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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

For calendar year 2010, or tax year beginning 06/01, 2010, and ending 05/31, 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: TCH PAUL HOLBROOK 52-3621300 A Employer identification number: 62-6187596
 Number and street (or P.O. box number if mail is not delivered to street address): P.O. BOX 1908 Room/suite: () B Telephone number (see page 10 of the instructions): () - () - ()
 City or town, state, and ZIP code: ORLANDO, FL 32802-1908

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation
 I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,140,756
 J Accounting method: Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis.)

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

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 <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	37,463.	36,893.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	78,121.			
b	Gross sales price for all assets on line 6a	1,169,574.			
7	Capital gain net income (from Part IV, line 2)		78,121.		
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)	79.			STMT 2
12	Total. Add lines 1 through 11	115,663.	115,014.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	5,869.	2,934.		2,935.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 3	2,500.	NONE	NONE	2,500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4		169.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	8,369.	3,103.	NONE	5,435.
25	Contributions, gifts, grants paid	49,737.			49,737.
26	Total expenses and disbursements. Add lines 24 and 25	58,106.	3,103.	NONE	55,172.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	57,557.			
b	Net investment income (if negative, enter -0-)		111,911.		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	25,059.	34,487.	34,487.
	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	943,714.	991,843.	1,106,269.	
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)	968,773.	1,026,330.	1,140,756.	
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 <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 and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	968,773.	1,026,330.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	968,773.	1,026,330.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	968,773.	1,026,330.		

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	968,773.
2	Enter amount from Part I, line 27a	2	57,557.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,026,330.
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	1,026,330.

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) 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				
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	78,121.
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	58,019.	1,019,954.	0.05688393790
2008	58,405.	952,466.	0.06131977414
2007	60,439.	1,148,187.	0.05263863813
2006	60,063.	1,130,339.	0.05313715620
2005	59,070.	1,105,563.	0.05342979098
2 Total of line 1, column (d)			2 0.27740929735
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 0.05548185947
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,077,415.
5 Multiply line 4 by line 3			5 59,777.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,119.
7 Add lines 5 and 6			7 60,896.
8 Enter qualifying distributions from Part XII, line 4 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.			8 55,172.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Values include 2,238 and NONE. Includes handwritten note 'Paid by EFTS' near line 9.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity questions and Yes/No columns. Includes handwritten 'N/A' for question 4b and 'STMT 6' for question 8a.

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 page 20 of the instructions) 11 X
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of SunTrust Bank Inc. Telephone no. (615) 748-4879
Located at P. O. BOX 305110, NASHVILLE, TN ZIP + 4 37230-5110
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
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 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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 X 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 X 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 U/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b X

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

- 5a During the year did the foundation pay or incur any amount to:
 - (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No
 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? Yes No
If "Yes" to 6b, file Form 8870
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		N/A
6b		X
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		5,869.	-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	1,063,158.
b	Average of monthly cash balances	1b	30,664.
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	1,093,822.
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	1,093,822.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	16,407.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,077,415.
6	Minimum investment return. Enter 5% of line 5	6	53,871.

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	53,871.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,238.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,238.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,633.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	51,633.
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	51,633.

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	55,172.
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	55,172.
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	55,172.

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				51,633.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			NONE	
b Total for prior years: 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				NONE
b From 2006				NONE
c From 2007				NONE
d From 2008				9,314.
e From 2009				7,543.
f Total of lines 3a through e	16,857			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>55,172.</u>				
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				51,633.
e Remaining amount distributed out of corpus	3,539.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	20,396.			
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	20,396.			
10 Analysis of line 9:				
a Excess from 2006				NONE
b Excess from 2007				NONE
c Excess from 2008				9,314.
d Excess from 2009				7,543.
e Excess from 2010				3,539.

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)

Table with 5 columns: Tax year (a) 2010, Prior 3 years (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include 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, 3 Complete 3a, b, or c for the alternative test relied upon, a 'Assets' alternative test, b 'Endowment' alternative test, c 'Support' alternative test.

