



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

EASTMAN CHEMICAL FOUNDATION

A Employer identification number

62-1614800

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

Room/suite

B Telephone number (see page 10 of the instructions)

P.O. BOX 511

(423) 229-2180

City or town, state, and ZIP code

KINGSPORT, TN 37662

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

J Accounting method: ☐ Cash ☒ Accrual

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

16) ▶ \$ 6,727,209.

☐ 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)	2,330,000.			
2 Check ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	65.	65.		
4 Dividends and interest from securities	145,506.	145,506.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	91,658.			
b Gross sales price for all assets on line 6a	499,990.			
7 Capital gain net income (from Part IV, line 2)		91,658.		
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)	5,250.			STMT 1
12 Total. Add lines 1 through 11	2,572,479.	237,229.		
13 Compensation of officers, directors, trustees, etc.	14,333.	14,333.		
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	894.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses	15,227.	14,333.	NONE	
Add lines 13 through 23				
25 Contributions, gifts, grants paid	2,850,540.			2,850,540.
26 Total expenses and disbursements. Add lines 24 and 25	2,865,767.	14,333.	NONE	2,850,540.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-293,288.			
b Net investment income (if negative, enter -0-)		222,896.		
c Adjusted net income (if negative, enter -0-)				

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

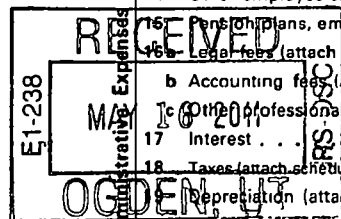
JSA

Form 990-PF (2010)

6

DGX583 668R 04/29/2011 13:02:12

OE1410 1 000



SCANNED MAY 18 2011

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	188,645.	303,665.	303,665.
	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	NONE		
	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)	5,378,977.	4,970,645.	6,423,544.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less: accumulated depreciation (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis			
		Less: accumulated depreciation (attach schedule)			
15		Other assets (describe)			
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,567,622.	5,274,310.	6,727,209
17		Accounts payable and accrued expenses			
18		Grants payable			
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ☒				
	27	Capital stock, trust principal, or current funds	5,567,622.	5,274,310.	
	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)	5,567,622.	5,274,310.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,567,622.	5,274,310.	

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	5,567,622.
2	Enter amount from Part I, line 27a	2	-293,288.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	5,274,334.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 2	5	24.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,274,310.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	91,658.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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.					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	2,430,975.	3,881,929.	0.62622860954
2008	2,860,161.	5,348,058.	0.53480366144
2007	2,658,797.	6,632,463.	0.40087626573
2006	2,502,009.	6,141,856.	0.40737018256
2005	1,753,280.	6,612,712.	0.26513781335
2 Total of line 1, column (d)			2 2.23441653262
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 0.44688330652
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 5,754,727.
5 Multiply line 4 by line 3			5 2,571,691.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,229.
7 Add lines 5 and 6			7 2,573,920.
8 Enter qualifying distributions from Part XII, line 4			8 2,850,540.

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.		1	2,229.
Date of ruling or determination letter: _____ (attach copy of ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	2,229.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,229.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,440.	7	1,440.
b Exempt foreign organizations-tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	1,440.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	789.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ☒ Refunded ☐		11	

Part VII-A Statements Regarding Activities

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

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>EASTMAN CHEMICAL FOUNDATION</u> Telephone no <u>(423) 229-2180</u> Located at <u>P.O. BOX 511, KINGSPOUT, TN</u> ZIP + 4 <u>37662</u>			
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 <u>15</u>			
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 <u></u>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years <u></u>		
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 <u></u>		
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	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

Form 990-PF (2010)

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(a))? ☐ 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)?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?

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?

5b

X

6b

X

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
SEE STATEMENT 4		14,333.	-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

Form 990-PF (2010)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,420,593.
b	Average of monthly cash balances	1b	421,769.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	5,842,362.
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	5,842,362.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	87,635.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,754,727.
6	Minimum investment return. Enter 5% of line 5	6	287,736.

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	287,736.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,229.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,229.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	285,507.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	285,507.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	285,507.

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	2,850,540.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,850,540.
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	2,229.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,848,311.

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.

Form 990-PF (2010)

Page **9****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				285,507.
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	1,426,894.			
b From 2006	2,198,430.			
c From 2007	2,331,356.			
d From 2008	2,592,462.			
e From 2009	2,213,691.			
f Total of lines 3a through e	10,762,833.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,850,540.				
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				285,507.
e Remaining amount distributed out of corpus	2,565,033.			
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	13,327,866.			
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)	1,426,894.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	11,900,972.			
10 Analysis of line 9				
a Excess from 2006	2,198,430.			
b Excess from 2007	2,331,356.			
c Excess from 2008	2,592,462.			
d Excess from 2009	2,213,691.			
e Excess from 2010	2,565,033.			

Form **990-PF** (2010)

JSA

0E1480 1 000

DGX583 668R 04/29/2011 13:02:12

14

-

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

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

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

4942(j)(3) or

4942(j)(5)

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

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)(ii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

NONE

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

NONE

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

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

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

SEE STATEMENT 6

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 7				
Total			▶ 3a	2,850,540.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	65.	
4 Dividends and interest from securities				14	145,506.	
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	91,658.	
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)					237,229.	
13 Total. Add line 12, columns (b), (d), and (e)					237,229.	

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

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

[illegible]

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

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.

Sign Here  15-13-11 

Signature of officer or trustee Date Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	VICKIE L. WOOD, CPA	<i>Vickie L Wood, CPA</i>	04/29/2011		P01070383
	Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING)			Firm's EIN ▶ 75-1297386	
	Firm's address ▶ 2 EASTON OVAL, SUITE 425 COLUMBUS, OH 43219			Phone no 614-418-5007	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

EASTMAN CHEMICAL FOUNDATION

62-1614800

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

JSA

0E1251 1 000

DGX583 668R 04/29/2011 13:02:12

20

Name of organization
EASTMAN CHEMICAL FOUNDATION

Employer identification number
62-1614800

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EASTMAN CHEMICAL COMPANY P.O. BOX 511 KINGSPORT, TN 37662	\$ 2,330,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

EASTMAN CHEMICAL FOUNDATION

62-1614800

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
REDEPOSITS OF 2009 CHECKS	5,250.

TOTALS	5,250.
	=====

STATEMENT 1

EASTMAN CHEMICAL FOUNDATION

62-1614800

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

=====

DESCRIPTION

AMOUNT

INCOME POSTED IN 2011 BUT TAXABLE IN 2010

24.

TOTAL

24.

