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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2010**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

A Employer identification number

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

58-6026070

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

SUNTRUST BANK, P.O. BOX 1908

(404) 827-6529

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

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

Fair market value of all assets at end

J Accounting method: ☒ Cash ☐ Accrual

of year (from Part II, col. (c), line

☐ Other (specify)

16) ▶ \$ 12,140,359.

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here . . . . . ☐D 1 Foreign organizations, check here . . . . . ☐2 Foreign organizations meeting the 85% test, check here and attach computation . . . . . ☐E If private foundation status was terminated under section 507(b)(1)(A), check here . . . . . ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . . . ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions) )

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	260,094.	264,356.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-113,792.			
b Gross sales price for all assets on line 6a	12,432,449.			
7 Capital gain net income (from Part IV, line 2)		NONE		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	146,302.	264,356.		
13 Compensation of officers, directors, trustees, etc.	53,771.	26,885.		26,886.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	150.	NONE	NONE	150.
b Accounting fees (attach schedule)	5,000.	NONE	NONE	5,000.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	1,807.	3,145.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses. Add lines 13 through 23	60,728.	30,030.	NONE	32,036.
25 Contributions, gifts, grants paid	354,000.			354,000.
26 Total expenses and disbursements. Add lines 24 and 25	414,728.	30,030.	NONE	386,036.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-268,426.			
b Net investment income (if negative, enter -0-)		234,326.		
c Adjusted net income (if negative, enter -0-)				

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

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .				
	2	Savings and temporary cash investments . . . . .	291,097.	990,398.	990,398.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule) . . . . .				
	c	Investments - corporate bonds (attach schedule) . STMT 5 .	11,095,061.	10,139,888.	11,149,961.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans . . . . .				
	13	Investments - other (attach schedule) . . . . .				
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	11,386,158.	11,130,286.	12,140,359.		
Liabilities	17	Accounts payable and accrued expenses . . . . .				
	18	Grants payable . . . . .				
	19	Deferred revenue . . . . .				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶ )				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .	11,386,158.	11,130,286.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . .					
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	11,386,158.	11,130,286.			
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	11,386,158.	11,130,286.			

## 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	11,386,158.
2	Enter amount from Part I, line 27a . . . . .	2	-268,426.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	12,554.
4	Add lines 1, 2, and 3 . . . . .	4	11,130,286.
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	11,130,286.

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**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)
<b>1a SEE PART IV DETAIL</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	<b>-101,976.</b>	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">             If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).              If (loss), enter -0- in Part I, line 8.           </div> </div>					

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	642,777.	9,949,172.	0.06460607978
2008	797,134.	12,340,851.	0.06459311436
2007	702,646.	14,891,116.	0.04718558367
2006	605,279.	13,689,236.	0.04421568888
2005	611,280.	13,003,054.	0.04701049461
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.26761096130
<b>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</b>			<b>3</b> 0.05352219226
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>			<b>4</b> 11,086,634.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 593,381.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 2,343.
<b>7 Add lines 5 and 6</b>			<b>7</b> 595,724.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 386,036.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	4,687.
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	
3 Add lines 1 and 2		3	4,687.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,687.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	4,051.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,051.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 <i>Paid by EFTPS</i>	9	636.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <i>STMT 7</i>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) . . . . .	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . Website address <b>N/A</b>	13	X	
14	The books are in care of <b>SUNTRUST BANK</b> Telephone no. <b>(404) 827-6529</b> Located at <b>25 PARK PLACE, ATLANTA, GA</b> ZIP + 4 <b>30303</b>			
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 . . . . . <b>15</b>			
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 <b>▶</b>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	X
Organizations relying on a current notice regarding disaster assistance check here . . . . . <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶</b> . . . . .		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) . . . . .	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>▶</b> . . . . .		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) . . . . .	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? . . . . .	4b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** *N/A*Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *N/A* ☐ Yes ☐ No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d).**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **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? ☐ Yes ☒ No **7b** *N/A***Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		53,771.	-0-	-0-

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

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

**Total** number of other employees paid over \$50,000 ☐ **NONE**

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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** (see page 23 of the instructions). If none, enter "NONE."

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	10,732,981.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	522,485.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	11,255,466.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	11,255,466.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	168,832.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	11,086,634.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	554,332.

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	554,332.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	4,687.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	4,687.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	549,645.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	549,645.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	549,645.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	386,036.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	386,036.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	386,036.

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				549,645.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only . . . . .			NONE	
<b>b</b> Total for prior years 20____, 20____, 20____ . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .	NONE			
<b>b</b> From 2006 . . . . .	NONE			
<b>c</b> From 2007 . . . . .	NONE			
<b>d</b> From 2008 . . . . .	73,430.			
<b>e</b> From 2009 . . . . .	149,802.			
<b>f</b> Total of lines 3a through e . . . . .	223,232.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ 386,036.				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			
<b>d</b> Applied to 2010 distributable amount . . . . .				386,036.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	163,609.			163,609.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	59,623.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	59,623.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .	NONE			
<b>b</b> Excess from 2007 . . . . .	NONE			
<b>c</b> Excess from 2008 . . . . .	NONE			
<b>d</b> Excess from 2009 . . . . .	59,623.			
<b>e</b> Excess from 2010 . . . . .				

