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, and ending

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

Name of foundation
HUNTER FUND
C/O TERRYL MILLER, MMLISI

A Employer identification number
34-6513679

Number and street (or P O box number if mail is not delivered to street address) 2365 HARRODSBURG ROAD Room/suite A300

B Telephone number (859) 223-4141

City or town, state, and ZIP code
LEXINGTON, KY 40504

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,284,010.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

	Line	(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	11.	11.		
	4 Dividends and interest from securities	26,211.	26,211.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,164.			
	b Gross sales price for all assets on line 6a 346,844.				
	7 Capital gain net income (from Part IV, line 2)		1,164.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total** Add lines 1 through 11	27,386.	27,386.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	819.	615.		205.
	c Other professional fees STMT 3	12,490.	12,490.		0.
	17 Interest				
	18 Taxes STMT 4	320.	320.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	9.	9.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	13,638.	13,434.		205.
	25 Contributions, gifts, grants paid	70,000.			70,000.
	26 Total expenses and disbursements. Add lines 24 and 25	83,638.	13,434.		70,205.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<56,252.>			
	b **Net investment income** (if negative, enter -0-)		13,952.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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023501 12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions**

Form **990-PF** (2010)

15540321 758478 3719 2010.03010 HUNTER FUND C/O TERRYL MILL 3719___1

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	15,817.	21,300.	21,300.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	1,140,596.	1,078,839.	1,262,667.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ DEPOSITS IN TRANSIT)	21.	43.	43.
	16 Total assets (to be completed by all filers)	1,156,434.	1,100,182.	1,284,010.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,383,915.	1,383,915.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	<227,481.>	<283,733.>	
	30 Total net assets or fund balances	1,156,434.	1,100,182.	
	31 Total liabilities and net assets/fund balances	1,156,434.	1,100,182.	

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	1,156,434.
2	Enter amount from Part I, line 27a	2	<56,252.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,100,182.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,100,182.

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 MELLON BANK STATEMENT A	P	VARIOUS	VARIOUS
b	SEE MELLON BANK STATEMENT B	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	83,324.		77,991.	5,333.
b	262,841.		267,689.	<4,848.>
c	679.			679.
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				5,333.
b				<4,848.>
c				679.
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	1,164.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	70,302.	1,117,379.	.062917
2008	70,449.	1,394,549.	.050517
2007	70,786.	1,588,323.	.044567
2006	71,134.	1,505,507.	.047249
2005	70,481.	1,467,859.	.048016

2 **Total** of line 1, column (d)	2	.253266
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	.050653
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,204,805.
5 Multiply line 4 by line 3	5	61,027.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	140.
7 Add lines 5 and 6	7	61,167.
8 Enter qualifying distributions from Part XII, line 4	8	70,205.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	140.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	140.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	140.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 2,399.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,399.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,259.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 2,259. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
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)? *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)*

		Line	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 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 ▶ TERRYL MILLER, MML INVESTOR SVCS Telephone no. ▶ (859) 223-4141
Located at ▶ 2365 HARRODSBURG RD, STE A300, LEXINGTON, KY ZIP+4 ▶ 40504

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

		Line	Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Line	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 X 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)?	N/A	1b		
	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 X No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes X No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		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)*

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 X No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes X No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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 X No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,203,194.
b	Average of monthly cash balances	1b	19,958.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,223,152.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,223,152.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,347.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,204,805.
6	**Minimum investment return** Enter 5% of line 5	6	60,240.

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

1	Minimum investment return from Part X, line 6	1	60,240.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 140.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	140.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,100.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	60,100.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	60,100.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	70,205.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	70,205.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	140.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	70,065.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				60,100.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008 1,204.				
e From 2009 14,733.				
f **Total** of lines 3a through e	15,937.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 70,205.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				60,100.
e Remaining amount distributed out of corpus	10,105.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	26,042.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011** Subtract lines 7 and 8 from line 6a	26,042.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008 1,204.				
d Excess from 2009 14,733.				
e Excess from 2010 10,105.				

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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
2 a 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 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 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:

SEE STATEMENT 8

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 9				
Total			▶ 3a	70,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	11.	
4 Dividends and interest from securities			14	26,211.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,164.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		27,386.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 27,386.

(See worksheet in line 13 instructions 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).
	N/A

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Terryl Miller | 3/24/11 | TREASURER
Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LYNN WEAK	Lynn Weak	3/22/11		

Firm's name ▶ RADWAN, BROWN & CO., P.S.C. — Firm's EIN ▶

Firm's address ▶ 535 WEST 2ND STREET, SUITE 300 LEXINGTON, KY 40508 — Phone no. (859)233-4146

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MELLON BANK - DIVIDEND	26,890.	679.	26,211.
TOTAL TO FM 990-PF, PART I, LN 4	26,890.	679.	26,211.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	819.	615.		205.
TO FORM 990-PF, PG 1, LN 16B	819.	615.		205.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	12,490.	12,490.		0.
TO FORM 990-PF, PG 1, LN 16C	12,490.	12,490.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	320.	320.		0.
TO FORM 990-PF, PG 1, LN 18	320.	320.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	9.	9.		0.
TO FORM 990-PF, PG 1, LN 23	9.	9.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK & MUTUAL FUNDS	1,078,839.	1,262,667.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,078,839.	1,262,667.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DANIEL HUNTER JELKS	PRESIDENT 0.00	0.	0.	0.
J. RUKIN JELKS, JR.	VICE PRESIDENT 0.00	0.	0.	0.
CAROLYN G. JELKS	TRUSTEE 0.00	0.	0.	0.
RORY JELKS	SECRETARY 0.00	0.	0.	0.
TERRYL MILLER	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 8
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE HUNTER FUND, C/O MML INVESTOR SERVICES, INC.
2365 HARRODSBURGE ROAD, SUITE A300
LEXINGTON, KY 40504

TELEPHONE NUMBER

859-223-4141

FORM AND CONTENT OF APPLICATIONS

SHOULD INCLUDE (1) A CURRENT INCOME & EXPENSE STATEMENT OF OPERATIONS, (2) A PROJECTED BUDGET SHOWING HOW FUNDS REQUESTED WILL BE USED, & (3) COPY OF IRS LETTER CONFIRMING 501(C)(3) STATUS & 509(A) CLASSIFICATION.

ANY SUBMISSION DEADLINES

THE TRUSTEES MEET WITHIN THE FIRST TWO WEEKS OF SEPTEMBER. REQUESTS FOR GRANTS SHOULD BE RECEIVED IN SUFFICIENT TIME PRIOR TO SEPTEMBER 1.