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 [X] 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:

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

- c Any submission deadlines:

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

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
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 8</p>				
Total ▶ 3a				49,737.
<p>b <i>Approved for future payment</i></p>				
Total ▶ 3b				

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

- 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) Yes No
 - (2) Other assets 1a(2) Yes No
 - b Other transactions:
 - (1) Sales of assets to a noncharitable exempt organization 1b(1) Yes No
 - (2) Purchases of assets from a noncharitable exempt organization 1b(2) Yes No
 - (3) Rental of facilities, equipment, or other assets 1b(3) Yes No
 - (4) Reimbursement arrangements 1b(4) Yes No
 - (5) Loans or loan guarantees 1b(5) Yes No
 - (6) Performance of services or membership or fundraising solicitations 1b(6) Yes No
 - c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c Yes No
- d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		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] | 07/12/2011 | TRUSTEE
 Signature of officer or trustee SUSTRUST BANK | Date | Title

Paid Preparer Use Only

Print/Type preparer's name JEFFREY E. KUHLIN	Preparer's signature <i>[Signature]</i>	Date 07/12/2011	Check <input type="checkbox"/> if self-employed	PTIN 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. 800-413-8811			

**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					5,197.	
40.00		3.328 RIDGEWORTH FD-AGGRESSIVE GRWTH #RG PROPERTY TYPE: SECURITIES 42.00					12/29/2009 -2.00	06/24/2010
450.00		40.107 RIDGEWORTH FD-SMALLCAP VAL EQ #RG PROPERTY TYPE: SECURITIES 734.00					08/31/2004 -284.00	06/24/2010
1,878.00		181.429 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES 1,731.00					09/28/2009 147.00	06/24/2010
4,672.00		451.421 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES 3,417.00					05/12/2009 1,255.00	06/24/2010
4,610.00		495.725 RIDGEWORTH FD-MIDCAP CORE EQTY # PROPERTY TYPE: SECURITIES 4,283.00					09/28/2009 327.00	06/24/2010
3,470.00		373.092 RIDGEWORTH FD-MIDCAP CORE EQTY # PROPERTY TYPE: SECURITIES 2,660.00					05/12/2009 810.00	06/24/2010
6,565.00		601.19 RIDGEWORTH FD-TOTAL RETURN BD #RG PROPERTY TYPE: SECURITIES 6,162.00					04/02/2009 403.00	06/24/2010
1,065.00		84.524 RIDGEWORTH FD-AGGRESSIVE GRWTH #R PROPERTY TYPE: SECURITIES 1,060.00					12/29/2009 5.00	09/08/2010
2,100.00		181.661 RIDGEWORTH FD-SMALLCAP VAL EQ #R PROPERTY TYPE: SECURITIES 3,324.00					08/31/2004 -1,224.00	09/08/2010
1,315.00		107.085 RIDGEWORTH FD-SMALLCAP GRTH STK# PROPERTY TYPE: SECURITIES 2,185.00					09/30/2004 -870.00	09/08/2010

**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)	
4,485.00		172.566 RIDGEWORTH FD-SEL L/C GRTH STK # PROPERTY TYPE: SECURITIES 4,639.00					12/29/2009	09/08/2010
880.00		84.13 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD PROPERTY TYPE: SECURITIES 637.00					05/12/2009	09/08/2010
4,265.00		440.144 RIDGEWORTH FD-MIDCAP CORE EQTY # PROPERTY TYPE: SECURITIES 3,138.00					05/12/2009	09/08/2010
6,130.00		551.259 RIDGEWORTH FD-LARGECAP VAL EQTY# PROPERTY TYPE: SECURITIES 5,965.00					06/24/2010	09/08/2010
4,810.00		535.04 RIDGEWORTH FD-LARGECAP GRTH STK#R PROPERTY TYPE: SECURITIES 5,639.00					12/06/2002	09/08/2010
5,650.00		465.404 RIDGEWORTH FD-L/C CORE GRW STK#R PROPERTY TYPE: SECURITIES 8,307.00					12/28/2006	09/08/2010
14,778.00		1241.842 RIDGEWORTH FD-INTL EQTY INDEX # PROPERTY TYPE: SECURITIES 16,135.00					06/24/2010	09/08/2010
58,025.00		4876.03 RIDGEWORTH FD-INTL EQTY INDEX #R PROPERTY TYPE: SECURITIES 44,879.00					05/12/2009	09/08/2010
66,948.00		6674.775 RIDGEWORTH FD-SHORT TERM BD #RG PROPERTY TYPE: SECURITIES 65,818.00					06/24/2010	09/08/2010
19,589.00		1271.218 RIDGEWORTH FD-AGGRESSIVE GRWTH PROPERTY TYPE: SECURITIES 11,435.00					12/29/2009	01/27/2011
180.00		11.447 RIDGEWORTH FD-SMALLCAP GRTH STK#R PROPERTY TYPE: SECURITIES 140.00					06/24/2010	01/27/2011

