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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning **OCT 1, 2010**, and ending **SEP 30, 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 THE HACKNEY FOUNDATION		A Employer identification number 63-1131504
Number and street (or P.O. box number if mail is not delivered to street address) ONE METROPLEX DRIVE	Room/suite 210	B Telephone number 205 870-5563
City or town, state, and ZIP code BIRMINGHAM, AL 35209		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 413,781.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <input type="checkbox"/>

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).)		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B interest on savings and temporary cash investments					
4 Dividends and interest from securities		5,481.	5,481.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		21,752.			
b Gross sales price for all assets on line 6a 152,746.					
7 Capital gain net income (from Part IV line 2)			21,752.		
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)		2,675.	2,675.		STATEMENT 2
11 Other income		29,908.	29,908.		
12 Total. Add lines 1 through 11		29,908.	29,908.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		168.	84.		84.
b Accounting fees STMT 4		4,550.	2,275.		2,275.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		65.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		9,955.	9,955.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		14,738.	12,314.		2,359.
25 Contributions, gifts, grants paid		74,650.			74,650.
26 Total expenses and disbursements. Add lines 24 and 25		89,388.	12,314.		77,009.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<59,480.>			
b Net investment income (if negative enter -0-)			17,594.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	8,292.	6,085.	6,085.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	180,873.	123,357.	159,297.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment, basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 2,920.				
Less: accumulated depreciation STMT 8 ▶ 2,920.				
15 Other assets (describe ▶ STATEMENT 9)	247,030.	247,273.	248,399.	
16 Total assets (to be completed by all filers)	436,195.	376,715.	413,781.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,139,582.	3,139,582.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	<2,703,387.>	<2,762,867.>		
30 Total net assets or fund balances	436,195.	376,715.		
31 Total liabilities and net assets/fund balances	436,195.	376,715.		

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	436,195.
2 Enter amount from Part I, line 27a	2	<59,480.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	376,715.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	376,715.

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 MERRILL LYNCH - SEE ATTACHMENT #2	P	VARIOUS	VARIOUS
b MERRILL LYNCH - SEE ATTACHMENT #2	P	VARIOUS	VARIOUS
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 35,512.		39,393.	<3,881.>
b 117,234.		91,601.	25,633.
c			
d			
e			

(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			<3,881.>
b			25,633.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="margin-left: 10px;"> 21,752. </div> </div>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	35,817.	491,164.	.072923
2008	90,082.	498,403.	.180741
2007	114,459.	1,088,140.	.105188
2006	120,108.	1,014,581.	.118382
2005	133,417.	1,008,268.	.132323

2 Total of line 1, column (d)	.609557
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	.121911
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	476,172.
5 Multiply line 4 by line 3	58,051.
6 Enter 1% of net investment income (1% of Part I, line 27b)	176.
7 Add lines 5 and 6	58,227.
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.	77,009.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	176.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	176.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	176.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	866.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6d		
b Exempt foreign organizations - tax withheld at source	7	866.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9		
7 Total credits and payments. Add lines 6a through 6d	10	690.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax			

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>AL</u>		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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 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? Website address ► N/A	13	X	
14	The books are in care of ► THE ORGANIZATION Located at ► THE ORGANIZATION'S ADDRESS, BIRMINGHAM, AL Telephone no. ► (205) 870-5563 ZIP+4 ► 35209			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? 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 ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes <input checked="" 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 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRENDA HACKNEY ONE METROPLEX DRIVE BIRMINGHAM, AL 35209	PRES/VP/TREASURER 5.00	0.	0.	0.
T. MORRIS HACKNEY ONE METROPLEX DRIVE BIRMINGHAM, AL 35209	CHAIRMAN/SEC 5.00	0.	0.	0.
JAMES R. HACKNEY ONE METROPLEX DRIVE BIRMINGHAM, AL 35209	DIRECTOR 5.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	224,215.
b	Average of monthly cash balances	1b	10,735.
c	Fair market value of all other assets	1c	248,473.
d	Total (add lines 1a, b, and c)	1d	483,423.
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	483,423.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,251.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	476,172.
6	Minimum investment return. Enter 5% of line 5	6	23,809.

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

1	Minimum investment return from Part X, line 6	1	23,809.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	176.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	176.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,633.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	23,633.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	23,633.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	77,009.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	77,009.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	176.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	76,833.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				23,633.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	85,175.			
b From 2006	71,240.			
c From 2007	60,927.			
d From 2008	65,162.			
e From 2009	11,398.			
f Total of lines 3a through e	293,902.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	77,009.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				23,633.
e Remaining amount distributed out of corpus	53,376.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	347,278.			
a Corpus Add lines 3f, 4c and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	85,175.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	262,103.			
10 Analysis of line 9:				
a Excess from 2006	71,240.			
b Excess from 2007	60,927.			
c Excess from 2008	65,162.			
d Excess from 2009	11,398.			
e Excess from 2010	53,376.			

Part XV	Supplementary Information (continued)
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3 Grants and Contributions Paid During the Year or Approved for Future Payment

Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year SEE ATTACHMENT #1 FOR DETAIL	NONE	PUBLIC CHARITY	UNRESTRICTED	74,650.
Total				74,650.
b Approved for future payment				
NONE				
Total				0.

The Hackney Foundation
ATTACHMENT #1
EIN: 63-1131504
Contributions Paid During the Year
September 30, 2011

