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: KATE AND ELWYN TOMLINSON FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 750 HAMMOND DRIVE, BUILDING 17 — Room/suite

City or town, state, and ZIP code: ATLANTA GA 30328

A Employer identification number: 58-0634727

B Telephone number (see page 10 of the instructions): 404-250-4570

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 2,393,530

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	57	57	57	
	4	Dividends and interest from securities	65,616	65,616	65,616	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-251,427			
	b	Gross sales price for all assets on line 6a 713,041				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			521	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	-185,754	65,673	66,194	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 1	2,288	2,288		
	c	Other professional fees (attach schedule) STMT 2	15,155	15,155		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch.)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,443	17,443	0	0
	25	Contributions, gifts, grants paid	125,630			125,630
	26	**Total expenses and disbursements.** Add lines 24 and 25	143,073	17,443	0	125,630
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-328,827			
	b	**Net investment income** (if negative, enter -0-)		48,230		
	c	**Adjusted net income** (if negative, enter -0-)			66,194	

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

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	156,148	91,768	91,768
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (att. schedule) ▶			
		Less: allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) SEE STMT 3	2,040,291	2,197,828	2,197,832
	c	Investments—corporate bonds (attach schedule) SEE STMT 4	99,650	103,930	103,930
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,296,089	2,393,526	2,393,530
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	2,296,089	2,393,526	
	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			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,296,089	2,393,526	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,296,089	2,393,526	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,296,089
2	Enter amount from Part I, line 27a	2	-328,827
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	426,264
4	Add lines 1, 2, and 3	4	2,393,526
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,393,526

DAA

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 WORKSHEET			
b				
c				
d				
e				

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-251,427
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	521

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	90,350	1,994,866	0.045291
2008	170,246	2,590,069	0.065730
2007	229,625	4,612,230	0.049786
2006	281,792	4,505,569	0.062543
2005	278,206	4,356,508	0.063860

2 **Total** of line 1, column (d)	2	0.287210
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	0.057442
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,235,630
5 Multiply line 4 by line 3	5	128,419
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	482
7 Add lines 5 and 6	7	128,901
8 Enter qualifying distributions from Part XII, line 4	8	125,630

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	965
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	965
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	965
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 3,908		
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	3,908
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	2,943
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 2,943 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. **(1)** On the foundation. ▶ $ ____ **(2)** On foundation managers. ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? 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 page 19 of the instructions) ▶ GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶ N/A

14 The books are in care of ▶ JACK FISHER Telephone no. ▶ 404-250-4570

750 HAMMOND DR., BLDG 17

Located at ▶ ATLANTA GA ZIP+4 ▶ 30328

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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? N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 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.) 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 ▶ 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) 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)

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? 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 ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 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 (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
JACK FISHER 750 HAMMOND DR., BLDG 17	ATLANTA GA 30328	CHAIRMAN 0.25	0	0	0
SALLY TOMLINSON 750 HAMMOND DR., BLDG 17	ATLANTA GA 30328	DIRECTOR 0.25	0	0	0

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

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

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		

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 N/A	
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 N/A	
2	
All other program-related investments See page 24 of the instructions. 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:			
a	Average monthly fair market value of securities		1a	2,182,744
b	Average of monthly cash balances		1b	86,931
c	Fair market value of all other assets (see page 25 of the instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	2,269,675
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	2,269,675
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)		4	34,045
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,235,630
6	**Minimum investment return.** Enter 5% of line 5		6	111,782

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	111,782
2a	Tax on investment income for 2010 from Part VI, line 5	2a 965		
b	Income tax for 2010. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	965
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	110,817
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	110,817
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	110,817

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	125,630
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
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	125,630
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	125,630

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					110,817
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only					
b Total for prior years: 20 ____ , 20 ____ , 20 ____					
3 Excess distributions carryover, if any, to 2010:					
a From 2005	63,319				
b From 2006	69,138				
c From 2007	4,900				
d From 2008	42,651				
e From 2009					
f **Total** of lines 3a through e		180,008			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 125,630					
a Applied to 2009, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2010 distributable amount					110,817
e Remaining amount distributed out of corpus		14,813			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		194,821			
b Prior years' undistributed income. Subtract line 4b from line 2b					
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					
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					0
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)		63,319			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		131,502			
10 Analysis of line 9:					
a Excess from 2006	69,138				
b Excess from 2007	4,900				
c Excess from 2008	42,651				
d Excess from 2009					
e Excess from 2010	14,813				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ▶ ☒ 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 6				125,630
Total			▶ 3a	125,630
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	57	
4 Dividends and interest from securities			14	65,616	
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	-257,306	5,879
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		-191,633	5,879

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -185,754

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
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

Signature of officer or trustee: [signature] Date: 8-11-11 Title: President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
STEIN K. AGEE	[signature]	08/11/11	

Firm's name ▶ AGEEFISHERBARRETT, LLC — PTIN P00747018

Firm's address ▶ 750 HAMMOND DR NE BLDG 17, ATLANTA, GA 30328-5518 — Firm's EIN ▶ 58-2248437

Phone no 404-250-4570

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2010

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

Name	Employer Identification Number
KATE AND ELWYN TOMLINSON FOUNDATION	58-0634727

