



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



Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

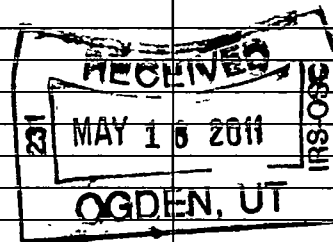
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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 LILLIAN C MCGOWIN FOUNDATION C/O REGIONS BANK TRUST DEPT #1255000054		A Employer identification number 63-6067449
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 1628	Room/suite	B Telephone number (251) 433-2467
City or town, state, and ZIP code MOBILE, AL 36633		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) \$ 1,537,511.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		22,899.	22,899.		Statement 1
4 Dividends and interest from securities		12,819.	12,819.		Statement 2
5a Gross rents		2,220.	2,220.		Statement 3
b Net rental income or (loss) 1,267.					Statement 4
6a Net gain or (loss) from sale of assets not on line 10		150.			
b Gross sales price for all assets on line 6a 889.					
7 Capital gain net income (from Part IV, line 2)			150.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		38,088.	38,088.		
13 Compensation of officers, directors, trustees, etc		2,351.	2,351.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 5		1,200.	1,200.		0.
c Other professional fees					
17 Interest					
18 Taxes Stmt 6		1,675.	1,675.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 7		953.	953.		0.
24 Total operating and administrative expenses Add lines 13 through 23		6,179.	6,179.		0.
25 Contributions, gifts, grants paid		71,800.			71,800.
26 Total expenses and disbursements. Add lines 24 and 25		77,979.	6,179.		71,800.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-39,891.			
b Net investment income (if negative, enter -0-)			31,909.		
c Adjusted net income (if negative, enter -0-)				N/A	



LILLIAN C MCGOWIN FOUNDATION

Form 990-PF (2010)

C/O REGIONS BANK TRUST DEPT #1255000054

63-6067449

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		27,337.	13,412.	13,412.
	2	Savings and temporary cash investments				
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations		283,881.		
	b	Investments - corporate stock Stmt 8		749,523.	647,449.	804,654.
	c	Investments - corporate bonds Stmt 9		268,469.	628,458.	653,120.
Liabilities	11	Investments - land, buildings, and equipment basis ▶	49,918.			
		Less: accumulated depreciation ▶		49,918.	49,918.	65,701.
	12	Investments - mortgage loans				
	13	Investments - other Stmt 10		125.	125.	624.
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)		1,379,253.	1,339,362.	1,537,511.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted		1,379,253.	1,339,362.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
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		1,379,253.	1,339,362.		
31	Total liabilities and net assets/fund balances		1,379,253.	1,339,362.		

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	1,379,253.
2	Enter amount from Part I, line 27a	2	-39,891.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,339,362.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,339,362.

LILLIAN C MCGOWIN FOUNDATION

Form 990-PF (2010)

C/O REGIONS BANK TRUST DEPT #1255000054

63-6067449

Page 3

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 ATTACHED			
b SEE ATTACHED			
c Capital Gains Dividends			
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			-1,199.
b			460.
c 889.			889.
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			-1,199.
b			460.
c			889.
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	150.
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). 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.

1 Enter the appropriate amount in each column for each year; see 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	67,239.	1,362,220.	.049360
2008	76,778.	1,571,378.	.048860
2007	79,650.	1,777,695.	.044805
2006	85,120.	1,682,181.	.050601
2005	79,800.	1,636,210.	.048771

2 Total of line 1, column (d)	2	.242397
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	.048479
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,476,599.
5 Multiply line 4 by line 3	5	71,584.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	319.
7 Add lines 5 and 6	7	71,903.
8 Enter qualifying distributions from Part XII, line 4	8	71,800.

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.

LILLIAN C MCGOWIN FOUNDATION

Form 990-PF (2010)

C/O REGIONS BANK TRUST DEPT #1255000054

63-6067449

Page 4

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

1a 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)		1	638.
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			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	638.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	638.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 550.	7	550.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	88.
d Backup withholding erroneously withheld	6d	10	
7 Total credits and payments. Add lines 6a through 6d		11	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2010)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 (KEN NIEMEYER) Telephone no. ► 251-438-8260 Located at ► 11 N WATER STREET, 28TH 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 N/A			
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? 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 ►	16	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
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ►	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Form 990-PF (2010)

LILLIAN C MCGOWIN FOUNDATION

Form 990-PF (2010)

C/O REGIONS BANK TRUST DEPT #1255000054

63-6067449

Page 6

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)?

☐ 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 instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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 ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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		2,351.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2010)

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2010)

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	1,381,352.
b	Average of monthly cash balances	1b	49,408.
c	Fair market value of all other assets	1c	68,325.
d	Total (add lines 1a, b, and c)	1d	1,499,085.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,499,085.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	22,486.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,476,599.
6	Minimum investment return. Enter 5% of line 5	6	73,830.

Part XI Distributable Amount (see 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	73,830.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	638.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	638.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	73,192.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	73,192.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	73,192.

Part XII Qualifying Distributions (see 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	71,800.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	71,800.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	71,800.

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

Form 990-PF (2010)

LILLIAN C MCGOWIN FOUNDATION

Form 990-PF (2010)

C/O REGIONS BANK TRUST DEPT #1255000054

63-6067449

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				73,192.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006	1,443.			
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	1,443.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	71,800.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				71,800.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	1,392.			1,392.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	51.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	51.			
10 Analysis of line 9:				
a Excess from 2006	51.			
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XV	Supplementary Information (continued)
----------------	--

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

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i> SEE ATTACHED				71,800.
Total				71,800.
b <i>Approved for future payment</i> None				
Total				0.

Part XVI-A, Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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	22,899.		
4 Dividends and interest from securities			14	12,819.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property			16	1,267.		
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income			15			
8 Gain or (loss) from sales of assets other than inventory			14	889.		-739.
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)		0.		37,874.		-739.
13 Total. Add line 12, columns (b), (d), and (e)					13	37,135.


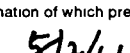
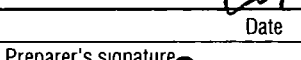
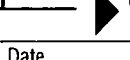
(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.			
	RESIDUAL BANK AS TRUSTEE  Signature of officer or trustee		Ken Niemeyer  Date	
Paid Preparer Use Only	Print/Type preparer's name Doris J. Rollo		Preparer's signature  Doris J. Rollo	
	Firm's name ▶ Doris J Rollo, CPA, PC 500 Boulevard Park East		Date  4/28/11	
	Firm's address ▶ Mobile, AL 36609-3400		Check <input type="checkbox"/> if self-employed	
	Firm's EIN ▶		PTIN	
			Title VICE PRESIDENT	
			Phone no. 251-343-1101	

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
CORPORATE INTEREST	20,439.
OTHER INTEREST	95.
US GOVT INTEREST	2,365.
Total to Form 990-PF, Part I, line 3, Column A	22,899.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
CAPITAL GAIN DIVIDENDS	889.	889.	0.
DOMESTIC DIVIDENDS	10,267.	0.	10,267.
FOREIGN DIVIDENDS	2,552.	0.	2,552.
Total to Fm 990-PF, Part I, ln 4	13,708.	889.	12,819.

Form 990-PF Rental Income Statement 3

Kind and Location of Property	Activity Number	Gross Rental Income
	1	2,220.
Total to Form 990-PF, Part I, line 5a		2,220.

Form 990-PF Rental Expenses Statement 4

Description	Activity Number	Amount	Total
TAXES		184.	
INSURANCE		166.	
REPAIRS AND MAINTENANCE		270.	
BUSINESS LICENSE		155.	
COMMISSIONS		178.	
- SubTotal -	1		953.
Total rental expenses			953.
Net rental Income to Form 990-PF, Part I, line 5b			1,267.

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ACCOUNTING FEES	1,200.	1,200.			0.
To Form 990-PF, Pg 1, ln 16b	1,200.	1,200.			0.

Form 990-PF	Taxes			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FOREIGN	310.	310.			0.
EXCISE	681.	681.			0.
REAL ESTATE TAX	684.	684.			0.
To Form 990-PF, Pg 1, ln 18	1,675.	1,675.			0.

Form 990-PF	Other Expenses			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
RENTAL EXPENSES	953.	953.			0.
To Form 990-PF, Pg 1, ln 23	953.	953.			0.

Form 990-PF	Corporate Stock		Statement	8
Description	Book Value	Fair Market Value		
VARIOUS STOCK COMPANIES	647,449.	804,654.		
Total to Form 990-PF, Part II, line 10b	647,449.	804,654.		

Form 990-PF	Corporate Bonds	Statement	9
-------------	-----------------	-----------	---

Description	Book Value	Fair Market Value
CORPORATE BONDS	628,458.	653,120.
Total to Form 990-PF, Part II, line 10c	628,458.	653,120.

Form 990-PF	Other Investments	Statement	10
-------------	-------------------	-----------	----

Description	Valuation Method	Book Value	Fair Market Value
OTHER	COST	125.	624.
Total to Form 990-PF, Part II, line 13		125.	624.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	11
-------------	---	-----------	----

Name and Address	Title and Avrg Hrs/Wk	Compensation	Employee Ben Plan Contrib	Expense Account
REGIONS BANK 31 N ROYAL STREET MOBILE, AL 36602	TRUSTEE 1.00	2,351.	0.	0.
JOE LITTLE P.O. BOX 421 MOBILE, AL 36601	DISTRIBUTION 0.00	COMM. MEMBER 0.	0.	0.
L,G. ADAMS III 118 MOCKINGBIRED LANE FAIRHOPE, AL 36532	DISTRIBUTION 0.00	COMM. MEMBER 0.	0.	0.
DOTTIE MOSLEY 2150 GUNTER AVE GUNTERSVILLE, AL 35976	DISTRIBUTION 0.00	COMM. MEMBER 0.	0.	0.
CAROL ADAMS-DAVIS 362 MACDONALD AVE MOBILE, AL 36604	DISTRIBUTION 0.00	COMM. MEMBER 0.	0.	0.

STEVE DILL	DISTRIBUTION	COMM.	MEMBER		
11473 DRESDEN DRIVE	0.00		0.	0.	0.
THEODORE, AL 36582					

Totals included on 990-PF, Page 6, Part VIII

2,351.

0.

0.

Form 990-PF

Grant Application Submission Information
Part XV, Lines 2a through 2d

Statement 12

Name and Address of Person to Whom Applications Should be Submitted

JOE H LITTLE JR
P.O. BOX 421
MOBILE, AL 36601

Telephone Number

251-433-2467

Form and Content of Applications

SEE ATTACHED APPLICATION

Any Submission Deadlines

ON OR BEFORE DECEMBER 1

Restrictions and Limitations on Awards

THE FOUNDATION GIVES TO INSTITUTIONS ONLY, NOT TO INDIVIDUALS. THE INSTITUTIONS MUST BE QUALIFIED UNDER SEC 501(C)(3). THE CHARITIES ARE USUALLY LOCATED IN OR NEAR MOBILE, ALABAMA. OCCASSIONALLY CHARITIES OUTSIDE THE MOBILE AREA RECEIVE DONATIONS.