Name	Relationship	Recipient Status	Purpose	Amount
St. Vincent's Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Alabama Children's Hospital Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	200.00
Robert E Reed Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
UAB Alys Stephens Center	NONE	PUBLIC CHARITY	UNRESTRICTED	500 00
UAB Comprehensive Cancer Research	NONE	PUBLIC CHARITY	UNRESTRICTED	200 00
Eyesight Foundation of Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	100 00
Rotary Club of Birmingham	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Alabama Wildlife Center	NONE	PUBLIC CHARITY	UNRESTRICTED	50.00
Alabama Symphony Association	NONE	PUBLIC CHARITY	UNRESTRICTED	500.00
Jefferson County Council on Aging	NONE	PUBLIC CHARITY	UNRESTRICTED	200 00
Linley Heflin Unit	NONE	PUBLIC CHARITY	UNRESTRICTED	50 00
Emmet O'Neal Library	NONE	PUBLIC CHARITY	UNRESTRICTED	100 00
United Way of Central Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.00
Salvation Army	NONE	PUBLIC CHARITY	UNRESTRICTED	100 00
Birmingham Museum of Arts	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Canterbury United Methodist Church	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.00
Girls Scouts of No. Central Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	1,500 00
Canterbury United Methodist Church	NONE	PUBLIC CHARITY	UNRESTRICTED	100 00
Birmingham Zoo	NONE	PUBLIC CHARITY	UNRESTRICTED	500 00
American Cancer Society	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Childcare Resources	NONE	PUBLIC CHARITY	UNRESTRICTED	500 00
UAB Comprehensive Cancer Research	NONE	PUBLIC CHARITY	UNRESTRICTED	500 00
United Way of Central Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	50 00
United Way of Central Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	25.00
St Andrew Methodist Church	NONE	PUBLIC CHARITY	UNRESTRICTED	25.00
American Heart Association	NONE	PUBLIC CHARITY	UNRESTRICTED	500 00
Impact Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	1,000.00
Alabama Children's Hospital Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.00
Impact Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	2,500.00
Alabama Giving	NONE	PUBLIC CHARITY	UNRESTRICTED	400.00
Rotary Club of Birmingham	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000 00
Lakeshore Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000 00
UAB School of Nursing	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Lakeshore Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	50.00
Salvation Army	NONE	PUBLIC CHARITY	UNRESTRICTED	100 00
American Red Cross	NONE	PUBLIC CHARITY	UNRESTRICTED	500 00
Hand-In-Paw, Inc.	NONE	PUBLIC CHARITY	UNRESTRICTED	200 00
Canterbury United Methodist Budget	NONE	PUBLIC CHARITY	UNRESTRICTED	10,000 00
Sloss Furnace Historical Landmark	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000 00
United Way of Central Alabama	NONE	PUBLIC CHARITY	UNRESTRICTED	16,000 00
YWCA	NONE	PUBLIC CHARITY	UNRESTRICTED	5,000.00
Birmingham Zoo	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Greater Birmingham Foundation-Women's Fund	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
Huntsville Public Library	NONE	PUBLIC CHARITY	UNRESTRICTED	50.00
Alabama Children's Hospital Foundation	NONE	PUBLIC CHARITY	UNRESTRICTED	100.00
UAB - Ophthalmology Department	NONE	PUBLIC CHARITY	UNRESTRICTED	250 00

74,650 00

The Hackney Foundation
ATTACHMENT #2
EIN: 63-1131504
Gain/Loss Detail
September 30, 2011

Description	Acq Date	Sale Date	Sale Amount	Cost Basis	Gain/(Loss)	ST/LT
16 shares of KIMBERLY CLARK	6/1/2010	12/3/2010	992.39	982.37	10.02	ST
6 shares of ROGERS COMMUNICATIONS B	2/1/2010	12/6/2010	209.81	189.76	20.05	ST
9 shares of BOEING COMPANY	1/22/2010	12/6/2010	601.15	531.24	69.91	ST
13 shares of CONOCOPHILLIPS	4/21/2010	12/6/2010	836.48	739.63	96.85	ST
8 shares of PEABODY ENERGY CORP COM	1/6/2010	12/6/2010	505.75	404.88	100.87	ST
6 shares of JOHNSON AND JOHNSON COM	4/13/2010	12/6/2010	373.76	393.67	(19.91)	ST
16 shares of ROGERS COMMUNICATIONS B	2/1/2010	12/17/2010	544.81	506.01	38.80	ST
14 shares of ROGERS COMMUNICATIONS B	2/1/2010	12/20/2010	477.21	442.76	34.45	ST
3 shares of ROGERS COMMUNICATIONS B	2/26/2010	12/21/2010	101.39	98.93	2.46	ST
11 shares of ROGERS COMMUNICATIONS B	2/2/2010	12/21/2010	371.72	339.67	32.05	ST
2 shares of PARKER HANNIFIN CORP	8/13/2010	1/20/2011	170.81	127.23	43.58	ST
3 shares of CONOCOPHILLIPS	4/21/2010	1/20/2011	201.19	170.69	30.50	ST
4 shares of ACCENTURE PLC SHS	4/21/2010	1/20/2011	204.15	175.63	28.52	ST
4 shares of KIMBERLY CLARK	6/1/2010	1/20/2011	258.19	245.59	12.60	ST
3 shares of ROGERS COMMUNICATIONS B	2/26/2010	1/20/2011	107.21	98.93	8.28	ST
3 shares of CVS CAREMARK CORP	6/11/2010	1/20/2011	106.06	95.93	10.13	ST
5 shares of NATIONAL GRID PLC SP ADR	9/13/2010	1/20/2011	217.79	218.54	(0.75)	ST
1 share of BOEING COMPANY	1/22/2010	1/20/2011	71.14	59.03	12.11	ST
5 shares of VODAFONE GROU PLC SP ADR	11/1/2010	1/20/2011	140.01	137.55	2.46	ST
6 shares of REYNOLDS AMERICAN INC	12/3/2010	1/20/2011	192.50	193.56	(1.06)	ST
1 share of SEMPRA ENERGY	5/3/2010	1/20/2011	52.28	50.40	1.88	ST
6 shares of JOHNSON AND JOHNSON COM	4/13/2010	1/20/2011	376.85	393.66	(16.81)	ST
1 share of RESEARCH IN MOTION LTD	1/3/2011	1/20/2011	62.37	58.89	3.48	ST
10 shares of PACCAR INC	5/21/2010	1/25/2011	558.45	398.25	160.20	ST
21 shares of PARKER HANNIFIN CORP	8/13/2010	1/26/2011	1,839.77	1,335.90	503.87	ST
6 shares of KELLOGG CO	8/13/2010	2/4/2011	320.94	305.32	15.62	ST
13 shares of KELLOGG CO	3/5/2010	2/4/2011	695.37	687.31	8.06	ST
15 shares of ROGERS COMMUNICATIONS B	2/26/2010	2/15/2011	527.46	494.66	32.80	ST
10 shares of ROGERS COMMUNICATIONS B	8/13/2010	2/16/2011	348.03	352.60	(4.57)	ST
10 shares of ROGERS COMMUNICATIONS B	2/26/2010	2/16/2011	348.02	329.78	18.24	ST
37 shares of PUB SVC ENTERPRISE GRP	7/28/2010	2/16/2011	1,191.40	1,272.58	(81.18)	ST
7 shares of KIMBERLY CLARK	8/24/2010	2/25/2011	454.48	454.31	0.17	ST
10 shares of KIMBERLY CLARK	6/21/2010	2/25/2011	649.24	631.15	18.09	ST
10 shares of KIMBERLY CLARK	6/1/2010	2/25/2011	649.24	613.98	35.26	ST
5 shares of CONOCOPHILLIPS	4/21/2010	3/29/2011	393.89	284.47	109.42	ST
1 share of ACCENTURE PLC SHS	4/21/2010	3/29/2011	54.23	43.91	10.32	ST
1 share of HUMANA INC	3/15/2011	3/29/2011	66.69	64.06	2.63	ST
3 shares of CVS CAREMARK CORP	6/11/2010	3/29/2011	101.33	95.93	5.40	ST
1 share of NATIONAL GRID PLC SP ADR	9/13/2010	3/29/2011	47.81	43.71	4.10	ST
1 share of SIMON PROPERTY GROUP DEL	2/15/2011	3/29/2011	105.71	106.89	(1.18)	ST
2 shares of HALLIBURTON COMPANY	1/26/2011	3/29/2011	97.77	82.36	15.41	ST
5 shares of VODAFONE GROU PLC SP ADR	11/1/2010	3/29/2011	145.94	137.55	8.39	ST
3 shares of SEMPRA ENERGY	5/3/2010	3/29/2011	158.24	151.21	7.03	ST
4 shares of JOHNSON AND JOHNSON COM	4/13/2010	3/29/2011	236.71	262.45	(25.74)	ST
2 shares of RESEARCH IN MOTION LTD	1/3/2011	3/29/2011	113.99	117.78	(3.79)	ST
3 shares of HUNTINGTON INGALLS INDS	1/26/2011	4/6/2011	119.92	120.18	(0.26)	ST
1 share of RESEARCH IN MOTION LTD	1/4/2011	4/6/2011	55.67	59.39	(3.72)	ST
25 shares of RESEARCH IN MOTION LTD	1/3/2011	4/6/2011	1,391.60	1,472.28	(80.68)	ST
21 shares of ABBOTT LABS	6/21/2010	6/20/2011	1,090.24	1,027.06	63.18	ST
17 shares of ALPHA NATURAL RESOURCES	4/29/2011	8/9/2011	484.62	967.56	(482.94)	ST
17 shares of ALPHA NATURAL RESOURCES	4/28/2011	8/9/2011	484.61	958.06	(473.45)	ST
48 shares of CITIGROUP INC COM NEW	5/10/2011	8/9/2011	1,448.51	2,124.72	(676.21)	ST
36 shares of CITIGROUP INC COM NEW	2/22/2011	8/9/2011	1,086.37	1,705.93	(619.56)	ST
37 shares of CITIGROUP INC COM NEW	12/17/2010	8/9/2011	1,116.54	1,724.27	(607.73)	ST

