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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 J J MILLER FOUNDATION		A Employer identification number 57-6055700
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A 101N Independence Mall E MACY1372-062		B Telephone number (see page 10 of the instructions) (888) 730-4933
City or town, state, and ZIP code Philadelphia PA 19106-2112		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 919,531		2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	0	0		
	4 Dividends and interest from securities	25,095	24,107		
	5 a Gross rents		0		
	b Net rental income or (loss)	0			
	6 a Net gain or (loss) from sale of assets not on line 10	-10,540			
	b Gross sales price for all assets on line 6a	533,209			
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0				
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)	0	0	0		
12 Total. Add lines 1 through 11	14,555	24,107	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,500			1,500
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	0	0	0	0
	b Accounting fees (attach schedule)	2,000	0	0	2,000
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	647	335	0	0
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10,163	7,622	0	2,541
	24 Total operating and administrative expenses. Add lines 13 through 23	14,310	7,957	0	6,041
	25 Contributions, gifts, grants paid	30,030			30,030
26 Total expenses and disbursements. Add lines 24 and 25	44,340	7,957	0	36,071	
27 Subtract line 26 from line 12	-29,785				
a Excess of revenue over expenses and disbursements		16,150			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see page 30 of the instructions.

(HTA)

Form **990-PF** (2010)

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Form 990-PF (2010) J J MILLER FOUNDATION

57-6055700 Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		929	929
	2 Savings and temporary cash investments	16,883	46,659	46,659
	3 Accounts receivable	0		
	Less: allowance for doubtful accounts	0	0	0
	4 Pledges receivable	0		
	Less: allowance for doubtful accounts	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7 Other notes and loans receivable (attach schedule)	0	0	0
	Less: allowance for doubtful accounts	0	0	0
	8 Inventories for sale or use		0	
	9 Prepaid expenses and deferred charges		0	
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
Liabilities	11 Investments—land, buildings, and equipment basis	0		
	Less: accumulated depreciation (attach schedule)	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	925,928	846,853	871,944
	14 Land, buildings, and equipment basis	0		
	Less: accumulated depreciation (attach schedule)	0	0	0
	15 Other assets (describe)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	942,811	894,441	919,532
	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue		0	
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe)	0	0	
	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 and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	942,499	894,441	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	312		
	30 Total net assets or fund balances (see page 17 of the instructions)	942,811	894,441	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	942,811	894,441	

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	942,811
2 Enter amount from Part I, line 27a	2	-29,785
3 Other increases not included in line 2 (itemize) See Attached Statement	3	5,617
4 Add lines 1, 2, and 3	4	918,643
5 Decreases not included in line 2 (itemize) See Attached Statement	5	24,202
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	894,441

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 Attached Statement				
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	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a	0	0	0	
b	0	0	0	
c	0	0	0	
d	0	0	0	
e	0	0	0	
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	-10,540
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	0

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.

(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	33,500	722,486	0.046368
2008	45,377	902,389	0.050285
2007	53,069	1,094,277	0.048497
2006	48,014	1,018,144	0.047158
2005	50,509	994,052	0.050811
2 Total of line 1, column (d)			2 0.243119
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 0.048624
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 837,974
5 Multiply line 4 by line 3			5 40,746
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 162
7 Add lines 5 and 6			7 40,908
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 36,071

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

1	a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	1	323
	b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
	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	323
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	323
6		Credits/Payments		
	a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	296
	b	Exempt foreign organizations—tax withheld at source	6b	
	c	Tax paid with application for extension of time to file (Form 8868)	6c	0
	d	Backup withholding erroneously withheld	6d	
7		Total credits and payments. Add lines 6a through 6d	7	296
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	27
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11		Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> SC		
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? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 101N Independence Mall E MACY1372-062 Philadelphia PA ZIP+4 ► 19106-2112			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 _____, 20 _____, 20 _____, 20 _____		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
If "Yes" to 6b, file Form 8870**6b**

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK, NA 101N Independence Mall E MACY1372-062 PHIL	TRUSTEE 4.00	10,163	0	0
TOMMIE Z CRIM 450 ULMER STREET ELLOREE SC 29047	DIRECTOR 00	500	0	0
STEPHEN R STEINBURG 2533 BENT TREE LANE MOUNT PLEASANT S	DIRECTOR 00	500	0	0
SUE DANIELS 246 CANE BRAKE COURT ELLOREE SC 2904	DIRECTOR 00	500	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				

