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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**

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 01-01-2010 , and ending 12-31-2010

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
CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

A Employer identification number
59-6976273

Number and street (or P O box number if mail is not delivered to street address)
REGIONS TRUST DEPT P O BOX 2886

Room/suite

B Telephone number (see page 10 of the instructions)
(251) 690-1024

City or town, state, and ZIP code
MOBILE, AL 366522886

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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)* ▶ $ 2,317,480

J Accounting method ☐ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	28	28		
	4	Dividends and interest from securities	62,939	63,678		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	50,598			
	b	Gross sales price for all assets on line 6a 776,168				
	7	Capital gain net income (from Part IV, line 2)		50,598		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	113,565	114,304		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	22,936	18,349		4,587
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)	900	0	0	900
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see page 14 of the instructions)	2,223	507		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	81			81
	24	**Total operating and administrative expenses.** Add lines 13 through 23	26,140	18,856	0	5,568
	25	Contributions, gifts, grants paid	118,385			118,385
	26	**Total expenses and disbursements.** Add lines 24 and 25	144,525	18,856	0	123,953
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-30,960			
	b	**Net investment income** (if negative, enter -0-)		95,448		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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	109,442	91,603	91,603
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	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 ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	199,400	307,034	308,602
	b	Investments—corporate stock (attach schedule)	1,073,376	1,098,508	1,333,484
	c	Investments—corporate bonds (attach schedule)	700,283	554,842	583,791
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	2,082,501	2,051,987	2,317,480
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)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	2,082,501	2,051,987	
	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)	2,082,501	2,051,987	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,082,501	2,051,987	

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	2,082,501
2	Enter amount from Part I, line 27a	2	-30,960
3	Other increases not included in line 2 (itemize) ▶	3	475
4	Add lines 1, 2, and 3	4	2,052,016
5	Decreases not included in line 2 (itemize) ▶	5	29
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,051,987

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 Additional Data Table			
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	See Additional Data Table			
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	50,598
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	93,587	2,038,867	0 045901
2008	112,733	2,392,079	0 047128
2007			
2006			
2005			

2	**Total** of line 1, column (d).	2	0 093029
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 046515
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	2,179,179
5	Multiply line 4 by line 3.	5	101,364
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	954
7	Add lines 5 and 6.	7	102,318
8	Enter qualifying distributions from Part XII, line 4.	8	123,953

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 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	954
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	954
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	954
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 1,156		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 0		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	1,156
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0
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	202
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 202 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
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		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ FL			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶REGIONS BANK TRUST DEPT Telephone no ▶(251) 690-1024

Located at ▶11 N WATER STREET 25TH FLOOR MOBILE AL ZIP+4 ▶36602

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 |

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		No

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 20 of the instructions)?	1b		No
	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		No
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 ▶ 20____, 20____, 20____, 20____			
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 20 of the instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

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).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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**

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
REGIONS BANK PO BOX 2918 CLEARWATER, FL 337572918	TRUSTEE 1	22,936		

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				

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

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

3 Five highest-paid independent contractors for professional services (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		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
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	2,212,364
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,212,364
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,212,364
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	33,185
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,179,179
6	**Minimum investment return.** Enter 5% of line 5	6	108,959

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	108,959
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 954		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	954
3	Distributable amount before adjustments Subtract line 2c from line 1	3	108,005
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	108,005
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	108,005

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	123,953
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	123,953
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	954
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	122,999

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					108,005
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only.				12,854	
b Total for prior years 2008 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2010					
a From 2005.	0				
b From 2006.	0				
c From 2007.	0				
d From 2008.	0				
e From 2009.	0				
f **Total** of lines 3a through e.		0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 123,953					
a Applied to 2009, but not more than line 2a				12,854	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .		0			
d Applied to 2010 distributable amount.					108,005
e Remaining amount distributed out of corpus		3,094			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		3,094			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		3,094			
10 Analysis of line 9					
a Excess from 2006. . . .	0				
b Excess from 2007. . . .	0				
c Excess from 2008. . . .	0				
d Excess from 2009. . . .	0				
e Excess from 2010. . . .	3,094				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
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 organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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 *Paid during the year*				
FL WEST COAST PUBLIC BROADCASTING 1300 NORTH BLVD TAMPA, FL 33607	NONE	PUBLIC	GENERAL PROGRAMMING SUPPORT	118,385
Total . . . . ▶ **3a**				118,385
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			14	28	
4 Dividends and interest from securities			14	62,939	
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	50,598	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				113,565	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 113,565