	(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)
(1)	SEE STMT 1-ST	P	VARIOUS	VARIOUS
(2)	SEE STMT 1-LT	P	VARIOUS	VARIOUS
(3)	SEE STMT 2-ST	P	VARIOUS	VARIOUS
(4)	SEE STMT 2-LT	P	VARIOUS	VARIOUS
(5)	MERRILL LYNCH			
(6)	WELLS FARGO			
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	(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)
(1)	859		845	14
(2)	327,068		506,474	-179,406
(3)	8,570		8,063	507
(4)	370,665		449,086	-78,421
(5)	2,059			2,059
(6)	3,820			3,820
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	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))
(1)				14
(2)				-179,406
(3)				507
(4)				-78,421
(5)				2,059
(6)				3,820
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING AND LEGAL FEES	$ 2,288	$ 2,288	$	$
TOTAL	$ 2,288	$ 2,288	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT ADVISORY	$ 15,155	$ 15,155	$	$
TOTAL	$ 15,155	$ 15,155	$ 0	$ 0

Federal Statements

Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INVESTMENTS - CORPORATE STOCKS	$ 2,176,252	$ 1,915,835	MARKET	$ 1,915,835
UNREALIZED GAIN (LOSS)	-135,962	281,997	MARKET	281,997
ROUNDING	1	-4		
TOTAL	$ 2,040,291	$ 2,197,828		$ 2,197,832

Statement 4 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CORPORATE BONDS	$ 100,000	$ 100,000	MARKET	$ 100,000
UNREALIZED GAIN (LOSS)	-350	3,930	MARKET	3,930
TOTAL	$ 99,650	$ 103,930		$ 103,930

Federal Statements

Statement 5 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	$ 426,264
TOTAL	$ 426,264

Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
ATLANTA HISTORY CENTER ATLANTA GA 30305	130 WEST PACES FERRY CHARITY	CHARITABLE		1,000
ATLANTA HUMAN SOC ATLANTA GA 30318-5562	981 HOWELL MILL RD. NW CHARITY	CHARITABLE		2,000
ATLANTA UNION MISSION ATLANTA GA 30318	2352 BOLTON ROAD CHARITY	CHARITABLE		130
ATLANTA NORTHLAKE ELKS LO TUCKER GA 30084	1775 MONTREAL ROAD CHARITY	CHARITABLE		250
BETHANY UNITED METH CH SMYRNA GA 30082-2920	760 HURT ROAD CHARITY	CHARITABLE		1,500
CHEROKEE CHAPTER NS DAR ATLANTA GA 30324-4522	2141 ARLINGTON AVE NE CHARITY	CHARITABLE		1,250
C MATEYA WILDLIFE FDN KENNESAW GA 30144-3725	245 TOWNPARK DR NW CHARITY	CHARITABLE		1,000
FORWARD ARTS FDN ATLANTA GA 30305	3130 SLATON DR CHARITY	CHARITABLE		7,700
HIGH MUSEUM OF ART ATLANTA GA 30309	1280 PEACHTREE ST. NE CHARITY	CHARITABLE		25,000
HIGH MUSEUM OF ART ATLANTA GA 30309	1280 PEACHTREE ST. NE CHARITY	CHARITABLE		15,000
HOSPICE OF ATLANTA ATLANTA GA 30319	1244 PARK VISTA DRIVE CHARITY	CHARITABLE		200
HOUSE OF THE TEMPLE WASHINGTON DC 20090-6807	PO BOX 96807 CHARITY	CHARITABLE		250
MASONIC HOME OF GA MACON GA 31211-1399	1417 NOTTINGHAM DR CHARITY	CHARITABLE		250
PACE ACADEMY ATLANTA GA 30327	966 WEST PACES FERRY RD CHARITY	CHARITABLE		2,000
SHEPHERD CENTER FDN ATLANTA GA 30309-1465	2020 PEACHTREE ROAD NW CHARITY	CHARITABLE		5,000
ST SIMONS LAND TR ST SIMONS ISLAND GA 31522	PO BOX 24615 CHARITY	CHARITABLE		11,000
ST FRANCIS HIGH SCHOOL ALPHARETTA GA 30004	13440 COGBURN ROAD CHARITY	CHARITABLE		500
THE CATHEDRAL OF ST PHILL ATLANTA GA 30305-2920	2744 PEACHTREE RD NW CHARITY	CHARITABLE		5,500

Federal Statements

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
THE GLYNN COMM CRISIS CTR BRUNSWICK GA 31521	PO BOX 278 CHARITY	CHARITABLE		1,000
THE SPRUILL CENTER OF ART DUNWOODY GA 30338	5339 CHAMBLEE DUNWOOD RD CHARITY	CHARITABLE		3,500
THE LOVETT SCHOOL ATLANTA GA 30327	4075 PACES FERRY RD NW CHARITY	CHARITABLE		2,000
THE UNIVERSITY OF GA FDN ATHENS GA 30602	394 S MILLEDGE AVE CHARITY	CHARITABLE		30,000
THE USO WASHINGTON DC 20077-7677	PO BOX 96860 CHARITY	CHARITABLE		100
THE WESTMINSTER SCH ATLANTA GA 30327	1424 W PACES FERRY RD NW CHARITY	CHARITABLE		2,000
THE WOMEN'S AUXILLA ATLANTA GA 30309	1968 PEACHTREE RD NW CHARITY	CHARITABLE		5,000
VANDERBILT UNIVERSITY NASHVILLE TN 37240-7727	2301 VANDERBILT PLACE CHARITY	CHARITABLE		1,000
ZOO ATLANTA ATLANTA GA 30315-1470	800 CHEROKEE AVE SE CHARITY	CHARITABLE		1,500
TOTAL				125,630

Client:	Kate & Elwyn Tomlinson Foundation	File Name:	Portfolio
W/P:	Portfolio Value	Preparer:	CLR
Period:	December 31, 2010		

Date	Corporate Bonds	Shares	Cost Basis	FMV
8/28/2008	EKSOIRTFUBABS	100,000	100,000.00	103,930.00
			100,000.00	103,930.00

