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 06/01 **, 2010, and ending** 05/31**, 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: DR. HARRY J. HEEB FOUNDATION 43-5601439

A Employer identification number: 59-6618905

Number and street (or P O box number if mail is not delivered to street address): 300 S. ORANGE AVE, SUITE 1600

Room/suite:

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

City or town, state, and ZIP code: ORLANDO, FL 32801

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 2,186,916.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ________ *(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 ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	54,347.	54,257.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	46,665.			
	b Gross sales price for all assets on line 6a 505,337.				
	7 Capital gain net income (from Part IV, line 2)		46,662.		
	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 **Total.** Add lines 1 through 11	101,012.	100,919.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	33,393.	16,127.		17,266.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	1,000.	NONE	NONE	1,000.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) STMT 3	5,521.	213.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	9.	9.		
	24 **Total operating and administrative expenses** Add lines 13 through 23	39,923.	16,349.	NONE	18,266.
	25 Contributions, gifts, grants paid	72,682.			72,682.
	26 **Total expenses and disbursements** Add lines 24 and 25	112,605.	16,349.	NONE	90,948.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-11,593.			
	b **Net investment income** (if negative, enter -0-)		84,570.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year	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	188,997.	126,154.	126,154.
	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 5	1,676,294.	1,727,544.	2,060,762.
	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)	1,865,291.	1,853,698.	2,186,916.
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. ▶ X			
	27 Capital stock, trust principal, or current funds	129,894.	126,154.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,735,397.	1,727,544.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	1,865,291.	1,853,698.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,865,291.	1,853,698.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,865,291.
2	Enter amount from Part I, line 27a	2	-11,593.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,853,698.
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	1,853,698.

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** 46,662.

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	92,138.	196,127.	0.46978743365
2008	77,913.	1,852,854.	0.04205026408
2007	126,977.	2,362,715.	0.05374198750
2006	121,924.	2,352,146.	0.05183521771
2005	105,835.	2,249,691.	0.04704423852

2	**Total** of line 1, column (d)	2	0.66445914146
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	0.13289182829
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,078,835.
5	Multiply line 4 by line 3	5	276,260.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	846.
7	Add lines 5 and 6	7	277,106.
8	Enter qualifying distributions from Part XII, line 4	8	90,948.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,691.
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	1,691.
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	1,691.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 3,290.		
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	3,290.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,599.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 1,599. **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		
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 6			
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 Telephone no ▶ (407)237-4354
Located at ▶ 300 S. ORANGE AVE, SUITE 1600, ORLANDO, FL ZIP + 4 ▶ 32801

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

			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		
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 . . . . . . ▶ ☐

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . . ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** No: 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 7		33,393.	-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	1,915,501.
b	Average of monthly cash balances	1b	194,991.
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	2,110,492.
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	2,110,492.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	31,657.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,078,835.
6	**Minimum investment return.** Enter 5% of line 5	6	103,942.

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	103,942.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,691.		
b	Income tax for 2010. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,691.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	102,251.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	102,251.
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	102,251.

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	90,948.
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	90,948.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	90,948.

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				102,251.
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 ...... NONE				
b	From 2006 ...... 6,313.				
c	From 2007 ...... 12,104.				
d	From 2008 ...... NONE				
e	From 2009 ...... NONE				
f	**Total** of lines 3a through e	18,417.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 90,948.				
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				90,948.
e	Remaining amount distributed out of corpus	NONE			
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	11,303.			11,303.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,114.			
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)	NONE			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	7,114.			
10	Analysis of line 9				
a	Excess from 2006 ... NONE				
b	Excess from 2007 ... 7,114.				
c	Excess from 2008 ... NONE				
d	Excess from 2009 ... NONE				
e	Excess from 2010 ... NONE				

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

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

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

	Tax year	Prior 3 years			
	(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).)

NONE

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

NONE

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

Check here ▶ ☐ 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 8

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

SEE ATTACHED STATEMENT FOR LINE 2

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.

SEE ATTACHED STATEMENT FOR LINE 2

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 9				
Total . . . . ▶ **3a**				72,682.
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	54,347.	
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	46,665.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				101,012.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 101,012.

(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 10/03/2011 | Title CO-TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	10/03/2011		P00353001

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

Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605 | Phone no 888-942-3272

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		54,347.	54,257.
	TOTAL	54,347.	54,257.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES		1,000.			1,000.
	TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	9.	213.
5/31/2010 990PF BAL DUE	2,222.	
5/31/2011 990PF ESTIMATES	3,290.	
TOTALS	5,521.	213.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FEES	9.	9.
TOTALS	9.	9.

DR. HARRY J. HEEB FOUNDATION 43-5601439 59-6618905

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	1,676,294.	1,727,544.	2,060,762.
TOTALS		1,676,294.	1,727,544.	2,060,762.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
FL

STATEMENT 6

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

OFFICER NAME:
SUNTRUST BANK
ADDRESS:
300 S. ORANGE AVE, STE 1600
ORLANDO, FL 32801
TITLE:
CO-TRUSTEE, VAR
COMPENSATION .... 16,545.

OFFICER NAME:
DIANE E. PURSE
ADDRESS:
15231 WATERTOWN PLANK RD
ELM GROVE, WI 53122
TITLE:
CO-TRUSTEE, VAR.

OFFICER NAME:
VALERIE L. SWENSON
ADDRESS:
705 SUNNYSLOPE ROAD
ELM GROVE, WI 53122
TITLE:
CO-TRUSTEE,VAR.
COMPENSATION .... 16,848.

TOTAL COMPENSATION: 33,393.

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

===================================

RECIPIENT NAME:
  CANDACE MARSHALL
ADDRESS:
  SUNTRUST BANK, 300 S ORANGE AVE. STE 1600
  ORLANDO, FL 32801
FORM, INFORMATION AND MATERIALS:
  LETTER FORM STATING APLLICANT'S REQUEST
  MAY 1ST EACH YEAR
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  ORGANIZATIONS MUST BE EXEMPT FROM TAX UNDER
  THE INTERNAL REVENUE CODE.

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

RECIPIENT NAME:
SEE ATTACHED SCHEDULE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 72,682.

