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 OCTOBER 1 **, 2010, and ending** SEPTEMBER 30 **, 20** 11

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation: SETH M. MILLIKEN FOUNDATION, INC.

A Employer identification number: 23-7213940

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1926, M-416 — Room/suite:

B Telephone number (see page 10 of the instructions): (864)503-2403

City or town, state, and ZIP code: SPARTANBURG, SC 29304

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: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 4,529,606

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) (see page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	123,372	123,372		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	254,778			
	b Gross sales price for all assets on line 6a 1,603,443				
	7 Capital gain net income (from Part IV, line 2)		254,778		
	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)	1,344	1,344		
	12 **Total.** Add lines 1 through 11	379,494	379,494		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	29,864	24,014		5,850
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	4,642	530		12
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	101	51		50
	24 **Total operating and administrative expenses.** Add lines 13 through 23	34,607	24,595		5,912
	25 Contributions, gifts, grants paid	232,000			232,000
	26 **Total expenses and disbursements** Add lines 24 and 25	266,607	24,595		237,912
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	112,887			
	b **Net investment income** (if negative, enter -0-)		354,899		
	c **Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	352,293	241,141	241,141
	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)	2,113,739	2,149,252	2,495,455
	c Investments - corporate bonds (attach schedule)	1,553,701	1,754,433	1,793,010
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	4,019,733	4,144,826	4,529,606
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	4,019,733	4,144,826	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	4,019,733	4,144,826	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,019,733	4,144,826	

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	4,019,733
2	Enter amount from Part I, line 27a	2	112,887
3	Other increases not included in line 2 (itemize) ▶ NONDIVIDEND DIST & TIMING DIFFERENCE IN LTCL	3	12,234
4	Add lines 1, 2, and 3	4	4,144,854
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	28
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,144,826

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 ATTACHED DETAIL	P	VARIOUS	VARIOUS
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	254,778
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	271,782	4,666,386	0.0582
2008	281,746	4,232,536	0.0666
2007	279,829	5,148,931	0.0543
2006	245,656	5,413,285	0.0454
2005	242,675	5,132,157	0.0473

2 **Total** of line 1, column (d)	2	0.2718
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.0544
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,864,498
5 Multiply line 4 by line 3	5	264,629
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,549
7 Add lines 5 and 6	7	268,178
8 Enter qualifying distributions from Part XII, line 4	8	237,912

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ___________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	7,098
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	7,098
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	7,098
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 4,306		
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	4,306
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	2,792
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 page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ DE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

		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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BANK OF AMERICA Telephone no ▶ (336)543-1342

Located at ▶ 301 NORTH ELM STREET, NC ZIP + 4 ▶ 27401

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

		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)?		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 page 22 of the instructions)		2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________, ________, ________, ________				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

				Yes	No
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?		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?		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 ATTACHED				

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		0	0	0

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

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		0
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	4,630,923
b	Average of monthly cash balances	1b	307,654
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,938,577
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	4,938,577
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	74,079
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,864,498
6	**Minimum investment return.** Enter 5% of line 5	6	243,225

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	243,225
2a	Tax on investment income for 2010 from Part VI, line 5	2a	7,098		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,098
3	Distributable amount before adjustments Subtract line 2c from line 1			3	236,127
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	236,127
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	236,127

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	237,912
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
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	237,912
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	237,912

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

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Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				236,127
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			76,810	
b Total for prior years 20____,20____,20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005 ... 0				
b From 2006 ... 0				
c From 2007 ... 0				
d From 2008 ... 0				
e From 2009 ... 0				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 237,912				
a Applied to 2009, but not more than line 2a			76,810	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				161,102
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			
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				75,025
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006 ... 0				
b Excess from 2007 ... 0				
c Excess from 2008 ... 0				
d Excess from 2009 ... 0				
e Excess from 2010 ... 0				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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 . . . . ▶ NOT APPLICABLE

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SPARTANBURG DAY SCHOOL 1701 SKYLYN DRIVE SPARTANBURG, SC 29307	N/A	509 (a)(1) PUBLIC CHARITY	GENERAL FUNDS	232,000
Total ▶ 3a				232,000
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	123,372	
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	254,778	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b CLASS ACTION SETTLEMENTS			14	1,312	
c CAPITAL GAIN DIVIDENDS			14	32	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				379,494	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 379,494

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

JSA
0E1492 1 000

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

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

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

James C Zahn | 02/10/2012 | SECRETARY

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Detail Schedule

Form 990PF, Part I

Detail Schedule

Other Income	Per Books	Net Investment Income	Charitable Disbursements
Capital Gain Dividends	32	32	0
Class Action Settlements	1,312	1,312	0
	1,344	1,344	0
Other Professionl Fees			
Trustee and Executor Fees - Bank of America	18,164	18,164	0
Service Fees - Ivins, Phillips, and Barker	1,200	600	600
Administrative and Governance Services - Milliken & Co.	10,500	5,250	5,250
	29,864	24,014	5,850
Taxes			
Foreign Taxes	517	517	0
DE Franchise Tax	25	13	12
	542	530	12
Other Expenses			
CT Corp - Stat Rep Fee	101	51	50

Seth M. Milliken Foundation, Inc.

Form 990PF, Part II - Balance Sheet

Corporate Stock

Cusip Number	Asset	Unit	Basis	FMV
023135106	Amazon Com Inc.	280	19,250.30	60,544.40
254687106	Disney Walt Co.	1,225	38,313.25	36,946.00
580135101	McDonalds Corp	565	48,222.59	49,618.30
654106103	Nike Inc.	525	42,016.24	44,892.75
681919106	Omnicom Group Inc.	1,010	48,302.85	37,208.40
191216100	Coca Cola Co.	709	45,262.70	47,900.04
423074103	Heinz H J Co.	895	45,727.65	45,179.60
494368103	Kimberly Clark Corp	570	28,303.52	40,475.70
713448108	Pepsico Inc.	695	43,886.83	43,020.50
742718109	Proctor and Gamble Co	745	48,305.51	47,069.10
037411105	Apache Corp	330	20,361.20	26,479.20
30231G102	Exxon Mobil Corp	695	27,653.32	50,477.85
42809H107	Hess Corp	330	23,229.28	17,311.80
674599105	Occidental Pete Corp Del	595	33,857.17	42,542.50
38141G104	Goldman Sachs Group Inc.	355	46,425.62	33,565.25
46625H100	JP Morgan Chase & Co.	1,665	65,232.48	50,149.80
857477103	State Str Corp	440	20,215.63	14,150.40
002824100	Abbott Labs	900	46,161.81	46,026.00
067383109	Bard C R Inc.	430	48,597.05	37,642.20
478160104	Johnson & Johnson	715	44,578.84	45,538.35
58933Y105	Merck & Co Inc.	230	8,594.04	7,521.00
881624209	Teva Pharmaceutical Inds Ltd	115	5,113.54	4,280.30
883556102	Thermo Fisher Scientific Corp	400	19,696.03	20,256.00
941848103	Waters Corp	510	48,347.44	38,499.90
12541W209	CH Robinson Worldwide Inc.	605	48,341.32	41,424.35
291011104	Emerson Elec Co	855	48,164.46	35,320.05
369604103	General Elec Co	2,390	17,297.96	36,375.80
88579Y101	3M Co	500	48,239.00	35,895.00
913017109	United Technologies Corp	935	40,859.29	65,786.60
00724F101	Adobe Sys Inc.	1,580	44,258.44	38,188.60
032095101	Amphenol Corp	940	48,439.52	38,323.80
052769106	Autodesk Inc.	440	6,311.86	12,227.60
192446102	Cognizant Technology Solutions	655	48,804.38	41,068.50