STOCKS

Date	Security	Shares	Cost Basis	FMV
1/13/2005	PROCTER & GAMBLE CO	300	16,929.60	19,299.00
7/15/2004	THE SOUTHERN COMPANY	300	8,948.34	11,469.00
9/7/2004	THE SOUTHERN COMPANY	300	9,391.04	11,469.00
10/25/2004	THE SOUTHERN COMPANY	200	6,451.92	7,646.00
5/26/2005	THE SOUTHERN COMPANY	200	6,866.00	7,646.00
			48,586.90	57,529.00

VARIABLE ANNUITIES

Date	Security	Shares	Cost Basis	FMV
7/2/2010	NATIONWIDE LIFE & ANN	12,018	100,000.00	115,026.87
			100,000.00	115,026.87

OPEN END MUTUAL FUNDS

Date	Security	Shares	Cost Basis	FMV
7/6/2010	BLACKROCK GLOBAL ALLOC	2,141.177	36,875.15	41,752.95
2/12/2009	CALAMOS MARKET NEUTRAL	2,032.536	20,767.65	24,146.52
2/12/2009	DIAMOND HILL LONG SHRT	1,502.737	20,007.93	24,674.94
2/22/2006	DODGE AND COX INCOME FUND	6,643.146	83,462.80	87,888.82
2/22/2006	FPA NEW INCOME INC	5,846.081	63,543.69	63,429.97
12/15/2010	GOLDMAN SACHS	2,576.701	20,557.14	20,459.00
7/1/2010	HUSSMAN INVT TR	4,429.220	52,301.39	51,300.43
2/22/2006	ARTIO GLOBAL INVT FDS	2,613.974	34,253.95	35,053.39
2/22/2006	MFS SER TR X	1,340.945	18,423.95	19,497.34
2/22/2006	PIMCO FDS PACK INVT	5,506.354	57,804.27	59,743.94
2/22/2006	PIMCO FDS PAC INVT	3,318.800	36,625.10	36,838.68
2/15/2010	STADION MANAGED	10,058.881	102,500.00	103,505.88
2/22/2006	WESTERN ASSET CORE PLUS	6,981.101	71,691.94	75,256.26
			618,814.96	643,548.12

CLOSED END MUTAL FUNDS

Date	Security	Shares	Cost Basis	FMV
2/6/2009	American Capital Income	4,773.00	193,068.61	238,136.44
2/7/2002	Blackrock Fundamental	11,521.00	198,060.40	273,988.38
7/8/2009	Credit Suisse Commodity	8,355.00	63,289.37	77,621.27

Client:	Kate & Elwyn Tomlinson Foundation		File Name:	Portfolio
W/P:	Portfolio Value		Preparer:	CLR
Period:	December 31, 2010			
10/5/2010	Federated Strategic	33,962.00	146,706.71	149,432.84
2/6/2009	Loomis Sayles Invt	29.00	367.83	367.72
2/6/2009	Loomis Sayles Strategic	5,277.00	70,595.77	77,997.49
11/11/2004	Munder Ser TR Fromerly	4,573.00	89,524.15	130,110.13
10/5/2010	Neuberger Berman Genesis	2,039.00	83,030.00	93,737.63
11/16/2005	Pimco Real Return	4,150.00	45,610.01	47,152.78
3/6/2009	Pimco Total Return Fund	11,616.00	117,250.97	126,043.73
10/5/2010	TCW Total Return	4,785.00	49,414.67	47,471.16
2/6/2009	Victory Investment	10,938.00	91,514.64	119,668.35
			1,148,433.13	1,381,727.92
	TOTAL		**2,015,834.99**	**2,301,761.91**

WELLS FARGO ADVISORS

As of Date: 2/11/11

Account Number: 4646-8745
Command Account Number: 9073233773
KATE & ELWYN TOMLINSON
FOUNDATION INC.

Important Realized Gain/Loss Information

This information is provided for courtesy purposes only. Each individual taxpayer should consult with a tax advisor as to any additional reporting requirements or adjustments. NO COST BASIS OR REALIZED GAIN/LOSS INFORMATION IS PROVIDED TO THE IRS, NOR IS THIS INFORMATION VERIFIED OR GUARANTEED BY FIRST CLEARING, LLC TO BE ACCURATE FOR EACH TAXPAYER'S UNIQUE REPORTING REQUIREMENTS. THEREFORE, YOU SHOULD NEVER ASSUME THIS STATEMENT IS ACCURATE IN LIEU OF COMPLETING SCHEDULE D OF YOUR TAX RETURN AND CONSULTING WITH YOUR TAX ADVISOR.

Federal tax reporting requirements will create differences between the information presented here and what appears on your Form 1099-B, including but not limited to the following situations:

* Cost basis for many fixed income tax lots has been amortized (for securities purchased at a premium) or accreted (for securities purchased at a discount), when possible, for applicable securities. For securities that were purchased at an Original Issue Discount (OID), only those positions whose cost basis has been adjusted will reflect the impacts of the OID accruals on the original cost basis. The original issue discount amount reported on your Form 1099-OID is not adjusted for market discount, acquisition premium or bond premium. Therefore, the amortization and accretion adjustments used on this statement may not be consistent with the Form 1099-OID amount because the reporting requirements on the Form 1099-OID are different.
* The Original Price represents the unadjusted price of the security. The Original Price can be used to calculate the original unadjusted cost of the security.
* Short sales are reportable on Form 1099-B before the position is closed.
* Long-term capital gains reported by a RIC or REIT appear on Form 1099-DIV only, as noted in the instructions for that form.
* Lots closed due to transfers or journals will not be reflected in the Realized Gain/Loss Statement, or on the Form 1099-B.

