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 DEC 1, 2010 **, and ending** NOV 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 JACKSON FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) 104 SHOCKOE SLIP, SUITE 2B
Room/suite

City or town, state, and ZIP code RICHMOND, VA 23219

A Employer identification number 54-1186114

B Telephone number 804.648.1418

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 11,657,805.

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

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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	222.	222.		STATEMENT 1
	4 Dividends and interest from securities	174,814.	174,814.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	275,891.			
	b Gross sales price for all assets on line 6a 4,181,950.				
	7 Capital gain net income (from Part IV, line 2)		275,891.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	7,965.	7,965.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	458,892.	458,892.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	43,421.	43,421.		0.
	14 Other employee salaries and wages	15,113.	15,113.		0.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	4,616.	4,616.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	6,495.	6,495.		0.
	19 Depreciation and depletion	754.	0.		
	20 Occupancy	11,700.	11,700.		0.
	21 Travel, conferences, and meetings	2,933.	293.		0.
	22 Printing and publications				
	23 Other expenses STMT 6	59,472.	59,472.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	144,504.	141,110.		0.
	25 Contributions, gifts, grants paid	723,477.			723,477.
	26 **Total expenses and disbursements.** Add lines 24 and 25	867,981.	141,110.		723,477.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<409,089.>			
	b **Net investment income** (if negative, enter -0-)		317,782.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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12-07-10 LHA **For Paperwork Reduction Act Notice, see the instructions.**

Form **990-PF** (2010)

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	863,705.	330,014.	300,014.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	580,072.	528,454.	544,875.
	b	Investments - corporate stock STMT 8	4,985,323.	4,496,776.	5,610,974.
	c	Investments - corporate bonds STMT 9	599,286.	1,250,456.	1,393,657.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	3,766,099.	3,779,948.	3,808,112.
	14	Land, buildings, and equipment: basis ▶ 1,731.			
		Less accumulated depreciation STMT 11▶ 1,558.	290.	173.	173.
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	10,794,775.	10,385,821.	11,657,805.
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 ▶ STATEMENT 12)	1,184.	1,319.	
	23	**Total liabilities** (add lines 17 through 22)	1,184.	1,319.	
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	15,823,493.	15,823,493.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	<5,029,902.>	<5,438,991.>	
	30	**Total net assets or fund balances**	10,793,591.	10,384,502.	
	31	**Total liabilities and net assets/fund balances**	10,794,775.	10,385,821.	

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	10,793,591.
2	Enter amount from Part I, line 27a	2	<409,089.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	10,384,502.
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	10,384,502.

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	DAVENPORT & COMPANY - SEE SCHEDULE #2		VARIOUS	VARIOUS
b	SUNTRUST - SEE SCHEDULE #3		VARIOUS	VARIOUS
c	LITIGATION PROCEEDS		VARIOUS	VARIOUS
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	1,223,267.		1,068,262.	155,005.
b	2,957,609.		2,837,797.	119,812.
c	1,074.			1,074.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				155,005.
b				119,812.
c				1,074.
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	275,891.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	605,200.	11,240,939.	.053839
2008	589,280.	9,659,604.	.061005
2007	863,525.	13,027,338.	.066286
2006	1,028,550.	14,764,504.	.069664
2005	1,296,774.	14,382,927.	.090161

2	**Total** of line 1, column (d)	2	.340955
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	.068191
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	12,119,782.
5	Multiply line 4 by line 3	5	826,460.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,178.
7	Add lines 5 and 6	7	829,638.
8	Enter qualifying distributions from Part XII, line 4	8	723,477.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,356.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	6,356.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	6,356.
6	Credits/Payments:				
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,530.		
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	2,530.
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	3,826.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.JACKSONF.ORG

14 The books are in care of ▶ THE FOUNDATION Telephone no.▶(804)644-5735

Located at ▶104 SHOCKOE SLIP, RICHMOND, VA ZIP+4 ▶23219

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

			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.

				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		X
	Organizations relying on a current notice regarding disaster assistance check here	▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		43,421.	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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	11,633,951.
b	Average of monthly cash balances		1b	670,396.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	12,304,347.
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	12,304,347.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	184,565.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	12,119,782.
6	**Minimum investment return** Enter 5% of line 5		6	605,989.

