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 05/01 **, 2010, and ending** 04/30, 20 11

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
WILLARD & FRANCES HENDRIX 52-3619440

A **Employer identification number**
62-6158855

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 1908

Room/suite

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

City or town, state, and ZIP code
ORLANDO, FL 32802-1908

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: [X] 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*) ▶ $ 5,227,659.

J Accounting method: [X] 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)	87,896.			
	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	47,141.	50,742.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-8,258.			
	b Gross sales price for all assets on line 6a 329,852.				
	7 Capital gain net income (from Part IV, line 2)		313,600.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	12,678.	130,949.		STMT 2
	12 **Total.** Add lines 1 through 11	139,457.	495,291.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	4,538.	2,269.		2,269.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule) STMT 4	19,983.	82,105.		19,983.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 5	976.	1,229.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	991.			991.
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	27,738.	85,603.	NONE	24,493.
	25 Contributions, gifts, grants paid	400,773.			400,773.
	26 **Total expenses and disbursements** Add lines 24 and 25	428,511.	85,603.	NONE	425,266.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-289,054.			
	b **Net investment income** (if negative, enter -0-)		409,688.		
	c **Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2010)

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	-178.		
	2	Savings and temporary cash investments	91,558.	22,784.	22,784.
	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			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 6	5,005,760.	4,824,170.	5,204,875.
	14	Land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,097,140.	4,846,954.	5,227,659.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	5,097,140.	4,846,954.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	5,097,140.	4,846,954.	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,097,140.	4,846,954.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,097,140.
2	Enter amount from Part I, line 27a	2	-289,054.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	38,868.
4	Add lines 1, 2, and 3	4	4,846,954.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,846,954.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	313,600.
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	419,924.	4,680,142.	0.08972462801
2008	486,857.	4,688,501.	0.10384065184
2007	470,345.	6,144,974.	0.07654141417
2006	490,227.	6,187,599.	0.07922733842
2005	483,040.	5,995,792.	0.08056316830

2	**Total** of line 1, column (d)	2	0.42989720074
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	0.08597944015
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,880,859.
5	Multiply line 4 by line 3	5	419,654.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,097.
7	Add lines 5 and 6	7	423,751.
8	Enter qualifying distributions from Part XII, line 4	8	425,266.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	4,097.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	
3	Add lines 1 and 2			3	4,097.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	NONE
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-			5	4,097.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,228.		
b	Exempt foreign organizations-tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	2,228.
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** paid by EFTPS ▶			9	1,869.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANK, INC. Telephone no. ▶ (615)748-4879
Located at ▶ PO BOX 305110, NASHVILLE, TN ZIP + 4 ▶ 37230-5110

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		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ 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** N/A
Organizations relying on a current notice regarding disaster assistance check here N/A ▶ ☐

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** 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? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		4,538.	-0-	-0-

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,872,786.
b	Average of monthly cash balances	1b	82,401.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	4,955,187.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,955,187.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	74,328.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,880,859.
6	**Minimum investment return.** Enter 5% of line 5	6	244,043.

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	244,043.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,097.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,097.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	239,946.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	239,946.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	239,946.

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	425,266.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	425,266.
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	4,097.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	421,169.

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				239,946.
2	Undistributed income, if any, as of the end of 2010:				
a	Enter amount for 2009 only			NONE	
b	Total for prior years: 20 08 ,20 ,20		NONE		
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 ... 195,168.				
b	From 2006 ... 208,084.				
c	From 2007 ... 172,478.				
d	From 2008 ... 255,911.				
e	From 2009 ... 190,373.				
f	**Total** of lines 3a through e	1,022,014.			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 425,266.				
a	Applied to 2009, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d	Applied to 2010 distributable amount				239,946.
e	Remaining amount distributed out of corpus	185,320.			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	1,207,334.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
e	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions			NONE	
f	Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	195,168.			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	1,012,166.			
10	Analysis of line 9:				
a	Excess from 2006 ... 208,084.				
b	Excess from 2007 ... 172,478.				
c	Excess from 2008 ... 255,911.				
d	Excess from 2009 ... 190,373.				
e	Excess from 2010 ... 185,320.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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

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

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

SEE STATEMENT 11

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total . . . . ▶ **3a**				400,773.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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	47,141.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-8,258.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b W&W HENDRIX JV			01	12,678.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				51,561.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 51,561.