TOTAL GRANTS PAID: 72,682.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					7,736.	
		91. HALLIBURTON CO COM PROPERTY TYPE: SECURITIES					05/24/2010	06/28/2010
2,446.00		2,418.00					28.00	
		228. HALLIBURTON CO COM PROPERTY TYPE: SECURITIES					05/14/2009	06/28/2010
6,129.00		5,038.00					1,091.00	
		110. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	06/28/2010
2,689.00		2,915.00					-226.00	
		485. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES					06/02/2005	06/28/2010
11,858.00		12,628.00					-770.00	
		.8506 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					05/14/2009	07/15/2010
6.00		7.00					-1.00	
		25. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES					05/24/2010	09/15/2010
1,059.00		982.00					77.00	
		200. EXELON CORPORATION COM PROPERTY TYPE: SECURITIES					05/14/2009	09/15/2010
8,470.00		9,828.00					-1,358.00	
		9.6016 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	09/15/2010
74.00		70.00					4.00	
		53.3984 FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					05/14/2009	09/15/2010
413.00		422.00					-9.00	
		23. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					05/24/2010	09/15/2010
1,330.00		1,246.00					84.00	

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)	
		90. MONSANTO CO NEW COM PROPERTY TYPE: SECURITIES					05/14/2009	09/15/2010
5,203.00		8,161.00					-2,958.00	
		248. ADOBE SYS INC COM PROPERTY TYPE: SECURITIES					06/28/2010	10/27/2010
6,914.00		7,415.00					-501.00	
		18. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					05/03/2010	10/27/2010
3,039.00		2,491.00					548.00	
		64. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					05/24/2010	10/27/2010
2,719.00		2,948.00					-229.00	
		11. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					05/14/2009	10/27/2010
467.00		384.00					83.00	
		388.699 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES					05/24/2010	10/27/2010
3,370.00		2,923.00					447.00	
		18.36 PIMCO COMMODITY REALRTN STRATEGY-I PROPERTY TYPE: SECURITIES					05/14/2009	10/27/2010
159.00		129.00					30.00	
		1040.797 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES					05/24/2010	10/27/2010
13,551.00		11,230.00					2,321.00	
		5577.303 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES					05/14/2009	10/27/2010
72,616.00		64,747.00					7,869.00	
		380.87 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES					05/24/2010	10/27/2010
2,685.00		2,190.00					495.00	
		5.465 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES					05/14/2009	10/27/2010
39.00		28.00					11.00	

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)	
		1361.89 RIDGEWORTH FD-SHORT TERM BD #RGC PROPERTY TYPE: SECURITIES					03/12/2008	10/27/2010
13,687.00		13,496.00					191.00	
		5602.392 RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES					12/22/2009	10/27/2010
60,898.00		58,713.00					2,185.00	
		79. SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES					12/09/2009	10/27/2010
568.00		482.00					86.00	
		20. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES					12/09/2009	10/27/2010
1,285.00		1,588.00					-303.00	
		65. TRANSOCEAN LTD CHF15 SHS PROPERTY TYPE: SECURITIES					05/14/2009	10/27/2010
4,176.00		4,610.00					-434.00	
		89. ABB LTD SPONS ADR PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,089.00		1,933.00					156.00	
		4. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
648.00		554.00					94.00	
		33. AMGEN INC PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,738.00		1,781.00					-43.00	
		31. APACHE CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
3,879.00		2,887.00					992.00	
		14. APPLE COMPUTER INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
4,749.00		3,957.00					792.00	
		31. AUTODESK INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,279.00		957.00					322.00	

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)	
		50. BB&T CORPORATION COM PROPERTY TYPE: SECURITIES					09/15/2010	03/23/2011
1,322.00		1,177.00					145.00	
		118. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	03/23/2011
1,613.00		1,906.00					-293.00	
		40. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES					12/09/2009	03/23/2011
547.00		620.00					-73.00	
		40. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
1,161.00		1,124.00					37.00	
		38. BAXTER INTL INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,990.00		1,817.00					173.00	
		76. CVS CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,537.00		2,514.00					23.00	
		38. CAMERON INTL CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,277.00		1,535.00					742.00	
		65. CAPITAL ONE FINL CORP COM PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
3,286.00		2,975.00					311.00	
		19. CARNIVAL CORP PANAMA COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
740.00		806.00					-66.00	
		55. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
5,756.00		4,253.00					1,503.00	
		68. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES					07/29/2003	03/23/2011
7,117.00		2,852.00					4,265.00	

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)	
		155. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,692.00		3,637.00					-945.00	
		640. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES					02/27/2008	03/23/2011
11,117.00		15,386.00					-4,269.00	
		15. COACH INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
763.00		738.00					25.00	
		16. DARDEN RESTAURANTS INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
744.00		722.00					22.00	
		59. WALT DISNEY CO PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,440.00		2,016.00					424.00	
		82. EMC CORP MASS COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,149.00		1,602.00					547.00	
		28. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,602.00		1,398.00					204.00	
		40. EXPRESS SCRIPTS INC CLASS A PROPERTY TYPE: SECURITIES					05/24/2010	03/23/2011
2,110.00		2,016.00					94.00	
		20. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,653.00		1,318.00					335.00	
		21. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/29/2003	03/23/2011
1,735.00		868.00					867.00	
		91. FLUOR CORP COM PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
6,485.00		4,848.00					1,637.00	

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)	
		13. FLOWSERVE CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,618.00		1,410.00					208.00	
		62. FREEPORT-MCMORAN COPPER & GOLD INC PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
3,283.00		2,755.00					528.00	
		68. FREEPORT-MCMORAN COPPER & GOLD INC PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
3,601.00		1,597.00					2,004.00	
		63. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					05/24/2010	03/23/2011
1,221.00		1,019.00					202.00	
		3. GOOGLE INC CL A COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,725.00		1,847.00					-122.00	
		62. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,236.00		2,070.00					166.00	
		51. HUNT J B TRANS SVCS PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
2,198.00		1,924.00					274.00	
		69. INTEL CORP COM PROPERTY TYPE: SECURITIES					12/15/2003	03/23/2011
1,382.00		2,089.00					-707.00	
		21. INTUIT INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,046.00		994.00					52.00	
		81. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
3,661.00		3,073.00					588.00	
		81.206 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES					12/20/2010	03/23/2011
2,013.00		1,901.00					112.00	