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 140

RUN 03/01/2011
09 51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
445.0000 AT&T INC - 00206R102 - MINOR = 3101						
SOLD		02/04/2010	11164 90			
ACQ	375 0000	05/17/2007	9408 62	15558.75	-6150 13	LT15
	70 0000	09/19/2007	1756 28	2925.30	-1169.02	LT15
3000 0000 ABBOTT LABS DTD 3/3/09 5 125% 04/01/2019 - 002824AU4 - MINOR = 45						
SOLD		03/22/2010	3185.43			
ACQ	2000.0000	02/26/2009	2123 62	1991 34	132.28	LT15
	1000 0000	02/26/2009	1061.81	999.63	62.18	LT15
2000 0000 ABBOTT LABS DTD 3/3/09 5 125% 04/01/2019 - 002824AU4 - MINOR = 45						
SOLD		03/26/2010	2094 40			
ACQ	2000 0000	02/27/2009	2094 40	1990 10	104.30	LT15
1000 0000 ABBOTT LABS DTD 3/3/09 5 125% 04/01/2019 - 002824AU4 - MINOR = 45						
SOLD		04/15/2010	1057.14			
ACQ	1000 0000	06/08/2009	1057 14	1005 96	51.18	ST
132.0000 AIR PRODUCTS & CHEMICALS INC COM - 009158106 - MINOR = 3101						
SOLD		03/04/2010	9431 82			
ACQ	132 0000	07/19/2006	9431 82	8406 33	1025 49	LT15
40 0000 ALLERGAN INC - 018490102 - MINOR = 50						
SOLD		12/20/2010	2803.55			
ACQ	40.0000	12/20/2004	2803 55	1619 51	1184 04	LT15
75 0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001						
SOLD		06/16/2010	3173 19			
ACQ	25 0000	01/24/2007	1057 73	1462 37	-404.64	LT15
	50.0000	09/19/2007	2115.46	3080.00	-964.54	LT15
20 0000 APACHE CORP - 037411105 - MINOR = 31001						
SOLD		12/20/2010	2324 76			
ACQ	20 0000	01/06/2010	2324.76	2133 99	190.77	ST
300 0000 ARTISAN FDS INC SMALL CAP VALUE FUND INV - 04314H501 - MINOR = 62						
SOLD		12/20/2010	5055 00			
ACQ	300.0000	05/28/2009	5055 00	3318 00	1737 00	LT15
150.0000 ARTISAN FDS INC MID CAP VALUE FD INV SHS - 04314H709 - MINOR = 62						
SOLD		12/20/2010	3000.00			
ACQ	150.0000	05/28/2009	3000 00	2145 00	855 00	LT15
6000 0000 BP CAPITAL MARKETS PLC NORMAL 5 25% 11/0 - 05565QB4 - MINOR = 45						
SOLD		04/01/2010	6602.34			
ACQ	5000 0000	11/06/2008	5501.95	4996.75	505 20	LT15
	1000 0000	06/08/2009	1100.39	1046.86	53.53	ST
1000 0000 BP CAPITAL MARKETS PLC DTD 10/01/2010 3. - 05565QBN7 - MINOR = 45						
SOLD		09/29/2010	1006 45			
ACQ	1000 0000	09/28/2010	1006.45	997.16	9.29	ST
160.0000 BANK AMER CORP - 060505104						
SOLD		06/16/2010	2529 57			
ACQ	160 0000	12/10/2009	2529 57	2502.11	27.46	ST
1000 0000 BARCLAYS BANK PLC DTD 04/07/2010 3 9% 04 - 06739GB4 - MINOR = 45						
SOLD		04/07/2010	996.99			
ACQ	1000 0000	03/31/2010	996 99	1003 65	-6 66	ST
220 0000 BEST BUY CO INC - 086516101 - MINOR = 50						
SOLD		02/04/2010	7909 11			
ACQ	220.0000	01/28/2009	7909.11	6652.47	1256.64	LT15
110.0000 BLACKROCK US OPPORTUNITIES-I - 091929760 - MINOR = 62						
SOLD		12/20/2010	4504 50			
ACQ	110 0000	12/11/2009	4504 50	3593 70	910 80	LT15
6000.0000 BLACKROCK INC DTD 12/10/2009 3 5% 12/10/ - 09247XAD3 - MINOR = 45						
SOLD		04/29/2010	6142.50			
ACQ	3000 0000	02/10/2010	3071 25	3018.07	53.18	ST
	3000 0000	02/11/2010	3071 25	3015.00	56.25	ST
165 0000 BUFFALO SMALL CAP FUND - 119804102 - MINOR = 62						
SOLD		06/16/2010	3953.39			
ACQ	165.0000	05/12/2009	3953 39	3040.95	912 44	LT15
1000 0000 CSX CORP DTD 3/27/08 6.25% 04/01/2015 - 126408GN7 - MINOR = 45						
SOLD		05/11/2010	1129.31			
ACQ	1000 0000	02/10/2010	1129.31	1115.49	13.82	ST
1000.0000 CVS/CAREMARK CORPORATION DTD 9/11/09 6 1 - 126650BR0 - MINOR = 45						
SOLD		09/13/2010	1073 95			
ACQ	1000.0000	07/08/2010	1073 95	1051.11	22 84	ST
1000.0000 CA INC DTD 11/13/09 5.375% 12/01/2019 - 12673PAC9 - MINOR = 45						
SOLD		09/13/2010	1058.03			
ACQ	1000.0000	07/08/2010	1058 03	1051.42	6.61	ST
60 0000 CATERPILLAR INC - 149123101 - MINOR = 456						
SOLD		06/16/2010	3850 14			
ACQ	60.0000	02/04/2010	3850.14	3096.86	753 28	ST
30 0000 CATERPILLAR INC : 149123101 - MINOR = 456						
SOLD		11/23/2010	2465 66			
ACQ	30 0000	02/04/2010	2465.66	1548.43	917 23	ST
1000.0000 CATERPILLAR INC DTD 12/05/08 7 9% 12/15/ - 149123BQ3 - MINOR = 45						
SOLD		09/13/2010	1305 98			
ACQ	1000 0000	06/08/2009	1305 98	1099.38	206.60	LT15
1000.0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2 25% 12/10/2012 - 17313YAJ0 - MINOR = 30						
SOLD		02/09/2010	1018.50			
ACQ	1000.0000	12/15/2009	1018.50	1018 25	0 25	ST
1000 0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012 - 17313YAJ0 - MINOR = 30						
SOLD		04/07/2010	1013.24			
ACQ	1000.0000	12/15/2009	1013.24	1017.27	-4.03	ST

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 141

RUN 03/01/2011
09:51 12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER. 6704
TRUST ADMINISTRATOR: 258
INVESTMENT OFFICER. 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1000.0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012 - 17313YAJ0 - MINOR = 30						
SOLD		08/09/2010	1032.64			
ACQ 1000.0000		07/08/2010	1032.64	1028.54	4 10	ST
1000.0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012 - 17313YAJ0 - MINOR = 30						
SOLD		09/13/2010	1031.44			
ACQ 1000.0000		07/08/2010	1031.44	1027.38	4 06	ST
3000.0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012 - 17313YAJ0 - MINOR = 30						
SOLD		11/08/2010	3103.56			
ACQ 3000.0000		07/08/2010	3103.56	3076.59	26.97	ST
275.0000 CITRIX SYS INC COM - 177376100 - MINOR = 50						
SOLD		02/04/2010	11378.44			
ACQ 275.0000		08/08/2008	11378.44	8261.80	3116.64	LT15
1000.0000 CONOCOPHILLIPS DTD 2/3/09 6.5% 02/01/203 - 20825CAQ7 - MINOR = 45						
SOLD		05/10/2010	1137.26			
ACQ 1000.0000		06/08/2009	1137.26	1030.35	106.91	ST
1000.0000 CONOCOPHILLIPS DTD 2/3/09 6.5% 02/01/203 - 20825CAQ7 - MINOR = 45						
SOLD		09/13/2010	1213.84			
ACQ 1000.0000		06/08/2009	1213.84	1030.31	183.53	LT15
235.0000 DARDEN RESTAURANTS INC - 237194105 - MINOR = 50						
SOLD		03/23/2010	10284.82			
ACQ 235.0000		05/08/2008	10284.82	8618.13	1666.69	LT15
1000.0000 JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012 - 24424DAA7 - MINOR = 30						
SOLD		04/07/2010	1031.68			
ACQ 1000.0000		12/17/2008	1031.68	1018.65	13.03	LT15
1000.0000 JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012 - 24424DAA7 - MINOR = 30						
SOLD		09/13/2010	1038.53			
ACQ 1000.0000		12/17/2008	1038.53	1015.03	23.50	LT15
1000.0000 JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012 - 24424DAA7 - MINOR = 30						
SOLD		11/08/2010	1037.84			
ACQ 1000.0000		12/17/2008	1037.84	1013.75	24.09	LT15
580.0000 DELL INC - 24702R101						
SOLD		08/24/2010	6675.05			
ACQ 155.0000		03/14/2003	1783.85	4164.85	-2381.00	LT15
		06/28/2006	1265.96	2617.80	-1351.84	LT15
		09/08/2006	1323.50	2507.94	-1184.44	LT15
		02/06/2008	2301.74	3899.64	-1597.90	LT15
135.0000 DEVON ENERGY CORPORATION - 25179M103 - MINOR = 50						
SOLD		03/23/2010	8648.48			
ACQ 135.0000		01/14/2008	8648.48	12054.00	-3405.52	LT15
285.0000 WALT DISNEY CO COM - 254687106 - MINOR = 31001						
SOLD		08/24/2010	9213.06			
ACQ 285.0000		01/17/2006	9213.06	7159.61	2053.45	LT15
6000.0000 DUKE ENERGY CORP CALLABLE 6.25% 01/15/20 - 264399DW3 - MINOR = 45						
SOLD		02/09/2010	6570.84			
ACQ 5000.0000		02/07/2005	5475.70	5159.13	316.57	LT15
		06/08/2009	1095.14	1051.57	43.57	ST
115.0000 E M C CORP MASS COM - 268648102 - MINOR = 50						
SOLD		11/23/2010	2431.06			
ACQ 115.0000		05/02/2003	2431.06	1107.45	1323.61	LT15
30.0000 EATON CORP - 278058102 - MINOR = 50						
SOLD		12/20/2010	2993.64			
ACQ 30.0000		06/13/2008	2993.64	2913.88	79.76	LT15
175.0000 AMERICAN EUROPACIFIC GRTH-F2 - 29875E100 - MINOR = 64						
SOLD		12/20/2010	7213.50			
ACQ 175.0000		05/28/2009	7213.50	5517.75	1695.75	LT15
210.0000 EXELON CORP - 30161N101 - MINOR = 50						
SOLD		08/24/2010	8422.05			
ACQ 210.0000		06/13/2007	8422.05	15002.17	-6580.12	LT15
72.4400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		01/15/2010	72.44			
ACQ 72.4400		08/15/2006	72.44	70.33	2.11	LT15
56.9200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		02/16/2010	56.92			
ACQ 56.9200		08/15/2006	56.92	55.27	1.65	LT15
92.2200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		03/15/2010	92.22			
ACQ 92.2200		08/15/2006	92.22	89.54	2.68	LT15
58.5600 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		04/15/2010	58.56			
ACQ 58.5600		08/15/2006	58.56	56.86	1.70	LT15
53.9500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		05/17/2010	53.95			
ACQ 53.9500		08/15/2006	53.95	52.38	1.57	LT15
51.1400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		06/15/2010	51.14			
ACQ 51.1400		08/15/2006	51.14	49.65	1.49	LT15
55.3600 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		07/15/2010	55.36			
ACQ 55.3600		08/15/2006	55.36	53.75	1.61	LT15
60.1700 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		08/16/2010	60.17			
ACQ 60.1700		08/15/2006	60.17	58.42	1.75	LT15
71.0500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		09/15/2010	71.05			
ACQ 71.0500		08/15/2006	71.05	68.99	2.06	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 142

