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

2010

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

For calendar year 2010, or tax year beginning JUN 1, 2010, and ending MAY 31, 2011

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 Ernest A. Brooks Memorial Trust		A Employer identification number 54-0808507 (57-0085077)
Number and street (or P O box number if mail is not delivered to street address) 2512 Devine Street	Room/suite	B Telephone number 803-254-7091
City or town, state, and ZIP code Columbia, SC 29205		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 485,389.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		11,761.	11,761.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		16,343.			
b Gross sales price for all assets on line 6a 331,700.					
7 Capital gain net income (from Part IV, line 2)			16,343.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		28,104.	28,104.		
13 Compensation of officers, directors, trustees, etc		1,249.	999.		250.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 2		1,780.	0.		0.
b Accounting fees					
c Other professional fees Stmt 3		8,947.	0.		0.
17 Interest					
18 Taxes Stmt 4		4.			0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses Add lines 13 through 23		11,980.	999.		250.
25 Contributions, gifts, grants paid		22,000.			22,000.
26 Total expenses and disbursements. Add lines 24 and 25		33,980.	999.		22,250.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<5,876.>			
b Net investment income (if negative, enter -0-)			27,105.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	9,887.	52,721.	52,721.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations	51,236.		
	b Investments - corporate stock Stmt 5	297,701.	267,626.	328,231.
	c Investments - corporate bonds Stmt 6	71,836.	104,437.	104,437.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	430,660.	424,784.	485,389.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	808,880.	825,222.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	<378,220.>	<400,438.>		
30 Total net assets or fund balances	430,660.	424,784.		
31 Total liabilities and net assets/fund balances	430,660.	424,784.		

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	430,660.
2 Enter amount from Part I, line 27a	2	<5,876.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	424,784.
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	424,784.

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 schedule attached		P		
b See schedule attached		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 82,429.		76,091.	6,338.
b 249,271.		239,266.	10,005.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			6,338.
b			10,005.
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	16,343.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	24,616.	448,560.	.054878
2008	27,830.	450,525.	.061772
2007	24,948.	549,735.	.045382
2006	25,334.	558,680.	.045346
2005	30,831.	560,996.	.054958

2 Total of line 1, column (d)	2	.262336
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	.052467
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	464,307.
5 Multiply line 4 by line 3	5	24,361.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	271.
7 Add lines 5 and 6	7	24,632.
8 Enter qualifying distributions from Part XII, line 4	8	22,250.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	542.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	542.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	542.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	171.	
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	171.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	371.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> SC		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <u>www.mfglaw.net</u>				
14	The books are in care of ► <u>Carole H. Gunter</u>	Telephone no. ►	<u>803-254-7091</u>	
	Located at ► <u>2512 Devine Street, Columbia, SC, SC</u>	ZIP+4 ►	<u>29205</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	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 ►			X

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Eugene C. Griffith, Jr. PO Box 375 Newberry, SC 29108	Trustee (Successor)	0.20	1,249.	0.

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

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

Total number of other employees paid over \$50,000

0

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	447,397.
b Average of monthly cash balances	1b	23,981.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	471,378.
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	471,378.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,071.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	464,307.
6 Minimum investment return. Enter 5% of line 5	6	23,215.

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

1 Minimum investment return from Part X, line 6	1	23,215.
2a Tax on investment income for 2010 from Part VI, line 5	2a	542.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	542.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	22,673.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	22,673.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,673.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	22,250.
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	22,250.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,250.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				22,673.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008	4,304.			
e From 2009	2,510.			
f Total of lines 3a through e	6,814.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	22,250.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount	0.			22,250.
e Remaining amount distributed out of corpus	423.			423.
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	6,391.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	6,391.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	3,881.			
d Excess from 2009	2,510.			
e Excess from 2010				

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 USC Gamcock Club, University of South Carolina - 1300 Rosewood Drive Columbia, SC 29108	Charity named in will of Ern	501(c)	athletics and athletic scholarships	22,000.
Total				▶ 3a 22,000.
b Approved for future payment				
None				
Total				▶ 3b 0.