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

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

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

N/A

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

N/A

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

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

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV** **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a Paid during the year</b>  SEE STATEMENT 11				
<b>Total</b> . . . . .			▶ <b>3a</b>	354,000.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			▶ <b>3b</b>	



<p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p><b>(1)</b> Cash</p> <p><b>(2)</b> Other assets</p> <p><b>b</b> Other transactions:</p> <p><b>(1)</b> Sales of assets to a noncharitable exempt organization</p> <p><b>(2)</b> Purchases of assets from a noncharitable exempt organization</p> <p><b>(3)</b> Rental of facilities, equipment, or other assets</p> <p><b>(4)</b> Reimbursement arrangements</p> <p><b>(5)</b> Loans or loan guarantees</p> <p><b>(6)</b> Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> 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.</p>	<table border="1"> <thead> <tr> <th></th><th>Yes</th><th>No</th></tr> </thead> <tbody> <tr> <td><b>1a(1)</b></td><td></td><td>X</td></tr> <tr> <td><b>1a(2)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(1)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(2)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(3)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(4)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(5)</b></td><td></td><td>X</td></tr> <tr> <td><b>1b(6)</b></td><td></td><td>X</td></tr> <tr> <td><b>1c</b></td><td></td><td>X</td></tr> </tbody> </table>		Yes	No	<b>1a(1)</b>		X	<b>1a(2)</b>		X	<b>1b(1)</b>		X	<b>1b(2)</b>		X	<b>1b(3)</b>		X	<b>1b(4)</b>		X	<b>1b(5)</b>		X	<b>1b(6)</b>		X	<b>1c</b>		X
	Yes	No																													
<b>1a(1)</b>		X																													
<b>1a(2)</b>		X																													
<b>1b(1)</b>		X																													
<b>1b(2)</b>		X																													
<b>1b(3)</b>		X																													
<b>1b(4)</b>		X																													
<b>1b(5)</b>		X																													
<b>1b(6)</b>		X																													
<b>1c</b>		X																													

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**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					1,494.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					20,834.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					10,320.	
191,562.00		4225. DREYFUS/TBC SMALLCAP GROWTH-I PROPERTY TYPE: SECURITIES 141,538.00					01/30/2009 50,024.00	01/15/2010
127,249.00		3008. ISHARES MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES 104,293.00					06/01/2009 22,956.00	01/15/2010
206,484.00		3937. ISHARES COHEN & STEERS RLTY MAJORS PROPERTY TYPE: SECURITIES 157,911.00					06/01/2009 48,573.00	01/15/2010
159,315.00		4980. ISHARES GSCI COMMODITY-INDEXED ETF PROPERTY TYPE: SECURITIES 152,594.00					06/01/2009 6,721.00	01/15/2010
738,011.00		59854.94 RIDGEWORTH FD-AGGRESSIVE GRWTH PROPERTY TYPE: SECURITIES 748,574.00					10/15/2008 -10,563.00	01/15/2010
1372637.00		50970.563 RIDGEWORTH FD-SEL L/C GRTH STK PROPERTY TYPE: SECURITIES 1404956.00					10/15/2008 -32,319.00	01/15/2010
316,045.00		30272.534 RIDGEWORTH FD-MIDCAP VAL EQTY PROPERTY TYPE: SECURITIES 393,002.00					12/27/2007 -76,957.00	01/15/2010
1070555.00		94739.366 RIDGEWORTH FD-LARGECAP VAL EQT PROPERTY TYPE: SECURITIES 1250617.00					10/15/2008 -180062.00	01/15/2010

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
122,520.00		11613.224 RIDGEWORTH FD-EMERGING GROWTH PROPERTY TYPE: SECURITIES 148,301.00					04/27/2006 -25,781.00	01/15/2010
317,475.00		31186.161 RIDGEWORTH FD-LARGECAP QUANT E PROPERTY TYPE: SECURITIES 418,917.00					10/15/2008 -101442.00	01/15/2010
539,345.00		58816.283 RIDGEWORTH FD-LARGECAP GRTH ST PROPERTY TYPE: SECURITIES 676,716.00					10/15/2008 -137371.00	01/15/2010
906,929.00		71299.43 RIDGEWORTH FD-LARGECAP CORE EQ PROPERTY TYPE: SECURITIES 1157904.00					10/15/2008 -250975.00	01/15/2010
231,810.00		17574.692 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES 200,000.00					06/01/2009 31,810.00	01/15/2010
922,255.00		69920.774 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES 935,986.00					02/07/2007 -13,731.00	01/15/2010
405,910.00		61039.033 RIDGEWORTH FD-HIGH INCOME #RGC PROPERTY TYPE: SECURITIES 448,099.00					06/27/2007 -42,189.00	01/15/2010
399,592.00		35562. SUNTRUST SHORT-TERM BOND FUND PROPERTY TYPE: SECURITIES 380,574.00					06/28/2002 19,018.00	01/15/2010
2322297.00		591179. PERSONAL HIGH QUALITY FIXED INCO PROPERTY TYPE: SECURITIES 2281942.00					02/15/2008 40,355.00	01/15/2010
126,528.00		4000. EQUIFAX INC COM PROPERTY TYPE: SECURITIES 254.00					01/01/1962 126,274.00	01/29/2010
71,190.00		3000. FIDELITY NATL INFORMATION SVCS COM PROPERTY TYPE: SECURITIES 151.00					01/01/1962 71,039.00	01/29/2010