Seth M. Milliken Foundation, Inc.

Form 990PF, Part II - Balance Sheet

Corporate Stock

Cusip Number	Asset	Unit	Basis	FMV
268648102	EMC Corp	2,035	22,339.22	42,714.65
459200101	International Business Machs	490	44,556.28	85,686.30
594918104	Microsoft Corp	2,625	62,834.33	65,336.25
278865100	Ecolab Inc.	860	48,326.32	42,045.40
61166W101	Monsanto Co.	225	12,817.54	13,509.00
73755L107	Potash Corp Sask Inc.	420	17,114.05	18,152.40
74005P104	Praxair Inc.	445	34,517.21	41,598.60
00206R102	AT&T	1,855	45,192.65	52,904.60
92343V104	Verizon Communications	440	15,064.41	16,192.00
65339F101	Nextera Energy Inc.	840	47,517.26	45,376.80
842587107	Southern Co	270	8,448.45	11,439.90
04314H204	Artisan International Fund	8,773	113,874.21	161,160.97
19765Y589	Columbia Select Small Cap Fund	13,413	113,874.21	176,645.86
245914817	Delaware Emerging Markets Fund	5,193	80,698.00	62,003.48
411511306	Harbor International Fund	3,486	113,874.21	174,732.63
47103C795	Janus Invt Fund	2,620	75,916.14	138,470.47
68002Q248	Old Mutual TS&W Mid Cap Value Fund	14,217	75,916.14	115,580.19
			2,149,251.75	2,495,455.14

Seth M. Milliken Foundation, Inc.

Form 990PF, Part II - Balance Sheet

Corporate Bonds

Cusip Number	Asset	Unit	Basis	FMV
929903CF7	Wachovia Corp	200,000	200,834	200,186
842587AB3	Southern Co	200,000	200,938	202,398
172967DZ1	Citigroup Inc.	200,000	200,576	202,820
617446HR3	Morgan Stanley	200,000	197,452	201,670
002824AQ3	Abbott Labs	200,000	197,134	217,316
191216AL4	Coca Cola Co	150,000	152,757	159,917
464288638	Barclays Intermediate Cr Bd Fund	5,700	604,742	608,703
			1,754,433	1,793,010

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Account Id 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
001084102	AGCO CORP								
Sold		07/13/11	290	14,530 22					
Acq		10/06/08	290	14,530 22	9,398 82	9,398 82	5,131 40	5,131 40	L
			Total for 7/13/2011		9,398 82	9,398 82	5,131 40	5,131 40	
001084102	AGCO CORP								
Sold		07/13/11	60	3,006 25					
Acq		03/23/09	60	3,006 25	1,159 05	1,159 05	1,847 20	1,847 20	L
			Total for 7/13/2011		1,159 05	1,159 05	1,847 20	1,847 20	
001084102	AGCO CORP								
Sold		07/13/11	160	8,016 68					
Acq		03/12/09	160	8,016 68	2,820 40	2,820 40	5,196 28	5,196 28	L
			Total for 7/13/2011		2,820 40	2,820 40	5,196 28	5,196 28	
00724F101	ADOBE SYSTEM INC								
Sold		03/23/11	420	13,126 84					
Acq		05/27/08	420	13,126 84	17,549 79	17,549 79	-4,422 95	-4,422 95	L
			Total for 3/23/2011		17 549 79	17,549 79	-4,422 95	-4,422 95	
00724F101	ADOBE SYSTEM INC								
Sold		03/23/11	30	937 63					
Acq		03/23/09	30	937 63	658 72	658 72	278 91	278 91	L
			Total for 3/23/2011		658 72	658 72	278 91	278 91	
031162100	AMGEN INC								
Sold		07/13/11	170	9,629 46					
Acq		10/06/08	170	9,629 46	9,487 28	9,487 28	142 18	142 18	L
			Total for 7/13/2011		9,487 28	9,487 28	142 18	142 18	
031162100	AMGEN INC								
Sold		07/13/11	360	20,391 81					
Acq		03/12/09	360	20,391 81	18,121 50	18,121 50	2,270 31	2,270 31	L
			Total for 7/13/2011		18,121 50	18,121 50	2,270 31	2,270 31	
031162100	AMGEN INC								
Sold		07/13/11	75	4,248 29					
Acq		03/23/09	75	4,248 29	3,737 81	3,737 81	510 48	510 48	L
			Total for 7/13/2011		3,737 81	3,737 81	510 48	510 48	
037411105	APACHE CORP								
Sold		03/23/11	100	12,449 26					
Acq		03/23/09	100	12,449 26	6,835 75	6,835 75	5,613 51	5,613 51	L
			Total for 3/23/2011		6,835 75	6,835 75	5,613 51	5,613 51	
054303102	AVON PRODUCTS INC								
Sold		03/23/11	250	6,736 12					
Acq		05/27/08	250	6,736 12	9,639 37	9,639 37	-2,903 25	-2,903 25	L
			Total for 3/23/2011		9,639 37	9,639 37	-2,903 25	-2,903 25	
054303102	AVON PRODUCTS INC								
Sold		07/13/11	585	16,504 11					
Acq		05/27/08	585	16,504 11	22,556 14	22,556 14	-6,052 03	-6,052 03	L
			Total for 7/13/2011		22,556 14	22,556 14	-6,052 03	-6,052 03	