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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

****** | 2011-05-11 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name		Firm's EIN	
Firm's address		Phone no	

Additional Data

Software ID:
Software Version:
EIN: 59-6976273
Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	625 AT&T INC	P	2003-11-12	2010-02-11
B	40 ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/2009	P	2003-11-12	2010-04-13
C	3000 ABBOTT LABS DTD 3/3/09 5 125% 04/01/2019	P	2009-02-26	2010-03-22
D	2000 ABBOTT LABS DTD 3/3/09 5 125% 04/01/2019	P	2009-02-26	2010-03-26
E	2000 ABBOTT LABS DTD 3/3/09 5 125% 04/01/2019	P	2009-02-27	2010-04-15
F	200 AIR PRODS & CHEMICALS INC COM W/ RTS TO PURCHASE PFD SHS EXP	P	2007-06-26	2010-04-13
G	45 ALLERGAN INC	P	2008-07-30	2010-04-13
H	6000 BP CAPITAL MARKETS PLC NORMAL 5 25% 11/0	P	2008-11-06	2010-04-01
I	1000 BP CAPITAL MARKETS PLC DTD 10/01/2010 3	P	2010-09-28	2010-09-29
J	375 BEST BUY INC	P	2009-12-21	2010-03-25
K	8000 BLACKROCK INC DTD 12/10/2009 3 5% 12/10/	P	2010-02-11	2010-04-29
L	8000 CVS/CAREMARK CORPORATION DTD 9/11/09 6 1	P	2009-09-21	2010-05-10
M	95 CISCO SYSTEMS COM STK	P	2002-09-16	2010-03-25
N	375 CITRIX SYSTEM INC	P	2009-09-10	2010-02-11
O	325 COCA COLA CO COM	P	2007-03-07	2010-03-25
P	7000 CONOCOPHILLIPS DTD 2/3/09 6 5% 02/01/203	P	2010-04-07	2010-05-10
Q	425 DARDEN RESTAURANTS INC	P	2009-12-21	2010-03-25
R	200 DEVON ENERGY CORPORATION	P	2009-12-21	2010-03-25
S	425 WALT DISNEY CO COM	P	2009-11-03	2010-09-14
T	7000 DUKE ENERGY CORP CALLABLE 6 25% 01/15/20	P	2008-08-07	2010-02-09
U	25 EATON CORP	P	2009-11-03	2010-04-13
V	425 EMERSON ELEC CO	P	2002-09-16	2010-02-11
W	383 12 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-01-15
X	285 63 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-02-16
Y	2189 48 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-03-15
Z	546 64 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-04-15
AA	727 78 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-05-17
AB	542 39 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-06-15
AC	249 46 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-07-15
AD	374 72 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-08-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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AE	23490 52 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-09-13
AF	656 12 FEDERAL HOME LOAN MTG CORP POOL #G04413	P	2008-08-07	2010-09-15
AG	526 34 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/2	P	2010-05-10	2010-06-15
AH	685 35 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/2	P	2010-05-10	2010-07-15
AI	715 03 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/2	P	2010-05-10	2010-08-16
AJ	1089 69 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/	P	2010-05-10	2010-09-15
AK	960 93 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/2	P	2010-05-10	2010-10-15
AL	1053 46 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/	P	2010-05-10	2010-11-15
AM	1206 89 FEDERAL HOME LOAN MTG CORP POOL #G13220 DTD 06/01/08 5% 07/01/	P	2010-05-10	2010-12-15
AN	2461 3 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/2	P	2008-08-07	2010-01-15
AO	1931 86 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-02-16
AP	2005 2 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/2	P	2008-08-07	2010-03-15
