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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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

Name of foundation
CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

A Employer identification number
63-6181261

Number and street (or P O box number if mail is not delivered to street address) P O DRAWER 1628 | Room/suite

B Telephone number (see page 10 of the instructions)
(251) 690-1411

City or town, state, and ZIP code
MOBILE, AL 366331628

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 18,445,324

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	458,561	458,561		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	317,709			
	b	Gross sales price for all assets on line 6a 5,939,518				
	7	Capital gain net income (from Part IV, line 2)		317,709		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	5,498	1,662		
	12	**Total.** Add lines 1 through 11	781,768	777,932		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	129,962	129,962		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,695	0		2,695
	c	Other professional fees (attach schedule)				
	17	Interest	1	0		0
	18	Taxes (attach schedule) (see page 14 of the instructions)	14,570	2,470		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,135	0		3,135
	24	**Total operating and administrative expenses.** Add lines 13 through 23	150,363	132,432		5,830
	25	Contributions, gifts, grants paid	780,838			780,838
	26	**Total expenses and disbursements.** Add lines 24 and 25	931,201	132,432		786,668
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-149,433			
	b	**Net investment income** (if negative, enter -0-)		645,500		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	16,977	434,997	434,997
3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	3,545,446	3,286,275	3,368,366
b	Investments—corporate stock (attach schedule)	7,672,738	6,400,492	9,206,385
c	Investments—corporate bonds (attach schedule)	2,759,314	2,593,070	2,727,963
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	1,065,000	2,198,640	2,707,613
14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	15,059,475	14,913,474	18,445,324
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	15,059,475	14,913,474	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	0	0	
30	**Total net assets or fund balances** (see page 17 of the instructions)	15,059,475	14,913,474	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	15,059,475	14,913,474	

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	15,059,475
2	Enter amount from Part I, line 27a	2	-149,433
3	Other increases not included in line 2 (itemize) ▶	3	3,432
4	Add lines 1, 2, and 3	4	14,913,474
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	14,913,474

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)
1 a	PUBLICLY TRADED SECURITIES	P		2010-06-15
b	CAPITAL GAINS DIVIDENDS	P		
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,933,344		5,621,809	311,535
b	6,174			6,174
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				311,535
b				6,174
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	317,709
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	952,560	16,006,779	0 059510
2008	967,929	18,947,085	0 051086
2007	950,604	20,914,856	0 045451
2006	948,885	19,717,338	0 048124
2005	936,732	19,334,376	0 048449

2	**Total** of line 1, column (d).	2	0 252620
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050524
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	17,166,491
5	Multiply line 4 by line 3.	5	867,320
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,455
7	Add lines 5 and 6.	7	873,775
8	Enter qualifying distributions from Part XII, line 4.	8	786,668

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	12,910
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3	Add lines 1 and 2		3	12,910
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	12,910
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 15,701		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	15,701
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	2,791
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 2,791	**Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ 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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶N/A

14 The books are in care of ▶REGIONS BANK TRUST DEPARTMENT Telephone no ▶(251) 690-1411

Located at ▶11 NORTH 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 | |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		No

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
REGIONS BANK PO DRAWER 1628 MOBILE, AL 366331628	TRUSTEE 2 10	129,962	0	0
MABEL B WARD PO DRAWER 1628 MOBILE, AL 366331628	DISTR COMM 0 15	0	0	0
GILBERT F DUKES JR 3800 AIRPORT BLVD MOBILE, AL 36608	DISTR COMM 0 38	0	0	0
JOHN C JOHNSON PO DRAWER 1628 MOBILE, AL 366331628	DISTR COMM 0 15	0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	**1a**	17,136,821
b	Average of monthly cash balances	**1b**	291,089
c	Fair market value of all other assets (see page 24 of the instructions)	**1c**	0
d	**Total** (add lines 1a, b, and c)	**1d**	17,427,910
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**	17,427,910
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	**4**	261,419
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	**5**	17,166,491
6	**Minimum investment return.** Enter 5% of line 5	**6**	858,325