RESTRICTIONS AND LIMITATIONS ON AWARDS

IN AWARDING GRANTS, THE FUND GIVES PREFERENCE TO CHARITABLE ORGANIZATIONS IN KENTUCKY & ARIZONA. MOST GRANTS ARE FOR COMMUNITY, EDUCATIONAL, & MEDICAL PURPOSES. THE HUNTER FUND DOES NOT GIVE GRANTS TO INDIVIDUALS.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 9

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALICE LLOYD COLLEGE, KENTUCKY	OPERATING FUNDS		7,000.
ANGEL CHARITY FOR CHILDREN, INC., ARIZONA	OPERATING FUNDS		2,000.
ARIZONA CATTLE INDUSTRIAL RESEARCH AND EDUCATION, ARIZONA	OPERATING FUNDS		8,000.
BARROW NEUROLOGICAL FOUNDATION, ARIZONA	OPERATING FUNDS		8,000.
BEREA COLLEGE, KENTUCKY	OPERATING FUNDS		6,000.
BERRY COLLEGE, GEORGIA	OPERATING FUNDS		2,000.
CARDINAL HILL REHABILITATION HOSPITAL, KENTUCKY	OPERATING FUNDS		10,000.
FRONTIER NURSING SERVICE FOUNDATION	OPERATING FUNDS		5,000.

GUIDE DOGS FOR THE BLIND, CALIFORNIA	OPERATING FUNDS	2,000.
LEXINGTON HEARING AND SPEECH CENTER, KENTUCKY	OPERATING FUNDS	5,000.
PATRONATO SAN XAVIER, ARIZONA	OPERATING FUNDS	4,000.
SONOITA-ELGIN EMERGENCY SERVICES, INC., ARIZONA	OPERATING FUNDS	2,000.
ST. ANDREW'S EPISCOPAL CHRUCH, ARIZONA	OPERATING FUNDS	2,000.
THE ALLEN SAVORY CENTER FOR HOLISTIC MANAGEMENT, ARIZONA	OPERATING FUNDS	2,000.
THE FOUNDATION FOR BURNS AND TRAUMA, ARIZONA	OPERATING FUNDS	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		70,000.

Forms 1099 for 2010

1099-B Proceeds From Broker and Barter Exchange Transactions (OMB No. 1545-0715)

Copy B, For Recipient

The proceeds from each of the sales shown below in Box 2 are reported to the Internal Revenue Service on Forms 1099-B. In addition, we report security description, cusip #, and units. We do not report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital.

A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully when preparing your return.

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
AOL INC	00184X105	0.18	08/14/09	01/04/10	$4.25	$3.73	$0 52
SEMPRA ENERGY	816851109	20	08/14/09	01/05/10	$1,096 66	$1,016 20	$80.46
ACCENTURE PLC IRELAND SHS CL A	G1151C101	10	08/14/09	01/06/10	$426.04	$360.70	$65.34
JUNIPER NETWORKS INC	48203R104	20	08/14/09	01/06/10	$519.41	$490 90	$28.51
JUNIPER NETWORKS INC	48203R104	100	02/23/09	01/06/10	$2,589.49	$1,478 31	$1,111.18
VERTEX PHARMACEUTICALS INC	92532F100	20	08/14/09	01/08/10	$813 01	$680.60	$132.41
VERTEX PHARMACEUTICALS INC	92532F100	50	08/14/09	01/08/10	$2,031 12	$1,701.50	$329.62
VERTEX PHARMACEUTICALS INC	92532F100	10	08/14/09	01/11/10	$407.77	$340.30	$67.47
FIRST HORIZON NATL CORP	320517105	26 11	08/14/09	01/19/10	$348.49	$342.83	$5 66
FIRST HORIZON NATL CORP	320517105	4	08/14/09	01/19/10	$53 36	$52 53	$0.83
AMGEN INC	031162100	10	08/14/09	02/12/10	$563.52	$603 08	$-39 56
PRAXAIR INC	74005P104	10	08/14/09	03/03/10	$767 89	$753.10	$14.79
EXELON CORP	30161N101	10	08/14/09	03/03/10	$444 90	$496.70	$-51.80
E I DU PONT DE NEMOURS & CO COMM	263534109	10	08/14/09	03/03/10	$341.89	$321 90	$19.99

STATEMENT A [1 OF 4]

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
PARKER HANNIFIN CORP	701094104	10	08/14/09	03/03/10	$631.79	$485.70	$146.09
AUTOLIV INC COM	052800109	10	08/14/09	03/03/10	$464.49	$333.10	$131.39
EMC CORP(MASS) USD 0.01	268648102	80	07/29/09	03/03/10	$1,419 98	$1,227.47	$192.51
HONEYWELL INTL INC	438516106	10	08/14/09	03/03/10	$408.70	$357.20	$51.50
GAP INC	364760108	30	01/11/10	03/03/10	$648.89	$617.46	$31.43
APACHE CORPORATION COM	037411105	10	08/14/09	03/03/10	$1,068.89	$861.20	$207.69
LIMITED INC	532716107	20	10/06/09	03/03/10	$449.60	$361 61	$87.99
LIMITED INC	532716107	30	10/06/09	03/03/10	$674 39	$541.73	$132.66
CONOCOPHILLIPS	20825C104	20	08/14/09	03/03/10	$997.59	$868.17	$129.42
TIME WARNER INC.	887317303	20	01/11/10	03/03/10	$592.59	$582.43	$10.16
MERCK & CO INC	58933Y105	19 42	08/14/09	03/03/10	$731.16	$599 01	$132.15
MERCK & CO INC	58933Y105	30.58	03/13/09	03/03/10	$1,151.32	$839.33	$311.99
XTO ENERGY INC	98385X106	20	08/14/09	03/03/10	$920 79	$797.60	$123.19
AMERIPRISE FINL INC	03076C106	10	08/14/09	03/03/10	$407.20	$287 80	$119.40
VISA INC	92826C839	10	08/14/09	03/03/10	$867.29	$677.00	$190.29
FEDEX CORPORATION	31428X106	10	08/14/09	03/03/10	$859.69	$658.70	$200.99
TARGET CORP	87612E106	30	08/14/09	03/03/10	$1,553.98	$1,256 06	$297.92
NORFOLK SOUTHERN CORP	655844108	10	11/04/09	03/03/10	$526 99	$498.48	$28 51
HEWLETT PACKARD COMPANY	428236103	30	09/04/09	03/03/10	$1,531.18	$1,342.60	$188.58
EXXON MOBIL CORP	30231G102	10	08/14/09	03/03/10	$656.89	$678.30	$-21.41
HESS CORP	42809H107	20	03/17/09	03/03/10	$1,209 38	$1,229.51	$-20.13
PEPSICO INC	713448108	10	08/14/09	03/03/10	$638.39	$562.50	$75.89
MICROSOFT CORP COM	594918104	30	01/21/10	03/03/10	$854.69	$905.37	$-50 68
VALE SA-SP ADR	91912E105	20	08/14/09	03/03/10	$594.19	$412.40	$181.79
OCCIDENTAL PETROLEUM CORPORATION C	674599105	10	08/14/09	03/03/10	$815 09	$698.30	$116.79
CUMMINS ENGINE INC	231021106	20	08/14/09	03/03/10	$1,184.07	$933 20	$250.87
HOME DEPOT INC USD 0 05	437076102	50	08/28/09	03/03/10	$1,571.27	$1,386.08	$185 19