AQ	2010 61 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-04-15
AR	1905 09 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-05-17
AS	1839 67 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-06-15
AT	1976 41 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-07-15
AU	1781 9 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/2	P	2008-08-07	2010-08-16
AV	2547 66 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-09-15
AW	2648 51 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-10-15
AX	2511 38 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-11-15
AY	2317 22 FEDERAL HOME LOAN MTG CORP POOL #G13240 DTD 07/01/08 5% 08/01/	P	2008-08-07	2010-12-15
AZ	1000 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/1	P	2010-04-07	2010-05-10
BA	14000 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/1	P	2008-08-07	2010-05-10
BB	884 73 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-01-25
BC	1179 24 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-02-25
BD	3170 69 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-03-25
BE	2478 63 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-04-26
BF	6877 71 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-05-25
BG	1778 26 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-06-25
BH	1060 67 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-07-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
BI	2256 08 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-08-25
BJ	955 09 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-09-27
BK	2525 75 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-10-25
BL	2119 53 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-11-26
BM	924 37 FEDERAL NATIONAL MORTGAGE ASSN POOL #940	P	2008-08-07	2010-12-27
BN	1075 59 FEDERAL NATIONAL MTG ASSN POOL #963737 5	P	2008-08-07	2010-01-25
BO	1170 97 FEDERAL NATIONAL MTG ASSN POOL #963737 5	P	2008-08-07	2010-02-25
BP	640 52 FEDERAL NATIONAL MTG ASSN POOL #963737 5	P	2008-08-07	2010-03-25
BQ	1243 48 FEDERAL NATIONAL MTG ASSN POOL #963737 5	P	2008-08-07	2010-04-26
BR	43391 58 FEDERAL NATIONAL MTG ASSN POOL #963737 5	P	2008-08-07	2010-05-10
BS	1902 28 FEDERAL NATIONAL MTG ASSN POOL #963737 5	P	2008-08-07	2010-05-25
BT	970 37 FEDERAL NATIONAL MORTGAGE ASSN POOL #967452 DTD 12/01/07 5 5% 1	P	2008-08-07	2010-01-25
BU	543 33 FEDERAL NATIONAL MORTGAGE ASSN POOL #967452 DTD 12/01/07 5 5% 1	P	2008-08-07	2010-02-25
BV	407 93 FEDERAL NATIONAL MORTGAGE ASSN POOL #967452 DTD 12/01/07 5 5% 1	P	2008-08-07	2010-03-25
BW	435 82 FEDERAL NATIONAL MORTGAGE ASSN POOL #967452 DTD 12/01/07 5 5% 1	P	2008-08-07	2010-04-26
BX	11446 65 FEDERAL NATIONAL MORTGAGE ASSN POOL #967452 DTD 12/01/07 5 5%	P	2008-08-07	2010-05-10
BY	343 24 FEDERAL NATIONAL MORTGAGE ASSN POOL #967452 DTD 12/01/07 5 5% 1	P	2008-08-07	2010-05-25
BZ	590 28 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-01-25
CA	518 67 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-02-25
CB	748 49 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-03-25
CC	917 31 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-04-26
CD	670 49 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-05-25
CE	779 92 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-06-25
CF	647 15 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-07-26
CG	1350 64 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-08-25
