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 , 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: TR GREENE-SAWTELL FDN U/A 43-1106236

A Employer identification number: 58-6037828

Number and street (or P O. box number if mail is not delivered to street address): P.O. BOX 1908

Room/suite:

B Telephone number (see page 10 of the instructions): (404) 230-5479

City or town, state, and ZIP code: ORLANDO, FL 32802-1908

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)* ▶ $ 8,269,542.

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) (see page 11 of the instructions))*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc, received (attach schedule)				
2 Check ▶ [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	187,777.	190,729.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-449,562.			
b Gross sales price for all assets on line 6a 8,708,004.				
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)	950.			STMT 2
12 **Total.** Add lines 1 through 11	-260,835.	190,729.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	36,786.	18,393.		18,393.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) STMT 3	150.	NONE	NONE	150.
b Accounting fees (attach schedule) STMT 4	3,000.	NONE	NONE	3,000.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	2,946.	2,278.		
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	42,882.	20,671.	NONE	21,543.
25 Contributions, gifts, grants paid	392,500.			392,500.
26 **Total expenses and disbursements** Add lines 24 and 25	435,382.	20,671.	NONE	414,043.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-696,217.			
b **Net investment income** (if negative, enter -0-)		170,058.		
c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	265,920.	275,630.	275,630.
	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)			
	11 Investments - land, buildings, and equipment: basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	8,049,569.	7,352,662.	7,993,912.
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,315,489.	7,628,292.	8,269,542.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	8,315,489.	7,628,292.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see page 17 of the instructions)	8,315,489.	7,628,292.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,315,489.	7,628,292.	

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	8,315,489.
2	Enter amount from Part I, line 27a	2	-696,217.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	9,020.
4	Add lines 1, 2, and 3	4	7,628,292.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,628,292.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr.)
1a	SEE PART IV DETAIL			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-441,074.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009	430,904.	6,899,166.	0.06245740427
2008	562,678.	8,374,394.	0.06719029461
2007	623,248.	10,194,278.	0.06113704178
2006	442,819.	9,637,833.	0.04594590921
2005	440,694.	9,161,698.	0.04810178201

2	**Total** of line 1, column (d)	2	0.28483243188
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.05696648638
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,642,120.
5	Multiply line 4 by line 3	5	435,345.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,701.
7	Add lines 5 and 6	7	437,046.
8	Enter qualifying distributions from Part XII, line 4	8	414,043.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______________ (attach copy of ruling 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	3,401.
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	3,401.
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	3,401.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 4,554.		
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	4,554.
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	1,153.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 1,153. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 8			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (404)230-5541

Located at ▶ 50 HURT PLAZA, ATLANTA, GA ZIP + 4 ▶ 30303

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

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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. ▶ ______, ______, ______, ______			
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.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	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?	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?	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 9		36,786.	-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

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 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,634,989.
b	Average of monthly cash balances	1b	123,508.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	7,758,497.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	7,758,497.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	116,377.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,642,120.
6	**Minimum investment return.** Enter 5% of line 5	6	382,106.

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

1	Minimum investment return from Part X, line 6			1	382,106.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,401.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,401.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	378,705.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	378,705.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	378,705.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	414,043.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	414,043.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	414,043.

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

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

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					378,705.
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only				71,238.	
b Total for prior years 20 08 ,20 ___ ,20 ___			NONE		
3 Excess distributions carryover, if any, to 2010:					
a From 2005	NONE				
b From 2006	NONE				
c From 2007	NONE				
d From 2008	NONE				
e From 2009	NONE				
f **Total** of lines 3a through e		NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 414,043.					
a Applied to 2009, but not more than line 2a				71,238.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2010 distributable amount					342,805.
e Remaining amount distributed out of corpus		NONE			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b Prior years' undistributed income Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					35,900.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		NONE			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		NONE			
10 Analysis of line 9:					
a Excess from 2006	NONE				
b Excess from 2007	NONE				
c Excess from 2008	NONE				
d Excess from 2009	NONE				
e Excess from 2010	NONE				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 11