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations	37-0003077
-----------	---------------------------------------------------------------------------------------------------------------	------------

- | | | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|------------|-----------|
| 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? | | Yes | No |
| | | | |
| 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. | | | |

[illegible]

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

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

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

**Paid
Preparer
Use Only**

Carole H. Gunter

Carole H. Gunter

08/11/11

Firm's name ► **Mays, Foster, Gunter & Murphy, LLP**

Firm's EIN ▶

Firm's address ► 2512 Devine Street
Columbia, SC 29205

Phone no. 803-254-7091

Form **990-PF** (2010)

Form 990-PF	Dividends and Interest from Securities	Statement	1
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Wachovia Securities-Dividends	6,188.	0.	6,188.
Wachovia Securities-Fully taxable	4,228.	0.	4,228.
Wachovia Securities-US Government interest	1,345.	0.	1,345.
Total to Fm 990-PF, Part I, ln 4	11,761.	0.	11,761.

Form 990-PF	Legal Fees	Statement	2
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Mays, Foster & Gunter, LLP	1,780.	0.		0.
To Fm 990-PF, Pg 1, ln 16a	1,780.	0.		0.

Form 990-PF	Other Professional Fees	Statement	3
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Manager	8,947.	0.		0.
To Form 990-PF, Pg 1, ln 16c	8,947.	0.		0.

Form 990-PF	Taxes	Statement	4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign taxes paid	4.	0.		0.
To Form 990-PF, Pg 1, ln 18	4.	0.		0.

Form 990-PF	Corporate Stock	Statement	5
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Description	Book Value	Fair Market Value
Corporate Stock	267,626.	328,231.
Total to Form 990-PF, Part II, line 10b	267,626.	328,231.

Form 990-PF	Corporate Bonds	Statement	6
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Description	Book Value	Fair Market Value
Fixed Income securities	104,437.	104,437.
Total to Form 990-PF, Part II, line 10c	104,437.	104,437.

Ernest A. Brooks Memorial Trust

Beginning Balance	
Income	(378,219.73)
Principal	808,880.16
Total	430,660.43
INCOME	
BEGINNING BALANCE	(378,219.73)
DIVIDENDS	6,188.51
INTEREST	4,228.55
US GOVERNMENT INTEREST	11,762.00
ADMINISTRATIVE	
BANK CHARGES	
CONSULTING AND ADVISOR	(8,947.09)
LEGAL AND ACCOUNTING	(1,779.98)
TRUSTEE FEES	(1,249.00)
FOREIGN TAX	(4.33)
GAMECOCK CLUB	(22,000.00)
IRS	(33,980.40)
ENDING BALANCE	(400,438.13)
PRINCIPAL	
BEGINNING BALANCE	808,880.16
CAPITAL GAINS	16,342.31
ENDING BALANCE	825,222.47
TOTAL ACCOUNT	
INCOME	(400,438.13)

Ernest A. Brooks Memorial Trust

PRINCIPAL ACCOUNT 825,222.47
 TOTAL ACCOUNT 424,784.34
 ACCOUNT PER BOOKS 424,784.33
 OUT OF BALANCE 0.01

T/W ERNEST BROOKS

AVERAGE FAIR MARKET VAI Securities	Cash
JUNE 416,872.01	13,433.09 430,305.10
JULY 446,681.04	5,951.60 452,632.64
AUGUST 402,528.69	30,757.06 433,285.75
SEPTEMBER 457,693.21	2,445.95 460,139.16
OCTOBER 460,650.41	9,268.35 469,918.76
NOVEMBER 469,803.97	1,984.67 471,788.64
DECEMBER 458,875.05	36,326.85 495,201.90
JANUARY 438,835.67	65,667.25 504,502.92
FEBRUARY 453,082.22	38,712.55 491,794.77
MARCH 461,121.40	26,215.18 487,336.58
APRIL 468,040.15	25,699.59 493,739.74
MAY 432,667.92	52,721.68 485,389.60
TOTAL 5,366,851.74	309,183.82 5,676,035.56
AVERAGE 447,237.65	25,765.32 473,002.96