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Account Id 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
054303102	AVON PRODUCTS INC								
Sold		07/13/11	395	11,143 80					
Acq		03/23/09	395	11,143 80	7,451 87	7,451 87	3,691 93	3,691 93	L
		Total for 7/13/2011			7,451 87	7,451 87	3,691 93	3,691 93	
054303102	AVON PRODUCTS INC								
Sold		07/13/11	130	3,667 58					
Acq		03/12/09	130	3,667 58	2,182 38	2,182 38	1,485 20	1,485 20	L
		Total for 7/13/2011			2,182 38	2,182 38	1,485 20	1,485 20	
086516101	BEST BUY INC								
Sold		07/13/11	25	784 36					
Acq		06/07/08	25	784 36	1,173 57	1,173 57	-389 21	-389 21	L
		Total for 7/13/2011			1,173 57	1 173 57	-389 21	-389 21	
086516101	BEST BUY INC								
Sold		07/13/11	205	6,431 75					
Acq		05/27/08	205	6,431 75	8,892 38	8,892 38	-2,460 63	-2,460 63	L
		Total for 7/13/2011			8,892 38	8,892 38	-2,460 63	-2,460 63	
125509109	CIGNA CORP								
Sold		03/23/11	300	12,466 26					
Acq		03/12/09	300	12,466 26	4,994 25	4,994 25	7,472 01	7,472 01	L
		Total for 3/23/2011			4,994 25	4,994 25	7,472 01	7,472 01	
125509109	CIGNA CORP								
Sold		07/13/11	320	16,366 88					
Acq		03/12/09	320	16,366 88	5,327 20	5 327 20	11,039 68	11,039 68	L
		Total for 7/13/2011			5,327 20	5,327 20	11,039 68	11,039 68	
17275R102	CISCO SYSTEM INC								
Sold		03/23/11	205	3,589 58					
Acq		03/23/09	205	3,589 58	3,396 34	3,396 34	193 24	193 24	L
		Total for 3/23/2011			3,396 34	3,396 34	193 24	193 24	
17275R102	CISCO SYSTEM INC								
Sold		03/23/11	390	6,828 96					
Acq		03/12/09	390	6 828 96	6,020 63	6,020 63	808 33	808 33	L
		Total for 3/23/2011			6,020 63	6,020 63	808 33	808 33	
17275R102	CISCO SYSTEM INC								
Sold		03/23/11	505	8,842 63					
Acq		03/13/03	505	8,842 63	6,539 75	6,539 75	2,302 88	2,302 88	L
		Total for 3/23/2011			6,539 75	6,539 75	2,302 88	2,302 88	
17275R102	CISCO SYSTEM INC								
Sold		07/13/11	560	8,722 00					
Acq		03/13/03	560	8,722 00	7,252 00	7,252 00	1,470 00	1 470 00	L
		Total for 7/13/2011			7,252 00	7,252 00	1,470 00	1,470 00	
20030N101	COMCAST CORP NEW CL A								
Sold		03/23/11	250	5,998 73					
Acq		10/06/08	250	5,998 73	4,469 37	4,469 37	1,529 36	1,529 36	L
		Total for 3/23/2011			4,469 37	4,469 37	1,529 36	1,529 36	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Account Id. 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
20030N101	COMCAST CORP NEW CL A								
Sold		07/13/11	265	6,528 14					
Acq		10/06/08	265	6,528 14	4,737 54	4,737 54	1,790 60	1,790 60	L
			Total for 7/13/2011		4,737 54	4,737 54	1,790 60	1,790 60	
20030N101	COMCAST CORP NEW CL A								
Sold		07/13/11	100	2,463 45					
Acq		03/23/09	100	2,463 45	1,342 48	1,342 48	1,120 97	1,120 97	L
			Total for 7/13/2011		1,342 48	1,342 48	1,120 97	1,120 97	
20030N101	COMCAST CORP NEW CL A								
Sold		07/13/11	190	4,680 56					
Acq		03/12/09	190	4,680 56	2,457 66	2,457 66	2,222 90	2,222 90	L
			Total for 7/13/2011		2,457 66	2,457 66	2,222 90	2,222 90	
219350105	CORNING INC								
Sold		03/23/11	250	5 141 15					
Acq		03/12/09	250	5,141 15	2,959 38	2,959 38	2,181 77	2 181 77	L
			Total for 3/23/2011		2,959 38	2,959 38	2,181 77	2,181 77	
219350105	CORNING INC								
Sold		07/13/11	315	5,329 28					
Acq		03/12/09	315	5,329 28	3,728 81	3,728 81	1,600 47	1,600 47	L
			Total for 7/13/2011		3,728 81	3,728 81	1,600 47	1,600 47	
242370104	DEAN FOODS CO NEW								
Sold		03/23/11	350	3,575 67					
Acq		10/06/08	350	3,575 67	8,203 12	8,203 12	-4,627 45	-4,627 45	L
			Total for 3/23/2011		8 203 12	8,203 12	-4,627 45	-4,627 45	
242370104	DEAN FOODS CO NEW								
Sold		07/13/11	105	1,253 30					
Acq		10/06/08	105	1,253 30	2,460 94	2,460 94	-1,207 64	-1,207 64	L
			Total for 7/13/2011		2,460 94	2,460 94	-1,207 64	-1,207 64	
242370104	DEAN FOODS CO NEW								
Sold		07/13/11	705	8,414 99					
Acq		03/12/09	705	8,414 99	14,817 34	14,817 34	-6,402 35	-6,402 35	L
			Total for 7/13/2011		14,817 34	14,817 34	-6,402 35	-6,402 35	
242370104	DEAN FOODS CO NEW								
Sold		07/13/11	165	1,969 47					
Acq		03/23/09	165	1,969 47	3,205 54	3,205 54	-1,236 07	-1,236 07	L
			Total for 7/13/2011		3,205 54	3,205 54	-1,236 07	-1,236 07	
254687106	DISNEY WALT CO								
Sold		03/23/11	35	1,476 79					
Acq		12/18/06	35	1,476 79	1,194 95	1,194 95	281 84	281 84	L
			Total for 3/23/2011		1,194 95	1,194 95	281 84	281 84	
254687106	DISNEY WALT CO								
Sold		03/23/11	100	4,219 42					
Acq		05/27/08	100	4,219 42	3,341 75	3,341 75	877 67	877 67	L
			Total for 3/23/2011		3,341 75	3,341 75	877 67	877 67	

Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Account Id 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
254687106	DISNEY WALT CO								
Sold		03/23/11	15	632 91					
Acq		10/24/06	15	632 91	463 13	463 13	169 78	169 78	L
			Total for 3/23/2011		463 13	463 13	169 78	169 78	
26483E100	DUN & BRADSTREET CORP DEL NEW								
Sold		07/13/11	245	18,570 32					
Acq		05/27/08	245	18,570 32	22,362 99	22,362 99	-3,792 67	-3,792 67	L
			Total for 7/13/2011		22,362 99	22,362 99	-3,792 67	-3,792 67	
26483E100	DUN & BRADSTREET CORP DEL NEW								
Sold		07/13/11	40	3,031 89					
Acq		03/23/09	40	3,031 89	3,004 70	3,004 70	27 19	27 19	L
			Total for 7/13/2011		3,004 70	3,004 70	27 19	27 19	
26483E100	DUN & BRADSTREET CORP DEL NEW								
Sold		07/13/11	30	2,273 92					
Acq		03/12/09	30	2,273 92	2,219 63	2,219 63	54 29	54 29	L
			Total for 7/13/2011		2,219 63	2,219 63	54 29	54 29	
268648102	EMC CORPORATION								
Sold		03/23/11	325	8,596 08					
Acq		03/23/09	325	8,596 08	3,800 81	3,800 81	4,795 27	4,795 27	L
			Total for 3/23/2011		3,800 81	3,800 81	4,795 27	4,795 27	
268648102	EMC CORPORATION								
Sold		03/23/11	275	7,273 61					
Acq		03/12/09	275	7,273 61	3,018 81	3,018 81	4,254 80	4,254 80	L
			Total for 3/23/2011		3,018 81	3,018 81	4,254 80	4,254 80	
26875P101	EOG RES INC								
Sold		03/23/11	100	11,325 28					
Acq		03/23/09	100	11,325 28	6,537 75	6,537 75	4,787 53	4,787 53	L
			Total for 3/23/2011		6,537 75	6,537 75	4,787 53	4,787 53	
26875P101	EOG RES INC								
Sold		07/13/11	55	5,483 67					
Acq		03/23/09	55	5 483 67	3,595 76	3,595 76	1,887 91	1,887 91	L
			Total for 7/13/2011		3,595 76	3,595 76	1,887 91	1,887 91	
26875P101	EOG RES INC								
Sold		07/13/11	90	8,973 27					
Acq		03/12/09	90	8,973 27	5,290 88	5 290 88	3 682 39	3,682 39	L
			Total for 7/13/2011		5,290 88	5,290 88	3,682 39	3,682 39	
29364G103	ENTERGY CORP NEW								
Sold		07/13/11	235	15,867 38					
Acq		12/18/06	235	15,867 38	21,017 81	21,017 81	-5,150 43	-5,150 43	L
			Total for 7/13/2011		21,017 81	21,017 81	-5,150 43	-5,150 43	
29364G103	ENTERGY CORP NEW								
Sold		07/13/11	40	2,700 83					
Acq		03/23/09	40	2,700 83	2,617 90	2,617 90	82 93	82 93	L
			Total for 7/13/2011		2,617 90	2,617 90	82 93	82 93	

Statement of Capital Gains and Losses From Sales
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AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
29364G103	ENTERGY CORP NEW								
Sold		07/13/11	65	4,388 85					
Acq		03/12/09	65	4,388 85	3,825 74	3,825 74	563 11	563 11	L
			Total for 7/13/2011		3,825 74	3,825 74	563 11	563 11	
30161N101	EXELON CORP								
Sold		07/13/11	50	2,162 71					
Acq		05/27/08	50	2,162 71	4,482 37	4,482 37	-2,319 66	-2,319 66	L
			Total for 7/13/2011		4,482 37	4,482 37	-2,319 66	-2,319 66	
30161N101	EXELON CORP								
Sold		07/13/11	275	11,894 89					
Acq		04/14/05	275	11,894 89	12,889 25	12,889 25	-994 36	-994 36	L
			Total for 7/13/2011		12,889 25	12,889 25	-994 36	-994 36	
30161N101	EXELON CORP								
Sold		07/13/11	60	2,595 25					
Acq		03/23/09	60	2,595 25	2,650 65	2,650 65	-55 40	-55 40	L
			Total for 7/13/2011		2,650 65	2,650 65	-55 40	-55 40	
30161N101	EXELON CORP								
Sold		07/13/11	120	5,190 50					
Acq		03/12/09	120	5,190 50	4,964 05	4,964 05	226 45	226 45	L
			Total for 7/13/2011		4,964 05	4,964 05	226 45	226 45	
302182100	EXPRESS SCRIPTS INC								
Sold		03/23/11	150	7,958 09					
Acq		05/09/07	150	7,958 09	3,638 53	3,638 53	4,319 56	4,319 56	L
			Total for 3/23/2011		3,638 53	3,638 53	4,319 56	4,319 56	
302182100	EXPRESS SCRIPTS INC								
Sold		07/13/11	40	2,133 36					
Acq		05/09/07	40	2,133 36	970 27	970 27	1,163 09	1,163 09	L
			Total for 7/13/2011		970 27	970 27	1,163 09	1,163 09	
302182100	EXPRESS SCRIPTS INC								
Sold		07/13/11	180	9,600 11					
Acq		03/12/09	180	9,600 11	4,245 08	4,245 08	5,355 03	5,355 03	L
			Total for 7/13/2011		4,245 08	4,245 08	5,355 03	5,355 03	
302182100	EXPRESS SCRIPTS INC								
Sold		07/13/11	100	5,333 40					
Acq		03/23/09	100	5 333 40	2,345 38	2,345 38	2,988 02	2,988 02	L
			Total for 7/13/2011		2,345 38	2,345 38	2,988 02	2,988 02	
30231G102	EXXON MOBIL CORP								
Sold		03/23/11	65	5,354 27					
Acq		02/25/04	65	5 354 27	2,769 65	2,769 65	2,584 62	2 584 62	L
			Total for 3/23/2011		2,769 65	2,769 65	2,584 62	2,584 62	
30231G102	EXXON MOBIL CORP								
Sold		03/23/11	235	19,357 75					
Acq		08/13/99	235	19,357 75	9,626 18	9,626 18	9,731 57	9,731 57	L
			Total for 3/23/2011		9,626 18	9,626 18	9,731 57	9,731 57	