**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
78,484.00		2000. LENDER PROCESS ING SVCS INC COM PROPERTY TYPE: SECURITIES 156.00				01/01/1962 78,328.00	01/29/2010
48,980.00		2000. SUNTRUST BANKS INC COM PROPERTY TYPE: SECURITIES 626.00				05/20/1952 48,354.00	01/29/2010
5,223.00		50. ISHARES TR BARCLAYS TIPS BD ETF PROPERTY TYPE: SECURITIES 5,253.00				01/15/2010 -30.00	02/10/2010
14,979.00		187. VANGUARD BD INDEX SHORT TERM BD ETF PROPERTY TYPE: SECURITIES 15,000.00				01/15/2010 -21.00	02/10/2010
84,445.00		1065. VANGUARD BD INDEX TOTAL BD MKT ETF PROPERTY TYPE: SECURITIES 84,570.00				01/15/2010 -125.00	02/10/2010
17,475.00		724.802 INVESCO SMALL CAP GROWTH-I PROPERTY TYPE: SECURITIES 17,417.00				01/15/2010 58.00	06/24/2010
132,000.00		6505.668 GOLDMAN SACHS TRGROWTH OPPORTUN PROPERTY TYPE: SECURITIES 134,082.00				01/15/2010 -2,082.00	06/24/2010
4,472.00		42. ISHARES TR BARCLAYS TIPS BD ETF PROPERTY TYPE: SECURITIES 4,413.00				01/15/2010 59.00	06/24/2010
104,455.00		2734. ISHARES RUSSELL MIDCAP VALUE INDEX PROPERTY TYPE: SECURITIES 104,589.00				01/15/2010 -134.00	06/24/2010
14,925.00		693.219 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 14,731.00				01/15/2010 194.00	06/24/2010
41,150.00		3162.952 MFS RESEARCH INTL-I PROPERTY TYPE: SECURITIES 46,274.00				01/15/2010 -5,124.00	06/24/2010

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
18,575.00		1232.581 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 17,010.00					01/15/2010 1,565.00	06/24/2010
5,895.00		73. VANGUARD BD INDEX SHORT TERM BD ETF PROPERTY TYPE: SECURITIES 5,856.00					01/15/2010 39.00	06/24/2010
63,714.00		787. VANGUARD BD INDEX TOTAL BD MKT ETF PROPERTY TYPE: SECURITIES 62,494.00					01/15/2010 1,220.00	06/24/2010
58,145.00		2005. FIDELITY NATL INFORMATION SVCS COM PROPERTY TYPE: SECURITIES 101.00					01/01/1962 58,044.00	08/03/2010
23,025.00		933.698 INVESCO SMALL CAP GROWTH-I PROPERTY TYPE: SECURITIES 22,437.00					01/15/2010 588.00	09/07/2010
54,950.00		2591.981 GOLDMAN SACHS TRGROWTH OPPORTUN PROPERTY TYPE: SECURITIES 53,421.00					01/15/2010 1,529.00	09/07/2010
105,186.00		952. ISHARES TR S&P 500 INDEX FD PROPERTY TYPE: SECURITIES 109,563.00					01/15/2010 -4,377.00	09/07/2010
46,353.00		1187. ISHARES RUSSELL MIDCAP VALUE INDEX PROPERTY TYPE: SECURITIES 45,409.00					01/15/2010 944.00	09/07/2010
101,288.00		1765. ISHARES TR RUSSELL 1000 VALUE INDE PROPERTY TYPE: SECURITIES 104,857.00					01/15/2010 -3,569.00	09/07/2010
139,804.00		2864. ISHARES TR RUSSELL 1000 GROWTH IND PROPERTY TYPE: SECURITIES 145,435.00					01/15/2010 -5,631.00	09/07/2010
16,675.00		781.03 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 16,597.00					01/15/2010 78.00	09/07/2010

**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
14,400.00		681.817 LEGG MASON BATTERYMRC EMRG MKTS- PROPERTY TYPE: SECURITIES 14,482.00					01/15/2010 -82.00	09/07/2010
68,950.00		4974.746 MFS RESEARCH INTL-I PROPERTY TYPE: SECURITIES 72,781.00					01/15/2010 -3,831.00	09/07/2010
15,775.00		1959.628 PIMCO COMMODITY REALRTN STRATEG PROPERTY TYPE: SECURITIES 16,343.00					01/15/2010 -568.00	09/07/2010
6,975.00		426.866 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES 5,891.00					01/15/2010 1,084.00	09/07/2010
451,519.00		5549. VANGUARD BD INDEX SHORT TERM BD ET PROPERTY TYPE: SECURITIES 445,120.00					01/15/2010 6,399.00	09/07/2010
60,157.00		2000. EQUIFAX INC COM PROPERTY TYPE: SECURITIES 127.00					01/01/1962 60,030.00	09/17/2010
27,392.00		995. FIDELITY NATL INFORMATION SVCS COM PROPERTY TYPE: SECURITIES 50.00					01/01/1962 27,342.00	09/17/2010
33,329.00		1000. LENDER PROCESS ING SVCS INC COM PROPERTY TYPE: SECURITIES 78.00					01/01/1962 33,251.00	09/17/2010
26,045.00		1000. SUNTRUST BANKS INC COM PROPERTY TYPE: SECURITIES 313.00					05/20/1952 25,732.00	09/17/2010

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS) .....							----- -101,976. =====	

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply The foundation does not have any undistributed income from prior years

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DIVIDENDS & INTEREST	260,094.	264,356.
-----	-----	-----
TOTAL	260,094.	264,356.
=====	=====	=====

FORM 990PF, PART I - LEGAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES	150.			150.
	-----	-----	-----	-----
TOTALS	150.	NONE	NONE	150.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREP FEES	5,000.			5,000.
	-----	-----	-----	-----
TOTALS	5,000.	NONE	NONE	5,000.
	=====	=====	=====	=====



FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	1,807.	3,145.
FEDERAL EXCISE TAX		
	-----	-----
TOTALS	1,807.	3,145.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	10,139,888.	11,149,961.
	-----	-----
TOTALS	10,139,888.	11,149,961.
	=====	=====

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

-----

-----

CTF TAX COST ADJUSTMENT

12,554.