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)	
		62. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
3,636.00		3,826.00					-190.00	
		109. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
6,393.00		6,627.00					-234.00	
		36. MORGAN STANLEY DEAN WITTER DISCOVE PROPERTY TYPE: SECURITIES					12/09/2009	03/23/2011
990.00		1,084.00					-94.00	
		34. NUCOR CORP COM PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
1,548.00		1,558.00					-10.00	
		26. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	03/23/2011
2,603.00		2,037.00					566.00	
		209. OMNICOM GROUP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
9,856.00		8,826.00					1,030.00	
		141. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
12,725.00		9,635.00					3,090.00	
		13. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					12/09/2009	03/23/2011
1,173.00		700.00					473.00	
		44. PEPSICO INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,811.00		2,809.00					2.00	
		59. PHILIP MORRIS INTL COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
3,723.00		3,041.00					682.00	
		193.337 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
1,850.00		1,359.00					491.00	

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)	
		20. PRAXAIR INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,950.00		1,822.00					128.00	
		436.811 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					12/13/2010	03/23/2011
5,425.00		5,039.00					386.00	
		106.226 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					12/09/2009	03/23/2011
1,319.00		1,022.00					297.00	
		2732.638 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
20,194.00		14,073.00					6,121.00	
		15. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,330.00		950.00					380.00	
		457.752 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES					12/09/2009	03/23/2011
3,818.00		2,792.00					1,026.00	
		30. TEVA PHARMACEUTICAL INDS LTD SPONS A PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
1,451.00		1,800.00					-349.00	
		36. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,209.00		956.00					253.00	
		18. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	03/23/2011
965.00		924.00					41.00	
		34. TRAVELERS COS INC/THE COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
1,977.00		1,746.00					231.00	
		153. TRAVELERS COS INC/THE COM PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
8,895.00		6,729.00					2,166.00	

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)	
		25. UNION PACIFIC CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,361.00		1,879.00					482.00	
		13. UNION PACIFIC CORP COM PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
1,228.00		599.00					629.00	
		93. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
6,671.00		6,196.00					475.00	
		6. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES					05/14/2009	03/23/2011
430.00		313.00					117.00	
		31. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
2,505.00		2,153.00					352.00	
		23. VISA INC CL A COM PROPERTY TYPE: SECURITIES					12/09/2009	03/23/2011
1,643.00		1,862.00					-219.00	
		25. WALMART STORES INC COM PROPERTY TYPE: SECURITIES					05/20/2004	03/23/2011
1,295.00		1,372.00					-77.00	
		85. WILLIAMS COMPANIES INC PROPERTY TYPE: SECURITIES					05/03/2010	03/23/2011
2,582.00		2,059.00					523.00	
		39. INVESCO LTD BERMUDA COM PROPERTY TYPE: SECURITIES					10/27/2010	03/23/2011
982.00		867.00					115.00	
		3670.652 RIDGEWORTH FD-SHORT TERM BD #RG PROPERTY TYPE: SECURITIES					12/22/2009	03/25/2011
36,523.00		36,276.00					247.00	
		2630.338 RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES					12/22/2009	03/25/2011
27,224.00		27,566.00					-342.00	

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)	
TOTAL GAIN(LOSS)							46,662.	

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: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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	22,405.
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	
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	22,405.

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			7,736.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	16,470.
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	
9	Capital gain distributions	9	51.
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	24,257.

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			22,405.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			24,257.
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			46,662.

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: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 91. HALLIBURTON CO COM	05/24/2010	06/28/2010	2,446.00	2,418.00	28.00
110. MICROSOFT CORP COM	05/24/2010	06/28/2010	2,689.00	2,915.00	-226.00
25. EXELON CORPORATION COM	05/24/2010	09/15/2010	1,059.00	982.00	77.00
9.6016 FRONTIER COMMUNICATIONS CORP COM	05/24/2010	09/15/2010	74.00	70.00	4.00
23. MONSANTO CO NEW COM	05/24/2010	09/15/2010	1,330.00	1,246.00	84.00
248. ADOBE SYS INC COM	06/28/2010	10/27/2010	6,914.00	7,415.00	-501.00
18. AMAZON COM INC COM	05/03/2010	10/27/2010	3,039.00	2,491.00	548.00
64. HEWLETT PACKARD COM	05/24/2010	10/27/2010	2,719.00	2,948.00	-229.00
388.699 PIMCO COMMODITY REALRTN STRATEGY-I	05/24/2010	10/27/2010	3,370.00	2,923.00	447.00
1040.797 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	05/24/2010	10/27/2010	13,551.00	11,230.00	2,321.00
380.87 RIDGEWORTH FD-INTL 130/30 #RGD1	05/24/2010	10/27/2010	2,685.00	2,190.00	495.00
5602.392 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	12/22/2009	10/27/2010	60,898.00	58,713.00	2,185.00
79. SENTINEL SMALL CO-I	12/09/2009	10/27/2010	568.00	482.00	86.00
20. TRANSOCEAN LTD CHF15 SHS	12/09/2009	10/27/2010	1,285.00	1,588.00	-303.00
89. ABB LTD SPONS ADR	10/27/2010	03/23/2011	2,089.00	1,933.00	156.00
4. AMAZON COM INC COM	05/03/2010	03/23/2011	648.00	554.00	94.00
33. AMGEN INC	10/27/2010	03/23/2011	1,738.00	1,781.00	-43.00
31. APACHE CORP COM	10/27/2010	03/23/2011	3,879.00	2,887.00	992.00
14. APPLE COMPUTER INC COM	10/27/2010	03/23/2011	4,749.00	3,957.00	792.00
31. AUTODESK INC COM	10/27/2010	03/23/2011	1,279.00	957.00	322.00
50. BB&T CORPORATION COM	09/15/2010	03/23/2011	1,322.00	1,177.00	145.00
118. BANK OF AMERICA CORP COM	05/24/2010	03/23/2011	1,613.00	1,906.00	-293.00
38. BAXTER INTL INC COM	10/27/2010	03/23/2011	1,990.00	1,817.00	173.00
76. CVS CORP COM	10/27/2010	03/23/2011	2,537.00	2,514.00	23.00

