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
ATTICUS TRUST
MARTIN S. BROWN, JR., TRUSTEE

A Employer identification number: 58-1796390

Number and street (or P O box number if mail is not delivered to street address): 424 CHURCH STREET | Room/suite

B Telephone number: 615 259-1450

City or town, state, and ZIP code: NASHVILLE, TN 37219

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 13,406,983.

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	281,063.	281,063.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	37,869.			
	b	Gross sales price for all assets on line 6a 1,090,928.				
	7	Capital gain net income (from Part IV, line 2)		37,869.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	318,932.	318,932.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 2	41,966.	0.		41,966.
	b	Accounting fees STMT 3	7,205.	0.		7,205.
	c	Other professional fees STMT 4	46,836.	23,418.		23,418.
	17	Interest				
	18	Taxes STMT 5	2,569.	0.		69.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	32,586.	24,956.		7,630.
	24	Total operating and administrative expenses. Add lines 13 through 23	131,162.	48,374.		80,288.
	25	Contributions, gifts, grants paid	689,000.			689,000.
	26	Total expenses and disbursements. Add lines 24 and 25	820,162.	48,374.		769,288.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	<501,230.>			
	b	Net investment income (if negative, enter -0-)		270,558.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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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	3,851,853.	1,062,163.	1,124,665.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	8,026,573.	9,719,901.	10,726,884.
	c Investments - corporate bonds STMT 8	908,947.	1,504,079.	1,555,434.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	12,787,373.	12,286,143.	13,406,983.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	12,787,373.	12,286,143.	
	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**	12,787,373.	12,286,143.	
	31 **Total liabilities and net assets/fund balances**	12,787,373.	12,286,143.	

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	12,787,373.
2	Enter amount from Part I, line 27a	2	<501,230.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,286,143.
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	12,286,143.

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				
b	SEE ATTACHED STATEMENT			
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	1,090,928.		1,053,059.	37,869.

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				37,869.

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 37,869.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ 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	797,081.	12,266,666.	.064979
2008	774,815.	12,932,170.	.059914
2007	884,401.	14,279,794.	.061934
2006	796,488.	13,534,029.	.058851
2005	700,430.	13,958,400.	.050180

2	Total of line 1, column (d)	2	.295858
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	.059172
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	12,851,876.
5	Multiply line 4 by line 3	5	760,471.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,706.
7	Add lines 5 and 6	7	763,177.
8	Enter qualifying distributions from Part XII, line 4	8	769,288.

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	2,706.
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	2,706.
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	2,706.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 3,081.		
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	3,081.
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	375.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 375. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TN			
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 ▶ MARTIN S. BROWN, JR. Telephone no ▶ (615) 259-1450
Located at ▶ 424 CHURCH STREET SUITE 2800, NASHVILLE, TN ZIP+4 ▶ 37219

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? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16		X

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ▶ ____, ____, ____, ____	☐ Yes ☒ No			
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** No: 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
SEE STATEMENT 9		0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	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 NONE	0.
2	
All other program-related investments See instructions 3 NONE	0.
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	11,302,749.
b	Average of monthly cash balances	1b	1,744,841.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	13,047,590.
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	13,047,590.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	195,714.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12,851,876.
6	**Minimum investment return.** Enter 5% of line 5	6	642,594.

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	642,594.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 2,706.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,706.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	639,888.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	639,888.
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	639,888.

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	769,288.
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	769,288.
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	2,706.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	766,582.

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				639,888.
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 — 24,487.				
b From 2006 — 137,367.				
c From 2007 — 210,315.				
d From 2008 — 132,784.				
e From 2009 — 187,226.				
f Total of lines 3a through e	692,179.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 769,288.				
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				639,888.
e Remaining amount distributed out of corpus	129,400.			
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	821,579.			
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	24,487.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	797,092.			
10 Analysis of line 9				
a Excess from 2006 — 137,367.				
b Excess from 2007 — 210,315.				
c Excess from 2008 — 132,784.				
d Excess from 2009 — 187,226.				
e Excess from 2010 — 129,400.				

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED STATEMENT	NONE	N/A	GENERAL CHARITABLE PURPOSES	689,000.
Total			▶ 3a	689,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a N/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	281,063.	
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	37,869.	
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.		318,932.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 318,932.