**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)	
28,354.00		1802.543 RIDGEWORTH FD-SMALLCAP GRTH STK PROPERTY TYPE: SECURITIES 27,532.00				09/28/2009	01/27/2011	822.00
7,285.00		229.592 RIDGEWORTH FD-SEL L/C GRTH STK # PROPERTY TYPE: SECURITIES 6,171.00				12/29/2009	01/27/2011	1,114.00
53,597.00		4588.755 RIDGEWORTH FD-MIDCAP CORE EQTY PROPERTY TYPE: SECURITIES 30,547.00				05/12/2009	01/27/2011	23,050.00
5,524.00		420.09 RIDGEWORTH FD-LARGECAP VAL EQTY#R PROPERTY TYPE: SECURITIES 4,545.00				06/24/2010	01/27/2011	979.00
251.00		19.073 RIDGEWORTH FD-LARGECAP VAL EQTY#R PROPERTY TYPE: SECURITIES 160.00				04/02/2009	01/27/2011	91.00
520.00		46.47 RIDGEWORTH FD-LARGECAP GRTH STK#RG PROPERTY TYPE: SECURITIES 490.00				12/06/2002	01/27/2011	30.00
2,600.00		186.781 RIDGEWORTH FD-L/C CORE GRW STK#R PROPERTY TYPE: SECURITIES 3,334.00				12/28/2006	01/27/2011	-734.00
16,425.00		1576.296 RIDGEWORTH FD-TOTAL RETURN BD # PROPERTY TYPE: SECURITIES 17,481.00				09/08/2010	01/27/2011	-1,056.00
14,623.00		1460.854 RIDGEWORTH FD-SEIX HIGH YIELD # PROPERTY TYPE: SECURITIES 13,885.00				09/08/2010	01/27/2011	738.00
18,542.00		1852.332 RIDGEWORTH FD-SEIX HIGH YIELD # PROPERTY TYPE: SECURITIES 14,411.00				04/02/2009	01/27/2011	4,131.00
24,607.00		1758.903 RIDGEWORTH FD-SMALLCAP VAL EQ # PROPERTY TYPE: SECURITIES 24,695.00				01/27/2011	03/02/2011	-88.00

**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)	
21,696.00		1550.828 20,121.00					09/28/2009	03/02/2011
		1550.828 RIDGEWORTH FD-SMALLCAP VAL EQ # PROPERTY TYPE: SECURITIES						
							1,575.00	
8,351.00		595.205 7,095.00					06/24/2010	03/02/2011
		595.205 RIDGEWORTH FD-L/C CORE GRW STK#R PROPERTY TYPE: SECURITIES						
							1,256.00	
66,649.00		4750.483 84,796.00					12/28/2006	03/02/2011
		4750.483 RIDGEWORTH FD-L/C CORE GRW STK# PROPERTY TYPE: SECURITIES						
							-18,147.00	
48,445.00		4658.149 51,659.00					09/08/2010	03/02/2011
		4658.149 RIDGEWORTH FD-TOTAL RETURN BD # PROPERTY TYPE: SECURITIES						
							-3,214.00	
176,555.00		16976.466 174,009.00					04/02/2009	03/02/2011
		16976.466 RIDGEWORTH FD-TOTAL RETURN BD PROPERTY TYPE: SECURITIES						
							2,546.00	
21,242.00		2103.212 16,363.00					04/02/2009	03/02/2011
		2103.212 RIDGEWORTH FD-SEIX HIGH YIELD # PROPERTY TYPE: SECURITIES						
							4,879.00	
36,372.00		3437.795 36,475.00					01/27/2011	03/02/2011
		3437.795 RIDGEWORTH FD-LTD MTG SECS #RGC PROPERTY TYPE: SECURITIES						
							-103.00	
39,735.00		3077.885 38,135.00					01/27/2011	04/06/2011
		3077.885 RIDGEWORTH FD-MIDCAP VAL EQTY # PROPERTY TYPE: SECURITIES						
							1,600.00	
10,265.00		795.082 5,686.00					05/12/2009	04/06/2011
		795.082 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES						
							4,579.00	
6,268.00		438.352 5,225.00					06/24/2010	04/06/2011
		438.352 RIDGEWORTH FD-L/C CORE GRW STK#R PROPERTY TYPE: SECURITIES						
							1,043.00	
20,459.00		1430.671 13,434.00					04/02/2009	04/06/2011
		1430.671 RIDGEWORTH FD-L/C CORE GRW STK# PROPERTY TYPE: SECURITIES						
							7,025.00	