ASSETS	05/31/03	05/31/04	05/31/05	05/31/06	05/31/07
CASH	60,743.43	22,786.24	44,154.82	20,454.65	54,336.61
STATE AND FED OBLIGATION	124,093.76		151,938.75	149,933.75	150,541.00
STOCK	242,363.00	363,834.20	340,107.50	337,430.25	383,810.66
BONDS	50,875.00	208,814.25	50,982.50	50,022.00	
	478,075.19	595,434.69	587,183.57	557,840.65	588,688.27

Ernest A. Brooks Memorial Trust

ASSETS	05/31/08	05/31/09	05/31/10	05/31/11	05/31/12
CASH	90,802.41	33,362.56	9,886.80	52,721.68	
STATE AND FED OBLIGATION	100,997.07	75,700.19	51,236.33		
STOCK	252,321.55	227,639.09	297,701.90	267,625.75	
BONDS	50,898.50	102,623.50	71,835.40	104,436.90	
	495,019.53	439,325.34	430,660.43	424,784.33	0.00

0.00

Trustee Fee	
Ordinary Income	11,762.00
Capital Gains	16,342.31
Total	28,104.31
5%	1,405

Change in account	
Income and cap gain	23,817.52

Ernest A. Brooks Memorial Trust

Expenses	(33,636.73)
Change in account	(9,819.21)

Beginning balance	440,479.62
Change in account	(9,819.21)
Ending balance	430,660.41

TW Ernest Books Memorial Trust
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Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Monsanta Co New	25	10/27/09	06/09/10	1,230.00	1,778.65	(548.65)
Monsanta Co New	10	11/24/09	06/09/10	492.00	802.49	(310.49)
Baxter International	55	12/22/09	06/23/10	2,272.53	3,238.79	(966.26)
Baxter International	30	03/10/10	06/23/10	1,239.56	1,762.39	(522.83)
Baxter International	20	04/27/10	06/23/10	826.37	946.94	(120.57)
Proctor & Gamble	10	07/21/09	06/24/10	611.03	551.08	59.95
Exelon Corporation	35	01/28/10	07/21/10	1,478.79	1,608.95	(130.16)
Exelon Corporation	45	03/24/10	07/21/10	1,901.31	1,970.82	(69.51)
Bristol Myers Squibb Co	5	08/11/09	07/27/10	125.00	109.69	15.31
Bristol Myers Squibb Co	40	08/26/09	07/27/10	999.98	919.10	80.88
Bristol Myers Squibb Co	65	09/15/09	07/27/10	1,624.97	1,443.61	181.36
Bristol Myers Squibb Co	20	11/24/09	07/27/10	499.99	501.40	(1.41)
Genzyme Corporation	30	01/08/10	07/29/10	2,094.69	1,611.24	483.45
Genzyme Corporation	30	03/10/10	07/29/10	2,094.69	1,726.78	367.91
Nike Inc. Class B	8	11/24/09	09/20/10	627.19	516.88	110.31
Nike Inc. Class B	12	11/24/09	09/22/10	969.70	775.32	194.38
Nike Inc. Class B	18	06/08/10	09/22/10	1,454.55	1,252.81	201.74
Nike Inc. Class B	20	06/25/10	09/22/10	1,616.17	1,405.33	210.84
Fluor	30	11/05/09	10/19/10	1,463.21	1,361.53	101.68
Fluor	25	11/12/09	10/19/10	1,219.34	1,114.30	105.04
Fluor	20	11/24/09	10/19/10	975.47	868.80	106.67
Fluor	30	05/25/10	10/19/10	1,463.21	1,328.37	134.84
Kellogg Company	20	11/24/09	10/21/10	1,002.85	1,079.36	(76.51)
Freeport-McMoran Copper	50	07/27/10	10/26/10	4,874.91	3,452.35	1,422.56
Halliburton Company	105	06/03/10	10/29/10	3,334.90	2,495.75	839.15
Bank of America	100	05/25/10	12/21/10	1,295.53	1,501.80	(206.27)
Gilead Sciences, Inc.	45	04/06/10	12/28/10	1,633.19	2,051.95	(418.76)
Halliburton Company	25	06/03/10	01/04/11	995.58	594.23	401.35