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

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: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 38. CAMERON INTL CORP COM	10/27/2010	03/23/2011	2,277.00	1,535.00	742.00
65. CAPITAL ONE FINL CORP COM	05/03/2010	03/23/2011	3,286.00	2,975.00	311.00
19. CARNIVAL CORP PANAMA COM	10/27/2010	03/23/2011	740.00	806.00	-66.00
55. CHEVRONTEXACO CORP COM	10/27/2010	03/23/2011	5,756.00	4,253.00	1,503.00
155. CISCO SYSTEMS COM STK	10/27/2010	03/23/2011	2,692.00	3,637.00	-945.00
15. COACH INC COM	10/27/2010	03/23/2011	763.00	738.00	25.00
16. DARDEN RESTAURANTS INC COM	10/27/2010	03/23/2011	744.00	722.00	22.00
59. WALT DISNEY CO	10/27/2010	03/23/2011	2,440.00	2,016.00	424.00
82. EMC CORP MASS COM	10/27/2010	03/23/2011	2,149.00	1,602.00	547.00
28. EMERSON ELEC CO COM	10/27/2010	03/23/2011	1,602.00	1,398.00	204.00
40. EXPRESS SCRIPTS INC CLASS A	05/24/2010	03/23/2011	2,110.00	2,016.00	94.00
20. EXXON MOBIL CORP	10/27/2010	03/23/2011	1,653.00	1,318.00	335.00
91. FLUOR CORP COM	05/03/2010	03/23/2011	6,485.00	4,848.00	1,637.00
13. FLOWSERVE CORP COM	10/27/2010	03/23/2011	1,618.00	1,410.00	208.00
62. FREEPORT-MCMORAN COPPER & GOLD INC CL B CO	10/27/2010	03/23/2011	3,283.00	2,755.00	528.00
63. GENERAL ELEC CO COM	05/24/2010	03/23/2011	1,221.00	1,019.00	202.00
3. GOOGLE INC CL A COM	10/27/2010	03/23/2011	1,725.00	1,847.00	-122.00
62. HOME DEPOT INC COM	10/27/2010	03/23/2011	2,236.00	2,070.00	166.00
51. HUNT J B TRANS SVCS	05/03/2010	03/23/2011	2,198.00	1,924.00	274.00
21. INTUIT INC COM	10/27/2010	03/23/2011	1,046.00	994.00	52.00
81. J P MORGAN CHASE & CO	10/27/2010	03/23/2011	3,661.00	3,073.00	588.00
81.206 JANUS PERKINS SMALL CAP VALUE-I	12/20/2010	03/23/2011	2,013.00	1,901.00	112.00
62. JOHNSON & JOHNSON COM	10/27/2010	03/23/2011	3,636.00	3,826.00	-190.00
34. NUCOR CORP COM	05/03/2010	03/23/2011	1,548.00	1,558.00	-10.00