2 shares of APPLE INC	2/4/2011	8/15/2011	766.49	690.72	75.77	ST
11 shares of KRAFT FOODS INC VA CL A	8/24/2010	8/15/2011	381.20	323.86	57.34	ST
4 shares of HUMANA INC	3/15/2011	8/15/2011	295.59	256.23	39.36	ST
6 shares of NATIONAL GRID PLC SP ADR	9/13/2010	8/15/2011	297.77	262.24	35.53	ST
3 shares of SIMON PROPERTY GROUP DEL	2/16/2011	8/15/2011	346.31	322.97	23.34	ST
7 shares of PPL CORPORATION	8/9/2011	8/15/2011	186.61	179.04	7.57	ST
3 shares of PPG INDUSTRIES INC SHS	8/9/2011	8/15/2011	229.25	224.22	5.03	ST
22 shares of VODAFONE GROU PLC SP ADR	11/2/2010	8/15/2011	608.65	614.64	(5.99)	ST
11 shares of UNILEVER NV NY REG SHS	5/10/2011	8/15/2011	364.64	364.45	0.19	ST
11 shares of SUNTRUST BKS INC COM	4/28/2011	8/15/2011	212.35	308.32	(95.97)	ST
4 shares of BASF SE SPONSORED ADR	3/25/2011	8/15/2011	316.87	333.66	(16.79)	ST
10 shares of ILLINOIS TOOL WORKS INC	1/26/2011	8/15/2011	449.99	554.30	(104.31)	ST
10 shares of NORTHROP GRUMMAN CORP	1/26/2011	8/24/2011	527.14	625.14	(98.00)	ST
4 shares of AMERIPRISE FINL INC	2/4/2011	8/24/2011	172.65	232.46	(59.81)	ST
4 shares of AMERIPRISE FINL INC	2/4/2011	8/24/2011	172.65	222.24	(49.59)	ST
13 shares of SUNTRUST BKS INC COM	4/29/2011	8/24/2011	241.93	366.21	(124.28)	ST
14 shares of SUNTRUST BKS INC COM	4/28/2011	8/24/2011	260.54	392.41	(131.87)	ST
10 shares of ILLINOIS TOOL WORKS INC	3/16/2011	8/24/2011	447.27	535.97	(88.70)	ST
11 shares of ILLINOIS TOOL WORKS INC	1/26/2011	8/24/2011	491.98	609.74	(117.76)	ST
2 shares of ILLINOIS TOOL WORKS INC	1/26/2011	8/24/2011	89.45	109.34	(19.89)	ST
8 shares of NORTHROP GRUMMAN CORP	1/26/2011	8/25/2011	416.47	500.12	(83.65)	ST
3 shares of AMERIPRISE FINL INC	2/4/2011	8/25/2011	129.66	166.69	(37.03)	ST
13 shares of AMERIPRISE FINL INC	2/4/2011	8/25/2011	561.90	749.94	(188.04)	ST
23 shares of SUNTRUST BKS INC COM	4/29/2011	8/25/2011	448.04	647.90	(199.86)	ST
26 shares of ILLINOIS TOOL WORKS INC	3/16/2011	8/25/2011	1,154.71	1,393.53	(238.82)	ST
15 shares of HSBC HLDG PLC SP ADR	3/16/2011	9/12/2011	582.04	757.26	(175.22)	ST
1 share of HSBC HLDG PLC SP ADR	3/15/2011	9/12/2011	38.80	50.74	(11.94)	ST
15 shares of HSBC HLDG PLC SP ADR	3/15/2011	9/12/2011	582.02	787.09	(205.07)	ST
9 shares of BASF SE SPONSORED ADR	4/7/2011	9/12/2011	531.63	814.31	(282.68)	ST
11 shares of BASF SE SPONSORED ADR	3/25/2011	9/12/2011	649.76	917.56	(267.80)	ST

