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**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

**2010**

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☒ Address change ☐ Name change

Name of foundation <b>Tr. W. H. &amp; Edgar Magness House</b>		A Employer identification number <b>62-6033040</b>
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)
<b>Regions MK Trust Co. 315 Deaderick Street</b>	<b>5th Fl.</b>	<b>(615) 748-2126</b>
City or town, state, and ZIP code <b>Nashville, Tennessee 37238</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 179,108</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	5,874	5,784		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,861			
	b Gross sales price for all assets on line 6a <b>53,223</b>				
	7 Capital gain net income (from Part IV, line 2)		3,861		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 <b>Total. Add lines 1 through 11</b>	9,735	9,735			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	1,700	1,530		170
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	850	425		425
	17 Interest Stmt. #1				
	18 Taxes (attach schedule) (see page 14 of the instructions)	96	96		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 <b>Total operating and administrative expenses. Add lines 13 through 23</b>	2,646	2,051		
25 Contributions, gifts, grants paid	5,255			5,255	
26 <b>Total expenses and disbursements. Add lines 24 and 25</b>	7,901			5,850	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,834				
b Net investment income (if negative, enter -0-)		7,684			
c <b>Adjusted net income (if negative, enter -0-)</b>			-0-		

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .					
	<b>2</b> Savings and temporary cash investments . . . . .			1,474	2,575	2,575
	<b>3</b> Accounts receivable ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .					
	<b>4</b> Pledges receivable ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .					
	<b>5</b> Grants receivable . . . . .					
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .					
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ . . . . .					
	Less: allowance for doubtful accounts ▶ . . . . .					
	<b>8</b> Inventories for sale or use . . . . .					
	<b>9</b> Prepaid expenses and deferred charges . . . . .					
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule) . . . . .					
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .			87,882	80,525	97,527
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			73,406	81,298	79,006
	<b>11</b> Investments—land, buildings, and equipment: basis ▶ . . . . .					
<b>Liabilities</b>	Less: accumulated depreciation (attach schedule) ▶ . . . . .					
	<b>12</b> Investments—mortgage loans . . . . .					
	<b>13</b> Investments—other (attach schedule) . . . . .					
	<b>14</b> Land, buildings, and equipment: basis ▶ . . . . .					
	Less: accumulated depreciation (attach schedule) ▶ . . . . .					
	<b>15</b> Other assets (describe ▶ . . . . .)					
	<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .			162,762	164,398	179,108
	<b>17</b> Accounts payable and accrued expenses . . . . .					
	<b>18</b> Grants payable . . . . .					
	<b>19</b> Deferred revenue . . . . .					
<b>Net Assets or Fund Balances</b>	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .					
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b> Other liabilities (describe ▶ . . . . .)					
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .			-0-	-0-	
	<b>Foundations that follow SFAS 117, check here</b> . . . . . <input type="checkbox"/>					
	<b>24</b> Unrestricted . . . . .					
	<b>25</b> Temporarily restricted . . . . .					
	<b>26</b> Permanently restricted . . . . .			162,762	164,398	
	<b>Foundations that do not follow SFAS 117, check here</b> . . . . . <input type="checkbox"/>					
	<b>27</b> Capital stock, trust principal, or current funds . . . . .					
	<b>28</b> Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .					
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds . . . . .					
	<b>30</b> <b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .			162,762	164,398	
	<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .			162,762	164,398	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	162,762
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	1,834
<b>3</b> Other increases not included in line 2 (itemize) ▶ . . . . .	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	
<b>5</b> Decreases not included in line 2 (itemize) ▶ <u>See Statement #2</u> . . . . .	<b>5</b>	198
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	164,398

**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				
b	See Statement #3			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	3,861
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	N/A

**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			
2008			
2007			
2006			
2005			
2	Total of line 1, column (d)		2
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
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4
5	Multiply line 4 by line 3		5
6	Enter 1% of net investment income (1% of Part I, line 27b)		6
7	Add lines 5 and 6		7
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.		8