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
349913814	FORWARD FDS INC GLOBAL EMERGING								
Sold		10/18/10	3275 07	80,271 99					
Acq		03/16/09	3275 07	80,271 99	37,958 07	37,958 07	42,313 92	42,313 92	L
			Total for 10/18/2010		37,958 07	37,958 07	42,313 92	42,313 92	
35906A108	FRONTIER COMMUNICATIONS CORP								
Sold		07/13/11	2 98	23 70					
Acq		06/07/08	2 98	23 70	30 08	30 08	-6 38	-6 38	L
			Total for 7/13/2011		30 08	30 08	-6 38	-6 38	
35906A108	FRONTIER COMMUNICATIONS CORP								
Sold		07/13/11	92 42	734 21					
Acq		05/27/08	92 42	734 21	876 99	876 99	-142 78	-142 78	L
			Total for 7/13/2011		876 99	876 99	-142 78	-142 78	
35906A108	FRONTIER COMMUNICATIONS CORP								
Sold		07/13/11	9 6	76 29					
Acq		03/23/09	9 6	76 29	74 16	74 16	2 13	2 13	L
			Total for 7/13/2011		74 16	74 16	2 13	2 13	
375558103	GILEAD SCIENCES INC								
Sold		07/13/11	265	11,065 10					
Acq		03/23/09	265	11,065 10	12,054 19	12,054 19	-989 09	-989 09	L
			Total for 7/13/2011		12,054 19	12,054 19	-989 09	-989 09	
375558103	GILEAD SCIENCES INC								
Sold		07/13/11	150	6,263 26					
Acq		03/12/09	150	6,263 26	6,656 63	6,656 63	-393 37	-393 37	L
			Total for 7/13/2011		6,656 63	6 656 63	-393 37	-393 37	
375558103	GILEAD SCIENCES INC								
Sold		07/13/11	150	6,263 26					
Acq		10/06/08	150	6,263 26	6,437 63	6,437 63	-174 37	-174 37	L
			Total for 7/13/2011		6,437 63	6,437 63	-174 37	-174 37	
38141G104	GOLDMAN SACHS GROUP INC								
Sold		09/28/11	125	12,044 14					
Acq		05/27/08	125	12,044 14	21,535 94	21,535 94	-9,491 80	-9,491 80	L
			Total for 9/28/2011		21,535 94	21,535 94	-9,491 80	-9 491 80	
38141G104	GOLDMAN SACHS GROUP INC								
Sold		09/28/11	105	10,117 08					
Acq		10/06/08	105	10,117 08	12,336 19	12,336 19	-2,219 11	-2,219 11	L
			Total for 9/28/2011		12,336 19	12,336 19	-2,219 11	-2,219 11	
38141G104	GOLDMAN SACHS GROUP INC								
Sold		09/28/11	45	4,335 89					
Acq		03/23/09	45	4 335 89	4,804 09	4,804 09	-468 20	-468 20	L
			Total for 9/28/2011		4,804 09	4,804 09	-468 20	-468 20	
38141G104	GOLDMAN SACHS GROUP INC								
Sold		09/28/11	80	7,708 25					
Acq		03/12/09	80	7,708 25	7,749 40	7,749 40	-41 15	-41 15	L
			Total for 9/28/2011		7,749 40	7,749 40	-41 15	-41 15	

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AGENT SETH M MILLIKEN FDN INC

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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
416515104	HARTFORD FINL SVCS GROUP INC COM								
Sold		07/13/11	655	16,869 20					
Acq		09/08/03	655	16,869 20	26,963 84	26,963 84	-10,094 64	-10,094 64	L
			Total for 7/13/2011		26,963 84	26,963 84	-10,094 64	-10,094 64	
416515104	HARTFORD FINL SVCS GROUP INC COM								
Sold		07/13/11	1225	31,549 26					
Acq		03/23/09	1225	31,549 26	10,481 96	10,481 96	21,067 30	21,067 30	L
			Total for 7/13/2011		10,481 96	10,481 96	21,067 30	21,067 30	
428236103	HEWLETT PACKARD CO								
Sold		07/13/11	120	4,258 12					
Acq		05/27/08	120	4,258 12	5,482 48	5,482 48	-1,224 36	-1,224 36	L
			Total for 7/13/2011		5,482 48	5,482 48	-1,224 36	-1,224 36	
428236103	HEWLETT PACKARD CO								
Sold		07/13/11	65	2,306 48					
Acq		10/24/06	65	2,306 48	2,571 89	2,571 89	-265 41	-265 41	L
			Total for 7/13/2011		2,571 89	2,571 89	-265 41	-265 41	
428236103	HEWLETT PACKARD CO								
Sold		07/13/11	140	4,967 80					
Acq		03/23/09	140	4,967 80	4,287 85	4,287 85	679 95	679 95	L
			Total for 7/13/2011		4,287 85	4,287 85	679 95	679 95	
428236103	HEWLETT PACKARD CO								
Sold		07/13/11	275	9,758 19					
Acq		03/12/09	275	9,758 19	8,047 82	8,047 82	1,710 37	1,710 37	L
			Total for 7/13/2011		8,047 82	8,047 82	1,710 37	1,710 37	
428236103	HEWLETT PACKARD CO								
Sold		07/13/11	550	19,516 37					
Acq		10/20/05	550	19,516 37	15,328 50	15,328 50	4,187 87	4,187 87	L
			Total for 7/13/2011		15,328 50	15,328 50	4,187 87	4,187 87	
478160104	JOHNSON AND JOHNSON								
Sold		03/23/11	160	9,397 42					
Acq		10/06/08	160	9,397 42	10,262 00	10,262 00	-864 58	-864 58	L
			Total for 3/23/2011		10,262 00	10,262 00	-864 58	-864 58	
478160104	JOHNSON AND JOHNSON								
Sold		03/23/11	105	6,167 05					
Acq		03/23/09	105	6,167 05	5,490 19	5,490 19	676 86	676 86	L
			Total for 3/23/2011		5,490 19	5,490 19	676 86	676 86	
478160104	JOHNSON AND JOHNSON								
Sold		03/23/11	35	2,055 69					
Acq		03/12/09	35	2,055 69	1,713 16	1,713 16	342 53	342 53	L
			Total for 3/23/2011		1,713 16	1,713 16	342 53	342 53	
494368103	KIMBERLY CLARK CORP								
Sold		03/23/11	115	7,442 08					
Acq		10/06/08	115	7,442 08	7,243 71	7,243 71	198 37	198 37	L
			Total for 3/23/2011		7,243 71	7,243 71	198 37	198 37	