Short-Term Totals

35,512.17 39,393.46 (3,881.29)

7 shares of MCDONALDS CORP COM	5/15/2009	10/14/2010	537.17	375.18	161.99	LT
11 shares of MCDONALDS CORP COM	4/23/2009	10/14/2010	844.12	601.54	242.58	LT
14 shares of HEWLETT PACKARD CO DEL	12/15/2008	11/23/2010	609.47	494.89	114.58	LT
13 shares of HEWLETT PACKARD CO DEL	10/31/2008	11/23/2010	565.93	489.59	76.34	LT
5 shares of HEWLETT PACKARD CO DEL	9/7/2006	11/23/2010	217.66	178.20	39.46	LT
12 shares of UNITED TECHS CORP COM	12/15/2008	12/6/2010	942.16	589.56	352.60	LT
8 shares of MCDONALDS CORP COM	5/15/2009	12/6/2010	638.03	428.77	209.26	LT
9 shares of BEST BUY CO INC	12/15/2008	12/6/2010	382.40	211.32	171.08	LT
8 shares of FREEPRT-MCMRAN CPR & GLD	5/15/2009	12/6/2010	883.27	358.84	524.43	LT
11 shares of STAPLES INC	12/15/2008	12/6/2010	247.09	186.12	60.97	LT
4 shares of INTL BUSINESS MACHINES	10/31/2008	12/6/2010	581.37	364.55	216.82	LT
3 shares of MASTERCARD INC	7/9/2009	12/6/2010	758.93	486.65	272.28	LT
4 shares of GENL DYNAMICS CORP COM	12/15/2008	12/6/2010	270.53	210.77	59.76	LT
7 shares of BHP BILLITON LTD ADR	12/17/2008	12/6/2010	622.43	312.13	310.30	LT
3 shares of AVALONBAY CMMUN INC	1/14/2009	12/6/2010	344.21	157.32	186.89	LT
4 shares of AMER EXPRESS COMPANY	10/19/2009	12/6/2010	180.00	142.96	37.04	LT
3 shares of AMER EXPRESS COMPANY	9/9/2009	12/6/2010	134.99	101.18	33.81	LT
6 shares of OCCIDENTAL PETE CORP CAL	12/15/2008	12/6/2010	559.16	334.26	224.90	LT
7 shares of CATERPILLAR INC DEL	11/10/2009	12/6/2010	625.76	419.50	206.26	LT
4 shares of AIR PRODUCTS&CHEM	12/15/2008	12/6/2010	351.23	194.92	156.31	LT
23 shares of WASTE MANAGEMENT INC NEW	12/15/2008	12/6/2010	798.55	695.72	102.83	LT
15 shares of PRUDENTIAL FINANCIAL INC	5/15/2009	12/6/2010	805.65	570.45	235.20	LT
9 shares of JPMORGAN CHASE & CO	12/15/2008	12/6/2010	359.31	261.72	97.59	LT
4 shares of APACHE CORP	12/15/2008	12/6/2010	464.53	291.00	173.53	LT
11 shares of US BANCORP (NEW)	5/15/2009	12/6/2010	272.06	194.29	77.77	LT
4 shares of PEPSICO INC	3/10/2009	12/6/2010	259.17	185.96	73.21	LT
4 shares of UNION PACIFIC CORP	11/10/2009	12/6/2010	377.25	248.20	129.05	LT
8 shares of WELLS FARGO & CO NEW DEL	12/15/2008	12/6/2010	231.03	206.85	24.18	LT
12 shares of CISCO SYSTEMS INC COM	12/15/2008	12/6/2010	234.11	198.84	35.27	LT