-----

TOTAL

12,554.

=====

-----  
STATE(S) WHERE THE FOUNDATION IS REGISTERED  
=====

GA

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

## OFFICER NAME:

SUNTRUST BANK

## ADDRESS:

P.O. BOX 4655

ATLANTA, GA 30302

## TITLE:

TRUSTEE, *AS REQ'D*

COMPENSATION .....

53,771.

## OFFICER NAME:

Mr. Raymond B. King

## ADDRESS:

25 Park Place

Atlanta, GA 30302

## TITLE:

Secretary, *AS REQ'D*

## OFFICER NAME:

Mr. John W. Clay, Jr.

## ADDRESS:

25 Park Place

Atlanta, GA 30302

## TITLE:

Commt/Mbr, AS REQ'D

## OFFICER NAME:

Mr. John W. Spiegel

## ADDRESS:

25 Park Place

Atlanta, GA 30302

## TITLE:

Commt/Mbr, AS REQ'D

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

## OFFICER NAME:

Mr. L. Phillip Humann

## ADDRESS:

25 Park Place

Atlanta, GA 30302

## TITLE:

Commt/Mbr, AS REQ'D

## OFFICER NAME:

Mr. E. Jenner Wood, III

## ADDRESS:

25 Park Place

Atlanta, GA 30302

## TITLE:

Chairman, AS REQ'D

## OFFICER NAME:

Mr. Scott Wilfong

## ADDRESS:

25 Park Place

Atlanta, GA 30302

## TITLE:

Commt/Mbr, AS REQ'D

TOTAL COMPENSATION:

53,771.

=====

RECIPIENT NAME:

SEE ATTACHED GRANT APPLICATION  
FORM, INFORMATION AND MATERIALS:  
GRANT APPLICATION ( SEE ATTACHMENT)  
SUBMISSION DEADLINES:

N/A

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CAPITAL IMPROVEMENT AND SPECIAL COMMUNITY PROJECTS FOR THE  
METROPOLITAN ATLANTA AREA TO 501(C)(3) ORGANIZATIONS IN GOOD STANDING.

## **SunTrust Bank Common Application Form**

For the English Memorial Fund, Harriet Marshall Fund, Thomas Guy Woolford Fund,  
and the Rich Memorial Fund

### **Qualifications and Guidelines**

The geographic focus of this fund is Metropolitan Atlanta ONLY. Community benefit and return on investment are primary considerations in distribution decisions.

The Trustees will consider requests for grants for capital improvements such as buildings, furniture and equipment, and alterations to existing structures. Applications will be considered for special projects of a community nature, special studies, surveys, research and pilot programs which do not commit the funds to recurring expenditures.

Grants from the Foundation are made by the Distribution Committee to non-profit Metropolitan Atlanta organizations that have legitimate needs and a worthwhile purpose. This fund will not consider requests for general operating support such as salaries, maintenance, and debt service, and requests by political organizations, churches or individuals. Usually grants will only be made to organizations with records of successful operation without a deficit for at least a year.

#### **Other Committee considerations include:**

- Emphasis on Metropolitan Atlanta
- Organization/ community coordination and support
- Timeliness and precedence
- Organization management and governance
- Grant multiplier effect
- Human value and self-help emphasis
- Ultimate benefit to the community
- Financial management

Periodic program reports from grant recipients are expected by the Committee. Brief reports should be mailed to the Secretary

# **SUNTRUST**

### **Grant Application Form Instructions**

- Please complete all sections of the form below.



• We prefer that this form be no longer than two pages when completed. Therefore, please limit your answers to fit in the spaces provided.

• Please include the following required attachments:

**Support Material**

- A) Attach a copy of the Organization's 501(C)(3) federal tax exemption letter from the IRS.
- B) Attach a written statement from the CEO of the organization stating that the 501(C)(3) tax exempt status has not been modified, amended or withdrawn and remains in full force and effect. If the organization's name has changed within the last five (5) years, briefly describe the circumstances for the change.
- C) Attach a list of the Organization's Board of Directors and their affiliations

**Financial Information**

Please attach the following and the corresponding dates that each document covers:

- A) Organization's **most recent, completed full year Financial Statement**  
(revenue, expenses and balance sheet), **audited**, if available
- B) Organization's **current Annual Operating Budget**
- C) Organization's **projected Operating Budget** for the coming year
- D) A **current Expense Budget for the project**

• Once you have completed the form, print it out and mail to SunTrust, along with the requested supplemental information, to:

Mr. Raymond B. King, Group Vice President  
SunTrust Bank, Atlanta  
Community Affairs Foundations Program  
P.O. Box 4418, Mail Code 041  
Atlanta, GA 30302



## SunTrust Bank Atlanta Foundation Grant Application Form

### General Information

Organization Name:	
Address:	
City/State/Zip:	
Phone:	Fax:
E-Mail Address:	Website Address:
Contact Person/ Position:	Contact Phone Number:

### Grant Request

Date of Request:	Amount Requested \$
Total Project Cost: \$	Total Organization Budget for this year. \$

Statement of Organization's Mission or Purpose:

Names and Roles of Organization's Key Leadership (Staff)

1.

2.

