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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 **TR A W LEDBETTER FOUNDATION UA 47-1500071** A Employer identification number **58-6038952**

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) **(804) 782-7331**

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.  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 564,048.** J Accounting method:  Cash  Accrual  Other (specify)   
(Part I, column (d) must be on cash basis.) 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)
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	16,080.	16,118.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	11,220.			
b Gross sales price for all assets on line 6a	168,102.			
7 Capital gain net income (from Part IV, line 2)		11,215.		
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)	72.			STMT 2
12 Total Add lines 1 through 11	27,372.	27,333.		
13 Compensation of officers, directors, trustees, etc.	7,869.	3,934.		3,935.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	900.	NONE	NONE	900.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)		59.		
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	8,769.	3,993.	NONE	4,835.
25 Contributions, gifts, grants paid	24,000.			24,000.
26 Total expenses and disbursements Add lines 24 and 25	32,769.	3,993.	NONE	28,835.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-5,397.			
b Net investment income (if negative, enter -0-)		23,340.		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .	258.	166.	166.
	2	Savings and temporary cash investments . . . . .	32,236.	27,511.	27,511.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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 5	482,013.	481,433.	536,371.
	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) . . . . .	514,507.	509,110.	564,048.	
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 . . . . .	514,507.	508,944.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .		166.		
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	514,507.	509,110.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	514,507.	509,110.		

**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	514,507.
2	Enter amount from Part I, line 27a . . . . .	2	-5,397.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3 . . . . .	4	509,110.
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	509,110.

**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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
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	11,215.	
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	28,545.	492,672.	0.05793915627
2008	36,191.	566,574.	0.06387691634
2007	34,241.	632,597.	0.05412766738
2006	31,585.	606,842.	0.05204814433
2005	32,813.	594,797.	0.05516672075
2 Total of line 1, column (d)			0.28315860507
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			0.05663172101
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			533,437.
5 Multiply line 4 by line 3			30,209.
6 Enter 1% of net investment income (1% of Part I, line 27b)			233.
7 Add lines 5 and 6			30,442.
8 Enter qualifying distributions from Part XII, line 4 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.			28,835.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax due is 467.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about influencing legislation, political purposes, Form 1120-POL, unrelated business income, and substantial contributors. Includes handwritten 'N/A' and 'PD BY EFTPS'.

**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? . . . . .	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>SUNTRUST BANK</u> Telephone no. ▶ <u>(888) 942-3272</u>			
Located at ▶ <u>ROME, GA</u> ZIP + 4 ▶ <u>30162</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 15				
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	Yes	No
				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? . . . . . <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)? . . . . .	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	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? . . . . . <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

**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)?  Yes  No  
 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?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) *N/A*

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  
 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

**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 7		7,869.	-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
-----		
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		<b>NONE</b>

**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		
<b>Total. Add lines 1 through 3 . . . . .</b>		

**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	517,453.
b	Average of monthly cash balances	1b	24,107.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	<b>Total</b> (add lines 1a, b, and c)	1d	541,560.
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	541,560.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	8,123.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	533,437.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	26,672.

**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	26,672.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	467.
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	467.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	26,205.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	26,205.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	26,205.

**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	28,835.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	28,835.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	28,835.

**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 . . . . .				26,205.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .	2,584.			
b From 2006 . . . . .	2,129.			
c From 2007 . . . . .	3,871.			
d From 2008 . . . . .	8,200.			
e From 2009 . . . . .	4,111.			
f Total of lines 3a through e . . . . .	20,895.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 28,835.				
a Applied to 2009, but not more than line 2a . . . . .			NONE	
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 . . . . .				26,205.
e Remaining amount distributed out of corpus . . . . .	2,630.			
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	23,525.			
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. . . . .				NONE
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) . . . . .	2,584.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	20,941.			
10 Analysis of line 9				
a Excess from 2006 . . . . .	2,129.			
b Excess from 2007 . . . . .	3,871.			
c Excess from 2008 . . . . .	8,200.			
d Excess from 2009 . . . . .	4,111.			
e Excess from 2010 . . . . .	2,630.			