7 shares of PACCAR INC	10/26/2009	12/6/2010	389.96	278.78	111.18	LT
6 shares of AMN ELEC POWER CO	4/16/2009	12/6/2010	214.73	162.44	52.29	LT
8 shares of LINCOLN NTL CORP IND NPV	8/10/2009	12/6/2010	201.11	186.19	14.92	LT
5 shares of PG&E CORP	10/19/2009	12/6/2010	238.07	214.81	23.26	LT
11 shares of INTEL CORP	9/9/2009	12/6/2010	238.94	217.37	21.57	LT
10 shares of KELLOGG CO	11/30/2009	12/6/2010	493.99	524.86	(30.87)	LT
14 shares of VERIZON COMMUNICATNS COM	12/15/2008	12/6/2010	462.49	420.35	42.14	LT
6 shares of MERCK AND CO INC SHS	12/29/2006	12/6/2010	211.04	260.88	(49.84)	LT
11 shares of HESS CORP	3/24/2009	12/6/2010	816.47	718.76	97.71	LT
19 shares of AT& T INC	12/15/2008	12/6/2010	539.10	513.76	25.34	LT
8 shares of EXXON MOBIL CORP COM	12/15/2008	12/6/2010	572.36	646.16	(73.80)	LT
4 shares of MASTERCARD INC	9/9/2009	1/3/2011	881.39	834.58	46.81	LT
6 shares of MASTERCARD INC	7/9/2009	1/3/2011	1,322.08	973.31	348.77	LT
1 share of AVALONBAY COMM INC	1/14/2009	1/20/2011	112.26	52.44	59.82	LT
1 share of INTL BUSINESS MACHINES	10/31/2008	1/20/2011	155.64	91.14	64.50	LT
5 shares of PRUDENTIAL FINANCIAL INC	5/15/2009	1/20/2011	303.54	190.15	113.39	LT
1 share of OCCIDENTAL PETE CORP CAL	12/15/2008	1/20/2011	96.14	55.71	40.43	LT
2 shares of MCDONALDS CORP COM	5/15/2009	1/20/2011	150.18	107.19	42.99	LT
1 share of AIR PRODUCTS&CHEM	12/15/2008	1/20/2011	87.36	48.73	38.63	LT
3 shares of APACHE CORP	12/15/2008	1/20/2011	371.51	218.25	153.26	LT
3 shares of VORNADO REALTY TRUST COM	10/19/2009	1/20/2011	259.28	188.52	70.76	LT
2 shares of GOLDMAN SACHS GROUP INC	12/12/2008	1/20/2011	330.75	139.56	191.19	LT
11 shares of ERICSSON LM TEL CL B ADR	6/23/2009	1/20/2011	125.94	103.67	22.27	LT
3 shares of PEABODY ENERGY CORP COM	1/6/2010	1/20/2011	177.53	151.83	25.70	LT
4 shares of WASTE MANAGEMENT INC NEW	12/15/2008	1/20/2011	148.71	121.00	27.71	LT
7 shares of AMN ELEC POWER CO	4/16/2009	1/20/2011	254.72	189.52	65.20	LT
2 shares of PACCAR INC	10/26/2009	1/20/2011	110.43	79.65	30.78	LT
1 share of BHP BILLITON LTD ADR	12/17/2008	1/20/2011	88.08	44.59	43.49	LT
7 shares of HEWLETT PACKARD CO DEL	12/15/2008	1/20/2011	326.40	247.44	78.96	LT
7 shares of TARGET CORP COM	7/21/2009	1/20/2011	388.49	280.39	108.10	LT
2 shares of HESS CORP	3/24/2009	1/20/2011	158.43	130.68	27.75	LT
6 shares of PNC FINCL SERVICES GROUP	4/23/2009	1/20/2011	365.03	237.97	127.06	LT
6 shares of TYCO INTL LTD NAMEN-AKT	10/26/2009	1/20/2011	263.99	207.46	56.53	LT
1 share of UNION PACIFIC CORP	11/10/2009	1/20/2011	94.83	62.05	32.78	LT
5 shares of UNITEDHEALTH GROUP INC	5/15/2009	1/20/2011	201.12	138.20	62.92	LT
4 shares of UNITED STS STL CORP NEW	11/10/2009	1/20/2011	216.03	152.29	63.74	LT
9 shares of JPMORGAN CHASE & CO	12/15/2008	1/20/2011	402.06	261.72	140.34	LT
8 shares of ORACLE CORP \$0.01 DEL	3/31/2009	1/20/2011	258.66	145.08	113.58	LT
11 shares of MICROSOFT CORP	1/28/2009	1/20/2011	311.90	196.78	115.12	LT
4 shares of THERMO FISHER SCIENTIFIC	12/15/2008	1/20/2011	221.15	119.68	101.47	LT
3 shares of GENL DYNAMICS CORP COM	7/9/2009	1/20/2011	220.07	154.56	65.51	LT
6 shares of CARNIVAL CORP PAIRED SHS	7/9/2009	1/20/2011	275.81	151.74	124.07	LT
4 shares of NORTHN TRUST CORP	1/14/2009	1/20/2011	211.19	187.98	23.21	LT
3 shares of INTEL CORP	9/9/2009	1/20/2011	62.71	59.28	3.43	LT
3 shares of VERIZON COMMUNICATNS COM	12/15/2008	1/20/2011	103.72	90.08	13.64	LT
13 shares of WELLS FARGO & CO NEW DEL	12/15/2008	1/20/2011	413.85	336.13	77.72	LT
2 shares of UNITED TECHS CORP COM	12/15/2008	1/20/2011	159.01	98.26	60.75	LT
3 shares of PEPSICO INC	3/10/2009	1/20/2011	197.54	139.47	58.07	LT
3 shares of AMER EXPRESS COMPANY	10/19/2009	1/20/2011	135.65	107.22	28.43	LT
2 shares of BOSTON PPTYS INC	12/15/2008	1/20/2011	180.05	107.60	72.45	LT
4 shares of STAPLES INC	12/15/2008	1/20/2011	92.95	67.68	25.27	LT
2 shares of KELLOGG CO	11/30/2009	1/20/2011	103.15	104.97	(1.82)	LT
3 shares of COVIDIEN PLC SHS	1/14/2009	1/20/2011	143.21	107.26	35.95	LT
3 shares of BEST BUY CO INC	12/15/2008	1/20/2011	106.13	70.44	35.69	LT
4 shares of AT& T INC	12/15/2008	1/20/2011	112.81	108.16	4.65	LT
4 shares of PG&E CORP	10/19/2009	1/20/2011	187.71	171.85	15.86	LT
3 shares of EXXON MOBIL CORP COM	12/15/2008	1/20/2011	232.97	242.31	(9.34)	LT
4 shares of AMGEN INC COM PV \$0.0001	12/15/2008	1/20/2011	229.27	230.58	(1.31)	LT
3 shares of WAL-MART STORES INC	8/29/2008	1/20/2011	168.23	178.78	(10.55)	LT
4 shares of LINCOLN NTL CORP IND NPV	8/10/2009	1/20/2011	115.15	93.10	22.05	LT
8 shares of MERCK AND CO INC SHS	12/29/2006	1/20/2011	272.39	347.84	(75.45)	LT
18 shares of PACCAR INC	10/26/2009	1/25/2011	1,005.20	716.86	288.34	LT