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

1	Minimum investment return from Part X, line 6			**1**	858,325
2a	Tax on investment income for 2010 from Part VI, line 5	**2a**	12,910		
b	Income tax for 2010 (This does not include the tax from Part VI)	**2b**			
c	Add lines 2a and 2b			**2c**	12,910
3	Distributable amount before adjustments Subtract line 2c from line 1			**3**	845,415
4	Recoveries of amounts treated as qualifying distributions			**4**	0
5	Add lines 3 and 4			**5**	845,415
6	Deduction from distributable amount (see page 25 of the instructions)			**6**	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			**7**	845,415

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	**1a**	786,668
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**	786,668
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	**5**	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	**6**	786,668

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				845,415
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			780,837	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 786,668				
a Applied to 2009, but not more than line 2a			780,837	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				5,831
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).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				839,584
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . .				
e Excess from 2010. . . .				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

REGIONS BANK ATTN ROGER COLE
PO DRAWER 1628
MOBILE, AL 366331628
(251) 431-8309

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

NO PRESCRIBED FORM

c Any submission deadlines

NONE

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

ONLY SECTION 501(C)(3) ORGANIZATIONS THAT ARE NOT PRIVATE FOUNDATIONS AND WHICH ARE LOCATED IN THAT PART OF SOUTHWEST ALABAMA, INCLUDING THE COUNTIES OF BALDWIN, CLARKE, ESCAMBIA, MOBILE, MONROE, AND WASHINGTON

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				780,838
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	458,561	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	1,662	
8 Gain or (loss) from sales of assets other than inventory			18	317,709	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a FEDERAL EXCISE TAX REFUND 2007					3,836
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		777,932	3,836

13 **Total.** Add line 12, columns (b), (d), and (e). 13 781,768

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
11A	REFUND OF 2009 FEDERAL EXCISE TAX

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. . . . . ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

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

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature GILBERT F DUKES JR	Date 2011-05-05	Check if self-employed ☐	PTIN
Firm's name ▸ SMITH DUKES & BUCKALEW LLP		Firm's EIN ▸	
Firm's address ▸ 3800 AIRPORT BLVD MOBILE, AL 366081667		Phone no (251) 343-1200	

Additional Data

Software ID:
Software Version:
EIN: 63-6181261
Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALABAMA SCHOOL OF MATHEMATICS AND SCIENCE FOUNDATION 1255 DAUPHIN STREET MOBILE,AL 36604		PUBLIC	REPAIRS TO CAMPUS BUILDINGS	10,000
AMERICA'S JUNIOR MISS 751 GOVERNMENT STREET MOBILE,AL 36602		PUBLIC	SCHLORSHIP FOR ASSISTANCE IN MARKETING COMMUNICATION PROGRAM	10,000
BAY AREA FOOD BANK 5248 MOBILE STREET SOUTH THEODORE,AL 36582		PUBLIC	WAREHOUSE RENOVATIONS	10,000
BOYS AND GIRLS CLUBS OF SOUTH ALABAMA 1102 GOVERNMENT STREET MOBILE,AL 36604		PUBLIC	MUSIC EDUCATION PROGRAM	20,000
CLARKE COUNTY DEVELOPMENT FOUNDATION PO BOX 305 THOMASVILLE,AL 36784		PUBLIC	HOME INSTRUCTIONS FOR PARENTS OF PRESCHOOL YOUNGSTER	10,000
COMMUNITY SERVICE FOR VISION REHIBITATION 3280 DAUPHIN STREET MOBILE,AL 36606		PUBLIC	ADAPTIVE EQUIPMENT ACCOUNT	20,000
DAUPHIN ISLAND SEA LAB FOUNDATION 101 BIENVILLE BLVD DAUPHIN ISLAND,AL 36528		PUBLIC	COMPUTER LAB FOR DISCOVERY HALL PROGRAMS	24,700
DEARBORN YMCA 321 N WARREN STREET MOBILE,AL 36603		PUBLIC	OPERATIONAL SUPPORT	16,000
EXPLORE CENTER INC 65 GOVERNMENT STREET MOBILE,AL 36602		PUBLIC	EDUCATIONAL PROGRAMS AND ACTIVITIES AT THE CENTER	30,000
GIRL SCOUTS OF SOUTHERN ALABAMA 3483 SPRING HILL AVANUE MOBILE,AL 36608		PUBLIC	MIX IT UP DAY CAMP	5,000
IMPACT ALABAMA 1901 6TH AVE N SUITE 2400 BIRMINGHAM,AL 35208		PUBLIC	FOCUSFIRST VISION PROBLEMS IN CHILDREN	5,000
L'ARCHE MOBILE INC 151 S ANN STREET MOBILE,AL 36604		PUBLIC	SUPPLIES FOR CORE MEMBERS	10,000
LITTLE SISTERS OF THE POOR 1655 MCGILL AVENUE MOBILE,AL 36604		PUBLIC	PURCHASE OF FIRE ALARM/LIFE SAFETY SYSTEM	25,000
MCGILLTOOLEN CATHOLIC HIGH SCHOOL 1501 OLD SHELL ROAD MOBILE,AL 36604		PUBLIC	GIFT FOR KNOWLEDGE FOR THE LOVE OF GOD PROGRAM CAPITAL CAMPAIGN	75,000
MERCY MEDICAL 101 VILLA DR DAPHNE,AL 36526		PUBLIC	PACE PROGRAM	15,000
Total . . . . ▶ **3a**				780,838