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	<b>1</b>	154	00
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	-0-	
<b>3</b>	Add lines 1 and 2	<b>3</b>	154	00
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	-0-	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	154	00
<b>6</b>	Credits/Payments:			
<b>a</b>	2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>		
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>	-0-	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	-0-	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	154	00
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2011 estimated tax</b> <b>Refunded</b>	<b>11</b>		

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		x
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		x
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ -0- (2) On foundation managers. ▶ \$ -0-		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ -0-		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		x
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		x
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		x
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		x
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		x
<b>6</b> 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	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	x	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Tennessee		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	x	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		x
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		x

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

<b>11</b>	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)	<b>11</b>		x
<b>12</b>	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>		x
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<b>13</b>	x	
Website address ▶ none				
<b>14</b>	The books are in care of ▶ John Altshuler Telephone no. ▶ (615) 748-2126			
Located at ▶ 315 Deaderick St. 5th Fl. Nashville, TN ZIP+4 ▶ 37238				
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶ <b>15</b> -0-				
<b>16</b>	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	<b>16</b>	Yes	No x

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

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

	Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	<b>1b</b>	x
<b>c</b> 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?	<b>1c</b>	x
<b>2</b> 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)):		
<b>a</b> 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? If "Yes," list the years ▶ 20____, 20____, 20____, 20____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b> Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.)	<b>2b</b>	
<b>c</b> 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____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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.)	<b>3b</b>	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	x
<b>b</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?	<b>4b</b>	x

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

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

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Claiborne K. McLemore III Nashville, Tennessee 37212	Trustee .20	100	-0-	-0-
Ernest Smallman III Doraville, Georgia 30340	Trustee .20	100	-0-	-0-
Regions MK Trust Co., FSB Nashville, Tennessee 37238	Trustee 1.00	1,500	-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				

**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		
<b>Total number of others receiving over \$50,000 for professional services</b>		-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
<b>1</b> The sole charitable activity of this organization is the making of contributions and grants to qualified charitable organizations. No direct charitable activities are conducted.	-0-
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> None	
<b>2</b>	
<b>3</b> All other program-related investments See page 24 of the instructions	
<b>Total.</b> Add lines 1 through 3	-0-



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	169,256
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	1,585
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions) . . . . .	<b>1c</b>	-0-
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	170,841
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	-0-
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	-0-
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	170,841
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions) . . . . .	<b>4</b>	2,563
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	168,278
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	8,414

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

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	8,414
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5 . . . . .	<b>2a</b>	154
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	154
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	8,260
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	-0-
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	8,260
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions) . . . . .	<b>6</b>	-0-
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	8,260

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	5,850
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	-0-
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	-0-
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	-0-
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	-0-
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	5,850
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions) . . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	5,850

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				<b>8,260</b>
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only . . . . .			<b>5,176</b>	
<b>b</b> Total for prior years: 20____, 20____, 20____		<b>-0-</b>		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .				
<b>b</b> From 2006 . . . . .				
<b>c</b> From 2007 . . . . .				
<b>d</b> From 2008 . . . . .				
<b>e</b> From 2009 . . . . .				
<b>f</b> <b>Total</b> of lines 3a through e . . . . .	<b>-0-</b>			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ► \$ <b>5,850</b>			<b>5,176</b>	
<b>a</b> Applied to 2009, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		<b>-0-</b>		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions) . . . . .	<b>-0-</b>			
<b>d</b> Applied to 2010 distributable amount . . . . .				<b>674</b>
<b>e</b> Remaining amount distributed out of corpus . . . . .	<b>-0-</b>			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	<b>-0-</b>			<b>-0-</b>
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	<b>-0-</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		<b>-0-</b>		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		<b>-0-</b>		
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions . . . . .		<b>-0-</b>		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions . . . . .			<b>-0-</b>	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011 . . . . .				<b>7,586</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .	<b>-0-</b>			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	<b>-0-</b>			
<b>9</b> <b>Excess distributions carryover to 2011.</b> Subtract lines 7 and 8 from line 6a . . . . .	<b>-0-</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .				
<b>b</b> Excess from 2007 . . . . .				
<b>c</b> Excess from 2008 . . . . .				
<b>d</b> Excess from 2009 . . . . .				
<b>e</b> Excess from 2010 . . . . .				