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 12				
Total . . . . ▶ 3a				392,500.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	187,777.	
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	-449,562.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b 2009 990-PF REFUND			01	950.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-260,835.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 -260,835.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	NOT APPLICABLE

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 SUNTRUST BANKS | Date 04/20/2011 | Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN		04/20/2011		P00353001
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605			Phone no 888-942-3272	

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					1,074.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					15,099.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					7,417.	
		3024. DREYFUS/TBC SMALLCAP GROWTH-I PROPERTY TYPE: SECURITIES					01/30/2009	01/15/2010
137,108.00		101,304.00					35,804.00	
		2106. ISHARES MSCI EMERGING MKTS INDEX PROPERTY TYPE: SECURITIES					06/01/2009	01/15/2010
89,091.00		72,851.00					16,240.00	
		2625. ISHARES COHEN & STEERS RLTY MAJORS PROPERTY TYPE: SECURITIES					06/01/2009	01/15/2010
137,673.00		104,734.00					32,939.00	
		3320. ISHARES GSCI COMMODITY-INDEXED ETF PROPERTY TYPE: SECURITIES					06/01/2009	01/15/2010
106,210.00		101,765.00					4,445.00	
		36518.411 RIDGEWORTH FD-AGGRESSIVE GRWTH PROPERTY TYPE: SECURITIES					12/11/2008	01/15/2010
450,272.00		431,488.00					18,784.00	
		39897.588 RIDGEWORTH FD-SEL L/C GRTH STK PROPERTY TYPE: SECURITIES					10/15/2008	01/15/2010
1074442.00		1114808.00					-40,366.00	
		21782.478 RIDGEWORTH FD-MIDCAP VAL EQTY PROPERTY TYPE: SECURITIES					12/11/2007	01/15/2010
227,409.00		263,193.00					-35,784.00	
		69150.006 RIDGEWORTH FD-LARGECAP VAL EQT PROPERTY TYPE: SECURITIES					10/15/2008	01/15/2010
781,395.00		990,174.00					-208779.00	

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)	
		9917.047 RIDGEWORTH FD-EMERGING GROWTH # PROPERTY TYPE: SECURITIES					12/11/2008	01/15/2010
104,625.00		119,591.00					-14,966.00	
		14357.174 RIDGEWORTH FD-LARGECAP QUANT E PROPERTY TYPE: SECURITIES					10/15/2008	01/15/2010
146,156.00		190,949.00					-44,793.00	
		42556.013 RIDGEWORTH FD-LARGECAP GRTH ST PROPERTY TYPE: SECURITIES					12/11/2008	01/15/2010
390,239.00		515,072.00					-124833.00	
		53809.454 RIDGEWORTH FD-LARGECAP CORE EQ PROPERTY TYPE: SECURITIES					10/15/2008	01/15/2010
684,456.00		801,603.00					-117147.00	
		12302.286 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES					06/01/2009	01/15/2010
162,267.00		140,000.00					22,267.00	
		53075.323 RIDGEWORTH FD-INTL EQTY INDEX PROPERTY TYPE: SECURITIES					03/31/2005	01/15/2010
700,064.00		680,956.00					19,108.00	
		46134.789 RIDGEWORTH FD-HIGH INCOME #RGC PROPERTY TYPE: SECURITIES					12/11/2007	01/15/2010
306,796.00		339,416.00					-32,620.00	
		25049. SUNTRUST SHORT-TERM BOND FUND PROPERTY TYPE: SECURITIES					03/31/1997	01/15/2010
281,463.00		265,441.00					16,022.00	
		424934. PERSONAL HIGH QUALITY FIXED INCO PROPERTY TYPE: SECURITIES					02/15/2008	01/15/2010
1669245.00		1648841.00					20,404.00	
		2000. SUNTRUST BANKS INC COM PROPERTY TYPE: SECURITIES					10/30/1995	01/29/2010
48,980.00		65,063.00					-16,083.00	
		441.725 INVESCO SMALL CAP GROWTH-I PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
10,650.00		10,615.00					35.00	