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 (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		0
		0
		0
		0
		0
		0

Total number of others receiving over \$50,000 for professional services

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

0

0

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	828,312
b	Average of monthly cash balances	1b	22,423
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	850,735
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	
3	Subtract line 2 from line 1d	3	850,735
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,761
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	837,974
6	Minimum investment return. Enter 5% of line 5	6	41,899

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	41,899
2a	Tax on investment income for 2010 from Part VI, line 5	2a	323
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	323
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,576
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	41,576
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	41,576

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	36,071
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	36,071
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,071

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				41,576
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	604			
d From 2008	566			
e From 2009	NONE			
f Total of lines 3a through e	1,170			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 36,071				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				36,071
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	1,170			1,170
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				4,335
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)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

Part XIV Private Operating Foundations (see page 27 of the 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)

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

Tax year	Prior 3 years			(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
0				0
0				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

PAMELA NOTHSTEIN TRUST OFFICER WACHOVIA BANK 16 BROAD ST CHARLESTON SC 29401 (843) 937-4614

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

CONTACT TRUST OFFICER FOR LIMITS, DEADLINES, AND APPLICATION

c Any submission deadlines

CONTACT TRUST OFFICER FOR LIMITS, DEADLINES, AND APPLICATION

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

CONTACT TRUST OFFICER FOR LIMITS, DEADLINES, AND APPLICATION

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	30,030
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue.					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g	Fees and contracts from government agencies . . .					
2	Membership dues and assessments . . .					
3	Interest on savings and temporary cash investments . .					
4	Dividends and interest from securities . . .			14	25,095	
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	-10,540	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue a _____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
12	Subtotal. Add columns (b), (d), and (e) . . .		0		14,555	0
13	Total. Add line 12, columns (b), (d), and (e) . . .				13	14,555

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

[illegible]