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

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: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 26. OCCIDENTAL PETE CORP COM	05/24/2010	03/23/2011	2,603.00	2,037.00	566.00
209. OMNICOM GROUP COM	10/27/2010	03/23/2011	9,856.00	8,826.00	1,030.00
141. PARKER HANNIFIN CORP COM	10/27/2010	03/23/2011	12,725.00	9,635.00	3,090.00
44. PEPSICO INC COM	10/27/2010	03/23/2011	2,811.00	2,809.00	2.00
59. PHILIP MORRIS INTL COM	10/27/2010	03/23/2011	3,723.00	3,041.00	682.00
20. PRAXAIR INC COM	10/27/2010	03/23/2011	1,950.00	1,822.00	128.00
436.811 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	12/13/2010	03/23/2011	5,425.00	5,039.00	386.00
15. SCHLUMBERGER LTD COM	10/27/2010	03/23/2011	1,330.00	950.00	380.00
30. TEVA PHARMACEUTICAL INDS LTD SPONS ADR	05/03/2010	03/23/2011	1,451.00	1,800.00	-349.00
36. TEXAS INSTRS INC COM	10/27/2010	03/23/2011	1,209.00	956.00	253.00
18. THERMO ELECTRON CORP COM	05/24/2010	03/23/2011	965.00	924.00	41.00
34. TRAVELERS COS INC/THE COM	10/27/2010	03/23/2011	1,977.00	1,746.00	231.00
25. UNION PACIFIC CORP COM	10/27/2010	03/23/2011	2,361.00	1,879.00	482.00
93. UNITED PARCEL SVC INC CL B	10/27/2010	03/23/2011	6,671.00	6,196.00	475.00
31. UNITED TECHNOLOGIES CORP COM	10/27/2010	03/23/2011	2,505.00	2,153.00	352.00
85. WILLIAMS COMPANIES INC	05/03/2010	03/23/2011	2,582.00	2,059.00	523.00
39. INVESCO LTD BERMUDA COM	10/27/2010	03/23/2011	982.00	867.00	115.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b 22,405.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 228. HALLIBURTON CO COM	05/14/2009	06/28/2010	6,129.00	5,038.00	1,091.00
485. MICROSOFT CORP COM	06/02/2005	06/28/2010	11,858.00	12,628.00	-770.00
.8506 FRONTIER COMMUNICATI ONS CORP COM	05/14/2009	07/15/2010	6.00	7.00	-1.00
200. EXELON CORPORATION COM	05/14/2009	09/15/2010	8,470.00	9,828.00	-1,358.00
53.3984 FRONTIER COMMUNICATIONS CORP COM	05/14/2009	09/15/2010	413.00	422.00	-9.00
90. MONSANTO CO NEW COM	05/14/2009	09/15/2010	5,203.00	8,161.00	-2,958.00
11. HEWLETT PACKARD COM	05/14/2009	10/27/2010	467.00	384.00	83.00
18.36 PIMCO COMMODITY REALRTN STRATEGY-I	05/14/2009	10/27/2010	159.00	129.00	30.00
5577.303 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	05/14/2009	10/27/2010	72,616.00	64,747.00	7,869.00
5.465 RIDGEWORTH FD-INTL 130/30 #RGD1	05/14/2009	10/27/2010	39.00	28.00	11.00
1361.89 RIDGEWORTH FD-SHORT TERM BD #RGCX	03/12/2008	10/27/2010	13,687.00	13,496.00	191.00
65. TRANSOCEAN LTD CHF15 SHS	05/14/2009	10/27/2010	4,176.00	4,610.00	-434.00
40. BANK OF AMERICA CORP COM	12/09/2009	03/23/2011	547.00	620.00	-73.00
40. BANK OF NEW YORK MELLON CORP COM	05/14/2009	03/23/2011	1,161.00	1,124.00	37.00
68. CHEVRONTEXACO CORP COM	07/29/2003	03/23/2011	7,117.00	2,852.00	4,265.00
640. CISCO SYSTEMS COM STK	02/27/2008	03/23/2011	11,117.00	15,386.00	-4,269.00
21. EXXON MOBIL CORP	07/29/2003	03/23/2011	1,735.00	868.00	867.00
68. FREEPORT-MCMORAN COPPER & GOLD INC CL B CO	05/14/2009	03/23/2011	3,601.00	1,597.00	2,004.00
69. INTEL CORP COM	12/15/2003	03/23/2011	1,382.00	2,089.00	-707.00
109. JOHNSON & JOHNSON COM	05/14/2009	03/23/2011	6,393.00	6,627.00	-234.00
36. MORGAN STANLEY DEAN WITTER DISCOVER & CO	12/09/2009	03/23/2011	990.00	1,084.00	-94.00
13. PARKER HANNIFIN CORP COM	12/09/2009	03/23/2011	1,173.00	700.00	473.00
193.337 PIMCO COMMODITY REALRTN STRATEGY-I	05/14/2009	03/23/2011	1,850.00	1,359.00	491.00
106.226 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	12/09/2009	03/23/2011	1,319.00	1,022.00	297.00
2732.638 RIDGEWORTH FD-INTL 130/30 #RGD1	05/14/2009	03/23/2011	20,194.00	14,073.00	6,121.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 457.752 SENTINEL SMALL CO-I	12/09/2009	03/23/2011	3,818.00	2,792.00	1,026.00
153. TRAVELERS COS INC/THE COM	05/14/2009	03/23/2011	8,895.00	6,729.00	2,166.00
13. UNION PACIFIC CORP COM	05/14/2009	03/23/2011	1,228.00	599.00	629.00
6. UNITED PARCEL SVC INC CL B	05/14/2009	03/23/2011	430.00	313.00	117.00
23. VISA INC CL A COM	12/09/2009	03/23/2011	1,643.00	1,862.00	-219.00
25. WALMART STORES INC COM	05/20/2004	03/23/2011	1,295.00	1,372.00	-77.00
3670.652 RIDGEWORTH FD-SHORT TERM BD #RGCX	12/22/2009	03/25/2011	36,523.00	36,276.00	247.00
2630.338 RIDGEWORTH FD-INTERMEDIATE BD #RGCF	12/22/2009	03/25/2011	27,224.00	27,566.00	-342.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 16,470.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

JANUS PERKINS SMALL CAP VALUE-I	1,035.00	
MANNING & NAPIER WORLD OPPTYS-A	1,608.00	
PIMCO INVT GRADE CORP BD-I	1,894.00	
RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	468.00	
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	2,732.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		7,736.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		7,736.00

STATEMENT 1

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

01/11/11	CASH DISBURSEMENT ACH TRANSF TO CHECKING/SAVINGS TCF #3730366076 FOR PAID TO ACH0366076 VALERIE L SWENSON TR TRAN#=IN000945000001 TR CD=038 REG=0 PORT=INC	-1640 80	-1640 80		1101000032 **CHANGED** 09/23/11 DNB
05/09/11	CASH DISBURSEMENT ACH TRANSF TO CHECKING/SAVINGS MAY 2011 MEETING EXPENSES FOR PAID TO ACH0366076 VALERIE L SWENSON TR TRAN#=IN001041000001 TR CD=038 REG=0 PORT=INC	-541 04	-541 04		1105000025 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS REHAB PROGRAMS FOR CHILDREN/ADULTS FOR PAID TO BADGER ASSOC FOR THE BLIND TR TRAN#=IN001650000004 TR CD=072 REG=0 PORT=PRIN	-12500 00		-12500 00	1105000034 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PROJECT LEARN 2011 FOR PAID TO BOYS & GIRLS CLUB LAKE/SUMTER COUNTY TR TRAN#=IN001650000005 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00	1105000035 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS TRAINING AND PLACEMENT FOR VISUALLY IMPAIRED FOR PAID TO CANINE COMPANIONS FOR INDEPENDENCE TR TRAN#=IN001650000006 TR CD=072 REG=0 PORT=PRIN	-4000 00		-4000 00	1105000036 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SCHOLARSHIPS FOR PAID TO CHRISTIAN HOME & BIBLE SCHOOL TR TRAN#=IN001650000007 TR CD=072 REG=0 PORT=PRIN	-2500 00		-2500 00	1105000037 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BRAILLE TRANSCIPTION SERVICES FOR EDUCATION FOR· PAID TO AUDIO & BRAILLE LITERACY TR TRAN#=IN001650000003 TR CD=072 REG=0 PORT=PRIN	-2500 00		-2500 00	1105000033 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2 YEAR FL COLLEGE PLAN SCHOLARSHIPS FOR PAID TO. LAKE/SUMTER TAKE STOCK IN CHILDREN TR TRAN#=IN001650000009 TR CD=072 REG=0 PORT=PRIN	-4000 00		-4000 00	1105000039 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EARLY INTERVENTION PROGRAM FOR PAID TO LIGHTHOUSE CENTRAL FLORIDA TR TRAN#=IN001650000010 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00	1105000040 **CHANGED** 09/23/11 DNB
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SCHOLARSHIPS FOR LAKE COUNTY STUDENTS FOR· PAID TO STETSON UNIVERSITY TR TRAN#=IN001650000011 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00	1105000041 **CHANGED** 09/23/11 DNB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)**				
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MEDICAL ASSISTANCE PROGRAM FOR: PAID TO SUNRISE ARC TR TRAN#=IN001650000012 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 09/23/11 DNB	1105000042
05/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS LAKE COUNTY BACK TO SCHOOL FAIR PROJECT FOR· PAID TO FLORIDA'S VISION QUEST TR TRAN#=IN001650000008 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 09/23/11 DNB	1105000038
05/20/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS TWO PHD STUDENTS WITH WFH-SJ PROGRAM FOR PAID TO F5601439 MARQUETTE UNIVERSITY COLLEGE OF NURSING TR TRAN#=ZY000728000197 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 09/23/11 DNB	1105000050
	TOTAL CODE 311 - CASH CONTRIBUTIONS	-72681 84	-2181 84	-70500 00	

