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# INTERNAL REVENUE SERVICE

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 09/01, 2010, and ending 08/31, 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 <b>OPAL G COX CHARITABLE TRUST</b>		A Employer identification number <b>74-6307500</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>BANK OF AMERICA, N.A. P.O. BOX 831041</b>		B Telephone number (see page 10 of the instructions) <b>(800) 357-7094</b>
City or town, state, and ZIP code <b>DALLAS, TX 75283-1041</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>

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) **\$ 5,485,169.**

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
 (Part I, column (d) must be on cash basis.)

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)
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	84,465.	84,465.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	24,359.			
b Gross sales price for all assets on line 6a	614,004.			
7 Capital gain net income (from Part IV, line 2)		24,359.		
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)	305,011.	305,011.		STMT 4
12 Total. Add lines 1 through 11	413,835.	413,835.		
13 Compensation of officers, directors, trustees, etc.	47,976.	35,426.		12,550.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 5	1,700.	NONE	NONE	1,700.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) STMT 6	9,959.	1,666.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 7	28,383.	28,383.		
24 Total operating and administrative expenses. Add lines 13 through 23	88,018.	65,475.	NONE	14,250.
25 Contributions, gifts, grants paid	201,133.			201,133.
26 Total expenses and disbursements. Add lines 24 and 25	289,151.	65,475.	NONE	215,383.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	124,684.			
b Net investment income (if negative, enter -0-)		348,360.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		359,517.	414,293.	414,293.
	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)		876,843.	878,641.	1,028,092.
	c	Investments - corporate bonds (attach schedule)		240.	222.	224.
	11	Investments - land, buildings, and equipment: basis	28,535.			
	Less: accumulated depreciation (attach schedule)		28,535.	28,535.	10,135.	
12	Investments - mortgage loans					
13	Investments - other (attach schedule)		2,282,758.	2,353,271.	2,581,018.	
14	Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
15	Other assets (describe )		1.	1.	1,451,407.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)		3,547,894.	3,674,963.	5,485,169.	
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	<b>Total liabilities</b> (add lines 17 through 22)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	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		3,547,894.	3,674,963.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)		3,547,894.	3,674,963.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)		3,547,894.	3,674,963.		

**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	3,547,894.
2	Enter amount from Part I, line 27a	2	124,684.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	2,387.
4	Add lines 1, 2, and 3	4	3,674,965.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 9	5	2.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	3,674,963.

**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	24,359.	
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	165,683.	4,420,710.	0.03747882128
2008	109,774.	4,274,088.	0.02568360782
2007	197,840.	4,540,948.	0.04356799505
2006	181,801.	4,392,942.	0.04138479406
2005	236,833.	4,007,542.	0.05909682294
2 Total of line 1, column (d)			0.20721204115
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			0.04144240823
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		5,211,045.	
5 Multiply line 4 by line 3			215,958.
6 Enter 1% of net investment income (1% of Part I, line 27b)			3,484.
7 Add lines 5 and 6			219,442.
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.			215,383.

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 calculation. Includes sub-rows 6a-6d for credits and payments. Total amount owed is 171.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, IRS reporting, and substantial contributors. Marked with 'X' for 'Yes' or 'No'.

**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 ▶ NONE				
14	The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (214) 209-6477			
Located at ▶ 901 MAIN ST, FL 19, DALLAS, TX ZIP + 4 ▶ 75202-3714				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ 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
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶				

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

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

	Yes	No
<b>1a</b> During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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)? . . . . . <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>		
<b>c</b> 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
<b>2</b> 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)).		
<b>a</b> At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? . . . . .	4b	X

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

- 5a** During the year did the foundation pay or incur any amount to:
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
  - (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
  - (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
  - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)  Yes  No
  - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  **5b**  
 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 **6b** X  
 If "Yes" to 6b, file Form 8870.
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No **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 (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 11		47,976.	-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
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . .</b>		<b>NONE</b>

**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 NONE	
-----	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
-----	
<b>Total. Add lines 1 through 3 . . . . .</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,088,033.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	1,202,368.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,290,401.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,290,401.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	79,356.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,211,045.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	260,552.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	260,552.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	6,967.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	6,967.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	253,585.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	253,585.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	253,585.