Security C: Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Units	Book Value	Fed Cost
34 Mutual Fund	Invest - Other	2019001793	025083320	AMER CENT SMALL CAP GRWTH INST #336		15,341	14929 63	13,726
34 Mutual Fund	Invest - Other	2019001793	043151837	ARTIO INTERNATIONAL EQ FD II #1529		24,522	26090 70	24,306
34 Mutual Fund	Invest - Other	2019001793	256206103	DODGE & COX INTL STOCK FD #1048		55,866	63457 70	63,018
34 Mutual Fund	Invest - Other	2019001793	256219106	DODGE & COX STOCK FUND #145		25,692	23927 31	19,868
34 Mutual Fund	Invest - Other	2019001793	26203E851	DREYFUS/THE BOSTON CA SIC - I #6944		15,199	14992 27	14,184
34 Mutual Fund	Invest - Other	2019001793	4812A2207	JPMORGAN INTREPID GR-SEL #1202		35,489	38016 55	34,462
34 Mutual Fund	Invest - Other	2019001793	626124242	MUNDER MIDCAP CORE GROWTH FD-Y #32		52,894	52882 16	49,327
34 Mutual Fund	Invest - Other	2019001793	693390700	PIMCO TOTAL RET FD-INST #35		57,358	56988 04	56,988
34 Mutual Fund	Invest - Other	2019001793	693390841	PIMCO HIGH YIELD FD-INST #108		23,065	23963 63	23,611
34 Mutual Fund	Invest - Other	2019001793	693390882	PIMCO EMERG MKTS BD-INST #103		6,781	6150 45	6,150
34 Mutual Fund	Invest - Other	2019001793	693391559	PIMCO FOREIGN BD FD USD H-INST #137		12,917	12461 85	12,239
34 Mutual Fund	Invest - Other	2019001793	722005220	PIMCO FOREIGN BOND (UNHEDGED) #1853		4,705	4098 76	4,099
34 Mutual Fund	Invest - Other	2019001793	779919109	T ROWE PRICE REAL ESTATE FD #122		22,258	27604 25	22,021
34 Mutual Fund	Invest - Other	2019001793	784924425	SSGA EMERGING MARKETS FD S #1510		13,197	9787 76	6,196
34 Mutual Fund	Invest - Other	2019001793	922031869	VANGUARD INFLAT PROTECT SEC FD #119		14,405	12872 67	12,827
22 Money Market Fund	Savings & Temp Inv	2019001793	VP7000228	WF ADV HERITAGE MM FD-INSTL #3106		24,951	24950 57	24,951
34 Mutual Fund	Invest - Other	2019001793	256210105	DODGE & COX INCOME FD COM #147		45,035	45658 64	45,659
34 Mutual Fund	Invest - Other	2019001793	77957P105	T ROWE PRICE SHORT TERM BD FD #55		34,268	34621 40	34,621
34 Mutual Fund	Invest - Other	2019001793	22544R305	CREDIT SUISSE COMM RT-ST-CO #2156		40,657	39332 56	39,333
34 Mutual Fund	Invest - Other	2019001793	411511504	HARBOR CAPITAL APRCTION-INST #2012		71,356	65215 59	65,216
34 Mutual Fund	Invest - Other	2019001793	464287242	ISHARES IBOX \$ INV GR CORP BD FD		20,712	21670 36	21,670
34 Mutual Fund	Invest - Other	2019001793	922042858	SPDR DJ WILSHIRE INTERNATIONAL REAL		17,908	18301 04	18,301
34 Mutual Fund	Invest - Other	2019001793	04314H204	VANGUARD EMERGING MARKETS ETF		20,221	19719 09	19,719
34 Mutual Fund	Invest - Other	2019001793	261980494	ARTISAN INTERNATIONAL FUND #661		28,340	27935 34	27,935
34 Mutual Fund	Invest - Other	2019001793	56063J302	DREYFUS EMG MKT DEBT LOC C-I #6083		8,748	8687 80	8,688
34 Mutual Fund	Invest - Other	2019001793	339128100	MAINSTAY EP US EQUITY-INS #1204		25,834	25532 28	25,532
34 Mutual Fund	Invest - Other	2019001793	38142Y401	JP MORGAN MID CAP VALUE-I #758		10,568	9004 33	9,004
34 Mutual Fund	Invest - Other	2019001793	25264S633	GOLDMAN SACHS GRTH OPP FD-I #1132		8,801	10511 48	10,511
34 Mutual Fund	Invest - Other	2019001793	448108100	DIAMOND HILL LONG-SHORT FD CL I #11		16,874	8661 76	8,662
34 Mutual Fund	Invest - Other	2019001793	487300808	HUSSMAN STRATEGIC GROWTH FUND #601		10,069	17244 88	17,245
34 Mutual Fund	Invest - Other	2019001793	51855Q655	KEELEY SMALL CAP VAL FD CL I #2251		28,779	9992 92	9,993
34 Mutual Fund	Invest - Other	2019001793	589509108	LAUDUS MONDRIAN INTL FI-INST #2940		8,695	28022 68	28,023
34 Mutual Fund	Invest - Other	2019001793	683974505	MERGER FD SH BEN INT #260		11,398	8843 55	8,844
34 Mutual Fund	Invest - Other	2019001793	76828T645	OPPENHEIMER DEVELOPING MKT-Y #788		20,122	10999 96	11,000
34 Mutual Fund	Invest - Other	2019001793	87234N849	RIDGEWORTH SEIX HY BD-I #5855		10,214	19999 19	19,999
34 Mutual Fund	Invest - Other	2019001793	464287200	TCW SMALL CAP GROWTH FUND-I #4724		20,579	10126 80	10,127
34 Mutual Fund	Invest - Other	2019001793	922908553	ISHARES S & P 500 INDEX FUND		24,086	20449 65	20,450
22 Money Market Fund	Savings & Temp Inv	2019001793	VP7000228	VANGUARD REIT VIPER		21,708	23298 60	23,299
	Cash	2019001793		WF ADV HERITAGE MM FD-INSTL #3106		929	21708 08	21,708

FORM 990PF, PART VII-A STATEMENTS REGARDING ACTIVITIES

South Carolina does not require 990PF filers to provide a copy of their return to the Attorney General.