STATEMENT A [1 OF 4]

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
MORGAN STANLEY DEAN WITTER & CO	617446448	20	08/14/09	03/03/10	$572.59	$594.40	$-21.81
MORGAN STANLEY DEAN WITTER & CO	617446448	10	05/21/09	03/03/10	$286.30	$281.51	$4 79
MCKESSON CORPORATION	58155Q103	20	01/05/10	03/03/10	$1,234.78	$1,270.07	$-35.29
UNILEVER PLC AMER SHS ADR NEW	904767704	20	12/14/09	03/03/10	$599.90	$618.15	$-18.25
J P MORGAN CHASE & CO	46625H100	30	08/14/09	03/03/10	$1,249.19	$1,268.40	$-19.21
ORACLE CORPORATION	68389X105	30	08/14/09	03/03/10	$735.29	$656.40	$78.89
SCHWAB CHARLES CORP NEW	808513105	20	08/14/09	03/03/10	$364.21	$363.80	$0.41
WHIRLPOOL CORPORATION COM	963320106	10	08/28/09	03/03/10	$864.69	$659.31	$205.38
PHILIP MORRIS INTERNATIONAL	718172109	20	08/14/09	03/03/10	$999.59	$929.60	$69.99
BANK AMER CORP	060505104	70	08/14/09	03/03/10	$1,152.89	$1,216.60	$-63 71
BANK AMER CORP	060505104	30	05/07/09	03/03/10	$494.09	$406 37	$87 72
PUBLIC SERVICE ENTERPRISE GROUP INC C	744573106	20	01/05/10	03/03/10	$612 79	$672.60	$-59.81
GOOGLE INC	38259P508	5	08/21/09	03/03/10	$2,704.50	$2,321.40	$383.10
CAPITAL ONE FINL CORP COM	14040H105	10	01/19/10	03/03/10	$380.19	$427.42	$-47.23
CIGNA CORP COM	125509109	10	08/14/09	03/03/10	$344.90	$285.87	$59.03
HUMAN GENOME SCIENCES INC COM	444903108	30	02/12/10	03/03/10	$899 99	$870.17	$29 82
VERTEX PHARMACEUTICALS INC	92532F100	10	03/06/09	03/03/10	$416.60	$281.69	$134.91
VERTEX PHARMACEUTICALS INC	92532F100	10	03/05/09	03/03/10	$416.60	$279.66	$136 94
QUALCOMM INC	747525103	30	01/06/10	03/03/10	$1,155.59	$1,441.70	$-286.11
QUALCOMM INC	747525103	110	01/06/10	04/23/10	$4,165.91	$5,286 22	$-1,120.31
COCA COLA ENTERPRISES INC COM	191219104	20	08/14/09	05/06/10	$517.44	$394.60	$122.84
HOME DEPOT INC USD 0 05	437076102	50	09/11/09	05/20/10	$1,652 23	$1,369.12	$283.11
HOME DEPOT INC USD 0 05	437076102	70	09/11/09	05/20/10	$2,313 12	$1,921.18	$391.94
HOME DEPOT INC USD 0.05	437076102	40	08/28/09	05/20/10	$1,314.72	$1,108.86	$205.86
HOME DEPOT INC USD 0.05	437076102	30	09/11/09	05/27/10	$1,029.70	$818.73	$210 97
HOME DEPOT INC USD 0.05	437076102	50	09/11/09	05/27/10	$1,716.17	$1,355.62	$360.55
HOME DEPOT INC USD 0 05	437076102	10	08/14/09	05/27/10	$343.23	$271.70	$71.53

STATEMENT A [3 of 4]

STATEMENT A [4 of 4]

Short term gains and losses

This category includes all assets held 12 months or less.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
HOME DEPOT INC USD 0.05	437076102	20	09/11/09	05/27/10	$686.47	$544.10	$142.37
TIME WARNER INC.	887317303	40	01/11/10	07/01/10	$1,141.23	$1,164.87	$-23.64
TIME WARNER INC.	887317303	10	08/14/09	07/01/10	$285.31	$255.23	$30.08
TIME WARNER INC.	887317303	50	01/08/10	07/01/10	$1,426.54	$1,432.26	$-5.72
GAP INC	364760108	100	01/08/10	07/07/10	$1,947.43	$2,041.95	$-94.52
GAP INC	364760108	91	01/12/10	07/07/10	$1,772.17	$1,820.56	$-48.39
GAP INC	364760108	93	01/11/10	07/07/10	$1,811.11	$1,903.02	$-91.91
GAP INC	364760108	6	01/08/10	07/07/10	$116.85	$121.96	$-5.11
HEWLETT PACKARD COMPANY	428236103	110	08/21/09	08/11/10	$4,491.75	$4,882.45	$-390.70
HEWLETT PACKARD COMPANY	428236103	40	08/21/09	08/11/10	$1,630.01	$1,775.44	$-145.43
HEWLETT PACKARD COMPANY	428236103	100	08/21/09	08/12/10	$4,015.16	$4,438.59	$-423.43
EMC CORP(MASS) USD 0.01	268648102	40	04/23/10	09/30/10	$812.14	$799.20	$12.94
EMC CORP(MASS) USD 0.01	268648102	40	04/23/10	09/30/10	$812.00	$799.19	$12.81
Total short term gain/loss: Report on Form 1040, Schedule D, line 1, Column d, e and f					$83,323.65	$77,990.66	$5,332.99