RUN 03/01/2011
09:51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR: 258
INVESTMENT OFFICER: 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
71.9600 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		10/15/2010	71.96			
ACQ	71.9600	08/15/2006	71.96	69.87	2.09	LT15
69.9500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		11/15/2010	69.95			
ACQ	69.9500	08/15/2006	69.95	67.92	2.03	LT15
75.8800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G11769 DTD 09/01/05 5% 10/01/2020 - 31283K6E3 - MINOR = 35						
SOLD		12/15/2010	75.88			
ACQ	75.8800	08/15/2006	75.88	73.67	2.21	LT15
456.4900 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		01/15/2010	456.49			
ACQ	456.4900	12/11/2006	456.49	451.39	5.10	LT15
351.4000 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		02/16/2010	351.40			
ACQ	351.4000	12/11/2006	351.40	347.47	3.93	LT15
536.4500 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		03/15/2010	536.45			
ACQ	536.4500	12/11/2006	536.45	530.46	5.99	LT15
336.4200 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		04/15/2010	336.42			
ACQ	336.4200	12/11/2006	336.42	332.66	3.76	LT15
369.1400 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		05/17/2010	369.14			
ACQ	369.1400	12/11/2006	369.14	365.02	4.12	LT15
330.0000 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		06/15/2010	330.00			
ACQ	330.0000	12/11/2006	330.00	326.31	3.69	LT15
398.4400 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		07/15/2010	398.44			
ACQ	398.4400	12/11/2006	398.44	393.99	4.45	LT15
364.9000 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		08/16/2010	364.90			
ACQ	364.9000	12/11/2006	364.90	360.82	4.08	LT15
358.9400 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		09/15/2010	358.94			
ACQ	358.9400	12/11/2006	358.94	354.93	4.01	LT15
415.3900 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		10/15/2010	415.39			
ACQ	415.3900	12/11/2006	415.39	410.75	4.64	LT15
470.2100 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		11/15/2010	470.21			
ACQ	470.2100	12/11/2006	470.21	464.96	5.25	LT15
463.5100 FEDERAL HOME LOAN MTG CORP POOL #G12335 - 3128M1PU7 - MINOR = 35						
SOLD		12/15/2010	463.51			
ACQ	463.5100	12/11/2006	463.51	458.33	5.18	LT15
676.6200 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		01/15/2010	676.62			
ACQ	676.6200	05/09/2007	676.62	682.33	-5.71	LT15
234.1200 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		02/16/2010	234.12			
ACQ	234.1200	05/09/2007	234.12	236.10	-1.98	LT15
2262.1800 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		03/15/2010	2262.18			
ACQ	2262.1800	05/09/2007	2262.18	2281.27	-19.09	LT15
548.4000 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		04/15/2010	548.40			
ACQ	548.4000	05/09/2007	548.40	553.03	-4.63	LT15
311.1900 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		05/17/2010	311.19			
ACQ	311.1900	05/09/2007	311.19	313.82	-2.63	LT15
601.2100 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		06/15/2010	601.21			
ACQ	601.2100	05/09/2007	601.21	606.28	-5.07	LT15
413.7500 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		07/15/2010	413.75			
ACQ	413.7500	05/09/2007	413.75	417.24	-3.49	LT15
365.6300 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		08/16/2010	365.63			
ACQ	365.6300	05/09/2007	365.63	368.71	-3.08	LT15
9777.8900 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		09/13/2010	10543.69			
ACQ	9777.8900	05/09/2007	10543.69	9860.38	683.31	LT15
551.5300 FEDERAL HOME LOAN MTG CORP POOL #G02931 - 3128M4SU8 - MINOR = 35						
SOLD		09/15/2010	551.53			
ACQ	551.5300	05/09/2007	551.53	556.18	-4.65	LT15
212.2500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		01/15/2010	212.25			
ACQ	212.2500	12/10/2007	212.25	214.54	-2.29	LT15
109.0200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		02/16/2010	109.02			
ACQ	109.0200	12/10/2007	109.02	110.20	-1.18	LT15
1343.6400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		03/15/2010	1343.64			
ACQ	1343.6400	12/10/2007	1343.64	1358.13	-14.49	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 143

RUN 03/01/2011
09:51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
290 6200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		04/15/2010	290 62			
ACQ	290 6200	12/10/2007	290 62	293 75	-3.13	LT15
250.4300 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		05/17/2010	250.43			
ACQ	250 4300	12/10/2007	250.43	253.13	-2.70	LT15
166 9200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		06/15/2010	166 92			
ACQ	166.9200	12/10/2007	166.92	168 72	-1.80	LT15
219 1800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		07/15/2010	219 18			
ACQ	219.1800	12/10/2007	219.18	221.54	-2.36	LT15
207 7200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		08/16/2010	207.72			
ACQ	207 7200	12/10/2007	207.72	209 96	-2.24	LT15
7028.0500 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		09/13/2010	7578.49			
ACQ	7028.0500	12/10/2007	7578.49	7103.83	474.66	LT15
212.8200 FEDERAL HOME LOAN MORTGAGE CORP POOL #G03616 DTD 11/01/07 6% 12/01/2037 - 3128M5K58 - MINOR = 35						
SOLD		09/15/2010	212 82			
ACQ	212 8200	12/10/2007	212 82	215.11	-2.29	LT15
72 1300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		01/15/2010	72.13			
ACQ	72.1300	02/15/2007	72 13	71.03	1.10	LT15
70.1400 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		02/16/2010	70.14			
ACQ	70.1400	02/15/2007	70.14	69 07	1.07	LT15
93.0400 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		03/15/2010	93.04			
ACQ	93 0400	02/15/2007	93.04	91.61	1.43	LT15
63.3200 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		04/15/2010	63.32			
ACQ	63 3200	02/15/2007	63 32	62 35	0.97	LT15
54.5400 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		05/17/2010	54.54			
ACQ	54 5400	02/15/2007	54.54	53 70	0.84	LT15
61.5100 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		06/15/2010	61 51			
ACQ	61.5100	02/15/2007	61.51	60 57	0 94	LT15
54.1300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		07/15/2010	54.13			
ACQ	54.1300	02/15/2007	54 13	53.30	0.83	LT15
59.6100 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		08/16/2010	59.61			
ACQ	59.6100	02/15/2007	59 61	58 70	0.91	LT15
75.2000 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		09/15/2010	75.20			
ACQ	75 2000	02/15/2007	75.20	74 05	1 15	LT15
71 3300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		10/15/2010	71.33			
ACQ	71 3300	02/15/2007	71.33	70.24	1 09	LT15
73 5100 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		11/15/2010	73.51			
ACQ	73 5100	02/15/2007	73.51	72 38	1.13	LT15
79.9300 FEDERAL HOME LOAN MTG CORP POOL #G12559 - 3128MBB48 - MINOR = 35						
SOLD		12/15/2010	79.93			
ACQ	79 9300	02/15/2007	79.93	78.71	1 22	LT15
79 4300 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		01/15/2010	79 43			
ACQ	79.4300	12/10/2007	79 43	78 71	0.72	LT15
58 9900 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		02/16/2010	58.99			
ACQ	58 9900	12/10/2007	58.99	58 46	0 53	LT15
98 3300 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		03/15/2010	98 33			
ACQ	98.3300	12/10/2007	98 33	97.44	0.89	LT15
80.5500 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		04/15/2010	80.55			
ACQ	80.5500	12/10/2007	80.55	79.82	0.73	LT15
64 3700 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		05/17/2010	64.37			
ACQ	64.3700	12/10/2007	64.37	63.79	0 58	LT15
57.8900 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		06/15/2010	57 89			
ACQ	57.8900	12/10/2007	57 89	57.37	0 52	LT15
60.6600 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		07/15/2010	60.66			
ACQ	60 6600	12/10/2007	60.66	60.11	0 55	LT15
61 9300 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		08/16/2010	61.93			
ACQ	61.9300	12/10/2007	61.93	61.37	0.56	LT15
72 9700 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		09/15/2010	72.97			
ACQ	72.9700	12/10/2007	72.97	72.31	0.66	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 144