Realized Gain/Loss Summary	THIS YEAR GAIN	THIS YEAR LOSS	THIS YEAR NET
Short term	46.91	-33.14	13.77
Long term	4,270.26	-43,322.21	A -39,051.95
Total - Realized Gain/Loss	**$4,317.17**	**-$43,355.35**	**-$39,038.18**

<39,051.95>

B 10/12/10 GLOBAL CROSSING WORTHLESS STOCK <B 140,354.30>

STMT 1 LT <179,406.25>

1 of 6

YT143043 007782 043161043143 NYNNN NNNNN NNNNNN 000007

As of Date: 2/11/11

Account Number: 4646-8745
Command Account Number: 9073233773
KATE & ELWYN TOMLINSON
FOUNDATION INC.

Realized Gain/Loss Detail for Year

Short Term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ADVISORS INNER CIRCLE FD CAMBIAR OPPTY FD INSTL CL	17.88900	15.7400	01/04/10	07/06/10	251.71	281.58	-29.87
DODGE & COX FDS INTL STK FD	10.90100	31.2700	12/23/09	12/15/10	387.43	340.88	46.55
FIRST TRUST/ABERDEEN GLOBAL OPPORTUNITY INCOME FUND	0.18500	15.9695	12/23/09	12/15/10	2.98	2.95	0.03
	0.18000	16.5130	01/28/10	12/15/10	2.90	2.97	-0.07
	0.19100	15.7352	02/26/10	12/15/10	3.08	3.00	0.08
	0.18700	16.1754	03/25/10	12/15/10	3.02	3.02	0.00
	0.18300	16.6249	04/27/10	12/15/10	2.95	3.05	-0.10
	0.20300	15.1078	06/01/10	12/15/10	3.27	3.07	0.20
	0.19500	15.8775	06/24/10	12/15/10	3.15	3.10	0.05
	0.18900	16.5312	07/28/10	12/15/10	3.05	3.12	-0.07
	0.18100	17.4388	08/25/10	12/15/10	2.92	3.15	-0.23
	0.17800	17.8489	09/28/10	12/15/10	2.88	3.17	-0.29
	0.17400	18.3500	10/19/10	12/15/10	2.81	3.19	-0.38
	0.19100	16.8751	11/18/10	12/15/10	3.10	3.22	-0.12
	0.19600	16.5575	12/16/10	12/21/10	3.22	3.24	-0.02
Subtotal	**2.43300**				**39.33**	**40.25**	**-0.92**
WELLS FARGO FDS TR ADVANTAGE ENDEAVOR SELECT FD CL I	22.27400	8.1900	12/21/09	06/10/10	180.43	182.42	-1.99
Total - Short Term					**$858.90**	**$845.13**	**$13.77**

STMT 1 (CONT)
2 of 6

Realized Gain/Loss

ADVISORS

As of Date: 2/11/11

Account Number: 4646-8745
Command Account Number: 9073233773
KATE & ELWYN TOMLINSON
FOUNDATION INC.

Long Term

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
ADVISORS INNER CIRCLE FD CAMBIAR OPPTY FD INSTL CL	2,500.00000	18.3600	02/22/06	06/10/10	37,325.00	45,899.99	-8,574.99
	2,066.64100	18.3600	02/22/06	07/06/10	29,077.63	37,943.52	-8,865.89
	48.34000	20.6700	12/19/06	07/06/10	680.14	999.18	-319.04
	33.10400	20.6700	12/19/06	07/06/10	465.77	684.27	-218.50
	40.85900	20.4100	01/04/07	07/06/10	574.88	833.93	-259.05
	203.92000	19.2000	12/18/07	07/06/10	2,869.16	3,915.27	-1,046.11
	30.42400	19.1700	01/02/08	07/06/10	428.06	583.23	-155.17
	93.28800	10.6500	12/22/08	07/06/10	1,312.57	993.52	319.05
	57.01500	10.8400	01/02/09	07/06/10	802.20	618.04	184.16
Subtotal	**5,073.59100**				**73,535.41**	**92,470.95**	**-18,935.54**
DODGE & COX FDS INTL STK FD	641.13000	36.8100	02/28/06	12/15/10	22,785.75	23,600.00	-814.25
	8.30400	43.6200	01/03/07	12/15/10	295.12	362.24	-67.12
	6.92300	43.6200	01/03/07	12/15/10	246.04	301.97	-55.93
	2.11600	43.6200	01/03/07	12/15/10	75.20	92.32	-17.12
	17.97400	46.1600	01/02/08	12/15/10	638.79	829.68	-190.89
	16.51900	46.1600	01/02/08	12/15/10	587.08	762.51	-175.43
	4.89300	46.1600	01/02/08	12/15/10	173.89	225.86	-51.97
	31.29700	20.9600	12/24/08	12/15/10	1,112.30	655.99	456.31
	50.67500	20.9600	12/26/08	12/15/10	1,801.01	1,062.14	738.87
	1.99800	20.9600	12/26/08	12/15/10	71.01	41.87	29.14
Subtotal	**781.82900**				**27,786.19**	**27,934.58**	**-148.39**
FIRST TRUST/ABERDEEN GLOBAL OPPORTUNITY INCOME FUND	14.89800	18.3668	03/02/06	12/15/10	239.85	273.62	-33.77

STMT 1 (CONT) 3 of 6

As of Date: 2/11/11

Account Number: 4646-8745
Command Account Number: 9073233773
KATE & ELWYN TOMLINSON
FOUNDATION INC.

