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 SEP 1, 2010 , and ending AUG 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: JANE L. PETTWAY FOUNDATION

A Employer identification number: 62-6371465

Number and street (or P O box number if mail is not delivered to street address) Room/suite: 4823 OLD KINGSTON PIKE

B Telephone number: 865-971-1902

City or town, state, and ZIP code: KNOXVILLE, TN 37919

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 [X] 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) ▶$ 7,641,355.

J Accounting method: [X] 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))

	Line	(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	188,856.	188,856.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	103,048.			
	b Gross sales price for all assets on line 6a 2,687,119.				
	7 Capital gain net income (from Part IV, line 2)		103,048.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	291,904.	291,904.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 1	1,425.	713.		712.
	c Other professional fees STMT 2	30,393.	15,197.		15,196.
	17 Interest				
	18 Taxes STMT 3	1,060.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	32,878.	15,910.		15,908.
	25 Contributions, gifts, grants paid	311,600.			311,600.
	26 **Total expenses and disbursements.** Add lines 24 and 25	344,478.	15,910.		327,508.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<52,574.>			
	b **Net investment income** (if negative, enter -0-)		275,994.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		376.	376.
	2 Savings and temporary cash investments	64,088.	177,557.	177,557.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 4	1,712,630.	905,820.	953,659.
	b Investments - corporate stock STMT 5	4,778,904.	4,587,702.	4,696,858.
	c Investments - corporate bonds STMT 6	945,104.	1,776,697.	1,812,905.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	7,500,726.	7,448,152.	7,641,355.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	7,500,726.	7,448,152.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	7,500,726.	7,448,152.	
	31 **Total liabilities and net assets/fund balances**	7,500,726.	7,448,152.	

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	7,500,726.
2 Enter amount from Part I, line 27a	2	<52,574.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,448,152.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,448,152.

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 ATTACHMENT	P	VARIOUS	VARIOUS
b	SEE ATTACHMENT	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
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	362,926.		330,535.	32,391.
b	2,313,402.		2,253,536.	59,866.
c	10,791.			10,791.
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				32,391.
b				59,866.
c				10,791.
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 } 2 103,048.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	356,759.	7,069,049.	.050468
2008	406,720.	7,612,128.	.053431
2007	471,283.	8,531,983.	.055237
2006	392,924.	8,819,431.	.044552
2005	387,947.	8,438,321.	.045974

2	**Total** of line 1, column (d)	2	.249662
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	.049932
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	7,317,060.
5	Multiply line 4 by line 3	5	365,355.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,760.
7	Add lines 5 and 6	7	368,115.
8	Enter qualifying distributions from Part XII, line 4	8	327,508.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	5,520.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	5,520.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	5,520.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,409.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,409.
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	4,111.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶		Refunded ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? N/A	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 instructions) ▶ TN			
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)? *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)*

		Line	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 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 ▶ THE TRUST COMPANY Telephone no. ▶ 865-971-1902

Located at ▶ 4823 OLD KINGSTON PIKE, KNOXVILLE, TN ZIP+4 ▶ 37919

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

		Line	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.

			Line	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		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 instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	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)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THE TRUST COMPANY 4823 OLD KINGSTON PIKE KNOXVILLE, TN 37919	TRUSTEE 0.00	0.	0.	0.
DEAN JOHN ROSS 4823 OLD KINGSTON PIKE KNOXVILLE, TN 37919	DIRECTOR 0.00	0.	0.	0.
MYRETTA BLACK 4823 OLD KINGSTON PIKE KNOXVILLE, TN 37919	DIRECTOR 0.00	0.	0.	0.
STACY E. ROETTGER 4823 OLD KINGSTON PIKE KNOXVILLE, TN 37919	DIRECTOR 0.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7,307,476.
b	Average of monthly cash balances	1b	121,011.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	7,428,487.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,428,487.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	111,427.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,317,060.
6	**Minimum investment return.** Enter 5% of line 5	6	365,853.

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

1	Minimum investment return from Part X, line 6	1	365,853.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 5,520.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	5,520.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	360,333.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	360,333.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	360,333.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	327,508.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	327,508.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	327,508.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				360,333.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			298,997.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2010.				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 327,508.				
a Applied to 2009, but not more than line 2a			298,997.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				28,511.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				331,822.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a 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
2 a 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 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 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 7

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
a *Paid during the year*				
SEE STATEMENT 8				
Total			▶ 3a	311,600.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	188,856.	
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	103,048.	
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)		0.		291,904.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 291,904.