J J MILLER FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ADDLESTONE HEBREW ACADEMY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,000

Name

AMERICAN FRIENDS OF TSFAT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 315

Name

THE BOYS & GIRLS CLUB AT ELLOREE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

CHABAD OF MYRTLE BEACH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

COLLEGE OF CHARLESTON

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,500

Name

THE COLUMBIA JEWISH DAY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,500

J J MILLER FOUNDATION

57-6055700 Page 2 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

ELLOREE ELEMENTARY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 615

Name

ELLOREE FIRST BAPTIST CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

ELLOREE HERITAGE MUSEUM & CULTURAL CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

FELLOWSHIP OF BAPTIST CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

FELLOWSHIP OF PRAISE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 750

Name

HOPE LUTHERAN CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

J J MILLER FOUNDATION

57-6055700 Page 3 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

JERUSALEM UNINTED METHODIST CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

LAKE MARION CHRISTIAN FELLOWSHIP

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

ORANGEBURG-CALHOUN TECHNICAL COLLEGE FOUNDATION

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,000

Name

RAMBAM DAY SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,500

Name

SYNAGOGUE EMANU-EL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,500

Name

JOE MILLER PARK

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

J J MILLER FOUNDATION

57-6055700 Page 4 of 4

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

UNION A M E. CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 750

Name

ELLOREE UNITED METHODIST CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

ST MATTHEWS K-8 SCHOOL

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 1,000

Name

TEMPLE SINAI ATTN DEBA FRISHBERG

Street

226 WATERFORD PARKWAY

City ORANGEBURG	State SC	Zip Code 29118	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 2,000

Name

The Choral Music Dept. of Ellore Elemen School

Street

PO Box 810

City Ellore	State SC	Zip Code 29047	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL SUPPORT			Amount 600

