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 Colonial Foundation, Inc.		**A Employer identification number** 58-1693323
Number and street (or P O box number if mail is not delivered to street address) P.O. Box 576	Room/suite	**B** Telephone number (912)236-1331
City or town, state, and ZIP code Savannah, GA 31402-0576		**C** If exemption application is pending, check here ▶☐ **D** 1. Foreign organizations, check here ▶☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐
I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 7,449,071.	**J** Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

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

		(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				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	127,708.	127,708.	127,708.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	114,240.			
	b Gross sales price for all assets on line 6a 1,281,269.				
	7 Capital gain net income (from Part IV, line 2)		114,240.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	241,948.	241,948.	127,708.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees Stmt 1	40,876.	40,876.	0.	0.
	17 Interest				
	18 Taxes Stmt 2	2,011.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 3	181.	0.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	43,068.	40,876.	0.	0.
	25 Contributions, gifts, grants paid	1,345,156.			1,345,156.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,388,224.	40,876.	0.	1,345,156.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,146,276.			
	b **Net investment income** (if negative, enter -0-)		201,072.		
	c **Adjusted net income** (if negative, enter -0-)			127,708.	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	116,249.	25,324.	25,324.
	2 Savings and temporary cash investments	1,357,116.	179,511.	179,511.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	14.		
	10a Investments - U S. and state government obligations			
	b Investments - corporate stock Stmt 4	6,039,150.	5,663,415.	6,744,236.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 5	0.	500,000.	500,000.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	7,512,529.	6,368,250.	7,449,071.
Liabilities	17 Accounts payable and accrued expenses		1,997.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	1,997.	
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	7,512,529.	6,366,253.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	7,512,529.	6,366,253.	
	31 Total liabilities and net assets/fund balances	7,512,529.	6,368,250.	

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	7,512,529.
2 Enter amount from Part I, line 27a	2	-1,146,276.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	6,366,253.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,366,253.

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	Please See Attached	P		
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	1,281,269.		1,167,029.	114,240.
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				114,240.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	114,240.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	114,240.

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 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	1,268,500.	4,913,854.	.258148
2008	956,434.	6,875,930.	.139099
2007	947,906.	7,012,681.	.135170
2006	650,322.	5,608,223.	.115959
2005	744,370.	4,947,063.	.150467

2 Total of line 1, column (d)	2	.798843
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	.159769
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,591,218.
5 Multiply line 4 by line 3	5	1,212,841.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,011.
7 Add lines 5 and 6	7	1,214,852.
8 Enter qualifying distributions from Part XII, line 4	8	1,345,156.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	2,011.
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	2,011.
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	2,011.
6	Credits/Payments				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	14.		
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	14.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,997.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶		Refunded ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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)? *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 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 ▶ F. A. Brown Telephone no ▶912-236-1331

Located at ▶101 North Lathrop Ave., Savannah, GA ZIP+4 ▶31401

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

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ 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.

(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
R. H. Demere, Jr. 101 N. Lathrop Ave. Savannah, GA 31401	President; Secretary 0.00	0.	0.	0.
F. A. Brown 101 N. Lathrop Ave. Savannah, GA 31401	V. P. Finance; Treasurer 0.00	0.	0.	0.
W. A. Baker, Jr. 101 N. Lathrop Ave. Savannah, GA 31401	Vice President 0.00	0.	0.	0.

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

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Contributed financial support to organizations that were organized as non-profit organizations under Sec. 501(c)3.	0.
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	7,689,395.
b	Average of monthly cash balances	1b	17,425.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,706,820.
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	7,706,820.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	115,602.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,591,218.
6	**Minimum investment return.** Enter 5% of line 5	6	379,561.