(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 | 5/13/2011 Date | Trustee Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SANDRA L. LONG	Sandra L. Long	05/13/11		

Firm's name ▶ KRAFTCPAS PLLC | Firm's EIN ▶

Firm's address ▶ 555 GREAT CIRCLE ROAD NASHVILLE, TN 37228 | Phone no 615-242-7351

023622
03-04-11

10020513 781331 10601-10601 2010.03050 ATTICUS TRUST MARTIN S. BRO 10601-11

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	BAIRD (SEE ATTACHED)	P	VARIOUS	VARIOUS
b	BAIRD (SEE ATTACHED)	P	VARIOUS	VARIOUS
c	CHICKASAW SECURITIES	P	VARIOUS	VARIOUS
d	CHICKASAW SECURITIES	P	VARIOUS	VARIOUS
e	GOLDMAN SACHS (SEE ATTACHED)	P	VARIOUS	VARIOUS
f	GOLDMAN SACHS (SEE ATTACHED)	P	VARIOUS	VARIOUS
g	GOLDMAN SACHS (SEE ATTACHED)	P	VARIOUS	VARIOUS
h	MERRILL LYNCH (SEE ATTACHED)	P	VARIOUS	VARIOUS
i	CHICAGO BRIDGE & IRON SETTLEMENT	P	VARIOUS	01/28/10
j				
k				
l				
m				
n				
o				

	(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	11,166.		6,659.	4,507.
b	84,612.		57,830.	26,782.
c	159,470.		169,354.	<9,884.>
d	184,988.		189,162.	<4,174.>
e	63,542.		53,798.	9,744.
f	78,307.		69,914.	8,393.
g	400,000.		400,000.	0.
h	107,997.		106,342.	1,655.
i	846.			846.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				4,507.
b				26,782.
c				<9,884.>
d				<4,174.>
e				9,744.
f				8,393.
g				0.
h				1,655.
i				846.
j				
k				
l				
m				
n				
o				

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	37,869.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-10

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	149,470.	0.	149,470.
INTEREST	131,593.	0.	131,593.
TOTAL TO FM 990-PF, PART I, LN 4	281,063.	0.	281,063.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	41,966.	0.		41,966.
TO FM 990-PF, PG 1, LN 16A	41,966.	0.		41,966.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	7,205.	0.		7,205.
TO FORM 990-PF, PG 1, LN 16B	7,205.	0.		7,205.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEE	46,836.	23,418.		23,418.
TO FORM 990-PF, PG 1, LN 16C	46,836.	23,418.		23,418.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	69.	0.		69.
FEDERAL EXTENSION PAYMENT	2,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,569.	0.		69.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEE	30.	0.		30.
ADMIN EXPENSE	7,600.	0.		7,600.
AMORTIZATION	24,956.	24,956.		0.
TO FORM 990-PF, PG 1, LN 23	32,586.	24,956.		7,630.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS EQUITY ACCOUNT	2,896,441.	3,306,512.
BAIRD ACCOUNT	576,519.	740,299.
CHICKASAW CAPITAL	759,592.	994,347.
CHARLES SCHWAB	2,335,626.	3,701,611.
MERRILL LYNCH	1,065,734.	1,119,512.
SMITH BARNEY	1,980,195.	679,627.
GOLDMAN SACHS #21936	105,794.	184,976.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,719,901.	10,726,884.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS FIXED INCOME ACCOUNT	1,504,079.	1,555,434.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,504,079.	1,555,434.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARTIN S. BROWN 424 CHURCH STREET NASHVILLE, TN 37219	TRUSTEE & TRUST COMMITTEE MEMBER 0.00	0.	0.	0.
MRS. ELIZABETH BROWN 424 CHURCH STREET NASHVILLE, TN 37219	TRUST COMMITTEE MEMBER 0.00	0.	0.	0.
MR. MARTIN BROWN, SR. 424 CHURCH STREET NASHVILLE, TN 37219	TRUST COMMITTEE MEMBER 0.00	0.	0.	0.
MS. MARGARET DECLERCQ 424 CHURCH STREET NASHVILLE, TN 37219	TRUST COMMITTEE MEMBER 0.00	0.	0.	0.
MS. SUSANNAH SCOTT-BARNES 424 CHURCH STREET NASHVILLE, TN 37219	TRUST COMMITTEE MEMBER 0.00	0.	0.	0.
MS. ELIZABETH M. BROWN 424 CHURCH STREET NASHVILLE, TN 37219	TRUST COMMITTEE MEMBER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Atticus Trust
Schedule of Contributions
12/31/2010