=====

STATEMENT 2

EASTMAN CHEMICAL FOUNDATION

62-1614800

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

TN

STATEMENT 3

XD576 2000

DGX583 668R 04/29/2011 13:02:12

24 -

**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)	
499,990.00		6276. EASTMAN CHEM CO PROPERTY TYPE: SECURITIES 408,332.00					01/01/1997 91,658.00	11/04/2010
TOTAL GAIN (LOSS)							----- 91,658. =====	

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

=====

OFFICER NAME:

NORRIS SNEED

ADDRESS:

200 S. WILCOX DRIVE
KINGSPORT, TN 37760

TITLE:

PRESIDENT & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

ETTA CLARK

ADDRESS:

200 S. WILCOX DRIVE
KINGSPORT, TN 37660

TITLE:

V.P. & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

MARY HALL

ADDRESS:

200 S. WILCOX DRIVE
KINGSPORT, TN 37660

TITLE:

TREASURER & DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

BRIAN L. HENRY

ADDRESS:

200 S. WILCOX DRIVE
KINGSPORT, TN 37660

TITLE:

SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:

PAUL MONTGOMERY

ADDRESS:

200 S. WILCOX DRIVE
KINGSPORT, TN 37660

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

CURTIS E. ESPELAND

ADDRESS:

200 S. WILCOX DRIVE
KINGSPORT, TN 37660

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

JPMORGAN CHASE BANK, N.A.

ADDRESS:

1111 POLARIS PARKWAY
COLUMBUS, OH 43240

TITLE:

AGENT/CUSTODIAN

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 14,333.

COMPENSATION EXPLANATION:

INVESTMENT MGMT FEES

TOTAL COMPENSATION:

14,333.

=====

EASTMAN CHEMICAL FOUNDATION
FORM 990PF, PART XV - LINES 2a - 2d
=====

62-1614800

RECIPIENT NAME:

PAUL MONTGOMERY

ADDRESS:

P.O. BOX 511

KINGSPORT, TN 37662-5075

RECIPIENT'S PHONE NUMBER: 423-229-1413

FORM, INFORMATION AND MATERIALS:

LETTER

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CONTRIBUTIONS ARE USUALLY DIRECTED TOWARD COMMUNITIES IN WHICH COMPANY HAS OPERATING UNITS. THE COMPANY DOES NOT MAKE CASH CONTRIBUTIONS TO INDIVIDUAL AGENCIES SUPPORTED BY THE AREA UNITED WAY ORGANIZATION.

FORM, INFORMATION AND MATERIALS:

GENERALLY CONTRIBUTIONS ARE NOT MADE TO INDIVIDUALS, TEAMS, LABOR, VETERAN, FRATERNAL, SOCIAL, RELIGIOUS, POLITICAL, OR NATIONAL HEALTH ORGANIZATIONS.

STATEMENT 6

EASTMAN CHEMICAL FOUNDATION

62-1614800

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

RECIPIENT NAME:

SEE ATTACHED SCHEDULE

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,850,540.

TOTAL GRANTS PAID:

2,850,540.

=====

STATEMENT 7

**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

EASTMAN CHEMICAL FOUNDATION

Employer identification number

62-1614800

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 Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b

1b

2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824

2

3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts

3

4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss
Carryover Worksheet

4

5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13,
column (3) on the back

5

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b

6b

91,658.

7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824

7

8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts

8

9 Capital gain distributions

9

10 Gain from Form 4797, Part I

10

11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss
Carryover Worksheet

11

12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a,
column (3) on the back

12

91,658.

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

Schedule D (Form 1041) 2010

JSA

0F1210 2 000

DGX583 668R 04/29/2011 13:02:12

29

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss)			
a	Total for year	14a		91,658.
b	Unrecaptured section 1250 gain (see line 18 of the wrkshet.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		91,658.

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.

Part IV Capital Loss Limitation	
16	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
	16 ()

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.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	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)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23.	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes Skip lines 27 thru 30; go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	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)	31	
32	Add lines 30 and 31	32	
33	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)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2010

Payee	Address1	Address2	City, State, Zip	Amount
AICHe	Texas Tech University	Box 43121	Lubbock, TX 79409-3121	\$ 250.00
AICHe	VA Tech Student Chapter	133 Randolph Hall	Blacksburg, VA 24061	\$ 500.00
AICHe - East Texas Section	P. O. Box 8124		Longview, Texas 75607	\$ 500.00
AICHe Student Chapter	Tax ID. 13-1623892		Atlanta, GA 30332-0100	\$ 400.00
Akard Elementary	224 Mount Area Drive	Clearinghouse 9/15/10	Bristol, TN 37620	\$ 700.00
Alpha Phi Alpha Fraternity, Inc.	P. O. Box 7275		Longview, Texas 75607	\$ 500.00
Alzheimer's Association,	Greater Dallas Chapter	911 W Loop 281, Suite 211-31	Longview, Texas 75604	\$ 500.00
American Cancer Society	Calhoun County Relay for Life	450 Old Swamp Road	Swansea, SC 29160	\$ 100.00
American Cancer Society	Sullivan County	508 Princeton Road, Suite 102	Johnson City, TN 37601	\$ 10,000.00
American Cancer Society	Relay for Life	213 Collins Avenue	Longview, Texas 75605	\$ 1,000.00
American Cancer Society -	Cattle Barons' Ball	P. O. Box 6414	Longview, Texas 75608	\$ 2,500.00
American Chemical Society	Northeast Tennessee Section	Building 150B	Kingsport, TN 37662	\$ 2,500.00
American Heart Association	1125 Judson Road, Suite 150		Longview, Texas 75601	\$ 2,500.00
American Inst of Chem Eng (AICHe)	Louisiana Tech University	College of Engineering & Science	Ruston, LA 71272	\$ 1,500.00
American Red Cross	2751 Bull Street		Columbia, SC 29201	\$ 5,000.00
American Red Cross	501 S. Wilcox Drive		Kingsport, TN 37660	\$ 20,000.00
American Red Cross	501 S. Wilcox Drive		Kingsport, TN 37660	\$ 20,000.00
American Red Cross	Northeast Tennessee		Kingsport, TN 37660	\$ 5,000.00
American Society of Mech Eng (ASME)	LeTourneau University	501 S. Wilcox Drive	Longview, TX 75607	\$ 500.00
Anderson Elementary	901 Ninth Street	PO Box 7333	Bristol, TN 37620	\$ 700.00
Anderson Elementary	901 Ninth Street		Bristol, TN 37620	\$ 700.00
Anderson Elementary	901 Ninth Street		Bristol, TN 37620	\$ 700.00
Andrew Jackson Elementary	600 Jackson Street		Kingsport, TN 37664	\$ 750.00
Appalachian State University	Continuing & Special Grants	CIS Department	Boone, North Carolina	\$ 1,000.00
Appalachian State University	Continuing & Special Grants	AITP Department	Boone, North Carolina	\$ 1,000.00
Appalachian Sustainable Development	P O Box 791		Abingdon, VA 24212	\$ 10,000.00
Arts Council of Greater Kingsport	Kingsport Renaissance Center	1200 East Center Street	Kingsport, TN 37660	\$ 10,000.00
ArtsView Children's Theater	313 West Tyler		Longview, Texas 75601	\$ 1,000.00
Asbury House Child Enrichment	Center	320 South Center	Longview, Texas 75601	\$ 1,500.00
ASEE Chem Eng Division	William H Corcoran Award	University of Tulsa	Tulsa, OK 74104	\$ 2,000.00
A T&T Minority Engineering Program	Auburn University	Dr. Shirley Scott Harris, Dir	Auburn University, AL 36849	\$ 1,000.00
Auburn University	212 Ross Hall	Chemistry Department	Auburn, AL 36849-5127	\$ 4,000.00
Auburn University AICHe	212 Ross Hall)	Chemical Eng Dept	Auburn, AL 36849-5127	\$ 4,000.00
Auburn University Foundation	Dr. Chris Roberts	Room 230 Ross Hall	Auburn University, AL 36849	\$ 750.00
Avoca Elementary	NSBE Chapter at AU	1320 Shelby Center	Auburn University, AL 36849	\$ 750.00
Avoca Elementary	2440 Volunteer Pkwy.		Bristol, TN 37620	\$ 700.00
Avoca Elementary	2440 Volunteer Pkwy		Bristol, TN 37620	\$ 700.00
Avoca Elementary	2440 Volunteer Pkwy.		Bristol, TN 37620	\$ 700.00
Avoca Elementary	2440 Volunteer Pkwy.		Bristol, TN 37620	\$ 700.00
Avoca Elementary	2440 Volunteer Pkwy.		Bristol, TN 37620	\$ 700.00
Barter Theatre	PO Box 867		Abingdon, VA 24212	\$ 15,000.00
Baylor University	Longview High School Engineering	Scholarship - sponsor	Waco, TX 76798-7048	\$ 500.00
Blountville Elementary	155 School Ave		Blountville, TN 37617	\$ 700.00
Blountville Middle	1651 Blountville Blvd.		Blountville, TN 37617	\$ 700.00
Boones Creek Middle	4352 North Roan Street		Johnson City, TN 37615	\$ 700.00
Boys & Girls Club	of Greater Kingsport		Kingsport, TN 37662	\$ 125,000.00
Boys & Girls Club of	Gregg County	PO Box 784	Longview, Texas 75606	\$ 2,500.00
Boys & Girls Club of the Midlands, Inc	P.O. Box 423	P. O. Box 2426	Columbia, SC 29201	\$ 500.00