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	0.10400	18.6221	03/29/06	12/15/10	1.67	1.94	-0.27
	0.11100	17.5744	04/27/06	12/15/10	1.78	1.95	-0.17
	0.11100	17.6425	05/25/06	12/15/10	1.78	1.96	-0.18
	0.11800	16.8112	06/26/06	12/15/10	1.90	1.98	-0.08
	0.11600	17.1660	07/27/06	12/15/10	1.86	1.99	-0.13
	0.11100	18.1090	08/24/06	12/15/10	1.78	2.01	-0.23
	0.11100	18.1689	09/27/06	12/15/10	1.78	2.02	-0.24
	0.11200	18.2436	10/25/06	12/15/10	1.80	2.04	-0.24
	0.00300	18.2436	10/25/06	12/15/10	0.04	0.05	-0.01
	0.11100	18.5172	11/29/06	12/15/10	1.78	2.05	-0.27
	0.10700	19.4293	12/22/06	12/15/10	1.72	2.07	-0.35
	0.39300	19.1380	01/11/07	12/15/10	6.32	7.53	-1.21
	0.11400	18.6334	01/26/07	12/15/10	1.83	2.13	-0.30
	0.11500	18.7694	02/28/07	12/15/10	1.85	2.15	-0.30
	0.11600	18.6530	03/26/07	12/15/10	1.86	2.16	-0.30
	0.11500	19.0202	04/27/07	12/15/10	1.85	2.18	-0.33
	0.11400	19.1633	05/29/07	12/15/10	1.83	2.19	-0.36
	0.11700	18.8242	07/06/07	12/15/10	1.88	2.21	-0.33
	0.12200	18.2256	07/26/07	12/15/10	1.96	2.22	-0.26
	0.13600	16.4764	08/24/07	12/15/10	2.19	2.24	-0.05
	0.13100	17.1924	09/28/07	12/15/10	2.11	2.26	-0.15
	0.13000	17.4107	10/26/07	12/15/10	2.09	2.27	-0.18
	0.13600	16.9003	11/28/07	12/15/10	2.19	2.29	-0.10
	0.14200	16.3216	12/21/07	12/15/10	2.28	2.31	-0.03
	0.15000	16.7023	01/17/08	12/15/10	2.41	2.51	-0.10

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Realized Gain/Loss

ADVISORS

As of Date: 2/11/11

Account Number: 4646-8745
Command Account Number: 9073233773
KATE & ELWYN TOMLINSON
FOUNDATION INC.

Long Term *Continued*

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
	0.13900	16.9669	02/05/08	12/15/10	2.24	2.35	-0.11
	0.14100	16.7280	02/28/08	12/15/10	2.27	2.36	-0.09
	0.14500	16.4442	03/28/08	12/15/10	2.33	2.38	-0.05
	0.14300	16.7433	04/25/08	12/15/10	2.30	2.40	-0.10
	0.14400	16.7533	05/29/08	12/15/10	2.32	2.42	-0.10
	0.14700	16.5975	06/26/08	12/15/10	2.36	2.44	-0.08
	0.15800	15.5685	07/31/08	12/15/10	2.54	2.46	0.08
	0.16500	15.0085	08/26/08	12/15/10	2.65	2.48	0.17
	0.19800	12.6341	09/26/08	12/15/10	3.19	2.50	0.69
	0.24400	10.3482	10/24/08	12/15/10	3.93	2.53	1.40
	0.30700	8.3258	11/26/08	12/15/10	4.95	2.56	2.39
	0.28800	9.0198	12/23/08	12/15/10	4.64	2.60	2.04
	0.24800	10.5856	02/02/09	12/15/10	3.99	2.63	1.36
	0.26200	10.1966	02/25/09	12/15/10	4.22	2.67	1.55
	0.26300	10.2819	03/25/09	12/15/10	4.24	2.70	1.54
	0.24500	11.1546	04/29/09	12/15/10	3.95	2.73	1.22
	0.22500	12.2984	05/26/09	12/15/10	3.62	2.77	0.85
	0.21600	12.9766	06/29/09	12/15/10	3.48	2.80	0.68
	0.20700	13.6368	07/27/09	12/15/10	3.33	2.82	0.51
	0.20000	14.2604	08/26/09	12/15/10	3.22	2.85	0.37
	0.18900	15.2266	09/23/09	12/15/10	3.05	2.88	0.17
	0.18500	15.6780	10/26/09	12/15/10	2.98	2.90	0.08
	0.18600	15.7489	11/25/09	12/15/10	3.00	2.93	0.07
Subtotal	**22.68900**				**365.19**	**390.49**	**-25.30**

STMT 1 (CONT) 5 of 6

As of Date: 2/11/11

Account Number: 4646-8745
Command Account Number: 9073233773
KATE & ELWYN TOMLINSON
FOUNDATION INC.