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	215,383.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	215,383.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	215,383.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7 . . . . .				253,585.
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only . . . . .			201,133.	
<b>b</b> Total for prior years: 20 <u>08</u> , 20 <u>    </u> , 20 <u>    </u>		NONE		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005 . . . . .	NONE			
<b>b</b> From 2006 . . . . .	NONE			
<b>c</b> From 2007 . . . . .	NONE			
<b>d</b> From 2008 . . . . .	NONE			
<b>e</b> From 2009 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4. ► \$ <u>215,383.</u>				
<b>a</b> Applied to 2009, but not more than line 2a . . . . .			201,133.	
<b>b</b> Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .	NONE			•
<b>d</b> Applied to 2010 distributable amount . . . . .				14,250.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions . . . . .				
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				239,335.
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006 . . . . .	NONE			
<b>b</b> Excess from 2007 . . . . .	NONE			
<b>c</b> Excess from 2008 . . . . .	NONE			
<b>d</b> Excess from 2009 . . . . .	NONE			
<b>e</b> Excess from 2010 . . . . .	NONE			

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

**a** The name, address, and telephone number of the person to whom applications should be addressed:  
SEE STATEMENT 12

**b** The form in which applications should be submitted and information and materials they should include:  
SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:  
SEE ATTACHED STATEMENT FOR LINE 2

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:  
SEE ATTACHED STATEMENT FOR LINE 2

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>  SEE STATEMENT 13				
<b>Total</b> ..... ► <b>3a</b>				201,133.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ► <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 84,465), 5 Net rental income or (loss) from real estate (a-b), 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, 24,359), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (413,835), 13 Total (413,835).

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

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)

NOT APPLICABLE



**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					533.	
13,502.00		300. AFLAC INC PROPERTY TYPE: SECURITIES 13,895.00				P	08/26/2010	06/28/2011
							-393.00	
6,570.00		68. AIR PRODS & CHEMS INC PROPERTY TYPE: SECURITIES 5,030.00				P	08/26/2010	07/06/2011
							1,540.00	
6,207.00		208. AMERICAN WTR WKS CO INC NEW COM PROPERTY TYPE: SECURITIES 4,725.00				P	08/26/2010	07/06/2011
							1,482.00	
6,378.00		118. AUTOMATIC DATA PROCESSING INC PROPERTY TYPE: SECURITIES 4,606.00				P	08/26/2010	07/06/2011
							1,772.00	
5,135.00		100. BAXTER INTL INC PROPERTY TYPE: SECURITIES 4,424.00				P	08/26/2010	11/12/2010
							711.00	
6,079.00		110. BAXTER INTL INC PROPERTY TYPE: SECURITIES 4,866.00				P	08/26/2010	08/03/2011
							1,213.00	
70,562.00		7788.261 CMG ULTRA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 71,496.00				P	09/02/2009	12/07/2010
							-934.00	
345,009.00		38080.437 CMG ULTRA SHORT TERM BOND FUND PROPERTY TYPE: SECURITIES 348,055.00				P	03/31/2010	12/07/2010
							-3,046.00	
1.00		1.44 GNMA POOL #279648 9.000% 11/15/201 PROPERTY TYPE: SECURITIES 1.00				P	03/15/1991	09/30/2010
1.00		1.45 GNMA POOL #279648 9.000% 11/15/201 PROPERTY TYPE: SECURITIES 1.00				P	03/15/1991	10/31/2010

**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)	
1.00		1.46 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 1.00		9.000%	11/15/201	P	03/15/1991	11/30/2010
1.00		1.48 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 1.00		9.000%	11/15/201	P	03/15/1991	12/31/2010
1.00		1.49 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 1.00		9.000%	11/15/201	P	03/15/1991	01/31/2011
2.00		1.5 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/2019	P	03/15/1991	02/28/2011
2.00		1.51 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/201	P	03/15/1991	03/31/2011
2.00		1.52 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/201	P	03/15/1991	04/30/2011
2.00		1.53 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/201	P	03/15/1991	05/31/2011
2.00		1.55 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/201	P	03/15/1991	06/30/2011
2.00		1.56 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/201	P	03/15/1991	07/31/2011
2.00		1.57 GNMA POOL #279648 PROPERTY TYPE: SECURITIES 2.00		9.000%	11/15/201	P	03/15/1991	08/31/2011
4,530.00		110. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 4,685.00				P	02/09/2007	09/24/2010 -155.00