**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)		
106,690.00		9049.196					01/27/2011	04/06/2011	
		RIDGEWORTH FD-INTL EQTY #RGD7 PROPERTY TYPE: SECURITIES							
		94,840.00					11,850.00		
192,073.00		18539.884					04/02/2009	04/06/2011	
		RIDGEWORTH FD-TOTAL RETURN BD PROPERTY TYPE: SECURITIES							
		190,034.00					2,039.00		
5,776.00		177.496					06/24/2010	05/18/2011	
		RIDGEWORTH FD-SEL L/C GRTH STK # PROPERTY TYPE: SECURITIES							
		4,480.00					1,296.00		
19,224.00		590.789					12/29/2009	05/18/2011	
		RIDGEWORTH FD-SEL L/C GRTH STK # PROPERTY TYPE: SECURITIES							
		13,520.00					5,704.00		
TOTAL GAIN (LOSS)							-----	78,121.	
							=====		

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	37,463.	36,893.
TOTAL	37,463.	36,893.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX REFUND	79.
TOTALS	----- 79. =====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREP FEES	2,500.			2,500.
TOTALS	2,500.	NONE	NONE	2,500.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX		169.
TOTALS		169.

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING	ENDING	ENDING
		BOOK VALUE -----	BOOK VALUE -----	FMV ---
SEE ATTACHED STATEMENT	C	943,714.	991,843.	1,106,269.
TOTALS		943,714.	991,843.	1,106,269.
		=====	=====	=====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

TN

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

=====

OFFICER NAME:

SunTrust Bank Inc.

ADDRESS:

P. O. Box 305110

Nashville, TN 37230-5110

TITLE:

Trustee, VAR.

COMPENSATION 5,869.

TOTAL COMPENSATION: 5,869.

=====

=====

RECIPIENT NAME:

SEE ATTACHED

ADDRESS:

613 JAMES AVE

NASHVILLE, TN 33138

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSE

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 49,737.

TOTAL GRANTS PAID:

49,737.

=====

**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

TCH PAUL HOLBROOK 52-3621300

Employer identification number

62-6187596

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	14,602.
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	14,602.

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			5,197.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	57,978.
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	344.
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	63,519.

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

Schedule D (Form 1041) 2010

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		14,602.
14	Net long-term gain or (loss):			
a	Total for year	14a		63,519.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		78,121.

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? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> 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? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31. <input type="checkbox"/> 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	

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
TCH PAUL HOLBROOK 52-3621300 Employer identification number
62-6187596

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 40.107 RIDGEWORTH FD-SMALLCAP VAL EQ #RGD6	08/31/2004	06/24/2010	450.00	734.00	-284.00
451.421 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/12/2009	06/24/2010	4,672.00	3,417.00	1,255.00
373.092 RIDGEWORTH FD-MIDCAP CORE EQTY #RGE2	05/12/2009	06/24/2010	3,470.00	2,660.00	810.00
601.19 RIDGEWORTH FD-TOTAL RETURN BD #RGCP	04/02/2009	06/24/2010	6,565.00	6,162.00	403.00
181.661 RIDGEWORTH FD-SMALLCAP VAL EQ #RGD6	08/31/2004	09/08/2010	2,100.00	3,324.00	-1,224.00
107.085 RIDGEWORTH FD-SMALLCAP GRTH STK#RGE5	09/30/2004	09/08/2010	1,315.00	2,185.00	-870.00
84.13 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/12/2009	09/08/2010	880.00	637.00	243.00
440.144 RIDGEWORTH FD-MIDCAP CORE EQTY #RGE2	05/12/2009	09/08/2010	4,265.00	3,138.00	1,127.00
535.04 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	12/06/2002	09/08/2010	4,810.00	5,639.00	-829.00
465.404 RIDGEWORTH FD-L/C CORE GRW STK#RGE1	12/28/2006	09/08/2010	5,650.00	8,307.00	-2,657.00
4876.03 RIDGEWORTH FD-INTL EQTY INDEX #RGD8	05/12/2009	09/08/2010	58,025.00	44,879.00	13,146.00
1271.218 RIDGEWORTH FD-AGGRESSIVE GRWTH #RGE6	12/29/2009	01/27/2011	19,589.00	11,435.00	8,154.00
1802.543 RIDGEWORTH FD-SMALLCAP GRTH STK#RGE5	09/28/2009	01/27/2011	28,354.00	27,532.00	822.00
229.592 RIDGEWORTH FD-SEL L/C GRTH STK #RGE4	12/29/2009	01/27/2011	7,285.00	6,171.00	1,114.00
4588.755 RIDGEWORTH FD-MIDCAP CORE EQTY #RGE2	05/12/2009	01/27/2011	53,597.00	30,547.00	23,050.00
19.073 RIDGEWORTH FD-LARGECAP VAL EQTY#RGD4	04/02/2009	01/27/2011	251.00	160.00	91.00
46.47 RIDGEWORTH FD-LARGECAP GRTH STK#RGE3	12/06/2002	01/27/2011	520.00	490.00	30.00
186.781 RIDGEWORTH FD-L/C CORE GRW STK#RGE1	12/28/2006	01/27/2011	2,600.00	3,334.00	-734.00
1852.332 RIDGEWORTH FD-SEIX HIGH YIELD #RGCL	04/02/2009	01/27/2011	18,542.00	14,411.00	4,131.00
1550.828 RIDGEWORTH FD-SMALLCAP VAL EQ #RGD6	09/28/2009	03/02/2011	21,696.00	20,121.00	1,575.00
4750.483 RIDGEWORTH FD-L/C CORE GRW STK#RGE1	12/28/2006	03/02/2011	66,649.00	84,796.00	-18,147.00
16976.466 RIDGEWORTH FD-TOTAL RETURN BD #RGCP	04/02/2009	03/02/2011	176,555.00	174,009.00	2,546.00
2103.212 RIDGEWORTH FD-SEIX HIGH YIELD #RGCL	04/02/2009	03/02/2011	21,242.00	16,363.00	4,879.00
795.082 RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	05/12/2009	04/06/2011	10,265.00	5,686.00	4,579.00
1430.671 RIDGEWORTH FD-L/C CORE GRW STK#RGE1	04/02/2009	04/06/2011	20,459.00	13,434.00	7,025.00

