Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
**or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

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

Name of foundation: SKYROS BENEVOLENT SOCIETY TRUST 1255000802

A Employer identification number: 63-6020972

Number and street (or P O box number if mail is not delivered to street address): C/O REGIONS BANK TRUST DEPT, PO BOX 2886

Room/suite

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

City or town, state, and ZIP code: MOBILE, AL 36652-2886

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 241,813.

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	2.	2.		STMT 1
	4 Dividends and interest from securities	5,303.	5,349.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,816.			
	b Gross sales price for all assets on line 6a 81,549.				
	7 Capital gain net income (from Part IV, line 2)		3,816.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	83.			STMT 3
	12 **Total.** Add lines 1 through 11	9,204.	9,167.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,982.	1,586.		396.
	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) STMT 4	800.	NONE	NONE	800.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	187.	37.		
	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) STMT 6	165.			165.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,134.	1,623.	NONE	1,361.
	25 Contributions, gifts, grants paid	8,799.			8,799.
	26 **Total expenses and disbursements** Add lines 24 and 25	11,933.	1,623.	NONE	10,160.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,729.			
	b **Net investment income** (if negative, enter -0-)		7,544.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	3,450.	3,455.	3,455.
2 Savings and temporary cash investments	6,614.	9,101.	9,101.
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) STMT 7	90,359.	84,221.	155,319.
c Investments - corporate bonds (attach schedule) STMT 8	72,238.	73,156.	73,938.
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)	172,661.	169,933.	241,813.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	172,661.	169,933.	
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)	172,661.	169,933.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	172,661.	169,933.	

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	172,661.
2 Enter amount from Part I, line 27a	2	-2,729.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1.
4 Add lines 1, 2, and 3	4	169,933.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	169,933.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	3,816.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	11,161.	204,914.	0.05446675191
2008	12,517.	252,521.	0.04956815473
2007	13,702.	274,588.	0.04990021414
2006	11,860.	262,289.	0.04521729848
2005	16,881.	259,057.	0.06516326523

2 Total of line 1, column (d)	2	0.26431568449
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	0.05286313690
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	222,501.
5 Multiply line 4 by line 3	5	11,762.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	75.
7 Add lines 5 and 6	7	11,837.
8 Enter qualifying distributions from Part XII, line 4	8	10,160.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	151.
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	151.
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	151.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 84.		
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	84.
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	67.
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ STMT 10			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK TRUST DEPARTMENT Telephone no ▶ (251)690-1024
Located at ▶ 11 N. WATER ST. 25TH FLOOR, MOBILE, AL ZIP + 4 ▶ 36602

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

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

				Line	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)? N/A			1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):					
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions.)			2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*			3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?			4b		X

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

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 [X] 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 [X] No
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . [ ] Yes [X] 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 [X] 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 [X] No

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

Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ [ ]

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . . [ ] 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 [X] No

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . [ ] Yes [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		1,982.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . . ▶ NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	220,739.
b	Average of monthly cash balances	1b	5,150.
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	225,889.
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	225,889.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	3,388.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	222,501.
6	**Minimum investment return.** Enter 5% of line 5	6	11,125.

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	11,125.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	151.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	151.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	10,974.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	10,974.
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	10,974.

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	10,160.
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	10,160.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	10,160.

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.

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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				10,974.
2	Undistributed income, if any, as of the end of 2010.				
a	Enter amount for 2009 only			8,968.	
b	Total for prior years 20 08 ,20 ___, 20 ___		NONE		
3	Excess distributions carryover, if any, to 2010.				
a	From 2005 ...... NONE				
b	From 2006 ...... NONE				
c	From 2007 ...... NONE				
d	From 2008 ...... NONE				
e	From 2009 ...... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 10,160.				
a	Applied to 2009, but not more than line 2a			8,968.	
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				1,192.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				9,782.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9				
a	Excess from 2006 ... NONE				
b	Excess from 2007 ... NONE				
c	Excess from 2008 ... NONE				
d	Excess from 2009 ... NONE				
e	Excess from 2010 ... NONE				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12-17				
Total . . . . ▶ **3a**				8,799.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions.)
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	2.	
4 Dividends and interest from securities			14	5,303.	
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	3,816.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			14	83.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				9,204.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 9,204.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