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount 0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Amount			
Long Term CG Distributions													
Short Term CG Distributions													
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	X	ING INTERNATIONAL REAL ESTATE	449800518			10/19/2007		10/12/2010	25,556	38,000			-12,444
2	X	JPMORGAN INTREPID GR-SE	4812A2207			7/6/2007		9/13/2010	1,593	2,048			-455
3	X	JPMORGAN INTREPID GR-SE	4812A2207			7/6/2007		10/12/2010	29,327	35,474			-6,147
4	X	JPMORGAN INTREPID GR-SE	4812A2207			7/6/2007		12/17/2010	35,560	39,595			-4,035
5	X	MUNDER MIDCAP CORE GRO	626124242			12/3/2007		9/13/2010	1,627	2,009			-382
6	X	MUNDER MIDCAP CORE GRO	626124242			12/3/2007		12/17/2010	52,758	56,309			-3,551
7	X	PIMCO TOTAL RET FD-INST #	693390700			12/3/2007		9/13/2010	1,096	1,029			67
8	X	PIMCO HIGH YIELD FD-INST #	693390841			4/13/2005		9/13/2010	820	871			-51
9	X	PIMCO HIGH YIELD FD-INST #	693390841			4/13/2005		12/17/2010	21,226	22,328			-1,102
10	X	PIMCO HIGH YIELD FD-INST #	693390841			12/12/2007		12/17/2010	16	17			-1
11	X	PIMCO HIGH YIELD FD-INST #	693390841			12/14/2005		12/17/2010	7	8			-1
12	X	PIMCO FOREIGN BD FD USD	693390882			5/20/2008		12/17/2010	1,666	1,716			-50
13	X	PIMCO FOREIGN BD FD USD	693390882			10/22/2008		9/13/2010	254	223			31
14	X	PIMCO FOREIGN BD FD USD	693390882			10/22/2008		12/17/2010	6,728	6,149			579
15	X	PIMCO EMERG MKTS BD-INS	693391559			1/11/2007		9/13/2010	473	462			11
16	X	PIMCO EMERG MKTS BD-INS	693391559			1/11/2007		12/17/2010	4,451	4,431			20
17	X	PIMCO EMERG MKTS BD-INS	693391559			12/12/2007		12/17/2010	538	521			17
18	X	PIMCO EMERG MKTS BD-INS	693391559			12/12/2007		12/17/2010	440	426			14
19	X	PIMCO EMERG MKTS BD-INS	693391559			6/27/2006		12/17/2010	7,399	7,111			288
20	X	PIMCO FOREIGN BOND (UNH)	722005220			10/22/2008		9/13/2010	172	147			25
21	X	PIMCO FOREIGN BOND (UNH)	722005220			10/22/2008		12/17/2010	4,759	4,099			660
22	X	PIMCO COMMODITY REAL RE	722005667			8/31/2006		9/13/2010	481	882			-401
23	X	PIMCO COMMODITY REAL RE	722005667			12/10/2008		10/12/2010	6,478	4,385			2,093
24	X	PIMCO COMMODITY REAL RE	722005667			8/31/2006		10/12/2010	865	1,490			-625
25	X	PIMCO COMMODITY REAL RE	722005667			12/10/2008		10/12/2010	1,073	726			347
26	X	PIMCO COMMODITY REAL RE	722005667			12/9/2009		10/12/2010	354	328			26
27	X	PIMCO COMMODITY REAL RE	722005667			11/1/2007		10/12/2010	19,907	29,815			-9,908
28	X	T ROWE PRICE REAL ESTATE	779919109			11/1/2007		8/5/2010	4,338	6,847			-2,509
29	X	T ROWE PRICE REAL ESTATE	779919109			11/1/2007		9/13/2010	1,084	1,642			-578
30	X	T ROWE PRICE REAL ESTATE	779919109			11/1/2007		10/12/2010	14,431	21,788			-7,357
31	X	T ROWE PRICE REAL ESTATE	779919109			3/28/2007		10/12/2010	476	703			-227
32	X	T ROWE PRICE REAL ESTATE	779919109			12/19/2006		10/12/2010	195	283			-88
33	X	T ROWE PRICE REAL ESTATE	779919109			3/28/2007		10/12/2010	76	113			-37
34	X	T ROWE PRICE REAL ESTATE	779919109			6/27/2006		10/12/2010	2,679	3,340			-661
35	X	T ROWE PRICE REAL ESTATE	779919109			6/27/2006		12/17/2010	8,592	10,712			-2,120
36	X	T ROWE PRICE REAL ESTATE	779919109			5/20/2008		12/17/2010	12,803	15,528			-2,725
37	X	SSGA EMERGING MARKETS F	784924425			5/16/2006		9/13/2010	1,007	1,091			-84
38	X	SSGA EMERGING MARKETS F	784924425			5/16/2006		10/12/2010	5,713	5,754			-41
39	X	SSGA EMERGING MARKETS F	784924425			10/20/2006		10/12/2010	1,293	1,215			78
40	X	SSGA EMERGING MARKETS F	784924425			10/20/2006		10/12/2010	114	107			7
41	X	SSGA EMERGING MARKETS F	784924425			6/27/2006		10/12/2010	11,085	9,601			1,484
42	X	SSGA EMERGING MARKETS F	784924425			6/27/2006		10/20/2010	463	399			64
43	X	SSGA EMERGING MARKETS F	784924425			10/17/2008		10/20/2010	6,588	3,481			3,107
44	X	SSGA EMERGING MARKETS F	784924425			10/22/2008		10/20/2010	9,796	4,686			5,110
45	X	SSGA EMERGING MARKETS F	784924425			10/22/2008		12/17/2010	13,206	6,378			6,828
46	X	VANGUARD INFLAT PROTECT	922031869			6/27/2006		9/13/2010	527	463			64
47	X	VANGUARD INFLAT PROTECT	922031869			6/27/2006		12/17/2010	14,559	12,853			1,706
48	X	AMER CENT SMALL CAP GRW	025083320			12/3/2007		9/13/2010	428	567			-139
49	X	ARTIO TOTAL RETURN BD FD	043153209			10/22/2008		9/13/2010	1,104	986			118
50	X	ARTIO TOTAL RETURN BD FD	043153209			10/22/2008		10/12/2010	62,189	54,644			7,545