**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)	
3,089.00		75. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 2,889.00				P	08/26/2010	09/24/2010 200.00
13,014.00		316. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 7,575.00				P	08/12/2005	09/24/2010 5,439.00
4,160.00		101. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 2,416.00				P	08/12/2005	09/24/2010 1,744.00
124.00		3. HEWLETT PACKARD CO COM PROPERTY TYPE: SECURITIES 71.00				P	08/12/2005	09/24/2010 53.00
17,011.00		545. HOME DEPOT INC PROPERTY TYPE: SECURITIES 15,481.00				P	08/26/2010	11/03/2010 1,530.00
17,849.00		1480. HUDSON CITY BANCORP INC COM PROPERTY TYPE: SECURITIES 17,309.00				P	08/26/2010	10/06/2010 540.00
5,838.00		33. INTERNATIONAL BUSINESS MACHS PROPERTY TYPE: SECURITIES 2,655.00				P	02/09/2006	08/03/2011 3,183.00
5,510.00		92. JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 5,349.00				P	08/26/2010	01/31/2011 161.00
2,786.00		92. KRAFT FOODS INC CL A COM PROPERTY TYPE: SECURITIES 2,726.00				P	08/26/2010	01/31/2011 60.00
15,644.00		230. LOCKHEED MARTIN CORPORATION PROPERTY TYPE: SECURITIES 16,515.00				P	08/26/2010	11/30/2010 -871.00
910.00		35. MICROSOFT CORP PROPERTY TYPE: SECURITIES 985.00				P	08/12/2008	03/04/2011 -75.00