(See worksheet in line 13 instructions 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).

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

Stacy Loots — Signature of officer or trustee | 12-30-2011 — Date | SENIOR VICE PRESIDENT — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BEN M. ALEXANDER, CPA	Ben Alexander	10/24/11		

Firm's name ▶ LATTIMORE BLACK MORGAN & CAIN, P.C. — Firm's EIN ▶

Firm's address ▶ 10024 INVESTMENT DRIVE, STE 200 KNOXVILLE, TN 37932 — Phone no. (865) 691-9000

Tax Worksheet

(09/01/2010 To 08/31/2011)

* * Schedule D * *

Shares/PV	Asset Sold	Date Acquired	How Acq	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
11,085 783	Mainstay Large Cap Growth Fd Cl I	06/14/2010	P	11/22/2010	Short	77,046 19	66,071.27	10,974 92
11,968 085	Mainstay Large Cap Growth Fd Cl I	06/14/2010	P	06/14/2011	Short	90,000 00	71,329 79	18,670 21
1,740.645	Pimco Invt Grade Corp Bond Admin Cl #438	08/04/2010	P	04/14/2011	Short	18,503 06	20,000.00	-1,496 94
430 293	Pimco Invt Grade Corp Bond Admin Cl #438	09/03/2010	P	04/14/2011	Short	4,574.01	5,000 00	-425.99
2,981.260	Pimco Invt Grade Corp Bond Admin Cl #438	11/16/2010	P	04/14/2011	Short	31,690.79	35,000.00	-3,309.21
313.791	Pimco Invt Grade Corp Bond Admin Cl #438	12/09/2010	P	04/14/2011	Short	3,335.60	3,275 98	59.62
564 598	Pimco Invt Grade Corp Bond Admin Cl #438	12/09/2010	P	04/14/2011	Short	6,001 68	5,894.40	107 28
1,145 984	Vanguard Growth Index Signal Shs Fd #1347	06/14/2010	P	11/22/2010	Short	32,259.46	28,317.26	3,942 20
835.561	Vanguard Growth Index Signal Shs Fd #1347	06/14/2010	P	06/14/2011	Short	25,000.00	20,646 71	4,353 29
2,306 273	Vanguard Short-Term Invt Grade Bond Fd #39	08/30/2010	P	04/26/2011	Short	24,838 56	25,000 00	-161 44
4,612.546	Vanguard Short-Term Invt Grade Bond Fd #39	11/16/2010	P	04/26/2011	Short	49,677 12	50,000 00	-322 88
200,000	FHLB 4.250% 11/15/10	11/15/2004	F	11/15/2010	Long '	200,000 00	202,000.00	-2,000.00
100,000	FHLB Cons 4.000% 02/15/11	10/04/2004	F	02/15/2011	Long '	100,000.00	98,922.00	1,078 00
100,000	FHLMC 4.000% 04/08/11	05/02/2005	F	04/08/2011	Long '	100,000 00	98,195.00	1,805 00
150,000	FHLMC Step Up 5 000% 07/25/11	07/07/2003	F	07/25/2011	Long '	150,000 00	149,250.00	750 00
1,146 132	Artisan Small Cap Value Fd	06/20/2008	P	06/14/2011	Long	20,000.00	17,042 98	2,957 02
909.397	CRM Mid Cap Value Investor Shs	06/20/2008	P	06/14/2011	Long	27,000 00	25,372 18	1,627 82
332 345	Dodge & Cox Stock Fd	06/20/2008	P	06/14/2011	Long	37,000 00	38,385.85	-1,385 85
599 519	Dodge & Cox Stock Fd	06/20/2008	P	11/22/2010	Long	61,390.72	69,244.44	-7,853.72
2,378.687	Pimco Invt Grade Corp Bond Admin Cl #438	07/14/2009	P	04/14/2011	Long	25,285 44	25,000 00	285 44
74 241	Pimco Invt Grade Corp Bond Admin Cl #438	12/10/2009	P	04/14/2011	Long	789.18	815.17	-25.99
899.281	Pimco Invt Grade Corp Bond Admin Cl #438	01/19/2010	P	04/14/2011	Long	9,559.36	10,000 00	-440.64
5,102 038	Pimco Short Term Instl Fd #37	07/03/2008	P	11/22/2010	Long	50,714.26	50,000 00	714.26
4,377.992	Pimco Short Term Instl Fd #37	07/22/2008	P	11/22/2010	Long	43,517 24	42,772.99	744.25
2,443.202	Pimco Total Return Fd #435 (Admin Shs)	07/22/2008	P	11/22/2010	Long	28,243.42	25,580.33	2,663.09