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
AOL INC	00184X105	14.82	12/04/08	01/04/10	$350.10	$237.66	$112.44
SEMPRA ENERGY	816851109	5	02/26/07	01/05/10	$274.17	$307.13	$-32.96
SEMPRA ENERGY	816851109	165	02/27/07	01/05/10	$9,047.46	$10,114.96	$-1,067.50
SEMPRA ENERGY	816851109	20	02/26/07	01/05/10	$1,096.66	$1,228.68	$-132.02
SEMPRA ENERGY	816851109	10	02/26/07	01/05/10	$548.33	$614.05	$-65.72
JUNIPER NETWORKS INC	48203R104	30	10/28/08	01/06/10	$776 85	$534.20	$242.65
ACCENTURE PLC IRELAND SHS CL A	G1151C101	20	02/27/08	01/06/10	$848.20	$734.19	$114.01
ACCENTURE PLC IRELAND SHS CL A	G1151C101	140	02/27/08	01/06/10	$5,964.51	$5,139.33	$825.18

STATEMENT B [1 of 7]

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
CVS CORP	126650100	50	10/30/07	01/08/10	$1,696.70	$2,072.30	$-375.60
CVS CORP	126650100	20	10/30/07	01/08/10	$678.89	$828 92	$-150.03
CVS CORP	126650100	30	04/24/07	01/11/10	$1,015.82	$1,101 90	$-86 08
CVS CORP	126650100	70	10/30/07	01/11/10	$2,370 24	$2,901.23	$-530 99
CVS CORP	126650100	10	04/25/07	01/11/10	$338.61	$366.69	$-28.08
CVS CORP	126650100	20	04/25/07	01/11/10	$676.44	$733.37	$-56 93
FIRST HORIZON NATL CORP	320517105	24 63	10/14/08	01/19/10	$326 20	$251.95	$74 25
FIRST HORIZON NATL CORP	320517105	76.57	10/15/08	01/19/10	$1,014.09	$811.36	$202.73
FIRST HORIZON NATL CORP	320517105	43.8	10/14/08	01/19/10	$580.08	$449.84	$130.24
FIRST HORIZON NATL CORP	320517105	37	10/15/08	01/19/10	$494.73	$392.07	$102.66
FIRST HORIZON NATL CORP	320517105	115.89	10/15/08	01/19/10	$1,546.79	$1,228 05	$318 74
FIRST HORIZON NATL CORP	320517105	47	10/14/08	01/19/10	$626.13	$480.80	$145 33
FIRST HORIZON NATL CORP	320517105	26	10/14/08	01/19/10	$347.19	$265.98	$81.21
APPLE COMPUTER INC COM	037833100	26	07/08/08	01/21/10	$5,422.22	$4,600.98	$821 24
FIRST HORIZON NATL CORP	320517105	0.93	10/14/08	01/28/10	$12.11	$9.50	$2.61
AMGEN INC	031162100	40	10/29/08	02/12/10	$2,254.08	$2,405 59	$-151 51
CISCO SYS INC	17275R102	90	05/13/04	03/03/10	$2,214 40	$1,954.71	$259.69
CHUBB CORPORATION COM	171232101	10	01/30/07	03/03/10	$513.29	$526.64	$-13.35
HOSPIRA INC	441060100	20	06/01/07	03/03/10	$1,081.59	$813.48	$268.11
EXELON CORP	30161N101	10	05/13/04	03/03/10	$444.90	$312 60	$132.30
THERMO ELECTRON CORP	883556102	20	01/30/07	03/03/10	$986.79	$948 41	$38.38
PARKER HANNIFIN CORP	701094104	10	12/24/08	03/03/10	$631.79	$393.71	$238 08
ALLIANCE DATA SYS CORP	018581108	10	07/23/08	03/03/10	$569 89	$630 87	$-60 98
HONEYWELL INTL INC	438516106	10	01/30/07	03/03/10	$408.70	$450.90	$-42 20
TYCO INTERNATIONAL LTD	H89128104	40	08/11/08	03/03/10	$1,476.78	$1,812 34	$-335 56

STATEMENT B [2 OF 7]

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
APACHE CORPORATION COM	037411105	5	01/30/07	03/03/10	$534.44	$364.66	$169.78
CONOCOPHILLIPS	20825C104	10	05/13/04	03/03/10	$498.79	$359.35	$139 44
CVS CORP	126650100	30	04/25/07	03/03/10	$1,035 59	$1,100.06	$-64.47
KBR INC	48242W106	30	01/30/07	03/03/10	$629.99	$553 43	$76.56
XTO ENERGY INC	98385X106	10	06/08/04	03/03/10	$460.39	$154.85	$305.54
AMERIPRISE FINL INC	03076C106	10	01/21/09	03/03/10	$407.20	$191.68	$215.52
MEDTRONIC INC	585055106	20	05/13/04	03/03/10	$898 39	$1,018.20	$-119.81
WELLS FARGO & CO NEW	949746101	30	05/13/04	03/03/10	$839 69	$840.90	$-1 21
PROCTER & GAMBLE CO COM	742718109	10	05/13/04	03/03/10	$635 99	$526.94	$109.05
AT&T INC	00206R102	50	01/30/07	03/03/10	$1,249 48	$1,854 80	$-605 32
EXXON MOBIL CORP	30231G102	20	11/17/95	03/03/10	$1,313.78	$410.50	$903.28
HALLIBURTON COMPANY COM	406216101	20	01/30/07	03/03/10	$630.39	$586.82	$43 57
PFIZER INC COM	717081103	130	05/13/04	03/03/10	$2,265.87	$4,574.70	$-2,308 83
INTERNATIONAL BUSINESS MACHINES CORF	459200101	14	01/23/08	03/03/10	$1,785 29	$1,487.78	$297.51
GENERAL ELECTRIC CO	369604103	70	03/31/06	03/03/10	$1,117.88	$2,445.14	$-1,327.26
GENERAL ELECTRIC CO	369604103	20	11/03/04	03/03/10	$319 40	$686.52	$-367 12
RAYTHEON CO	755111507	10	10/07/08	03/03/10	$567.69	$519 98	$47.71
PEPSICO INC	713448108	10	05/13/04	03/03/10	$638.39	$530.30	$108.09
OMNICOM GROUP INC COM	681919106	20	01/30/07	03/03/10	$749 39	$1,045 66	$-296 27
NEWS CORP	65248E203	10	01/30/07	03/03/10	$161 70	$241 51	$-79 81
NEWS CORP	65248E203	90	11/06/07	03/03/10	$1,455.28	$2,020.46	$-565.18
COCA COLA ENTERPRISES INC COM	191219104	30	06/20/07	03/03/10	$784.79	$702.90	$81.89
VALE SA-SP ADR	91912E105	20	05/10/06	03/03/10	$594.19	$288.20	$305.99
CISCO SYS INC	17275R102	50	07/23/08	03/03/10	$1,233.49	$1,100 80	$132.69
CISCO SYS INC	17275R102	20	05/13/04	03/03/10	$493.39	$434.38	$59.01