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	605,989.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 6,356.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	6,356.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	599,633.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	599,633.
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	599,633.

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	723,477.
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	723,477.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	723,477.

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					599,633.
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	584,407.				
b From 2006	314,729.				
c From 2007	220,331.				
d From 2008	110,114.				
e From 2009	44,463.				
f **Total** of lines 3a through e		1,274,044.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 723,477.					
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					599,633.
e Remaining amount distributed out of corpus		123,844.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,397,888.			
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		584,407.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		813,481.			
10 Analysis of line 9:					
a Excess from 2006	314,729.				
b Excess from 2007	220,331.				
c Excess from 2008	110,114.				
d Excess from 2009	44,463.				
e Excess from 2010	123,844.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JILL MCCORMICK, 804-644-5735
104 SHOCKOE SLIP, SUITE 2B, RICHMOND, VA 23219

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

NO PRESCRIBED FORM

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE #4	NONE	PUBLIC	GENERAL	723,477.
Total			▶ 3a	723,477.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	222.	
4 Dividends and interest from securities			14	174,814.	
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			14	7,965.	
8 Gain or (loss) from sales of assets other than inventory			18	275,891.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		458,892.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 458,892.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee

Date 4-9-2012

Title President

Paid Preparer Use Only

Print/Type preparer's name L. MICHAEL GRACIK	Preparer's signature	Date 4/2/12	Check ☐ if self-employed	PTIN P00443551

Firm's name ▶ KEITER,STEPHENS,HURST,GARY & SHREAVES,P

Firm's EIN ▶

Firm's address ▶ P.O. BOX 32066
RICHMOND, VA 23294-2066

Phone no. (804)747-0000

Form 990-PF (2010)

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
13	COMPUTER	082608	200DB	5.00	17	576.		288.	288.	205.		33.
24	COMPUTER	120409	200DB	5.00	17	518.		259.	259.	52.		83.
35	PORTABLE COMPUTER	030711	200DB	5.00	19B	638.		638.				638.
	* TOTAL 990-PF PG 1 DEPR					1,732.		1,185.	547.	257.	0.	754.

028102
05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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SUNTRUST

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

PORTFOLIO DETAIL

AS OF 11/30/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
STIF & MONEY MARKET FUNDS						
34,054.01	FEDERATED MONEY MKT OBLIGS TR US TRSY CASH RESVS INSTL #125 FFS CUSIP: 609125DF3	34,054.01 1.000 1.07 %	34,054.01 1.00	0.00	2	0.01 % 0.00 %
US GOVERNMENT & AGENCY BONDS						
8,096.68	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #C91149 DTD 01/01/08 6.000% DUE 01/01/28 CUSIP: 3128P7H22	8,840.93 109.192 0.28 %	8,483.80 104.78	357.13	486	5.50 % 5.15 %
21,690.82	FEDERAL HOME LOAN MTG CORP PARTN CTF GOLD POOL #G05695 DTD 10/01/09 4.500% DUE 11/01/39 CUSIP: 3128M7UU8	22,864.51 105.411 0.72 %	22,022.96 101.53	841.55	976	4.27 % 4.17 %
30,333.53	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #AD7136 DTD 07/01/10 5.000% DUE 07/01/40 CUSIP: 31418U4W1	32,647.07 107.627 1.03 %	32,409.48 106.84	237.59	1,517	4.65 % 4.52 %
13,303.75	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #AE0113 DTD 06/01/10 4.000% DUE 07/01/40 CUSIP: 31419ADT1	13,886.72 104.382 0.44 %	13,860.85 104.19	25.87	532	3.83 % 3.75 %
24,818.31	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #MA0878 DTD 09/01/11 4.000% DUE 10/01/31 CUSIP: 31417Y6Q5	26,032.17 104.891 0.82 %	25,946.77 104.55	85.40	993	3.81 % 3.65 %