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

1	Minimum investment return from Part X, line 6	1	379,561.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 2,011.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,011.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	377,550.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	377,550.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	377,550.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,345,156.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,345,156.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	2,011.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,343,145.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				377,550.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005 499,947.				
b From 2006 370,915.				
c From 2007 598,854.				
d From 2008 614,647.				
e From 2009 1,024,769.				
f Total of lines 3a through e	3,109,132.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 1,345,156.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				377,550.
e Remaining amount distributed out of corpus	967,606.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,076,738.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	499,947.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	3,576,791.			
10 Analysis of line 9				
a Excess from 2006 370,915.				
b Excess from 2007 598,854.				
c Excess from 2008 614,647.				
d Excess from 2009 1,024,769.				
e Excess from 2010 967,606.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

F. A. Brown, 912-236-1331
101 North Lathrop Avenue, Savannah, GA 31415

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

Letter and copy of IRS letter granting tax exempt status under 501(c)(3)

c Any submission deadlines

None

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

None

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	None			1,345,156.
Please See Attached				
Total			▶ 3a	1,345,156.
b Approved for future payment				
None				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	127,708.	
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					114,240.
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.		127,708.	114,240.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 241,948.

(See worksheet in line 13 instructions to verify calculations)

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

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

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 — Date: 3/23/11 — Title: VP & Treasurer

Paid Preparer Use Only

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

023622
12-29-10

Form 990-PF | Other Professional Fees | Statement 1

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment fees	40,876.	40,876.	0.	0.
To Form 990-PF, Pg 1, ln 16c	40,876.	40,876.	0.	0.

Form 990-PF | Taxes | Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	2,011.	0.	0.	0.
To Form 990-PF, Pg 1, ln 18	2,011.	0.	0.	0.

Form 990-PF | Other Expenses | Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Miscellaneous	181.	0.	0.	0.
To Form 990-PF, Pg 1, ln 23	181.	0.	0.	0.

Form 990-PF | Corporate Stock | Statement 4

Description	Book Value	Fair Market Value
	5,663,415.	6,744,236.
Total to Form 990-PF, Part II, line 10b	5,663,415.	6,744,236.

Form 990-PF | Other Investments | Statement 5

Description	Valuation Method	Book Value	Fair Market Value
	COST	500,000.	500,000.
Total to Form 990-PF, Part II, line 13		500,000.	500,000.

COLONIAL FOUNDATION,INC. CONTRIBUTIONS 2010
FEI 58-1693323

ORGANIZATION	Reference	Contribution Amount	Expense Amount	Date	Check
Benedictine Military School	Matching Gift	$500.00		01/12/10	2419
Joslin Diabetes Center	Matching Gift	$100.00		01/12/10	2420
Star of Hope Mission	Matching Gift	$100.00		01/12/10	2421
St Vincent's Academy	Matching Gift	$500.00		01/12/10	2422
Girl Scouts of San Jacinto	Matching Gift	$100.00		01/12/10	2423
Hospice Savannah	Matching Gift	$1,000 00		01/12/10	2424
St. Mary's Home	Matching Gift	$1,000.00		01/12/10	2425
Burgaw Dixie Youth	General Fund	$350.00		01/12/10	2426
Children's Museum of Alabama	Re-issued Check	$50,000.00		01/12/10	2427
Abilities Unlimited	Re-issued Check	$3,000.00		01/14/10	2428
American Red Cross	Haiti Relief Fund	$10,000 00		01/14/10	2429
Savannah Young Life	General Fund	$500.00		01/20/10	2430
Robert Toombs Christian Academy	Memorial	$200.00		01/20/10	2431
St Josephs/Candler Foundation	Candler Clays	$1,250.00		01/25/10	2432
American Red Cross	Gala	$750.00		02/11/10	2434
Benedictine Military School	Auction	$1,000.00		02/11/10	2435
Riverview Health	Membership	$200 00		02/11/10	2436
Rape Crisis Center	General Fund	$500 00		03/11/10	2438
MUSC Children's Hospital	General Fund	$1,000.00		03/11/10	2439
Methodist Mission Home	Matching Gift	$500.00		03/11/10	2440
Savannah Foundation	Demere Scholarship	$3,000 00		04/02/10	2441
American Cancer Society	Relay for Life	$500.00		04/02/10	2442
March of Dimes	Martek Golf	$250.00		04/02/10	2443
Performance Initiatives	Matching Gift	$500.00		04/02/10	2444
Bethesda	Matching Gift	$500 00		04/07/10	2445
United Way	Beacon Society	$11,959.34		05/10/10	2446
Muscular Dystrophy Association	HOG Dance	$250.00		05/10/10	2448
Froebel Circle	Fresh Air Home	$500.00		05/10/10	2449
Jacksonville Pistons	General Fund	$1,000.00		05/10/10	2450
Girl Scouts of San Jacinto	Matching Gift	$100.00		05/20/10	2451
Pine Woods Retreat	Pledge	$50,000.00		05/20/10	2452
Salvation Army	Pledge	$25,000 00		06/10/10	2453
Two Hundred Club	Membership - FAB	$250.00		06/09/10	2454
Communities in Schools	Annual Fund	$1,000.00		07/07/10	2455
200 Club	Savannah Mile	$10,000.00		07/07/10	2456
GA Tech Foundation	Matching Gift	$100.00		07/07/10	2457
Mell/Walsh Foundation	Golf Tournament	$250.00		07/16/10	2458