SUNTRUST

HEEB, DR. HARRY J FDN CO-TA
ACCOUNT NO. 5601439

PORTFOLIO DETAIL

AS OF 05/31/11

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						
	PRINCIPAL CASH	135,545.41- 6.20-%	135,545.41-			
STIF & MONEY MARKET FUNDS						
126,153.82	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	126,153.82 1.000 5.77 %	126,153.82 1.00	0.00	143	0.11 % 0.00 %
EQUITY SECURITIES						
ENERGY						
118	APACHE CORP COM CUSIP: 037411105	14,702.80 124.600 0.67 %	9,346.14 79.20	5,356.66	71	0.48 % 0.00 %
159	CAMERON INTL CORP COM CUSIP: 13342B105	7,577.94 47.660 0.35 %	6,296.38 39.60	1,281.56	0	0.00 % 0.00 %
153	CHEVRON CORP COM CUSIP: 166764100	16,051.23 104.910 0.73 %	6,416.07 41.94	9,635.16	477	2.97 % 0.00 %
215	EXXON MOBIL CORP COM CUSIP: 30231G102	17,946.05 83.470 0.82 %	8,881.65 41.31	9,064.40	404	2.25 % 0.00 %
203	OCCIDENTAL PETE CORP COM CUSIP: 674599105	21,893.55 107.850 1.00 %	13,517.26 66.59	8,376.29	374	1.71 % 0.00 %

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PORTFOLIO DETAIL

HEEB, DR. HARRY J FDN CO-TA
ACCOUNT NO. 5601439

AS OF 05/31/11

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
216	SCHLUMBERGER LTD COM CUSIP: 806857108	18,515.52 85.720 0.85 %	12,135.83 56.18	6,379.69	216	1.17 % 0.00 %
369	WILLIAMS COS INC COM CUSIP: 969457100	11,582.91 31.390 0.53 %	8,448.40 22.90	3,134.51	295	2.55 % 0.00 %
TOTAL ENERGY		108,270.00	65,041.73	43,228.27	1,837	1.70 %
MATERIALS						
136	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	7,023.04 51.640 0.32 %	3,193.16 23.48	3,829.88	136	1.94 % 0.00 %
220	NUCOR CORP COM CUSIP: 670346105	9,314.80 42.340 0.43 %	9,474.36 43.07	159.56-	319	3.42 % 0.00 %
89	PRAXAIR INC COM CUSIP: 74005P104	9,419.76 105.840 0.43 %	6,374.88 71.63	3,044.88	178	1.89 % 0.00 %
TOTAL MATERIALS		25,757.60	19,042.40	6,715.20	633	2.46 %

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SunTrust

HEEB, DR. HARRY J FDN CO-TA
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AS OF 05/31/11

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
INDUSTRIALS						
427	ABB LTD SWITZERLAND SPONS ADR CUSIP: 000375204	11,486.30 26.900 0.53 %	6,548.21 15.34	4,938.09	490	4.27 % 0.00 %
194	BE AEROSPACE INC COM CUSIP: 073302101	7,259.48 37.420 0.33 %	6,628.98 34.17	630.50	0	0.00 % 0.00 %
184	EMERSON ELEC CO COM CUSIP: 291011104	10,037.20 54.550 0.46 %	6,530.70 35.49	3,506.50	254	2.53 % 0.00 %
85	FLOWSERVE CORP COM CUSIP: 34354P105	10,304.55 121.230 0.47 %	7,691.65 90.49	2,612.90	109	1.06 % 0.00 %
159	FLUOR CORP COM NEW CUSIP: 343412102	10,959.87 68.930 0.50 %	7,682.13 48.32	3,277.74	80	0.73 % 0.00 %
634	GENERAL ELEC CO COM CUSIP: 369604103	12,451.76 19.640 0.57 %	1,827.54 2.88	10,624.22	380	3.05 % 0.00 %
197	HUNT J B TRANS SVCS INC COM CUSIP: 445658107	9,032.45 45.850 0.41 %	6,814.75 34.59	2,217.70	102	1.13 % 0.00 %
107	PARKER HANNIFIN CORP COM CUSIP: 701094104	9,506.95 88.850 0.43 %	5,763.88 53.87	3,743.07	158	1.66 % 0.00 %

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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
80	UNION PACIFIC CORP COM CUSIP: 907818108	8,397.60 104.970 0.38 %	3,687.72 46.10	4,709.88	152	1.81 % 0.00 %
106	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	7,789.94 73.490 0.36 %	5,528.77 52.16	2,261.17	220	2.82 % 0.00 %
178	UNITED TECHNOLOGIES CORP COM CUSIP: 913017109	15,623.06 87.770 0.71 %	6,764.51 38.00	8,858.55	342	2.19 % 0.00 %
TOTAL INDUSTRIALS		112,849.16	65,468.84	47,380.32	2,287	2.03 %
CONSUMER DISCRETIONARY						
75	AMAZON INC COM CUSIP: 023135106	14,751.75 196.690 0.67 %	10,109.84 134.80	4,641.91	0	0.00 % 0.00 %
248	CARNIVAL CORP UNIT COM CUSIP: 143658300	9,624.88 38.810 0.44 %	8,850.87 35.69	774.01	248	2.58 % 0.00 %
229	COACH INC COM CUSIP: 189754104	14,578.14 63.660 0.67 %	8,195.09 35.79	6,383.05	206	1.41 % 0.00 %
182	DARDEN RESTAURANTS INC COM CUSIP: 237194105	9,218.30 50.650 0.42 %	8,217.30 45.15	1,001.00	233	2.53 % 0.00 %
363	HOME DEPOT INC COM CUSIP: 437076102	13,169.64 36.280 0.60 %	9,134.63 25.16	4,035.01	363	2.76 % 0.00 %