**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)	
3,640.00		140. MICROSOFT CORP PROPERTY TYPE: SECURITIES 3,743.00				P	09/29/2008	03/04/2011 -103.00
1,014.00		39. MICROSOFT CORP PROPERTY TYPE: SECURITIES 650.00				P	02/26/2009	03/04/2011 364.00
8,064.00		149. NESTLE S A SPONSORED ADR PROPERTY TYPE: SECURITIES 7,614.00				P	08/26/2010	01/31/2011 450.00
21,683.00		450. P G & E CORPORATION PROPERTY TYPE: SECURITIES 21,265.00				P	08/26/2010	12/28/2010 418.00
6,514.00		103. PHILIP MORRIS INTL INC COM PROPERTY TYPE: SECURITIES 4,358.00				P	01/13/2009	03/04/2011 2,156.00
6,634.00		97. PHILIP MORRIS INTL INC COM PROPERTY TYPE: SECURITIES 4,104.00				P	01/13/2009	07/06/2011 2,530.00
4,885.00		176. REPUBLIC SERVICES INC CL A PROPERTY TYPE: SECURITIES 5,290.00				P	08/26/2010	08/03/2011 -405.00
694.00		25. REPUBLIC SERVICES INC CL A PROPERTY TYPE: SECURITIES 751.00				P	08/26/2010	08/03/2011 -57.00
5,365.00		59. SCHLUMBERGER LTD FOREIGN PROPERTY TYPE: SECURITIES 3,259.00				P	08/26/2010	03/04/2011 2,106.00
5,746.00		65. SCHLUMBERGER LTD FOREIGN PROPERTY TYPE: SECURITIES 3,590.00				P	08/26/2010	05/02/2011 2,156.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN(LOSS) .....							----- 24,359. =====	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC	270.	270.
ABBOTT LABS	850.	850.
AIR PRODS & CHEMS INC	738.	738.
ALLERGAN INC	9.	9.
AMERICAN WTR WKS CO INC NEW COM	611.	611.
AUTOMATIC DATA PROCESSING INC	817.	817.
AVON PRODS INC	110.	110.
BAXTER INTL INC	718.	718.
BOFA GOVERNMENT RESERVES TRUST CLASS	5.	5.
CMS ENERGY CORP COM	1,079.	1,079.
CHEVRONTEXACO CORP COM	241.	241.
CHUBB CORP	707.	707.
CISCO SYS INC	186.	186.
COCA COLA CO	664.	664.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	1,722.	1,722.
CMG ULTRA SHORT TERM BOND FUND	4,205.	4,205.
COLUMBIA MARSICO FOCUSED EQUITIES FUND C	270.	270.
COLUMBIA SHORT TERM BOND FUND CLASS Z SH	23,815.	23,815.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	2,650.	2,650.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	1,615.	1,615.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	1,060.	1,060.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	1,180.	1,180.
COLUMBIA SMALL CAP VALUE FUND II CLASS Z	346.	346.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	1,180.	1,180.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	4,671.	4,671.
CULLEN FROST BANKERS INC	449.	449.
DIAMOND OFFSHORE DRILLING INC COM	788.	788.
EXELON CORP COM	97.	97.
EXXON MOBIL CORPORATION	824.	824.
FREEMPORT-MCMORAN COPPER & GOLD INC COM	1,045.	1,045.
GNMA POOL #279648 9.000% 11/15/2019	21.	21.
GENERAL DYNAMICS CORP	641.	641.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GENERAL ELEC CO	798.	798.
HEWLETT PACKARD CO COM	48.	48.
HOME DEPOT INC	129.	129.
HONEYWELL INTERNATIONAL INC	426.	426.
INTERNATIONAL BUSINESS MACHS	519.	519.
ISHARES INC MSCI AUSTRALIA INDEX	1,160.	1,160.
ISHARES INC MSCI CDA INDEX FD	552.	552.
ISHARES INC MSCI SINGAPORE INDEX FUND	1,122.	1,122.
JOHNSON & JOHNSON	905.	905.
KRAFT FOODS INC CL A COM	892.	892.
LOCKHEED MARTIN CORPORATION	317.	317.
MICROSOFT CORP	638.	638.
NESTLE S A SPONSORED ADR	1,012.	1,012.
NOVARTIS AG ADR ISIN #US66987V1098	1,229.	1,229.
OCCIDENTAL PETROLEUM CORP	815.	815.
P G & E CORPORATION	205.	205.
PNC BK CORP	299.	299.
PARKER HANNIFIN CORP	63.	63.
PHILIP MORRIS INTL INC COM	1,532.	1,532.
PIMCO EMERGING MKT CURRENCY FUND INSTL	1,817.	1,817.
PROCTER & GAMBLE CO	765.	765.
QEP RES INC COM	6.	6.
QUESTAR CORP COMMON	40.	40.
RAYTHEON CO COM NEW	572.	572.
REPUBLIC SERVICES INC CL A	807.	807.
RIO TINTO PLC SPONSORED ADR	113.	113.
SPDR S&P INTL SMALL CAP ETF	1,084.	1,084.
SCHLUMBERGER LTD FOREIGN	401.	401.
SMUCKER J M CO COM NEW	429.	429.
STANLEY BLACK & DECKER INC COM	630.	630.
TJX COS INC NEW	252.	252.
TARGET CORP	354.	354.
TEXAS INSTRS INC	491.	491.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
3M CO COM	471.	471.
UNITED PARCEL SERVICE CL B	87.	87.
UNITED TECHNOLOGIES CORP	221.	221.
VANGUARD MSCI EMERGING MKTS ETF	6,366.	6,366.
WELLS FARGO COMPANY	139.	139.
WEYERHAEUSER CO COM	347.	347.
WISDOMTREE EMERGING MKTS SMALLCAP DIV FU	1,562.	1,562.
YUM BRANDS INC COM	580.	580.
ACCENTURE PLC CL A COM	141.	141.
TE CONNECTIVITY LTD COM	149.	149.
TYCO ELECTRONICS LTD COM	396.	396.
TOTAL	84,465.	84,465.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
GROSS OIL & GAS ROYALTIES	305,011.	305,011.
	-----	-----
TOTALS	305,011.	305,011.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	1,700.			1,700.
TOTALS	1,700.	NONE	NONE	1,700.

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	336.	336.
EXCISE TAX - PRIOR YEAR	1,497.	
FEDERAL EXCISE ESTIMATES	6,796.	
FOREIGN TAXES ON QUALIFIED FOR	989.	989.
FOREIGN TAXES ON NONQUALIFIED	341.	341.
TOTALS	9,959.	1,666.

FORM 990PF, PART I - OTHER EXPENSES  
 =====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INVESTMENT FEE	4.	4.
REAL ESTATE EXPENSES:		
TAXES	358.	358.
INSURANCE	274.	274.
OTHER EXPENSE	550.	550.
O&G ROYALTY EXPENSES:		
PRODUCTION TAXES	12,927.	12,927.
AD VALOREM TAXES	13,686.	13,686.
LEASE OPERATING	584.	584.
TOTALS	----- 28,383. =====	----- 28,383. =====

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

=====

DESCRIPTION

AMOUNT

-----

-----

CISCO 2009 WASH SALE TIMING ADJUSTMENT

2,387.

TOTAL

-----  
2,387.