**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 . . . . . **Not applicable**

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

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

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- 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:
- 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
<b>a Paid during the year</b>  W. H. & Edgar Magness Community House & Library McMinnville, Tennessee	N/A	Exempt	charitable	5,255
<b>Total</b>			<b>3a</b>	5,255
<b>b Approved for future payment</b>  None				
<b>Total</b>			<b>3b</b>	-0-

## 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					
4	Dividends and interest from securities . . . . .			14	5,874	
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	3,861	
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) . . . . .				9,735	
13	Total. Add line 12, columns (b), (d), and (e) . . . . .				13	9,735

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

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

[illegible]

		Yes	No
<b>1</b>	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash . . . . .	<b>1a(1)</b>	x
	(2) Other assets . . . . .	<b>1a(2)</b>	x
<b>b</b>	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization . . . . .	<b>1b(1)</b>	x
	(2) Purchases of assets from a noncharitable exempt organization . . . . .	<b>1b(2)</b>	x
	(3) Rental of facilities, equipment, or other assets . . . . .	<b>1b(3)</b>	x
	(4) Reimbursement arrangements . . . . .	<b>1b(4)</b>	x
	(5) Loans or loan guarantees . . . . .	<b>1b(5)</b>	x
	(6) Performance of services or membership or fundraising solicitations . . . . .	<b>1b(6)</b>	x
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	<b>1c</b>	x
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[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

**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.

CPA & MFC Trustee 5-12-11 Trustee  
 Signature of officer or trustee Date Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name <i>Claiborne K. McLemore III</i>	Preparer's signature <i>Claiborne K. McLemore III</i>	Date <i>5.12.11</i>	Check <input checked="" type="checkbox"/> if self-employed	PTIN <i>P01412566</i>
Firm's name ▶ <i>Claiborne K. McLemore III</i>	Firm's EIN ▶			
Firm's address ▶ <i>Nashville, Tennessee 37212</i>	Phone no <i>(615) 242-2000</i>			

REGIONS BANK  
315 DEADRICK ST - 5TH FL  
NASHVILLE TN 37237

## ACCOUNT STATEMENT

ACCOUNT NUMBER: **2055002153**

STATEMENT PERIOD DECEMBER 01, 2010 THROUGH DECEMBER 31, 2010

Attachment to Part II

|||||

C. K. MCLEMORE III  
MCLEMORE & ROLLINS, P.L.C.  
1211 16TH AVENUE SOUTH  
NASHVILLE, TN 37212

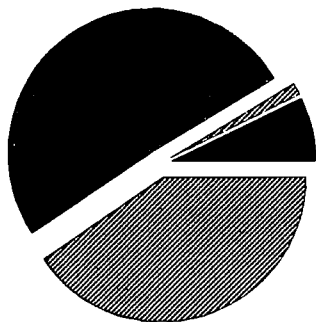
ACCOUNT NAME: **REGIONS BANK  
REGIONS MORGAN KEEGAN TRUST  
SUCCESSOR CO-TRUSTEE UNDER  
THE WILL OF W H MAGNESS FBO  
COMMUNITY HOUSE AND LIBRARY  
TRUST**

ACCOUNT NUMBER: **2055002153**

ADMINISTRATIVE  
OFFICER: **JOHN ALTSHULER  
615-687-2630  
John.Altshuler  
@Regions.com**