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

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

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

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

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

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

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

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
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

Signature of officer or trustee SUNTRUST BANK | Date 07/12/2011 | Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN		07/12/2011		P00353001

Firm's name ▶ KPMG LLP — Firm's EIN ▶ 13-5565207

Firm's address ▶ PO BOX 6768 PROVIDENCE, RI 02940-6768 — Phone no 888-942-3272

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization	Employer identification number
WILLARD & FRANCES HENDRIX 52-3619440	62-6158855

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization: WILLARD & FRANCES HENDRIX 52-3619440

Employer identification number: 62-6158855

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HENDRIX CLAT C/O SUNTRUST BANK, P.O BOX 1908 ORLANDO, FL 32802-1908	$ 87,896.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		47,141.	50,742.
	TOTAL	47,141.	50,742.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
W&W HENDRIX JV	12,678.	10,298.
PARTNERSHIP LOSS		-12,818.
HENDRIX COMMON FUND		133,469.
TOTALS	12,678.	130,949.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
HOLTON B & MAYBERRY PC	19,983.		19,983.
EXECUTOR FEES		30,469.	
INVESTMENT MANAGEMENT FEES		38,921.	
INVESTMENT EXPENSES		12,715.	
TOTALS	19,983.	82,105.	19,983.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX	976.	
FOREIGN TAX		1,229.
TOTALS	976.	1,229.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	C	4,824,170.	5,204,875.
TOTALS		4,824,170.	5,204,875.

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

DESCRIPTION		AMOUNT
CTF ADJUSTMENTS		38,868.
	TOTAL	38,868.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
TN

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

OFFICER NAME:
SUNTRUST BANK
ADDRESS:
27TH FLOOR 424 CHURCH ST
NASHVILLE, TN 37238
TITLE:
TRUSTEE, AS REQ'D
COMPENSATION .... 4,538.

OFFICER NAME:
JAMES GOOCH, ESQUIRE
ADDRESS:
AMSOUTH FINANCIAL CENTER
NASHVILLE, TN 37238, TN 37238
TITLE:
TRUSTEE, AS REQ'D

OFFICER NAME:
JANE STAR
ADDRESS:
NASHVILLE, TN
,
TITLE:
TRUSTEE, AS REQ'D

OFFICER NAME:
JAMES HENDRIX
ADDRESS:
NASHVILLE, TN
,
TITLE:
TRUSTEE, AS REQ'D

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

OFFICER NAME:
JOHN ANDERSON
ADDRESS:
NASHVILLE, TN
,
TITLE:
TRUSTEE, AS REQ'D

TOTAL COMPENSATION:	4,538.

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

RECIPIENT NAME:
  CHARLOTTE CSABI
ADDRESS:
  P.O BOX 305110
  NASHVILLE, TN 37230-5110

STATEMENT 11

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

RECIPIENT NAME:
SEE ATTACHED
AMOUNT OF GRANT PAID .... 400,773.

TOTAL GRANTS PAID: 400,773.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust: WILLARD & FRANCES HENDRIX 52-3619440

Employer identification number: 62-6158855

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	69,154.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	16,052.
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	85,206.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			1.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	126,792.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	101,601.
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	228,394.