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)	
		4520.699 GOLDMAN SACHS TRGROWTH OPPORTUN PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
91,725.00		93,172.00					-1,447.00	
		56. ISHARES TR BARCLAYS TIPS BD ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
5,962.00		5,884.00					78.00	
		1896. ISHARES RUSSELL MIDCAP VALUE INDEX PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
72,438.00		72,532.00					-94.00	
		424.988 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
9,150.00		9,031.00					119.00	
		1988.855 MFS RESEARCH INTL-I PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
25,875.00		29,097.00					-3,222.00	
		839.415 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
12,650.00		11,584.00					1,066.00	
		151. VANGUARD BD INDEX SHORT TERM BD ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
12,193.00		12,113.00					80.00	
		1134. VANGUARD BD INDEX TOTAL BD MKT ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/24/2010
91,806.00		90,049.00					1,757.00	
		84.328 INVESCO SMALL CAP GROWTH-I PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
2,050.00		2,026.00					24.00	
		86.797 GOLDMAN SACHS TRGROWTH OPPORTUNIT PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
1,775.00		1,789.00					-14.00	
		22. ISHARES TR BARCLAYS TIPS BD ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
2,348.00		2,312.00					36.00	

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)	
		45. ISHARES TR S&P 500 INDEX FD PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
4,873.00		5,179.00					-306.00	
		98. ISHARES RUSSELL MIDCAP VALUE INDEX PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
3,758.00		3,749.00					9.00	
		98. ISHARES TR RUSSELL 1000 VALUE INDEX PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
5,555.00		5,822.00					-267.00	
		78. ISHARES TR RUSSELL 1000 GROWTH INDEX PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
3,750.00		3,961.00					-211.00	
		32. ISHARES IBOXX $HIGHYLD CORP BD ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
2,748.00		2,861.00					-113.00	
		110.396 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
2,400.00		2,346.00					54.00	
		105.052 LEGG MASON BATTERYMRC EMRG MKTS- PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
2,100.00		2,231.00					-131.00	
		268.405 MFS RESEARCH INTL-I PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
3,500.00		3,927.00					-427.00	
		753.333 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
5,650.00		6,283.00					-633.00	
		92.287 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
1,400.00		1,274.00					126.00	
		76. VANGUARD BD INDEX SHORT TERM BD ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
6,148.00		6,096.00					52.00	

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)	
		390. VANGUARD BD INDEX TOTAL BD MKT ETF PROPERTY TYPE: SECURITIES					01/15/2010	06/28/2010
31,626.00		30,969.00					657.00	
		687.347 INVESCO SMALL CAP GROWTH-I PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
16,950.00		16,517.00					433.00	
		2017.689 GOLDMAN SACHS TRGROWTH OPPORTUN PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
42,775.00		41,585.00					1,190.00	
		730. ISHARES TR S&P 500 INDEX FD PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
80,658.00		84,014.00					-3,356.00	
		860. ISHARES RUSSELL MIDCAP VALUE INDEX PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
33,584.00		32,899.00					685.00	
		1343. ISHARES TR RUSSELL 1000 VALUE INDE PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
77,071.00		79,786.00					-2,715.00	
		2279. ISHARES TR RUSSELL 1000 GROWTH IND PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
111,248.00		115,729.00					-4,481.00	
		542.156 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
11,575.00		11,521.00					54.00	
		505.446 LEGG MASON BATTERYMRC EMRG MKTS- PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
10,675.00		10,736.00					-61.00	
		3683.261 MFS RESEARCH INTL-I PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
51,050.00		53,886.00					-2,836.00	
		909.938 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
7,325.00		7,589.00					-264.00	

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)	
		276.927 ROWE T PRICE REAL ESTATE FD COM PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
4,525.00		3,822.00					703.00	
		3988. VANGUARD BD INDEX SHORT TERM BD ET PROPERTY TYPE: SECURITIES					01/15/2010	09/07/2010
324,502.00		319,902.00					4,600.00	
		1000. SUNTRUST BANKS INC COM PROPERTY TYPE: SECURITIES					10/30/1995	09/17/2010
26,045.00		32,531.00					-6,486.00	
TOTAL GAIN(LOSS)							-441,074.	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		187,777.	190,729.
	TOTAL	187,777.	190,729.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		950.
	TOTALS	950.