Name	Amount
Acumen Foundation	10,000.00
Adventure Science Center	1,000.00
Alive Hospice	1,000.00
American Farmland Trust	3,000.00
American Farmland Trust	5,000.00
American Rivers	1,000.00
Audulon Society	1,000.00
Battle of Franklin Trust	3,000.00
Belle Meade Plantation	1,000.00
Bethlehem Center of Nashville	1,000.00
Blair School of Music	1,000.00
Boys & Girls Clubs of Middle TN	1,000.00
Brown University	1,000.00
Campus for Human Development	20,000.00
Cheekwood	10,000.00
Christ Church Cathedral	2,000.00
Collegiate School	500.00
Columbia University	500.00
Common Sense Media	4,000.00
Conservation International	3,000.00
Council on Aging of Greater Nashville	5,000.00
Culver Education Foundation	10,000.00
Cumberland Region Tomorrow	7,500.00
Cumberland River Compact	5,000.00
Cumberland Trail Conference	1,000.00
Delray Beach Historical Society	1,000.00
Denison University	1,000.00
Ensworth School	1,000.00
Environmental Defense	5,000.00
Exchange Family Center	2,000.00
Family & Children's Service	1,000.00
Fisk University	5,000.00
Foxcroft School	1,000.00
Foxcroft School	15,000.00
Foxcroft School	15,000.00
Franklin's Charge	6,000.00
Friends of Radnor Lake	1,000.00
Friends of the Urban Forest	8,500.00
Friends of Urban Forest	1,500.00
Friends of Warner Park	2,000.00
Friends of Warner Park	5,000.00
Friends of Warner Park	40,000.00
Frist Center for Visual Arts	2,000.00
Garden Conservency	1,500.00
Girl Scouts of Middle Tennessee	1,000.00
Grace Cathederal	10,000.00

Greenways for Nashville	1,000.00
Harding Academy	1,000.00
Harpeth Hall School	1,000.00
Harpeth Hall School	5,000.00
Harpeth Hall School	12,500.00
Harpeth River Watershed Association	2,000.00
Interfaith Dental Clinic	1,000.00
Kent School	1,000.00
Kentucky Educational Fund for Handicapped Children	1,000.00
Ladies' Heritage Association	3,000.00
Land Trust for Tennessee	1,000.00
Land Trust for Tennessee	1,000.00
Land Trust for Tennessee	5,000.00
Land Trust for Tennessee	20,000.00
Land Trust for Tennessee	25,000.00
Leadership Nashville	500.00
Legal Aid Society of Middle Tennessee	1,000.00
Madeira School	500.00
Magdeline Inc.	1,000.00
Magdeline Inc.	1,000.00
Mathew 25	1,000.00
Meharry Medical College	1,000.00
Montgomery Bell Academy	1,000.00
Montgomery Bell Academy	12,500.00
Montgomery Bell Academy	5,000.00
Muhammed Ali Center	5,000.00
Nashville Alliance for Public Education	1,000.00
Nashville Alliance for Public Education	15,000.00
Nashville Ballet	1,000.00
Nashville Children's Alliance	500.00
Nashville Opera	1,500.00
Nashville Public Library Foundation	2,000.00
Nashville Public Radio	1,000.00
Nashville Tree Foundation	25,000.00
Nashville Youth Opportunity Center	10,000.00
Nashville Zoo	2,000.00
Nasvhille O.I.C.	5,000.00
National Parks Conservation Association	25,000.00
Natural Reserves Defense Council	20,000.00
Not Alone, Inc.	10,000.00
NRDC	4,000.00
NRDC	4,000.00
NRDC	5,000.00
Oasis Center	2,000.00
One Kid One World	8,000.00
Owen Graduate School of Management	1,000.00
Owl's Hill Nature Sanctuary	1,000.00
Park Center	1,000.00
Parthenon Partners	250.00
Planned Parenthood of Middle Tennessee	2,000.00
Renewal House	1,000.00