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

FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5

320.00

RIDGEWORTH FD-TOTAL RETURN BD #RGCP

4,877.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

5,197.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

5,197.00

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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.

311	CASH CONTRIBUTIONS DISTRIBUTIONS NOT MATCHED TO BENEFICIARY -----			
01/11/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 2.5% UNITRUST CALCULATION SHARE FOR: 62-0566413 PAID TO: 62-0566413 CHARLOTTE AVENUE CHURCH OF CHRIST 5807 CHARLOTTE AVE NASHVILLE, TN 37209 TR TRAN#=ZY000331000277 TR CD=105 REG=0 PORT=PRIN	-1329.26	-1329.26	1101000025 UNMATCHED BENE DISTRIBUTION
01/11/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 10% UNITRUST CALCULATION SHARE FOR: 62-0677431 PAID TO: 62-0677431 EASTER SEALS TENNESSEE 3011 ARMORY DR STE 100 NASHVILLE, TN 37204-3721 TR TRAN#=ZY000331000278 TR CD=079 REG=0 PORT=PRIN	-5317.04	-5317.04	1101000026 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/11/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 2.5% UNITRUST CALCULATION SHARE FOR: 62-1427126 PAID TO: 62-1427126 JAMES AVE CHURCH OF CHRIST 613 JAMES AVE NASHVILLE, TN 33138 TR TRAN#=ZY000331000279 TR CD=079 REG=0 PORT=PRIN	-1329.26	-1329.26	1101000027 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/11/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 2.5% UNITRUST CALCULATION SHARE FOR: 62-0505207 PAID TO: 62-0505207 LINDSLEY AVE CHURCH OF CHRIST 3 LINDSLEY AVE NASHVILLE, TN 37210 TR TRAN#=ZY000331000280 TR CD=079 REG=0 PORT=PRIN	-1329.26	-1329.26	1101000028 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/11/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 10% UNITRUST CALCULATION SHARE FOR: 62-0115039 PAID TO: 62-0115039 AL MENAH SHRINE TEMPLE ATTN: TREASURER 1354 BRICK CHURCH PKE NASHVILLE, TN 37207 TR TRAN#=ZY000331000275 TR CD=105 REG=0 PORT=PRIN	-5317.04	-5317.04	1101000023 UNMATCHED BENE DISTRIBUTION
01/11/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 10% UNITRUST CALCULATION SHARE FOR: 62-0559649 PAID TO: 62-0559649 BILL WILKERSON SPEECH & HEARING VANDERBILT UNIVERSITY 2100 WEST END AVE., SUITE 1000 NASHVILLE, TN 37203 TR TRAN#=ZY000331000276 TR CD=105 REG=0 PORT=PRIN	-5317.04	-5317.04	1101000024 UNMATCHED BENE DISTRIBUTION
01/11/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 10% UNITRUST CALCULATION SHARE FOR: 62-6018832A PAID TO: 62-6018832A NASHVILLE UNION RESCUE 639 LAFAYETTE ST. NASHVILLE, TN 37203-4226 TR TRAN#=ZY000331000281 TR CD=079 REG=0 PORT=PRIN	-5317.04	-5317.04	1101000029 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/21/11 RSR