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

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

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

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<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

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

**c** Any submission deadlines:

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

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>  SEE STATEMENT 8				
<b>Total</b> ..... ▶ 3a				24,000.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ 3b				





**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

TR A W LEDBETTER FOUNDATION UA 47-1500071

Employer identification number

58-6038952

**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)
1a					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	2,181.
<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>	
<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> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	2,181.

**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)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			2,849.

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	6,185.
<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>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<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> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	9,034.

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>		2,181.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		9,034.
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>		11,215.

**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>		16
<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 smaller of a The loss on line 15, column (3) or 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.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** 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.

**Caution:** 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.

**Form 990-T trusts.** Complete this part **only** 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>

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

**2010**

Department of the Treasury  
Internal Revenue Service

▶ 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

TR A W LEDBETTER FOUNDATION UA 47-1500071

Employer identification number

58-6038952

**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 28.771 JANUS PERKINS SMALL CAP VALUE-I	10/26/2009	01/19/2010	618.00	576.00	42.00
59.905 MANNING & NAPIER WORLD OPPTYS-A	10/26/2009	01/19/2010	502.00	482.00	20.00
16.195 OPPENHEIMER DEVELOPING MKTS INSTL-Y	10/26/2009	01/19/2010	475.00	441.00	34.00
139.219 PIMCO FOREIGN BD US\$ HEDGED-I	10/26/2009	01/19/2010	1,414.00	1,323.00	91.00
59.982 PIMCO INVT GRADE CORP BD-I	10/26/2009	01/19/2010	667.00	668.00	-1.00
42.708 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/18/2009	01/19/2010	451.00	323.00	128.00
1320.342 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	10/26/2009	01/19/2010	13,890.00	13,780.00	110.00
41.692 SENTINEL SMALL CO-I	10/26/2009	01/19/2010	271.00	256.00	15.00
285.097 JANUS PERKINS SMALL CAP VALUE-I	10/26/2009	05/24/2010	6,198.00	5,711.00	487.00
6.625 PIMCO INVT GRADE CORP BD-I	10/26/2009	05/24/2010	74.00	74.00	
97.789 RIDGEWORTH FD-SHORT TERM BD #RGCX	01/19/2010	05/24/2010	973.00	970.00	3.00
322.045 T ROWE PRICE REAL ESTATE FD	10/26/2009	05/24/2010	4,792.00	4,032.00	760.00
67.075 SENTINEL SMALL CO-I	10/26/2009	05/24/2010	438.00	411.00	27.00
35.135 ABERDEEN EQUITY LONG SHORT-I	10/26/2009	06/16/2010	390.00	384.00	6.00
66.905 EATON VANCE TAX-MGD VAL-I #35572	05/24/2010	06/16/2010	1,031.00	993.00	38.00
17.275 JANUS PERKINS SMALL CAP VALUE-I	10/26/2009	06/16/2010	388.00	346.00	42.00
242.819 MANNING & NAPIER WORLD OPPTYS-A	10/26/2009	06/16/2010	1,843.00	1,952.00	-109.00
35.312 OPPENHEIMER DEVELOPING MKTS INSTL-Y	10/26/2009	06/16/2010	1,017.00	960.00	57.00
80.649 PIMCO COMMODITY REALRTN STRATEGY-I	01/19/2010	06/16/2010	621.00	664.00	-43.00
46.728 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	05/24/2010	06/16/2010	425.00	407.00	18.00
56.892 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	05/24/2010	06/16/2010	648.00	740.00	-92.00
63.581 RIDGEWORTH FD-SHORT TERM BD #RGCX	01/19/2010	06/16/2010	632.00	631.00	1.00
73.855 SENTINEL SMALL CO-I	10/26/2009	06/16/2010	500.00	453.00	47.00
105.376 TEMPLETON GLOBAL BD-ADV	01/19/2010	06/16/2010	1,372.00	1,367.00	5.00