RUN 03/01/2011
09.51.12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
81.0900 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		10/15/2010	81.09			
ACQ	81.0900	12/10/2007	81.09	80.35	0.74	LT15
91 2100 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		11/15/2010	91.21			
ACQ	91.2100	12/10/2007	91.21	90.38	0.83	LT15
83.4100 FEDERAL HOME LOAN MTG CORP POOL #G12593 DTD 02/01/07 5% 09/01/2021 - 3128MBC62 - MINOR = 35						
SOLD		12/15/2010	83.41			
ACQ	83.4100	12/10/2007	83.41	82.65	0.76	LT15
96 9900 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		01/15/2010	96.99			
ACQ	96.9900	10/16/2007	96.99	95.06	1.93	LT15
72 7400 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		02/16/2010	72.74			
ACQ	72.7400	10/16/2007	72.74	71.30	1.44	LT15
123.5900 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		03/15/2010	123.59			
ACQ	123.5900	10/16/2007	123.59	121.14	2.45	LT15
68 1600 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		04/15/2010	68.16			
ACQ	68.1600	10/16/2007	68.16	66.81	1.35	LT15
70.6600 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		05/17/2010	70.66			
ACQ	70.6600	10/16/2007	70.66	69.26	1.40	LT15
69 8500 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		06/15/2010	69.85			
ACQ	69.8500	10/16/2007	69.85	68.46	1.39	LT15
73.6000 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		07/15/2010	73.60			
ACQ	73.6000	10/16/2007	73.60	72.14	1.46	LT15
61 8300 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		08/16/2010	61.83			
ACQ	61.8300	10/16/2007	61.83	60.60	1.23	LT15
83 9500 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		09/15/2010	83.95			
ACQ	83.9500	10/16/2007	83.95	82.28	1.67	LT15
84 4200 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		10/15/2010	84.42			
ACQ	84.4200	10/16/2007	84.42	82.74	1.68	LT15
94.6000 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		11/15/2010	94.60			
ACQ	94.6000	10/16/2007	94.60	92.72	1.88	LT15
88.0500 FEDERAL HOME LOAN MTG CORP POOL #G12581 DTD 02/01/07 5% 02/01/2022 - 3128MBCS4 - MINOR = 35						
SOLD		12/15/2010	88.05			
ACQ	88.0500	10/16/2007	88.05	86.30	1.75	LT15
699 7600 FEDERAL HOME LOAN MTG CORP POOL #G12703 DTD 06/01/2007 5% 07/01/2022 - 3128MBGL5 - MINOR = 35						
SOLD		12/15/2010	699.76			
ACQ	699.7600	11/09/2010	699.76	747.65	-47.89	ST
101.2800 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		01/15/2010	101.28			
ACQ	101.2800	06/08/2009	101.28	104.10	-2.82	ST
96 9000 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		02/16/2010	96.90			
ACQ	96.9000	06/08/2009	96.90	99.59	-2.69	ST
118 6400 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		03/15/2010	118.64			
ACQ	118.6400	06/08/2009	118.64	121.94	-3.30	ST
98 4400 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		04/15/2010	98.44			
ACQ	98.4400	06/08/2009	98.44	101.18	-2.74	ST
98 0000 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		05/17/2010	98.00			
ACQ	98.0000	06/08/2009	98.00	100.73	-2.73	ST
60 8300 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		06/15/2010	60.83			
ACQ	60.8300	06/08/2009	60.83	62.52	-1.69	LT15
85 8000 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		07/15/2010	85.80			
ACQ	85.8000	06/08/2009	85.80	88.19	-2.39	LT15
101 3200 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		08/16/2010	101.32			
ACQ	101.3200	06/08/2009	101.32	104.14	-2.82	LT15
130 6600 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		09/15/2010	130.66			
ACQ	130.6600	06/08/2009	130.66	134.29	-3.63	LT15
131 6100 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		10/15/2010	131.61			
ACQ	131.6100	06/08/2009	131.61	135.27	-3.66	LT15
132.2400 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		11/15/2010	132.24			
ACQ	132.2400	06/08/2009	132.24	135.92	-3.68	LT15
144.4600 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35						
SOLD		12/15/2010	144.46			
ACQ	144.4600	06/08/2009	144.46	148.48	-4.02	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 145

RUN 03/01/2011
09.51.12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
22 5400 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		01/15/2010	22.54			
ACQ	22.5400	01/09/2006	22.54	22.40	0 14	LT15
48 4200 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		02/16/2010	48.42			
ACQ	48 4200	01/09/2006	48 42	48.12	0.30	LT15
12.1100 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		03/15/2010	12 11			
ACQ	12.1100	01/09/2006	12 11	12.03	0 08	LT15
12 4100 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		04/15/2010	12 41			
ACQ	12 4100	01/09/2006	12 41	12.33	0.08	LT15
116 7900 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		05/17/2010	116.79			
ACQ	116 7900	01/09/2006	116 79	116.06	0 73	LT15
39.5900 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		06/15/2010	39.59			
ACQ	39.5900	01/09/2006	39.59	39 34	0 25	LT15
127.8000 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		07/15/2010	127 80			
ACQ	127 8000	01/09/2006	127 80	127.00	0 80	LT15
11 1300 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		08/16/2010	11 13			
ACQ	11.1300	01/09/2006	11.13	11 06	0.07	LT15
105.2200 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		09/15/2010	105.22			
ACQ	105 2200	01/09/2006	105 22	104.56	0 66	LT15
61.7300 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		10/15/2010	61 73			
ACQ	61 7300	01/09/2006	61.73	61 34	0.39	LT15
10 6700 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		11/15/2010	10.67			
ACQ	10.6700	01/09/2006	10.67	10.60	0 07	LT15
63 1100 FEDERAL HOME LN MTG CORP POOL #J05840 5% - 3128PHPZ8 - MINOR = 35						
SOLD		12/15/2010	63 11			
ACQ	63.1100	01/09/2006	63 11	62.72	0 39	LT15
1000 0000 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/1 - 31359MH89 - MINOR = 30						
SOLD		04/07/2010	1089 83			
ACQ	1000 0000	12/10/2007	1089.83	1017.61	72 22	LT15
2000.0000 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/1 - 31359MH89 - MINOR = 30						
SOLD		11/08/2010	2364.00			
ACQ	2000 0000	06/08/2009	2364.00	2110 75	253.25	LT15
469.0700 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		01/25/2010	469.07			
ACQ	469 0700	03/07/2007	469 07	466.94	2 13	LT15
357 1400 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		02/25/2010	357.14			
ACQ	357 1400	03/07/2007	357.14	355.52	1.62	LT15
342.4400 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		03/25/2010	342.44			
ACQ	342 4400	03/07/2007	342.44	340 89	1.55	LT15
407.9300 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		04/26/2010	407 93			
ACQ	407.9300	03/07/2007	407.93	406.08	1 85	LT15
398.4400 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		05/25/2010	398 44			
ACQ	398.4400	03/07/2007	398 44	396 63	1.81	LT15
780.2100 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		06/25/2010	780.21			
ACQ	780 2100	03/07/2007	780.21	776 67	3 54	LT15
378 1300 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		07/26/2010	378.13			
ACQ	378.1300	03/07/2007	378 13	376.42	1 71	LT15
419.9600 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		08/25/2010	419.96			
ACQ	419.9600	03/07/2007	419 96	418 06	1.90	LT15
555.2400 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		09/27/2010	555.24			
ACQ	555.2400	03/07/2007	555 24	552 72	2 52	LT15
608 6300 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		10/25/2010	608.63			
ACQ	608.6300	03/07/2007	608.63	605.87	2.76	LT15
579.8600 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		11/26/2010	579 86			
ACQ	579.8600	03/07/2007	579 86	577.23	2 63	LT15
623.0700 FEDERAL NATL MTGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 - 31402C4H2 - MINOR = 35						
SOLD		12/27/2010	623 07			
ACQ	623 0700	03/07/2007	623.07	620 25	2 82	LT15
30.7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		01/25/2010	30.79			
ACQ	30.7900	04/09/2007	30.79	30.52	0.27	LT15
27.5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		02/25/2010	27 53			
ACQ	27.5300	04/09/2007	27 53	27 29	0.24	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 146

RUN 03/01/2011
09 51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
25 8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		03/25/2010	25.89			
ACQ	25.8900	04/09/2007	25.89	25.66	0.23	LT15
34 2000 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		04/26/2010	34.20			
ACQ	34 2000	04/09/2007	34.20	33.90	0.30	LT15
30.9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		05/25/2010	30.93			
ACQ	30 9300	04/09/2007	30.93	30.65	0.28	LT15
90.4600 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		06/25/2010	90.46			
ACQ	90.4600	04/09/2007	90.46	89.66	0.80	LT15
29.2200 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		07/26/2010	29.22			
ACQ	29.2200	04/09/2007	29.22	28.96	0.26	LT15
30 0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		08/25/2010	30.07			
ACQ	30.0700	04/09/2007	30.07	29.80	0.27	LT15
38 1000 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		09/27/2010	38.10			
ACQ	38 1000	04/09/2007	38.10	37.76	0.34	LT15
38 4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		10/25/2010	38.42			
ACQ	38 4200	04/09/2007	38.42	38.08	0.34	LT15
43.4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		11/26/2010	43.47			
ACQ	43 4700	04/09/2007	43.47	43.08	0.39	LT15
42 1900 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 - 31402DDB3 - MINOR = 35						
SOLD		12/27/2010	42.19			
ACQ	42 1900	04/09/2007	42.19	41.81	0.38	LT15
271.4500 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		01/25/2010	271.45			
ACQ	271.4500	06/18/2007	271.45	262.25	9.20	LT15
230 4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		02/25/2010	230.42			
ACQ	230 4200	06/18/2007	230.42	222.61	7.81	LT15
273 6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		03/25/2010	273.66			
ACQ	273 6600	06/18/2007	273.66	264.38	9.28	LT15
239 3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		04/26/2010	239.32			
ACQ	239 3200	06/18/2007	239.32	231.21	8.11	LT15
283 5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		05/25/2010	283.58			
ACQ	283 5800	06/18/2007	283.58	273.96	9.62	LT15
417.9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		06/25/2010	417.99			
ACQ	417.9900	06/18/2007	417.99	403.82	14.17	LT15
254 9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		07/26/2010	254.99			
ACQ	254.9900	06/18/2007	254.99	246.34	8.65	LT15
257 8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		08/25/2010	257.88			
ACQ	257 8800	06/18/2007	257.88	249.14	8.74	LT15
280 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		09/27/2010	280.54			
ACQ	280 5400	06/18/2007	280.54	271.03	9.51	LT15
246 1600 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		10/25/2010	246.16			
ACQ	246 1600	06/18/2007	246.16	237.81	8.35	LT15
281 1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		11/26/2010	281.18			
ACQ	281.1800	06/18/2007	281.18	271.65	9.53	LT15
278 5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 - 31403CXG1 - MINOR = 35						
SOLD		12/27/2010	278.51			
ACQ	278 5100	06/18/2007	278.51	269.07	9.44	LT15
343 0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		02/25/2010	343.06			
ACQ	343 0600	01/11/2010	343.06	366.70	-23.64	ST
332 5900 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		03/25/2010	332.59			
ACQ	332.5900	01/11/2010	332.59	355.51	-22.92	ST
557 7900 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		04/26/2010	557.79			
ACQ	557 7900	01/11/2010	557.79	596.23	-38.44	ST
2117.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		05/25/2010	2117.34			
ACQ	2117 3400	01/11/2010	2117.34	2263.24	-145.90	ST
427 0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		06/25/2010	427.03			
ACQ	427 0300	01/11/2010	427.03	456.45	-29.42	ST
379 3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		07/26/2010	379.35			
ACQ	379.3500	01/11/2010	379.35	405.49	-26.14	ST