Julie S Chmka | 04/27/2011 | TRUST OFFICER

Signature of officer or trustee REGIONS BANK, TRUSTEE | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ Firm's EIN ▶

Firm's address ▶

Phone no

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					112.	
		30.543 ADVISORS SERIES TRUST FUNDS CHASE PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
473.00		447.00					26.00	
		874.403 ADVISORS SERIES TRUST FUNDS CHAS PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
12,871.00		12,793.00					78.00	
		12.852 ARTISAN FDS INC SMALL CAP VALUE F PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
188.00		176.00					12.00	
		28.166 ARTISAN FDS INC SMALL CAP VALUE F PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
407.00		385.00					22.00	
		12.924 ARTISAN FDS INC SMALL CAP VALUE F PROPERTY TYPE: SECURITIES				P	08/20/2010	10/06/2010
194.00		178.00					16.00	
		3.876 ARTISAN FDS INC SMALL CAP VALUE FU PROPERTY TYPE: SECURITIES				P	08/20/2010	10/15/2010
60.00		53.00					7.00	
		5.149 ARTISAN FDS INC SMALL CAP VALUE FU PROPERTY TYPE: SECURITIES				P	08/20/2010	11/15/2010
82.00		71.00					11.00	
		9.159 ARTISAN FDS INC MID CAP VALUE FD I PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
166.00		155.00					11.00	
		17.661 ARTISAN FDS INC MID CAP VALUE FD PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
309.00		299.00					10.00	
		5.678 ARTISAN FDS INC MID CAP VALUE FD I PROPERTY TYPE: SECURITIES				P	08/20/2010	10/06/2010
108.00		100.00					8.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2.441 ARTISAN FDS INC MID CAP VALUE FD I PROPERTY TYPE: SECURITIES				P	08/20/2010	11/15/2010
48.00		43.00					5.00	
		2.275 ARTISAN FDS INC MID CAP VALUE FD I PROPERTY TYPE: SECURITIES				P	10/27/2009	11/15/2010
45.00		39.00					6.00	
		6.305 BLACKROCK US OPPORTUNITIES-I PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
217.00		201.00					16.00	
		9.025 BLACKROCK US OPPORTUNITIES-I PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
299.00		287.00					12.00	
		6.578 BLACKROCK US OPPORTUNITIES-I PROPERTY TYPE: SECURITIES				P	08/20/2010	10/06/2010
245.00		215.00					30.00	
		.487 BLACKROCK US OPPORTUNITIES-I PROPERTY TYPE: SECURITIES				P	10/27/2009	10/15/2010
19.00		15.00					4.00	
		2.519 BLACKROCK US OPPORTUNITIES-I PROPERTY TYPE: SECURITIES				P	10/27/2009	11/15/2010
99.00		80.00					19.00	
		1.601 BUFFALO SMALL CAP FUND PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
36.00		35.00					1.00	
		30.164 BUFFALO SMALL CAP FUND PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
715.00		655.00					60.00	
		12.932 BUFFALO SMALL CAP FUND PROPERTY TYPE: SECURITIES				P	10/27/2009	10/06/2010
308.00		281.00					27.00	
		199.069 DODGE & COX INCOME FD COM PROPERTY TYPE: SECURITIES				P	01/20/2010	05/20/2010
2,628.00		2,590.00					38.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		37.428 DODGE & COX INCOME FD COM PROPERTY TYPE: SECURITIES				P	10/27/2009	08/20/2010
502.00		485.00					17.00	
		8.512 DODGE & COX STK FD PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
847.00		781.00					66.00	
		3.74 DODGE & COX STK FD PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
343.00		343.00						
		15.674 DODGE & COX STK FD PROPERTY TYPE: SECURITIES				P	10/27/2009	08/20/2010