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount					
Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals						
									Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses	Net Gain or Loss		
51	X	ARTIO INTERNATIONAL EQ F	04315JB37			1/11/2007		9/13/2010	808	1,043					
52	X	ARTIO INTERNATIONAL EQ F	04315JB37			1/11/2007		12/17/2010	10,550	12,597					-2,047
53	X	ARTIO INTERNATIONAL EQ F	04315JB37			6/27/2006		12/17/2010	13,991	13,856					135
54	X	DODGE & COX INT'L STOCK F	256206103			1/11/2007		9/13/2010	915	1,213					-298
55	X	DODGE & COX INT'L STOCK F	256206103			1/11/2007		12/17/2010	710	861					-151
56	X	DODGE & COX STOCK FUND	256219106			9/27/2002		9/13/2010	814	710					104
57	X	DODGE & COX STOCK FUND	256219106			9/27/2002		12/17/2010	25,461	19,833					5,628
58	X	DREYFUS/THE BOSTON CA S	26203E851			5/16/2006		9/13/2010	467	558					-91
59	X	DREYFUS/THE BOSTON CA S	26203E851			5/16/2006		12/17/2010	14,234	14,967					-733
60	X	DREYFUS/THE BOSTON CA S	26203E851			12/3/2007		12/17/2010	748	780					-32
61	X	GOLDMAN SACHS L/C VALUE	38142Y773			1/26/2009		9/13/2010	764	576					188
62	X	GOLDMAN SACHS L/C VALUE	38142Y773			1/26/2009		10/12/2010	44,140	32,174					11,966
63	X	HARBOR CAPITAL APRCTN	411511504			10/12/2010		12/17/2010	4,399	4,027					372
64	X	ING INTERNATIONAL REAL ES	44980Q518			10/19/2007		9/13/2010	680	680					-259
65	X	AMER CENT SMALL CAP GRV	025083320			12/3/2007		12/17/2010	15,416	16,094					-678
66	X	LT CAP GAIN DIVS				1/1/2008		8/1/2010	1,021						1,021
									Securities		533,209	543,749		-10,540	
									Other sales		0	0		0	

Line 16b (990-PF) - Accounting Fees

		2,000	0	Adjusted Net Income	0	Disbursements for Charitable Purposes (Cash Basis Only)	2,000
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income				
1	TAX PREP FEES	2,000				2,000	
2							
3							
4							
5							
6							
7							
8							
9							
10							

Line 18 (990-PF) - Taxes

		647	335	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	16			
2	ESTIMATED EXCISE TAX PAID	296			
3	FOREIGN TAX WITHHELD	335	335		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement	0	0	0	2,541
2	TRUSTEE FEES	10,163	7,622		2,541
3	ADR FEES				
4	STATE AG FEES				
5					
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			925,928	846,853	871,944
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	5,492
2	FED EXCISE TAX REFUND	2	125
3	Total	3	5,617

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJ	1	23,183
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	1,019
3	Total	3	24,202