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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
211	KOHLS CORP COM CUSIP: 500255104	11,233.64 53.240 0.51 %	9,569.65 45.35	1,663.99	211	1.88 % 0.00 %
369	WALT DISNEY CO COM CUSIP: 254687106	15,361.47 41.630 0.70 %	9,088.22 24.63	6,273.25	148	0.96 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		87,937.82	63,165.60	24,772.22	1,409	1.60 %
CONSUMER STAPLES						
287	CVS CAREMARK CORP COM CUSIP: 126650100	11,104.03 38.690 0.51 %	8,108.38 28.25	2,995.65	144	1.30 % 0.00 %
186	PEPSICO INC COM CUSIP: 713448108	13,228.32 71.120 0.60 %	9,461.23 50.87	3,767.09	383	2.90 % 0.00 %
250	PHILIP MORRIS INTL COM CUSIP: 718172109	17,937.50 71.750 0.82 %	12,127.37 48.51	5,810.13	640	3.57 % 0.00 %
224	PROCTER & GAMBLE CO COM CUSIP: 742718109	15,008.00 67.000 0.69 %	12,617.55 56.33	2,390.45	470	3.13 % 0.00 %
162	WAL-MART STORES INC COM CUSIP: 931142103	8,945.64 55.220 0.41 %	7,937.38 49.00	1,008.26	237	2.65 % 0.00 %
TOTAL CONSUMER STAPLES		66,223.49	50,251.91	15,971.58	1,874	2.83 %

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PORTFOLIO DETAIL

HEEB, DR. HARRY J FDN CO-TA
ACCOUNT NO. 5601439

AS OF 05/31/11

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
HEALTH CARE						
285	ABBOTT LABS COM CUSIP: 002824100	14,891.25 52.250 0.68 %	13,119.92 46.03	1,771.33	547	3.67 % 0.00 %
124	AMGEN INC COM CUSIP: 031162100	7,506.96 60.540 0.34 %	6,023.62 48.58	1,483.34	0	0.00 % 0.00 %
178	BAXTER INTL INC COM CUSIP: 071813109	10,594.56 59.520 0.48 %	7,418.57 41.68	3,175.99	221	2.09 % 0.00 %
322	EXPRESS SCRIPTS INC COM CUSIP: 302182100	19,178.32 59.560 0.88 %	10,620.00 32.98	8,558.32	0	0.00 % 0.00 %
123	JOHNSON & JOHNSON COM CUSIP: 478160104	8,276.67 67.290 0.38 %	6,777.08 55.10	1,499.59	280	3.38 % 0.00 %
380	MERCK & CO INC COM NEW CUSIP: 58933Y105	13,965.00 36.750 0.64 %	10,998.50 28.94	2,966.50	578	4.14 % 0.00 %
192	TEVA PHARMACEUTICAL INDS LTD SPONS ADR CUSIP: 881624209	9,772.80 50.900 0.45 %	11,061.03 57.61	1,288.23-	146	1.49 % 0.00 %
137	THERMO FISHER SCIENTIFIC INC COM CUSIP: 883556102	8,966.65 65.450 0.41 %	5,144.50 37.55	3,822.15	0	0.00 % 0.00 %
TOTAL HEALTH CARE		93,152.21	71,163.22	21,988.99	1,772	1.90 %

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HEEB, DR. HARRY J FDN CO-TA
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PORTFOLIO DETAIL

AS OF 05/31/11

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
FINANCIALS						
902	BANK OF AMERICA CORP COM CUSIP: 060505104	10,598.50 11.750 0.48 %	13,570.32 15.04	2,971.82-	36	0.34 % 0.00 %
294	BANK OF NEW YORK MELLON CORP COM CUSIP: 064058100	8,264.34 28.110 0.38 %	8,145.64 27.71	118.70	153	1.85 % 0.00 %
272	BB&T CORP COM CUSIP: 054937107	7,490.88 27.540 0.34 %	6,389.57 23.49	1,101.31	174	2.32 % 0.00 %
301	CAPITAL ONE FINL CORP COM CUSIP: 14040H105	16,356.34 54.340 0.75 %	13,311.23 44.22	3,045.11	60	0.37 % 0.00 %
89	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	12,524.97 140.730 0.57 %	13,482.83 151.49	957.86-	125	1.00 % 0.00 %
488	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	13,005.20 26.650 0.59 %	12,208.91 25.02	796.29	195	1.50 % 0.00 %
317	INVESCO LTD USD0.2 BERMUDA COM CUSIP: G491BT108	7,820.39 24.670 0.36 %	4,985.53 15.73	2,834.86	155	1.98 % 0.00 %
436	JP MORGAN CHASE & CO COM CUSIP: 46625H100	18,852.64 43.240 0.86 %	15,347.54 35.20	3,505.10	436	2.31 % 0.00 %

SunTrust

PORTFOLIO DETAIL

HEEB, DR. HARRY J FDN CO-TA
ACCOUNT NO. 5601439

AS OF 05/31/11

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
332	MORGAN STANLEY COM NEW CUSIP: 617446448	8,021.12 24.160 0.37 %	9,012.98 27.15	991.86-	66	0.82 % 0.00 %
234	PNC FINL SVCS GROUP INC COM CUSIP: 693475105	14,606.28 62.420 0.67 %	14,222.67 60.78	383.61	328	2.25 % 0.00 %
451	WELLS FARGO & CO COM NEW CUSIP: 949746101	12,794.87 28.370 0.59 %	13,670.98 30.31	876.11-	216	1.69 % 0.00 %
TOTAL FINANCIALS		130,335.53	124,348.20	5,987.33	1,945	1.49 %
INFORMATION TECHNOLOGY						
73	APPLE INC COM CUSIP: 037833100	25,391.59 347.830 1.16 %	9,602.81 131.55	15,788.78	0	0.00 % 0.00 %
272	AUTODESK INC COM CUSIP: 052769106	11,690.56 42.980 0.53 %	7,243.36 26.63	4,447.20	0	0.00 % 0.00 %
503	EMC CORP MASS COM CUSIP: 268648102	14,320.41 28.470 0.65 %	6,288.60 12.50	8,031.81	0	0.00 % 0.00 %
30	GOOGLE INC CL A COM CUSIP: 38259P508	15,870.60 529.020 0.73 %	12,230.84 407.69	3,639.76	0	0.00 % 0.00 %
408	HEWLETT-PACKARD CO COM CUSIP: 428236103	15,251.04 37.380 0.70 %	14,463.59 35.45	787.45	196	1.29 % 0.00 %