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	3,000.			3,000.
TOTALS	3,000.	NONE	NONE	3,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		2,278.
FEDERAL EXCISE TAX	2,946.	
TOTALS	2,946.	2,278.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	8,049,569.	7,352,662.	7,993,912.
TOTALS		8,049,569.	7,352,662.	7,993,912.

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

DESCRIPTION		AMOUNT
CTF TAX COST ADJUSTMENT		9,020.
	TOTAL	9,020.

STATE(S) WHERE THE FOUNDATION IS REGISTERED

GA

STATEMENT 8

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

OFFICER NAME:
SUNTRUST BANK
ADDRESS:
P.O. BOX 4655
ATLANTA, GA 30302,
TITLE:
TRUSTEE
COMPENSATION .... 36,786.

OFFICER NAME:
E JENNER WOOD
ADDRESS:
P.O. BOX 4655
ATLANTA, GA 30302
TITLE:
CHAIR, AS REQ'D

OFFICER NAME:
L PHILLIP HUMANN
ADDRESS:
,
TITLE:
OFFICER, AS REQ'D

OFFICER NAME:
RAYMOND B KING
ADDRESS:
P.O. BOX 4655
ATLANTA, GA 30302
TITLE:
SECRETARY, AS REQ'D

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

OFFICER NAME:
JIM WELLS
ADDRESS:

,
TITLE:
OFFICER, AS REQ'D

OFFICER NAME:
GARY PEACOCK
ADDRESS:

,
TITLE:
OFFICER, AS REQ'D

TOTAL COMPENSATION: 36,786.

RECIPIENT NAME:
RAYMOND KING C/O SUNTRUST BANK
ADDRESS:
PO BOX 4655
ATLANTA, GA 30302
FORM, INFORMATION AND MATERIALS:
NO SPECIFIC FORM
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
EXCLUSIVELY FOR CHARITABLE, RELIGIOUS AND EDUCATIONAL PURPOSES

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED STATEMENT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 392,500.

TOTAL GRANTS PAID: 392,500.

311 CASH CONTRIBUTIONS
SEE\ATTACHED STATEMENT - 111-11-1111

02/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO· HENRY W GRADY HEALTH SYSTEM FDN TR TRAN#=IN001060000015 TR CD=105 REG=0 PORT=INC	-40000 00	-40000 00	1002000026 **CHANGED** 07/13/10 RDT
02/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR· 111-11-1111 PAID TO MEDCEN COMMUNITY HEALTH FDN, INC TR TRAN#=IN001060000017 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00	1002000027 **CHANGED** 07/13/10 RDT
02/09/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO THE A G RHODES HOME, INC TR TRAN#=IN001060000002 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00	1002000025 **CHANGED** 07/13/10 RDT
02/16/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO ATLANTA POLICE FOUNDATION TR TRAN#=IN001738000022 TR CD=105 REG=0 PORT=INC	-20000 00	-20000 00	1002000029 **CHANGED** 07/13/10 RDT
02/16/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO HABITAT FOR HUMANITY IN ATLANTA, INC ATLANTA, GA TR TRAN#=IN001738000021 TR CD=105 REG=0 PORT=INC	-12500 00	-12500 00	1002000028 **CHANGED** 07/13/10 RDT
02/16/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO WOODRUFF ARTS CENTER TR TRAN#=IN001738000023 TR CD=105 REG=0 PORT=INC	-35000 00	-35000 00	1002000030 **CHANGED** 07/13/10 RDT
06/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO BELTLINE PARTNERSHIP TR TRAN#=IN003320000006 TR CD=105 REG=0 PORT=INC	-40000 00	-40000 00	1006000018 **CHANGED** 07/13/10 RDT
06/28/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO RABUN GAP-NACOOCHEE SCHOOL TR TRAN#=IN003320000016 TR CD=105 REG=0 PORT=INC	-37500 00	-37500 00	1006000019 **CHANGED** 07/13/10 RDT
06/28/10	CASH DISBURSEMENT	-12500 00	-12500 00	1006000020