TW Ernest Books Memorial Trust
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Halliburton Company	65	06/09/10	01/04/11	2,588.50	1,469.46	1,119.04
Halliburton Company	15	09/22/10	01/04/11	597.35	474.99	122.36
Weatherford	75	10/01/10	01/04/11	1,690.54	1,295.15	395.39
Southwestern Energy	30	05/25/10	01/20/11	1,150.57	1,137.53	13.04
Lowes Companies, Inc.	140	07/29/10	01/20/11	3,569.93	2,842.73	727.20
Lowes Companies, Inc.	50	09/24/10	01/20/11	1,274.97	1,110.00	164.97
Weatherford	100	10/01/10	01/25/11	2,180.07	1,726.86	453.21
Avon Products	50	10/21/10	02/08/11	1,400.10	1,700.00	(299.90)
Staples	50	09/24/10	04/20/11	1,031.49	1,023.00	8.49
Weatherford	50	10/08/10	04/20/11	1,062.48	866.90	195.58
Dow Chemical Company	70	07/21/10	04/26/11	2,813.94	1,781.49	1,032.45
Southern Copper Corp	80	11/23/10	05/03/11	2,807.57	3,375.63	(568.06)
Southern Copper Corp	55	03/15/11	05/03/11	1,930.21	2,156.00	(225.79)
Conocophillips	15	05/21/10	05/04/11	1,101.37	766.01	335.36
Johnson Controls	100	06/24/10	05/04/11	3,984.92	2,821.82	1,163.10
United Technologies	35	07/12/10	05/04/11	3,117.77	2,324.26	793.51
Nucor	95	11/23/10	05/05/11	4,280.29	3,562.50	717.79
Citigroup	1	12/21/10	05/09/11	22.44	23.70	(1.26)
Cisco	50	08/12/10	05/23/11	814.98	1,072.91	(257.93)
Staples	110	09/24/10	05/23/11	1,836.96	2,250.60	(413.64)
Staples	85	10/12/10	05/23/11	1,419.47	1,760.83	(341.36)
Staples	80	12/21/10	05/23/11	1,335.97	1,778.06	(442.09)
				82,428.60	76,091.14	6,337.46
Johnson & Johnson	45	03/29/06	06/03/10	2,705.05	2,683.35	21.70
Medtronic	15	03/08/06	06/08/10	567.20	798.45	(231.25)
Monsanta Co New	20	10/02/08	06/09/10	984.00	1,690.62	(706.62)
Monsanta Co New	10	10/15/08	06/09/10	492.00	786.96	(294.96)
Monsanta Co New	10	02/10/09	06/09/10	492.00	807.90	(315.90)
Monsanta Co New	10	03/17/09	06/09/10	492.00	832.65	(340.65)