26 shares of ABBOTT LABS	12/15/2008	2/4/2011	1,196.36	1,318.99	(122.63)	LT
19 shares of NORTHN TRUST CORP	1/14/2009	2/4/2011	986.57	892.90	93.67	LT
15 shares of KELLOGG CO	11/30/2009	2/4/2011	802.34	787.28	15.06	LT
10 shares of NORTHN TRUST CORP	1/14/2009	2/7/2011	521.52	469.95	51.57	LT
7 shares of AVALONBAY CMMUN INC	1/14/2009	2/10/2011	803.23	367.09	436.14	LT
4 shares of INTL BUSINESS MACHINES	10/31/2008	2/10/2011	657.35	364.55	292.80	LT
5 shares of OCCIDENTAL PETE CORP CAL	12/15/2008	2/10/2011	489.19	278.55	210.64	LT
5 shares of APACHE CORP	12/15/2008	2/10/2011	589.20	363.75	225.45	LT
3 shares of CATERPILLAR INC DEL	11/10/2009	2/10/2011	301.47	179.79	121.68	LT
8 shares of WASTE MANAGEMENT INC NEW	4/23/2009	2/10/2011	305.47	211.81	93.66	LT
10 shares of HESS CORP	3/24/2009	2/10/2011	808.94	653.42	155.52	LT
3 shares of TRAVELERS COS INC	12/15/2008	2/15/2011	177.86	119.67	58.19	LT
29 shares of INTEL CORP	10/1/2009	2/15/2011	621.32	551.83	69.49	LT
34 shares of INTEL CORP	9/9/2009	2/15/2011	728.43	671.86	56.57	LT
23 shares of VORNADO REALTY TRUST COM	10/19/2009	2/16/2011	2,039.50	1,445.31	594.19	LT
21 shares of TRAVELERS COS INC	12/15/2008	2/16/2011	1,250.10	837.68	412.42	LT
3 shares of VORNADO REALTY TRUST COM	10/19/2009	2/17/2011	264.96	188.52	76.44	LT
34 shares of TYCO INTL LTD NAMEN-AKT	10/26/2009	2/25/2011	1,522.70	1,167.62	355.08	LT
14 shares of CATERPILLAR INC DEL	11/10/2009	3/15/2011	1,414.77	839.01	575.76	LT
18 shares of AMN ELEC POWER CO	4/16/2009	3/15/2011	629.73	487.32	142.41	LT
31 shares of STAPLES INC	8/25/2009	3/15/2011	616.78	680.82	(64.04)	LT
27 shares of STAPLES INC	12/15/2008	3/15/2011	537.19	456.84	80.35	LT
25 shares of PG&E CORP	10/19/2009	3/15/2011	1,077.74	1,074.07	3.67	LT
17 shares of AMN ELEC POWER CO	4/16/2009	3/16/2011	586.34	460.25	126.09	LT
53 shares of CISCO SYSTEMS INC COM	12/15/2008	3/25/2011	912.76	878.21	34.55	LT
22 shares of BEST BUY CO INC	5/15/2009	3/25/2011	633.42	782.42	(149.00)	LT
27 shares of BEST BUY CO INC	12/15/2008	3/25/2011	777.37	633.97	143.40	LT
5 shares of NESTLE S A REP RG SH ADR	12/15/2008	3/29/2011	285.64	176.25	109.39	LT
1 share of AVALONBAY CMMUN INC	1/14/2009	3/29/2011	117.95	52.44	65.51	LT
2 shares of INTL BUSINESS MACHINES	10/31/2008	3/29/2011	325.57	182.28	143.29	LT
3 shares of PRUDENTIAL FINANCIAL INC	5/15/2009	3/29/2011	181.73	114.09	67.64	LT
5 shares of OCCIDENTAL PETE CORP CAL	12/15/2008	3/29/2011	518.64	278.55	240.09	LT
4 shares of MCDONALDS CORP COM	5/15/2009	3/29/2011	301.31	214.39	86.92	LT
1 share of AIR PRODUCTS&CHEM	12/15/2008	3/29/2011	90.17	48.73	41.44	LT
2 shares of APACHE CORP	12/15/2008	3/29/2011	255.49	145.50	109.99	LT
9 shares of ERICSSON LM TEL CL B ADR	6/23/2009	3/29/2011	115.64	84.82	30.82	LT
7 shares of PEABODY ENERGY CORP COM	1/6/2010	3/29/2011	502.45	354.27	148.18	LT
3 shares of WASTE MANAGEMENT INC NEW	4/23/2009	3/29/2011	111.46	79.43	32.03	LT
5 shares of METLIFE INC COM	4/23/2009	3/29/2011	221.74	131.28	90.46	LT
4 shares of AMN ELEC POWER CO	4/16/2009	3/29/2011	140.31	108.29	32.02	LT
6 shares of FREEPORT-MCMURAN CPR & GLD	5/15/2009	3/29/2011	325.47	134.56	190.91	LT
4 shares of BHP BILLITON LTD ADR	12/17/2008	3/29/2011	371.11	178.36	192.75	LT
10 shares of HEWLETT PACKARD CO DEL	12/15/2008	3/29/2011	410.89	353.49	57.40	LT
3 shares of TARGET CORP COM	7/21/2009	3/29/2011	147.26	120.17	27.09	LT
3 shares of HESS CORP	7/9/2009	3/29/2011	250.08	145.69	104.39	LT
1 share of HESS CORP	3/24/2009	3/29/2011	83.35	65.34	18.01	LT
7 shares of PNC FINCL SERVICES GROUP	4/23/2009	3/29/2011	433.64	277.64	156.00	LT
4 shares of UNION PACIFIC CORP	11/10/2009	3/29/2011	394.79	248.20	146.59	LT
2 shares of UNITED STS STL CORP NEW	11/10/2009	3/29/2011	113.39	76.14	37.25	LT
4 shares of ORACLE CORP \$0.01 DEL	3/31/2009	3/29/2011	132.59	72.54	60.05	LT
13 shares of COVIDIEN PLC SHS NEW	1/14/2009	3/29/2011	677.29	464.81	212.48	LT
2 shares of THERMO FISHER SCIENTIFIC	12/15/2008	3/29/2011	109.27	59.84	49.43	LT
6 shares of ABBOTT LABS	4/23/2009	3/29/2011	290.04	256.69	33.35	LT
6 shares of ABBOTT LABS	12/15/2008	3/29/2011	290.03	304.38	(14.35)	LT
2 shares of GENL DYNAMICS CORP COM	7/9/2009	3/29/2011	152.35	103.04	49.31	LT
3 shares of CARNIVAL CORP PAIRED SHS	7/9/2009	3/29/2011	114.02	75.87	38.15	LT
12 shares of GENERAL ELECTRIC	8/10/2009	3/29/2011	237.96	176.97	60.99	LT
5 shares of VERIZON COMMUNICATNS COM	12/15/2008	3/29/2011	191.23	150.12	41.11	LT
11 shares of WELLS FARGO & CO NEW DEL	12/15/2008	3/29/2011	347.26	284.42	62.84	LT
2 shares of PEPSICO INC	3/10/2009	3/29/2011	128.31	92.98	35.33	LT
3 shares of AMER EXPRESS COMPANY	10/19/2009	3/29/2011	136.85	107.22	29.63	LT
6 shares of AT&T INC	12/15/2008	3/29/2011	180.08	162.24	17.84	LT