STATEMENT B [3 of 7]

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
J P MORGAN CHASE & CO	46625H100	10	05/13/04	03/03/10	$416.40	$357 30	$59.10
ORACLE CORPORATION	68389X105	30	01/30/07	03/03/10	$735 29	$515.03	$220 26
SCHWAB CHARLES CORP NEW	808513105	10	11/20/08	03/03/10	$182.10	$152.21	$29.89
PHILIP MORRIS INTERNATIONAL	718172109	10	01/30/07	03/03/10	$499.79	$459.17	$40.62
FRANKLIN RES INC COM	354613101	6	01/21/09	03/03/10	$624.65	$306.72	$317 93
APPLE COMPUTER INC COM	037833100	9	07/08/08	03/03/10	$1,881.79	$1,592.65	$289.14
AMGEN INC	031162100	10	10/28/08	03/03/10	$567.49	$583.25	$-15.76
CISCO SYS INC	17275R102	40	05/13/04	03/03/10	$983 53	$868.76	$114.77
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	1173.29	05/14/04	04/23/10	$13,000.00	$17,083.03	$-4,083.03
BNY MELLON MID CAP STK FD CL M	05569M509	2198.03	05/18/04	04/23/10	$24,705 87	$26,156.55	$-1,450.68
BNY MELLON MID CAP STK FD CL M	05569M509	826.88	05/14/04	04/23/10	$9,294 13	$9,881.23	$-587.10
COCA COLA ENTERPRISES INC COM	191219104	140	06/15/07	05/06/10	$3,622.05	$3,226 29	$395.76
COCA COLA ENTERPRISES INC COM	191219104	80	06/20/07	05/06/10	$2,069.74	$1,874.41	$195.33
COCA COLA ENTERPRISES INC COM	191219104	10	06/18/07	05/06/10	$258.72	$230.18	$28.54
HOME DEPOT INC USD 0.05	437076102	10	11/20/08	05/27/10	$343.23	$191 98	$151.25
XTO ENERGY INC	98385X106	122	06/08/04	06/11/10	$5,295 21	$1,889.20	$3,406.01
XTO ENERGY INC	98385X106	100	06/09/04	06/11/10	$4,340.34	$1,542.57	$2,797.77
FEDEX CORPORATION	31428X106	50	10/31/08	06/16/10	$3,945 56	$3,272 43	$673.13
FEDEX CORPORATION	31428X106	20	11/20/08	06/16/10	$1,578 23	$1,182 43	$395.80
PARKER HANNIFIN CORP	701094104	10	12/24/08	06/18/10	$610.22	$393.70	$216.52
PARKER HANNIFIN CORP	701094104	20	12/23/08	06/18/10	$1,220 45	$778 24	$442.21
PARKER HANNIFIN CORP	701094104	60	12/23/08	06/21/10	$3,701.39	$2,334 71	$1,366.68
CVS CORP	126650100	90	04/25/07	06/21/10	$2,855 74	$3,300.18	$-444.44
VERTEX PHARMACEUTICALS INC	92532F100	20	03/05/09	06/21/10	$733.82	$559 31	$174.51
CVS CORP	126650100	20	04/25/07	06/21/10	$634 76	$733 38	$-98.62

STATEMENT B [4 OF 7]

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
VERTEX PHARMACEUTICALS INC	92532F100	20	10/31/08	06/22/10	$721.94	$506.46	$215.48
VERTEX PHARMACEUTICALS INC	92532F100	10	10/30/08	06/22/10	$360 97	$245.25	$115.72
VERTEX PHARMACEUTICALS INC	92532F100	3	03/06/09	06/22/10	$109.65	$83.67	$25.98
VERTEX PHARMACEUTICALS INC	92532F100	47	03/06/09	06/22/10	$1,696.55	$1,310.76	$385.79
TIME WARNER INC	887317303	30	12/04/08	07/01/10	$855 92	$598.03	$257.89
TARGET CORP	87612E106	50	06/01/09	08/09/10	$2,662.71	$2,078.42	$584.29
AMGEN INC	031162100	20	10/28/08	08/10/10	$1,115.30	$1,166.50	$-51 20
AMGEN INC	031162100	10	10/28/08	08/11/10	$538 36	$583.25	$-44.89
AMGEN INC	031162100	60	04/24/09	08/11/10	$3,230.16	$2,972.14	$258.02
AMGEN INC	031162100	10	04/24/09	08/11/10	$538.36	$487 98	$50.38
VISA INC	92826C839	4	01/27/09	08/12/10	$291.34	$175.51	$115.83
VISA INC	92826C839	27	01/27/09	08/12/10	$1,965 59	$1,184.71	$780 88
VISA INC	92826C839	14	01/27/09	08/13/10	$1,016.91	$614.29	$402.62
VISA INC	92826C839	5	01/27/09	08/13/10	$363.01	$219.39	$143 62
CVS CORP	126650100	10	04/25/07	08/17/10	$287 84	$366 69	$-78.85
CVS CORP	126650100	50	04/24/07	08/17/10	$1,439.22	$1,819.26	$-380.04
EXELON CORP	30161N101	9	05/13/04	08/24/10	$361.78	$281.34	$80.44
EXELON CORP	30161N101	4	05/13/04	08/24/10	$161.17	$125.04	$36 13
EXELON CORP	30161N101	127	05/13/04	08/24/10	$5,100.17	$3,970.02	$1,130 15
TYCO INTERNATIONAL LTD	H89128104	10	02/06/08	09/02/10	$384 28	$410.68	$-26.40
TYCO INTERNATIONAL LTD	H89128104	20	02/05/08	09/02/10	$768.56	$807 73	$-39.17
TYCO INTERNATIONAL LTD	H89128104	20	02/06/08	09/02/10	$768 61	$821.36	$-52.75
TYCO INTERNATIONAL LTD	H89128104	10	02/06/08	09/02/10	$385.03	$410 68	$-25.65
TYCO INTERNATIONAL LTD	H89128104	10	08/11/08	09/02/10	$385 03	$453 08	$-68.05
KBR INC	48242W106	17	01/30/07	09/07/10	$412.39	$313.61	$98 78