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AGENT SETH M MILLIKEN FDN INC
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Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
494368103	KIMBERLY CLARK CORP								
Sold		03/23/11	35	2,264 98					
Acq		04/26/06	35	2,264 98	2,061 54	2,061 54	203 44	203 44	L
			Total for 3/23/2011		2,061 54	2,061 54	203 44	203 44	
50540R409	LABORATORY CORP AMER HLDGS NEW								
Sold		03/23/11	95	8,305 21					
Acq		05/09/07	95	8,305 21	7,483 61	7,483 61	821 60	821 60	L
			Total for 3/23/2011		7,483 61	7,483 61	821 60	821 60	
50540R409	LABORATORY CORP AMER HLDGS NEW								
Sold		03/23/11	60	5,245 40					
Acq		05/27/08	60	5,245 40	4,520 25	4,520 25	725 15	725 15	L
			Total for 3/23/2011		4,520 25	4,520 25	725 15	725 15	
50540R409	LABORATORY CORP AMER HLDGS NEW								
Sold		03/23/11	45	3,934 05					
Acq		12/18/06	45	3,934 05	3,257 44	3,257 44	676 61	676 61	L
			Total for 3/23/2011		3,257 44	3,257 44	676 61	676 61	
50540R409	LABORATORY CORP AMER HLDGS NEW								
Sold		07/13/11	55	5,272 47					
Acq		12/18/06	55	5,272 47	3,981 31	3,981 31	1,291 16	1,291 16	L
			Total for 7/13/2011		3,981 31	3,981 31	1,291 16	1,291 16	
50540R409	LABORATORY CORP AMER HLDGS NEW								
Sold		07/13/11	50	4,793 16					
Acq		03/23/09	50	4,793 16	2,831 38	2,831 38	1,961 78	1,961 78	L
			Total for 7/13/2011		2,831 38	2,831 38	1 961 78	1,961 78	
50540R409	LABORATORY CORP AMER HLDGS NEW								
Sold		07/13/11	90	8,627 68					
Acq		03/12/09	90	8,627 68	5,020 88	5,020 88	3,606 80	3,606 80	L
			Total for 7/13/2011		5,020 88	5,020 88	3,606 80	3,606 80	
539830109	LOCKHEED MARTIN CORP								
Sold		07/13/11	25	1,991 34					
Acq		03/23/09	25	1,991 34	1,698 94	1,698 94	292 40	292 40	L
			Total for 7/13/2011		1,698 94	1,698 94	292 40	292 40	
539830109	LOCKHEED MARTIN CORP								
Sold		07/13/11	160	12 744 54					
Acq		03/12/09	160	12,744 54	9,755 41	9,755 41	2,989 13	2,989 13	L
			Total for 7/13/2011		9 755 41	9,755 41	2,989 13	2,989 13	
548661107	LOWES COMPANIES INC								
Sold		07/13/11	160	3 743 13					
Acq		03/23/09	160	3 743 13	2,788 40	2,788 40	954 73	954 73	L
			Total for 7/13/2011		2,788 40	2,788 40	954 73	954 73	
548661107	LOWES COMPANIES INC								
Sold		07/13/11	1105	25,850 97					
Acq		03/12/09	1105	25 850 97	17,246 29	17,246 29	8,604 68	8 604 68	L
			Total for 7/13/2011		17 246 29	17,246 29	8,604 68	8,604 68	

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Account Id 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
58155Q103	MCKESSON HBOC INC								
Sold		07/13/11	60	4,989 62					
Acq		03/23/09	60	4,989 62	2,129 25	2,129 25	2,860 37	2,860 37	L
		Total for 7/13/2011			2,129 25	2,129 25	2,860 37	2,860 37	
58155Q103	MCKESSON HBOC INC								
Sold		07/13/11	435	36,174 77					
Acq		03/12/09	435	36,174 77	15,323 96	15,323 96	20,850 81	20,850 81	L
		Total for 7/13/2011			15,323 96	15,323 96	20,850 81	20,850 81	
58933Y105	MERCK & CO INC								
Sold		03/23/11	100	3,254 43					
Acq		05/27/08	100	3,254 43	3,869 55	3,869 55	-615 12	-615 12	L
		Total for 3/23/2011			3,869 55	3,869 55	-615 12	-615 12	
59156R108	METLIFE INC								
Sold		07/13/11	100	4,212 42					
Acq		03/23/09	100	4,212 42	2,270 75	2,270 75	1,941 67	1,941 67	L
		Total for 7/13/2011			2,270 75	2,270 75	1,941 67	1,941 67	
59156R108	METLIFE INC								
Sold		07/13/11	695	29,276 30					
Acq		03/12/09	695	29,276 30	11,917 51	11,917 51	17,358 79	17,358 79	L
		Total for 7/13/2011			11,917 51	11,917 51	17,358 79	17,358 79	
594918104	MICROSOFT CORP								
Sold		03/23/11	115	2,913 47					
Acq		08/13/99	115	2,913 47	4,772 50	4,772 50	-1,859 03	-1,859 03	L
		Total for 3/23/2011			4,772 50	4,772 50	-1,859 03	-1,859 03	
594918104	MICROSOFT CORP								
Sold		03/23/11	135	3,420 15					
Acq		04/17/00	135	3 420 15	5,072 96	5,072 96	-1,652 81	-1,652 81	L
		Total for 3/23/2011			5,072 96	5,072 96	-1,652 81	-1,652 81	
65248E104	NEWS CORP CL A								
Sold		03/23/11	300	5 002 91					
Acq		10/06/08	300	5,002 91	3,242 25	3,242 25	1,760 66	1,760 66	L
		Total for 3/23/2011			3,242 25	3,242 25	1,760 66	1,760 66	
65248E104	NEWS CORP CL A								
Sold		07/13/11	90	1,438 05					
Acq		10/06/08	90	1,438 05	972 68	972 68	465 37	465 37	L
		Total for 7/13/2011			972 68	972 68	465 37	465 37	
65248E104	NEWS CORP CL A								
Sold		07/13/11	210	3,355 44					
Acq		03/23/09	210	3,355 44	1,374 98	1,374 98	1,980 46	1 980 46	L
		Total for 7/13/2011			1,374 98	1,374 98	1,980 46	1 980 46	
65248E104	NEWS CORP CL A								
Sold		07/13/11	400	6,391 31					
Acq		03/12/09	400	6,391 31	2,346 20	2,346 20	4,045 11	4,045 11	L
		Total for 7/13/2011			2,346 20	2,346 20	4,045 11	4 045 11	

