,697.68	17,260	2,562	0.43	420	2.43	12/31/2010
TIF	886547108 TIFFANY & CO	350.000000	62.270	14,187 74	14,187.74	21,795	7,607	0.54	350	1.61	12/31/2010
	88732JAL2 TIME WARNER CABLE 6.75% 07/01/2018	14,000.000000	116.568	16,065.28	16,065.28	16,320	254	0.40	945	5.79	12/31/2010
TRV	89417E109 TRAVELERS COMPANIES, INC.	350.000000	55.710	15,405.11	15,405.11	19,499	4,093	0.48	504	2.58	12/31/2010
	89417EAD1 TRAVELERS COMPANIES, INC. CALLABLE SERIES MTN 6.25% 06/15/2037	14,000.000000	111.133	15,255.19	15,255.19	15,559	303	0.39	875	5.62	12/31/2010
	912810EQ7 UNITED STATES TREASURY 6 25% 08/15/2023	25,000.000000	125.688	31,804.69	31,804.69	31,422	383-	0.78	1,563	4.97	12/31/2010
	912810FP8 UNITED STATES TREASURY 5.375% 02/15/2031	14,000.000000	116.734	16,220.31	16,220.31	16,343	122	0.40	753	4 60	12/31/2010
	912828JE1 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/15/08 1 375% 07/15/2018 OFV 75,000	76,065 000000	105.383	77,976.17	77,976.17	80,160	2,183	1.99	1,046	1.30	12/31/2010
	912828MM9 UNITED STATES TREASURY N/B DTD 11/30/09 .75% 11/30/2011	174,000.000000	100.394	174,151.09	174,151.09	174,686	534	4.33	1,305	0.75	12/31/2010
	912828NU0 UNITED STATES	33,000.000000	99.797	32,917.50	32,917.50	32,933	16	0.82	248	0.75	12/31/2010

	TREASURY N/B DTD 08/16/2010 .75% 08/15/2013										
	912828PC8 UNITED STATES TREASURY N/B DTD 11/15/2010 2.625% 11/15/2020	17,000.000000	94.328	16,075.62	16,075.62	16,036	40-	0.40	446	2.78	12/31/2010
UTX	913017109 UNITED TECHNOLOGIES CORP	200 000000	78.720	13,251.64	13,251.64	15,744	2,492	0.39	340	2.16	12/31/2010
VFC	918204108 VF CORP	200.000000	86.180	17,328.00	17,328.00	17,236	92-	0.43	504	2.92	12/31/2010
VZ	92343V104 VERIZON COMMUNICATIONS	800.000000	35.780	25,639.52	25,639.52	28,624	2,984	0 71	1,560	5.45	12/31/2010
	92343VAC8 VERIZON COMMUNICATIONS 5.55% 02/15/2016	15,000.000000	112.092	16,569.27	16,569.27	16,814	245	0.42	833	4.95	12/31/2010
V	92826C839 VISA INC - CLASS A SHRS	200 000000	70 380	19,218.00	19,218.00	14,076	5,142-	0.35	120	0 85	12/31/2010
	929903DT6 WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	15,000.000000	110.704	16,275.27	16,275.27	16,606	330	0.41	863	5.19	12/31/2010
WMT	931142103 WAL MART STORES INC	500 000000	53.930	28,984.11	28,984.11	26,965	2,019-	0.67	605	2.24	12/31/2010
WAG	931422109 WALGREEN CO	800.000000	38.960	29,174.56	29,174.56	31,168	1,993	0.77	560	1.80	12/31/2010
	999990146 REGIONS TRUST MONEY MARKET DEPOSIT ACCOUNT	134,661 740000	1.000	134,661.74	134,661.74	134,662		3.33	40	0.03	01/01/1901
	NR4295008 TUSCALOOSA COUNTY ALABAMA 156 ACRES TIMBERLAND	1.000000	296,500.000	59,420.00	59,420.00	296,500	237,080	7.34		0.00	01/01/1901
	NR4982134 MINERAL AUDIT ASSET	1.000000	10.000	1.00	1 00	10	9			0.00	11/14/2009
	OG3334009 TUSCALOOSA COUNTY ALABAMA OIL AND GAS LEASES	1.000000	450.000	825.00	825.00	450	375-	0.01		0.00	01/01/1901

Total Portfolio	3,840,066.37	3,840,066.37	4,034,157	194,090	100.00	100,338	2.49

Back Save Mail