STATEMENT B [5 OF 7]

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
CUMMINS ENGINE INC	231021106	2	05/01/09	09/07/10	$162.09	$68.37	$93.72
CUMMINS ENGINE INC	231021106	17	05/01/09	09/07/10	$1,377 73	$580.34	$797 39
CUMMINS ENGINE INC	231021106	1	05/01/09	09/07/10	$81.10	$34.18	$46.92
KBR INC	48242W106	21	01/30/07	09/08/10	$511.84	$387.40	$124 44
KBR INC	48242W106	10	01/30/07	09/09/10	$245.04	$184 48	$60.56
KBR INC	48242W106	2	01/30/07	09/09/10	$48.84	$36.89	$11.95
KBR INC	48242W106	14	01/30/07	09/10/10	$342.09	$258.26	$83.83
KBR INC	48242W106	19	12/12/08	09/10/10	$464.26	$282.78	$181 48
KBR INC	48242W106	73	12/12/08	09/13/10	$1,780 32	$1,086.45	$693.87
KBR INC	48242W106	12	12/12/08	09/13/10	$297.65	$178.59	$119 06
BLACKROCK INC CL A	09247X101	3	04/24/09	09/13/10	$451.64	$451.01	$0 63
KBR INC	48242W106	16	12/12/08	09/13/10	$394.51	$238.13	$156 38
BLACKROCK INC CL A	09247X101	3	04/24/09	09/13/10	$453.69	$451.01	$2 68
BLACKROCK INC CL A	09247X101	6	04/24/09	09/14/10	$922.51	$902.03	$20.48
BLACKROCK INC CL A	09247X101	8	04/24/09	09/14/10	$1,227.14	$1,202.71	$24 43
MERCK & CO INC	58933Y105	10 72	08/14/09	09/20/10	$389.78	$289.49	$100.29
MERCK & CO INC	58933Y105	3.28	01/30/07	09/20/10	$119.26	$81.76	$37 50
AUTOLIV INC COM	052800109	20	06/10/09	09/20/10	$1,232.06	$628.25	$603 81
MERCK & CO INC	58933Y105	59 42	03/13/09	09/20/10	$2,159 27	$1,630.67	$528.60
MERCK & CO INC	58933Y105	6.58	08/14/09	09/20/10	$239 11	$177.81	$61 30
AUTOLIV INC COM	052800109	30	06/10/09	09/20/10	$1,848.51	$942 38	$906 13
EMC CORP(MASS) USD 0.01	268648102	240	07/29/09	09/30/10	$4,871.98	$3,682 42	$1,189.56
EMC CORP(MASS) USD 0 01	268648102	20	08/14/09	09/30/10	$406 00	$302 60	$103 40
EMC CORP(MASS) USD 0.01	268648102	10	08/14/09	09/30/10	$203.00	$151 30	$51.70
CISCO SYS INC	17275R102	100	07/18/08	11/12/10	$2,041.85	$2,164 73	$-122.88

STATEMENT B [6 OF 7]

Long term gains and losses

This category includes all assets held more than 12 months.

Description (Box 7)	Cusip (Box 1b)	Units (Box 5)	Acquisition Date	Sale date (Box 1a)	Gross proceeds less commissions (Box 2)	Tax cost	Net gain or loss
CISCO SYS INC	17275R102	10	05/13/04	11/12/10	$204.19	$217.19	$-13 00
CISCO SYS INC	17275R102	90	05/13/04	11/12/10	$1,849.94	$1,954 71	$-104.77
WHIRLPOOL CORPORATION COM	963320106	13	08/28/09	11/22/10	$984.46	$857.10	$127.36
WHIRLPOOL CORPORATION COM	963320106	7	08/28/09	11/22/10	$533.80	$461.51	$72.29
LIMITED INC	532716107	40	10/06/09	11/22/10	$1,315.78	$722 31	$593 47
WHIRLPOOL CORPORATION COM	963320106	2	08/28/09	11/22/10	$151.46	$131.49	$19.97
WHIRLPOOL CORPORATION COM	963320106	28	08/31/09	11/22/10	$2,120.37	$1,826.85	$293 52
WHIRLPOOL CORPORATION COM	963320106	10	08/28/09	11/22/10	$757 28	$648 31	$108.97
BNY MELLON SMALL CAP STK FD CL M SHS	05569M806	1342 07	05/14/04	11/29/10	$14,695.68	$19,540 55	$-4,844.87
BNY MELLON INTL FD CL M SHSS	05569M871	80	12/01/06	11/29/10	$817.60	$1,512.82	$-695.22
BNY MELLON INTL FD CL M SHSS	05569M871	2877 03	05/14/04	11/29/10	$29,403.28	$39,242.69	$-9,839.41
BNY MELLON INTL FD CL M SHSS	05569M871	956 86	05/18/04	11/29/10	$9,779.12	$13,013 32	$-3,234.20
Total long term gain/loss: Report on Form 1040, Schedule D, line 8, Column d, e, and f					$262,841.18	$267,688 56	$-4,847 38

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Asset detail

Equities

U.S. common stocks

STATEMENT C [1 of 7]

Energy

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
70	Anadarko Petroleum Corp (APC)	$ 76.1600	$ 5,331.20	$ 2,977.53	$ 2,353.67	$ 25.20	0.5%	0.4%
115	Apache Corp (APA)	119.2300	13,711.45	8,362.56	5,348.89	69.00	0.5	1.1
170	Conocophillips (COP)	68.1000	11,577.00	6,108.95	5,468.05	374.00	3.2	0.[illegible]
270	Exxon Mobil Corp (XOM)	73.1200	19,742.40	5,541.75	14,200.65	475.20	2.4	1.5
168	Halliburton Co (HAL)	40.8300	6,859.44	4,869.08	1,990.36	60.48	0.9	0.5
174	Hess Corporation (HES)	76.5400	13,317.96	6,934.26	6,383.70	69.60	0.5	1.0
180	Occidental Petroleum Corp (OXY)	98.1000	17,658.00	13,172.97	4,485.03	273.60	1.6	1.4
Total energy			$ 88,197.45	$ 47,967.10	$ 40,230.35	$ 1,347.08		6.9%