Saddle Up!	1,000.00
Saddle Up!	3,000.00
San Francisco Ballet	10,000.00
Second Harvest Food Bank	1,000.00
Second Harvest Food Bank	3,000.00
Sexual Assault Center	1,000.00
Shakertown of South union	15,000.00
Slow Food USA	4,000.00
Smith College	1,000.00
Smith College	5,000.00
Southem Alliance for Clean Energy	2,500.00
Southern Environmental Law Center	10,000.00
Southern Environmental Law Center	5,000.00
Southern Foodways Alliance	3,000.00
St. Augustine's Episcopal Chapel	5,000.00
St. Luke's Community House	3,000.00
St. Paul's Episcopol Church	2,000.00
Stroud Water Research	10,000.00
Tennessee Clean Water Network	3,000.00
Tennessee Coalition to Abolish State Killing	3,000.00
Tennessee Conservation Voters Ed Fund	2,000.00
Tennessee Performing Arts Center	1,000.00
Tennessee Reportory Theater	1,000.00
Tennessee Urban Forestry Council	500.00
Tennessee Women's Theater Project	2,500.00
The Aloha Foundation, Inc.	2,500.00
The Garden Conservancy	1,000.00
The Garden Conservancy	1,500.00
The Land Trust for Tennessee	25,000.00
The Living Well Ministry Hospital	5,000.00
Tides Foundation	10,000.00
Tides Foundation	10,000.00
Time to Rise	1,000.00
Time to Rise	1,000.00
Travellers Rest	1,000.00
United Way of Metro Nashville	10,000.00
University of Virginia	2,000.00
Vanderbilt Children's Hospital	10,000.00
Vanderbilt Kennedy School	3,000.00
Vanderbilt Law School	1,000.00
Vanderbilt University	5,000.00
Vartditas, Inc.	1,000.00
Water 1st International	2,000.00
West End Home for Ladies	250.00
Yale University	1,000.00
Yale University	10,000.00
Youth Village, Inc.	1,000.00
YW of Nashville & Middle Tennessee	5,000.00
TOTAL	**689,000.00**

Robert W. Baird & Co. Incorporated

2010

Realized Capital Gains/Losses

CUSIP/Security Description Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
SHORT TERM GAIN/LOSS							
039666102/ARCSIGHT INC							
255.00	04/13/10	09/14/10	11,166.21	6,659.20	0.00	0.00	4,507.01
Sub-total short term gain/loss:			11,166.21	6,659.20	0.00	0.00	4,507.01
LONG TERM GAIN/LOSS							
03662Q105/ANSYS INC							
5.00	08/14/07	07/27/10	227.04	225.98	0.00	0.00	1 06
15670R107/CEPHEID INC							
269.00	07/25/08	03/25/10	4,938.77	4,653 19	0.00	0 00	285 58
10.00	07/25/08	07/27/10	165.19	172.99	0.00	0.00	(7.80)
Security total:			5,103.96	4,826.18	0.00	0.00	277.78
16359R103/CHEMED CORP NEW							
5.00	12/28/07	07/27/10	275.29	281.89	0.00	0.00	(6.60)
206708109/CONCUR TECHNOLOGIES INC							
5.00	12/02/08	07/27/10	236.89	129.33	0.00	0 00	107.56
253798102/DIGI INTERNATIONAL INC							
15.00	06/07/07	07/27/10	131.69	210.07	0.00	0.00	(78.38)
311642102/FARO TECHNOLOGIES INC							
10.00	08/13/07	07/27/10	215.49	372.97	0.00	0.00	(157.48)
315616102/F5 NETWORKS INC							
38.00	08/19/04	03/09/10	2,359.66	455.35	0.00	0 00	1,904.31
155.00	12/27/07	03/09/10	9,624 88	4,521.30	0.00	0.00	5,103 58
96.00	08/19/04	10/07/10	9,418.25	1,150.34	0 00	0.00	8,267 91
66.00	08/19/04	10/29/10	7,749.25	790.85	0.00	0.00	6,958 40
Security total:			29,152.04	6,917.84	0.00	0.00	22,234.20