Payee	Address1	Address2	City, State, Zip	Amount
Boys and Girls Club of	Harrison County	P. O. Box 241	Marshall, Texas 75671	\$ 1,000.00
Bristol Tennessee City Schools	615 Martin Luther King Jr. Blvd.		Bristol, TN 37620	\$ 400.00
Bristol TN City Schools	615 Martin Luther King Jr. Blvd.		Bristol, TN 37620	\$ 300.00
Calhoun County Branch, NAACP	P. O. Box 286		St. Matthews, SC 29135	\$ 1,000.00
Calhoun County First Steps	Education Program	P. O. Box 195	St. Matthews, SC 29135	\$ 900.00
Calhoun County Library	205 Harry C. Ransom Drive		St. Matthews, SC 29135	\$ 2,000.00
Calhoun County Library	205 Harry C. Ransom Drive		St. Matthews, SC 29135	\$ 6,000.00
Calhoun County Museum Foundation	303 Butler Street		St. Matthews, SC 29135	\$ 4,000.00
Carnegie Institute	4400 Forbes Avenue		Pittsburgh, PA 15213-4080	\$ 1,000.00
Carolina Ballet	914 Pulaski Street		Columbia, SC 29201	\$ 275.00
Carolina Children's Home	P. O. Box 4465		Columbia, SC 29240	\$ 400.00
Carters Valley Elementary	1006 North Central Ave.		Church Hill, TN 37642	\$ 750.00
Carters Valley Elementary	1006 North Central Ave		Church Hill, TN 37642	\$ 750.00
Carters Valley Elementary	1006 North Central Ave		Church Hill, TN 37642	\$ 700.00
Catholic Charities of	East Tennessee, Inc.	3009 Lake Brook Blvd.	Knoxville, TN 37909	\$ 5,000.00
Center for the Enhancement of	Engineering Diversity - VA Tech	215 Hancock Hall	Blacksburg, VA 24061	\$ 1,000.00
Central Carolian Economic Dev Alliance	1201 Main Street, Suite 100		Columbia, SC 29201	\$ 2,000.00
Central Carolina Community Foundation	P. O. Box 11222		Columbia, SC 29211	\$ 1,500.00
Challenged Outdoorsmen of	America, NETO Chapter	P. O. Box 8734	Longview, Texas 75607-8734	\$ 1,000.00
Chapel Hill Volunteer Fire	Department	P. O. Box 132078	Tyler, Texas 75713	\$ 2,500.00
Cherokee High School	2927 Hwy. 66 South		Rogersville, TN 37857	\$ 700.00
Church Hill Elementary	400 Old Stage Rd.		Church Hill, TN 37642	\$ 750.00
Church Hill Intermediate	PO Box 70	301 Park Avenue	Church Hill, TN 37642	\$ 700.00
Church Hill Intermediate	PO Box 70	301 Park Avenue	Church Hill, TN 37642	\$ 700.00
Church Hill Intermediate	PO Box 70	301 Park Avenue	Church Hill, TN 37642	\$ 700.00
Church Hill Middle	PO Box 38	208 Oak St.	Church Hill, TN 37642	\$ 750.00
Clemson University	125 Earle Hall	ChE/Molecular Eng Dept	Clemson, SC 29634	\$ 4,000.00
Colonial Heights Middle	415 Lebanon Drive		Kingsport, TN 37663	\$ 700.00
Community Partners for Children	Rainbow Room	2130 Alpine Road	Longview, Texas 75601	\$ 1,000.00
Crossroads Medical Missions/	Tri-Cities RAM	PO Box 16852	Bristol, VA 24201-6852	\$ 5,000.00
Cultural Council of Richland &	Lexington Counties	930 Richland Street	Columbia, SC 29201	\$ 3,000.00
Daniel Boone HS	1440 Suncrest Drive		Gray, TN 37615	\$ 750.00
Daniel Boone HS	1440 Suncrest Drive		Gray, TN 37615	\$ 750.00
David Crockett High School	684 Old State Route 34	UC Santa Barbara	Jonesborough, TN 37659	\$ 700.00
Department of Chemistry	and Biochemistry		Santa Barbara, CA 93106-9510	\$ 5,000.00
Dobyns-Bennett High School	1800 Legion Drive		Kingsport, TN 37664	\$ 700.00
Dobyns-Bennett HS	1800 Legion Drive		Kingsport, TN 37664	\$ 750.00
Duke University	Tax ID # 56-05-32129	Fuqua School of Business	Durham, NC 27708-0118	\$ 4,000.00
East Tennessee State University	SAP Alliance	PO Box 70711	Johnson City, TN 37614-1266	\$ 12,000.00
East Tennessee State University	Dept of Physics & Astronomy	Box 70652	Johnson City, TN 37614	\$ 2,250.00
East Tennessee State University	Office of Financial Services	Box 70732	Johnson City, TN 37614-0732	\$ 130,413.34
East Texans Against Lawsuit	Abuse	P. O. Box 2609	Longview, Texas 75606	\$ 1,500.00
East Texas Angel Network	P. O. Box 9544		Longview, Texas 75608	\$ 2,500.00
East Texas Area Council	Boy Scouts of America	1331 E 5th Street	Tyler, Texas 75701-3427	\$ 1,000.00
East Texas Area Council	Boy Scouts of America	1331 E 5th Street	Tyler, Texas 75701	\$ 1,000.00
East Texas Literacy Council	P. O. Box 311		Longview, Texas 75606	\$ 2,500.00
East Texas Symphonic Band	P. O. Box 251		Longview, Texas 75606	\$ 2,000.00
East Texas Track Club	P. O. Box 1015		Longview, Texas 75606	\$ 500.00