INVESTMENT  
OFFICER: **FRANK HOSSE  
615-687-2629  
Frank.Hosse@Regions.com**

## INVESTMENT PORTFOLIO SUMMARY



	TAX COST	MARKET VALUE	PERCENT
BALANCED FUNDS	15,737.73	12,903.76	7.2%
CASH AND EQUIVALENTS	2,574.85	2,574.85	1.4%
EQUITIES	72,655.89	91,075.05	50.9%
FIXED	73,429.58	72,554.49	40.5%
<b>Total</b>	<b>164,398.05</b>	<b>179,108.15</b>	<b>100.0%</b>

# ACCOUNT STATEMENT

PAGE 2

ACCOUNT NUMBER 2055002153

STATEMENT PERIOD DECEMBER 01, 2010 THROUGH DECEMBER 31, 2010

## ACTIVITY SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	176,226.78	168,584.49
DIVIDENDS	845.57	3,885.38
DISTRIBUTIONS	2,000.00-	5,254.93-
TAXES	0.00	60.00-
EXPENSES	325.00-	2,550.00-
MISCELLANEOUS	0.00	259.81
REALIZED GAIN/LOSS	2,984.74	5,354.98
CHANGE IN MARKET VALUE	1,376.06	8,888.42
ENDING MARKET VALUE	179,108.15	179,108.15

## DETAIL LISTING OF ASSETS

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
CASH AND EQUIVALENTS				
2,574.850	60934N625 FEDERATED PRIME CASH OBLIGS FD INSTL	2,574.85	0.19	2,574.85
TOTAL	CASH AND EQUIVALENTS	2,574.85	0.19	2,574.85
EQUITIES				
EQUITY MUTUAL FUNDS				
271.426	03875R106 THE ARBITRAGE CL R	3,419.97	0.00	3,444.40
277.550	04314H501 ARTISAN FDS INC SMALL CAP VALUE FUND INV CL	4,676.72	0.09	3,444.40
1,355.627	25239T106 DALTON GREINER ALL CAP VALUE FD CL A	14,817.00	0.01	10,804.35
264.751	448108100 HUSSMAN INVESTMENT TRUST STRATEGIC GRW	3,253.79	0.14	3,444.41
299.043	45070A206 IVA WORLD WIDE FUND-I	5,000.00	0.62	5,000.00
174.047	466001864 IVY ASSET STRATEGY FUND-I	4,283.30	0.25	3,444.40
612.883	81728B825 SENTINEL SMALL COMPANY I	4,829.52	0.00	3,444.40
658.466	90470K651 ROOSEVELT MULTICAP FD	11,272.94	0.04	8,606.14
988.203	926464603 VICTORY DIVERSIFIED STOCK FUND CL A FUND # 841	15,425.85	0.87	12,243.83
TOTAL	EQUITY MUTUAL FUNDS	66,979.09	0.29	53,876.33



ACCOUNT NUMBER 2055002153

STATEMENT PERIOD DECEMBER 31, 2010 THROUGH DECEMBER 31, 2010

**DETAIL LISTING OF ASSETS ( CONTINUED )**

QUANTITY	DESCRIPTION	MARKET VALUE	YIELD TO MKT	COST BASIS
<b>INTERNATIONAL</b>				
735 271	465899706 IVY INTERNATIONAL CORE E-I	12,242 26	0 00	9,396 76
413 886	885215566 THORNBURG INTL VALUE FD CL I #209	11,853 70	0 99	9,382 80
TOTAL	INTERNATIONAL	24,095 96	0 49	18,779 56
<b>TOTAL</b>	<b>EQUITIES</b>	91 075 05	0 34	72,655 89
<b>BALANCED FUNDS</b>				
678 431	885215558 THORNBURG INV INCOME BUILDER-A	12,903 76	5 93	15,737 73
<b>TOTAL</b>	<b>BALANCED FUNDS</b>	12,903 76	5 93	15 737 73
<b>FIXED CORPORATES</b>				
296 541	543495840 LOOMIS SAYLES BOND FD INSTITUTIONAL CLASS	4,231 64	5 82	4,323 57
3,563 189	693390700 PIMCO TOTAL RETURN INSTL FD #35	38,660 60	3 24	39,312 67
654 082	693391559 PIMCO EMERGING MKTS BD FD INSTL CL	7,260 31	4 89	7,450 00
322 554	722005626 PIMCO ALL ASSET FD INSL CL	3,886.78	7 94	4,175 67
960 648	742935489 PROF MANAGED STR I	11,162.73	5 71	10,717 67
696 913	921937207 VANGUARD SHORT TERM BOND FUND #132	7,352 43	2 20	7,450 00
TOTAL	CORPORATES	72,554 49	4 08	73,429 58
<b>TOTAL</b>	<b>FIXED</b>	72,554 49	4 08	73,429 58
<b>GRAND TOTAL ASSETS</b>		<b>179,108.15</b>	<b>2 26</b>	<b>164,398.05</b>