Project or Purpose of Grant Request:

Impact of Grant Requested on your Organization and the Community:

### Evaluation

*Briefly Explain.*

A) The Timetable for Specific Goals and Objectives:

B) How will you measure the effectiveness/success of the project/activity?

C) Who will be Involved in the Evaluation Process – Staff, Board, Constituents, Community, Consultants?

D) How will the evaluation results be used?

**Additional Information**

A) List other major commitments for the project specified in this grant request (name and amount):

	\$
	\$
	\$
	\$

B) List other major solicitations for the project specified in this grant request (name and amount):

	\$
	\$
	\$
	\$

C) List Percentage and Dollar Amount of Board Participation towards this project and for the year:

	%
	\$

D) List any United Way support (if applicable).

\$

Internal Use Only — Do not write in this space.

Most Recent Grant	\$	Date:	STBA \$	E \$	M \$	R \$
Previous Grant(s)	#	\$				
Recommendation	\$	STBA \$	E \$	M \$	R \$	

RECIPIENT NAME:  
SEE ATTACHED STATEMENT  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL CHARITABLE PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
N/A  
AMOUNT OF GRANT PAID ..... 354,000.

TOTAL GRANTS PAID: 354,000.  
=====

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS SEE ATTACHED STATEMENT - SEE ATTACHED				
02/09/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO CHILDREN'S HEALTHCARE OF ATLANTA TR TRAN#=IN001060000008 TR CD=105 REG=0 PORT=INC	-14000 00	-14000 00	**CHANGED** 06/23/10 RDT	1002000023
02/09/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO HENRY W GRADY HEALTH SYSTEM FDN TR TRAN#=IN001060000014 TR CD=105 REG=0 PORT=INC	-40000 00	-40000 00	**CHANGED** 06/23/10 RDT	1002000025
02/09/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO DARLINGTON SCHOOL TR TRAN#=IN001060000009 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED** 06/23/10 RDT	1002000024
02/16/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO MEDICAL COLLEGE OF GEORGIA TR TRAN#=IN001738000015 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00	**CHANGED** 06/23/10 RDT	1002000027
02/16/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO SHORTER COLLEGE ROME, GA TR TRAN#=IN001738000016 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00	**CHANGED** 06/23/10 RDT	1002000028
02/16/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO GEORGIA 4-H CLUB FOUNDATION, INC ATHENS, GA TR TRAN#=IN001738000017 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 06/23/10 RDT	1002000029
02/16/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO WOODRUFF ARTS CENTER ATLANTA, GA TR TRAN#=IN001738000018 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 06/23/10 RDT	1002000030
02/16/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO EAGLE RANCH CHESTNUT MOUNTAIN, GA TR TRAN#=IN001738000019 TR CD=105 REG=0 PORT=INC	-35000 00	-35000 00	**CHANGED** 06/23/10 RDT	1002000031
02/16/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO MERCY SENIOR CARE, INC ROME, GA TR TRAN#=IN001738000020 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 06/23/10 RDT	1002000032
06/28/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED PAID TO BELTLINE PARTNERSHIP TR TRAN#=IN003320000005 TR CD=105 REG=0 PORT=INC	-50000 00	-50000 00	**CHANGED** 11/08/10 AEN	1006000019
06/28/10 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR SEE ATTACHED	-20000 00	-20000 00	**CHANGED** 09/28/10 RDT	1006000018

ACCT 2TTR 1102875  
PREP 43 ADMN 1071 INV 80

SUNTRUST BANK  
TAX TRANSACTION DETAIL

PAGE 28  
RUN 04/14/2011  
10 25 05 AM

TAX  
CODE/DATE TRANSACTIONS

TAXABLE

INCOME

PRINCIPAL

EDIT  
NUMBER

311 CASH CONTRIBUTIONS (CONTINUED)

SEE ATTACHED STATEMENT - SEE ATTACHED (CONTINUED)

PAID TO

ATHENS ACADEMY

TR TRAN#=IN003320000001 TR CD=105 REG=0 PORT=INC

06/28/10

CASH DISBURSEMENT  
BENEFICIARY CHARITABLE GIFT  
GRANT  
FOR SEE ATTACHED  
PAID TO

-10000 00

-10000 00

1006000021  
\*\*CHANGED\*\* 11/08/10 AEN

PATH FOUNDATION

TR TRAN#=IN003320000014 TR CD=105 REG=0 PORT=INC

06/28/10

CASH DISBURSEMENT  
BENEFICIARY CHARITABLE GIFT  
GRANT  
FOR SEE ATTACHED  
PAID TO

-15000 00

-15000 00

1006000020  
\*\*CHANGED\*\* 11/08/10 AEN

LIVABLE COMMUNITIES  
COALITION

TR TRAN#=IN003320000012 TR CD=105 REG=0 PORT=INC

06/29/10

CASH DISBURSEMENT  
BENEFICIARY CHARITABLE GIFT  
GRANT  
FOR SEE ATTACHED  
PAID TO

-25000 00

-25000 00

1006000026  
\*\*CHANGED\*\* 11/08/10 AEN

GIRLS INCORPORATED OF GREATER  
ATLANTA  
ATLANTA, GA

TR TRAN#=IN003430000008 TR CD=105 REG=0 PORT=INC

11/03/10

CASH DISBURSEMENT  
BENEFICIARY CHARITABLE GIFT  
THOMAS GUY WOOLFORD CHARITABLE TRUST  
FOR SEE ATTACHED  
PAID TO

-25000 00

-25000 00

1011000003  
\*\*CHANGED\*\* 01/04/11 RDT

GEORGIA TECH FOUNDATION

TR TRAN#=IN000429000022 TR CD=105 REG=0 PORT=INC

TOTAL CODE 311 - CASH CONTRIBUTIONS

-354000 00

-354000 00

0 00

**SCHEDULE D  
(Form 1041)**Department of the Treasury  
Internal Revenue Service**Capital Gains and Losses**▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for  
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2010**