SUNTRUST

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PORTFOLIO DETAIL

AS OF 05/31/11

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
585	INTEL CORP COM CUSIP: 458140100	13,168.35 22.510 0.60 %	12,285.28 21.00	883.07	424	3.22 % 0.00 %
169	INTUIT INC COM CUSIP: 461202103	9,120.93 53.970 0.42 %	8,000.46 47.34	1,120.47	0	0.00 % 0.00 %
512	ORACLE CORP COM CUSIP: 68389X105	17,520.64 34.220 0.80 %	10,243.11 20.01	7,277.53	123	0.70 % 0.00 %
169	TERADATA CORP DEL COM CUSIP: 88076W103	9,428.51 55.790 0.43 %	8,487.18 50.22	941.33	0	0.00 % 0.00 %
273	TEXAS INSTRS INC COM CUSIP: 882508104	9,636.90 35.300 0.44 %	4,979.73 18.24	4,657.17	142	1.47 % 0.00 %
132	VISA INC CL A COM CUSIP: 92826C839	10,699.92 81.060 0.49 %	10,621.75 80.47	78.17	79	0.74 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		152,099.45	104,446.71	47,652.74	964	0.63 %

SUNTRUST

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
TELECOMMUNICATION SERVICES						
358	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	13,220.94 36.930 0.60 %	10,694.10 29.87	2,526.84	698	5.28 % 0.00 %
MUTUAL FUNDS-EQUITY						
758	ISHARES TR S&P MIDCAP 400 INDEX FD CUSIP: 464287507	75,853.06 100.070 3.47 %	72,335.94 95.43	3,517.12	745	0.98 % 0.00 %
TOTAL EQUITY SECURITIES		865,699.26	645,958.65	219,740.61	14,163	1.64 %
MUTUAL FUNDS						
3,564.954	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	41,638.66 11.680 1.90 %	38,925.29 10.92	2,713.37	0	0.00 % 0.00 %
5,654.774	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	61,750.13 10.920 2.82 %	59,189.21 10.47	2,560.92	254	0.41 % 0.00 %
1,662.284	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	42,355.00 25.480 1.94 %	33,640.77 20.24	8,714.23	194	0.46 % 0.00 %
21,075.651	MANNING & NAPIER FDS WORLD OPPTYS SER CL A CUSIP: 563821545	199,164.90 9.450 9.11 %	170,254.55 8.08	28,910.35	1,644	0.83 % 0.00 %

SUNTRUST

HEEB, DR. HARRY J FDN CO-TA
ACCOUNT NO. 5601439

PORTFOLIO DETAIL

AS OF 05/31/11

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
2,408.483	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	86,873.98 36.070 3.97 %	73,405.55 30.48	13,468.43	344	0.40 % 0.00 %
4,325.221	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	41,954.64 9.700 1.92 %	30,406.31 7.03	11,548.33	3,849	9.17 % 0.00 %
5,784.932	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	62,535.11 10.810 2.86 %	63,028.16 10.90	493.05-	3,425	5.48 % 0.00 %
5,873.033	PIMCO FDS LOW DURATION FD INSTL CL CUSIP: 693390304	61,843.04 10.530 2.83 %	61,197.00 10.42	646.04	1,404	2.27 % 0.00 %
2,497.07	SCHRODER FDS US SMALL & MIDCAP OPPORTUNITES FD IV CUSIP: 80809R204	32,262.14 12.920 1.48 %	30,614.08 12.26	1,648.06	0	0.00 % 0.00 %
4,976.659	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 81728B825	44,541.10 8.950 2.04 %	30,357.62 6.10	14,183.48	0	0.00 % 0.00 %
9,121.275	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	127,424.21 13.970 5.83 %	121,735.00 13.35	5,689.21	5,783	4.54 % 0.00 %
TOTAL MUTUAL FUNDS		802,342.91	712,753.54	89,589.37	16,898	2.11 %

SunTrust

PORTFOLIO DETAIL

HEEB, DR. HARRY J FDN CO-TA
ACCOUNT NO. 5601439

AS OF 05/31/11

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
PROPRIETARY FUNDS						
17,601.795	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCF CUSIP: 76628T702	185,522.92 10.540 8.48 %	180,672.68 10.26	4,850.24	4,840	2.61 % 0.00 %
4,970.55	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #RGD5 CUSIP: 76628R615	64,020.68 12.880 2.93 %	47,816.69 9.62	16,203.99	467	0.73 % 0.00 %
11,352.528	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	102,286.28 9.010 4.68 %	100,076.00 8.82	2,210.28	5,937	5.80 % 0.00 %
4,084.89	RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX CUSIP: 76628T611	40,889.75 10.010 1.87 %	40,266.95 9.86	622.80	862	2.11 % 0.00 %
TOTAL PROPRIETARY FUNDS		392,719.63	368,832.32	23,887.31	12,107	3.08 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING BANK OF AMERICA CORP ON RCPT OF FINAL PMT CUSIP: 997001LP5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING DELL INC ON RCPT OF FINAL PMT CUSIP: 997001HY1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %

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
1	CLASS ACTION PENDING XEROX CORP ON RCPT OF FINAL PMT CUSIP: 997000TT1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		2,051,370.21	1,718,152.92	333,217.29	43,312	1.98 %
INCOME PORTFOLIO						
	INCOME CASH	135,545.41 6.20 %	135,545.41			
TOTAL ASSETS		2,186,915.62	1,853,698.33	333,217.29	43,312	1.98 %