2 shares of PG&E CORP	10/19/2009	3/29/2011	87.13	85.93	1.20	LT
4 shares of EXXON MOBIL CORP COM	12/15/2008	3/29/2011	334.19	323.08	11.11	LT
11 shares of AMGEN INC COM PV \$0.0001	12/15/2008	3/29/2011	587.17	634.10	(46.93)	LT
16 shares of WAL-MART STORES INC	8/29/2008	3/29/2011	835.34	953.49	(118.15)	LT
23 shares of MERCK AND CO INC SHS	12/29/2006	3/29/2011	753.47	1,000.04	(246.57)	LT
54 shares of HEWLETT PACKARD CO DEL	12/15/2008	4/6/2011	2,222.47	1,908.85	313.62	LT
22 shares of TARGET CORP COM	7/21/2009	4/6/2011	1,121.03	881.23	239.80	LT
18 shares of PRUDENTIAL FINANCIAL INC	5/15/2009	4/28/2011	1,142.98	684.54	458.44	LT
8 shares of MCDONALDS CORP COM	5/15/2009	4/28/2011	624.26	428.77	195.49	LT
79 shares of ERICSSON LM TEL CL B ADR	6/23/2009	4/28/2011	1,208.34	744.53	463.81	LT
14 shares of PEABODY ENERGY CORP COM	1/6/2010	4/28/2011	903.99	708.55	195.44	LT
18 shares of METLIFE INC COM	4/23/2009	4/28/2011	836.81	472.60	364.21	LT
53 shares of US BANCORP (NEW)	5/15/2009	4/28/2011	1,351.75	936.11	415.64	LT
2 shares of PRUDENTIAL FINANCIAL INC	5/15/2009	4/29/2011	126.10	76.06	50.04	LT
17 shares of ERICSSON LM TEL CL B ADR	6/23/2009	4/29/2011	259.54	160.22	99.32	LT
9 shares of PEABODY ENERGY CORP COM	2/26/2010	4/29/2011	585.32	407.41	177.91	LT
31 shares of NESTLE S A REP RG SH ADR	12/15/2008	5/10/2011	1,900.21	1,092.75	807.46	LT
33 shares of UNITED STS STL CORP NEW	11/10/2009	5/10/2011	1,532.51	1,256.39	276.12	LT
CITIGROUP INC CASH IN LIEU	99/99/99	5/16/2011	20.99	-	20.99	LT
1 share of AIR PRODUCTS&CHEM	1/6/2009	6/20/2011	91.08	59.28	31.80	LT
13 shares of AIR PRODUCTS&CHEM	12/15/2008	6/20/2011	1,184.00	633.50	550.50	LT
38 shares of WASTE MANAGEMENT INC NEW	4/23/2009	6/20/2011	1,421.26	1,006.11	415.15	LT
31 shares of ABBOTT LABS	4/23/2009	6/20/2011	1,609.39	1,326.23	283.16	LT
3 shares of AIR PRODUCTS&CHEM	1/6/2009	6/21/2011	276.14	177.82	98.32	LT
1 share of INTL BUSINESS MACHINES	12/15/2008	8/9/2011	167.59	81.40	86.19	LT
4 shares of INTL BUSINESS MACHINES	10/31/2008	8/9/2011	670.35	364.55	305.80	LT
8 shares of MCDONALDS CORP COM	5/15/2009	8/9/2011	676.82	428.78	248.04	LT
16 shares of ACCENTURE PLC SHS	4/21/2010	8/9/2011	864.85	702.53	162.32	LT
14 shares of WAL-MART STORES INC	6/21/2010	8/9/2011	695.40	720.95	(25.55)	LT
22 shares of WAL-MART STORES INC	8/29/2008	8/9/2011	1,092.75	1,311.04	(218.29)	LT
17 shares of NESTLE S A REP RG SH ADR	12/15/2008	8/15/2011	1,067.24	599.25	467.99	LT
3 shares of AVALONBAY CMMUN INC	3/24/2009	8/15/2011	397.92	152.04	245.88	LT
7 shares of AVALONBAY CMMUN INC	1/14/2009	8/15/2011	928.45	367.10	561.35	LT
3 shares of INTL BUSINESS MACHINES	12/15/2008	8/15/2011	517.21	244.20	273.01	LT
10 shares of PRUDENTIAL FINANCIAL INC	5/15/2009	8/15/2011	523.10	380.30	142.80	LT
10 shares of OCCIDENTAL PETE CORP CAL	12/15/2008	8/15/2011	890.65	557.10	333.55	LT
6 shares of MCDONALDS CORP COM	5/15/2009	8/15/2011	519.26	321.58	197.68	LT
8 shares of APACHE CORP	12/15/2008	8/15/2011	840.94	582.01	258.93	LT
6 shares of GOLDMAN SACHS GROUP INC	12/12/2008	8/15/2011	715.97	418.70	297.27	LT
2 shares of PEABODY ENERGY CORP COM	3/12/2010	8/15/2011	99.52	96.77	2.75	LT
11 shares of PEABODY ENERGY CORP COM	2/26/2010	8/15/2011	547.35	497.94	49.41	LT
14 shares of METLIFE INC COM	4/23/2009	8/15/2011	480.56	367.57	112.99	LT
12 shares of AMN ELEC POWER CO	4/16/2009	8/15/2011	446.03	324.89	121.14	LT
12 shares of FREEPORT-MCMURAN COPR & GLD	5/15/2009	8/15/2011	556.87	269.13	287.74	LT
12 shares of US BANCORP (NEW)	5/15/2009	8/15/2011	272.51	211.95	60.56	LT
6 shares of BHP BILLITON LTD ADR	12/17/2008	8/15/2011	500.45	267.54	232.91	LT
6 shares of TARGET CORP COM	8/3/2009	8/15/2011	290.01	257.49	32.52	LT
2 shares of TARGET CORP COM	7/21/2009	8/15/2011	96.66	80.11	16.55	LT
10 shares of HESS CORP	7/9/2009	8/15/2011	599.39	485.64	113.75	LT
16 shares of PNC FINCL SERVICES GROUP	4/23/2009	8/15/2011	763.44	634.60	128.84	LT
7 shares of UNION PACIFIC CORP	11/10/2009	8/15/2011	654.63	434.35	220.28	LT
18 shares of UNITEDHEALTH GROUP INC	5/15/2009	8/15/2011	822.66	497.52	325.14	LT
29 shares of JPMORGAN CHASE & CO	12/15/2008	8/15/2011	1,073.69	843.31	230.38	LT
22 shares of CONOCOPHILLIPS	4/21/2010	8/15/2011	1,482.46	1,251.69	230.77	LT
21 shares of ORACLE CORP \$0.01 DEL	3/31/2009	8/15/2011	573.19	380.83	192.36	LT
29 shares of MICROSOFT CORP	1/28/2009	8/15/2011	737.83	518.80	219.03	LT
7 shares of COVIDIEN PLC SHS NEW	1/14/2009	8/15/2011	345.98	250.28	95.70	LT
9 shares of ACCENTURE PLC SHS	4/21/2010	8/15/2011	496.24	395.18	101.06	LT
5 shares of THERMO FISHER SCIENTIFIC	12/15/2008	8/15/2011	273.09	149.60	123.49	LT
3 shares of GENL DYNAMICS CORP COM	10/19/2009	8/15/2011	187.86	206.14	(18.28)	LT
13 shares of GENL DYNAMICS CORP COM	7/9/2009	8/15/2011	814.04	669.78	144.26	LT
7 shares of TJX COS INC NEW	12/15/2008	8/15/2011	374.84	137.04	237.80	LT