Statement #1  
2010 Form 990-PF  
Tr. W. H. & Edgar Magness House  
62-6033040

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Line 16c:

The organization paid a fee of \$850.00 for preparation of its Form 990-PF for the year 2009. This fee was paid to Claiborne K. McLemore III, one of the Trustees.

Line 18:

The organization paid a total of \$96.00 in taxes during 2010:

(a) \$60.00 of this amount was a payment to the IRS for taxes owed on the organization's 2009 Form 990PF.

(b) Additionally the organization paid foreign taxes of \$36.00 during 2010. This was an amount allocated to it through a mutual fund in which the organization was invested.

Statement #2  
2010 Form 990-PF  
Tr. W. H. & Edgar Magness House  
62-6033040

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Explanation of Decrease:

The net decrease in assets of \$198.00 is associated with mutual funds in which the organization invests. The reporting of year-end mutual fund dividends (for income tax purposes) in these mutual funds does not coincide exactly with the recording of receipts on the organization's balance sheet.

Statement #3  
 2010 Form 990-PF  
 Tr. W. H. & Edgar Magness House  
 62-6033040

<u>Description</u>	<u>Date Sold</u>	<u>Date Acquired</u>	<u>Sales Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
<b>A. Short-term Capital Gains/Losses:</b>					
47.801 shs. Dalton Gretner Value Fund	04/23/10	Var.	501.91	380.97	120.94
279.084 shs. A-E Growth Fund	05/26/10	Var.	9,285.12	9,472.11	(186.99)
66.256 s.s Roosevelt Multicap Fund	04/23/10	Var.	1,087.92	865.97	221.95
<b>B. Capital Gain Dividends:</b>					
The Arbitrage Fund	12/31/10	N/A	.03	-0-	.03
Pimco Total Return Inst'l. Fund	12/31/10	N/A	602.89	-0-	602.89
Prop Managed Str I Fund	12/31/10	N/A	39.26	-0-	39.26

<u>Description</u>	<u>Date Sold</u>	<u>Date Acquired</u>	<u>Sales Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
Vanguard Short Term Portfolio Fund	12/31/10	N/A	18.12	-0-	18.12
<b>C. Long-term Capital Gains/Losses:</b>					
666.747 shs. PPA New Income Fund	08/20/10	Var.	7,334.22	7,340.88	(6.66)
819.768 shs. Templeton Global Bond Fund	08/20/10	Var.	10,935.70	9,750.00	1,185.70
1,785.005 shs. Vanguard Totl Bd. Mkt Fund	08/20/10	Var.	19,420.85	18,385.55	1,035.30
255.591 shs. Victory Divresified St. Fund	12/29/10	Var.	3,997.44	3,166.77	830.67
TOTALS			<u>\$53,223.46</u>	<u>\$49,362.25</u>	<u>\$3,861.21</u>

All of the above scheduled assets were acquired by purchase.  
None of the above scheduled assets were eligible to be depreciated.  
None of the above scheduled assets were owned by the organization on 12/31/1969.