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MOBILE BALLET 4351 DOWNTOWNER LOOP N MOBILE, AL 36609		PUBLIC	FUNDING DISCOVER DANCE SERIES	5,000
MOBILE MUESEUM OF ART 4850 MUSEUM DRIVE MOBILE, AL 36608		PUBLIC	CAPITAL FUND PROGRAM DEBT REDUCTION	50,000
MOBILE OPERA 257 DAUPHIN STREET MOBILE, AL 36602		PUBLIC	EDUCATIONAL PROGRAM	5,000
MULHERIN CUSTODIAL HOMES 2496 HALLS MILL ROAD MOBILE, AL 36606		PUBLIC	OPERATIONAL EXPENSES OR CAPITAL IMPROVEMENTS	10,000
PENELOPE HOUSE FAMILY VIOLENCE CENTER PO BOX 9127 MOBILE, AL 36691		PUBLIC	SCHOOL BASED PREVENTION EDUCATION PROGRAM	5,000
PRICHARD PREPARATORY SCHOOL 2530 SHELTON BEACH RD EIGHT MILE, AL 36613		PUBLIC	TUITION ASSISTANCE & LIBRARY MATERIALS	50,000
PRODISEE PANTRY INC 6530 SPANISH FORT BLVD SPANISH FORT, AL 36527		PUBLIC	CAPITAL CONSTRUCTION CAMPAIGN	25,000
PROVIDENCE HOSPITAL FOUNDATION 6801 AIRPORT BLVD MOBILE, AL 36608		PUBLIC	ANNUAL INSTALLMENTS FOR CAPITAL FUND PLEDGE	5,000
PROVIDENCE HOSPITAL FOUNDATION PO BOX 850429 MOBILE, AL 36685		PUBLIC	ECHO/CASCULAR ULTRASOUND FOR CARDIOLOGY UNIT	20,000
SALVATION ARMY NEEDIST PO BOX 1025 MOBILE, AL 36633		PUBLIC	IN MEMORY OF KATHARINE C COCHRANE	20,000
SENIOR CITIZENS SERVICES 1717 DAUPHIN STREET MOBILE, AL 36604		PUBLIC	PHASE II BRIDGING GENERATIONS CAPITAL CAMPAIGN	10,000
SERENITY CARE INC 1951-B DAWES ROAD MOBILE, AL 36695		PUBLIC	PURCHASE COMPUTER, PRINTER & SOFTWARE	1,200
SOUTH ALABAMA BOTANICAL AND HORTICULTURAL SOCIETY 5151 MUSEUM DRIVE MOBILE, AL 36608		PUBLIC	INFRASTRUCTURE PROGRAM	10,000
SOUTH BALDWIN CHAMBER FOUNDATION 104 MCKENZIE STREET FOLEY, AL 36536		PUBLIC	THE BRIDGES TO SUCCESS PROJECT	10,000
SOUTHEASTERN DIABETES EDUCATION SERVICES 500 CHASE PARK SOUTH SUITE 104 HOOVER, AL 35244		PUBLIC	DIABETES EDUCATION IN SOUTHWEST ALABAMA	5,000
Total . . . . ▶ **3a**				780,838