CUSIP/Security Description Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
LONG TERM GAIN/LOSS							
346563109/FORRESTER RESEARCH INC							
5.00	01/15/08	07/27/10	168.04	128.11	0.00	0.00	39.93
349853101/FORWARD AIR CORP							
5.00	04/25/07	05/25/10	132.29	156.15	0 00	0.00	(23.86)
577933104/MAXIMUS INC							
5.00	01/31/02	07/27/10	307.39	171.50	0.00	0.00	135.89
640491106/NEOGEN CORP							
10.00	12/23/03	07/27/10	291.99	90.13	0.00	0 00	201 86
73640Q105/PORTFOLIO RECOVERY ASSOC							
5.00	05/14/07	07/27/10	339.04	266.77	0.00	0 00	72.27
70.00	05/17/06	08/26/10	4,438.72	3,240.41	0.00	0 00	1,198.31
105.00	05/14/07	08/26/10	6,658 08	5,602.05	0.00	0 00	1,056.03
114 00	09/13/05	08/26/10	7,228.78	4,844.21	0.00	0.00	2,384 57
Security total:			**18,664.62**	**13,953.44**	**0.00**	**0.00**	**4,711.18**
739276103/POWER INTEGRATIONS INC							
5.00	07/02/03	05/25/10	158.59	127.15	0.00	0 00	31.44
775711104/ROLLINS INC							
10 00	05/17/07	05/25/10	208.29	155.18	0.00	0 00	53 11
781270103/RUDOLPH TECHNOLOGIES INC							
157.33	07/02/03	07/12/10	1,222 56	1,760.00	0.00	0.00	(537.44)
207.67	04/23/04	07/12/10	1,613 77	4,337 77	0.00	0.00	(2,724.00)
Security total:			**2,836.33**	**6,097.77**	**0.00**	**0.00**	**(3,261.44)**
832110100/SMITH INTERNATIONAL INC							
17.90	09/29/03	02/22/10	717.40	506 49	0.00	0 00	210.91

Realized Capital Gains/Losses
(continued)

CUSIP/Security Description Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
LONG TERM GAIN/LOSS							
832110100/SMITH INTERNATIONAL INC (Con't)							
30.57	07/02/03	02/22/10	1,224.76	945.10	0.00	0.00	279.66
68.53	09/29/03	02/22/10	2,745.97	1,938.60	0.00	0.00	807.37
Security total:			4,688.13	3,390.19	0.00	0.00	1,297.94
862685104/STRATASYS INC							
5 00	07/17/06	07/27/10	125 79	69.98	0.00	0.00	55.81
266.00	07/17/06	12/16/10	8,571.27	3,722.67	0 00	0.00	4,848.60
Security total:			8,697.06	3,792.65	0.00	0.00	4,904.41
911163103/UNITED NATURAL FOODS							
87.00	12/31/07	07/06/10	2,612.75	2,686 70	0.00	0 00	(73.95)
120 00	04/11/06	07/06/10	3,603.78	4,053.17	0.00	0 00	(449 39)
Security total:			6,216.53	6,739.87	0.00	0.00	(523.34)
92343X100/VERINT SYSTEMS INC							
5.00	03/16/05	07/27/10	111.77	182.49	0.00	0.00	(70 72)
98975W104/ZOLTEK COS INC							
605 00	09/10/08	12/27/10	6,788.28	9,881.10	0.00	0.00	(3,092.82)
Sub-total long term gain/loss:			84,611.71	57,829.99	0.00	0.00	26,781.72
Grand total gains/losses:			95,777.92	64,489.19	0.00	0.00	31,288.73

Account No.		Introducing Firm
Account Name	THE ATTICUS TRUST EQUITY	Chickasaw Securities, LLC
Taxpayer Identification Number	ON-FILE	
Account Executive No	GPM	
ORIGINAL:	*12/31/10*	

2010 REALIZED GAIN (LOSS) SUMMARY

Total Cost, *Realized Gain (Loss)*, and holding period information may not reflect all adjustments necessary for tax reporting purposes. Taxpayers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption, or exchange JPMCC does not report such information to the IRS or other taxing authorities and is not responsible for the accuracy of such information taxpayers may be required to report to federal, state or other taxing authorities JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information Unless otherwise noted, JPMCC determines cost basis at the time of sale based on the average cost-single category method for open-end mutual funds and based on the first-in, first-out (FIFO) method for all other securities Proceeds information excludes accrued income.