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 147

RUN 03/01/2011
09.51.12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER: 6704
TRUST ADMINISTRATOR: 258
INVESTMENT OFFICER: 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
330 8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		08/25/2010	330.83			
ACQ	330.8300	01/11/2010	330.83	353.63	-22.80	ST
351.0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		09/27/2010	351.02			
ACQ	351.0200	01/11/2010	351.02	375.21	-24.19	ST
306 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		10/25/2010	306.54			
ACQ	306.5400	01/11/2010	306.54	327.66	-21.12	ST
398 2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		11/26/2010	398.24			
ACQ	398.2400	01/11/2010	398.24	425.68	-27.44	ST
338 6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #745950 DTD 10/01/2006 6% 11/01/2036 - 31403DWK1 - MINOR = 35						
SOLD		12/27/2010	338.67			
ACQ	338.6700	01/11/2010	338.67	362.01	-23.34	ST
76.6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		01/25/2010	76.69			
ACQ	76.6900	06/08/2009	76.69	80.01	-3.32	ST
93.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		02/25/2010	93.01			
ACQ	93.0100	06/08/2009	93.01	97.04	-4.03	ST
37.8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		03/25/2010	37.89			
ACQ	37.8900	06/08/2009	37.89	39.53	-1.64	ST
102.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		04/26/2010	102.13			
ACQ	102.1300	06/08/2009	102.13	106.55	-4.42	ST
448 8000 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		05/25/2010	448.80			
ACQ	448.8000	06/08/2009	448.80	468.22	-19.42	ST
85 4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		06/25/2010	85.48			
ACQ	85.4800	06/08/2009	85.48	89.18	-3.70	LT15
52 4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		07/26/2010	52.42			
ACQ	52.4200	06/08/2009	52.42	54.69	-2.27	LT15
143.3200 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		08/25/2010	143.32			
ACQ	143.3200	06/08/2009	143.32	149.52	-6.20	LT15
98 1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		09/27/2010	98.13			
ACQ	98.1300	06/08/2009	98.13	102.38	-4.25	LT15
92.0400 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		10/25/2010	92.04			
ACQ	92.0400	06/08/2009	92.04	96.02	-3.98	LT15
44.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		11/26/2010	44.29			
ACQ	44.2900	06/08/2009	44.29	46.21	-1.92	LT15
75.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35						
SOLD		12/27/2010	75.29			
ACQ	75.2900	06/08/2009	75.29	78.55	-3.26	LT15
80 2900 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		01/25/2010	80.29			
ACQ	80.2900	01/09/2006	80.29	79.74	0.55	LT15
32.5500 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		02/25/2010	32.55			
ACQ	32.5500	01/09/2006	32.55	32.33	0.22	LT15
97.8800 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		03/25/2010	97.88			
ACQ	97.8800	01/09/2006	97.88	97.21	0.67	LT15
32 2600 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		04/26/2010	32.26			
ACQ	32.2600	01/09/2006	32.26	32.04	0.22	LT15
64.6100 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		05/25/2010	64.61			
ACQ	64.6100	01/09/2006	64.61	64.17	0.44	LT15
92.8600 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		06/25/2010	92.86			
ACQ	92.8600	01/09/2006	92.86	92.23	0.63	LT15
50 1000 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		07/26/2010	50.10			
ACQ	50.1000	01/09/2006	50.10	49.76	0.34	LT15
75 7900 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		08/25/2010	75.79			
ACQ	75.7900	01/09/2006	75.79	75.27	0.52	LT15
39 0400 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		09/27/2010	39.04			
ACQ	39.0400	01/09/2006	39.04	38.77	0.27	LT15
63.2700 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		10/25/2010	63.27			
ACQ	63.2700	01/09/2006	63.27	62.84	0.43	LT15
74 0300 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		11/26/2010	74.03			
ACQ	74.0300	01/09/2006	74.03	73.53	0.50	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 148

RUN 03/01/2011
09 51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER: 6704
TRUST ADMINISTRATOR: 258
INVESTMENT OFFICER: 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
73 0600 FEDERAL NATIONAL MTG ASSN POOL #847931 5 - 31408DA87 - MINOR = 35						
SOLD		12/27/2010	73.06			
ACQ	73.0600	01/09/2006	73.06	72.56	0.50	LT15
6.6700 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		01/25/2010	6.67			
ACQ	6.6700	01/09/2006	6.67	6.76	-0.09	LT15
78 9900 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		02/25/2010	78.99			
ACQ	78.9900	01/09/2006	78.99	80.08	-1.09	LT15
214 3300 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		03/25/2010	214.33			
ACQ	214.3300	01/09/2006	214.33	217.28	-2.95	LT15
646.5500 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		04/26/2010	646.55			
ACQ	646.5500	01/09/2006	646.55	655.44	-8.89	LT15
322 7300 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		05/25/2010	322.73			
ACQ	322.7300	01/09/2006	322.73	327.17	-4.44	LT15
5 2300 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		06/25/2010	5.23			
ACQ	5.2300	01/09/2006	5.23	5.30	-0.07	LT15
92.5700 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		07/26/2010	92.57			
ACQ	92.5700	01/09/2006	92.57	93.84	-1.27	LT15
6 6200 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		08/25/2010	6.62			
ACQ	6.6200	01/09/2006	6.62	6.71	-0.09	LT15
111.9000 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		09/27/2010	111.90			
ACQ	111.9000	01/09/2006	111.90	113.44	-1.54	LT15
220.3300 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		10/25/2010	220.33			
ACQ	220.3300	01/09/2006	220.33	223.36	-3.03	LT15
4 7600 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		11/26/2010	4.76			
ACQ	4.7600	01/09/2006	4.76	4.83	-0.07	LT15
4 8600 FEDERAL NATL MTG ASSN POOL #852029 6% 01 - 31408HSS5 - MINOR = 35						
SOLD		12/27/2010	4.86			
ACQ	4.8600	01/09/2006	4.86	4.93	-0.07	LT15
386.5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		01/25/2010	386.52			
ACQ	386.5200	05/07/2007	386.52	389.42	-2.90	LT15
308 8400 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		02/25/2010	308.84			
ACQ	308.8400	05/07/2007	308.84	311.16	-2.32	LT15
359 7600 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		03/25/2010	359.76			
ACQ	359.7600	05/07/2007	359.76	362.46	-2.70	LT15
445.6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		04/26/2010	445.63			
ACQ	445.6300	05/07/2007	445.63	448.97	-3.34	LT15
1624 5000 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		05/25/2010	1624.50			
ACQ	1624.5000	05/07/2007	1624.50	1636.68	-12.18	LT15
379.0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		06/25/2010	379.08			
ACQ	379.0800	05/07/2007	379.08	381.92	-2.84	LT15
307 8000 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		07/26/2010	307.80			
ACQ	307.8000	05/07/2007	307.80	310.11	-2.31	LT15
283 1100 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		08/25/2010	283.11			
ACQ	283.1100	05/07/2007	283.11	285.23	-2.12	LT15
319 0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		09/27/2010	319.07			
ACQ	319.0700	05/07/2007	319.07	321.46	-2.39	LT15
312.1300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		10/25/2010	312.13			
ACQ	312.1300	05/07/2007	312.13	314.47	-2.34	LT15
278 6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		11/26/2010	278.66			
ACQ	278.6600	05/07/2007	278.66	280.75	-2.09	LT15
280 4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410FSS5 - MINOR = 35						
SOLD		12/27/2010	280.44			
ACQ	280.4400	05/07/2007	280.44	282.54	-2.10	LT15
559.6600 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		01/25/2010	559.66			
ACQ	559.6600	08/27/2007	559.66	557.65	2.01	LT15
278 0300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		02/25/2010	278.03			
ACQ	278.0300	08/27/2007	278.03	277.03	1.00	LT15
517 2200 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		03/25/2010	517.22			
ACQ	517.2200	08/27/2007	517.22	515.36	1.86	LT15



ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

TRUST YEAR ENDING 12/31/2010

PAGE 149

RUN 03/01/2011
09:51 12 AM

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER: 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
570.3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		04/26/2010	570.37			
ACQ	570.3700	08/27/2007	570.37	568.32	2.05	LT15
653.6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		05/25/2010	653.63			
ACQ	653.6300	08/27/2007	653.63	651.28	2.35	LT15
1008.8200 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		06/25/2010	1008.82			
ACQ	1008.8200	08/27/2007	1008.82	1005.19	3.63	LT15
735.3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		07/26/2010	735.36			
ACQ	735.3600	08/27/2007	735.36	732.72	2.64	LT15
219.9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		08/25/2010	219.94			
ACQ	219.9400	08/27/2007	219.94	219.15	0.79	LT15
700.9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		09/27/2010	700.92			
ACQ	700.9200	08/27/2007	700.92	698.40	2.52	LT15
403.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		10/25/2010	403.29			
ACQ	403.2900	08/27/2007	403.29	401.84	1.45	LT15
364.6800 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		11/26/2010	364.68			
ACQ	364.6800	08/27/2007	364.68	363.37	1.31	LT15
769.3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #888 - 31410GJW4 - MINOR = 35						
SOLD		12/27/2010	769.36			
ACQ	769.3600	08/27/2007	769.36	766.59	2.77	LT15
88.2100 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		01/25/2010	88.21			
ACQ	88.2100	10/16/2007	88.21	86.30	1.91	LT15
65.8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		02/25/2010	65.81			
ACQ	65.8100	10/16/2007	65.81	64.39	1.42	LT15
78.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		03/25/2010	78.01			
ACQ	78.0100	10/16/2007	78.01	76.32	1.69	LT15
124.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		04/26/2010	124.28			
ACQ	124.2800	10/16/2007	124.28	121.59	2.69	LT15
114.4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		05/25/2010	114.48			
ACQ	114.4800	10/16/2007	114.48	112.00	2.48	LT15
140.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		06/25/2010	140.96			
ACQ	140.9600	10/16/2007	140.96	137.91	3.05	LT15
57.8300 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		07/26/2010	57.83			
ACQ	57.8300	10/16/2007	57.83	56.58	1.25	LT15
68.6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		08/25/2010	68.64			
ACQ	68.6400	10/16/2007	68.64	67.15	1.49	LT15
95.7400 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		09/27/2010	95.74			
ACQ	95.7400	10/16/2007	95.74	93.67	2.07	LT15
106.4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		10/25/2010	106.44			
ACQ	106.4400	10/16/2007	106.44	104.14	2.30	LT15
112.2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		11/26/2010	112.28			
ACQ	112.2800	10/16/2007	112.28	109.85	2.43	LT15
93.2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5.5% 07/01/2037 - 31412X2W3 - MINOR = 35						
SOLD		12/27/2010	93.29			
ACQ	93.2900	10/16/2007	93.29	91.27	2.02	LT15
373.5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		01/25/2010	373.51			
ACQ	373.5100	12/10/2007	373.51	377.42	-3.91	LT15
306.1800 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		02/25/2010	306.18			
ACQ	306.1800	12/10/2007	306.18	309.39	-3.21	LT15
303.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		03/25/2010	303.34			
ACQ	303.3400	12/10/2007	303.34	306.52	-3.18	LT15
280.8500 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		04/26/2010	280.85			
ACQ	280.8500	12/10/2007	280.85	283.79	-2.94	LT15
1225.6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		05/25/2010	1225.62			
ACQ	1225.6200	12/10/2007	1225.62	1238.45	-12.83	LT15
184.1400 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		06/25/2010	184.14			
ACQ	184.1400	12/10/2007	184.14	186.07	-1.93	LT15
212.6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		07/26/2010	212.63			
ACQ	212.6300	12/10/2007	212.63	214.86	-2.23	LT15