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ST JUDE CHILDREN'S RESEARCH HOSPITAL 505 N PARKWAY MEMPHIS,TN 38105		PUBLIC	GENERAL SUPPORT	7,500
ST MARY PARISH 1453 OLD SHELL ROAD MEMPHIS,AL 36604		PUBLIC	SISTERS OF MERCY BUILDING EXPANSION PROGRAM	20,000
ST PAUL'S EPISCOPAL SCHOOL 161 DOGWOOD LANE MOBILE,AL 36608		PUBLIC	BUILDING & EQUIPPING A TECHNOLOGY & WRITING CENTER	32,932
THE MOBILE ARTS COUNCIL 316 DAUPHIN STREET MOBILE,AL 36602		PUBLIC	OPERATIONAL SUPPORT	1,000
THE MOBILE ASSOCIATION FOR THE BLIND 2440 GORDON SMITH DRIVE MOBILE,AL 36616		PUBLIC	PURCHASE OF A PLASTIC BAG MACHINE	10,000
THE MOBILE SYMPHONY 257 DAUPHIN STREET MOBILE,AL 36602		PUBLIC	YOUNG PEOPLE'S CONCERTS AND STRINGS PROGRAM	5,000
THE NATURE CONSERVANCY 257 ST FRANCIS STREET MOBILE,AL 36602		PUBLIC	SEAGRASS/OYSTER BED RESTORATION	15,000
UNIVERSITY OF MOBILE 5735 COLLEGE PKWY MOBILE,AL 36613		PUBLIC	THE CRAMPTON TRUST SCHLORSHIP IN NURSING GRANT	25,000
UNIVERSITY OF SOUTH ALABAMA 307 UNIVERSITY BLVD NORTH MOBILE,AL 36688		PUBLIC	GIFT TO THE CRAMPTON CHAIR OF GERONTOLOGY ENDOWNMENT	27,506
UNIVERSITY OF SOUTH ALABAMA 307 UNIVERSITY BLVD NORTH MOBILE,AL 36688		PUBLIC	MEDICAL SCHOOL SCHOLARSHIP	90,000
YMCA OF SOUTH ALABAMA 101 N WATER STREET MOBILE,AL 36602		PUBLIC	BIG BROTHERS/BIG SISTERS PROGRAM	10,000
YMCA OF SOUTH ALABAMA 6001 GRELOT ROAD MOBILE,AL 36609		PUBLIC	MOORER YMCA SUMMER CAMP PROGRAM	5,000
YOUNG LEADER OF AMERICA 273 AZALEA ROAD MOBILE,AL 36609		PUBLIC	IMPLEMENTATION OF TEACH ONE TO LEAD ONE LEADERSHIP P	10,000
YOUNG LIFE 7171 COTTAGE HILL ROAD MOBILE,AL 36695		PUBLIC	GENERAL SUPPORT	5,000
Total . . . . ▶ **3a**				780,838

TY 2010 Accounting Fees Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMITH, DUKES & BUCKALEW -- TAX RETURN PREPARATION	2,545	0		2,545
REGIONS BANK - TAX PRO	150	0		150