SHORT TERM GAIN(LOSS) DETAILS

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Sold		Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
DELL INC	DELL	3,500 00	05/19/09	01/27/10		41,095 65	46,640 00	5,544 35
FIRST MARBLEHEAD CORP	FMD	13,100 00	04/14/10	12/21/10	A	38,496 37	26,398 78	(12,097 59)
FIRST MARBLEHEAD CORP	FMD	3,100 00	04/14/10	12/22/10	A	9,109.83	6,337 51	(2,772 32)
GENERAL ELECTRIC CO	GE	2,000 00	08/07/09	06/22/10		29,622 30	31,401 44	1,779 14
WHITNEY HOLDING CORP	WTNY	3,700 00	03/19/10	05/03/10		51,029 57	48,692 73	(2,336 84)
Total Short Term Gain(Loss)**						**$169,353.72**	**$159,470.46**	**$(9,883.26)**

LONG TERM GAIN(LOSS) DETAILS

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Sold	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
CHEVRON CORPORATION	CVX	200 00	04/28/03	11/10/10	6,446 24	16,704 61	10,258 37
GENERAL ELECTRIC CO	GE	800 00	11/28/01	06/22/10	24,876 72	12,560 58	(12,316 14)
GENERAL ELECTRIC CO	GE	300 00	06/08/04	06/22/10	9,504 58	4,710 22	(4,794 36)
INTEL CORP	INTC	1,550.00	03/27/03	06/29/10	27,565 04	30,339 36	2,774 32
INTEL CORP	INTC	400 00	06/08/04	06/29/10	11,670 10	7,829 51	(3,840 59)
KINDER MORGAN MGMT LLC SHS	KMR	300 00	08/22/07	11/10/10	11,242 48	18,996 47	7,753 99
KINDER MORGAN MGMT LLC SHS	KMR	200 00	08/22/07	11/19/10	7,494 99	12,487 28	4,992 29
MEDTRONIC INC	MDT	700 00	01/02/02	11/19/10	22,404 13	23,900 12	1,495 99
MEDTRONIC INC	MDT	350.00	02/19/04	11/19/10	17,040 01	11,950 06	(5,089 95)
MICROSOFT CORP	MSFT	100 00	12/03/02	06/29/10	2,971 42	2,303 55	(667 87)

This statement is not a substitute for form 1099 and is provided for informational purposes only

Account No
Account Name: THE ATTICUS TRUST EQUITY
Taxpayer Identification Number: ON-FILE

Account Executive No GPM

ORIGINAL: *12/31/10*

Introducing Firm
Chickasaw Securities, LLC

2010 REALIZED GAIN (LOSS) SUMMARY

LONG TERM GAIN(LOSS) DETAILS (continued)

Security Description	Symbol/ CUSIP	Quantity	Date Acquired	Date Sold	Total Cost Original / Adjusted	Proceeds	Realized Gain(Loss)
MICROSOFT CORP	MSFT	400 00	04/24/03	06/29/10	10,300 02	9,214 21	(1,085 81)
MICROSOFT CORP	MSFT	700 00	05/13/03	06/29/10	18,455 20	16,124 86	(2,330 34)
WESTERN UNION CO	WU	1,000 00	09/26/06	11/22/10	19,190 89	17,867 19	(1,323 70)
Total Long Term Gain(Loss)**					**$189,161.82**	**$184,988.02**	**$(4,173.80)**

TOTALS

	Total Cost	Proceeds	Realized Gain(Loss)
Total Short Term Gain(Loss)**	**$169,353.72**	**$159,470.46**	**$(9,883.26)**
Total Long Term Gain(Loss)**	**$189,161.82**	**$184,988.02**	**$(4,173.80)**
Total Proceeds From All Reported Transactions (Total Proceeds On Form 1099)***		**$344,458.48**	

Blank=FIFO (First in First Out) S=Specific Match (the closing transaction was specifically matched to this lot) A=Average Cost
** These totals exclude transactions for which cost basis is not available
*** This figure may differ from the proceeds on form 1099 due to adjustments for accrued interest, cash-in-lieu, exercise or assignment of options, etc

This statement is not a substitute for form 1099 and is provided for informational purposes only