COLONIAL FOUNDATION,INC. CONTRIBUTIONS 2010
FEI 58-1693323

ORGANIZATION	Reference	Contribution Amount	Expense Amount	Date	Check
Leukemia & Lymphoma Society	Leukeia Cup Regatta	$5,000.00		07/21/10	2459
Historic Savannah Foundation	Full sponsorship	$5,000.00		07/21/10	2460
Savannah Tree Foundation	Fall Frolic 2	$1,000.00		07/21/10	2461
Methodist Children's Home	Matching Gift	$500.00		07/21/10	2462
Appalachian Trail Conservancy	Matching Gift	$100.00		07/21/10	2463
St. Josephs/Candler Foundation	Smart Women Expo	$500.00		08/06/10	2465
Savannah Triathlon Team	09 Triathlon	$2,500.00		08/16/10	2466
Porter Gaud School	Matching Gift	$1,000.00		08/16/10	2467
Leukemia & Lymphoma Society	Golf Classic	$750.00		08/16/10	2468
Savannah Triathlon Team	2010	$2,500.00		09/08/10	2469
Star of Hope Mission	Matching Gift	$100.00		09/08/10	2470
Abilities Unlimited	Matching Gift	$1,000.00		09/16/10	2471
Ogeechee Riverkeeper	Matching Gift	$100.00		09/16/10	2472
Hospice Savannah	In memory of Ewing Barnett	$100.00		09/24/10	2474
American Red Cross	Matching Gift	$250.00		10/14/10	2475
Chatham Savannah Citizen Advocacy	Matching Gift	$100.00		10/14/10	2476
Savannah Area Chamber	Sports Council Banquet	$450.00		10/14/10	2477
University of California	Memory of K. Price	$200.00		10/21/10	2478
Savannah Country Day School	Matching Gift	$300.00		11/08/10	2480
American Cancer Society	Pledge	$10,000.00		12/13/10	2482
America's Second Harvest	Pledge	$50,000.00		12/13/10	2483
America's Second Harvest	Operating Fund	$1,000.00		12/13/10	2484
Children's Museum of Alabama	Pledge	$50,000.00		12/13/10	2485
Coastal Heritage Society	Pledge	$100,000.00		12/13/10	2486
Coastal Heritage Society	Membership	$250.00		12/13/10	2487
Nature Conservancy	Pledge	$35,000.00		12/13/10	2488
Nature Conservancy	Membership	$2,500.00		12/13/10	2489
Royce Learning Center	Pledge	$20,000.00		12/13/10	2490
Royce Learning Center	Annual Fund	$1,000.00		12/13/10	2491
Savannah Country Day School	Pledge	$100,000.00		12/13/10	2492
Savannah Country Day School	Annual Fund	$10,000.00		12/13/10	2493
St Andrew's School	Pledge	$100,000.00		12/13/10	2494
St. Josephs/Candler Foundation	Pledge	$100,000.00		12/13/10	2495
Telfair Museum of Art	Pledge	$200,000.00		12/13/10	2496
United Way	Pledge	$30,000.00		12/13/10	2497
World War II Memorial	Pledge	$50,000.00		12/13/10	2498
YMCA	Pledge	$50,000.00		12/13/10	2499
YMCA	Price Gifts Campaign	$5,000.00		12/13/10	2500