01/11/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 10% UNITRUST CALCULATION SHARE FOR: 62-6075872 PAID TO: 62-6075872 TENNESSEE CHILDRENS HOME ATTN BILL ALSUP PO BOX 10 SPRING HILL, TN 37174 TR TRAN#=ZY000331000282 TR CD=079 REG=0 PORT=PRIN	-5317.04	-5317.04	1101000030 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
01/11/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 10% UNITRUST CALCULATION SHARE FOR: 62-0483210 PAID TO: 62-0483210 MARTIN METHODIST COLLEGE C/O KAREN P. CLARK, CONTROLLER 433 W. MADISON STREET PULASKI, TN 38478 TR TRAN#=ZY000331000283 TR CD=079 REG=0 PORT=PRIN	-5317.04		-5317.04	1101000031 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/11/11 CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 10% UNITRUST CALCULATION SHARE FOR: 62-0475692A PAID TO: 62-0475692A AMERICAN HEART ASSOCIATION C/O JUDITH M. DEARY, CLA, CPLA P. O. BOX 22035 ST. PETERSBURG, FL 33742 TR TRAN#=ZY000331000284 TR CD=105 REG=0 PORT=PRIN	-5317.04		-5317.04	1101000032 BENE DISTRIBUTION WITH NO SSN
01/11/11 CASH DISBURSEMENT ACH BENEFICIARY DISTRIBUTION 2011 10% UNITRUST CALCULATION SHARE TRUST ACCOUNT FOR: 62-0476822B PAID TO: ACH3625780A VANDERBILT UNIVERSITY INVESTMENT & WIRES ATTN: KAY HANSON TREASURERS OFFICE 2100 WEST END AVE., SUITE 1000 TR TRAN#=ZY000331000285 TR CD=034 REG=0 PORT=PRIN	-5317.04		-5317.04	1101000033 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/21/11 RSR
01/27/11 CASH DISBURSEMENT ACH BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0559649 PAID TO: ACH3621300BW BILL WILKERSON SPEECH & HEARING ATTN: KAY HANSON TREASURERS OFFICE 2100 WEST END DRIVE SUITE 1000 NASHVILLE, TN 37203 TR TRAN#=DA000555000005 TR CD=034 REG=0 PORT=PRIN	-356.96		-356.96	1101000038 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/27/11 CASH DISBURSEMENT ACH BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0476822B PAID TO: ACH3625780A VANDERBILT UNIVERSITY INVESTMENT & WIRES ATTN: KAY HANSON TREASURERS OFFICE 2100 WEST END AVE., SUITE 1000 TR TRAN#=DA000555000003 TR CD=034 REG=0 PORT=PRIN	-356.96		-356.96	1101000037 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/21/11 RSR
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-6075872 PAID TO: 62-6075872 TENNESSEE CHILDRENS HOME ATTN BILL ALSUP PO BOX 10 SPRING HILL, TN 37174 TR TRAN#=DC000425000014 TR CD=079 REG=0 PORT=PRIN	-356.96		-356.96	1101000046 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-6018832A PAID TO: 62-6018832A NASHVILLE UNION RESCUE 639 LAFAYETTE ST. NASHVILLE, TN 37203-4226 TR TRAN#=DC000425000021 TR CD=079 REG=0 PORT=PRIN	-356.96		-356.96	1101000048 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/21/11 RSR
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0677431 PAID TO: 62-0677431 EASTER SEALS TENNESSEE 3011 ARMORY DR STE 100 NASHVILLE, TN 37204-3721 TR TRAN#=DC000425000022 TR CD=079 REG=0 PORT=PRIN	-356.96		-356.96	1101000049 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION	-356.96		-356.96	1101000050 UNMATCHED BENE DISTRIBUTION