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

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			85,206.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			228,394.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			313,600.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *on page 7 of the instructions to figure your capital loss carryover.*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: WILLARD & FRANCES HENDRIX 52-3619440

Employer identification number: 62-6158855

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a . SPECIAL SITUATIONS FUND III, L.P.		12/31/2010			42,408.00
. CONSTABLE PARTNERS II, L.P.		12/31/2010			4,833.00
. HENDRIX EQUITY COMMON TRUST FD		12/31/2010			21,913.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 69,154.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: WILLARD & FRANCES HENDRIX 52-3619440

Employer identification number: 62-6158855

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 27. HENDRIX EQUITY COMMON TRUST FD	12/31/2003	06/30/2010	30,518.00	33,725.00	-3,207.00
52. HENDRIX EQUITY COMMON TRUST FD	12/31/2003	09/30/2010	60,929.00	65,176.00	-4,247.00
70. HENDRIX EQUITY COMMON TRUST FD	12/31/2003	11/30/2010	85,200.00	87,737.00	-2,537.00
. SPECIAL SITUATIONS FUND III, L.P.		12/31/2010			-32,128.00
. CONSTABLE PARTNERS II, L.P.		12/31/2010			39,296.00
8. HENDRIX EQUITY COMMON TRUST FD	12/31/2003	12/31/2010	10,192.00	10,027.00	165.00
. HENDRIX EQUITY COMMON TRUST FD		12/31/2010			127,884.00
19. HENDRIX EQUITY COMMON TRUST FD	12/31/2003	02/28/2011	25,359.00	23,793.00	1,566.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 126,792.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
FEDERATED TAX-FREE OBLIG MM-I#15 FFS	1.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		1.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		1.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	16,052.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		16,052.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	101,601.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		101,601.00

STATEMENT 2

311 CASH CONTRIBUTIONS
DISTRIBUTIONS NOT MATCHED TO BENEFICIARY

06/30/10	CASH DISBURSEMENT BEQUEST CHARITABLE QUARTERLY INCOME DISTRIBUTION FROM THE HENDRIX FDN FOR BETHELCOLLEG PAID TO 62-0548913 BETHEL UNIVERSITY DR ROBERT PROSSER 325 CHERRY AVENUE MCKENZIE, TN 38201 TR TRAN#=ZY001039002206 TR CD=147 REG=0 PORT=INC	-31168 20	-31168 20	1006000007 SUB TRUST 3619441 **CHANGED** 11/22/10 SXH
09/30/10	CASH DISBURSEMENT BEQUEST CHARITABLE QUARTERLY INCOME DISTRIBUTION FROM THE HENDRIX FDN	-31168 20	-31168 20	1009000008 SUB TRUST 3619441 **CHANGED** 11/22/10 SXH