Long Term *Continued* DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	DATE ACQUIRED	CLOSE DATE	PROCEEDS	ADJ COST/ ORIG COST	GAIN/LOSS
MFS SER TR X EMERGING MKTS DEBT FD CLASS A	1,378.36000	13.9700	02/22/06	12/29/10	20,000.00	19,255.69	744.31
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL	1,850.13900	10.4700	02/22/06	12/29/10	20,000.00	19,370.95	629.05
PLUM CREEK TIMBER CO INC DEPOSITARY UNIT	500.00000	37.4700	10/03/05	12/15/10	18,031.59	18,947.75	-916.16
	155.00000	37.3600	02/22/06	12/15/10	5,589.80	5,790.80	-201.00
Subtotal	**655.00000**				**23,621.39**	**24,738.55**	**-1,117.16**
RYDEX SERIES FUNDS MANAGED FUTURES STRATEGY CL H	2,854.08500	28.0300	02/12/09	12/15/10	72,322.51	80,000.00	-7,677.49
WACH CORP ENHANCED GROWTH SECURITIES OF INTNL 6/15/2010	1,000.00000	10.0000	11/29/06	06/15/10	8,657.25	10,000.00	-1,342.75
WACHOVIA CORP PFD SERIES BSKT OF COMM	2,500.00000	10.0000	10/27/06	06/23/10	25,624.56	25,000.00	624.56
WELLS FARGO FDS TR ADVANTAGE ENDEAVOR SELECT FD CL I	6,474.72400	9.9700	02/22/06	06/10/10	52,445.26	64,553.00	-12,107.74
	0.27700	10.3000	12/14/06	06/10/10	2.24	2.85	-0.61
	56.01700	11.7000	12/18/07	06/10/10	453.73	655.40	-201.67
	6.68400	11.5200	12/21/07	06/10/10	54.14	77.00	-22.86
	271.60700	6.1500	12/15/08	06/10/10	2,200.02	1,670.38	529.64
Subtotal	**6,809.30900**				**55,155.39**	**66,958.63**	**-11,803.24**
Total - Long Term					**$327,067.89**	**$366,119.84**	**-$39,051.95**
	8000.00		10/12/10		- 0 -	140,354.30	<140,354.30>

TOTAL LT LOSS <179,406.25>

STMT 1 (COST) 6 of 6

Merrill Lynch
Bank of America Corporation

Account No.	Taxpayer No.	Page
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KATE & ELWYN TOMLINSON

2010 ANNUAL STATEMENT SUMMARY

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and the preparation of your tax return. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize the premium paid on the purchase of taxable bonds. The gain (loss) information may not include return of capital, sales load deferral or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The Cost Basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount (OID) obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

Data from Forms 1099 (reportable Dividend and Interest) is also repeated in this summary for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer nor tax advisor. Please see your tax advisor for more information.

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
SHORT TERM CAPITAL GAINS								
JN HNCK CLASSIC VAL FD I	.1660	06/18/10	10/04/10			2.50	2.48	0.02
	107.0000	12/15/09	10/05/10			1,653.15	1,549.36	103.79
	1.0000	12/16/09	10/05/10			15.46	14.37	1.09
	.2420	06/18/10	10/05/10			3.74	3.61	0.13
		Security Subtotal				*1,674.85*	*1,569.82*	*105.03*
CR SUISSE COM RTN STRT A	.1880	06/18/10	10/04/10			1.60	1.49	0.11
PIMCO REAL RETURN FUND	.1760	09/30/10	10/04/10			2 04	2 03	0.01
PIMCO TOTAL RETURN FUND	.0750	06/30/10	06/30/10			0.84	0.84	0.00
	.1700	09/30/10	10/04/10			1.97	1.97	0.00
		Security Subtotal				*2.81*	*2.81*	*0.00*
AMERICAN CAPITAL INCOME	.5650	09/20/10	10/04/10			27 62	27 12	0.50
BLKRK CPT APR FD INC INS	.1890	06/18/10	10/04/10			3.91	3.81	0.10
L SYLS INV GR BD FD CL Y	6380	06/18/10	06/30/10			7.66	7.66	0.00
	.6480	09/07/10	10/04/10			8.14	7.97	0.17
	.6850	09/07/10	10/05/10			8.64	8.44	0.20
	34.0000	04/07/10	10/07/10			428.74	408.68	20.06
	33.0000	03/04/10	10/07/10			416 13	391.71	24 42
	33.0000	05/10/10	10/07/10			416.13	400.95	15.18
	1.0000	02/05/10	10/07/10			12.61	11.81	0.80

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Merrill Lynch
Bank of America Corporation

Account No. 7PH-04G59 | Taxpayer No. 58-0634727

KATE & ELWYN TOMLINSON

2010 ANNUAL STATEMENT SUMMARY

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
L SYLS INV GR BD FD CL Y								
	35.0000	02/04/10	10/07/10			441.35	413.00	28.35
	18.0000	01/06/10	10/07/10			226.98	210.24	16.74
	1.0000	04/08/10	10/07/10			12.61	12.03	0.58
	1.0000	12/07/09	10/07/10			12.61	11.76	0.85
	34.0000	06/04/10	10/07/10			428.74	403 92	24.82
	1.0000	07/07/10	10/07/10			12.61	10.49	2.12
	30 0000	07/07/10	10/07/10			378.30	359.70	18.60
	1 0000	08/05/10	10/07/10			12.61	12.11	0.50
	27.0000	08/05/10	10/07/10			340.47	331.83	8.64
	29.0000	09/07/10	10/07/10			365.71	356.98	8.73
	36.0000	01/06/10	10/07/10			453.96	420.48	33.48
	31.0000	12/04/09	10/07/10			390.91	366.11	24.80
	35.0000	11/06/09	10/07/10			441.35	407.05	34.30
	1.0000	10/07/09	10/07/10			12.61	11.71	0.90
		Security Subtotal				***4,828.87***	***4,564.63***	***264.24***
MUNDER SM CAP VALUE CL Y	.0190	06/18/10	10/04/10			0.32	0.32	0 00
	116.0000	12/29/09	10/05/10			2,004 49	1,867 60	136.89
	.6090	06/18/10	10/05/10			10.52	10.22	0.30
		Security Subtotal				***2,015.33***	***1,878.14***	***137.19***
L SAYLES STRT INC CL Y	.4410	09/21/10	10/04/10			6.50	6.44	0.06
MUNDER MIDCAP CORE GR Y	.0410	06/18/10	10/04/10			1.02	0.99	0.03
		Short Term Capital Gains Subtotal				**8,564.55**	**8,057.28**	**507.27**
SHORT TERM CAPITAL LOSSES								
L SAYLES STRT INC CL Y	.2280	06/22/10	06/30/10			3.16	3.20	(0.04)
VICTRY INV GRD CONV FD A	.0120	06/30/10	06/30/10			0.11	0.12	(0.01)
	.2230	09/29/10	10/04/10			2 34	2.35	(0.01)
		Security Subtotal				***2.45***	***2.47***	***(0.02)***
		Short Term Capital Losses Subtotal				**5.61**	**5.67**	**(0.06)**
NET SHORT TERM CAPITAL GAIN (LOSS)						8570.16	8062.95	**507.21**