722.892	Rainier Mid Cap Equity Fd	06/20/2008 P 06/14/2011 Long	30,000.00	31,055.44	-1,055.44
1,544 721	Selected American Shares Fund #205	06/20/2008 P 11/22/2010 Long	61,495 33	67,643.33	-6,148.00
406.601	Selected American Shares Fund #205	06/20/2008 P 06/14/2011 Long	17,000.00	17,805.06	-805 06
14,322.942	Selected American Shares Fund #205	06/20/2008 P 07/25/2011 Long	616,889.11	627,201 63	-10,312.52
41 186	Selected American Shares Fund #205	03/17/2009 P 07/25/2011 Long	1,773 88	1,000 00	773.88
168 067	Selected American Shares Fund #205	07/14/2009 P 07/25/2011 Long	7,238.65	5,000 00	2,238.65
168.067	Selected American Shares Fund #205	07/14/2009 P 07/25/2011 Long	7,238.65	5,000 00	2,238.65
78 740	Selected American Shares Fund #205	07/21/2009 P 07/25/2011 Long	3,391.33	2,500.00	891 33
140 885	Selected American Shares Fund #205	09/15/2009 P 07/25/2011 Long	6,067.92	5,000.00	1,067 92
11,379.799	Vanguard Interm Term Bd Inx Signal #1350	11/29/2006 F 05/12/2011 Long	128,933.12	117,553.33	11,379 79
4,004.971	Vanguard Interm Term Bd Inx Signal #1350	05/16/2007 F 05/12/2011 Long	45,376.32	41,091.00	4,285 32
10,029.893	Vanguard Interm Term Bd Inx Signal #1350	07/06/2007 F 05/12/2011 Long	113,638.69	99,797.44	13,841 25
5,154 639	Vanguard Short-Term Invt Grade Bond Fd #39	03/04/2009 P 04/26/2011 Long	55,515.45	50,000.00	5,515 45
2,582 644	Vanguard Short-Term Invt Grade Bond Fd #39	03/17/2009 P 04/26/2011 Long	27,815.08	25,000.00	2,815 08
2,569.373	Vanguard Short-Term Invt Grade Bond Fd #39	04/03/2009 P 04/26/2011 Long	27,672.15	25,000.00	2,672 15
2,551.021	Vanguard Short-Term Invt Grade Bond Fd #39	04/13/2009 P 04/26/2011 Long	27,474.50	25,000.00	2,474 50
4,859.086	Vanguard Short-Term Invt Grade Bond Fd #39	07/14/2009 P 04/26/2011 Long	52,332.36	50,000.00	2,332 36
1,818.182	William Blair Intl Growth Fd Cl N	06/20/2008 P 06/14/2011 Long	40,000 00	47,400.00	-7,400 00
7,019 872	William Blair Small Cap Growth Cl N	06/20/2008 P 07/25/2011 Long	165,879.57	144,609 36	21,270.21
180.147	William Blair Small Cap Growth Cl N	12/19/2008 P 07/25/2011 Long	4,256.87	2,105 92	2,150 95
486.959	William Blair Small Cap Growth Cl N	12/19/2008 P 07/25/2011 Long	11,506.84	5,692 55	5,814 29
44 802	William Blair Small Cap Growth Cl N	03/17/2009 P 07/25/2011 Long	1,058 67	500 00	558.67
310 945	William Blair Small Cap Growth Cl N	07/14/2009 P 07/25/2011 Long	7,347 63	5,000 00	2,347 63
			2,676,328.21		92,256 80
				2,584,071 41	

' denotes Asset may qualify for Five-Year Gain Rule

How Acquired. F - Free Receipt, B - Beginning Inventory, C - Call, G - Gift, L - Payment Made (Liability),
P - Purchase, R - Reinvestment, S - Spinoff, U - Undetermined

Gain/Loss Summary

Tax Worksheet

(09/01/2010 To 08/31/2011)

	Short Term GL		Long Term GL
Gains From Sales :	38,107.52	Gains From Sales :	97,292.96
Losses From Sales :	-5,716.46	Losses From Sales :	-37,427.22
Common Funds :	0.00	Common Funds :	0.00
			0.00
Short Term Gains :	38,107.52	Long Term Gain :	97,292 96
Short Term Losses :	-5,716.46	Long Term Losses :	-37,427.22
Net Short Term G/L:	32,391 06	Net Long Term G/L :	59,865 74
Capital Gain Dist :	15,238.72	Capital Gain Dist :	10,791.41