1,423.00		1,437.00					-14.00	
		4.277 DODGE & COX STK FD PROPERTY TYPE: SECURITIES				P	10/27/2009	10/06/2010
422.00		392.00					30.00	
		2.253 DODGE & COX STK FD PROPERTY TYPE: SECURITIES				P	10/27/2009	11/15/2010
230.00		207.00					23.00	
		11.115 AMERICAN EUROPACIFIC GRTH-F2 PROPERTY TYPE: SECURITIES				P	01/20/2010	10/06/2010
453.00		423.00					30.00	
		4.096 AMERICAN EUROPACIFIC GRTH-F2 PROPERTY TYPE: SECURITIES				P	10/27/2009	10/15/2010
169.00		156.00					13.00	
		13.763 AMERICAN GROWTH FD OF AMER-F2 PROPERTY TYPE: SECURITIES				P	10/27/2009	01/20/2010
381.00		360.00					21.00	
		13.248 AMERICAN GROWTH FD OF AMER-F2 PROPERTY TYPE: SECURITIES				P	10/27/2009	05/20/2010
342.00		347.00					-5.00	
		13.168 AMERICAN GROWTH FD OF AMER-F2 PROPERTY TYPE: SECURITIES				P	10/27/2009	10/06/2010
373.00		345.00					28.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2.22 AMERICAN GROWTH FD OF AMER-F2 PROPERTY TYPE: SECURITIES				P	10/27/2009	10/15/2010
64.00		58.00					6.00	
		10.96 AMERICAN GROWTH FD OF AMER-F2 PROPERTY TYPE: SECURITIES				P	08/20/2010	11/15/2010
322.00		286.00					36.00	
		463.113 AMERICAN GROWTH FD OF AMER-F2 PROPERTY TYPE: SECURITIES				P	10/27/2009	11/15/2010
13,602.00		12,129.00					1,473.00	
		270.513 PIMCO FDS TOTAL RET FD INST CL C PROPERTY TYPE: SECURITIES				P	01/20/2010	05/20/2010
3,014.00		2,958.00					56.00	
		89.043 PIMCO FDS TOTAL RET FD INST CL CO PROPERTY TYPE: SECURITIES				P	10/27/2009	08/20/2010
1,024.00		972.00					52.00	
		122.743 PIMCO FDS TOTAL RET FD INST CL C PROPERTY TYPE: SECURITIES				P	10/15/2010	11/15/2010
1,413.00		1,434.00					-21.00	
		2734.565 PIMCO FDS TOTAL RET FD INST CL PROPERTY TYPE: SECURITIES				P	10/27/2009	11/15/2010
31,475.00		29,861.00					1,614.00	
		9.809 PIONEER CULLEN VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES				P	12/20/2007	01/20/2010
166.00		225.00					-59.00	
		9.048 PIONEER CULLEN VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES				P	02/02/2000	05/20/2010
140.00		161.00					-21.00	
		134.501 PIONEER CULLEN VALUE FUND CLASS PROPERTY TYPE: SECURITIES				P	02/02/2000	08/20/2010
2,149.00		2,400.00					-251.00	
		16.4 PIONEER CULLEN VALUE FUND CLASS Y F PROPERTY TYPE: SECURITIES				P	02/02/2000	10/06/2010
284.00		293.00					-9.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		6.902 PIONEER CULLEN VALUE FUND CLASS Y PROPERTY TYPE: SECURITIES				P	02/02/2000	10/15/2010
121.00		123.00					-2.00	
		28.13 PRINCIPAL L/C GROWTH FUND-IS PROPERTY TYPE: SECURITIES				P	05/20/2010	08/20/2010
191.00		188.00					3.00	
		76.081 PRINCIPAL L/C GROWTH FUND-IS PROPERTY TYPE: SECURITIES				P	05/20/2010	10/06/2010
556.00		509.00					47.00	
		79.311 PRINCIPAL L/C GROWTH FUND-IS PROPERTY TYPE: SECURITIES				P	10/15/2010	11/15/2010
622.00		543.00					79.00	
		42.845 TEMPLETON GLOBAL BOND FUND ADV PROPERTY TYPE: SECURITIES				P	01/20/2010	05/20/2010
545.00		536.00					9.00	
		11.949 TEMPLETON GLOBAL BOND FUND ADV PROPERTY TYPE: SECURITIES				P	10/27/2009	08/20/2010
159.00		149.00					10.00	
		13.469 THORNBURG INTL VALUE FD CL I #209 PROPERTY TYPE: SECURITIES				P	01/20/2010	10/06/2010
367.00		336.00					31.00	
		7.948 THORNBURG INTL VALUE FD CL I #209 PROPERTY TYPE: SECURITIES				P	10/27/2009	10/15/2010
221.00		198.00					23.00	
TOTAL GAIN(LOSS)							3,816.	