STMT 2 (CONT) 2 of 5

Merrill Lynch
Bank of America Corporation

Account No. 7PH-04G59 **Taxpayer No.** 58-0634727

KATE & ELWYN TOMLINSON

2010 ANNUAL STATEMENT SUMMARY

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
LONG TERM CAPITAL GAINS								
JN HNCK CLASSIC VAL FD I	414.0000	12/16/08	10/05/10			6,396.31	4,119.30	2,277.01
	514.0000	12/16/08	10/05/10			7,941.32	5,114.30	2,827.02
	1.0000	12/17/08	10/05/10			15.45	10.56	4.89
		Security Subtotal				*14,353.08*	*9,244.16*	*5,108.92*
CR SUISSE COM RTN STRT A	120.0000	07/08/09	10/04/10			1,022.40	889.20	133.20
PIMCO REAL RETURN FUND	63.0000	11/16/05	10/04/10			730.80	704 34	26 46
	.4450	11/16/05	10/04/10			5.16	4.98	0.18
		Security Subtotal				*735.96*	*709.32*	*26.64*
PIMCO TOTAL RETURN FUND	666.0000	03/06/09	06/30/10			7,499.16	6,613 38	885 78
	.1340	03/06/09	10/04/10			1.57	1.34	0.23
	169.0000	03/06/09	10/04/10			1,965.47	1,678.17	287.30
		Security Subtotal				*9,466.20*	*8,292.89*	*1,173.31*
AMERICAN CAPITAL INCOME	72.0000	02/06/09	10/04/10			3,520.08	2,878.48	641 60
	.1290	02/06/09	10/04/10			6.31	5.16	1.15
		Security Subtotal				*3,526.39*	*2,883.64*	*642.75*
BLKRK CPT APR FD INC INS	179.0000	02/07/02	10/04/10			3,707.09	3,082.38	624.71
L SYLS INV GR BD FD CL Y	623.0000	02/06/09	06/30/10			7,488.46	6,092.94	1,395.52
	.3220	02/06/09	06/30/10			3.88	3.15	0.73
	115.0000	02/06/09	10/04/10			1,445.55	1,124.70	320.85
	.1040	02/06/09	10/04/10			1.31	1.02	0 29
	1.0000	02/06/09	10/07/10			12.60	10.65	1 95
	1.0000	04/07/09	10/07/10			12.61	9 62	2.99
	6928.0000	02/06/09	10/07/10			87,362.07	67,755.83	19,606.24
	.2110	02/06/09	10/07/10			2.66	2 06	0 60
	36.0000	03/05/09	10/07/10			453 96	342.00	111.96
	37.0000	04/06/09	10/07/10			466.57	356.31	110.26
	33.0000	05/11/09	10/07/10			416.13	331.98	84.15
	37.0000	08/06/09	10/07/10			466.57	412.18	54.39
	1.0000	08/07/09	10/07/10			12.61	11.08	1.53
	36.0000	09/04/09	10/07/10			453.96	406.80	47.16
	32 0000	10/06/09	10/07/10			403 52	371.52	32.00
		Security Subtotal				*99,002.46*	*77,231.84*	*21,770.62*
MUNDER SM CAP VALUE CL Y	1 0000	09/29/08	10/05/10			17.28	16 82	0.46