Payee	Address1	Address2	City, State, Zip	Amount
Ed Partnership	(Calhoun County-Sandy Run School)	450 Old Swamp Road	Swansea, SC 29160	\$ 2,000.00
Edventure Childrens Museum	211 Gervais Street		Columbia, SC 29201	\$ 1,000.00
EHU/UHCL	2700 Bay Area Boulevard		Houston, Texas 77058	\$ 5,000.00
Emery and Henry College	Chemistry Department	30461 Garland Drive	Meadowview, VA 24361	\$ 1,500.00
ETEAC	PO Box 3916		Kingsport, TN 37664	\$ 400.00
ETSU Foundation	PO Box 70721	807 University PKWY	Johnson City, TN 37604-9902	\$ 170,000.00
ETV Endowment of SC	401 East Kennedy Street	Suite B-1	Spartanburg, SC 29302	\$ 500.00
Fairmont Elementary	1405 Lester Harris Rd		Johnson City, TN 37601	\$ 700.00
Fairmount Elementary	821 Virginia Ave		Bristol, TN 37620	\$ 700.00
Fairmount Elementary	821 Virginia Ave		Bristol, TN 37620	\$ 700.00
Fairmount Elementary	821 Virginia Ave.		Bristol, TN 37620	\$ 700.00
Fall Branch Elementary	1061 Highway 93		Fall Branch, TN 37656	\$ 700.00
Family Connection of SC Inc.	2712 Middleburg Drive, Suite 103-B		Columbia, SC 29204	\$ 350.00
First Book-Greater Kingsport	PO Box 7488		Kingsport, TN 37664-7488	\$ 3,000.00
First Tee of the Piney Woods	2695 Alpine Road		Longview, Texas 75605	\$ 1,500.00
Frick Art & Historical Center	7227 Reynolds Street		Pittsburgh, PA 15208-2923	\$ 1,000.00
Friends of Lexington County Museum	P.O. Box 637		Lexington, SC 290701	\$ 500.00
GA Institute of Technology	Div. of Professional Practice	Co-op Office	Atlanta, GA 30332-0260	\$ 500.00
GA Tech-School of Chemical &	Biomolecular Engineering	Eastman Grad Research Grant	2010 winner-Leigh Redmond	\$ 6,600.00
Gate City Middle	178 Harry Fry Drive		Gate City, VA 24251	\$ 750.00
Georgia Tech	AIChE Chapter	3111 Ferst Drive,	Atlanta, GA 30332-0100	\$ 500.00
Georgia Tech Foundation	School of Chem/Biomolecular	Engineering GA Institute of Tech	Atlanta, GA 0332-0400	\$ 5,000.00
Georgia Tech Foundation/OMED	Educational Services	760 Spring Street, NW	Atlanta, Georgia 30308	\$ 2,000.00
Girl Scouts of South Carolina	Mountains to Midlands Inc	P.O. Box 23889	Columbia, SC 29223	\$ 500.00
Gladewater Round-Up Rodeo	P O Box 566		Gladewater, Texas 75647	\$ 5,000.00
GLOBE, Inc.	P. O. Box 3441		Longview, Texas 75606	\$ 6,000.00
Good Shepherd Foundation	700 East Marshall Avenue		Longview, Texas 75601	\$ 3,100.00
Greater Columbia Chamber of Commerce	P.O. Box 1360		Columbia, SC 29202	\$ 6,000.00
Greater Columbia Marine Foundation	P.O. Box 692		Blythwood, SC 29016	\$ 1,000.00
Greater Kingport YMCA	1100 Franklin Square		Kingsport, TN 37664	\$ 15,000.00
Greater Kingsport Alliance for	Development Inc	PO Box 44	Kingsport, TN 37662	\$ 150,000.00
Greater Kingsport Family YMCA	1100 Franklin Square		Kingsport, TN 37664	\$ 200,000.00
Greater Longview United Way	P. O. Box 411		Longview, Texas 75606	\$ 29,380.00
Gregg County Historical Museum	P. O. Box 3342		Longview, Texas 75606	\$ 500.00
GSMC Institute for Healthy	Living	611 East Hawkins Pkw	Longview, Texas 75605	\$ 30,000.00
Gulf Coast Process	Technology Alliance	1253 Garden Drive	Longview, TX 75603	\$ 3,000.00
Hallsville Area United Fund	P. O. Box 697		Hallsville, Texas 75650	\$ 500.00
Hallsville ISD Education	Foundation	P O Box 810	Hallsville, Texas 75650	\$ 1,000.00
Harrison County Historical	Museum	P. O. Box 1987	Marshall, Texas 75671	\$ 500.00
Harrison County United Way	P. O. Box 1322		Marshall, Texas 75671	\$ 500.00
Harvest Festival and Livestock	Show	405 E. Marshall, Suite 101	Longview, Texas 75601	\$ 2,000.00
Haverty's/Newgate Angel Tree	1101 West Loop 281		Longview, Texas 75604	\$ 2,000.00
Hawkins County Schools	200 North Depot Street		Rogersville, TN 37857	\$ 300.00
Hawkins County Schools	200 North Depot Street		Rogersville, TN 37857	\$ 750.00
Hawkins Elementary	1121 East Main St		Rogersville, TN 37857	\$ 700.00
Hawkins Elementary	1121 East Main St.		Rogersville, TN 37857	\$ 700.00
Haynesfield Elementary	201 Bluff City Hwy.		Bristol, TN 37620	\$ 700.00
Haynesfield Elementary	201 Bluff City Hwy		Bristol, TN 37620	\$ 700.00