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PREP:52 ADMN:377 INV:500

SUNTRUST BANK
TAX TRANSACTION DETAIL

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TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0115039 PAID TO: 62-0115039 AL MENAH SHRINE TEMPLE ATTN: TREASURER 1354 BRICK CHURCH PKE NASHVILLE, TN 37207 TR TRAN#=DC000425000023 TR CD=079 REG=0 PORT=PRIN			**CHANGED** 04/21/11 RSR	
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0483210 PAID TO: 62-0483210 MARTIN METHODIST COLLEGE C/O KAREN P. CLARK, CONTROLLER 433 W. MADISON STREET PULASKI, TN 38478 TR TRAN#=DC000425000020 TR CD=079 REG=0 PORT=PRIN	-356.96		-356.96 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR	1101000047
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0505207 PAID TO: 62-0505207 LINDSLEY AVE CHURCH OF CHRIST 3 LINDSLEY AVE NASHVILLE, TN 37210 TR TRAN#=DC000425000025 TR CD=079 REG=0 PORT=PRIN	-89.24		-89.24 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR	1101000052
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0566413 PAID TO: 62-0566413 CHARLOTTE AVENUE CHURCH OF CHRIST 5807 CHARLOTTE AVE NASHVILLE, TN 37209 TR TRAN#=DC000425000026 TR CD=079 REG=0 PORT=PRIN	-89.24		-89.24 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR	1101000053
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-1427126 PAID TO: 62-1427126 JAMES AVE CHURCH OF CHRIST 613 JAMES AVE NASHVILLE, TN 33138 TR TRAN#=DC000425000027 TR CD=079 REG=0 PORT=PRIN	-89.24		-89.24 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR	1101000054
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0475692A PAID TO: 62-0475692A AMERICAN HEART ASSOCIATION C/O JUDITH M. DEARY, CLA, CFLA P. O. BOX 22035 ST. PETERSBURG, FL 33742 TR TRAN#=DC000425000024 TR CD=079 REG=0 PORT=PRIN	-356.96		-356.96 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/21/11 RSR	1101000051
01/28/11 CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 UNITRUST CALCULATION SHARE BALANCE DUE FOR: 62-0972916 PAID TO: 62-0972916 PERRY HEIGHTS CHCH OF CHRIST 423 DOWELSON PKE NASHVILLE, TN 37214 TR TRAN#=DC000425000028 TR CD=079 REG=0 PORT=PRIN	-89.24		-89.24 UNMATCHED BENE DISTRIBUTION **CHANGED** 04/21/11 RSR	1101000055
TOTAL CODE 311 - CASH CONTRIBUTIONS	-49736.74	0.00	-49736.74	



CH PAUL HOLBROOK
 ACCOUNT NO. 3621300

PORTFOLIO SUMMARY
 AS OF 05/31/11

ADJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
<u>PRINCIPAL PORTFOLIO</u>						
TIF & MONEY MARKET FUNDS	33,795.38	2.96 %	33,795.38	0.00	38	0.11 %
QUITY SECURITIES	32,522.75	2.85 %	32,241.19	281.56	319	0.98 %
UTUAL FUNDS	626,705.46	54.94 %	610,500.00	16,205.46	14,170	2.26 %
PROPRIETARY FUNDS	447,040.64	39.19 %	349,101.13	97,939.51	8,129	1.82 %
ISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	1,140,064.23	99.94 %	1,025,637.70	114,426.53	22,657	1.99 %
<u>INCOME PORTFOLIO</u>						
INCOME CASH	434.69	0.04 %	434.69			
TIF & MONEY MARKET FUNDS	257.41	0.02 %	257.41	0.00	0	0.00 %
INCOME PORTFOLIO TOTAL	692.10	0.06 %	692.10	0.00	0	0.00 %

TOTAL ASSETS 1,140,756.33 100.00 % 1,026,329.80 114,426.53 22,657 1.99 %



FCH PAUL HOLBROOK
ACCOUNT NO. 3621300

PORTFOLIO DETAIL
AS OF 05/31/11

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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
<u>PRINCIPAL PORTFOLIO</u>						
<u>BOND & MONEY MARKET FUNDS</u>						
33,795.38	FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	33,795.38 1.000 2.96 %	33,795.38 1.00	0.00	38	0.11 % 0.00 %
<u>EQUITY SECURITIES</u>						
<u>MUTUAL FUNDS-EQUITY</u>						
325	ISHARES TR S&P MIDCAP 400 INDEX FD CUSIP: 464287507	32,522.75 100.070 2.85 %	32,241.19 99.20	281.56	319	0.98 % 0.00 %
<u>MUTUAL FUNDS</u>						
1,709.553	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	19,967.58 11.680 1.75 %	20,000.00 11.70	32.42-	0	0.00 % 0.00 %
872.475	ADVISORS INNER CIRCLE FD CAMBIAR SMALL CAP FD INSTL CL CUSIP: 0075W0593	17,039.44 19.530 1.49 %	17,000.00 19.48	39.44	0	0.00 % 0.00 %
19,405.713	FEDERATED EQUITY FDS STRATEGIC VALUE FD CL INSTL CUSIP: 314172560	92,953.37 4.790 8.15 %	87,000.00 4.48	5,953.37	5,216	5.61 % 0.00 %
2,764.998	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	30,193.78 10.920 2.65 %	30,000.00 10.85	193.78	124	0.41 % 0.00 %