Name of estate or trust

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

Employer identification number

58-6026070

**Note:** Form 5227 filers need to complete only Parts I and II.**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .					<b>1b</b> 148,267.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .					<b>2</b>
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>3</b> 1,494.
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet . . . . .					<b>4</b> ( )
<b>5</b> Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶					<b>5</b> 149,761.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			20,834.
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .					<b>6b</b> -283,623.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .					<b>7</b>
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>8</b> 10,320.
<b>9</b> Capital gain distributions . . . . .					<b>9</b> 732.
<b>10</b> Gain from Form 4797, Part I . . . . .					<b>10</b>
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet . . . . .					<b>11</b> ( )
<b>12</b> Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶					<b>12</b> -251,737.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2010

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		149,761.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		-251,737.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		-101,976.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

<b>Part IV Capital Loss Limitation</b>	
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 15, column (3) or b \$3,000 . . . . .
<b>16</b>	( 3,000 )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

<b>Part V Tax Computation Using Maximum Capital Gains Rates</b>	
<b>Form 1041 filers.</b> Complete this part <b>only</b> if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
<b>Caution:</b> Skip this part and complete the worksheet on page 8 of the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
<b>Form 990-T trusts.</b> Complete this part <b>only</b> if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	<b>17</b>	
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>	
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	<b>19</b>	
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶	<b>21</b>	
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>	
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>	
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the <b>smaller</b> of line 17 or line 22 . . . . .	<b>27</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .	<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>	
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>	
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>	

Schedule D (Form 1041) 2010



**SCHEDULE D-1**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Continuation Sheet for Schedule D**  
**(Form 1041)**

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

**2010**

Name of estate or trust

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

Employer identification number

58-6026070

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 4225. DREYFUS/TBC SMALLCAP GROWTH-I	01/30/2009	01/15/2010	191,562.00	141,538.00	50,024.00
3008. ISHARES MSCI EMERGING MKTS INDEX	06/01/2009	01/15/2010	127,249.00	104,293.00	22,956.00
3937. ISHARES COHEN & STEERS RLTY MAJORS	06/01/2009	01/15/2010	206,484.00	157,911.00	48,573.00
4980. ISHARES GSCI COMMODITY-INDEXED ETF	06/01/2009	01/15/2010	159,315.00	152,594.00	6,721.00
17574.692 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	06/01/2009	01/15/2010	231,810.00	200,000.00	31,810.00
50. ISHARES TR BARCLAYS TIPS BD ETF	01/15/2010	02/10/2010	5,223.00	5,253.00	-30.00
187. VANGUARD BD INDEX SHORT TERM BD ETF	01/15/2010	02/10/2010	14,979.00	15,000.00	-21.00
1065. VANGUARD BD INDEX TOTAL BD MKT ETF	01/15/2010	02/10/2010	84,445.00	84,570.00	-125.00
724.802 INVESCO SMALL CAP GROWTH-I	01/15/2010	06/24/2010	17,475.00	17,417.00	58.00
6505.668 GOLDMAN SACHS TRGROWTH OPPORTUNITIES FD I	01/15/2010	06/24/2010	132,000.00	134,082.00	-2,082.00
42. ISHARES TR BARCLAYS TIPS BD ETF	01/15/2010	06/24/2010	4,472.00	4,413.00	59.00
2734. ISHARES RUSSELL MIDCAP VALUE INDEX	01/15/2010	06/24/2010	104,455.00	104,589.00	-134.00
693.219 JANUS PERKINS SMALL CAP VALUE-I	01/15/2010	06/24/2010	14,925.00	14,731.00	194.00
3162.952 MFS RESEARCH INTL-I	01/15/2010	06/24/2010	41,150.00	46,274.00	-5,124.00
1232.581 ROWE T PRICE REAL ESTATE FD COM	01/15/2010	06/24/2010	18,575.00	17,010.00	1,565.00
73. VANGUARD BD INDEX SHORT TERM BD ETF	01/15/2010	06/24/2010	5,895.00	5,856.00	39.00
787. VANGUARD BD INDEX TOTAL BD MKT ETF	01/15/2010	06/24/2010	63,714.00	62,494.00	1,220.00
933.698 INVESCO SMALL CAP GROWTH-I	01/15/2010	09/07/2010	23,025.00	22,437.00	588.00
2591.981 GOLDMAN SACHS TRGROWTH OPPORTUNITIES FD I	01/15/2010	09/07/2010	54,950.00	53,421.00	1,529.00
952. ISHARES TR S&P 500 INDEX FD	01/15/2010	09/07/2010	105,186.00	109,563.00	-4,377.00
1187. ISHARES RUSSELL MIDCAP VALUE INDEX	01/15/2010	09/07/2010	46,353.00	45,409.00	944.00
1765. ISHARES TR RUSSELL 1000 VALUE INDEX FD	01/15/2010	09/07/2010	101,288.00	104,857.00	-3,569.00
2864. ISHARES TR RUSSELL 1000 GROWTH INDEX	01/15/2010	09/07/2010	139,804.00	145,435.00	-5,631.00
781.03 JANUS PERKINS SMALL CAP VALUE-I	01/15/2010	09/07/2010	16,675.00	16,597.00	78.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2010

**Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

2010

► See instructions for Schedule D (Form 1041).