JSA
0E1730 2 000

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST		2.	2.
	TOTAL	2.	2.

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		5,303.	5,349.
	TOTAL	5,303.	5,349.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		83.
	TOTALS	83.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	83.	
FEDERAL ESTIMATES - PRINCIPAL	67.	
FOREIGN TAXES ON QUALIFIED FOR	32.	32.
FOREIGN TAXES ON NONQUALIFIED	5.	5.
TOTALS	187.	37.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
BANK ACCT FEES	165.	165.
TOTALS	165.	165.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CONOCO/PHILLIPS COM			6,810.
DU PONT E I DE NEMOURS & CO			7,482.
EXXON MOBIL CORP	124.	124.	18,280.
GENERAL ELECTRIC CO	44.	44.	5,487.
NORFOLK SOUTHERN CORPORATION	822.	822.	21,987.
ADVISORS SERIES TR FDS CHASE	13,239.		
ARTISAN FDS SMALL CAP VAL INV	4,419.	3,956.	4,872.
ARTISAN FDS MID CAP VAL INV SH	4,419.	3,926.	4,653.
BLACKROCK US OPPORTUNITIES-I	4,419.	3,714.	4,819.
BUFFALO SMALL CAP FUND	4,419.	4,129.	4,982.
DODGE & COX #145	15,457.	12,297.	14,451.
AMERICAN GRTH FD OF AMER-F2	13,239.		
PIONEER CULLEN VAL FD CL Y	16,518.	13,370.	14,141.
AMERICAN EUROPACIFIC GRTH-F2	6,620.	8,345.	9,189.
THORNBURG INTL VALUE FD CL I	6,620.	8,094.	9,343.
MAINSTAY FUNDS LG CAP GRWTH FU		13,714.	14,516.
PRINCIPAL L/C GRWTH FUND-IS		11,686.	14,307.
TOTALS	90,359.	84,221.	155,319.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
DODGE & COX INCOME FD 147	32,503.	32,589.	33,216.
PIMCO TOTAL RETURN INSTL FD 35	32,503.		
TEMPLETON GLOBAL BD FD CL A	7,232.	6,900.	7,459.
FEDRATED TOT RETURN BD FD INST		26,930.	26,596.
VANGUARD S/T BOND INDX-SIG		6,737.	6,667.
TOTALS	72,238.	73,156.	73,938.

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

DESCRIPTION		AMOUNT
ROUNDING		1.
	TOTAL	1.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
AL

STATEMENT 10

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

OFFICER NAME:
REGIONS BANK TRUSTEE
ADDRESS:
P O BOX 2527
MOBILE, AL 36622
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 1,982.

TOTAL COMPENSATION: 1,982.

RECIPIENT NAME:
LADIES PHILOPTOCHOS
SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
ST. JUDE CHILDREN'S
RESEARCH HOSPITAL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MEDICAL RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
MOBILE OPERA INC.
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 301.

RECIPIENT NAME:
ST. BARBARA GREEK
ORTHODOX CHURCH
ADDRESS:
7671 N. LOCKWOOD RIDGE ROAD
Sarasota, FL 34243
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50.

RECIPIENT NAME:
PENELOPE HOUSE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,900.

RECIPIENT NAME:
MOBILE MUSEUM OF ART
ADDRESS:
4850 MUSEUM DRIVE
MOBILE, AL 36608
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 150.

RECIPIENT NAME:
ANNUNCIATION GREEK
ORTHODOX CHURCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,800.