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)** DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
	FOR BETHELCOLLEG PAID TO 62-0548913 BETHEL UNIVERSITY DR. ROBERT PROSSER 325 CHERRY AVENUE MCKENZIE, TN 38201 TR TRAN#=ZY001010002153 TR CD=147 REG=0 PORT=INC				
12/31/10	CASH DISBURSEMENT BEQUEST CHARITABLE QUARTERLY INCOME DISTRIBUTION FROM THE HENDRIX FDN FOR 62-0548913 PAID TO: 62-0548913 BETHEL UNIVERSITY DR. ROBERT PROSSER 325 CHERRY AVENUE MCKENZIE, TN 38201 TR TRAN#=ZY001087002169 TR CD=147 REG=0 PORT=INC	-31168 20	-31168 20		1012000012 SUB TRUST 3619441 **CHANGED** 01/03/11 RSR
03/31/11	CASH DISBURSEMENT BEQUEST CHARITABLE QUARTERLY INCOME DISTRIBUTION FROM THE HENDRIX FDN FOR. 62-0548913 PAID TO: 62-0548913 BETHEL UNIVERSITY DR. ROBERT PROSSER 325 CHERRY AVENUE MCKENZIE, TN 38201 TR TRAN#=ZY001127001750 TR CD=147 REG=0 PORT=INC	-31168.20	-31168 20		1103000008 SUB TRUST 3619441 **CHANGED** 04/21/11 RSR
		-124672.80	-124672 80	0.00	
	SEE ATTACHED - SEE ATTACHED				
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO: YMCA CAMP WIDJIWAGAN TR TRAN#=DC000110000001 TR CD=072 REG=0 PORT=PRIN	-50000 00		-50000 00	1012000013 **CHANGED** 01/05/11 SXH
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR. SEE ATTACHED PAID TO: VANDERBILT TUTORIAL SCHOLARSHIP FUND TR TRAN#=DC000110000007 TR CD=072 REG=0 PORT=PRIN	-12500.00		-12500.00	1012000014 **CHANGED** 01/05/11 SXH
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO: JANIE STARR WOMEN'S ATHLETIC FUND TR TRAN#=DC000110000008 TR CD=072 REG=0 PORT=PRIN	-50000.00		-50000 00	1012000015 **CHANGED** 01/05/11 SXH
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO: ALIVE HOSPICE TR TRAN#=DC000110000014 TR CD=072 REG=0 PORT=PRIN	-8000.00		-8000 00	1012000016 **CHANGED** 01/05/11 SXH
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO: MARTHA O'BRYAN CENTER TR TRAN#=DC000111000011 TR CD=072 REG=0 PORT=PRIN	-8000 00		-8000 00	1012000022 **CHANGED** 01/05/11 SXH
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR. SEE ATTACHED PAID TO Y-BUILD TR TRAN#=DC000111000013 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000 00	1012000023 **CHANGED** 01/05/11 SXH
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO MORNING STAR	-10000 00		-10000 00	1012000024 **CHANGED** 01/05/11 SXH

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TAX                                                                                          EDIT
CODE/DATE TRANSACTIONS                                     TAXABLE      INCOME      PRINCIPAL  NUMBER
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311  CASH CONTRIBUTIONS (CONTINUED)
          SEE ATTACHED - SEE ATTACHED (CONTINUED)
          -------------------------------------

          TR TRAN#=DC000111000015  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -1500 00                   -1500.00  1012000025
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR: SEE ATTACHED
          PAID TO·
                   W.O. SMITH SCHOOL OF MUSIC
          TR TRAN#=DC000111000017  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                               -10000.00                  -10000.00  1012000017
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR  SEE ATTACHED
          PAID TO.
                   YWCA
          TR TRAN#=DC000110000016  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -5000.00                   -5000.00  1012000018
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR: SEE ATTACHED
          PAID TO:
                   CUMBERLAND HEIGHTS
          TR TRAN#=DC000111000002  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -9600.00                   -9600 00  1012000019
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR  SEE ATTACHED
          PAID TO·
                   PLANNED PARENTHOOD OF MIDDLE TN
          TR TRAN#=DC000111000005  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -5000.00                   -5000.00  1012000020
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR: SEE ATTACHED
          PAID TO:
                   GIRLS AND BOYS CLUBS
          TR TRAN#=DC000111000007  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -6000.00                   -6000.00  1012000021
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR  SEE ATTACHED
          PAID TO.
                   CURRY INGRAM ACADEMY
          TR TRAN#=DC000111000009  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -2000 00                   -2000 00  1012000026
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR: SEE ATTACHED
          PAID TO.
                   THE SPONSORS
          TR TRAN#=DC000111000018  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -2000.00                   -2000 00  1012000027
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR  SEE ATTACHED
          PAID TO:
                   NASHVILLE SYMPHONY-ONE NOTE ONE
                   NEIGHBORHOOD INITIATIVE
          TR TRAN#=DC000112000003  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -2000.00                   -2000 00  1012000028
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR: SEE ATTACHED
          PAID TO:
                   MENTAL HEALTH ASSOCIATION OF MIDDLE
                   TENNESSEE
          TR TRAN#=DC000112000004  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                                -2000 00                   -2000 00  1012000029
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR  SEE ATTACHED
          PAID TO
                   ON THE GO FOR JESUS MINISTRIES
          TR TRAN#=DC000112000006  TR CD=072    REG=0   PORT=PRIN