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						0	0								
	Long Term CG Distributions					Amount									
	Short Term CG Distributions					0									
1	ING INTERNATIONAL REAL EST-I #2664	449800518		10/19/2007	10/12/2010			25,556	0	38,000	-12,444			0	-10,540
2	JPMORGAN INTREPID GR-SEL #1202	4812A2207		7/6/2007	9/13/2010			1,593	0	2,048	-455			0	-455
3	JPMORGAN INTREPID GR-SEL #1202	4812A2207		7/6/2007	10/12/2010			29,327	0	35,474	-6,147			0	-6,147
4	JPMORGAN INTREPID GR-SEL #1202	4812A2207		7/6/2007	12/17/2010			35,560	0	39,595	-4,035			0	-4,035
5	MUNDER MIDCAP CORE GROWTH FD-Y	626124242		12/3/2007	9/13/2010			1,627	0	2,009	-382			0	-382
6	MUNDER MIDCAP CORE GROWTH FD-Y	626124242		12/3/2007	12/17/2010			52,758	0	56,309	-3,551			0	-3,551
7	PIMCO TOTAL RET FD-INST #35	693390700		12/3/2007	9/13/2010			1,096	0	1,029	67			0	67
8	PIMCO HIGH YIELD FD-INST #108	693390841		4/13/2005	9/13/2010			820	0	871	-51			0	-51
9	PIMCO HIGH YIELD FD-INST #108	693390841		4/13/2005	12/17/2010			21,226	0	22,328	-1,102			0	-1,102
10	PIMCO HIGH YIELD FD-INST #108	693390841		12/12/2007	12/17/2010			16	0	17	-1			0	-1
11	PIMCO HIGH YIELD FD-INST #108	693390841		12/14/2005	12/17/2010			7	0	8	-1			0	-1
12	PIMCO FOREIGN BD FD USD H-INST #10	693390882		5/20/2008	12/17/2010			1,666	0	1,716	-50			0	-50
13	PIMCO FOREIGN BD FD USD H-INST #10	693390882		10/22/2008	9/13/2010			254	0	223	31			0	31
14	PIMCO FOREIGN BD FD USD H-INST #10	693390882		10/22/2008	12/17/2010			6,728	0	6,149	579			0	579
15	PIMCO EMERG MKTS BD-INST #137	693391559		1/1/2007	9/13/2010			473	0	462	11			0	11
16	PIMCO EMERG MKTS BD-INST #137	693391559		1/1/2007	12/17/2010			4,451	0	4,431	20			0	20
17	PIMCO EMERG MKTS BD-INST #137	693391559		12/12/2007	12/17/2010			538	0	521	17			0	17
18	PIMCO EMERG MKTS BD-INST #137	693391559		12/12/2007	12/17/2010			440	0	426	14			0	14
19	PIMCO EMERG MKTS BD-INST #137	693391559		6/27/2006	12/17/2010			7,399	0	7,111	288			0	288
20	PIMCO FOREIGN BOND (UNHEDED) #	722005220		10/22/2008	9/13/2010			172	0	147	25			0	25
21	PIMCO COMMODITY REAL RET STRAT-	722005667		12/10/2008	10/12/2010			4,759	0	4,099	660			0	660
22	PIMCO COMMODITY REAL RET STRAT-	722005667		8/31/2006	9/13/2010			481	0	882	-401			0	-401
23	PIMCO COMMODITY REAL RET STRAT-	722005667		12/10/2008	10/12/2010			6,478	0	4,385	2,093			0	2,093
24	PIMCO COMMODITY REAL RET STRAT-	722005667		12/10/2008	10/12/2010			865	0	1,490	-625			0	-625
25	PIMCO COMMODITY REAL RET STRAT-	722005667		12/10/2008	10/12/2010			1,073	0	726	347			0	347
26	PIMCO COMMODITY REAL RET STRAT-	722005667		12/9/2009	10/12/2010			354	0	328	26			0	26
27	PIMCO COMMODITY REAL RET STRAT-	722005667		1/1/2007	10/12/2010			19,907	0	29,815	-9,908			0	-9,908
28	T ROWE PRICE REAL ESTATE FD #122	779919109		1/1/2007	8/5/2010			4,338	0	6,847	-2,509			0	-2,509
29	T ROWE PRICE REAL ESTATE FD #122	779919109		1/1/2007	9/13/2010			1,064	0	1,642	-578			0	-578
30	T ROWE PRICE REAL ESTATE FD #122	779919109		1/1/2007	10/12/2010			14,431	0	21,788	-7,357			0	-7,357
31	T ROWE PRICE REAL ESTATE FD #122	779919109		3/28/2007	10/12/2010			476	0	703	-227			0	-227
32	T ROWE PRICE REAL ESTATE FD #122	779919109		12/19/2006	10/12/2010			195	0	283	-88			0	-88
33	T ROWE PRICE REAL ESTATE FD #122	779919109		3/28/2007	10/12/2010			76	0	113	-37			0	-37
34	T ROWE PRICE REAL ESTATE FD #122	779919109		6/27/2006	10/12/2010			2,679	0	3,340	-661			0	-661
35	T ROWE PRICE REAL ESTATE FD #122	779919109		6/27/2006	12/17/2010			8,592	0	10,712	-2,120			0	-2,120
36	T ROWE PRICE REAL ESTATE FD #122	779919109		5/20/2008	12/17/2010			12,303	0	15,528	-2,725			0	-2,725
37	SSGA EMERGING MARKETS FD S #1510	784924425		5/16/2006	9/13/2010			1,007	0	1,091	-84			0	-84
38	SSGA EMERGING MARKETS FD S #1510	784924425		5/16/2006	10/12/2010			5,713	0	5,754	-41			0	-41
39	SSGA EMERGING MARKETS FD S #1510	784924425		10/20/2006	10/12/2010			1,293	0	1,215	78			0	78
40	SSGA EMERGING MARKETS FD S #1510	784924425		10/20/2006	10/12/2010			114	0	107	7			0	7
41	SSGA EMERGING MARKETS FD S #1510	784924425		6/27/2006	10/12/2010			11,085	0	9,601	1,484			0	1,484
42	SSGA EMERGING MARKETS FD S #1510	784924425		6/27/2006	10/20/2010			463	0	399	64			0	64
43	SSGA EMERGING MARKETS FD S #1510	784924425		10/17/2008	10/20/2010			6,588	0	3,481	3,107			0	3,107
44	SSGA EMERGING MARKETS FD S #1510	784924425		10/22/2008	10/20/2010			9,796	0	4,686	5,110			0	5,110
45	SSGA EMERGING MARKETS FD S #1510	784924425		10/22/2008	12/17/2010			13,206	0	6,378	6,828			0	6,828
46	VANGUARD INFLAT PROTECT SEC FD #	922031869		6/27/2006	9/13/2010			527	0	463	64			0	64
47	VANGUARD INFLAT PROTECT SEC FD #	922031869		6/27/2006	12/17/2010			14,559	0	12,853	1,706			0	1,706
48	AMER CENT SMALL CAP GRWTH INST #	025083320		12/3/2007	9/13/2010			428	0	567	-139			0	-139
49	ARTIO TOTAL RETURN BD CL I #1529	04315J209		10/22/2008	9/13/2010			1,104	0	986	118			0	118
50	ARTIO TOTAL RETURN BD CL I #1529	04315J209		10/22/2008	10/12/2010			62,189	0	54,644	7,545			0	7,545
51	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		1/1/2007	9/13/2010			808	0	1,043	-235			0	-235
52	ARTIO INTERNATIONAL EQ FD II #1529	04315J837		1/1/2007	12/17/2010			10,550	0	12,597	-2,047			0	-2,047
53	DODGE & COX INTL STOCK FD #1048	256206103		6/27/2006	12/17/2010			13,991	0	13,856	135			0	135
54	DODGE & COX INTL STOCK FD #1048	256206103		1/1/2007	9/13/2010			915	0	1,213	-298			0	-298
55	DODGE & COX INTL STOCK FD #1048	256206103		1/1/2007	12/17/2010			710	0	861	-151			0	-151
56	DODGE & COX STOCK FUND #145	256219106		9/27/2002	9/13/2010			814	0	710	104			0	104
57	DODGE & COX STOCK FUND #145	256219106		9/27/2002	12/17/2010			25,461	0	19,833	5,628			0	5,628