Type	Description Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
693475105	PNC BANK CORP							
Sold	07/13/11	55	3,207 29					
Acq	03/23/09	55	3,207 29	1,694 41	1,694 41	1,512 88	1,512 88	L
		Total for 7/13/2011		1,694 41	1,694 41	1,512 88	1,512 88	
693475105	PNC BANK CORP							
Sold	07/13/11	400	23,325 75					
Acq	03/12/09	400	23,325 75	11,291 00	11,291 00	12,034 75	12,034 75	L
		Total for 7/13/2011		11,291 00	11,291 00	12,034 75	12,034 75	
695156109	PACKAGING CORP AMER							
Sold	07/13/11	40	1,128 07					
Acq	03/23/09	40	1,128 07	516 30	516 30	611 77	611 77	L
		Total for 7/13/2011		516 30	516 30	611 77	611 77	
695156109	PACKAGING CORP AMER							
Sold	07/13/11	275	7,755 47					
Acq	03/12/09	275	7,755 47	3,090 31	3,090 31	4,665 16	4,665 16	L
		Total for 7/13/2011		3,090 31	3,090 31	4,665 16	4,665 16	
718172109	PHILIP MORRIS INTL INC							
Sold	07/13/11	130	8,721 04					
Acq	03/23/09	130	8,721 04	4,918 88	4,918 88	3,802 16	3,802 16	L
		Total for 7/13/2011		4,918 88	4,918 88	3,802 16	3,802 16	
718172109	PHILIP MORRIS INTL INC							
Sold	07/13/11	890	59,705 56					
Acq	03/12/09	890	59,705 56	30,809 58	30,809 58	28,895 98	28 895 98	L
		Total for 7/13/2011		30,809 58	30,809 58	28,895 98	28,895 98	
78387GAS2	SBC COMMUNICATIONS INC GLOBAL NT							
Sold	11/15/10	200000	200,000 00					
Acq	09/10/07	200000	200,000 00	201,830 00	201,830 00	-1,830 00	-1,830 00	L
		Total for 11/15/2010		201 830 00	201,830 00	-1,830 00	-1 830 00	
845467109	SOUTHWESTERN ENERGY CO							
Sold	07/13/11	440	19,320 07					
Acq	05/27/08	440	19,320 07	19,424 90	19 424 90	-104 83	-104 83	L
		Total for 7/13/2011		19,424 90	19,424 90	-104 83	-104 83	
845467109	SOUTHWESTERN ENERGY CO							
Sold	07/13/11	155	6,805 93					
Acq	03/23/09	155	6,805 93	5,116 16	5,116 16	1,689 77	1,689 77	L
		Total for 7/13/2011		5,116 16	5,116 16	1,689 77	1,689 77	
845467109	SOUTHWESTERN ENERGY CO							
Sold	07/13/11	165	7,245 03					
Acq	03/12/09	165	7 245 03	4,690 54	4,690 54	2,554 49	2,554 49	L
		Total for 7/13/2011		4 690 54	4,690 54	2,554 49	2 554 49	
855030102	STAPLES INC							
Sold	07/13/11	360	5 570 96					
Acq	06/21/04	360	5,570 96	7,048 75	7,048 75	-1,477 79	-1,477 79	L
		Total for 7/13/2011		7,048 75	7,048 75	-1,477 79	-1,477 79	

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
855030102	STAPLES INC								
Sold		07/13/11	265	4,100 85					
Acq		10/06/08	265	4,100 85	4,999 89	4,999 89	-899 04	-899 04	L
		Total for 7/13/2011			4,999 89	4,999 89	-899 04	-899 04	
855030102	STAPLES INC								
Sold		07/13/11	175	2,708 11					
Acq		03/23/09	175	2,708 11	3,062 06	3,062 06	-353 95	-353 95	L
		Total for 7/13/2011			3,062 06	3,062 06	-353 95	-353 95	
855030102	STAPLES INC								
Sold		07/13/11	620	9,594 43					
Acq		03/12/09	620	9,594 43	10,079 65	10,079 65	-485 22	-485 22	L
		Total for 7/13/2011			10,079 65	10,079 65	-485 22	-485 22	
857477103	STATE STR CORP								
Sold		03/23/11	250	10,908 54					
Acq		05/27/08	250	10,908 54	17,677 75	17,677 75	-6 769 21	-6,769 21	L
		Total for 3/23/2011			17,677 75	17,677 75	-6,769 21	-6,769 21	
881624209	TEVA PHARMACEUTICAL INDS LTD								
Sold		03/23/11	100	4,891 40					
Acq		03/12/09	100	4,891 40	4,446 55	4,446 55	444 85	444 85	L
		Total for 3/23/2011			4,446 55	4,446 55	444 85	444 85	
882508104	TEXAS INSTRUMENTS INC								
Sold		07/13/11	885	27,523 14					
Acq		05/27/08	885	27,523 14	28,565 59	28,565 59	-1,042 45	-1,042 45	L
		Total for 7/13/2011			28,565 59	28,565 59	-1,042 45	-1,042 45	
882508104	TEXAS INSTRUMENTS INC								
Sold		07/13/11	130	4,042 95					
Acq		10/06/08	130	4,042 95	2,637 38	2,637 38	1,405 57	1,405 57	L
		Total for 7/13/2011			2,637 38	2,637 38	1,405 57	1,405 57	
882508104	TEXAS INSTRUMENTS INC								
Sold		07/13/11	230	7,152 91					
Acq		03/23/09	230	7,152 91	3,789 83	3,789 83	3,363 08	3,363 08	L
		Total for 7/13/2011			3,789 83	3,789 83	3,363 08	3,363 08	
882508104	TEXAS INSTRUMENTS INC								
Sold		07/13/11	630	19,592 74					
Acq		03/12/09	630	19 592 74	10,034 33	10,034 33	9,558 41	9,558 41	L
		Total for 7/13/2011			10,034 33	10,034 33	9,558 41	9,558 41	
902973304	US BANCORP DEL NEW								
Sold		07/13/11	5	126 43					
Acq		05/20/07	5	126 43	178 60	178 60	-52 17	-52 17	L
		Total for 7/13/2011			178 60	178 60	-52 17	-52 17	
902973304	US BANCORP DEL NEW								
Sold		07/13/11	305	7,711 93					
Acq		05/09/07	305	7,711 93	10,578 86	10 578 86	-2,866 93	-2,866 93	L
		Total for 7/13/2011			10,578 86	10,578 86	-2,866 93	-2 866 93	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Account Id 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
902973304	US BANCORP DEL NEW								
Sold		07/13/11	230	5,815 55					
Acq		10/24/06	230	5,815 55	7,757 33	7,757 33	-1,941 78	-1,941 78	L
			Total for 7/13/2011		7,757 33	7,757 33	-1,941 78	-1,941 78	
902973304	US BANCORP DEL NEW								
Sold		07/13/11	500	12,642 50					
Acq		04/26/06	500	12,642 50	15,328 75	15,328 75	-2,686 25	-2,686 25	L
			Total for 7/13/2011		15,328 75	15,328 75	-2,686 25	-2,686 25	
902973304	US BANCORP DEL NEW								
Sold		07/13/11	140	3,539 90					
Acq		03/23/09	140	3,539 90	2,057 36	2,057 36	1,482 54	1,482 54	L
			Total for 7/13/2011		2,057 36	2,057 36	1,482 54	1,482 54	
92343VAB0	VERIZON COMMUNICATIONS INC NT								
Sold		02/15/11	200000	200,000 00					
Acq		09/10/07	200000	200,000 00	202,180 00	202,180 00	-2,180 00	-2,180 00	L
			Total for 2/15/2011		202,180 00	202,180 00	-2,180 00	-2,180 00	
931142103	WAL MART STORES INC								
Sold		03/23/11	25	1,285 90					
Acq		10/06/08	25	1,285 90	1,442 19	1,442 19	-156 29	-156 29	L
			Total for 3/23/2011		1,442 19	1,442 19	-156 29	-156 29	
931142103	WAL MART STORES INC								
Sold		03/23/11	175	9 001 28					
Acq		05/27/08	175	9,001 28	9,860 34	9,860 34	-859 06	-859 06	L
			Total for 3/23/2011		9,860 34	9,860 34	-859 06	-859 06	
931142103	WAL MART STORES INC								
Sold		07/13/11	65	3,511 36					
Acq		05/27/08	65	3,511 36	3,662 41	3,662 41	-151 05	-151 05	L
			Total for 7/13/2011		3,662 41	3,662 41	-151 05	-151 05	
931142103	WAL MART STORES INC								
Sold		07/13/11	120	6,482 52					
Acq		03/23/09	120	6,482 52	6,029 69	6 029 69	452 83	452 83	L
			Total for 7/13/2011		6,029 69	6,029 69	452 83	452 83	
931142103	WAL MART STORES INC								
Sold		07/13/11	315	17 016 60					
Acq		03/12/09	315	17,016 60	15,424 45	15,424 45	1,592 15	1,592 15	L
			Total for 7/13/2011		15,424 45	15,424 45	1,592 15	1,592 15	
94106L109	WASTE MGMT INC DEL COM								
Sold		07/13/11	75	2,740 83					
Acq		10/06/08	75	2,740 83	2,291 81	2,291 81	449 02	449 02	L
			Total for 7/13/2011		2,291 81	2,291 81	449 02	449 02	
94106L109	WASTE MGMT INC DEL COM								
Sold		07/13/11	445	16,262 26					
Acq		11/13/03	445	16 262 26	12 348 75	12,348 75	3,913 51	3 913 51	L
			Total for 7/13/2011		12,348 75	12,348 75	3,913 51	3,913 51	