TW Ernest Books Memorial Trust
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Monsanta Co New	20	04/02/09	06/09/10	984.00	1,639.60	(655.60)
Proctor & Gamble	15	09/27/06	06/24/10	916.55	938.25	(21.70)
Proctor & Gamble	25	05/09/07	06/24/10	1,527.58	1,550.50	(22.92)
Abbott	25	03/25/08	06/24/10	1,181.06	1,364.75	(183.69)
Gilead Sciences, Inc.	30	07/21/08	06/24/10	1,092.96	1,499.36	(406.40)
Wal-Mart Stores, Inc	30	01/15/08	06/24/10	1,477.56	1,406.65	70.91
State Str Corp	30	12/23/08	07/13/10	1,143.89	1,130.40	13.49
US T Note 02/15/11, 5%	250	11/16/05	08/11/10	25,612.30	25,618.16	(5.86)
McDonalds Corp	35	10/22/08	09/07/10	2,652.71	1,939.92	712.79
US T Note 02/15/11, 5%	250	11/16/05	09/10/10	25,498.05	25,618.16	(120.11)
Nike Inc. Class B	19	06/25/09	09/20/10	1,489.59	960.72	528.87
Nike Inc. Class B	11	09/15/09	09/20/10	862.39	600.47	261.92
Honeywell International, I	30	04/25/06	09/22/10	1,309.85	1,314.30	(4.45)
Kellogg Company	40	04/23/08	09/22/10	2,032.89	2,080.00	(47.11)
Medtronic	10	03/08/06	09/22/10	335.23	532.30	(197.07)
Medtronic	5	05/10/06	09/22/10	167.62	251.10	(83.48)
Pepsico	30	05/04/93	09/22/10	1,988.96	641.04	1,347.92
Gilead Sciences, Inc.	25	07/21/08	10/01/10	892.98	1,249.47	(356.49)
Wal-Mart Stores, Inc	10	01/15/08	10/01/10	534.00	468.88	65.12
Wal-Mart Stores, Inc	15	02/07/08	10/01/10	801.01	741.83	59.18
Corning	25	12/14/05	10/05/10	462.59	533.75	(71.16)
E M C Corp Mass	15	01/11/08	10/05/10	305.26	244.17	61.09
E M C Corp Mass	85	02/13/08	10/05/10	1,729.80	1,341.97	387.83
E M C Corp Mass	20	03/25/08	10/05/10	407.01	299.00	108.01
Johnson & Johnson	25	03/29/06	10/12/10	1,575.82	1,490.75	85.07
Texas Instruments	25	12/26/07	10/12/10	719.83	850.24	(130.41)
Corning	90	12/14/05	10/19/10	1,630.92	1,921.50	(290.58)
Microsoft	45	07/21/93	10/19/10	1,125.00	67.73	1,057.27
Texas Instruments	50	03/25/08	10/19/10	1,393.60	1,471.50	(77.90)
Kellogg Company	20	04/23/08	10/21/10	1,002.85	1,040.00	(37.15)
Kellogg Company	25	08/07/08	10/21/10	1,253.57	1,343.75	(90.18)

TW Ernest Books Memorial Trust
June 1, 2010-May 31, 2011

Pepsico	20	05/04/93	11/09/10	1,307.23	427.36	879.87
Proctor & Gamble	20	07/21/09	11/09/10	1,293.18	1,102.16	191.02
Medtronic	45	05/10/06	11/22/10	1,552.47	2,259.90	(707.43)
Praxair, inc.	15	10/17/08	11/23/10	1,364.94	969.90	395.04
Praxair, inc.	15	05/12/09	11/23/10	1,364.94	1,084.79	280.15
Praxair, inc.	10	10/13/09	11/23/10	909.96	829.34	80.62
Texas Instruments	50	03/25/08	12/07/10	1,678.09	1,471.50	206.59
Texas Instruments	30	05/05/09	12/07/10	1,006.86	535.50	471.36
Kraft Foods, Inc.	210	05/20/09	12/10/10	21,907.83	22,344.00	(436.17)
Bank of America	61	09/18/08	12/21/10	785.35	1,463.26	(677.91)
Bank of America	34	11/05/08	12/21/10	445.40	778.33	(332.93)
Bank of America	85	11/04/09	12/21/10	1,101.20	1,289.24	(188.04)
Bank of America	20	11/24/09	12/21/10	259.11	323.40	(64.29)
Wal-Mart Stores, Inc	30	02/07/08	12/21/10	1,611.07	1,483.67	127.40
Cisco	160	12/13/01	12/22/10	3,124.74	3,137.60	(12.86)
Cisco	40	12/13/01	12/22/10	815.33	784.40	30.93
Cisco	185	05/15/07	12/22/10	3,770.88	4,867.33	(1,096.45)
Gilead Sciences, Inc.	5	07/21/08	12/28/10	181.47	249.89	(68.42)
Gilead Sciences, Inc.	25	08/26/08	12/28/10	907.33	1,353.46	(446.13)
Gilead Sciences, Inc.	15	09/10/08	12/28/10	544.40	705.86	(161.46)
Gilead Sciences, Inc.	10	03/26/09	12/28/10	362.93	436.67	(73.74)
Gilead Sciences, Inc.	40	05/19/09	12/28/10	1,451.73	1,711.60	(259.87)
Gilead Sciences, Inc.	25	11/24/09	12/28/10	907.33	1,173.50	(266.17)
Prudential Financial	20	01/04/08	12/28/10	1,192.65	1,812.40	(619.75)
Prudential Financial	30	02/13/08	12/28/10	1,788.97	2,124.98	(336.01)
United Parcel Service-B	50	10/06/09	01/04/11	3,641.77	2,784.32	857.45
Activision Blizzard Inc.	215	10/07/09	01/13/11	2,582.11	2,666.00	(83.89)
Activision Blizzard Inc.	25	10/27/09	01/13/11	300.24	275.20	25.04
Activision Blizzard Inc.	50	11/24/09	01/13/11	600.49	573.50	26.99
Intel	10	01/10/08	01/13/11	212.52	223.88	(11.36)
Intel	15	01/16/08	01/13/11	318.78	300.00	18.78