STMT 2 (CONT) 3 of 5

Merrill Lynch
Bank of America Corporation

Account No. 7PH-04G59 **Taxpayer No.** 58-0634727

KATE & ELWYN TOMLINSON

2010 ANNUAL STATEMENT SUMMARY

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
L SAYLES STRT INC CL Y	539.0000	02/06/09	06/30/10			7,486.71	5,799.64	1,687.07
	.7290	02/06/09	06/30/10			10.13	7.85	2.28
	30.0000	02/06/09	10/04/10			442.20	322.80	119.40
	.3600	02/06/09	10/04/10			5.31	3.88	1.43
		Security Subtotal				***7,944.35***	***6,134.17***	***1,810.18***
VICTRY INV GRD CONV FD A	760.0000	02/06/09	06/30/10			7,493 60	6,247.20	1,246 40
	6370	02/06/09	06/30/10			6 29	5.24	1.05
	167 0000	02/06/09	10/04/10			1,751.83	1,372.74	379.09
	.1750	02/06/09	10/04/10			1 84	1.44	0 40
		Security Subtotal				***9,253.56***	***7,626.62***	***1,626.94***
MUNDER MIDCAP CORE	.0840	11/11/04	10/04/10			2.10	1.62	0.48
	71.0000	11/11/04	10/04/10			1,772.87	1,367.66	405.21
		Security Subtotal				***1,774.97***	***1,369.28***	***405.69***
		Long Term Capital Gains Subtotal				**150,803.74**	**117,480.32**	**33,323.42**
						PJS	PJS	PJS
LONG TERM CAPITAL LOSSES								
JN HNCK CLASSIC VAL FD I	150.0000	10/28/05	10/04/10			2,263 50	3,550.50	(1,287 00)
	33.0000	12/14/07	10/05/10			509.85	722.04	(212 19)
	1.0000	12/17/07	10/05/10			15.44	21.28	(5.84)
	878.0000	12/14/07	10/05/10			13,565 11	19,210.64	(5,645 53)
	1.0000	12/17/07	10/05/10			15.45	21.28	(5.83)
	1.0000	12/21/06	10/05/10			15.45	27.65	(12.20)
	204.0000	12/14/07	10/05/10			3,151.80	4,463.52	(1,311.72)
	42.0000	12/20/06	10/05/10			648.90	1,162.56	(513.66)
	314.0000	12/20/06	10/05/10			4,851.30	8,691.52	(3,840.22)
	81 0000	12/20/06	10/05/10			1,251.45	2,242.08	(990.63)
	1.0000	06/07/06	10/05/10			15 45	25 17	(9.72)
	1242.0000	06/02/06	10/05/10			19,188.90	31,981.50	(12,792.60)
	1 0000	12/27/05	10/05/10			15.44	24.66	(9.22)
	1.0000	12/27/05	10/05/10			15.44	24.66	(9.22)
	28 0000	12/23/05	10/05/10			432.60	688 24	(255.64)
	99.0000	12/23/05	10/05/10			1,529.54	2,433.42	(903.88)
	42 0000	12/23/05	10/05/10			648.90	1,032.36	(383 46)
	5647.0000	10/28/05	10/05/10			87,246.15	133,664.50	(46,418.35)
	1.0000	12/21/06	10/05/10			15.44	27.65	(12.21)
		Security Subtotal				***135,396.11***	***210,015.23***	***(74,619.12)***

STMT 2 (CONT) 4 of 5

Merrill Lynch
Bank of America Corporation

Account No. 7PH-04G59 | Taxpayer No. 58-0634727

KATE & ELWYN TOMLINSON

2010 ANNUAL STATEMENT SUMMARY

2010 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Amortization/Accretion Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
MUNDER SM CAP VALUE CL Y	77.0000	11/11/04	10/04/10			1,296.68	1,907.31	(610.63)
	1.0000	09/27/07	10/05/10			17.28	28.30	(11.02)
	32.0000	12/27/07	10/05/10			552.96	780.48	(227.52)
	1.0000	12/28/07	10/05/10			17.28	24.33	(7.05)
	267.0000	09/26/07	10/05/10			4,613.77	7,573.50	(2,959.73)
	42.0000	09/26/07	10/05/10			725.76	1,178 10	(452.34)
	239.0000	12/27/07	10/05/10			4,129 93	5,902.38	(1,772.45)
	1.0000	09/28/06	10/05/10			17.28	27.61	(10.33)
	78.0000	09/26/08	10/05/10			1,347.84	1,438 59	(90 75)
	249 0000	09/26/08	10/05/10			4,302.73	4,588 92	(286.19)
	25.0000	12/27/06	10/05/10			432.00	738.00	(306.00)
	11.0000	09/29/05	10/05/10			190.08	297.33	(107.25)
	33.0000	12/28/05	10/05/10			570.24	908.49	(338.25)
	43.0000	09/27/06	10/05/10			743.04	1,188.09	(445.05)
	3403.0000	11/11/04	10/05/10			58,803.83	84,293 01	(25,489.18)
	35.0000	12/30/04	10/05/10			604 80	919 45	(314.65)
	123.0000	09/27/06	10/05/10			2,125.44	3,426 12	(1,300.68)
	84.0000	09/29/05	10/05/10			1,451.52	2,297.55	(846.03)
	3.0000	12/30/04	10/05/10			51 83	78.81	(26 98)
	62.0000	12/28/05	10/05/10			1,071.36	1,734.39	(663 03)
	58.0000	12/28/05	10/05/10			1,002.24	1,624.27	(622.03)
	1.0000	12/29/05	10/05/10			17.27	27.48	(10.21)
	1.0000	12/29/05	10/05/10			17.27	27.48	(10.21)
	21.0000	09/27/06	10/05/10			362.88	580.23	(217.35)
		Security Subtotal				*84,465.31*	*121,590.22*	*(37,124.91)*
		Long Term Capital Losses Subtotal				219,861.42	331,605.45	(111,744.03)
						150,803.74	117,480.32	33,323.42
NET LONG TERM CAPITAL GAIN (LOSS)						370,665.16	449,085.77	**(78,420.61)**
TOTAL CAPITAL GAINS AND LOSSES						**379,235.32**	**457,148.72**	**(77,913.40)**
TOTAL REPORTABLE GROSS PROCEEDS						**379,235.32**		
DIFFERENCE						**0.00** **		

Note: Capital gains and losses in this statement are not reported to the Internal Revenue Service

** Difference reflects items that are included in the reportable gross proceeds section of your statement but are not included in the gain/loss section (e.g. liquidation of fractional shares and the proceeds from certain tender offers) It also reflects items that are included in the gain/loss section of your statement but not in the reportable gross proceeds section (e.g., option premium received).

STMT 2 (CONT) 5 of 5

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I — Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension-check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization	Employer identification number
File by the due date for filing your return. See instructions	KATE AND ELWYN TOMLINSON FOUNDATION	58-0634727
	Number, street, and room or suite no. If a P.O. box, see instructions. 750 HAMMOND DRIVE, BUILDING 17	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ATLANTA GA 30328	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ JACK FISHER
750 HAMMOND DR., BLDG 17
ATLANTA GA 30328
Telephone No. ▶ 404-250-4570 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15/11 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2010 or
▶ [ ] tax year beginning ...., and ending ....

2 If this tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return
[ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 3,908
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.