Payee	Address1	Address2	City, State, Zip	Amount
Haynesfield Elementary	201 Bluff City Hwy.		Bristol, TN 37620	\$ 700.00
Haynesfield Elementary	201 Bluff City Hwy		Bristol, TN 37620	\$ 700.00
Haynesfield Elementary	201 Bluff City Hwy		Bristol, TN 37620	\$ 750.00
Hiway 80 Rescue Mission	P. O. Box 3223		Longview, Texas 75606	\$ 500.00
Holston Habitat for Humanity	PO Box 5265		Kingsport, TN 37663	\$ 35,000.00
Holston Middle	2348 Highway 75		Blountville, TN 37617	\$ 700.00
Holston Section ASME	P.O. Box 7081		Kingsport, TN 37664	\$ 500.00
Holston View Elementary	1840 King College Rd.		Bristol, TN 37620	\$ 700.00
Holston View Elementary	1840 King College Rd.		Bristol, TN 37620	\$ 700.00
Holston View Elementary	1840 King College Rd.		Bristol, TN 37620	\$ 700.00
Holston View Elementary	1840 King College Rd.		Bristol, TN 37620	\$ 700.00
Hope Haven Ministries, Inc	PO Box 5882		Kingsport, TN 37663	\$ 37,000.00
Hope Haven Ministries, Inc	PO Box 5882		Kingsport, TN 37663	\$ 3,700.00
Hope Haven Women's Center	P. O. Box 3223		Longview, Texas 75606	\$ 500.00
Humane Society of Northeast	Texas	303 Enterprise Street	Longview, Texas 75604	\$ 1,000.00
Hydration Innovations Technology	2484 Ferry Street, SW		Albany, OR 97322	\$ 7,000.00
IEEE	LeTourneau University	PO Box 7333	Longview, TX 75607	\$ 500.00
Independent Colleges & Univ of SC	PO Box 12007		Columbia, SC 29211	\$ 9,000.00
Indian Trail Middle	307 Car Mol Drive		Johnson City, TN 37601	\$ 700.00
Indian Waters Council	P.O. Box 144		Columbia, SC 29202	\$ 250.00
IN-VEST IN SOUTH CAROLINA	P.O. Box 2349		Columbia, SC 29224-3489	\$ 1,000.00
John Sevier Middle	1200 Wateree Street		Kingsport, TN 37660	\$ 750.00
Johnson City Schools	100 East Maple Street		Johnson City, TN 37601	\$ 300.00
Johnson City/Washington County Veterans'	Memorial Committee	PO Box 3594	Johnson City, TN 37602	\$ 25,000.00
Jonesborough Middle	308 Forrest Drive		Jonesborough, TN 37659	\$ 750.00
Joseph Rogers Primary	2001 East Main Street		Rogersville, TN 37857	\$ 750.00
Junior Achievement	of East Texas	911 NW Loop 281, Suite 320	Longview, Texas 75604	\$ 6,000.00
Junior Achievement of Tri-Cities	441 Clay Street, Suite 2		Kingsport, TN 37664	\$ 35,000.00
Junior Achievement-Columbia	P.O. Box 532		Columbia, SC 29202	\$ 5,000.00
Juvenile Diabetes Research	Foundation Palmetto Chapter	3608 Landmark Drive, Suite C	Columbia, SC 29204	\$ 200.00
Keep the Midlands Beautiful	P.O. Box 1360		Columbia, SC 29202	\$ 2,500.00
Kilgore College	Beverly Davis, Scholarships	1100 Broadway	Kilgore, TX 75662-3204	\$ 25,000.00
Kilgore College	Scholarships Office	1100 Broadway	Kilgore, TX 75662-3204	\$ 21,000.00
Kilgore College Process	Technology Program	1100 Broadway	Kilgore, Texas 75662	\$ 25,000.00
Kilgore Community Concert	Association	P. O. Box 47	Kilgore, Texas 75663	\$ 500.00
Kilgore United Way	P O Box 1832		Kilgore, Texas 75652	\$ 500.00
King College	Department of Chemistry	1350 King College Road	Bristol, TN 37620	\$ 1,500.00
Kingsley Elementary	100 Emory Lane		Kingsport, TN 37660	\$ 750.00
Kingsley Elementary	100 Emory Lane		Kingsport, TN 37660	\$ 750.00
Kingsport Art Guild	1200 East Center Street		Kingsport, TN 37660	\$ 3,000.00
Kingsport City Adult Education	1701 E. Center Street		Kingsport, TN 37664	\$ 6,600.00
Kingsport City Schools	1701 East Center Street		Kingsport, TN 37664	\$ 1,300.00
Kingsport Theatre Guild	1200 East Center Street		Kingsport, TN 37660	\$ 2,000.00
Kingsport Tomorrow, Inc	P O Box 980		Kingsport, TN 37660-0908	\$ 15,000.00
Komen Tri-Cities Affiliate	Susan G. Komen for the Cure	P.O. Box 5835	Kingsport, TN 37663	\$ 25,000.00
LA Tech University	College of Engineering	LaTech Industrial Partners	Ruston, LA 71272	\$ 4,000.00
Lake Ridge Elementary	1001 Lake Ridge Square		Johnson City, TN 37601	\$ 750.00
Lamar Elementary	3261 Highway 81S		Jonesborough, TN 37659	\$ 700.00