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REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	9,744 63	Net Long Term Gains (Losses)	8,393 40	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**9,744 63**	**Total Long Term Gains (Losses)**	**8,393 40**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
RESEARCH IN MOTION LIMITED CMN (760975102)	02/11/2009	01/25/2010	100 00	6,082 48	0 00	4,772 25	1,310 23
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	04/06/2009	03/22/2010	100 00	1,755 25	0 00	1,434 20	321 05
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	04/23/2009	03/22/2010	100 00	1,755 25	0 00	1,362 49	392 76
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	05/12/2009	03/22/2010	100 00	1,755 25	0 00	1,524 09	231 16
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	08/05/2009	03/22/2010	100 00	1,755 25	0 00	1,524 09	231 16
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	01/25/2010	03/22/2010	1,500 00	26,328 71	0 00	24,422 86	1,905 85
COSTCO WHOLESALE CORPORATION CMN (22160K105)	04/23/2009	03/22/2010	300 00	18,116 76	0 00	14,289 48	3,827 28
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	04/06/2009	03/22/2010	100 00	2,996 69	0 00	1,987 68	1,009 01
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	06/01/2009	03/22/2010	100 00	2,996 69	0 00	2,480 56	516 13
NET SHORT TERM GAINS (LOSSES)				**63,542.33**	**0.00**	**53,797.70**	**9,744 63**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
RESEARCH IN MOTION LIMITED CMN (760975102)	12/22/2008	01/25/2010	200 00	12,164 96	0 00	8,462 79	3,702 17
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	04/18/2008	03/22/2010	700 00	12,286 73	0 00	14,422 80	(2,136 07)
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	07/09/2008	03/22/2010	100 00	1,755 25	0 00	1,909 91	(154 66)
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	12/03/2008	03/22/2010	500 00	8,776 24	0 00	7,893 15	883 09
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/11/2009	03/22/2010	200 00	12,671 84	0 00	10,320 18	2,351 66
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/20/2009	03/22/2010	200 00	12,671 84	0 00	10,354 52	2,317 32
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/05/2008	03/22/2010	100 00	2,996 69	0 00	2,811 23	185 46

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such New tax legislation effective 1/1/2011 will govern the manner in which we report tax basis information to you The information in this statement is not yet determined pursuant to such new legislation

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total Accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/01/2008	03/22/2010	400 00	11,986 77	0 00	11,485 72	501 05
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/10/2008	03/22/2010	100 00	2,996 69	0 00	2,253 31	743 38
NET LONG TERM GAINS (LOSSES)				**78,307.01**	**0.00**	**69,913.61**	**8,393.40**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAIN AND LOSS SUMMARY

Net Short Term Gains (Losses)	0 00	Net Long Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short Term Gains (Losses)	**0 00**	**Total Long Term Gains (Losses)**	**0 00**	**Total Ordinary Gains (Losses)**	**0 00**

LONG TERM

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total Accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
HONEYWELL INTERNATIONAL INC 7 5% 03/01/2010 USD (438516AK2)	04/13/2000	03/01/2010	100,000 00	100,000 00	(2,435 00)	100,000 00	0 00
ANHEUSER-BUSCH COMPANIES, INC 5 75% 04/01/2010 NOTES CALL @ M-W+20 (035229CD3)	08/31/1999	04/01/2010	100,000 00	100,000 00	7,836 00	100,000 00	0 00
ANHEUSER-BUSCH COMPANIES, INC 5 75% 04/01/2010 NOTES CALL @ M-W+20 (035229CD3)	04/27/2000	04/01/2010	100,000 00	100,000 00	11,006 00	100,000 00	0 00
NEW YORK TEL CO 8 625000 11/15/2010 (650094BL8)	12/16/1999	11/15/2010	100,000 00	100,000 00	(10,784 00)	100,000 00	0 00
NET LONG TERM GAINS (LOSSES)				**400,000.00**	**5,623.00**	**400,000 00**	**0.00**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment.

Merrill Lynch
Bank of America Corporation

Account No. Taxpayer No. Page

2010 TAX REPORTING STATEMENT

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)
LONG TERM CAPITAL GAINS								
AMSOUTH BANK NA 4.85% 2013	3000 0000	05/26/09	10/18/10			2,997 06	2,857 21	139.85
		Long Term Capital Gains Subtotal				2,997.06	2,857.21	139.85
NET LONG TERM CAPITAL GAIN (LOSS)								139.85
OTHER TRANSACTIONS								
NM XEROX CREDIT CORP CLD	30000.0000	05/26/09	10/04/10			30,000.00	28,790 00	N/C
GENWORTH GLOBAL FUNDING	75000.0000	05/26/09	10/08/10			75,000 00	74,695.25	N/C
		Other Transactions Subtotal				105,000.00		
TOTAL CAPITAL GAINS AND LOSSES						107,997.06	106,342.46	139.85
TOTAL REPORTABLE GROSS PROCEEDS						107,997.06		
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*).