TY 2010 Investments Corporate Bonds Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Name of Bond	End of Year Book Value	End of Year Fair Market Value
110,000 CREDIT SUISSE 5.5% 05/01/14	114,426	120,631
116,000 GE CO 5% 02/01/13	117,519	124,001
170,000 GE CAP CORP 2.2% 06/08/12	170,609	173,806
173,000 GOLDMAN SACHS 1.625% 07/15/11	173,135	174,237
201,000 JOHN DEERE CAP 2.875% 06/19/12	201,963	207,681
338,000 CITIGROUP INC 2.25% 12/10/12	342,321	347,670
57,000 CATERPILLAR INC 7.9% 12/15/18	57,113	73,362
58,000 HESS CORP 8.125% 02/15/19	68,337	73,275
54,000 TALSMAN ENERGY 7.75% 06/01/19	62,495	66,666
66,000 MERRILL LYNCH CO 6.875% 04/25/18	65,760	72,228
67,000 AT&T INC 5.6% 05/15/18	66,238	74,755
67,000 ORACEL CORP 5.75% 04/15/18	68,219	76,645
67,000 VERIZON COMMUN 5.55% 02/15/16	67,637	75,102
68,000 GOLDMAN SACHS 6% 05/01/14	69,617	74,912
56,000 TIME WARNER 6.75% 07/01/18	60,990	65,278
65,000 COMCAST CORP 5.7% 07/01/19	65,704	71,062
63,000 TARGET CORP 5.375% 05/01/17	61,613	70,603
65,000 WACHOVIA CORO 5.75% 06/15/17	57,045	71,958
68,000 PETROBRAS INTL 5.75% 01/20/20	67,939	70,555
60,000 KRAFT FOODS 4.125% 02/09/16	60,088	62,983
60,000 DIRECTV HDGS 3.55% 03/15/15	62,184	60,955
65,000 BB&T CORP 3.85% 07/27/12	67,450	67,619
65,000 BARCLAYS BK 3.9% 04/07/15	65,081	67,025
64,000 CITIGROUP INC 6% 12/31/13	69,825	69,935
60,000 GOLDMAN SACHS GROUP 7.5% 02/15/19	65,760	69,959
62,000 PRUDENTIAL FINL 4.5% 11/15/20	61,593	60,633
58,000 CSX CORP 6.25% 04/01/15	64,153	65,913
67,000 CA INC 5.37% 12/01/19	68,301	69,271
50,000 HP CO 2.2% 12/01/15	49,955	49,243

TY 2010 Investments Corporate Stock Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO - - 1,500 SHS	113,232	129,450
ABBOTT LABS -- 3,000	138,707	143,730
ALLERGAN INC - - 2,000 SHS	110,860	137,340
ALTRIA GROUP -- 2,000	11,634	49,240
AMERICAN EXPRESS -- 3,000	23,064	128,760
APACHE CORP. - 1,500	83,324	178,845
BANK OF AMERICA CORP - 7,000	106,878	93,380
BARRICK GOLD CORP -- 2,000	45,810	106,360
BLACK WARRIOR COAL CO -- 250	86,345	23,549
BRISTOL MYERS SQUIBB -- 2,000	31,111	52,960
CHEVRONTEXACO INC -- 2,000	119,119	182,500
CISCO SYS INC. - 6,000	98,420	121,380
COCA COLA CO -- 2,000	43,750	131,540
CONOCO/PHILLIPS -- 1,500	15,152	102,150
COSTCO WHSL -- 1,000	54,464	72,210
CVS/CAREMARK CORP - 3,000	94,200	104,310
DOMINION RES INC -- 2,000	24,920	85,440
DU PONT EI DE NEMOURS -- 2,000	49,989	99,760
DUKE ENERGY CORP. - 2,500	35,585	44,525
EATON CORP - 2,000	166,033	203,020
EMC CORP. MASS. - - 8,000	104,606	183,200
EXXON MOBIL CORP -- 2,500	39,102	182,800
FREEPORT-MCMORAN - - 1000 SHS	61,590	120,090
GOLDMAN SACHS INC - 900	124,306	151,344
HALLIBURTON CO - 5,000	219,386	204,150
HESS CORP - 2,500	140,425	191,350
INTEL CORP -- 7,500	28,711	157,725
JOHNSON & JOHNSON -- 2,500	28,066	154,625
JP MORGAN CHASE & CO -- 3,500	66,946	148,470
JUNIPER NETWORKS INC - 5,500	144,513	203,060