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**

Name of estate or trust

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

Employer identification number

58-6026070

## Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .	148,267.00
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**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2010

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

THOMAS GUY WOOLFORD SR/CHARIT TR 43-1102875

58-6026070

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 59854.94 RIDGEWORTH FD-AGGRESSIVE GRWTH #RGE6	10/15/2008	01/15/2010	738,011.00	748,574.00	-10,563.00
50970.563 RIDGEWORTH FD-SEL L/C GRTH STK #RGE4	10/15/2008	01/15/2010	1,372,637.00	1,404,956.00	-32,319.00
30272.534 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	12/27/2007	01/15/2010	316,045.00	393,002.00	-76,957.00
94739.366 RIDGEWORTH FD-LARGECAP VAL EQTY#RGD4	10/15/2008	01/15/2010	1,070,555.00	1,250,617.00	-180,062.00
11613.224 RIDGEWORTH FD-EMERGING GROWTH #RGE7	04/27/2006	01/15/2010	122,520.00	148,301.00	-25,781.00
31186.161 RIDGEWORTH FD-LARGECAP QUANT EQ#RGD9	10/15/2008	01/15/2010	317,475.00	418,917.00	-101,442.00
58816.283 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	10/15/2008	01/15/2010	539,345.00	676,716.00	-137,371.00
71299.43 RIDGEWORTH FD-LARGECAP CORE EQ #RGE1	10/15/2008	01/15/2010	906,929.00	1,157,904.00	-250,975.00
69920.774 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	02/07/2007	01/15/2010	922,255.00	935,986.00	-13,731.00
61039.033 RIDGEWORTH FD-HIGH INCOME #RGCI	06/27/2007	01/15/2010	405,910.00	448,099.00	-42,189.00
35562. SUNTRUST SHORT-TERM BOND FUND	06/28/2002	01/15/2010	399,592.00	380,574.00	19,018.00
591179. PERSONAL HIGH QUALITY FIXED INCOME FUND	02/15/2008	01/15/2010	2,322,297.00	2,281,942.00	40,355.00
4000. EQUIFAX INC COM	01/01/1962	01/29/2010	126,528.00	254.00	126,274.00
3000. FIDELITY NATL INFORMATION SVCS COM	01/01/1962	01/29/2010	71,190.00	151.00	71,039.00
2000. LENDER PROCESS ING SVCS INC COM	01/01/1962	01/29/2010	78,484.00	156.00	78,328.00
2000. SUNTRUST BANKS INC COM	05/20/1952	01/29/2010	48,980.00	626.00	48,354.00
2005. FIDELITY NATL INFORMATION SVCS COM	01/01/1962	08/03/2010	58,145.00	101.00	58,044.00
2000. EQUIFAX INC COM	01/01/1962	09/17/2010	60,157.00	127.00	60,030.00
995. FIDELITY NATL INFORMATION SVCS COM	01/01/1962	09/17/2010	27,392.00	50.00	27,342.00
1000. LENDER PROCESS ING SVCS INC COM	01/01/1962	09/17/2010	33,329.00	78.00	33,251.00
1000. SUNTRUST BANKS INC COM	05/20/1952	09/17/2010	26,045.00	313.00	25,732.00
<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b					-283,623.00

Schedule D-1 (Form 1041) 2010

## FEDERAL CAPITAL GAIN DIVIDENDS

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## LONG-TERM CAPITAL GAIN DIVIDENDS

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## 15% RATE CAPITAL GAIN DIVIDENDS

GOLDMAN SACHS TRGROWTH OPPORTUNITIES FD INSTL	5,560.00	
JANUS PERKINS SMALL CAP VALUE-I	6,203.00	
VANGUARD BD INDEX SHORT TERM BD ETF	174.00	
VANGUARD BD INDEX TOTAL BD MKT ETF	8,897.00	
	-----	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		20,834.00
		-----
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		20,834.00
		=====

GAINS AND LOSSES FROM PASS-THRU ENTITIES  
=====NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	1,494.00	-----
		-----
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		1,494.00
		=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	10,320.00	-----
		-----
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		10,320.00
		=====



HOMAS GUY WOOLFORD SR/CHARIT TR  
CCOUNT NO. 1102875

PORTFOLIO DETAIL

AS OF 12/31/10

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AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
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PRINCIPAL PORTFOLIO

PRINCIPAL CASH

2,453,981.09  
20.21 %  
2,453,981.09

TIF & MONEY MARKET FUNDS

987,607.47 FEDERATED MONEY MKT OBLIGS TR  
PRIME OBLIGS INSTL FFS #10  
CUSIP: 609010DF7

987,607.47  
1.000  
8.13 %  
987,607.47  
1.00  
0.00  
1,715  
0.17 %  
0.00 %

QUITY SECURITIES

INDUSTRIALS

2,000 EQUIFAX INC  
COM  
CUSIP: 294429105

71,200.00  
35.600  
0.59 %  
126.96  
0.06  
71,073.04  
1,280  
1.80 %  
0.00 %