CH	1175 96 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-09-27
CI	1273 92 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-10-25
CJ	1013 67 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-11-26
CK	1154 57 FEDERAL NATIONAL MORTGAGE ASSN POOL #976	P	2008-08-07	2010-12-27
CL	752 36 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/	P	2010-05-10	2010-06-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
CM	617 48 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/	P	2010-05-10	2010-07-26
CN	576 77 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/	P	2010-05-10	2010-08-25
CO	621 36 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/	P	2010-05-10	2010-09-27
CP	554 92 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/	P	2010-05-10	2010-10-25
CQ	576 6 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/0	P	2010-05-10	2010-11-26
CR	606 22 FEDERAL NATIONAL MORTGAGE ASSN POOL #995050 DTD 10/01/08 6% 09/	P	2010-05-10	2010-12-27
CS	021 FRONTIER COMMUNICATIONS CORP	P	2002-02-14	2010-07-08
CT	126 FRONTIER COMMUNICATIONS CORP	P	2008-07-30	2010-09-14
CU	8000 HSBC FINANCE CORP 4 625% 09/15/2010	P	2008-08-07	2010-02-09
CV	135 INTEL CORP COM	P	2006-11-10	2010-03-25
CW	25 INTERNATIONAL BUSINESS MACHS COM	P	1994-01-07	2010-03-25
CX	50 JP MORGAN CHASE & CO COM	P	2003-11-12	2010-04-13
CY	7000 J P MORGAN CHASE & CO DTD 04/23/09 6 3%	P	2009-04-27	2010-05-10
CZ	75 JUNIPER NETWORKS	P	2008-07-30	2010-03-25
DA	3000 KELLOGG CO DTD 12/03/07 5 125% 12/03/201	P	2008-08-07	2010-02-08
DB	4000 KELLOGG CO DTD 12/03/07 5 125% 12/03/201	P	2008-08-07	2010-02-09
DC	250 MCDONALDS CORP	P	2006-12-19	2010-04-13
DD	7000 MCDONALDS CORP SERIES MTN DTD 02/29/08	P	2008-08-07	2010-06-07
DE	9000 MERRILL LYNCH & CO 6 11% 01/29/2037	P	2010-04-16	2010-05-11
DF	2000 MICROSOFT CORP DTD 09/27/2010 1 625% 09/	P	2010-09-22	2010-11-30
DG	4000 MICROSOFT CORP DTD 09/27/2010 1 625% 09/	P	2010-09-23	2010-11-30
DH	8000 MORGAN STANLEY 5 05% 01/21/2011	P	2008-08-07	2010-04-30
DI	8000 MORGAN STANLEY SERIES MTN DTD 9/23/09 5	P	2010-04-07	2010-05-11
DJ	65 NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHED EXP 9/26/2010	P	2008-07-30	2010-03-25
DK	35 PEPSICO INC COM	P	2002-02-14	2010-03-25
DL	1000 PEPSICO INC DTD 10/24/08 7 9% 11/01/2018	P	2010-04-07	2010-11-16
DM	5000 GCB PEPSICO, INC CONTRA CUSIP FOR 713448BJ6 DTD 10/24/2008 7 9%	P	2008-11-06	2010-11-02
DN	7000 PFIZER INC DTD 3/24/09 4 45% 03/15/2012	P	2009-03-18	2010-02-04
DO	7000 PFIZER INC DTD 3/24/09 6 2% 03/15/2019	P	2010-02-05	2010-05-10
DP	1083 424 PIONEER BOND FUND CLASS Y FD #0703	P	2004-12-01	2010-03-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DQ	4314 995 PIONEER BOND FUND CLASS Y FD #0703	P	2004-12-01	2010-06-03
DR	55 PROCTER & GAMBLE CO	P	2006-03-24	2010-03-25
DS	100 PRUDENTIAL FINANCIAL INC COM	P	2007-04-16	2010-03-25
DT	100 STRYKER CORP	P	2002-03-04	2010-03-25
DU	1000 SUNTRUST BANK ATLANTA 6 375% 04/01/2	P	2010-04-08	2010-05-11
DV	7000 SUNTRUST BANK ATLANTA 6 375% 04/01/2	P	2008-08-07	2010-05-11
DW	40 TARGET CORP COM	P	1997-06-19	2010-04-13
DX	14000 TENNESSEE VALLEY AUTHORITY SER A PUTABLE	P	2008-08-07	2010-05-10
DY	30 TIFFANY & CO	P	2010-02-11	2010-04-13
DZ	7000 TRAVELERS COMPANIES, INC CALLABLE SERIES MTN 6 25% 06/15/2037	P	2008-08-07	2010-05-11
EA	7000 US BANK NA 6 375% DTD 7/26/01 DUE 8/1/2011	P	2008-08-07	2010-04-29