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



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

TR A W LEDBETTER FOUNDATION UA 47-1500071

58-6038952

**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)
6a 81.381 T ROWE PRICE INSTL LARGE-CAP GRWTH-I	04/17/2007	01/19/2010	1,167.00	1,235.00	-68.00
1330.369 PIMCO FOREIGN BD US\$ HEDGED-I	11/24/2008	01/19/2010	13,517.00	13,494.00	23.00
83.085 RIDGEWORTH FD-LARGECAP VAL EQTY#RGD4	04/21/2008	01/19/2010	948.00	1,062.00	-114.00
14.409 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	10/20/2008	01/19/2010	134.00	108.00	26.00
58.694 T ROWE PRICE REAL ESTATE FD	09/18/2006	01/19/2010	827.00	1,409.00	-582.00
35.411 FORUM ABSOLUTE STRATEGIES-I	10/29/2007	05/24/2010	375.00	388.00	-13.00
46.828 PIMCO INVT GRADE CORP BD-I	05/18/2009	05/24/2010	522.00	472.00	50.00
35.502 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/18/2009	05/24/2010	371.00	268.00	103.00
13.187 RIDGEWORTH FD-LARGECAP VAL EQTY#RGD4	04/21/2008	05/24/2010	144.00	169.00	-25.00
21.951 RIDGEWORTH FD-SEIX FLT HGH INCM#RGCJ	05/03/2006	05/24/2010	189.00	218.00	-29.00
465.492 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	05/18/2009	05/24/2010	5,018.00	4,792.00	226.00
465.508 T ROWE PRICE REAL ESTATE FD	05/18/2009	05/24/2010	6,927.00	7,212.00	-285.00
25.496 FORUM ABSOLUTE STRATEGIES-I	10/29/2007	06/16/2010	270.00	280.00	-10.00
172.238 T ROWE PRICE INSTL LARGE-CAP GRWTH-I	04/17/2007	06/16/2010	2,432.00	2,615.00	-183.00
48.349 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/18/2009	06/16/2010	527.00	366.00	161.00
172.021 RIDGEWORTH FD-LARGECAP VAL EQTY#RGD4	04/21/2008	06/16/2010	1,949.00	2,200.00	-251.00
55.14 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	10/20/2008	06/16/2010	502.00	412.00	90.00
34.382 RIDGEWORTH FD-SEIX FLT HGH INCM#RGCJ	05/03/2006	06/16/2010	295.00	342.00	-47.00
113.246 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	01/07/2008	06/16/2010	1,214.00	1,161.00	53.00
1006.172 EATON VANCE TAX-MGD VAL-I #35572	11/24/2008	10/25/2010	16,069.00	12,829.00	3,240.00
475.195 T ROWE PRICE INSTL LARGE-CAP GRWTH-I	04/17/2007	10/25/2010	7,318.00	7,213.00	105.00
76.884 PIMCO INVT GRADE CORP BD-I	05/18/2009	10/25/2010	918.00	775.00	143.00
1824.112 RIDGEWORTH FD-LARGECAP VAL EQTY#RGD4	10/20/2008	10/25/2010	21,561.00	22,645.00	-1,084.00
76.313 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	11/24/2008	10/25/2010	770.00	566.00	204.00
771.41 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	02/02/2009	10/25/2010	10,298.00	7,589.00	2,709.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . .



**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 LONG-TERM CAPITAL GAIN DIVIDENDS					2,849.	
1,167.00		81.381 T ROWE PRICE INSTL LARGE-CAP GRWT PROPERTY TYPE: SECURITIES 1,235.00					04/17/2007 -68.00	01/19/2010
618.00		28.771 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 576.00					10/26/2009 42.00	01/19/2010
502.00		59.905 MANNING & NAPIER WORLD OPPTYS-A PROPERTY TYPE: SECURITIES 482.00					10/26/2009 20.00	01/19/2010
475.00		16.195 OPPENHEIMER DEVELOPING MKTS INSTL PROPERTY TYPE: SECURITIES 441.00					10/26/2009 34.00	01/19/2010
1,414.00		139.219 PIMCO FOREIGN BD US\$ HEDGED-I PROPERTY TYPE: SECURITIES 1,323.00					10/26/2009 91.00	01/19/2010
13,517.00		1330.369 PIMCO FOREIGN BD US\$ HEDGED-I PROPERTY TYPE: SECURITIES 13,494.00					11/24/2008 23.00	01/19/2010
667.00		59.982 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 668.00					10/26/2009 -1.00	01/19/2010
451.00		42.708 RIDGEWORTH FD-MIDCAP VAL EQTY #RG PROPERTY TYPE: SECURITIES 323.00					05/18/2009 128.00	01/19/2010
948.00		83.085 RIDGEWORTH FD-LARGECAP VAL EQTY#R PROPERTY TYPE: SECURITIES 1,062.00					04/21/2008 -114.00	01/19/2010
134.00		14.409 RIDGEWORTH FD-LARGECAP GRTH STK#R PROPERTY TYPE: SECURITIES 108.00					10/20/2008 26.00	01/19/2010