COLONIAL FOUNDATION,INC. CONTRIBUTIONS 2010
FEI 58-1693323

ORGANIZATION	Reference	Contribution Amount	Expense Amount	Date	Check
Savannah Chatham CASA	Fishing Tournament	$250.00		12/07/10	2501
Abilities Unlimited	General Fund	$3,000.00		12/13/10	2502
Jr. Achievement	Hall of Fame	$10,000.00		12/13/10	2503
Matthew Reardon Center	General Fund	$5,000.00		12/13/10	2504
Medbank Foundation	2011 Fundraiser	$5,000.00		12/13/10	2505
Savannah Foundation	Demere Scholarship	$3,000.00		12/13/10	2506
Savannah Music Festival	2011 Festival	$5,000 00		12/13/10	2507
Savannah Philharmonic	General Fund	$5,000.00		12/13/10	2508
Savannah Technical College	Opportunity Gala	$10,000.00		12/13/10	2509
United Way	Employee Match	$99,200.00		12/13/10	2510
Savannah Red Cross	General Fund	$5,000.00		12/13/10	2511
Georgia Historical Society	2011 Georgia Festival	$50,000.00		12/13/10	2512
Savannah Chamber of Commerce	Bridge Run	$10,000.00		12/13/10	2513
AWOL	General Fund	$1,000.00		12/13/10	2514
Caretta Research Project	General Fund	$1,000.00		12/13/10	2515
Chatham Savannah Citizen	General Fund	$1,500.00		12/13/10	2516
Friends of Davenport House	General Fund	$500.00		12/13/10	2517
Georgia Council on Economic Education	Pledge	$1,000.00		12/13/10	2518
Georgia Foundation for Ind.	General Fund	$3,000.00		12/13/10	2519
Georgia Public Broadcasting	General Fund	$1,000.00		12/13/10	2520
Voided Check					2521
Heads Up Guidance Service (HUGS)	General Fund	$1,000.00		12/13/10	2522
Hospice Savannah	General Fund	$1,000.00		12/13/10	2523
Make-A-Wish Foundation	General Fund	$1,000.00		12/13/10	2524
Rape Crisis Center	General Fund	$500.00		12/13/10	2525
SAFE Shelter	General Fund	$1,000.00		12/13/10	2526
Salvation Army	General Fund	$2,000.00		12/13/10	2527
SCORE	General Fund	$250.00		12/13/10	2528
Southeastern Legal Foundation	General Fund	$1,000.00		12/13/10	2529
Telfair Museum of Art	Membership	$1,500.00		12/13/10	2530
Riverview Health	Membership	$200.00		12/13/10	2531
May Howard PTA	Matching Gift	$100.00		12/13/10	2532
Girl Scouts	General Fund	$1,000.00		12/17/10	2533
Empty Stocking Fund		$796.40		12/13/10	2534
May Howard PTA	Matching Gift	$100.00		12/30/10	2535
Methodist Children's Home	Matching Gift	$100.00		12/30/10	2536
200 Club of the Coastal Empire	Dues	$250.00		12/30/10	2537
		$1,345,155.74			

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32 BULL STREET
Wednesday, February 23, 2011 3:27 PM

Accounts / Gains & Losses

Name & Address

COLONIAL FOUNDATION INC
ATTN FRANK A BROWN COL OIL IND
P O BOX 576
SAVANNAH GA 31402

Details

Account Number	24599760
Rep Code	SV60
Home Phone	912-236-1331
Business Phone	912-236-1331
Cell Phone	
Email	

Balances

Total Account Value	$7,155,627.21
Cash Balance	$0.00
AMF Balance	$77,795.42
Margin Balance	$0.00
Margin Buying Power	$0.00
Funds Available	$77,795.42