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

RECIPIENT NAME:
MOBILE MEDICAL MUSEUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
ALABAMA PUBLIC TELEVISION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 68.

RECIPIENT NAME:
BELLINGRATH GARDENS AND
HOME
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
BAY SIDE ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200.

RECIPIENT NAME:
GULF COAST EXPLOREUM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 80.

RECIPIENT NAME:
PENSACOLA OPERA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 700.

RECIPIENT NAME:
CROHN'S DISEASE (CCFA)
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 300.

RECIPIENT NAME:
HANDICAPPED CHILDREN'S SERVICES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25.

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

RECIPIENT NAME:
MOBILE ARTS COUNCIL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
MOBILE SYMPHONY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50.

RECIPIENT NAME:
MOTHERS AGAINST DRUNK DRIVERS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25.

RECIPIENT NAME:
ORTHODOX CHRISTIAN
MISSION CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

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

RECIPIENT NAME:
ST. MARY'S SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
ST ANDREW THE APOSTLE
ANTIOCHIAN ORTHODOX CHURCH
ADDRESS:
5501 NORTH ''W'' STREET
PENSACOLA, FL 32505
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RELIGIOUS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 200.

TOTAL GRANTS PAID: 8,799.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
30.543 ADVISORS SERIES					
TRUST FUNDS CHASE GROWTH	10/27/2009	01/20/2010	473.00	447.00	26.00
874.403 ADVISORS SERIES					
TRUST FUNDS CHASE GROWTH	10/27/2009	05/20/2010	12,871.00	12,793.00	78.00
12.852 ARTISAN FDS INC					
SMALL CAP VALUE FUND INV	10/27/2009	01/20/2010	188.00	176.00	12.00
28.166 ARTISAN FDS INC					
SMALL CAP VALUE FUND INV	10/27/2009	05/20/2010	407.00	385.00	22.00
12.924 ARTISAN FDS INC					
SMALL CAP VALUE FUND INV	08/20/2010	10/06/2010	194.00	178.00	16.00
3.876 ARTISAN FDS INC					
SMALL CAP VALUE FUND INV	08/20/2010	10/15/2010	60.00	53.00	7.00
5.149 ARTISAN FDS INC					
SMALL CAP VALUE FUND INV	08/20/2010	11/15/2010	82.00	71.00	11.00
9.159 ARTISAN FDS INC MID					
CAP VALUE FD INV SHS	10/27/2009	01/20/2010	166.00	155.00	11.00
17.661 ARTISAN FDS INC MID					
CAP VALUE FD INV SHS	10/27/2009	05/20/2010	309.00	299.00	10.00
5.678 ARTISAN FDS INC MID					
CAP VALUE FD INV SHS	08/20/2010	10/06/2010	108.00	100.00	8.00
2.441 ARTISAN FDS INC MID					
CAP VALUE FD INV SHS	08/20/2010	11/15/2010	48.00	43.00	5.00
6.305 BLACKROCK US	10/27/2009	01/20/2010	217.00	201.00	16.00
9.025 BLACKROCK US	10/27/2009	05/20/2010	299.00	287.00	12.00
6.578 BLACKROCK US	08/20/2010	10/06/2010	245.00	215.00	30.00
.487 BLACKROCK US	10/27/2009	10/15/2010	19.00	15.00	4.00
1.601 BUFFALO SMALL CAP	10/27/2009	01/20/2010	36.00	35.00	1.00
30.164 BUFFALO SMALL CAP	10/27/2009	05/20/2010	715.00	655.00	60.00
12.932 BUFFALO SMALL CAP	10/27/2009	10/06/2010	308.00	281.00	27.00
199.069 DODGE & COX INCOME	01/20/2010	05/20/2010	2,628.00	2,590.00	38.00
37.428 DODGE & COX INCOME	10/27/2009	08/20/2010	502.00	485.00	17.00
8.512 DODGE & COX STK FD	10/27/2009	01/20/2010	847.00	781.00	66.00
Totals					

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SKYROS BENEVOLENT SOCIETY TRUST 1255000802 63-6020972