Materials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
100	DU Pont (E I) De Nemours And (DD) Company	$ 49.8800	$ 4,988.00	$ 2,667.41	$ 2,320.59	$ 164.00	3.3%	0.4%
70	Praxair Inc (PX)	95.4700	6,682.90	3,112.99	3,569.91	126.00	1.9	0.5
Total materials			$ 11,670.90	$ 5,780.40	$ 5,890.50	$ 290.00		0.[illegible]

Industrials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
190	Tyco International LTD (TYC)	$ 41.4400	$ 7,873.60	$ 4,559.90	$ 3,313.70	$ 159.60	2.0%	0.6%
90	Caterpillar Inc (CAT)	93.6600	8,429.40	5,791.34	2,638.06	158.40	1.9	0.7
110	Cummins Inc (CMI)	110.0100	12,101.10	3,752.78	8,348.32	115.50	1.0	0.9
120	Danaher Corp (DHR)	47.1700	5,660.40	3,279.25	2,381.15	9.60	0.2	0.4
610	General Electric Company (GE)	18.2900	11,156.90	17,820.86	-6,663.96	341.60	3.1	0.9

Industrials
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
170	Honeywell Intl Inc (HON)	53.1600	9,037.20	5,667.80	3,369 40	205.70	2.3	0.7
130	Norfolk Southern Corporation (NSC)	62.8200	8,166.60	6,458.43	1,708.17	187.20	2.3	0.6
80	Raytheon Co (RTN)	46.3400	3,707.20	4,114.95	-407.75	120.00	3.2	0.3
280	Textron Inc (TXT)	23.6400	6,619.20	8,897.82	-2,278.62	22.40	0.3	0.5
Total industrials			$ 72,751.60	$ 60,343.13	$ 12,408.47	$ 1,320.00		5.7%

Consumer discretionary

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
90	Autoliv Inc (ALV)	$ 78.9400	$ 7,104.60	$ 2,394.57	$ 4,710.03	$ 144.00	2.0%	0.6%
120	Carnival Corp (CCL)	46.1100	5,533.20	3,747.58	1,785.62	48.00	0.9	0.4
360	Ford Motor Company (F)	16.7900	6,044.40	5,927.66	116.74	0.00	0.0	0.5
160	Home Depot Inc (HD)	35.0600	5,609.60	3,071.68	2,537.92	151.20	2.7	0.4
320	Limited Brands Inc (LTD)	30.7300	9,833.60	5,731.12	4,102.48	192.00	2.0	0.8
320	Newell Rubbermaid Inc (NWL)	18.1800	5,817.60	5,612.31	205.29	64.00	1.1	0.5
720	News Corp Inc (NWS) Cls B	16.4200	11,822.40	12,843.36	-1,020.96	108.00	0.9	0.9
160	Nordstrom Inc (JWN)	42.3800	6,780.80	5,416.18	1,364.62	128.00	1.9	0.5
150	Omnicom Group Inc (OMC)	45.8000	6,870.00	7,671.11	-801.11	120.00	1.8	0.5
190	Target Corp (TGT)	60.1300	11,424.70	7,683.60	3,741.10	190.00	1.7	0.9
133	Time Warner Inc (TWX)	32.1700	4,278.61	2,651.29	1,627.32	113.05	2.6	0.
Total consumer discretionary			$ 81,119.51	$ 62,750.46	$ 18,369.05	$ 1,258.25		6.3%

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Consumer staples

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
70	CVS Caremark Corporation (CVS)	$ 34.7700	$ 2,433.90	$ 2,473.15	$ -39.25	$ 24.50	1.0%	0.2%
70	Energizer Hldgs Inc (ENR)	72.9000	5,103.00	4,940.94	162.06	0.00	0.0	0.4
170	Pepsico Inc (PEP)	65.3300	11,106.10	9,015.10	2,091.00	326.40	2.9	0.9

Consumer staples
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
200	Philip Morris International Inc (PM)	58.5300	11,706.00	9,183.35	2,522.65	512.00	4.4	0.9
140	The Procter & Gamble Company (PG)	64.3300	9,006.20	7,372.08	1,634.12	269.78	3.0	0.7
320	Unilever PLC (UL) Spnsrd ADR New	30.8800	9,881.60	9,312.11	569.49	356.80	3.6	0.8
Total consumer staples			$ 49,236.80	$ 42,296 73	$ 6,940.07	$ 1,489.48		3.8%

Healthcare

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct holdings
240	Allscripts Healthcare Solutions Inc (MDRX)	$ 19.2700	$ 4,624.80	$ 4,100.80	$ 524.00	$ 0.00	0.0%	0.4%
330	Amylin Pharmaceuticals Inc (AMLN)	14.7100	4,854.30	6,230.90	-1,376.60	0.00	0.0	0.4
120	Cigna Corp (CI)	36.6600	4,399.20	2,966.15	1,433.05	4.80	0.1	0.3
140	Hospira Inc (HSP)	55.6900	7,796.60	5,609.07	2,187.53	0.00	0.0	0.6
260	Human Genome Sciences Inc (HGSI)	23.8900	6,211.40	7,424.94	-1,213.54	0.00	0.0	0.5
150	McKesson Corporation (MCK)	70.3800	10,557.00	8,357.86	2,199.14	108.00	1.0	0.8
130	Medtronic Inc (MDT)	37.0900	4,821.70	6,477.88	-1,656.18	117.00	2.4	0.4
262	Merck & Co Inc (MRK)	36.0400	9,442.48	6,525.61	2,916.87	398.24	4.2	0.7
940	Pfizer Inc (PFE)	17.5100	16,459.40	23,107.83	-6,648.43	752.00	4.6	1.3
190	Thermo Fisher Scientific Inc. (TMO)	55.3600	10,518.40	8,550.97	1,967.43	0.00	0.0	0.8
Total healthcare			$ 79,685.28	$ 79,352.01	$ 333.27	$ 1,380.04		6.2%

Financials

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
190	American Express Company (AXP)	$ 42.9200	$ 8,154.80	$ 8,018.51	$ 136.29	$ 136.80	1.7%	0.6%
110	Ameriprise Financial Inc (AMP)	57.5500	6,330.50	2,108.46	4,222.04	79.20	1.3	0.5
1,050	Bank Of America Corporation (BAC)	13.3400	14,007.00	14,257.25	-250.25	42.00	0.3	1.1
250	Capital One Financial Corp (COF)	42.5600	10,640.00	10,307.54	332.46	50.00	0.5	0.8
120	Chubb Corp (CB)	59.6400	7,156.80	6,245.82	910.98	177.60	2.5	0.6
160	Comerica Inc (CMA)	42.2400	6,758.40	5,874.62	883.78	64.00	1.0	0.5