FORM 990-PF ACCOUNTING FEES STATEMENT 1

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,425.	713.		712.
TO FORM 990-PF, PG 1, LN 16B	1,425.	713.		712.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	30,393.	15,197.		15,196.
TO FORM 990-PF, PG 1, LN 16C	30,393.	15,197.		15,196.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	1,060.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,060.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 4

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL HOME LOAN BANK		X	487,676.	503,401.
FEDERAL HOME LOAN MTG CORP		X	0.	0.
FNMA NOTES		X	418,144.	450,258.
VANGUARD INTERM TERM BOND INX SIGNAL #1350		X	0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			905,820.	953,659.
TOTAL TO FORM 990-PF, PART II, LINE 10A			905,820.	953,659.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARTISAN SMALL CAP VALUE FD	148,763.	162,024.
CRM MID CAP VALUE INVESTOR SHS	186,930.	179,545.
RAINIER MID CAP EQUITY FD	205,185.	191,832.
DODGE & COX STOCK FD	639,846.	569,635.
SELECTED AMERICAN SHARES FUND #205	0.	0.
WILLIAM BLAIR SMALL CAP GROWTH CL	0.	0.
WILLIAM BLAIR INTL GROWTH FD CL	654,623.	576,522.
EATON VANCE STRUCTURED EMERGING MARKETS I	385,738.	469,988.
MAINSTAY LARGE CAP GROWTH FD CL I	701,358.	851,985.
VANGUARD GROWTH INDEX SIGNAL SHS FD #1347	310,504.	363,281.
TEMPLETON INST'L FDS - FOREIGN EQUITY SERIES	526,226.	556,635.
MANNING & NAPIER DIVIDEND FOCUS A	638,389.	611,833.
MARSHALL SMALL CAP GROWTH Y	190,140.	163,578.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,587,702.	4,696,858.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO CO	199,586.	213,738.
PIMCO SHORT TERM INSTL FD #37	162,989.	167,336.
PIMCO TOTAL RETURN FD #435	326,647.	344,473.
PIMCO INVT GRADE CORP BOND ADMIN CL #438	0.	0.
VANGUARD SHORT-TERM INVT GRADE BOND FD #39	0.	0.
METROPOLITAN WEST TOTAL RETURN BOND CI M	275,000.	275,739.
TEMPLETON GLOBAL BOND ADV CL	812,475.	811,619.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,776,697.	1,812,905.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 7
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHARLES PURKEY, PETTWAY FOUNDATION
THE TRUST COMPANY
KNOXVILLE, TN 37901-0789

TELEPHONE NUMBER

865-971-1902

FORM AND CONTENT OF APPLICATIONS

APPLICATION FORM PROVIDED BY THE FOUNDATION, APPLICATIONS AVAILABLE UPON REQUEST.

ANY SUBMISSION DEADLINES

MARCH 31 FOR FUNDING IN THE CURRENT FISCAL YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

DETAILED IN GRANT INFORMATION, POLICY AND PROCEDURE DOCUMENT, AVAILABLE UPON REQUEST.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AID TO DISTRESSED FAMILIES OF APPALACHIAN COUNTIES (ADFAC) 1051 OAK RIDGE TURNPIKE, P.O. BOX 5953 OAK RIDGE, TN 37831	NONE SOCIAL SERVICES	N/A	10,000.
ALL SAINTS' EPISCOPAL SCHOOL 3275 MAPLE VALLEY RD MORRISTOWN, TN 37813	NONE BOOKS AND EDUCATIONAL MATERIALS	N/A	2,100.
CHILD & FAMILY TENNESSEE 901 EAST SUMMIT HILL DRIVE KNOXVILLE, TN 37915	NONE SOCIAL SERVICES	N/A	20,000.
EAST TENNESSEE HUMAN RESOURCE AGENCY 9111 CROSS PARK DRIVE, SUITE D-100 KNOXVILLE, TN 37923	NONE SOCIAL SERVICES	N/A	10,000.
FRIENDS OF THE JEFFERSON CITY PUBLIC LIBRARY 1427 RUSSELL AVENUE JEFFERSON CITY, TN 37760	NONE BOOKS AND EDUCATIONAL MATERIALS	N/A	2,000.
GOODWILL INDUSTRIES KNOXVILLE, INC. 5508 KINGSTON PIKE KNOXVILLE, TN 37919	NONE EDUCATIONAL PROGRAMS FOR WOMEN	N/A	20,000.
HELEN ROSS MCNABB CENTER, INC. 201 WEST SPRINGDALE AVE KNOXVILLE, TN 37917	NONE SOCIAL SERVICES	N/A	35,000.
HOPE RESOURCE CENTER 2700 PAINTER AVE KNOXVILLE, TN 37919	NONE ASSISTANCE TO THE NEEDY	N/A	8,000.