TW Ernest Books Memorial Trust

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Johnson & Johnson	5	03/29/06	01/18/11	310.65	298.15	12.50
Johnson & Johnson	35	09/15/09	01/18/11	2,174.55	2,101.33	73.22
Johnson & Johnson	15	11/24/09	01/18/11	931.95	947.39	(15.44)
McDonalds Corp	15	01/07/09	01/18/11	1,128.63	925.18	203.45
Qualcomm Inc	15	09/10/08	01/19/11	789.49	709.62	79.87
Schlumberger LTD	20	02/10/09	01/19/11	1,723.35	876.69	846.66
Lowes Companies, Inc.	15	05/19/09	01/20/11	372.47	302.85	69.62
Lowes Companies, Inc.	35	06/24/09	01/20/11	869.09	635.25	233.84
Lowes Companies, Inc.	75	10/06/09	01/20/11	1,862.33	1,552.35	309.98
Lowes Companies, Inc.	25	11/24/09	01/20/11	620.78	549.50	71.28
Medtronic	25	05/10/06	01/20/11	935.31	1,255.50	(320.19)
Medtronic	35	09/15/09	01/20/11	1,309.43	1,335.18	(25.75)
Medtronic	40	11/10/09	01/20/11	1,496.49	1,580.00	(83.51)
Southwestern Energy	55	06/25/09	01/20/11	2,109.37	2,128.32	(18.95)
Southwestern Energy	15	11/24/09	01/20/11	575.28	643.50	(68.22)
Lowes Companies, Inc.	25	11/24/09	01/20/11	637.49	549.50	87.99
CVS Caremark Corp	25	06/25/09	02/03/11	827.49	782.46	45.03
CVS Caremark Corp	75	07/21/09	02/03/11	2,482.48	2,454.65	27.83
CVS Caremark Corp	35	10/06/09	02/03/11	1,158.49	1,205.70	(47.21)
Avon Products	110	12/22/09	02/08/11	3,080.21	3,508.67	(428.46)
Avon Products	40	02/02/10	02/08/11	1,120.08	1,235.92	(115.84)
Conocophillips	40	09/01/09	02/23/11	3,140.88	1,770.68	1,370.20
Exxon Mobile Corp	30	04/28/04	02/23/11	2,618.45	1,304.40	1,314.05
Wal-Mart Stores, Inc	10	02/07/08	02/25/11	516.10	494.56	21.54
Wal-Mart Stores, Inc	40	07/07/09	02/25/11	2,064.40	1,916.33	148.07
Wal-Mart Stores, Inc	20	11/24/09	02/25/11	1,032.20	1,095.40	(63.20)
Conocophillips	20	09/01/09	04/13/11	1,549.04	885.34	663.70
Hewlett-Packard Compar	30	01/05/09	04/13/11	1,231.77	1,097.36	134.41
Hewlett-Packard Compar	5	02/12/09	04/13/11	205.30	172.99	32.31
Schlumberger LTD	35	02/10/09	04/13/11	3,012.04	1,534.21	1,477.83
Schlumberger LTD	10	04/01/09	04/13/11	860.58	403.40	457.18