EB	14000 UNITED STATES TREAS BDS DTD 8/15/93 6 25% 08/15/2023	P	2010-04-29	2010-05-10
EC	4000 UNITED STATES TREASURY N/B DTD 02/15/08	P	2010-04-07	2010-05-10
ED	5000 UNITED STATES TREASURY N/B DTD 02/15/08	P	2009-01-30	2010-05-10
EE	15000 UNITED STATES TREASURY NOTE 5 00% DTD 2/15/01 DUE 2/15/2011	P	2010-05-10	2010-12-10
EF	5066 75 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/15/08 1 375	P	2009-11-10	2010-12-07
EG	8000 UNITED STATES TREASURY N/B DTD 2/28/09	P	2010-05-19	2010-12-10
EH	46000 UNITED STATES TREASURY N/B DTD 11/30/09	P	2009-12-14	2010-04-07
EI	8000 UNITED STATES TREASURY N/B DTD 11/30/09	P	2010-03-25	2010-04-26
EJ	9000 UNITED STATES TREASURY N/B DTD 11/30/09	P	2010-03-25	2010-05-10
EK	6000 UNITED STATES TREASURY N/B DTD 11/30/09	P	2010-03-25	2010-11-16
EL	8000 UNITED STATES TREASURY DTD 02/16/2010 3	P	2010-05-10	2010-05-19
EM	300 XTO ENERGY CORP	P	2009-09-10	2010-02-11
EN	180 TRANSOCEAN LTD	P	2009-12-21	2010-09-14
EO	SECURITIES LITIGATION SETTLEMENT PROCEEDS			2010-09-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	15,770		14,784	986
B	2,091		1,573	518
C	3,185		2,987	198
D	2,094		1,999	95
E	2,114		1,990	124
F	14,977		16,353	-1,376
G	2,814		2,327	487
H	6,602		5,996	606
I	1,006		997	9
J	16,252		14,059	2,193
K	8,190		8,046	144
L	8,060		8,131	-71
M	2,540		1,226	1,314
N	16,124		12,639	3,485
O	17,892		15,284	2,608
P	7,961		6,960	1,001
Q	19,136		14,545	4,591
R	12,715		12,067	648
S	14,437		11,733	2,704
T	7,666		7,360	306
U	1,972		1,591	381
V	19,717		11,782	7,935
W	383		383	
X	286		286	
Y	2,189		2,189	
Z	547		546	1
AA	728		728	
AB	542		542	
AC	249		249	
AD	375		375	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	25,330		23,483	1,847
AF	656		656	
AG	526		558	-32
AH	685		727	-42
AI	715		758	-43
AJ	1,090		1,155	-65
AK	961		1,019	-58
AL	1,053		1,117	-64
AM	1,207		1,280	-73
AN	2,461		2,398	63
AO	1,932		1,882	50
AP	2,005		1,954	51
AQ	2,011		1,959	52
AR	1,905		1,856	49
AS	1,840		1,793	47
AT	1,976		1,926	50
AU	1,782		1,736	46
AV	2,548		2,482	66
AW	2,649		2,581	68
AX	2,511		2,447	64
AY	2,317		2,258	59
AZ	1,110		1,092	18
BA	15,540		14,326	1,214
BB	885		882	3
BC	1,179		1,175	4
BD	3,171		3,160	11
BE	2,479		2,471	8
BF	6,878		6,855	23
BG	1,778		1,772	6
BH	1,061		1,057	4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
BI	2,256		2,249	7
BJ	955		952	3
BK	2,526		2,517	9
BL	2,120		2,113	7
BM	924		921	3
BN	1,076		1,046	30
BO	1,171		1,138	33
BP	641		623	18
BQ	1,243		1,209	34
BR	45,846		42,178	3,668
BS	1,902		1,849	53
BT	970		972	-2
BU	543		544	-1
BV	408		409	-1
BW	436		437	-1
BX	12,237		11,466	771
BY	343		344	-1
BZ	590		578	12
CA	519		507	12
CB	748		732	16
CC	917		898	19
CD	670		656	14
CE	780		763	17
CF	647		633	14
CG	1,351		1,322	29
CH	1,176		1,151	25
CI	1,274		1,246	28
CJ	1,014		992	22
CK	1,155		1,130	25
CL	752		809	-57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
CM	617		664	-47
CN	577		620	-43
CO	621		668	-47
CP	555		597	-42
CQ	577		620	-43
CR	606		652	-46
CS				
CT	959		1,218	-259
CU	8,170		8,012	158
CV	3,044		2,786	258
CW	3,259		366	2,893
CX	2,299		1,798	501
CY	7,655		6,946	709
CZ	2,327		1,954	373
DA	3,247		3,034	213
DB	4,327		4,045	282
DC	17,120		11,012	6,108
DD	7,790		6,934	856
DE	7,803		8,455	-652
DF	1,982		1,991	-9
DG	3,955		4,002	-47
DH	8,212		7,902	310
DI	7,720		8,023	-303
DJ	3,612		4,790	-1,178
DK	2,340		1,738	602
DL	1,317		1,244	73
DM	6,566		5,539	1,027
DN	7,463		7,040	423
DO	8,013		7,859	154
DP	9,978		10,099	-121