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 150

RUN 03/01/2011
09:51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
288.6500 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		08/25/2010	288.65			
ACQ	288.6500	12/10/2007	288.65	291.67	-3.02	LT15
302 3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		09/27/2010	302.34			
ACQ	302 3400	12/10/2007	302.34	305.50	-3.16	LT15
166.4600 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		10/25/2010	166.46			
ACQ	166.4600	12/10/2007	166.46	168.20	-1.74	LT15
189 6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		11/26/2010	189.69			
ACQ	189 6900	12/10/2007	189.69	191.68	-1.99	LT15
254 6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 - 31412XV35 - MINOR = 35						
SOLD		12/27/2010	254.63			
ACQ	254 6300	12/10/2007	254.63	257.30	-2.67	LT15
366 3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		01/25/2010	366.36			
ACQ	366.3600	11/08/2007	366.36	368.94	-2.58	LT15
367.8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		02/25/2010	367.89			
ACQ	367 8900	11/08/2007	367.89	370.48	-2.59	LT15
366.6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		03/25/2010	366.69			
ACQ	366.6900	11/08/2007	366.69	369.27	-2.58	LT15
388 7700 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		04/26/2010	388.77			
ACQ	388 7700	11/08/2007	388.77	391.50	-2.73	LT15
1902 7100 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		05/25/2010	1902.71			
ACQ	1902.7100	11/08/2007	1902.71	1916.09	-13.38	LT15
401 2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		06/25/2010	401.28			
ACQ	401.2800	11/08/2007	401.28	404.10	-2.82	LT15
397.2000 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		07/26/2010	397.20			
ACQ	397.2000	11/08/2007	397.20	399.99	-2.79	LT15
239.4300 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		08/25/2010	239.43			
ACQ	239 4300	11/08/2007	239.43	241.11	-1.68	LT15
368.4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		09/27/2010	368.42			
ACQ	368.4200	11/08/2007	368.42	371.01	-2.59	LT15
386.7800 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		10/25/2010	386.78			
ACQ	386 7800	11/08/2007	386.78	389.50	-2.72	LT15
306.4400 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		11/26/2010	306.44			
ACQ	306.4400	11/08/2007	306.44	308.59	-2.15	LT15
264 7800 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 - 31413YRR4 - MINOR = 35						
SOLD		12/27/2010	264.78			
ACQ	264.7800	11/08/2007	264.78	266.64	-1.86	LT15
105 0000 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		01/25/2010	105.00			
ACQ	105 0000	06/08/2009	105.00	107.81	-2.81	ST
88.9800 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		02/25/2010	88.98			
ACQ	88.9800	06/08/2009	88.98	91.36	-2.38	ST
94.0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		03/25/2010	94.01			
ACQ	94.0100	06/08/2009	94.01	96.52	-2.51	ST
110 0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		04/26/2010	110.07			
ACQ	110 0700	06/08/2009	110.07	113.01	-2.94	ST
110.3900 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		05/25/2010	110.39			
ACQ	110 3900	06/08/2009	110.39	113.34	-2.95	ST
108 8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		06/25/2010	108.88			
ACQ	108.8800	06/08/2009	108.88	111.79	-2.91	LT15
73 4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		07/26/2010	73.41			
ACQ	73.4100	06/08/2009	73.41	75.37	-1.96	LT15
64.8000 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		08/25/2010	64.80			
ACQ	64.8000	06/08/2009	64.80	66.53	-1.73	LT15
65 5000 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		09/27/2010	65.50			
ACQ	65.5000	06/08/2009	65.50	67.25	-1.75	LT15
130.9500 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		10/25/2010	130.95			
ACQ	130.9500	06/08/2009	130.95	134.45	-3.50	LT15
110 8500 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		11/26/2010	110.85			
ACQ	110.8500	06/08/2009	110.85	113.81	-2.96	LT15



ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 151

RUN 03/01/2011
09:51.12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
152 4900 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35						
SOLD		12/27/2010	152.49			
ACQ	152 4900	06/08/2009	152.49	156.56	-4.07	LT15
152 5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		01/25/2010	152.52			
ACQ	152 5200	06/08/2009	152.52	156.29	-3.77	ST
108.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		02/25/2010	108.72			
ACQ	108.7200	06/08/2009	108.72	111.40	-2.68	ST
102.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		03/25/2010	102.34			
ACQ	102 3400	06/08/2009	102.34	104.87	-2.53	ST
105 7100 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		04/26/2010	105.71			
ACQ	105.7100	06/08/2009	105.71	108.32	-2.61	ST
95 8600 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		05/25/2010	95.86			
ACQ	95.8600	06/08/2009	95.86	98.23	-2.37	ST
75 2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		06/25/2010	75.23			
ACQ	75 2300	06/08/2009	75.23	77.09	-1.86	LT15
85 8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		07/26/2010	85.88			
ACQ	85.8800	06/08/2009	85.88	88.00	-2.12	LT15
95.0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		08/25/2010	95.08			
ACQ	95 0800	06/08/2009	95.08	97.43	-2.35	LT15
123 0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		09/27/2010	123.02			
ACQ	123.0200	06/08/2009	123.02	126.06	-3.04	LT15
126 3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		10/25/2010	126.36			
ACQ	126 3600	06/08/2009	126.36	129.48	-3.12	LT15
149.3400 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		11/26/2010	149.34			
ACQ	149.3400	06/08/2009	149.34	153.03	-3.69	LT15
142 5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 - 31415P3Z9 - MINOR = 35						
SOLD		12/27/2010	142.53			
ACQ	142 5300	06/08/2009	142.53	146.05	-3.52	LT15
302.9700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AD0963 DTD 04/01/10 5.5% 09/01/2038 - 31418NB90 - MINOR = 35						
SOLD		09/27/2010	302.97			
ACQ	302 9700	08/09/2010	302.97	327.07	-24.10	ST
251 5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AD0963 DTD 04/01/10 5.5% 09/01/2038 - 31418NB90 - MINOR = 35						
SOLD		10/25/2010	251.57			
ACQ	251.5700	08/09/2010	251.57	271.58	-20.01	ST
320.8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AD0963 DTD 04/01/10 5.5% 09/01/2038 - 31418NB90 - MINOR = 35						
SOLD		11/26/2010	320.88			
ACQ	320.8800	08/09/2010	320.88	346.40	-25.52	ST
293.9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AD0963 DTD 04/01/10 5.5% 09/01/2038 - 31418NB90 - MINOR = 35						
SOLD		12/27/2010	293.96			
ACQ	293 9600	08/09/2010	293.96	317.34	-23.38	ST
.6120 FRONTIER COMMUNICATIONS CORP - 35906A108 - MINOR = 50						
SOLD		07/08/2010	4.55			
ACQ	6120	02/25/2003	4.55	5.06	-0.51	LT15
68 0000 FRONTIER COMMUNICATIONS CORP - 35906A108 - MINOR = 50						
SOLD		07/14/2010	492.39			
ACQ	47.3960	02/25/2003	343.20	391.59	-48.39	LT15
	7 2010	05/12/2005	52.14	58.33	-6.19	LT15
	13 4030	01/06/2006	97.05	99.26	-2.21	LT15
1.0000 FRONTIER COMMUNICATIONS CORP - 35906A108 - MINOR = 50						
SOLD		08/19/2010	7.72			
ACQ	1.0000	01/06/2006	7.72	7.41	0.31	LT15
1000 0000 GENERAL ELECTRIC CO 5% 02/01/2013 - 369604AY9 - MINOR = 45						
SOLD		04/07/2010	1076.18			
ACQ	1000 0000	02/07/2005	1076.18	1014.91	61.27	LT15
1000 0000 GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05 - 38141EA33 - MINOR = 45						
SOLD		08/09/2010	1109.25			
ACQ	1000.0000	06/08/2009	1109.25	1022.53	86.72	LT15
20.0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 31001						
SOLD		12/20/2010	3318.54			
ACQ	20 0000	05/22/2008	3318.54	3524.62	-206.08	LT15
6000.0000 HSBC FINANCE CORP 4 625% 09/15/2010 - 40429CCV2 - MINOR = 45						
SOLD		02/09/2010	6127.80			
ACQ	5000 0000	10/05/2005	5106.50	4950.44	156.06	LT15
	1000.0000	06/08/2009	1021.30	1002.93	18.37	ST
100.0000 HALLIBURTON CO COM - 406216101 - MINOR = 50						
SOLD		12/20/2010	4007.20			
ACQ	100.0000	05/08/2008	4007.20	4744.73	-737.53	LT15
70.0000 HESS CORPORATION - 42809H107 - MINOR = 50						
SOLD		12/20/2010	5220.51			
ACQ	70 0000	05/21/2009	5220.51	4308.04	912.47	LT15
1000 0000 HESS CORPORATION DTD 2/3/09 8 125% 02/15 - 42809HAB3 - MINOR = 45						
SOLD		08/09/2010	1296.51			
ACQ	1000.0000	07/08/2010	1296.51	1251.92	44.59	ST