**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)	
13,890.00		1320.342					10/26/2009	01/19/2010
		RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES						
		13,780.00					110.00	
827.00		58.694					09/18/2006	01/19/2010
		T ROWE PRICE REAL ESTATE FD PROPERTY TYPE: SECURITIES						
		1,409.00					-582.00	
271.00		41.692					10/26/2009	01/19/2010
		SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES						
		256.00					15.00	
375.00		35.411					10/29/2007	05/24/2010
		FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES						
		388.00					-13.00	
6,198.00		285.097					10/26/2009	05/24/2010
		JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES						
		5,711.00					487.00	
74.00		6.625					10/26/2009	05/24/2010
		PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES						
		74.00						
522.00		46.828					05/18/2009	05/24/2010
		PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES						
		472.00					50.00	
371.00		35.502					05/18/2009	05/24/2010
		RIDGEWORTH FD-MIDCAP VAL EQTY #RG PROPERTY TYPE: SECURITIES						
		268.00					103.00	
144.00		13.187					04/21/2008	05/24/2010
		RIDGEWORTH FD-LARGECAP VAL EQTY#R PROPERTY TYPE: SECURITIES						
		169.00					-25.00	
973.00		97.789					01/19/2010	05/24/2010
		RIDGEWORTH FD-SHORT TERM BD #RGCX PROPERTY TYPE: SECURITIES						
		970.00					3.00	
189.00		21.951					05/03/2006	05/24/2010
		RIDGEWORTH FD-SEIX FLT HGH INCM#R PROPERTY TYPE: SECURITIES						
		218.00					-29.00	

**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)	
5,018.00		465.492 RIDGEWORTH FD-INTERMEDIATE BD #R. PROPERTY TYPE: SECURITIES 4,792.00				05/18/2009	05/24/2010 226.00	
4,792.00		322.045 T ROWE PRICE REAL ESTATE FD PROPERTY TYPE: SECURITIES 4,032.00				10/26/2009	05/24/2010 760.00	
6,927.00		465.508 T ROWE PRICE REAL ESTATE FD PROPERTY TYPE: SECURITIES 7,212.00				05/18/2009	05/24/2010 -285.00	
438.00		67.075 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 411.00				10/26/2009	05/24/2010 27.00	
390.00		35.135 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES 384.00				10/26/2009	06/16/2010 6.00	
1,031.00		66.905 EATON VANCE TAX-MGD VAL-I #35572 PROPERTY TYPE: SECURITIES 993.00				05/24/2010	06/16/2010 38.00	
270.00		25.496 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES 280.00				10/29/2007	06/16/2010 -10.00	
2,432.00		172.238 T ROWE PRICE INSTL LARGE-CAP GRW PROPERTY TYPE: SECURITIES 2,615.00				04/17/2007	06/16/2010 -183.00	
388.00		17.275 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 346.00				10/26/2009	06/16/2010 42.00	
1,843.00		242.819 MANNING & NAPIER WORLD OPPTYS-A PROPERTY TYPE: SECURITIES 1,952.00				10/26/2009	06/16/2010 -109.00	
1,017.00		35.312 OPPENHEIMER DEVELOPING MKTS INSTL PROPERTY TYPE: SECURITIES 960.00				10/26/2009	06/16/2010 57.00	