8 shares of CARNIVAL CORP PAIRED SHS	7/9/2009	8/15/2011	252.07	202.32	49.75	LT
47 shares of GENERAL ELECTRIC	8/10/2009	8/15/2011	768.71	693.14	75.57	LT
12 shares of VERIZON COMMUNICATNS COM	12/15/2008	8/15/2011	420.42	360.30	60.12	LT
32 shares of WELLS FARGO & CO NEW DEL	12/15/2008	8/15/2011	799.66	827.41	(27.75)	LT
2 shares of UNITED TECHS CORP COM	12/15/2008	8/15/2011	146.13	98.26	47.87	LT
2 shares of AMER EXPRESS COMPANY	10/19/2009	8/15/2011	91.63	71.48	20.15	LT
13 shares of CVS CAREMARK CORP	6/11/2010	8/15/2011	439.47	415.69	23.78	LT
13 shares of DISNEY (WALT) CO COM STK	3/5/2010	8/15/2011	437.00	430.06	6.94	LT
10 shares of SEMPRA ENERGY	5/3/2010	8/15/2011	493.69	504.02	(10.33)	LT
10 shares of PG&E CORP	10/19/2009	8/15/2011	406.09	429.63	(23.54)	LT
97 shares of KEYCORP NEW COM	1/26/2010	8/15/2011	658.62	685.76	(27.14)	LT
3 shares of JOHNSON AND JOHNSON COM	4/21/2010	8/15/2011	193.24	195.76	(2.52)	LT
3 shares of JOHNSON AND JOHNSON COM	4/13/2010	8/15/2011	193.24	196.83	(3.59)	LT
4 shares of EXXON MOBIL CORP COM	4/23/2009	8/15/2011	296.54	259.27	37.27	LT
16 shares of EXXON MOBIL CORP COM	12/15/2008	8/15/2011	1,186.16	1,292.32	(106.16)	LT
9 shares of AMGEN INC COM PV \$0.0001	12/15/2008	8/15/2011	464.48	518.81	(54.33)	LT
7 shares of WAL-MART STORES INC	6/21/2010	8/15/2011	348.84	360.47	(11.63)	LT
54 shares of PFIZER INC	8/28/2006	8/15/2011	987.10	1,488.94	(501.84)	LT
3 shares of LINCOLN NTL CORP IND NPV	8/10/2009	8/15/2011	68.03	69.82	(1.79)	LT
29 shares of MERCK AND CO INC SHS	4/30/2008	8/15/2011	931.64	1,084.15	(152.51)	LT
9 shares of MERCK AND CO INC SHS	12/29/2006	8/15/2011	289.12	391.32	(102.20)	LT
4 shares of GOLDMAN SACHS GROUP INC	12/15/2008	8/24/2011	442.15	264.04	178.11	LT
1 share of GOLDMAN SACHS GROUP INC	12/12/2008	8/24/2011	110.53	69.78	40.75	LT
27 shares of LINCOLN NTL CORP IND NPV	8/10/2009	8/24/2011	534.74	628.41	(93.67)	LT
31 shares of LINCOLN NTL CORP IND NPV	6/21/2010	9/12/2011	542.59	881.25	(338.66)	LT
19 shares of LINCOLN NTL CORP IND NPV	8/10/2009	9/12/2011	332.55	442.21	(109.66)	LT

Long-Term Totals

117,233.91 91,600.60 25,633.31

Grand Totals

152,746.08 130,994.06 21,752.02

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	5,481.	0.	5,481.
TOTAL TO FM 990-PF, PART I, LN 4	5,481.	0.	5,481.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THE ENDOWMENT TEI FUND, LP	2,675.	2,675.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,675.	2,675.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SIROTE & PERMUTT	168.	84.		84.
TO FM 990-PF, PG 1, LN 16A	168.	84.		84.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WARREN, AVERETT, KIMBROUGH & MARINO, LLC	4,550.	2,275.		2,275.
TO FORM 990-PF, PG 1, LN 16B	4,550.	2,275.		2,275.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	65.	0.		0.
TO FORM 990-PF, PG 1, LN 18	65.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	7,369.	7,369.		0.
BANK FEES	154.	154.		0.
THE ENDOWMENT FUND TEI, LP INVESTMENT EXPENSES	2,432.	2,432.		0.
TO FORM 990-PF, PG 1, LN 23	9,955.	9,955.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH	123,357.	159,297.
TOTAL TO FORM 990-PF, PART II, LINE 10B	123,357.	159,297.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	8
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,651.	1,651.	0.
FILING CABINET	1,269.	1,269.	0.
TOTAL TO FM 990-PF, PART II, LN 14	2,920.	2,920.	0.

FORM 990-PF

OTHER ASSETS

STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MERRILL LYNCH- OTHER	247,030.	247,273.	248,399.
TO FORM 990-PF, PART II, LINE 15	247,030.	247,273.	248,399.