12/07/10  CASH DISBURSEMENT                               -15000 00                  -15000.00  1012000033
          CHARITABLE CONTRIBUTIONS                                               **CHANGED** 01/05/11 SXH
          2010 CHARITABLE GIFT
          FOR  SEE ATTACHED
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TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) SEE ATTACHED - SEE ATTACHED (CONTINUED) PAID TO· EMERGENCY FOOD NETWORK (MOTHER EARTH FARM) TR TRAN#=DC000112000012 TR CD=072 REG=0 PORT=PRIN				
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO SAFE HOUSE OF SEMINOLE TR TRAN#=DC000112000007 TR CD=072 REG=0 PORT=PRIN	-4000 00		-4000 00 **CHANGED** 01/05/11 SXH	1012000030
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO. EARTHCORPS TR TRAN#=DC000112000011 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 01/05/11 SXH	1012000032
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO. VASHON HOUSE HOLD TR TRAN#=DC000112000013 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000 00 **CHANGED** 01/05/11 SXH	1012000034
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO· WHITE OAK FARM AND EDUCATION CENTER TR TRAN#=DC000112000015 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 01/05/11 SXH	1012000035
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR· SEE ATTACHED PAID TO VASHON-MAURY COMMUNITY FOOD BANK TR TRAN#=DC000112000016 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/05/11 SXH	1012000036
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR. SEE ATTACHED PAID TO: FATHER FLANAGAN'S HOME FOR BOYS (BOYS' TOWN) TR TRAN#=DC000112000010 TR CD=072 REG=0 PORT=PRIN	-1000.00		-1000.00 **CHANGED** 01/05/11 SXH	1012000031
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR. SEE ATTACHED PAID TO· CLIMATE SOLUTIONS (GREEN JOBS WORK IN WASHINGTON) TR TRAN#=DC000112000021 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 01/05/11 SXH	1012000038
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR SEE ATTACHED PAID TO: TACOMA COMMUNITY HOUSE (REFUGEE AND IMMIGRANT PROGRAM AT SALISHAN) TR TRAN#=DC000112000022 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 01/05/11 SXH	1012000039
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR· SEE ATTACHED PAID TO: JUSTICE ALLIANCE EDUCATION FUND (JAEF) TR TRAN#=DC000113000002 TR CD=072 REG=0 PORT=PRIN	-2500.00		-2500 00 **CHANGED** 01/05/11 SXH	1012000040
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR· SEE ATTACHED PAID TO: PLACE OF COMFORT, INC , LONGWOOD, FL TR TRAN#=DC000113000003 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/05/11 SXH	1012000041

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)** SEE ATTACHED - SEE ATTACHED (CONTINUED)				
12/07/10	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO VASHON-MAURY ISLAND LAND TRUST TR TRAN#=DC000112000017 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000 00 **CHANGED** 01/05/11 SXH	1012000037
12/17/10	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2010 CHARITABLE GIFT FOR: SEE ATTACHED PAID TO: VASHON ISLAND GROWERS ASSOCIATION TR TRAN#=FL000454000001 TR CD=105 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/05/11 SXH	1012000049
		-276100.00	0 00	-276100.00	
	TOTAL CODE 311 - CASH CONTRIBUTIONS	-400772.80	-124672 80	-276100 00	