**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)	
621.00		80.649 PIMCO COMMODITY REALRTN STRATEGY- PROPERTY TYPE: SECURITIES 664.00					01/19/2010	06/16/2010 -43.00
527.00		48.349 RIDGEWORTH FD-MIDCAP VAL EQTY #RG PROPERTY TYPE: SECURITIES 366.00					05/18/2009	06/16/2010 161.00
1,949.00		172.021 RIDGEWORTH FD-LARGECAP VAL EQTY# PROPERTY TYPE: SECURITIES 2,200.00					04/21/2008	06/16/2010 -251.00
425.00		46.728 RIDGEWORTH FD-LARGECAP GRTH STK#R PROPERTY TYPE: SECURITIES 407.00					05/24/2010	06/16/2010 18.00
502.00		55.14 RIDGEWORTH FD-LARGECAP GRTH STK#RG PROPERTY TYPE: SECURITIES 412.00					10/20/2008	06/16/2010 90.00
648.00		56.892 RIDGEWORTH FD-INTL EQTY INDEX #RG PROPERTY TYPE: SECURITIES 740.00					05/24/2010	06/16/2010 -92.00
632.00		63.581 RIDGEWORTH FD-SHORT TERM BD #RGCX PROPERTY TYPE: SECURITIES 631.00					01/19/2010	06/16/2010 1.00
295.00		34.382 RIDGEWORTH FD-SEIX FLT HGH INCM#R PROPERTY TYPE: SECURITIES 342.00					05/03/2006	06/16/2010 -47.00
1,214.00		113.246 RIDGEWORTH FD-INTERMEDIATE BD #R PROPERTY TYPE: SECURITIES 1,161.00					01/07/2008	06/16/2010 53.00
500.00		73.855 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 453.00					10/26/2009	06/16/2010 47.00
1,372.00		105.376 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES 1,367.00					01/19/2010	06/16/2010 5.00

**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)	
18.00		1.154 EATON VANCE TAX-MGD VAL-I #35572 PROPERTY TYPE: SECURITIES 17.00				05/24/2010	10/25/2010	
16,069.00		1006.172 EATON VANCE TAX-MGD VAL-I #3557 PROPERTY TYPE: SECURITIES 12,829.00				11/24/2008	10/25/2010	
7,318.00		475.195 T ROWE PRICE INSTL LARGE-CAP GRW PROPERTY TYPE: SECURITIES 7,213.00				04/17/2007	10/25/2010	
807.00		92.123 PIMCO COMMODITY REALRTN STRATEGY- PROPERTY TYPE: SECURITIES 754.00				10/26/2009	10/25/2010	
918.00		76.884 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 775.00				05/18/2009	10/25/2010	
21,561.00		1824.112 RIDGEWORTH FD-LARGECAP VAL EQTY PROPERTY TYPE: SECURITIES 22,645.00				10/20/2008	10/25/2010	
770.00		76.313 RIDGEWORTH FD-LARGECAP GRTH STK#R PROPERTY TYPE: SECURITIES 566.00				11/24/2008	10/25/2010	
1,895.00		141.982 RIDGEWORTH FD-INTL EQTY INDEX #R PROPERTY TYPE: SECURITIES 1,532.00				05/24/2010	10/25/2010	
10,298.00		771.41 RIDGEWORTH FD-INTL EQTY INDEX #RG PROPERTY TYPE: SECURITIES 7,589.00				02/02/2009	10/25/2010	
608.00		84.798 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES 773.00				04/21/2008	10/25/2010	
3,976.00		394.836 RIDGEWORTH FD-SHORT TERM BD #RGC PROPERTY TYPE: SECURITIES 3,916.00				01/19/2010	10/25/2010	

**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)	
23,941.00		2196.422					01/07/2008	10/25/2010
							1,908.00	
		16.044					10/26/2009	10/25/2010
116.00							18.00	
TOTAL GAIN (LOSS) .....		.....					----- 11,215. =====	

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	16,080.	16,118.
TOTAL	16,080.	16,118.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	72.
TOTALS	----- 72. =====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	900.			900.
TOTALS	900.	NONE	NONE	900.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		59.
TOTALS		59.