Payee	Address1	Address2	City, State, Zip	Amount
NC State Univ	Dept of Forest Biomaterials	2010 Grad Award - Carlos Salas	Raleigh, NC 27695	\$ 800.00
NC State Univ	Dept of Forest Biomaterials	2010 Grad Award-Inggrid C Hoeger	Raleigh, NC 27695	\$ 400.00
NC State Univ	Dept of Forest Biomaterials	Post Doc Award-Jung Myoung Lee	Raleigh, NC 27695	\$ 800.00
NC State University	Dept of Chemical Engineering	200006A Engr Bldg 1	Raleigh, NC 27695-7905	\$ 4,000.00
NC State University	Minority Programs	Page Hall 237-Campus Box 7904	Raleigh, NC 27695-7904	\$ 1,000.00
NE State Community College	Chemistry Department	2425 Highway 75	Blountville, Tennessee 37617	\$ 4,000.00
Newgate Mission	P O. Box 3891		Longview, Texas 75606	\$ 1,000.00
Nickelsville Elementary	11415 Nickelsville Hwy.		Longview, Texas 75606	\$ 750.00
North Carolina A&T Foundation	Fall Regional Conf-Sponsorship		Nickelsville, VA 24271	\$ 500.00
North Carolina State Univ	AICHe Chapter		Greensboro, NC 27411	\$ 500.00
North Carolina State University	Unrestricted grant	Dept of Coating/Polymetric Mats	Raleigh, NC 27695-7905	\$ 1,500.00
North Dakota State University	Unrestricted grant	Dept of Coating/Polymetric Mats	Fargo, ND 58108	\$ 1,000.00
North Dakota State University	Unrestricted grant	Dept of Coating/Polymetric Mats	Fargo, ND 58108	\$ 500.00
Northeast State Community	College Foundation	Eastman Annual Scholarship	Fargo, ND 58108	\$ 15,000.00
NSBE	University of Arkansas	College of Engineering	Blountville, TN 37617	\$ 500.00
Office Depot	422 NW Loop 281		Fayetteville, AR 72701	\$ 279.37
Omega Chi Epsilon	Dept. of Chemical Engineering		Longview, TX 75604	\$ 1,000.00
Opera East Texas	P O Box 1175	Texas A&M University	College Station, TX 77843-3122	\$ 3,000.00
Operation Military Stress Relief	Dolls Incorporated		Longview, Texas 75606	\$ 1,000.00
Orangeburg Regional Med	Center Foundation	116 Melody Lane	Cayce, SC 29033	\$ 1,000.00
Orangeburg-Calhoun Community Fdn.	P O. Box 11222	3000 St. Matthews Road	Orangeburg, SC 29118-1498	\$ 1,000.00
Palmetto Health Foundation	1600 Marion Street		Columbia, SC 29211	\$ 500.00
Palmetto Health Foundation	1600 Marion Street	P.O. Box 247	Columbia, SC 29202	\$ 8,000.00
Palmetto Place Childrens Shelter	P O Box 12054	P O Box 247	Columbia, SC 29202	\$ 16,000.00
Palmetto Pride	P O Box 50217		Columbia, SC 29211	\$ 250.00
Palmetto Project	4500 Ft Jackson Blvd		Columbia, SC 29250	\$ 3,942.00
Parenting Resource Center of	East Texas	P. O. Box 2683	Columbia, SC 29290	\$ 500.00
Partners for Minorities in	Engineering & Computer Science	PO Box 12328	Longview, Texas 75606	\$ 1,000.00
Partners in Prevention for	Circles of East Texas	P O. Box 1952	Columbia, SC 29211	\$ 3,500.00
Pine Tree ISD Education	Foundation	P. O. Box 5878	Longview, Texas 75608	\$ 2,000.00
Price Public Community Center	& Swift Museum	PO Box 684	Longview, Texas 75608	\$ 1,000.00
Process Science & Technology Ctr	Mail Code R 7100	The University of Texas	Rogersville, TN 37857	\$ 10,000.00
Pro-Motions of East Texas	P. O. Box 150400	Invoice # 16615	Austin, TX 79759	\$ 5,000.00
Pro-Motions of East Texas	P O Box 150400		Longview, Texas 75615	\$ 27.48
Purdue University	PhD Fellowship David Kissick		Longview, TX 75615	\$ 6,498.40
Purdue Univ-Sch of Chem Eng	2010 Eastman Graduate		West Lafayette, IN 47907	\$ 6,000.00
Real Cowboy Association	Scholarship Fund		Dharik Sanchan Malapragada	\$ 6,600.00
Refuge International for	"Change the World"	4 Eva Circle	Longview, Texas 75602	\$ 5,000.00
Regents of the Univ-California	Attn Prof. Alexis T Bell	104 N Montgomery	Gilmer, Texas 75644	\$ 500.00
Ridgeview Elementary	252 Sam Jenkins Road	Dept of Chemical Engineering	Berkeley, CA 94720-1462	\$ 10,000.00
Rock Springs Elementary	1238 Moreland Drive		Gray, TN 37615	\$ 700.00
Ronald McDonald House	2955 Colonial Drive		Kingsport, TN 37664	\$ 750.00
Ronald McDonald House	2955 Colonial Drive		Columbia, SC 29203	\$ 1,000.00
Ross N. Robinson Middle	1517 Jesse Street		Columbia, SC 29203	\$ 3,500.00
Ross N. Robinson Middle	1517 Jesse Street		Kingsport, TN 37664	\$ 700.00
Ross N. Robinson Middle	1517 Jesse Street		Kingsport, TN 37664	\$ 750.00
Rusk County United Way	P O. Box 775		Kingsport, TN 37664	\$ 750.00
S. C. Special Olympics	810 Dutch Square, Blvd Ste 204		Henderson, Texas 75653	\$ 500.00
			Columbia, SC 29210	\$ 1,000.00

Payee	Address1	Address2	City, State, Zip	Amount
Sandy Run Ruritan Club	2760 State Road		Swansea, SC 29160	\$ 1,000.00
SC Carolina Business Week	SC Chamber of Commerce	1201 Main Street, Suite 1810	Columbia, SC 29201-3229	\$ 1,000.00
SC Governor's School Math & Sci Fdn.	401 Railroad Avenue		Hartsville, SC 29550	\$ 5,000.00
SC Governor's School Math & Sci Fdn.	401 Railroad Avenue		Hartsville, SC 29550	\$ 15,000.00
SC Governors' School	for the Arts & Humanities	15 University Street	Greenville, SC 29601	\$ 900.00
SC Nature Conservancy	2231 Devine Street	Suite 100	Columbia, SC 29205	\$ 500.00
SC State Museum Foundation	P.O. Box 11442		Columbia, SC 29211-1442	\$ 3,500.00
SC Waterfowl Association	9833 Old River Road		Pinewood, SC 29125	\$ 1,330.00
SC Wildlife Federation	215 Pickens Street		Columbia, SC 29205	\$ 250.00
Science Hill 8-9 Campus	1318 Pactolas Rd		Johnson City, TN 37604	\$ 700.00
SeeSaw Children's Place	1601 W. Fairmont		Longview, Texas 75604	\$ 1,500.00
Sistercare	P O Box 1029		Columbia, SC 29202	\$ 1,000.00
South Carolina Assn For The Deaf	437 Center Street		West Columbia, SC 29169	\$ 500.00
South Carolina Autism Society	806 12th Street		West Columbia, SC 29169-6142	\$ 500.00
South Central School	2955 Highway 107		Chuckey, TN 37641	\$ 750.00
South Side Elementary	1011 Southwest Ave.		Johnson City, TN 37604	\$ 700.00
Southeastern Firefighters' Burn Fdn	Jeff Chavis Boot Drive	3614 J Dewey Gray Circle, Building C	Augusta, GA 30909	\$ 1,000.00
St. Mary's School for	Wunderfall	405 Hollybrook Drive	Longview, Texas 75605	\$ 1,000.00
Sullivan Central	131 Shipley Ferry Rd.		Blountville, TN 37617	\$ 700.00
Sullivan County Schools	154 Blountville Bypass	PO Box 306	Blountville, TN 37617	\$ 1,300.00
Sullivan County Schools	154 Blountville Bypass	PO Box 306	Blountville, TN 37617	\$ 300.00
Sullivan East	4180 Weaver Pike		Bluff City, TN 37618	\$ 700.00
Sullivan Middle	4154 Sullivan Gardens Drive		Kingsport, TN 37660	\$ 700.00
Sullivan North	2533 John B. Dennis Bypass		Kingsport, TN 37660	\$ 700.00
Sullivan North	2533 John B. Dennis Bypass		Kingsport, TN 37660	\$ 700.00
Sullivan North HS	2533 John B. Dennis Bypass		Kingsport, TN 37660	\$ 750.00
Sullivan South	1236 Moreland Drive		Kingsport, TN 37664	\$ 700.00
Sullivan South High	1236 Moreland Drive		Kingsport, TN 37664	\$ 750.00
Sullivan South HS	1236 Moreland Drive		Kingsport, TN 37664	\$ 750.00
Sulphur Springs Elementary	1518 Gray Sulphur Springs		Jonesborough, TN 37659	\$ 700.00
SUNY - Dept of Chemistry	2010 Graduate Award	M. Goundalkar	Syracuse, NY 27695	\$ 1,500.00
SUNY-ESF	2010 Eastman Grad Award	M Goundalkar	Syracuse, NY 13210-2778	\$ 1,500.00
SUNY-ESF	2010 Eastman Grad Award	D Kanungo	Syracuse, NY 13210-2778	\$ 750.00
SUNY-ESF	2010 Eastman Grad Award	Chengjun Zhu	Syracuse, NY 13210-2778	\$ 750.00
Symphony of the Mountains	1200 E. Center Street		Kingsport, TN 37660	\$ 25,000.00
Tatum Education Foundation	P. O. Box 808		Tatum, Texas 75691	\$ 1,000.00
Tennessee High School	1112 Edgemont Ave		Bristol, TN 37620	\$ 700.00
Tennessee High School	1112 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Tennessee High School	1112 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Tennessee High School	1112 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Tennessee High School	1112 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Tennessee Independent Colleges and	Universities Association	1031 17th Avenue South	Nashville, TN 37212	\$ 10,000.00
Tennessee Scholars	611 Commerce Street, Suite 3030		Nashville, TN 37203	\$ 5,000.00
Tennessee Tech Univ	Office of Minority Affairs	PO Box 5145	Cookeville, TN 38505	\$ 1,000.00
Texas A&M University	Co-op Education Office	Jack E Brown Eng Ctr.	College Station, TX 77843	\$ 500.00
Texas A&M University	American Society of Mech Eng	3123 TAMU	College Station, TX 77843-3123	\$ 1,000.00
Texas A&M University	Society of Women Engineers	3123 TAMU	College Station, TX 77843-3122	\$ 1,000.00
Texas A&M University	College of Engineering	3127 TAMU	College Station, TX 77843-3126	\$ 1,500.00