INTERFAITH HEALTH CLINIC 315 GILL AVENUE KNOXVILLE, TN 37917	NONE MEDICAL SERVICES	N/A	35,000.
JOSHUA RESOURCE CENTER 1830 CLYDESDALE ST MARYVILLE, TN 37801	NONE ASSISTANCE TO NEEDY WOMEN AND CHILDREN	N/A	8,000.
KNOX COUNTY PUBLIC LIBRARY SYSTEM 500 W. CHURCH AVENUE KNOXVILLE, TN 379022505	NONE ARTS PROGRAMS FOR TEENAGERS	N/A	12,000.
LEGAL AID OF EAST TENNESSEE 502 S. GAY STREET KNOXVILLE, TN 37902	NONE PROVIDE LEGAL AID	N/A	22,000.
LENOIR CITY PUBLIC LIBRARY 100 W BROADWAY ST STE 103 LENOIR CITY, TN 37771	NONE BOOKS AND EDUCATIONAL MATERIALS	N/A	1,000.
SAFESPACE 636 MIDDLE CREEK ROAD SEVIERVILLE, TN 37862	NONE HOUSING ASSISTANCE	N/A	14,000.
SECOND HARVEST FOOD BANK 922 DELAWARE AVENUE KNOXVILLE, TN 37921	NONE FOOD FOR WOMEN'S SHELTERS	N/A	13,000.
SERTOMA CENTER, INC. 1400 E. FIFTH AVENUE KNOXVILLE, TN 37917	NONE HEALTH SERVICES TO NEEDY WOMEN	N/A	10,000.
THE SALVATION ARMY KNOXVILLE AREA COMMAND 409 N. BROADWAY STREET KNOXVILLE, TN 37917	NONE ASSISTANCE TO THE NEEDY	N/A	18,000.
VOLUNTEER MINISTRY CENTER 103 S. GAY STREET KNOXVILLE, TN 37901	NONE ASSISTANCE TO THE NEEDY	N/A	18,000.

YWCA OF KNOXVILLE 420 WEST CLINCH AVENUE KNOXVILLE, TN 37902	NONE EMERGENCY NEEDS AND CHILDCARE	N/A	18,000.
BIG BROTHERS BIG SISTERS EAST TENNESSEE 119 W. SUMMIT HILL DRIVE SUITE 101 KNOXVILLE, TN 37902	NONE ASSISTANCE TO CHILDREN	N/A	2,000.
CATHOLIC CHARITIES OF EAST TENNESSEE 3009 LAKE BROOK BOULEVARD KNOXVILLE, TN 37909	NONE RESIDENTIAL AND CHILDREN'S SERVICES	N/A	5,000.
EMERALD YOUTH FOUNDATION 1718 N. CENTRAL STREET KNOXVILLE, TN 37917	NONE ASSISTANCE TO URBAN YOUTH	N/A	3,000.
MICHAEL DUNN CENTER 629 GALLAHER ROAD KINGSTON, TN 37763	NONE PROVIDING FOR DEVELOPMENTALLY DISABLED CHILDREN AND ADULTS	N/A	2,500.
THE NEXT DOOR P.O. BOX 282 KNOXVILLE, TN 37901	NONE ASSISTANCE TO VICTIMS OF DOMESTIC VIOLENCE	N/A	3,000.
LUTTRELL PUBLIC LIBRARY 115 PARK ROAD LUTTRELL, TN 37779	NONE BOOKS AND EDUCATIONAL MATERIALS	N/A	4,000.
MARY TIPPITT MEMORIAL LIBRARY 120 TIGER DRIVE TOWNSEND, TN 37882	NONE BOOKS AND EDUCATIONAL MATERIALS	N/A	1,000.
MAYNARDVILLE PUBLIC LIBRARY 296 MAIN STREET MAYNARDVILLE, TN 37807	NONE BOOKS AND EDUCATIONAL MATERIALS	N/A	15,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			311,600.