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
3.74 DODGE & COX STK FD	10/27/2009	05/20/2010	343.00	343.00	
15.674 DODGE & COX STK FD	10/27/2009	08/20/2010	1,423.00	1,437.00	-14.00
4.277 DODGE & COX STK FD	10/27/2009	10/06/2010	422.00	392.00	30.00
11.115 AMERICAN	01/20/2010	10/06/2010	453.00	423.00	30.00
4.096 AMERICAN EUROPACIFIC	10/27/2009	10/15/2010	169.00	156.00	13.00
13.763 AMERICAN GROWTH FD	10/27/2009	01/20/2010	381.00	360.00	21.00
13.248 AMERICAN GROWTH FD	10/27/2009	05/20/2010	342.00	347.00	-5.00
13.168 AMERICAN GROWTH FD	10/27/2009	10/06/2010	373.00	345.00	28.00
2.22 AMERICAN GROWTH FD OF	10/27/2009	10/15/2010	64.00	58.00	6.00
10.96 AMERICAN GROWTH FD	08/20/2010	11/15/2010	322.00	286.00	36.00
270.513 PIMCO FDS TOTAL					
RET FD INST CL COM	01/20/2010	05/20/2010	3,014.00	2,958.00	56.00
89.043 PIMCO FDS TOTAL RET	10/27/2009	08/20/2010	1,024.00	972.00	52.00
122.743 PIMCO FDS TOTAL					
RET FD INST CL COM	10/15/2010	11/15/2010	1,413.00	1,434.00	-21.00
28.13 PRINCIPAL L/C	05/20/2010	08/20/2010	191.00	188.00	3.00
76.081 PRINCIPAL L/C	05/20/2010	10/06/2010	556.00	509.00	47.00
79.311 PRINCIPAL L/C	10/15/2010	11/15/2010	622.00	543.00	79.00
42.845 TEMPLETON GLOBAL	01/20/2010	05/20/2010	545.00	536.00	9.00
11.949 TEMPLETON GLOBAL	10/27/2009	08/20/2010	159.00	149.00	10.00
13.469 THORNBURG INTL	01/20/2010	10/06/2010	367.00	336.00	31.00
7.948 THORNBURG INTL VALUE	10/27/2009	10/15/2010	221.00	198.00	23.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			33,126.00	32,215.00	911.00
Totals			33,126.00	32,215.00	911.00

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SKYROS BENEVOLENT SOCIETY TRUST 1255000802 63-6020972

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
2.275 ARTISAN FDS INC MID CAP VALUE FD INV SHS	10/27/2009	11/15/2010	45.00	39.00	6.00
2.519 BLACKROCK US	10/27/2009	11/15/2010	99.00	80.00	19.00
2.253 DODGE & COX STK FD	10/27/2009	11/15/2010	230.00	207.00	23.00
463.113 AMERICAN GROWTH FD	10/27/2009	11/15/2010	13,602.00	12,129.00	1,473.00
2734.565 PIMCO FDS TOTAL RET FD INST CL COM	10/27/2009	11/15/2010	31,475.00	29,861.00	1,614.00
9.809 PIONEER CULLEN VALUE FUND CLASS Y FD #07	12/20/2007	01/20/2010	166.00	225.00	-59.00
9.048 PIONEER CULLEN VALUE FUND CLASS Y FD #07	02/02/2000	05/20/2010	140.00	161.00	-21.00
134.501 PIONEER CULLEN VALUE FUND CLASS Y FD #07	02/02/2000	08/20/2010	2,149.00	2,400.00	-251.00
16.4 PIONEER CULLEN VALUE FUND CLASS Y FD #07	02/02/2000	10/06/2010	284.00	293.00	-9.00
6.902 PIONEER CULLEN VALUE FUND CLASS Y FD #07	02/02/2000	10/15/2010	121.00	123.00	-2.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			48,311.00	45,518.00	2,793.00
Totals			48,311.00	45,518.00	2,793.00

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FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
LONG-TERM 15% CAPITAL GAIN DIVIDENDS	112.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		112.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		112.00