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses
	Long Term CG Distributions															
	Short Term CG Distributions															
	Amount															
58	DREYFUS/THE BOSTON CA S/C - I #69426203E851			5/16/2006	9/13/2010		467		558	-91						-10,540
59	DREYFUS/THE BOSTON CA S/C - I #69426203E851			5/16/2006	12/17/2010		14,234		14,967	-733						-733
60	DREYFUS/THE BOSTON CA S/C - I #69426203E851			12/3/2007	12/17/2010		748		780	-32						-32
61	GOLDMAN SACHS LLC VALUE-I #1216 38142Y773			1/26/2009	9/13/2010		764		576	188						188
62	GOLDMAN SACHS LLC VALUE-I #1216 38142Y773			1/26/2009	10/12/2010		44,140		32,174	11,966						11,966
63	HARBOR CAPITAL APRCITION-INST #201 411511504			10/12/2010	12/17/2010		4,399		4,027	372						372
64	ING INTERNATIONAL REAL EST-I #266444980Q518			10/19/2007	9/13/2010		421		680	-259						-259
65	AMER CENT SMALL CAP GRWTH INST #025083320			12/3/2007	12/17/2010		15,416		16,094	-678						-678
66	LT CAP GAIN DIVS			1/1/2008	8/1/2010		1,021		0	1,021						1,021

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Average Hours	Compensation
1	WELLS FARGO BANK, NA		101N Independence Mall E MACY137	PHILADELPHIA	PA	19106		TRUSTEE	4	10,163
2	TOMMIE Z CRIM		450 ULMER STREET	ELLOREE	SC	29047		DIRECTOR		500
3	STEPHEN R STEINBURG		2533 BENT TREE LANE	MOUNT PLEASANT	SC	29464		DIRECTOR		500
4	SUE DANIELS		246 CANE BRAKE COURT	ELLOREE	SC	29047		DIRECTOR		500
5										
6										
7										
8										
9										
10										

11,663

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	5/13/2010	2	296
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	296
7 Total		7	296