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June 1, 2010-May 31, 2011

Emerson Electric	30	05/12/09	04/15/11	1,731.36	1,060.82	670.54
United Parcel Service-B	25	10/27/09	04/15/11	1,815.40	1,364.61	450.79
Disney Walt	50	04/28/04	04/20/11	2,106.96	1,170.05	936.91
Target	25	03/25/08	04/20/11	1,254.97	1,336.25	(81.28)
Praxair, inc.	20	10/13/09	04/26/11	2,159.30	1,658.68	500.62
Praxair, inc.	20	11/24/09	04/26/11	2,159.30	1,655.98	503.32
Texas Instruments	45	05/05/09	05/03/11	1,559.91	803.24	756.67
Texas Instruments	60	11/24/09	05/03/11	2,079.89	1,515.56	564.33
Conocophillips	20	10/27/09	05/04/11	1,468.50	1,033.56	434.94
Conocophillips	10	11/24/09	05/04/11	734.25	525.80	208.45
Illinois Tool Works	25	03/24/10	05/04/11	1,446.05	1,177.46	268.59
Goldman Sachs Group, li	250	05/28/09	05/05/11	26,961.50	25,125.00	1,836.50
Cisco	40	05/15/07	05/23/11	651.99	1,052.40	(400.41)
Cisco	60	11/24/09	05/23/11	977.98	1,423.80	(445.82)
Hewlett-Packard Compar	20	02/12/09	05/23/11	744.99	691.97	53.02
Hewlett-Packard Compar	45	03/16/09	05/23/11	1,676.22	1,329.71	346.51
Hewlett-Packard Compar	20	04/15/09	05/23/11	744.99	690.98	54.01
Hewlett-Packard Compar	30	05/20/09	05/23/11	1,117.48	1,045.14	72.34
Hewlett-Packard Compar	10	05/27/09	05/23/11	372.49	346.56	25.93
Morgan Stanley Dean Wi	80	06/25/09	05/31/11	1,916.78	2,203.85	(287.07)
Morgan Stanley Dean Wi	50	08/04/09	05/31/11	1,197.99	1,494.40	(296.41)
Morgan Stanley Dean Wi	45	08/26/09	05/31/11	1,078.19	1,351.01	(272.82)
Morgan Stanley Dean Wi	10	09/15/09	05/31/11	239.60	292.70	(53.10)
Morgan Stanley Dean Wi	15	11/24/09	05/31/11	359.40	483.15	(123.75)
Morgan Stanley Dean Wi	35	05/25/10	05/31/11	838.59	888.23	(49.64)
				249,271.23	239,266.38	10,004.85
				331,699.83	315,357.52	16,342.31

NOTICE

The annual report of the Ernest A. Brooks Memorial Trust for Gamecock Excellence is available at the address noted below for inspection during normal business hours by any citizen who requests within one hundred eighty (180) days after publication of this Notice of its availability. The Ernest A. Brooks Memorial Trust for Gamecock Excellence, 2512 Devine Street, Columbia, South Carolina 29205. The Trustee is Eugene C. Griffith, Jr., telephone (803) 254-7091.

THE STATE MEDIA CO., INC.
Columbia, South Carolina
publisher of
The State

STATE OF SOUTH CAROLINA
COUNTY OF RICHLAND

Personally appeared before me, Emily Fernandez, Project & Support Supervisor of THE STATE, and makes oath that the advertisement,

Notice – The annual report of the Ernest A. Brooks Memorial Trust for Gamecock Excellence is available

was inserted in THE STATE, a daily newspaper of general circulation published in the City of Columbia, State and County aforesaid, in the issue(s) of

July 30, 2011

Emily Fernandez

Subscribed and sworn to before me

on this day August 1, 2011

Evelyn F. Harreman

Notary Public

My commission expires
March 10, 2013

"Errors- the liability of the publisher on account of errors in or omissions from any advertisement will in no way exceed the amount of the charge for the space occupied by the item in error, and then only for the first incorrect insertion."