=====

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

=====

DESCRIPTION	AMOUNT
-----	-----

NET ROUNDING	2.
--------------	----

TOTAL	----- 2.
-------	-------------

=====

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

TX

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 830241

DALLAS, TX 75283-0241

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30

COMPENSATION ..... 47,976.

TOTAL COMPENSATION: 47,976.

OPAL G COX CHARITABLE TRUST  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

74-6307500

RECIPIENT NAME:

OFFICE OF ACADEMIC SCHOLARSHIPS & FINANCIAL AID  
ADDRESS:

BAYLOR UNIVERSITY ONE BEAR PL #97028  
WACO, TX 76798-7028

RECIPIENT'S PHONE NUMBER: 254-710-2611

FORM, INFORMATION AND MATERIALS:

OPAL G. COX CHARITABLE TRUST SCHOLARSHIP APPLICATION FORM  
SUBMISSION DEADLINES:

MAY 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

BAYLOR UNIVERSITY STUDENTS ONLY. PREFERENCE TO BE GIVEN TO STUDENTS  
STUDYING TO BE MISSIONARIES OR MEDICAL MISSIONARIES.  
CALL FOR ADDITIONAL INFORMATION.

RECIPIENT NAME:

OFFICE OF FINANCIAL AID - SWBTS  
ADDRESS:

P.O. BOX 22510  
FORT WORTH, TX 76122  
RECIPIENT'S PHONE NUMBER: 817-923-1921

FORM, INFORMATION AND MATERIALS:

OPAL G. COX CHARITABLE TRUST SCHOLARSHIP APPLICATION FORM  
SUBMISSION DEADLINES:

CALL FOR DEADLINE INFORMATION

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SOUTHWESTERN BAPTIST THEOLOGICAL SEMINARY STUDENTS ONLY. PREFERENCE  
TO BE GIVEN TO STUDENTS STUDYING TO BE MISSIONARIES OR MEDICAL  
MISSIONARIES. CALL FOR ADDITIONAL INFORMATION.

STATEMENT 12

=====

RECIPIENT NAME:

BAYLOR UNIVERSITY

ADDRESS:

1 BEAR PL UNIT 97028

WACO, TX 76798-7028

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR OPAL G. COX CHARITABLE TRUST SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 100,566.

RECIPIENT NAME:

SOUTHWESTERN BAPTIST

THEOLOGICAL SEMINARY

ADDRESS:

P.O. BOX 22000

FORT WORTH, TX 76122-0001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FOR OPAL G. COX CHARITABLE TRUST SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID ..... 100,567.

TOTAL GRANTS PAID:

201,133.

=====

**OPAL G COX CHARITABLE TRUST**  
**74-6307500**  
**Balance Sheet**  
**8/31/2011**



<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
002824100	ABBOTT LABS	492.000	24,575.32	25,834.92
009158106	AIR PRODS & CHEMS INC	287.000	21,291.50	23,496.69
030420103	AMERICAN WTR WKS CO INC	737.000	16,821.11	21,947.86
053015103	AUTOMATIC DATA PROCESSING INC	472.000	18,545.28	23,614.16
071813109	BAXTER INTL INC	465.000	20,645.31	26,030.70
09247X101	BLACKROCK INC	119.000	22,994.00	19,605.25
125896100	CMS ENERGY CORP	1290.000	22,942.88	25,413.00
171232101	CHUBB CORP	465.000	25,177.43	28,778.85
17275R102	CISCO SYS INC	1715.000	38,385.99	26,874.05
191216100	COCA COLA CO	365.000	20,241.08	25,714.25
19763T889	COLUMBIA INCOME OPPORTUNITIES	7088.042	66,909.48	66,414.95
19765H230	COLUMBIA MARSICO FOCUSED	7349.348	119,405.87	164,772.38
19765H362	COLUMBIA SHORT TERM BOND FUND	109622.274	1,073,815.79	1,087,452.96
19765H586	COLUMBIA INTERNATIONAL VALUE	3608.137	51,704.60	47,483.08
19765H636	COLUMBIA MARSICO INTERNATIONAL	4810.270	37,520.11	51,662.30
19765H677	COLUMBIA MULTI-ADVISOR INTL	4360.306	39,329.96	48,661.01
19765J723	COLUMBIA SMALL CAP GROWTH FUND	6119.311	58,831.47	70,984.01
19765J764	COLUMBIA SMALL CAP VALUE FUND	7362.423	67,110.05	94,975.26
19765J830	COLUMBIA MID CAP VALUE FUND	6593.201	63,530.34	82,612.81
19765N245	COLUMBIA DIVIDEND INCOME FUND	14827.917	174,847.07	190,835.29
19765P232	COLUMBIA MID CAP GROWTH FUND	2579.528	45,090.53	68,228.52
229899109	CULLEN FROST BANKERS INC	335.000	17,986.09	17,081.65
25271C102	DIAMOND OFFSHORE DRILLING INC	300.000	17,872.50	19,119.00
291011104	EMERSON ELEC CO	331.000	15,897.37	15,408.05
30231G102	EXXON MOBIL CORP	610.000	36,230.95	45,152.20
35671D857	FREEMPORT-MCMORAN COPPER &	550.000	18,789.38	25,910.50
36220JTD8	GOVERNMENT NATL MTG ASSN	222.130	222.13	223.90
369550108	GENERAL DYNAMICS CORP	385.000	23,028.06	24,670.80
369604103	GENERAL ELEC CO	1450.000	16,896.45	23,649.50
438516106	HONEYWELL INTL INC	445.000	17,454.85	21,275.45
459200101	INTERNATIONAL BUSINESS MACHS	157.000	12,680.58	26,989.87
464286103	ISHARES INC MSCI AUSTRALIA INDEX	1085.000	26,007.45	26,408.90
464286509	ISHARES INC MSCI CDA INDEX	945.000	26,460.00	28,246.05
464286673	ISHARES MSCI SINGAPORE INDEX	2260.000	25,922.20	29,425.20