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
DQ	39,957		40,221	-264
DR	3,518		3,235	283
DS	5,973		9,302	-3,329
DT	5,824		3,004	2,820
DU	1,031		1,048	-17
DV	7,219		7,027	192
DW	2,238		538	1,700
DX	15,565		15,449	116
DY	1,496		1,247	249
DZ	7,370		6,642	728
EA	7,437		7,319	118
EB	17,261		16,730	531
EC	3,978		3,873	105
ED	4,972		5,700	-728
EE	15,125		15,529	-404
EF	5,426		5,153	273
EG	8,012		8,034	-22
EH	45,887		45,937	-50
EI	7,996		7,988	8
EJ	9,001		8,976	25
EK	6,027		5,984	43
EL	8,183		8,048	135
EM	13,650		11,986	1,664
EN	10,524		15,066	-4,542
EO	101			101

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
A				986
B				518
C				198
D				95
E				124
F				-1,376
G				487
H				606
I				9
J				2,193
K				144
L				-71
M				1,314
N				3,485
O				2,608
P				1,001
Q				4,591
R				648
S				2,704
T				306
U				381
V				7,935
W				
X				
Y				
Z				1
AA				
AB				
AC				
AD				

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
AE				1,847
AF				
AG				-32
AH				-42
AI				-43
AJ				-65
AK				-58
AL				-64
AM				-73
AN				63
AO				50
AP				51
AQ				52
AR				49
AS				47
AT				50
AU				46
AV				66
AW				68
AX				64
AY				59
AZ				18
BA				1,214
BB				3
BC				4
BD				11
BE				8
BF				23
BG				6
BH				4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	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) 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	
BI				7
BJ				3
BK				9
BL				7
BM				3
BN				30
BO				33
BP				18
BQ				34
BR				3,668
BS				53
BT				-2
BU				-1
BV				-1
BW				-1
BX				771
BY				-1
BZ				12
CA				12
CB				16
CC				19
CD				14
CE				17
CF				14
CG				29
CH				25
CI				28
CJ				22
CK				25
CL				-57

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
CM				-47
CN				-43
CO				-47
CP				-42
CQ				-43
CR				-46
CS				
CT				-259
CU				158
CV				258
CW				2,893
CX				501
CY				709
CZ				373
DA				213
DB				282
DC				6,108
DD				856
DE				-652
DF				-9
DG				-47
DH				310
DI				-303
DJ				-1,178
DK				602
DL				73
DM				1,027
DN				423
DO				154
DP				-121

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
DQ				-264
DR				283
DS				-3,329
DT				2,820
DU				-17
DV				192
DW				1,700
DX				116
DY				249
DZ				728
EA				118
EB				531
EC				105
ED				-728
EE				-404
EF				273
EG				-22
EH				-50
EI				8
EJ				25
EK				43
EL				135
EM				1,664
EN				-4,542
EO				101