FINANCIALS

1,000 SUNTRUST BANKS INC  
COM  
CUSIP: 867914103

29,510.00  
29.510  
0.24 %  
313.07  
0.31  
29,196.93  
40  
0.14 %  
0.00 %



HOMAS GUY WOOLFORD SR/CHARIT TR  
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AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1,000	FIDELITY NATL INFORMATION SVCS INC COM CUSIP: 31620M106	27,390.00 27.390 0.23 %	50.37 0.05	27,339.63	200	0.73 % 0.00 %
11,215	ISHARES TR RUSSELL MIDCAP VALUE INDEX FD CUSIP: 464287473	504,787.15 45.010 4.16 %	429,030.95 38.26	75,756.20	9,847	1.95 % 0.00 %
33,218	ISHARES TR RUSSELL 1000 GROWTH INDEX FD CUSIP: 464287614	1,902,062.68 57.260 15.67 %	1,685,853.03 50.75	216,209.65	24,183	1.27 % 0.00 %
18,983	ISHARES TR RUSSELL 1000 VALUE INDEX FD CUSIP: 464287598	1,231,427.21 64.870 10.14 %	1,122,839.22 59.15	108,587.99	24,336	1.98 % 0.00 %
9,894	ISHARES TR S&P 500 INDEX FD CUSIP: 464287200	1,249,117.50 126.250 10.29 %	1,132,146.83 114.43	116,970.67	22,133	1.77 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		4,887,394.54	4,369,870.03	517,524.51	80,499	1.65 %

INFORMATION TECHNOLOGY

MUTUAL FUNDS-EQUITY



THOMAS GUY WOOLFORD SR/CHARIT TR  
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PORTFOLIO DETAIL

AS OF 12/31/10

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SHARE VALUE PER SHARE	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO Maturity
<u>MUTUAL FUNDS-FIXED INCOME</u>						
4,196	ISHARES TR IBOXX \$ HIGH YIELD CORP BD ETF CUSIP: 464288513	378,856.84 90.290 3.12 %	372,716.64 88.83	6,140.20	31,264	8.25 % 0.00 %
1,765	ISHARES TR US TRSY INFELN PROTECTED SECS BD ETF CUSIP: 464287176	189,772.80 107.520 1.56 %	185,719.69 105.22	4,053.11	4,753	2.50 % 0.00 %
37,859	VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF CUSIP: 921937835	3,038,941.93 80.270 25.03 %	3,028,988.74 80.01	9,953.19	105,740	3.48 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME				20,146.50	141,758	3.93 %
TOTAL EQUITY SECURITIES				665,280.61	223,776	2.60 %
<u>MUTUAL FUNDS</u>						
25,549.367	GOLDMAN SACHS TR GROWTH OPPORTUNITIES FD INSTL CL CUSIP: 38142Y401	622,127.09 24,350 5.12 %	526,572.45 20.61	95,554.64	0	0.00 % 0.00 %
10,948.658	INVESCO GROWTH SER SMALL CAP GROWTH FD CL INSTL CUSIP: 00141M622	328,788.20 30.030 2.71 %	263,096.25 24.03	65,691.95	0	0.00 % 0.00 %
10,192.927	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	244,936.04 24.030 2.02 %	206,335.39 20.24	38,600.65	1,193	0.49 % 0.00 %





## PORTFOLIO DETAIL

HOMAS GUY WOOLFORD SR/CHARIT TR  
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AR VALUE R. SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
13,796.325	LEGG MASON GLOBAL TR BATTERYMARCH EMERGING MKTS TR INSTL CUSIP: 52465U607	336,906.26 24.420 2.78 %	288,118.21 20.88	48,788.05	2,359	0.70 % 0.00 %
38,453.211	MFS FDS RESEARCH INTL FD INSTL CL CUSIP: 552983470	603,330.88 15.690 4.97 %	562,570.48 14.63	40,760.40	8,921	1.48 % 0.00 %
28,946.132	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	268,909.57 9.290 2.22 %	239,281.70 8.27	29,627.87	24,083	8.96 % 0.00 %
6,965.553	PRICE T ROWE FDS REAL ESTATE FD CUSIP: 779919109	121,897.18 17.500 1.00 %	96,124.63 13.80	25,772.55	2,926	2.40 % 0.00 %
TOTAL MUTUAL FUNDS		2,526,895.22	2,182,099.11	344,796.11	39,482	1.56 %
ISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING AOL/TIME WARNER ON RCPT OF FINAL PMT CUSIP: 997000JA3	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING CVS CORP SECURITIES LITIGATION ON RCPT OF FINAL PMT CUSIP: 997000G00	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING FEDERAL HOME LOAN MTG CORP ON RCPT OF FINAL PMT CUSIP: 997000NNO	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %



THOMAS GUY WOOLFORD SR/CHARIT TR  
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PORTFOLIO DETAIL

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PAR VALUE PR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO Maturity
1	CLASS ACTION PENDING HALLIBURTON ON RECEIPT OF FINAL PMT CUSIP: 997000BE3	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING KING PHARMACEUTICALS ON RCPT OF FINAL PMT CUSIP: 997000QD9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE ON RCPT OF FINAL PMT CUSIP: 997000KE3	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING TENET HEALTHCARE CORP ON RCPT OF FINAL PMT CUSIP: 997001AH5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	4.00	4.00-	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		14,591,549.89	13,581,477.17	1,010,072.72	264,973	2.18 %
INCOME PORTFOLIO						
INCOME CASH		2,453,981.09- 20.21-%	2,453,981.09-			



HOMAS GUY WOOLFORD SR/CHARIT TR  
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PORTFOLIO DETAIL

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AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
2,790.28	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	2,790.28 1.000 0.02 %	2,790.28 1.00	0.00	5	0.18 % 0.00 %
NCOME PORTFOLIO TOTAL		2,451,190.81-	2,451,190.81-	0.00	5	0.18 %
TOTAL ASSETS		12,140,359.08	11,130,286.36	1,010,072.72	264,978	2.18 %