TR A W LEDBETTER FOUNDATION UA 47-1500071

58-6038952

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV	C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT		C	481,432.	536,371.
TOTALS			481,432.	536,371.

SEE ATTACHED STATEMENT

C

481,432.

536,371.

TOTALS

481,432.

536,371.

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

GA

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

OFFICER NAME:

SUNTRUST BANK

ADDRESS:

PO BOX 1314  
ROME, GA 30162

TITLE:

TRUSTEE, AS REQ'D

COMPENSATION ..... 7,869.

OFFICER NAME:

CECIL WRIGHT III

ADDRESS:

ROME, GA

TITLE:

TRUSTEE, AS REQ

OFFICER NAME:

BRAD WRIGHT

ADDRESS:

ROME, GA

TITLE:

TRUSTEE, AS REQ'D

OFFICER NAME:

JOEL SNIDER

ADDRESS:

ROME, GA

TITLE:

TRUSTEE, AS REQ'D

TOTAL COMPENSATION: ..... 7,869.  
=====

RECIPIENT NAME:

SEE ATTACHED

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID ..... 24,000.

TOTAL GRANTS PAID:

24,000.

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FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

-----

15% RATE CAPITAL GAIN DIVIDENDS

JANUS PERKINS SMALL CAP VALUE-I	291.00
MANNING & NAPIER WORLD OPPTYS-A	394.00
PIMCO INVT GRADE CORP BD-I	888.00
RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	88.00
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	1,189.00

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TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 2,849.00

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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 2,849.00

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311 CASH CONTRIBUTIONS

06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO BOYS AND GIRLS CLUB OF NW GA TR TRAN#-DC000211000005 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	1006000026 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO FIRST BAPTIST CHURCH TR TRAN#-DC000211000006 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	1006000027 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO: DARLINGTON SCHOOL TR TRAN#-DC000211000007 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	1006000028 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO: WILLIAM DAVIES HOMELESS SHELTER TR TRAN#-DC000211000008 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	1006000029 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO FAMILY RESOURCE CENTER TR TRAN#-DC000211000010 TR CD=105 REG=0 PORT=INC	-3000.00	-3000 00	1006000031 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO OPEN DOOR HOME TR TRAN#-DC000211000011 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	1006000032 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO BOY SCOUTS, NWGA CHAPTER TR TRAN#-DC000211000013 TR CD=105 REG=0 PORT=INC	-3000.00	-3000 00	1006000033 **CHANGED** 07/21/10 JLP
06/14/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FOR PAID TO HARBOR HOUSE TR TRAN#-DC000211000009 TR CD=105 REG=0 PORT=INC	-3000 00	-3000 00	1006000030 **CHANGED** 07/21/10 JLP
	TOTAL CODE 311 - CASH CONTRIBUTIONS	----- -24000 00 =====	----- -24000 00 =====	----- 0 00 =====



R A W LEDBETTER FOUNDATION UA  
 ACCOUNT NO. 1500071

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
<u>PRINCIPAL PORTFOLIO</u>						
<u>IIF &amp; MONEY MARKET FUNDS</u>						
22,375.76	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	22,375.76 1.000 3.97 %	22,375.76 1.00	0.00	39	0.17 % 0.00 %
<u>MUTUAL FUNDS</u>						
951.981	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	11,081.06 11.640 1.96 %	10,398.33 10.92	682.73	0	0.00 % 0.00 %
689.138	EATON VANCE MUT FDS TR TAX-MANAGED VALUE INSTL CL FD #35572 CUSIP: 277923629	11,625.76 16.870 2.06 %	8,665.53 12.57	2,960.23	116	1.00 % 0.00 %
11,237.273	FEDERATED EQUITY FDS STRATEGIC VALUE FD CL INSTL CUSIP: 314172560	49,444.00 4.400 8.77 %	49,444.00 4.40	0.00	1,843	3.73 % 0.00 %
3,033.777	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	32,886.14 10.840 5.83 %	32,368.99 10.67	517.15	267	0.81 % 0.00 %
477.901	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	11,483.96 24.030 2.04 %	9,614.20 20.12	1,869.76	56	0.49 % 0.00 %
4,451.487	MANNING & NAPIER FDS WORLD OPPTY'S SER CL A CUSIP: 563821545	38,327.30 8.610 6.80 %	36,032.10 8.09	2,295.20	347	0.91 % 0.00 %