Quantity	Symbol	Description	Open Date	Close Date	Unit Cost	Cost Amount	Adjusted Cost	Close Price	Close Amount	Realized	Term
500.0000	APC	ANADARKO PETROLEUM CORP	2/13/2006	12/2/2010	$48.4164	$24,208.1800	$0.0000	$69.2614	$34.525.6100	$10,317.4300	LONG
500.0000	ADP	AUTOMATIC DATA PROC INC PROCESSING INC	4/27/2010	12/2/2010	$44.7870	$22,393.5000	$0.0000	$46.5620	$23.176 1000	$782.6000	SHORT
1,300.0000	BP	BP PLC SPONS ADR SPONSORED ADR	9/28/2006	6/11/2010	$65.8919	$85,659.5000	$0.0000	$33.5520	$43 483.9400	-$42.175.5600	LONG
700.0000	BP	BP PLC SPONS ADR SPONSORED ADR	12/18/2006	6/11/2010	$66.9964	$46,897.5000	$0.0000	$33.5520	$23 414 4200	-$23,483.0800	LONG
500.0000	BDX	BECTON DICKINSON COMPANY COMPANY	3/1/2005	12/2/2010	$60.0833	$30,041.6400	$0.0000	$80.6924	$40.241.0100	$10,199.3700	LONG
500.0000	BRK/B	BERKSHIRE HATHAWAY B NEW DE CL B NEW	12/23/2005	12/2/2010	$59.1493	$29,574.6300	$0.0000	$81.0910	$40,440.3100	$10,865.6800	LONG
500.0000	ADRE	BLDRS EMERGING MKT50 ADR 50 ADR INDEX FUND	5/29/2008	12/2/2010	$56.3650	$28,182.5000	$0.0000	$46.6960	$23 243.1000	-$4.939.4000	LONG

COLONIAL PRIORITY COLONIAL COLONIAL OIL IND - 24599760

Quantity	Symbol	Description	Open Date	Close Date	Unit Cost	Cost Amount	Adjusted Cost	Close Price	Close Amount	Realized	Term
50.0000	CAT	CATERPILLAR INC	9/28/2007	12/2/2010	$78.5224	$3,926.1200	$0.0000	$88.0920	$4,394.0700	$467.9500	LONG
450.0000	CAT	CATERPILLAR INC	4/29/2008	12/2/2010	$82.2489	$37,012.0000	$0.0000	$88.0920	$39,546.6800	$2,534.6800	LONG
220.0000	DHR	DANAHER CORP	12/20/2004	12/2/2010	$28.8575	$6,348.6400	$0.0000	$44.4110	$9,724.2700	$3,375.6300	LONG
280.0000	DHR	DANAHER CORP	2/13/2006	12/2/2010	$28.3468	$7,937.1000	$0.0000	$44.4110	$12,376.3500	$4,439.2500	LONG
400.0000	DEO	DIAGEO PLC NEW SPONS ADR SPONSORED ADR	1/29/2008	12/2/2010	$78.6892	$31,475.6700	$0.0000	$71.9020	$28,655.8100	-$2,819.8600	LONG
1,000.0000	DIS	DISNEY WALT COMPANY	1/31/2007	11/29/2010	$34.7870	$34,787.0300	$0.0000	$36.4116	$36,306.4800	$1,519.4500	LONG
1,000.0000	FISV	FISERV INC	12/31/2009	12/2/2010	$48.9030	$48,903.0000	$0.0000	$57.1631	$57.057.6300	$8,154.6300	SHORT
350.0000	GS	GOLDMAN SACHS GROUP INC	6/11/2010	11/29/2010	$135.8213	$47,537.4400	$0.0000	$159.2591	$55.635.2400	$8,097.8000	SHORT
800.0000	GR	GOODRICH CORP	12/18/2006	12/2/2010	$45.2011	$36,160.8700	$0.0000	$86.8266	$69.355.6000	$33,194.7300	LONG
1,000.0000	EFA	ISHRS MSCI EAFE ETF EAFE INDEX FUND	5/29/2008	11/29/2010	$76.3215	$76,321.5000	$0.0000	$54.7420	$54 638.0700	-$21,683.4300	LONG
500.0000	EFA	ISHRS MSCI EAFE ETF EAFE INDEX FUND	12/11/2009	11/29/2010	$55.7070	$27,853.5000	$0.0000	$54.7420	$27 319.0400	-$534.4600	SHORT
1,000.0000	INFY	INFOSYS TECH LTD ADR LIMITED SPONSORED ADR REPSTG 1/4 EQUITY SH	1/29/2008	11/29/2010	$40.1702	$40,170.2400	$0.0000	$66.2112	$66 105.5800	$25,935.3400	LONG