CH PAUL HOLBROOK
 ACCOUNT NO. 3621300

PORTFOLIO DETAIL
 AS OF 05/31/11

AR VALUE # 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
11,002.179	MANNING & NAPIER FDS WORLD OPPTY SERS CL A CUSIP: 563821545	103,970.59 9.450 9.11 %	101,000.00 9.18	2,970.59	858	0.83 % 0.00 %
490.508	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	17,692.62 36.070 1.55 %	17,000.00 34.66	692.62	70	0.40 % 0.00 %
2,042.904	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	19,816.17 9.700 1.74 %	20,000.00 9.79	183.83-	1,818	9.17 % 0.00 %
3,167.387	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	34,239.45 10.810 3.00 %	33,500.00 10.58	739.45	1,875	5.48 % 0.00 %
3,209.874	PIMCO FDS LOW DURATION FD INSTL CL CUSIP: 693390304	33,799.97 10.530 2.96 %	33,500.00 10.44	299.97	767	2.27 % 0.00 %
1,012.966	SCHRODER FDS US SMALL & MIDCAP OPPORTUNITES FD IV CUSIP: 80809R204	13,087.52 12.920 1.15 %	12,500.00 12.34	587.52	0	0.00 % 0.00 %
1,935.474	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 81728B825	17,322.49 8.950 1.52 %	17,000.00 8.78	322.49	0	0.00 % 0.00 %
9,041.721	T ROWE PRICE FDS LARGE-CAP GROWTH FD INSTL CL CUSIP: 45775L408	158,772.62 17.560 13.92 %	155,250.00 17.17	3,522.62	362	0.23 % 0.00 %
4,856.826	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 860208400	67,849.86 13.970 5.95 %	66,750.00 13.74	1,099.86	3,079	4.54 % 0.00 %



TRICH PAUL HOLBROOK
ACCOUNT NO. 3621300

PORTFOLIO DETAIL
AS OF 05/31/11

SHARE VALUE	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FEED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TOTAL MUTUAL FUNDS						
		626,705.46	610,500.00	16,205.46	14,170	2.26 %
PROPRIETARY FUNDS						
9,777.59	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCJ CUSIP: 76628T702	103,055.80 10.540 9.03 %	101,000.00 10.33	2,055.80	2,689	2.61 % 0.00 %
5,734.126	RIDGEWORTH FD-LARGECAP GROWTH STK I SHS #RGE3 CUSIP: 76628R748	67,433.32 11.760 5.91 %	54,048.15 9.43	13,385.17	23	0.03 % 0.00 %
8,248.104	RIDGEWORTH FD-LARGECAP VALUE EQUITY I SHS #RGD4 CUSIP: 76628R672	112,339.18 13.620 9.85 %	65,422.74 7.93	46,916.44	1,435	1.28 % 0.00 %
2,751.185	RIDGEWORTH FD-MIDCAP VAL EQUITY I SHS #RGD5 CUSIP: 76628R615	35,435.26 12.880 3.11 %	18,708.06 6.80	16,727.20	259	0.73 % 0.00 %
6,217.541	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	56,020.04 9.010 4.91 %	56,225.00 9.04	204.96-	3,252	5.81 % 0.00 %
1,535.507	RIDGEWORTH FD-SELECT LARGECAP GROWTH I SHS #RGE4 CUSIP: 76628R540	50,395.34 32.820 4.42 %	31,447.18 20.48	18,948.16	0	0.00 % 0.00 %
2,233.936	RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX CUSIP: 76628T611	22,361.70 10.010 1.96 %	22,250.00 9.96	111.70	471	2.11 % 0.00 %



JOHN PAUL HOLBROOK
ACCOUNT NO. 3621300

PORTFOLIO DETAIL
AS OF 05/31/11

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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
TOTAL PROPRIETARY FUNDS	447,040.64	349,101.13	97,939.51	8,129	1.82 %
SCCELLANEOUS ASSETS					
1 CLASS ACTION PENDING ENRON CORP ON RCPT OF FINAL PMT CUSIP: 997000WS9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
PRINCIPAL PORTFOLIO TOTAL	1,140,064.23	1,025,637.70	114,426.53	22,657	1.99 %
INCOME PORTFOLIO					
INCOME CASH	434.69 0.04 %	434.69			
IF & MONEY MARKET FUNDS					
257.41 FEDERATED MONEY MKT OBLIGS TR PRIME OBLIGS INSTL FFS #10 CUSIP: 609010DF7	257.41 1.000 0.02 %	257.41 1.00	0.00	0	0.00 % 0.00 %
INCOME PORTFOLIO TOTAL	692.10	692.10	0.00	0	0.00 %



CH PAUL HOLBROOK
ACCOUNT NO. 3621300

PORTFOLIO DETAIL
AS OF 05/31/11

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AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FEED TO MKI)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
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TOTAL ASSETS						
		1,140,756.33	1,026,329.01	114,426.55	22,657.99	