FR A W LEDBETTER FOUNDATION UA  
ACCOUNT NO. 1500071

PORTFOLIO DETAIL  
AS OF 12/31/10

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (CFED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
482.356	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	17,398.58 36.070 3.08 %	13,958.01 28.94	3,440.57	69	0.40 % 0.00 %
1,271.52	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	11,812.42 9.290 2.09 %	8,133.07 6.40	3,679.35	1,058	8.96 % 0.00 %
2,304.639	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	24,152.62 10.480 4.28 %	23,153.70 10.05	998.92	1,454	6.02 % 0.00 %
1,528.356	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 81728B825	12,043.45 7.880 2.14 %	8,876.18 5.81	3,167.27	0	0.00 % 0.00 %
2,866.977	T ROWE PRICE FDS LARGE-CAP GROWTH FD INSTL CL CUSIP: 45775L408	46,961.08 16.380 8.33 %	40,055.01 13.97	6,906.07	115	0.24 % 0.00 %
3,218.31	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	43,640.28 13.560 7.74 %	41,847.27 13.00	1,793.01	1,973	4.52 % 0.00 %
TOTAL MUTUAL FUNDS		310,856.65	282,546.39	28,310.26	7,298	2.35 %



PORTFOLIO DETAIL  
AS OF 12/31/10

R A W LEDBETTER FOUNDATION UA  
ACCOUNT NO. 1500071

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
8,558.529	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCJ CUSIP: 76628T702	88,837.53 10.380 15.75 %	85,099.34 9.94	3,738.19	2,414	2.72 % 0.00 %
771.065	RIDGEWORTH FD-INTL 130/30 I SHS #RGD1 CUSIP: 76628R870	5,644.20 7.320 1.00 %	6,521.23 8.46	877.03-	35	0.62 % 0.00 %
1,643.734	RIDGEWORTH FD-LARGE CAP GROWTH STK I SHS #RGE3 CUSIP: 76628R748	17,818.08 10.840 3.16 %	10,712.32 6.52	7,105.76	12	0.07 % 0.00 %
2,792.694	RIDGEWORTH FD-LARGE CAP VALUE EQUITY I SHS #RGD4 CUSIP: 76628R672	35,858.19 12.840 6.36 %	25,026.84 8.96	10,831.35	374	1.04 % 0.00 %
972.273	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #RGD5 CUSIP: 76628R615	11,540.88 11.870 2.05 %	7,206.70 7.41	4,334.18	68	0.59 % 0.00 %
3,103.723	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	27,778.32 8.950 4.92 %	27,432.82 8.84	345.50	1,629	5.86 % 0.00 %
3,818.98	RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX CUSIP: 76628T611	38,037.04 9.960 6.74 %	36,886.70 9.66	1,150.34	928	2.44 % 0.00 %
TOTAL PROPRIETARY FUNDS		225,514.24	198,885.95	26,628.29	5,460	2.42 %
RINCIPAL PORTFOLIO TOTAL		558,746.65	503,808.10	54,938.55	12,797	2.29 %



FR A W LEDBETTER FOUNDATION UA  
ACCOUNT NO. 1500071

PORTFOLIO DETAIL  
AS OF 12/31/10

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>INCOME PORTFOLIO</u>					
INCOME CASH	166.31 0.03 %	166.31			
<u>BOND &amp; MONEY MARKET FUNDS</u>					
5,135.55 FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	5,135.55 1.000 0.91 %	5,135.55 1.00	0.00		0.18 % 0.00 %
<b>INCOME PORTFOLIO TOTAL</b>	<b>5,301.86</b>	<b>5,301.86</b>	<b>0.00</b>		<b>0.18 %</b>

TOTAL ASSETS 564,048.51 509,109.96 54,938.55 12,806 2.27 %