Payee	Address1	Address2	City, State, Zip	Amount
Texas A&M University	Career Center	209 Koldus, MS 1233	College Station, TX 77843-1233	\$ 750.00
Texas A&M University	Department of Chemistry	PO Box 30012	College Station, TX 77842-3012	\$ 20,000.00
Texas A&M University - AIChE	College of Engineering	337 Zachry	College Station, TX 77843	\$ 550.00
Texas Association of	Developing Colleges	1140 Empire Central, Suite 550	Dallas, TX 75247	\$ 3,500.00
Texas Engineering Foundation	P. O. Box 2039		Tyler, Texas 75710	\$ 1,500.00
Texas Oncology -	Longview Cancer Center	1300 North Fourth Street	Longview, Texas 75601	\$ 500.00
Texas Tech University	Career Center	P.O. Box 45006	Lubbock, TX 79409-5006	\$ 750.00
The Challenge Program, Inc.	1001 Broad St - Suite 210		Johnstown, PA 15906	\$ 5,000.00
The Junior League of Longview	P. O. Box 866		Longview, Texas 75606	\$ 2,500.00
The Nature Conservancy	2021 21st Avenue South		Nashville, TN 37212	\$ 15,000.00
The Nurturing Center	1332 Pickens Street		Columbia, SC 29201	\$ 500.00
The Univ of Texas at Austin	Eng Career Assistance Ctr	1 University Station C2102	Austin, Texas 78712-0285	\$ 750.00
The University of Akron	2010-2011 Unrestricted Grant	Attn: Prof. Ali Dhinojwala	Akron, OH 44325-3909	\$ 5,000.00
The University of Akron	2010-2011 Unrestricted Grant	Attn: Prof. Sadhan Jana	Akron, OH 44325-0301	\$ 5,000.00
The University of Akron	2010-2011 Fellowship Award for	Setareh Niknezhad	Akron, OH 44325-3909	\$ 5,000.00
The University of Tennessee	Office of Annual Giving	600 Henley Street, Suite B022	Knoxville, TN 37996-4103	\$ 200,000.00
The University of Illinois	Dept of Chemistry	600 W Matthews Ave	Urbana, IL 61801	\$ 10,000.00
The Walker Foundation	355 Cedar Springs Road		Spartanburg, SC 29302-4699	\$ 500.00
TN Tech Univ Career Svcs	Co-op Office	PO Box 5021	Cookeville, TN 38505	\$ 500.00
TN Tech University	Dept of Chemical Engineering	1020 Stadium Dr Bldg-PH 2174	Cookeville, TN 38505	\$ 4,000.00
Tri-Cities Economic Development	Alliance	PO Box 1119	Blountville, TN 37617	\$ 100,000.00
Twin Springs HS	273 Titan Lane		Nickelsville, VA 24271	\$ 750.00
TX A&M-Sch of Chem Eng	2010 Eastman Graduate	Research Grant - winner	Houssein Kheireddine	\$ 6,600.00
TX State Tech College-Marshall	Accounting Department	2100 E End Boulevard South	Marshall, TX 75672	\$ 5,000.00
TX State Tech College-Waco	Student Accounting	3801 Campus Drive	Waco, TX 76705	\$ 5,000.00
Tyler/Smith County United Way	4000 South Park, No. 1200		Tyler, Texas 75703	\$ 500.00
UC Regents	Summer Fellowship recipient -	Sarah Steinhart	Irvin, CA 92697-2025	\$ 8,300.00
UETCTM	Washington County Schools	405 W College Street	Jonesborough, TN 37659	\$ 700.00
United States Fund for UNICEF	125 Maiden Lane		New York, NY 10038	\$ 50,000.00
United Way - Edisto	P.O. Box 152		Columbia, SC 29202	\$ 2,500.00
United Way of Greater Kingsport	PO Box 7268		Kingsport, TN 37664	\$ 33,470.00
United Way of Greater Kingsport	PO Box 7268		Kingsport, TN 37664	\$ 33,470.00
United Way of Greater Kingsport	PO Box 7268		Kingsport, TN 37664	\$ 33,470.00
United Way of Greater Kingsport	PO Box 7268		Kingsport, TN 37664	\$ 33,470.00
United Way of Kent County	PO Box 594		Chestertown, MD 21620	\$ 2,000.00
United Way of Miami-Dade	The Ansin Building	819 High Street	Miami, FL 33129-2712	\$ 1,513.70
United Way of Miami-Dade	PO Box 019209	3250 Southwest Third Ave	Miami, FL 33101-9209	\$ 486.30
United Way of the Midlands	P.O. Box 152		Columbia, SC 29202	\$ 12,000.00
Univ of Alabama	Dept of Chemical Engineering	PO Box 870203	Tuscaloosa, AL 35487	\$ 4,000.00
Univ of FL-Dept of Chem	2010 Eamsian Graduate	Summer Fellowship - winner	Matthew J Andrus	\$ 8,300.00
Univ of NC at Chapel Hill	2010-11 Fellowship Award winner	Alexis Wells Carpenter	Chapel Hill, NC 27599	\$ 10,000.00
Univ of PR-Mayaguez Centenary	Call Box 9000		Mayaguez, PR 00681-9000	\$ 1,000.00
Univ of Puerto-Rico, Mayaguez	AIChE Chapter	PO Box 9046	Mayaguez, PR 00681-9046	\$ 800.00
Univ of Puerto-Rico, Mayaguez	ASME Chapter	PO Box 9045	Mayaguez, PR 00681-9045	\$ 500.00
Univ of Puerto-Rico, Mayaguez	Co-op Program	PO Box 9040	Mayaguez, PR 00681-9040	\$ 500.00
Univ of Puerto-Rico, Mayaguez	AIChE Chapter	PO Box 9046	Mayaguez, PR 00681-9046	\$ 800.00
Univ of Puerto-Rico, Mayaguez	Tau Beta Pi Chapter	PO Box 9046	Mayaguez, PR 00681-9046	\$ 500.00
Univ of Puerto-Rico, Mayaguez	SWE Chapter	PO Box 9046	Mayaguez, PR 00681-9046	\$ 500.00