SUNTRUST

PORTFOLIO SUMMARY

TCH W & F HENDRIX FDN
ACCOUNT NO. 3619440

AS OF 04/30/11

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
STIF & MONEY MARKET FUNDS	18,161.66	0.35 %	18,161.66	0.00	18	0.10 %
EQUITY SECURITIES	109,152.58	2.09 %	133,333.34	24,180.76-	0	0.00 %
COMMON & COLLECTIVE FUNDS	5,095,722.50	97.48 %	4,690,836.74	404,885.76	79,494	1.56 %
PRINCIPAL PORTFOLIO TOTAL	5,223,036.74	99.91 %	4,842,331.74	380,705.00	79,511	1.52 %
INCOME PORTFOLIO						
STIF & MONEY MARKET FUNDS	4,622.10	0.09 %	4,622.10	0.00	5	0.11 %
INCOME PORTFOLIO TOTAL	4,622.10	0.09 %	4,622.10	0.00	5	0.11 %
TOTAL ASSETS	5,227,658.84	100.00 %	4,846,953.84	380,704.99	79,516	1.52 %

00009 01 000000

SUNTRUST

TCH W & F HENDRIX FDN
ACCOUNT NO. 3619440

PORTFOLIO DETAIL

AS OF 04/30/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
STIF & MONEY MARKET FUNDS						
18,161.66	FEDERATED TAX-FREE OBLIGS FD MMKT INSTL CL #15 FFS CUSIP: 609015DF6	18,161.66 1.000 0.35 %	18,161.66 1.00	0.00	18	0.10 % 0.00 %
EQUITY SECURITIES						
LTD PARTNERSHIP & CLOSELY HELD						
20.124	WALL WALL & HENDRIX JOINT VENTURE CUSIP: 992006PU4	109,152.58 5,424.000 2.09 %	133,333.34 6,625.59	24,180.76-	0	0.00 % 0.00 %
COMMON & COLLECTIVE FUNDS						
3,746.077	HENDRIX EQUITY COMMON TRUST FD CUSIP: 990014185	5,095,722.50 1,360.282 97.48 %	4,690,836.74 1,252.20	404,885.76	79,494	1.56 % 0.00 %
PRINCIPAL PORTFOLIO TOTAL		5,223,036.74	4,842,331.74	380,705.00	79,511	1.52 %

INCOME PORTFOLIO

00009 01 000000

SUNTRUST

TCH W & F HENDRIX FDN
ACCOUNT NO. 3619440

PORTFOLIO DETAIL

AS OF 04/30/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
STIF & MONEY MARKET FUNDS						
4,622.1	FEDERATED TAX-FREE OBLIGS FD MMKT INSTL CL #15 FFS CUSIP: 609015DF6	4,622.10 1.000 0.09 %	4,622.10 1.00	0.00	5	0.11 % 0.00 %
INCOME PORTFOLIO TOTAL		4,622.10	4,622.10	0.00	5	0.11 %
TOTAL ASSETS		6,227,658.83	5,846,953.84	380,704.99	79,516	1.52 %

00009 01 000000

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					16,052.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					1.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					101,601.	
		27. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES					12/31/2003	06/30/2010
30,518.00		33,725.00					-3,207.00	
		52. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES					12/31/2003	09/30/2010
60,929.00		65,176.00					-4,247.00	
		70. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES					12/31/2003	11/30/2010
85,200.00		87,737.00					-2,537.00	
		. SPECIAL SITUATIONS FUND III, L.P. PROPERTY TYPE: SECURITIES						12/31/2010
							42,408.00	
		. SPECIAL SITUATIONS FUND III, L.P. PROPERTY TYPE: SECURITIES						12/31/2010
							-32,128.00	
		. CONSTABLE PARTNERS II, L.P. PROPERTY TYPE: SECURITIES						12/31/2010
							4,833.00	
		. CONSTABLE PARTNERS II, L.P. PROPERTY TYPE: SECURITIES						12/31/2010
							39,296.00	
		8. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES					12/31/2003	12/31/2010
10,192.00		10,027.00					165.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES						12/31/2010
							21,913.00	
		. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES						12/31/2010
							127,884.00	
		19. HENDRIX EQUITY COMMON TRUST FD PROPERTY TYPE: SECURITIES					12/31/2003	02/28/2011
25,359.00		23,793.00					1,566.00	
TOTAL GAIN(LOSS)							313,600.	