**OPAL G COX CHARITABLE TRUST**  
**74-6307500**  
**Balance Sheet**  
**8/31/2011**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
478160104	JOHNSON & JOHNSON	368.000	21,397.36	24,214.40
50075N104	KRAFT FOODS INC	728.000	21,596.82	25,494.56
594918104	MICROSOFT CORP	831.000	4,710.46	22,104.60
641069406	NESTLE S A	486.000	24,834.60	30,078.05
66987V109	NOVARTIS A G	520.000	26,491.40	30,399.20
674599105	OCCIDENTAL PETE CORP DEL	515.000	32,180.41	44,671.10
693475105	PNC FINL SVCS GROUP INC	394.000	16,707.87	19,755.16
718172109	PHILIP MORRIS INTL INC	465.000	18,679.03	32,233.80
72201F409	PIMCO DEVELOPING LOCAL MKTS	8895.990	88,781.98	97,055.25
742718109	PROCTER & GAMBLE CO	380.000	24,101.50	24,198.40
755111507	RAYTHEON CO	355.000	15,380.38	15,346.65
760759100	REPUBLIC SVCS INC	899.000	26,457.56	27,293.64
78463X871	SPDR	1640.000	43,870.00	48,035.60
806857108	SCHLUMBERGER LTD	346.000	19,111.31	27,029.52
832696405	SMUCKER J M CO	335.000	19,739.88	24,150.15
854502101	STANLEY BLACK & DECKER INC	420.000	22,610.70	26,031.60
872540109	TJX COS INC NEW	410.000	17,488.85	22,394.20
87612E106	TARGET CORP	425.000	22,232.38	21,959.75
882508104	TEXAS INSTRS INC	950.000	25,992.64	24,899.50
88579Y101	3M CO	290.000	23,569.75	24,064.20
922042858	VANGUARD MSCI EMERGING MKTS	7055.000	278,454.18	309,926.15
949746101	WELLS FARGO & CO	829.000	24,902.24	21,636.90
962166104	WEYERHAEUSER CO	1155.000	21,748.88	20,824.65
97717W281	WISDOMTREE EMERGING MKTS	985.000	43,931.00	47,014.05
988498101	YUM BRANDS INC	580.000	24,728.30	31,534.60
999107956	POLK CITY POLK CNTY FL 33868	100.000	13,948.66	1,135.00
999107964	4881 STEPHEN ST, HASTINGS, ST.	100.000	14,586.14	9,000.00
903174273	OIL GAS OR OTHER MINERALS	1.000	1.00	1,451,407.00
G1151C101	ACCENTURE PLC	313.000	16,167.42	16,773.67
H84989104	TE CONNECTIVITY LTD	825.000	21,103.75	25,261.50
	Cash/Cash Equivalent	414293.470	414,293.47	414,293.47
		<b>Totals:</b>	<b>3,674,963.10</b>	<b>5,485,169.69</b>