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COLONIAL PRIORITY COLONIAL COLONIAL OIL IND - 24599760

Quantity	Symbol	Description	Open Date	Close Date	Unit Cost	Cost Amount	Adjusted Cost	Close Price	Close Amount	Realized	Term
500.0000	INFY	INFOSYS TECH LTD ADR LIMITED SPONSORED ADR REPSTG 1/4 EQUITY SH	1/29/2008	12/2/2010	$40.1702	$20,085.1200	$0.0000	$69.0400	$34,414.9100	$14,329.7900	LONG
172.0000	LOW	LOWES COMPANIES INC	8/3/2001	12/2/2010	$18.6192	$3,202.5100	$0.0000	$24.5100	$4,198.1900	$995.6800	LONG
300.0000	LOW	LOWES COMPANIES INC	8/23/2002	12/2/2010	$21.6150	$6,484.5000	$0.0000	$24.5100	$7,322.4200	$837.9200	LONG
840.0000	LOW	LOWES COMPANIES INC	9/4/2003	12/2/2010	$27.7125	$23,278.5000	$0.0000	$24.5100	$20,502.7800	-$2,775.7200	LONG
310.0000	LOW	LOWES COMPANIES INC	6/24/2004	12/2/2010	$27.1644	$8,420.9500	$0.0000	$24.5100	$7,566.5000	-$854.4500	LONG
1,378.0000	LOW	LOWES COMPANIES INC	12/18/2006	12/2/2010	$31.1318	$42,899.6400	$0.0000	$24.5100	$33,634.3600	-$9,265.2800	LONG
500.0000	NVO	NOVO NORDISK AS ADR	1/11/2006	11/29/2010	$28.2776	$14,138.8200	$0.0000	$100.3348	$50,062.0500	$35,923.2300	LONG
5,000.0000	PFE	PFIZER INC	12/23/2005	12/2/2010	$24.0400	$120,200.0000	$0.0000	$16.6910	$82,949.0800	-$37,250.9200	LONG
500.0000	SLB	SCHLUMBERGER LTD	12/18/2006	12/2/2010	$65.3108	$32,655.4200	$0.0000	$80.7520	$40,270.8100	$7,615.3900	LONG
400.0000	UNP	UNION PACIFIC CORP	12/23/2005	9/24/2010	$40.3542	$16,141.6600	$0.0000	$81.3940	$32,452.5400	$16,310.8800	LONG
366.0000	UNP	UNION PACIFIC CORP	8/11/2005	11/29/2010	$34.8259	$12,746.2700	$0.0000	$90.4818	$33,039.2800	$20,293.0100	LONG
134.0000	UNP	UNION PACIFIC CORP	12/23/2005	11/29/2010	$40.3541	$5,407.4500	$0.0000	$90.4818	$12,096.3500	$6,688.9000	LONG
500.0000	UNP	UNION PACIFIC CORP	8/11/2005	12/2/2010	$34.8259	$17,412.9400	$0.0000	$92.8436	$46,316.5100	$28,903.5700	LONG
1,000.0000	USB	U S BANCORP DE NEW	1/29/2008	12/2/2010	$33.6920	$33,692.0000	$0.0000	$24.8320	$24,727.0800	-$8,964.9200	LONG

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Quantity	Symbol	Description	Open Date	Close Date	Unit Cost	Cost Amount	Adjusted Cost	Close Price	Close Amount	Realized	Term
1,000.0000	VEU	VNGRD FTSE ALL WORLD ETF EX US ETF	12/31/2009	12/2/2010	$43.8813	$43,881.2500	$0.0000	$46.9240	$46,818.7000	$2,937.4500	SHORT
500.0000	VAR	VARIAN MED SYS INC SYSTEMS INC	2/28/2008	12/2/2010	$52.5316	$26,265.7900	$0.0000	$68.1270	$33,958.4200	$7,692.6300	LONG
500.0000	VXF	VNGRD EXTND MARKET ETF MARKET ETF	9/24/2010	12/2/2010	$47.1002	$23,550.1000	$0.0000	$52.5660	$26,178.0500	$2,627.9500	SHORT
500.0000	VNQ	VANGUARD REIT ETF	5/22/2009	11/29/2010	$30.9095	$15,454.7500	$0.0000	$53.6420	$26,716.0400	$11,261.2900	LONG
1,000.0000	WFC	WELLS FARGO & CO NEW	1/31/2007	12/2/2010	$35.7216	$35,721.5500	$0.0000	$28.5110	$28,406.0100	-$7,315.5400	LONG
						$1,167,029.78			$1,281,269.39	$114,239.61	