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 152

RUN 03/01/2011
09 51 12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
240.0000 INTEL CORP COM - 458140100						
SOLD		06/16/2010	5135.93			
ACQ	240 0000	10/06/2006	5135.93	4952 37	183.56	LT15
660 0000 ISHARES TR RUSSELL 1000 VALUE - 464287598 - MINOR = 62						
SOLD		06/16/2010	38741 47			
ACQ	500 0000	08/07/2008	29349 60	34503 40	-5153 80	LT15
	160.0000	12/10/2009	9391 87	9158 37	233 50	ST
115 0000 JUNIPER NETWORKS - 48203R104 - MINOR = 50						
SOLD		11/23/2010	3846 69			
ACQ	115 0000	02/20/2008	3846 69	2968.44	878 25	LT15
2000 0000 KELLOGG CO DTD 12/03/07 5 125% 12/03/201 - 487836AZ1 - MINOR = 45						
SOLD		02/08/2010	2164.90			
ACQ	1000 0000	11/29/2007	1082 45	1005.04	77 41	LT15
	1000 0000	11/29/2007	1082 45	1005 57	76 88	LT15
4000.0000 KELLOGG CO DTD 12/03/07 5.125% 12/03/201 - 487836AZ1 - MINOR = 45						
SOLD		02/09/2010	4327.12			
ACQ	1000.0000	11/28/2007	1081 78	999.65	82 13	LT15
	2000 0000	11/28/2007	2163 56	2003.80	159 76	LT15
	1000 0000	06/08/2009	1081 78	1044.59	37.19	ST
1000 0000 KRAFT FOODS INC DTD 02/08/2010 4.125% 02 - 50075NBB9 - MINOR = 45						
SOLD		04/07/2010	1008 61			
ACQ	1000.0000	02/05/2010	1008.61	1005 97	2.64	ST
1000.0000 MCDONALDS CORP SERIES: MTN DTD 02/29/08 - 58013MEE0 - MINOR = 45						
SOLD		05/10/2010	1114.43			
ACQ	1000 0000	05/09/2008	1114.43	1014.76	99.67	LT15
5000 0000 MCDONALDS CORP SERIES: MTN DTD 02/29/08 - 58013MEE0 - MINOR = 45						
SOLD		05/20/2010	5596 60			
ACQ	4000.0000	05/09/2008	4477.28	4058 85	418 43	LT15
	1000 0000	06/08/2009	1119.32	1023 25	96.07	ST
1000.0000 MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6 875% 04/25/2018 - 59018YN64 - MINOR = 45						
SOLD		08/09/2010	1099.77			
ACQ	1000.0000	07/23/2009	1099.77	996 36	103.41	LT15
1000 0000 MICROSOFT CORP DTD 09/27/2010 1.625% 09/ - 594918AG9 - MINOR = 45						
SOLD		11/30/2010	990.91			
ACQ	1000 0000	09/23/2010	990 91	1000.46	-9 55	ST
4000.0000 MICROSOFT CORP DTD 09/27/2010 1 625% 09/ - 594918AG9 - MINOR = 45						
SOLD		11/30/2010	3955 24			
ACQ	2000.0000	09/22/2010	1977.62	1991 22	-13.60	ST
	2000 0000	09/23/2010	1977.62	2000 93	-23 31	ST
30 0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 50						
SOLD		12/22/2010	1992.86			
ACQ	30 0000	07/02/2009	1992.86	2180 95	-188.09	LT15
6000.0000 MORGAN STANLEY 5.05% 01/21/2011 - 61746SBS7 - MINOR = 45						
SOLD		04/30/2010	6158 70			
ACQ	6000 0000	01/24/2006	6158.70	6000 42	158 28	LT15
45.0000 NORFOLK SOUTHERN CORPORATION - 655844108 - MINOR = 50						
SOLD		06/16/2010	2625 70			
ACQ	45.0000	05/08/2008	2625 70	2795 40	-169 70	LT15
125 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010						
SOLD		12/20/2010	3923.68			
ACQ	125 0000	10/10/2007	3923 68	2838.60	1085.08	LT15
30.0000 PEPSICO INC COM - 713448108						
SOLD		06/21/2010	1930 46			
ACQ	30.0000	03/03/2003	1930 46	1146.00	784.46	LT15
1000 0000 PEPSICO INC DTD 10/24/08 7 9% 11/01/2018 - 713448BJ6 - MINOR = 45						
SOLD		11/16/2010	1317.38			
ACQ	1000.0000	11/06/2008	1317.38	1091 66	225 72	LT15
4000.0000 GCB PEPSICO, INC CONTRA CUSIP FOR 713448BJ6 DTD 10/24/2008 7.9% 11/01/2018 - 71399ADC8 - MINOR = 45						
SOLD		11/02/2010	5252.96			
ACQ	3000 0000	11/06/2008	3939.72	3252 39	687 33	LT15
	1000 0000	06/08/2009	1313 24	1154 12	159.12	LT15
1000 0000 PETROBRAS INTL FIN CO DTD 10/30/09 5 75% - 71645WAP6 - MINOR = 45						
SOLD		09/13/2010	1072 10			
ACQ	1000.0000	07/08/2010	1072.10	1030.65	41.45	ST
6000 0000 PFIZER INC DTD 3/24/09 4 45% 03/15/2012 - 717081CZ4 - MINOR = 45						
SOLD		02/04/2010	6396.54			
ACQ	3000 0000	03/17/2009	3198.27	2995 89	202 38	ST
	2000 0000	03/18/2009	2132 18	2033 93	98 25	ST
	1000.0000	06/08/2009	1066 09	1035.92	30.17	ST
1000 0000 PFIZER INC DTD 3/24/09 6 2% 03/15/2019 - 717081DB6 - MINOR = 45						
SOLD		04/07/2010	1123.86			
ACQ	1000 0000	02/05/2010	1123 86	1120.90	2.96	ST
1000 0000 PFIZER INC DTD 3/24/09 6 2% 03/15/2019 - 717081DB6 - MINOR = 45						
SOLD		09/13/2010	1219 99			
ACQ	1000.0000	07/08/2010	1219.99	1186.41	33 58	ST
45 0000 PHILIP MORRIS INTERNATIONAL INC - 718172109 - MINOR = 50						
SOLD		11/23/2010	2641.00			
ACQ	45 0000	01/28/2009	2641.00	1800 97	840 03	LT15
35 0000 PRUDENTIAL FINANCIAL INC COM - 744320102 - MINOR = 50						
SOLD		06/16/2010	2039.76			
ACQ	35 0000	04/17/2007	2039.76	3262.34	-1222.58	LT15
50 0000 SCHLUMBERGER LTD COM - 806857108 - MINOR = 50						
SOLD		12/20/2010	4084 93			
ACQ	50 0000	09/21/2005	4084.93	2114 75	1970 18	LT15



ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 153

RUN 03/01/2011
09 51 12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER: 6704
TRUST ADMINISTRATOR: 258
INVESTMENT OFFICER: 91

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
7000 0000 SUNTRUST BANK ATLANTA		6 375% 04/01/2 - 86787GAB8 - MINOR = 45				
SOLD		12/10/2010	7112.70			
ACQ	5000 0000	02/07/2005	5080.50	5000.00	80.50	LT15
	1000 0000	06/10/2009	1016.10	1000.00	16.10	LT15
	1000 0000	07/08/2010	1016.10	1000.00	16.10	ST
1000 0000 TALISMAN ENERGY INC DTD 6/1/09 7 75% 06/ - 87425EAL7 - MINOR = 45						
SOLD		09/13/2010	1250.70			
ACQ	1000 0000	07/08/2010	1250.70	1235.15	15.55	ST
1000.0000 TENNESSEE VALLEY AUTHORITY SER A PUTABLE - 880591DT6 - MINOR = 30						
SOLD		04/07/2010	1113.91			
ACQ	1000 0000	06/12/2006	1113.91	1028.93	84.98	LT15
1000 0000 TENNESSEE VALLEY AUTHORITY SER A PUTABLE - 880591DT6 - MINOR = 30						
SOLD		09/13/2010	1102.55			
ACQ	1000.0000	06/08/2009	1102.55	1076.49	26.06	LT15
1000.0000 TENNESSEE VALLEY AUTHORITY SER A PUTABLE - 880591DT6 - MINOR = 30						
SOLD		11/08/2010	1096.25			
ACQ	1000 0000	06/08/2009	1096.25	1069.69	26.56	LT15
85.0000 THERMO ELECTRON CORP - 883556102 - MINOR = 50						
SOLD		06/16/2010	4539.77			
ACQ	85.0000	10/03/2008	4539.77	4445.14	94.63	LT15
250 0000 THORNBURG INTL VALUE FD CL I #209 - 885215566 - MINOR = 64						
SOLD		12/20/2010	7045.00			
ACQ	250.0000	05/28/2009	7045.00	5325.00	1720.00	LT15
65.0000 TIFFANY & CO - 886547108 - MINOR = 50						
SOLD		06/16/2010	2897.00			
ACQ	65.0000	05/08/2008	2897.00	2768.73	128.27	LT15
45.0000 TIFFANY & CO - 886547108 - MINOR = 50						
SOLD		11/23/2010	2591.50			
ACQ	45.0000	05/08/2008	2591.50	1916.81	674.69	LT15
1000.0000 TIME WARNER CABLE 6.75% 07/01/2018 - 88732JAL2 - MINOR = 45						
SOLD		04/07/2010	1113.89			
ACQ	1000.0000	08/11/2009	1113.89	1093.14	20.75	ST
6000.0000 US BANK NA 6 375% DTD 7/26/01 DUE 8/1/2011 - 90333WAA6 - MINOR = 45						
SOLD		04/29/2010	6374.46			
ACQ	5000.0000	02/07/2005	5312.05	5127.48	184.57	LT15
	1000.0000	06/08/2009	1062.41	1042.29	20.12	ST
1000.0000 UNITED STATES TREASURY BOND 6 25% DTD 8/16/93 DUE 8/15/2023 - 912810EQ7 - MINOR = 30						
SOLD		09/13/2010	1321.21			
ACQ	1000.0000	06/10/2009	1321.21	1154.07	167.14	LT15
1000.0000 UNITED STATES TREASURY BOND 6.25% DTD 8/16/93 DUE 8/15/2023 - 912810EQ7 - MINOR = 30						
SOLD		11/08/2010	1339.49			
ACQ	1000 0000	06/10/2009	1339.49	1152.78	186.71	LT15
6000.0000 UNITED STATES TREASURY N/B DTD 02/15/08 - 912810PW2 - MINOR = 30						
SOLD		05/19/2010	6168.76			
ACQ	3000 0000	01/30/2009	3084.38	3410.71	-326.33	LT15
	3000 0000	06/08/2009	3084.38	2886.92	197.46	ST
2021 7800 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/15/08 1.375% 07/15/2018 - 912828JE1 - MINOR = 30						
SOLD		09/13/2010	2126.18			
ACQ	2021 7800	07/08/2010	2126.18	2072.35	53.83	ST
1000.0000 UNITED STATES TREASURY N/B DTD 2/28/09 - 912828KE9 - MINOR = 30						
SOLD		11/08/2010	1002.11			
ACQ	1000 0000	07/08/2010	1002.11	1000.00	2.11	ST
7000 0000 UNITED STATES TREASURY N/B DTD 2/28/09 - 912828KE9 - MINOR = 30						
SOLD		12/10/2010	7010.67			
ACQ	6000 0000	05/19/2010	6009.15	6000.00	9.15	ST
	1000 0000	12/07/2010	1001.52	1000.00	1.52	ST
27000.0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		01/11/2010	26929.34			
ACQ	27000.0000	12/14/2009	26929.34	26963.09	-33.75	ST
1000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		04/07/2010	997.54			
ACQ	1000.0000	02/09/2010	997.54	1000.36	-2.82	ST
6000.0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		04/26/2010	5996.96			
ACQ	3000 0000	02/09/2010	2998.48	3001.04	-2.56	ST
	3000 0000	04/21/2010	2998.48	2997.42	1.06	ST
44000.0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		07/08/2010	44149.53			
ACQ	44000.0000	06/21/2010	44149.53	44118.10	31.43	ST
13000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		08/09/2010	13062.46			
ACQ	13000.0000	06/21/2010	13062.46	13032.72	29.74	ST
10000.0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		11/08/2010	10051.17			
ACQ	10000 0000	09/13/2010	10051.17	10037.89	13.28	ST
4000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		11/16/2010	4018.28			
ACQ	1000 0000	05/10/2010	1004.57	1000.21	4.36	ST
	3000 0000	06/21/2010	3013.71	3005.99	7.72	ST
19000.0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		12/07/2010	19085.35			
ACQ	19000.0000	11/23/2010	19085.35	19086.43	-1.08	ST
6000.0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30						
SOLD		12/10/2010	6024.61			
ACQ	6000 0000	11/23/2010	6024.61	6027.07	-2.46	ST