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - 111-11-1111 (CONTINUED)				
	BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO THORNWELL HOME FOR CHILDREN TR TRAN#=IN003320000019 TR CD=105 REG=0 PORT=INC				**CHANGED** 07/13/10 RDT
06/30/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO REINHARDT COLLEGE WALESKA, GA TR TRAN#=IN003605000001 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00		1006000030 **CHANGED** 07/13/10 RDT
07/01/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO SAMARITAN HOUSE OF ATLANTA, INC ATLANTA, GA TR TRAN#=IN000085000003 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00		1007000002 **CHANGED** 08/18/10 RDT
07/01/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO EMORY UNIVERSITY ATLANTA, GA TR TRAN#=IN000085000007 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00		1007000004 **CHANGED** 08/18/10 RDT
07/01/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GRANT FOR 111-11-1111 PAID TO THORNWELL HOME AND SCHOOL FOR CHILDREN CLINTON, SC TR TRAN#=IN000085000008 TR CD=105 REG=0 PORT=INC	-25000 00	-25000 00		1007000005 **CHANGED** 08/18/10 RDT
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111 PAID TO BEN FRANKLIN ACADEMY TR TRAN#=IN000429000004 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00		1011000003 **CHANGED** 01/04/11 RDT
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111 PAID TO GEORGIA SHAKESPEARE FESTIVAL TR TRAN#=IN000429000006 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00		1011000005 **CHANGED** 01/04/11 RDT
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111 PAID TO GEORGIA METH PROJECT TR TRAN#=IN000429000005 TR CD=105 REG=0 PORT=INC	-15000 00	-15000 00		1011000004 **CHANGED** 01/04/11 RDT
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111 PAID TO THE POSSE FOUNDATION - ATLANTA TR TRAN#=IN000429000008 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00		1011000007 **CHANGED** 01/04/11 RDT
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111 PAID TO ST JUDE'S RECOVERY CENTER, INC TR TRAN#=IN000429000009 TR CD=105 REG=0 PORT=INC	-10000 00	-10000 00		1011000008 **CHANGED** 01/04/11 RDT
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111	-35000 00	-35000 00		1011000009 **CHANGED** 01/04/11 RDT

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - 111-11-1111 (CONTINUED)				
	PAID TO YOUNG HARRIS COLLEGE TR TRAN#=IN000429000010 TR CD=105 REG=0 PORT=INC				
11/03/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GREENE-SAWTELL FOUNDATION FOR 111-11-1111 PAID TO LANDMARK CHRISTIAN SCHOOL TR TRAN#=IN000429000007 TR CD=105 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 01/04/11 RDT	1011000006
	TOTAL CODE 311 - CASH CONTRIBUTIONS	-392500 00	-392500 00	0 00	

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.