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
94106L109	WASTE MGMT INC DEL COM								
Sold		07/13/11	100	3,654 44					
Acq		03/23/09	100	3,654 44	2,555 75	2,555 75	1,098 69	1,098 69	L
			Total for 7/13/2011		2,555 75	2,555 75	1,098 69	1,098 69	
94106L109	WASTE MGMT INC DEL COM								
Sold		07/13/11	190	6,943 43					
Acq		03/12/09	190	6,943 43	4,645 03	4,645 03	2,298 40	2,298 40	L
			Total for 7/13/2011		4,645 03	4,645 03	2,298 40	2,298 40	
988498101	YUM BRANDS INC								
Sold		03/23/11	50	2,548 70					
Acq		05/27/08	50	2,548 70	1,952 88	1,952 88	595 82	595 82	L
			Total for 3/23/2011		1,952 88	1,952 88	595 82	595 82	
988498101	YUM BRANDS INC								
Sold		03/23/11	45	2,293 83					
Acq		10/06/08	45	2,293 83	1,297 24	1,297 24	996 59	996 59	L
			Total for 3/23/2011		1,297 24	1,297 24	996 59	996 59	
988498101	YUM BRANDS INC								
Sold		03/23/11	65	3,313 31					
Acq		03/23/09	65	3,313 31	1,793 19	1,793 19	1,520 12	1,520 12	L
			Total for 3/23/2011		1,793 19	1,793 19	1,520 12	1,520 12	
988498101	YUM BRANDS INC								
Sold		03/23/11	15	764 61					
Acq		03/12/09	15	764 61	401 21	401 21	363 40	363 40	L
			Total for 3/23/2011		401 21	401 21	363 40	363 40	
988498101	YUM BRANDS INC								
Sold		03/23/11	25	1,274 35					
Acq		01/10/06	25	1,274 35	616 63	616 63	657 72	657 72	L
			Total for 3/23/2011		616 63	616 63	657 72	657 72	
988498101	YUM BRANDS INC								
Sold		07/13/11	325	18 155 02					
Acq		01/10/06	325	18,155 02	8,016 12	8,016 12	10,138 90	10,138 90	L
			Total for 7/13/2011		8,016 12	8,016 12	10,138 90	10,138 90	
G0692U109	AXIS CAPITAL HOLDINGS LTD SHS								
Sold		07/13/11	35	1,081 30					
Acq		03/23/09	35	1,081 30	827 66	827 66	253 64	253 64	L
			Total for 7/13/2011		827 66	827 66	253 64	253 64	

US Trust
Statement of Capital Gains and Losses From Sales
(Does not include capital gain distributions from mutual funds or CTF's - See Tax Transaction Detail)
AGENT SETH M MILLIKEN FDN INC
Trust Year 10/1/2010 - 9/30/2011

Account Id· 160026770663

Type	Description	Date	Shares	Price	Fed Cost	State Cost	Fed Gain	State Gain	(Type
G0692U109	AXIS CAPITAL HOLDINGS LTD SHS								
Sold		07/13/11	240	7,414 65					
Acq		03/12/09	240	7,414 65	4,919 40	4,919 40	2,495 25	2,495 25	L
			Total for 7/13/2011		4,919 40	4,919 40	2,495 25	2,495 25	
		Total for Account 160026770663			1,348,665 52	1,348,665 52	254,777 81	254,777 81	

Total Proceeds.		Fed	State
1,603,443 33	S/T Gain/Loss	0 00	0 00
	L/T Gain/Loss	254,777 81	254,777 81

Seth M. Milliken Foundation, Inc.
Form 990PF, Part VIII
List of Officers, Directors, and Trustees

Name & Address	Title	Average Hours/ Weeks	Compensation, Benefit Plans, & Expense Allowances
Gerrish H. Milliken PO Box 1926 Spartanburg, SC 29304	Trustee/VP	0	0
Nancy Milliken PO Box 1926 Spartanburg, SC 29304	Trustee	0	0
James F. Zahrn PO Box 1926 Spartanburg, SC 29304	Secretary/ Treasurer	0	0
Justine V.R. Russell PO Box 1926 Spartanburg, SC 29304	Trustee/VP	0	0
Betty Montgomery PO Box 1926 Spartanburg, SC 29304	Trustee	0	0
John B. White, Jr. PO Box 1926 Spartanburg, SC 29304	Trustee	0	0