ACCT H705 1255000054
FROM 01/01/2010
TO 12/31/2010

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
LILLIAN MCGOWIN FOUNDATION

PAGE 154

RUN 03/01/2011
09:51:12 AM

TRUST YEAR ENDING 12/31/2010

TAX PREPARER: 6704
TRUST ADMINISTRATOR 258
INVESTMENT OFFICER 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
1000 0000 UNITED STATES TREASURY N/B DTD 08/16/201 - 912828NU0 - MINOR = 30						
SOLD		11/08/2010	1007.27			
ACQ	1000 0000	09/13/2010	1007.27			
				997 50	9.77	ST
35.0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 50						
SOLD		12/20/2010	2760 75			
ACQ	35 0000	10/26/2005	2760.75			
				1795 25	965.50	LT15
245 0000 XTO ENERGY CORP - 98385X106 - MINOR = 50						
SOLD		01/06/2010	11653 25			
ACQ	245.0000	02/20/2008	11653.25			
				14139 63	-2486 38	LT15
75 0000 TRANSOCEAN LTD - H8817H100 - MINOR = 50						
SOLD		08/13/2010	4092.88			
ACQ	75 0000	11/19/2009	4092.88			
				6528 20	-2435.32	ST
0000 SECURITIES LITIGATION SETTLEMENT PROCEEDS - LITIGATION						
SOLD		06/24/2010	56.83			
ACQ			56.83			
					56 83	LT15
CHANGED 08/25/10 DGJ						
.0000 SECURITIES LITIGATION SETTLEMENT PROCEEDS - LITIGATION						
SOLD		10/21/2010	17 08			
ACQ			17.08			
					17 08	LT15
CHANGED 11/16/10 DGJ						
.0000 SECURITIES LITIGATION SETTLEMENT PROCEEDS - LITIGATION						
SOLD		12/03/2010	25.91			
ACQ			25.91			
					25.91	LT15
CHANGED 12/23/10 DGJ						
TOTALS			599623.61	600362.17		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	460.35	0 00	-1198 91	0.00	0.00	0 00*
COMMON TRUST FUND	0 00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0 00	0.00	888 74			0.00
	460 35	0.00	-310.17	0.00	0.00	0.00
STATE						
SUBTOTAL FROM ABOVE	460.35	0.00	-1198.91	0.00	0 00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	888.74			0 00
	460 35	0.00	-310.17	0 00	0.00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
ALABAMA	N/A	N/A

THE LILLIAN C. MCGOWIN FOUNDATION

Post Office Box 421
Mobile, Alabama 36601
205/433-2467

APPLICATION FORM

Applications must be submitted prior to the DECEMBER 1st DEADLINE to receive consideration by The Foundation's Review Committee.

Please type answer to each question concisely within the space provided. Do not extend response onto separate sheet.

Submit original of the completed application form along with a brief covering letter.

Date _____

ORGANIZATION NAME: _____

ADDRESS: _____

CONTACT: _____
Name Title Phone

Signature of President

Signature of Director

Type

Type

PROPOSAL INFORMATION

1. Briefly describe the purpose for which you are seeking funds:

ORGANIZATION INFORMATION

5. Briefly describe your organization and its primary objectives:

6. Date established _____
Number of paid employees: _____
Number of volunteers: _____

7. Current annual budget \$ _____; amount budgeted for administration \$ _____ (staff and support costs).

8. Total financial support received last fiscal year \$ _____.

Sources of this support:

Membership & Individual Contributions \$ _____;

United Way \$ _____

Fund Raising Benefits \$ _____

Ticket Sales & Fees \$ _____

*Corporations, Government Programs and Foundations \$ _____

*Identify and indicate dollar amount of support from each during last fiscal year.

<u>Source</u>	<u>Amount</u>	<u>Source</u>	<u>Amount</u>
---------------	---------------	---------------	---------------

9. Amount raised through fund raising activities last year (include membership drives, benefits, etc.) \$ _____; identify the cost you incurred in raising those funds (include salaries, brochures mailings, professional services, grant writing) \$ _____.

10. List previous grant applications to The Lillian C. McGowin Foundation during the last five years:

<u>Date</u>	<u>Purpose</u>	<u>Amount</u>	<u>Amount</u>
<u>Application</u>	<u>Program/Capital/Operating</u>	<u>Requested</u>	<u>Approved</u>

11. Attach single copies of the following:

- ___ Current Financial Statement
- ___ Organization/Project Budget
- ___ List of Officers & Board Members
- ___ Copy of IRS 501(c)(3) Tax Exemption

2. Briefly describe your organization and its record of accomplishment

3. The amount sought from The Foundation in relation to the total organization/project need:

4. Specifically, how Foundation funds would be used and whom it would benefit:

LILLIAN C. MCGOWIN FOUNDATION
LIST OF 2010 CONTRIBUTIONS

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE OF CONTRIBUTION	AMOUNT
Bellingrath Gardens and Home 12401 Bellingrath Garden Road Theodore, AL 36582	none	501(c)(3)	to assist organization with its charitable purpose	2000
United Methodist Children's Home P.O. Box 6845 Mobile, AL 36660	none	501(c)(3)	to assist organization with its charitable purpose	2500
United Way P.O. Drawer 89 Mobile, AL 36601	none	501(c)(3)	to assist organization with its charitable purpose	1000
Church of the Epiphany P.O. Box 517 Guntersville, AL 35976	none	501(c)(3)	to assist organization with its charitable purpose	12000
Dumas Wesley Community Center 126 Mobile St. Mobile, AL 36670	none	501(c)(3)	to assist organization with its charitable purpose	1000
Salvation Army P.O. Box 1025 Mobile, AL 36633	none	501(c)(3)	to assist organization with its charitable purpose	2000
American Red Cross Post Office Box 1764 Mobile, AL 36633-1764	none	501(c)(3)	to assist organization with its charitable purpose	1000
Dauphin Island Methodist Church P.O. Box 6845 Mobile, AL 36660	none	501(c)(3)	to assist organization with its charitable purpose	2000
American Cancer Society 917 Western America Circle #104 Mobile, AL 36609	none	501(c)(3)	to assist organization with its charitable purpose	1000
Dauphin Way United Methodist P.O. Box 6845 Mobile, AL 36660	none	501(c)(3)	to assist organization with its charitable purpose	15500
Mobile Area Food Bank 5248 South Mobile Street Mobile, AL	none	501(c)(3)	to assist organization with its charitable purpose	2000

Boy Scouts of America 2587 Government St Mobile, AL 36606	none	501(c)(3)	to assist organization with its charitable purpose	1000
Compassionate Friends 355 Morgan Street Mobile, AL 36604	none	501(c)(3)	to assist organization with its charitable purpose	1000
Victory Health Partners P. O. Box 851717 Mobile, AL 36685	none	501(c)(3)	to assist organization with its charitable purpose	2000
Museum of Mobile 355 Government St Mobile, AL 36602	none	501(c)(3)	to assist organization with its charitable purpose	2000
Child Advocacy Center 1351 Springhill Ave Mobile, AL 36604	none	501(c)(3)	to assist organization with its charitable purpose	2000
St. Stephens Society,DI UMC P.O. Box 6845 Mobile, AL 36660	none	501(c)(3)	to assist organization with its charitable purpose	4000
United Methodist Inner City Mission P.O. Box 9082 Mobile, AL 36691	none	501(c)(3)	to assist organization with its charitable purpose	2000
Weeks Bay Foundation P.O. Box 731 Fairhope, AL 36533	none	501(c)(3)	to assist organization with its charitable purpose	2000
St Paul's Episcopal School 161 Dogwood Lane Mobile, AL 36608	none	501(c)(3)	to assist organization with its charitable purpose	2000
Drug Education Council 954 Government St Mobile, AL 36604	none	501(c)(3)	to assist organization with its charitable purpose	1000
Senior Bowl Charities P.O. Box 148 Mobile, AL 36633	none	501(c)(3)	to assist organization with its charitable purpose	550
Richards DAR House Museum 256 N Joachim St. Mobile, AL 36603	none	501(c)(3)	to assist organization with its charitable purpose	2000
Community Foundation of South AL 212 St Joseph St. Mobile, AL 36602	none	501(c)(3)	to assist organization with its charitable purpose	100

Southeastern Diabetes Education 500 Chase Park S #104 Hoover, AL 35244	none	501(c)(3)	to assist organization with its charitable purpose	1000
Exploreum 1906 Springhill Ave Mobile, AL 36607	none	501(c)(3)	to assist organization with its charitable purpose	1000
Earth Day Mobile Bay P.O. Box 129 Mobile, AL 36533	none	501(c)(3)	to assist organization with its charitable purpose	2000
YMCA of South Alabama 951 Downtowner Blvd Mobile, AL 36609	none	501(c)(3)	to assist organization with its charitable purpose	1000
Nature Conservancy 806 D St South Birmingham, AL 35205	none	501(c)(3)	to assist organization with its charitable purpose	1000
Young Life 7171 Cottage Hill Rd Mobile, AL 36695	none	501(c)(3)	to assist organization with its charitable purpose	1000
Young Leaders of America 273 Azalea Rd Mobile, AL 36609	none	501(c)(3)	to assist organization with its charitable purpose	150
Mobile Botanical Gardens 5151 Museum Drive Mobile, AL 36608	none	501(c)(3)	to assist organization with its charitable purpose	<u>1000</u>
TOTAL				<u>71800</u>