Payee	Address1	Address2	City, State, Zip	Amount
Univ of Puerto-Rico, Mayaguez	ASME Chapter	PO Box 9045	Mayaguez, PR 00681-9045	\$ 50.00
Univ of VA's College at Wise	Department of Natural Sciences	One College Avenue	Wise, VA 24293	\$ 1,500.00
Univ of Wisconsin Foundation	Eastman Award		Milwaukee, WI 53278-0807	\$ 8,300.00
Univ Southern Mississippi	Departmental Seminar Series	Unrestricted grant	Hattiesburg, MS 39406	\$ 5,000.00
University of Arkansas	College of Engineering	Midwest Regional AIChE Sponsor	Fayetteville, AR 72701	\$ 7,500.00
University Kentucky AIChE	Golf Scramble	169 Anderson Hall	Lexington, KY 40506-0046	\$ 300.00
University of Alabama	Multicultural Eng Program		Tuscaloosa, AL 35487	\$ 1,000.00
University of Arkansas	Co-op Education Office	3202 Bell Engineering Ctr	Fayetteville, AR 72701	\$ 500.00
University of Arkansas	Chemical Engineering Dept	3202 Bell Engineering Ctr	Fayetteville, AR 72701	\$ 4,000.00
University of Arkansas	AIChE	4183 Bell Engineering Ctr	Fayetteville, AR 72701	\$ 1,500.00
University of Arkansas	American Society of Mech Eng	4183 Bell Engineering Ctr	Fayetteville, AR 72701	\$ 750.00
University of Arkansas	Minority Engineering	3161 Bell Engineering Ctr	Fayetteville, AR 72701	\$ 1,500.00
University of Arkansas	Career Center	ARKU 0607	Fayetteville, AR 72701	\$ 750.00
University of Delaware	Ctr for Catalysis Science/Tech	Dept of Chemical Eng	Newark, DE 19716-3110	\$ 10,000.00
University of Florida	Travel Grant Tao Chen		Gainesville, FL 32611	\$ 2,000.00
University of Illinois	Travel Grant Andrew Mills		Urbana, IL 61801	\$ 2,000.00
University of Minnesota	Unrestricted grant	Dept of Chem Eng/Materials Sci	Minneapolis, MN 55455-0132	\$ 1,500.00
University of Minnesota	Unrestricted grant	Dept of Chem Eng/Materials Sci	Minneapolis, MN 55455-0132	\$ 1,000.00
University of Minnesota	Unrestricted grant	Dept of Chem Eng/Materials Sci	Minneapolis, MN 55455-0132	\$ 500.00
University of North Carolina	PhD Fellowship Pavel Takmakov		Chapel Hill, NC 27599	\$ 6,000.00
University of North Carolina	Unrestricted grant	Department of Chemistry	Chapel Hill, NC 27599	\$ 5,000.00
University of North Carolina	at Chapel Hill	PO Box 309	Chapel Hill, NC 27514-0309	\$ 50,000.00
University of North Carolina	Career Center	Co-op Office	Columbia, SC 29208	\$ 500.00
University of South Carolina	Natl Society of Black Engineers	PO Box 80107	Columbia, SC 29208	\$ 500.00
University of South Carolina	Dept of Chemistry/Biochemistry	Analytical Travel Grant	Columbia, SC 29208	\$ 2,000.00
University of South Carolina	2010-2011 Unrestricted Grant	Attn: Prof. S. Richard Turner	Blacksburg, VA 24061-0212	\$ 5,000.00
VA Polytechnic Institute	Dept of Chemical Engineering	133 Randolph Hall (M/C0211)	Blacksburg, VA 24061	\$ 4,000.00
VA Tech Univ	2125 Carolina Ave.		Bristol, TN 37620	\$ 700.00
Valley Pike Elementary	815 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Vance Middle School	815 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Vance Middle School	815 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Vance Middle School	815 Edgemont Ave.		Bristol, TN 37620	\$ 700.00
Virginia Tech	Travel Grant Katia Rivera		Blacksburg, VA 24061	\$ 700.00
Virginia Tech	Career Services, Bldg-0182	Co-op Office	Blacksburg, VA 24061	\$ 2,000.00
Washington County Schools	405 West College Street		Blacksburg, VA 24061	\$ 500.00
Washington University	Dept. of Chemical Engineering	One Brookings Drive	Jonesborough, TN 37659	\$ 300.00
Washington University	Unrestricted grant	Dept of Chemical Eng	St Louis, MO 63130	\$ 5,000.00
Wellmont Foundation	PO Box 1069		St Louis, MO 63130	\$ 5,000.00
West Harrison Volunteer Fire	Department	P. O. Box 12188	Kingsport, TN 37662	\$ 300,000.00
West View Elementary	2847 Old State Route 34		Longview, Texas 75607	\$ 1,000.00
West View Elementary	2847 Old State Route 34		Limestone, TN 37681	\$ 700.00
White Oak ISD Education	Foundation		Limestone, TN 37681	\$ 700.00
Woodland Elementary	2303 Indian Ridge Rd.		White Oak, Texas 75693	\$ 1,000.00
YMCA	1420 Sumter Street	200 S White Oak Road	Johnson City, TN 37604	\$ 700.00
			Columbia, SC 29201	\$ 500.00
Gross Distributions				\$ 2,898,419.71

**2010 Cancelled and Redeposited Charitable Contribution Checks
For Eastman Chemical Company**

Check Date	Check Number	Payee	Amount
March 3, 2010	8453665	East Texas Area Council, Boy Scouts of America	\$1,000.00.
June 3, 2010	8457156	Office Depot	\$279.37
July 6, 2010	8458197	Haynesfield Elementary	\$700.00
July 6, 2010	8458206	Sullivan County Schools	\$1,300.00
July 6, 2010	8458192	Auburn University	\$4,000.00
September 10, 2010	8460666	Univ. of Puerto-Rico, Mayaguez, ASME Chapter	\$50.00
September 10, 2010	8460662	Univ. of Puerto-Rico, Mayaguez, Attn: AICHE Chapter	\$800.00
September 10, 2010	8460664	Univ. of Puerto-Rico, Mayaguez, Tau Beta Pi Chapter	\$500.00
November 19, 2010	8463577	Sullivan South HS	\$750.00
December 7, 2010	8464312	Suny - Dept of Chemistry	\$1,500.00
December 7, 2010	8464334	Hope Haven Ministries, Inc	\$37,000.00
		Less Cancelled/Redeposited	\$47,879.37

PART XV Line 3, Contributions, Gifts, Grants Paid

NET

\$ 2,850,540.34