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TY 2010 Accounting Fees Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	900			900

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TY 2010 Investments Corporate Bonds Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FHLMC 6% 6/1/38		
FHLMC #G13240 5% 8/1/23	49,278	53,427
FNMA #940907 6% 7/1/37	78,565	85,774
FNMA 5.5% 6/1/38		
FNMA 5.5% 12/1/22		
FNMA 5% #976215 6/1/23	20,936	22,711
AT&T 5.6% 5/15/18	7,889	8,926
ABBOTT LABS 5.125% 4/1/19		
BP CAP MKTS PLC 5.25% 11/7/13		
CVS/CAREMARK 6.125% 9/15/39		
CATERPILLAR INC 7.9% 12/15/18	5,990	7,722
COMCAST CORP 5.7% 7/1/19	7,077	7,653
CONOCOPHILLIPS 6.5% 2/1/39		
CREDIT SUISSE NY 5.5% 5/1/14	15,439	16,450
DUKE ENERGY CALL 6.25% 1/15/12		
GENERAL ELECTRIC 5% 2/1/13	15,287	16,035
GOLDMAN SACHS 6% 5/1/14	7,149	7,711
HSBC FIN 4.625% 9/15/10		
HESS CORP 8/125% 2/15/19	7,153	7,580
JP MORGAN CHASE 6.3% 4/23/19		
KELLOGG 5.125% 12/3/12		
MCDONALDS SERIES 5.35% 3/1/18		
MERRILL LYNCH SER 6.875%	7,971	8,755
MORGAN STANLEY 5.05% 1/21/11		
MORGAN STANLEY SER 5.625%		
ORACLE 5.75% 4/15/18	7,044	8,008
PEPSICO 7.9% 11/1/18		
PETROBRAS INTL 5.75% 1/20/20	7,993	8,301
PFIZER 4.45% 3/15/12		
SUNTRUST ATLANTA 6.375% 4/1/11		
TALISMAN ENERGY 7.75% 6/1/19	8,236	8,642
TARGET CALLABLE 5.375% 5/1/17	7,870	8,965
TIME WARNER 6.75% 7/1/18	7,676	8,160
TRAVELERS CO CALL SER 6.25%		
US BANK NA 6.375% 8/1/11		
VERIZON 5.55% 2/15/16	6,923	7,846
WACHOVIA 5.75% 6/15/17	7,120	8,856
PIMCO TOTAL RETURN INSTL FD	40,000	39,841
PIONEER BOND FD CL Y	54,521	55,162
VANGUARD S/T BOND INDEX-SIG	40,000	40,529
FHLMC #G13220 5% 7/1/23	19,346	19,275
FNMA #995050 6% 9/1/37	20,400	20,676
BB&T CORP 3.85% 7/27/12	8,338	8,322
BARCLAYS BANK PLC	8,012	8,249
CSX CORP 6.25% 4/1/15	7,844	7,955
CA INC 5.375% 12/1/19	8,160	8,271
CITIGROUP INC 6% 12/13/13	7,637	7,649
DIRECTV HOLDGS 3.55% 3/15/15	6,218	6,096
GOLDMAN SACHS 7.5% 2/15/19	7,802	8,162
HEWLETT PACKARD 2.2% 12/1/15	5,995	5,909
KRAFT FOODS 4.125% 2/9/16	8,019	8,398
PRUDENTIAL FINCL 4.5% 11/15/20	6,954	6,846
PIONEER STRATEGIC INCOME FD	30,000	30,929