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Financials
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
44	Franklin Res Inc (BEN)	111.2100	4,893.24	2,249.25	2,643 99	44.00	0.9	0.4
345	JP Morgan Chase & Co (JPM)	42.4200	14,634.90	10,979.16	3,655.74	69.00	0.5	1.1
220	Morgan Stanley (MS)	27.2100	5,986.20	5,933.91	52.29	44.00	0.7	0.5
190	Schwab Charles Corp New (SCHW)	17.1100	3,250.90	2,892.05	358.85	45.60	1.4	0.3
500	Wells Fargo & Company (WFC)	30.9900	15,495.00	13,586.22	1,908.78	100.00	0.6	1.2
Total financials			$ 97,307.74	$ 82,452.79	$ 14,854.95	$ 852.20		7.6%

Information technology

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Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
100	Alliance Data Sys Corp (ADS)	$ 71.0300	$ 7,103.00	$ 6,084.30	$ 1,018.70	$ 0.00	0.0%	0.6%
75	Apple Inc (AAPL)	322.5600	24,192.00	13,623.95	10,568.05	0.00	0.0	1.9
310	Cisco Systems Inc (CSCO)	20.2300	6,271.30	6,292.50	-21.20	0.00	0.0	0.5
250	E M C Corp Mass (EMC)	22.9000	5,725.00	3,459.72	2,265.28	0.00	0.0	0.5
25	Google Inc (GOOG)	593.9700	14,849.25	11,172.18	3,677.07	0.00	0.0	1.2
100	Informatica Corp (INFA)	44.0300	4,403.00	3,040.51	1,362.49	0.00	0.0	0.3
100	International Business Machines (IBM) Corporation	146.7600	14,676.00	11,436.95	3,239.05	260.00	1.8	1.1
503	Microsoft Corporation (MSFT)	27.9100	14,038.73	13,586.64	452.09	321.92	2.3	1.1
470	Motorola Inc (MOT)	9.0700	4,262.90	3,761.72	501.18	0.00	0.0	0.3
520	Oracle Corp (ORCL)	31.3000	16,276.00	10,212.54	6,063.46	104.00	0.6	1.[illegible]
240	Qualcomm Inc (QCOM)	49.4900	11,877.60	10,190.84	1,686.76	182.40	1.5	0.9
Total information technology			$ 123,674.78	$ 92,861.85	$ 30,812.93	$ 868.32		9.6%

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Telcommunications services

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
390	At & T Inc (T)	$ 29.3800	$ 11,458.20	$ 14,207.92	$ -2,749.72	$ 670.80	5.9%	0.9%
Total telcommunications services			$ 11,458.20	$ 14,207.92	$ -2,749.72	$ 670.80		0.9%

Utilities

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
100	Nextera Energy Inc (NEE)	$ 51.9900	$ 5,199.00	$ 5,464.50	$ -265.50	$ 200.00	3.9%	0.4%
390	Public Svc Enterprise Group Inc (PEG)	31.8100	12,405.90	12,627.42	-221.52	534.30	4.3	1.[illegible]
Total utilities			$ 17,604.90	$ 18,091.92	$ -487.02	$ 734.30		1.4%
Total U.S. common stocks			**$ 632,707.16**	**$ 506,104.31**	**$ 126,602.85**	**$ 10,210.47**		**49.3%**

Mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
5,471.761	BNY Mellon Mid Cap Stock Fund (MPMCX) Class M Shares	$ 12.2500	$ 67,029.07	$ 51,343.45	$ 15,685.62	$ 16.42	0.0%	5.2%
Total mid cap			**$ 67,029.07**	**$ 51,343.45**	**$ 15,685.62**	**$ 16.42**		**5.2%**

Small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
492.784	Dreyfus Opportunistic Small Cap Fund(DSCVX)	$ 30.1600	$ 14,862.37	$ 14,000.00	$ 862.37	$ 1.48	0.0%	1.
713.194	Dreyfus Select Managers Small Cap (DMVIX) Value Fund	20.0200	14,278.14	14,000.00	278.14	2.14	0.0	1.1
Total small cap			**$ 29,140.51**	**$ 28,000.00**	**$ 1,140.51**	**$ 3.62**		**2.3%**

International-developed

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
2,168.138	BNY Mellon International Fund (MPITX) Class M Shares	$ 10.7700	$ 23,350.85	$ 29,486.68	$ -6,135.83	$ 453.14	1.9%	1.8%
4,669.261	Strategic Global Stock Fund (DGLRX)	13.7400	64,155.65	60,000.00	4,155.65	401.56	0.6	5.0
260	Vale SA (VALE)	34.5700	8,988.20	3,746.63	5,241.57	0.00	0.0	0.7
Total international-developed			**$ 96,494.70**	**$ 93,233.31**	**$ 3,261.39**	**$ 854.70**		**7.5%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct holdings
1,700	Ishares Msci Emerging Markets Index (EEM) Fund	$ 47.6420	$ 80,991.40	$ 53,843.00	$ 27,148.40	$ 1,098.20	1.4%	6.3%
Total emerging markets			**$ 80,991.40**	**$ 53,843.00**	**$ 27,148.40**	**$ 1,098.20**		**6.3%**

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
1,927.525	BNY Mellon Small/Mid Cap Fund (MMCMX)	$ 14.4300	$ 27,814.19	$ 25,000.00	$ 2,814.19	$ 96.38	0.4%	2 2%
Total other equity			**$ 27,814.19**	**$ 25,000.00**	**$ 2,814.19**	**$ 96.38**		**2.2%**
Total equities			**$ 934,177.03**	**$ 757,524.07**	**$ 176,652.96**	**$ 12,279.79**		**72.8%**

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Fixed income

Taxable

Taxable funds

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
25,424.899	BNY Mellon Intermediate Bond Fund Class M Shares	$ 12.9200	$ 328,489.70	$ 321,315.02	$ 7,174.68	$ 11,059.83	3.4%	25.6%
Total taxable taxable funds			$ 328,489.70	$ 321,315.02	$ 7,174.68	$ 11,059.83		25.6%
Total taxable fixed income			**$ 328,489.70**	**$ 321,315.02**	**$ 7,174.68**	**$ 11,059.83**		**25.6%**
Total fixed income			**$ 328,489.70**	**$ 321,315.02**	**$ 7,174.68**	**$ 11,059.83**		**25.**

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