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT CORP. - 6,000	163,920	167,460
MONSANTO CO - 1,300	94,298	90,532
NEMONT MINING CORP. - 2,000	56,560	122,860
NORFOLK SOUTHERN - 2,500	155,137	157,050
NORTHROP GRUMMAN -- 1,500	51,431	97,170
NUCOR CORP --2,000	107,130	87,640
ORACLE CORP - 6,500	127,324	203,450
PEPSICO INC. - 2,000	86,740	130,660
PFIZER -- 2,000	7,386	35,020
PHILLIP MORRIS IMTL INC - 2,500	44,934	146,325
PROCTER & GAMBLE -- 2,500	31,379	160,825
PRUDENTIAL FINL INC - 2,000	97,120	117,420
QUALCOMM INC - - 3,500	148,745	173,215
RAYTHEON -- 1,500	47,231	69,510
ROBERT HALF INTL INC - 5,000	121,026	153,000
SCHLUMBERGER LTD -- 2,500	34,944	208,750
SOUTHERN CO -- 4,000	107,789	152,920
STATE STREET CORP - 3,500	145,075	162,190
STRYKER CORP - - 2,500 SHS	156,012	134,250
TEVA PHARMACEUTICAL - 2,500	116,467	130,325
THERMO FISHER INC - 3,000	127,634	166,080
TIFFANY & COMPANY - 3,000	127,787	186,810
TRAVELERS CO - 3,000	143,480	167,130
UNION PACIFIC -- 1,500	28,480	138,990
UNITED TECH CORP - - 2,000 SHS	128,998	157,440
VERIZON COMMUNICATIONS -- 5,000	115,948	178,900
WAL MART STORES - 2,500	143,596	134,825
WALGREEN CO - 3,000	106,650	116,880
ZIMMER HOLDINGS - 1,000	7,881	53,680
MATTEL INC-- 5,500	119,238	139,865

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MCGRAW HILL INC-- 4,500	151,717	163,845
STAPLES INC-- 5,500	129,769	125,235
VF CORP--1,500	109,428	129,270
VISA INC-- 1,600	135,317	112,608
MERCK & CO-- 3,000	103,709	108,120
CATERPILLAR INC-- 2,200	116,930	206,052
GENERAL ELECTRIC CO-- 7,000	129,691	128,030
AUTO DESK INC-- 4,000	110,147	152,800
NEXTRA ENERGY INC-- 1,000	53,196	51,990

TY 2010 Investments Government Obligations Schedule

Name:	CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE
EIN:	63-6181261
US Government Securities - End of Year Book Value:	3,286,275
US Government Securities - End of Year Fair Market Value:	3,368,366
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2010 Investments - Other Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMER EUROPACIFIC GRTH FD - 13,933	AT COST	481,000	575,862
ARTISAN MID CAP VALUE FD - 14,675	AT COST	207,000	294,670
ARTISAN SMALL CAP VALUE FD - 17,850	AT COST	227,000	300,775
BUFFALO SMALL CAP FD - 11,388	AT COST	227,000	298,487
MFS RESH INTL FD - 4366.812	AT COST	50,000	68,515
THORNBURG INTL VALUE FD - 20,688	AT COST	496,000	592,500
BLACKROCK US OPPORTUNITIES FD-- 7,689	AT COST	266,000	317,324
ISHARES RUSSELL 1000 FD-- 4,000	AT COST	244,640	259,480

TY 2010 Other Expenses Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
D & O INSURANCE	3,135	0		3,135

TY 2010 Other Income Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SECURITY LITIGATION PROCEEDSS	1,662	1,662	1,662
FEDERAL EXCISE TAX REFUND 2007	3,836		3,836

TY 2010 Other Increases Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Amount
BOOK/TAX TIMING DIFFERENCE	3,432

TY 2010 Taxes Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN WITHHOLDING TAXES	2,470	2,470		0
EXCISE TAX PAYMENTS	12,100	0		0