TY 2010 Investments Corporate Stock Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T		
ABBOT LABS	13,559	14,852
AIR PRODS & CHEMS		
ALLERGAN INC	13,185	17,511
AMERICAN EXPRESS CO	12,778	15,022
BANK OF AMERICA	15,340	13,340
BEST BUY		
CVS/CAREMARK	16,136	15,647
CHEVRON	7,973	18,250
CISCO SYSTEMS	7,805	12,239
CITRIX SYSTEMS		
COCA COLA		
DARDEN RESTAURANTS		
DEVON ENERGY		
WALT DISNEY CO		
EMC CORP MASS	13,534	20,610
EATON CORP	12,754	20,302
EMERSON ELECTRIC		
EXELON CORP	25,001	14,574
EXXON MOBIL CORP	16,319	16,452
GOLDMAN SACHS	14,750	15,134
HALLIBURTON CO	15,122	20,415
HESS CORP	14,794	19,135
INTEL CORP	14,758	15,036
INTL BUSINESS MACHINES	12,378	18,345
JP MORGAN CHASE	12,583	14,847
JOHNSON & JOHNSON	11,657	17,009
JUNIPER NETWORKS	13,680	19,383
MCDONALDS CORP		
MICROSOFT CORP	16,416	15,351

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MONSANTO CO NEW	17,995	16,017
NORFOLK SOUTHERN CORP	21,003	17,904
ORACLE CORP	13,813	20,345
PEPSICO INC	10,571	15,679
PHILLIP MORRIS INTL	13,410	17,559
PROCTOR & GAMBLE	15,080	15,761
PROGRESS ENERGY INC	13,321	11,957
PRUDENTIAL FINANCIAL	22,179	15,852
QUALCOMM INC	19,586	18,559
ROBERT HALF INTL INC	12,610	16,065
SCHLUMBERGER LTD	16,733	25,050
STATE STREET CORP	14,718	16,219
STRYKER CORP	8,261	14,768
TARGET CORP	3,835	17,137
THERMO FISHER SCIENTIFIC	12,826	16,608
3M CO	12,815	17,260
TRAVELERS COMPANIES INC	10,575	19,499
UNITED TECHNOLOGIES CORP	13,388	17,712
VERIZON COMMUNICATIONS	18,426	18,785
WAL MART STORES	14,664	16,179
WALGREEN CO	16,859	17,532
XTO ENERGY CORP		
TRANSOCEAN LTD		
TEVA PHARMACEUTICAL INDS SPONS	13,525	14,336
ARTISAN FDS SMALL CAP VAL INV	35,000	46,854
ARTISAN FDS MID CAP VAL INV SH	35,000	43,201
BLACKROCK US OPPORTUNITIES-I	35,000	46,851
BUFFALO SMALL CAP FD	35,000	43,254
ISHARES S&P MIDCAP 400	25,063	38,090
ISHARES S&P SMALLCAP 600 INDEX	15,072	22,253

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN EUROPACIFIC GRTH-F2	115,000	140,380
ISHARES MSCI EAFE INDEX FD	40,332	46,867
APACHE CORP	14,971	17,885
AUTO DESK INC	13,028	15,280
CATERPILLAR INC	14,917	24,820
GENERAL ELECTRIC CO	15,556	15,272
MATTEL INC	13,200	15,258
MCGRAW HILL INC	15,883	16,020
STAPLES INC	15,576	14,914
TIFFANY & CO	13,512	20,238
VF CORP	14,919	17,236
VISA INC - CLASS A SHRS	9,056	8,798
ISHARES MSCI EMERGING MKT IN	25,708	29,776

TY 2010 Investments Government Obligations Schedule

Name:	CLAYTON B HOWE TUA #2 CHARITABLE 3455000209
EIN:	59-6976273
US Government Securities - End of Year Book Value:	307,034
US Government Securities - End of Year Fair Market Value:	308,602
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

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TY 2010 Other Decreases Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Description	Amount
NON DEDUCTIBLE EXPENSE	29

TY 2010 Other Expenses Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PUBLICATION EXPENSE	81	0		81

TY 2010 Other Increases Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Description	Amount
TIPS INFLATION ADJ-US TREAS INFL INDEX BDS	467
ROUNDING	8

TY 2010 Taxes Schedule

Name: CLAYTON B HOWE TUA #2 CHARITABLE 3455000209

EIN: 59-6976273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES PAID	2,223	507		0