SUNTRUST

R GREENE-SAWTELL FDN U/A
CCOUNT NO. 1106236

PORTFOLIO DETAIL

AS OF 12/31/10

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
RINCIPAL PORTFOLIO						
	PRINCIPAL CASH	2,473,677.15 29.91 %	2,473,677.15			
TIF & MONEY MARKET FUNDS						
275,630.09	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	275,630.09 1.000 3.33 %	275,630.09 1.00	0.00	479	0.17 % 0.00 %
QUITY SECURITIES						
UTUAL FUNDS-EQUITY						
8,125	ISHARES TR RUSSELL MIDCAP VALUE INDEX FD CUSIP: 464287473	365,706.25 45.010 4.42 %	310,822.68 38.26	54,883.57	7,134	1.95 % 0.00 %
24,067	ISHARES TR RUSSELL 1000 GROWTH INDEX FD CUSIP: 464287614	1,378,076.42 57.260 16.66 %	1,220,845.20 50.73	157,231.22	17,521	1.27 % 0.00 %
13,753	ISHARES TR RUSSELL 1000 VALUE INDEX FD CUSIP: 464287598	892,157.11 64.870 10.79 %	813,083.98 59.12	79,073.13	17,631	1.98 % 0.00 %
7,168	ISHARES TR S&P 500 INDEX FD CUSIP: 464287200	904,960.00 126.250 10.94 %	819,725.32 114.36	85,234.68	16,035	1.77 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		3,540,899.78	3,164,477.18	376,422.60	58,321	1.65 %

SUNTRUST

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
UTUAL FUNDS-FIXED INCOME						
3,040	ISHARES TR IBOXX $ HIGH YIELD CORP BD ETF CUSIP: 464288513	274,481.60 90.290 3.32 %	269,932.25 88.79	4,549.35	22,651	8.25 % 0.00 %
1,279	ISHARES TR US TRSY INFLN PROTECTED SECS BD ETF CUSIP: 464287176	137,518.08 107.520 1.66 %	134,607.62 105.24	2,910.46	3,444	2.50 % 0.00 %
27,429	VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF CUSIP: 921937835	2,201,725.83 80.270 26.62 %	2,194,967.66 80.02	6,758.17	76,609	3.48 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME		2,613,725.51	2,599,507.53	14,217.98	102,705	3.93 %
TOTAL EQUITY SECURITIES		6,154,625.29	5,763,984.71	390,640.58	161,025	2.62 %
UTUAL FUNDS						
18,677.207	GOLDMAN SACHS TR GROWTH OPPORTUNITIES FD INSTL CL CUSIP: 38142Y401	454,789.99 24.350 5.50 %	385,507.59 20.64	69,282.40	0	0.00 % 0.00 %
7,932.459	INVESCO GROWTH SER SMALL CAP GROWTH FD CL INSTL CUSIP: 00141M622	238,211.74 30.030 2.88 %	190,617.00 24.03	47,594.74	0	0.00 % 0.00 %
7,573.722	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	181,996.54 24.030 2.20 %	153,605.42 20.28	28,391.12	886	0.49 % 0.00 %

SUNTRUST

PORTFOLIO DETAIL

R GREENE-SAWTELL FDN U/A
.CCOUNT NO. 1106236

AS OF 12/31/10

'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
9,994.408	LEGG MASON GLOBAL TR BATTERYMARCH EMERGING MKTS TR INSTL CUSIP: 52465U607	244,063.44 24.420 2.95 %	208,583.03 20.87	35,480.41	1,709	0.70 % 0.00 %
27,858.18	MFS FDS RESEARCH INTL FD INSTL CL CUSIP: 552983470	437,094.84 15.690 5.29 %	407,565.17 14.63	29,529.67	6,463	1.48 % 0.00 %
20,969.928	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	194,810.63 9.290 2.36 %	173,153.32 8.26	21,657.31	17,447	8.96 % 0.00 %
5,046.807	PRICE T ROWE FDS REAL ESTATE FD CUSIP: 779919109	88,319.12 17.500 1.07 %	69,645.93 13.80	18,673.19	2,120	2.40 % 0.00 %
TOTAL MUTUAL FUNDS		1,839,286.30	1,588,677.46	250,608.84	28,625	1.56 %
RINCIPAL PORTFOLIO TOTAL		10,743,218.83	10,101,969.41	641,249.42	190,129	2.30 %
NCOME PORTFOLIO						
	INCOME CASH	2,473,677.15- 29.91-%	2,473,677.15-			

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SUNTRUST

PORTFOLIO DETAIL

R GREENE-SAWTELL FDN U/A
CCOUNT NO. 1106236

AS OF 12/31/10

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
OTAL ASSETS		8,269,541.68	7,628,292.26	641,249.42	190,129	2.30 %

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