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5,168.91	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #254832 DTD 07/01/03 5.500% DUE 08/01/23 CUSIP: 31371LA90	5,661.56 109.531 0.18 %	5,459.67 105.63	201.89	284	5.02 % 4.44 %
3,335.81	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #555455 DTD 04/01/03 6.000% DUE 04/01/18 CUSIP: 31385XBY2	3,618.49 108.474 0.11 %	3,618.20 108.47	0.29	200	5.53 % 4.45 %
32,141.65	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #725027 DTD 12/01/03 5.000% DUE 11/01/33 CUSIP: 31402CPL0	34,593.09 107.627 1.09 %	33,553.73 104.39	1,039.36	1,607	4.65 % 4.45 %
21,331.62	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #730969 DTD 07/01/03 5.000% DUE 08/01/33 CUSIP: 31402KCE2	22,958.58 107.627 0.72 %	21,988.25 103.08	970.33	1,067	4.65 % 4.45 %
7,599.03	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #735925 DTD 09/01/05 5.000% DUE 10/01/35 CUSIP: 31402RSN0	8,175.04 107.580 0.26 %	7,735.56 101.80	439.48	380	4.65 % 4.48 %
34,541.31	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #973288 DTD 03/01/08 5.000% DUE 03/01/38 CUSIP: 31414QXR3	37,159.54 107.580 1.17 %	36,505.83 105.69	653.71	1,727	4.65 % 4.50 %
29,267.14	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #995077 DTD 11/01/08 5.000% DUE 11/01/38 CUSIP: 31416BM21	31,485.59 107.580 0.99 %	31,352.42 107.12	133.17	1,463	4.65 % 4.51 %

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9,301.67	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #995472 DTD 01/01/09 5.000% DUE 11/01/23 CUSIP: 31416B2D9	9,985.25 107.349 0.31 %	9,643.20 103.67	342.05	465	4.66 % 4.21 %
15,387.2	FEDERAL NATIONAL MTG ASSN PASSTHRU CTF POOL #995672 DTD 04/01/09 4.500% DUE 04/01/39 CUSIP: 31416CCH7	16,286.74 105.846 0.51 %	15,988.26 103.91	298.48	692	4.25 % 4.14 %
25,000	UNITED STATES TREASURY NOTES DTD 08/31/11 1.500% DUE 08/31/18 CUSIP: 912828RE2	25,054.75 100.219 0.79 %	25,044.14 100.18	10.61	375	1.50 % 1.47 %
35,000	UNITED STATES TREASURY NT DTD 08/15/11 2.125% DUE 08/15/21 CUSIP: 912828RC6	35,238.00 100.680 1.11 %	35,156.25 100.45	81.75	744	2.11 % 2.05 %
10,000	UNITED STATES TREASURY NT DTD 06/30/10 2.500% DUE 06/30/17 CUSIP: 912828NK2	10,749.20 107.492 0.34 %	10,029.34 100.29	719.86	250	2.33 % 1.11 %
15,000	UNITED STATES TREASURY NT DTD 02/15/11 3.625% DUE 02/15/21 CUSIP: 912828PX2	17,134.05 114.227 0.54 %	17,141.02 114.27	6.97-	544	3.17 % 1.93 %
20,000	UNITED STATES TREASURY NOTE DTD 08/15/08 4.000% DUE 08/15/18 CUSIP: 912828JH4	23,318.80 116.594 0.73 %	21,753.13 108.77	1,565.67	800	3.43 % 1.40 %

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TOTAL US GOVERNMENT & AGENCY BONDS		385,690.08	377,692.86	7,997.22	15,102	3.92 %
CORPORATE OBLIGATIONS						
10,000	AFLAC INC SR UNSECD NT DTD 05/21/09 8.500% DUE 05/15/19 CALLABLE CUSIP: 001055AC6 MOODY'S RATING: A3	12,056.30 120.563 0.38 %	11,809.50 118.09	246.80	850	7.05 % 5.14 %
10,000	AMERICAN EXPRESS CREDIT CO MTN SER C DTD 08/20/08 7.300% DUE 08/20/13 CUSIP: 0258M0CY3 MOODY'S RATING: A2	10,793.10 107.931 0.34 %	11,139.70 111.40	346.60-	730	6.76 % 2.56 %
15,000	AMERITECH CAP FDG CORP BOND DTD 01/21/98 6.550% DUE 01/15/28 CUSIP: 030955AN8 MOODY'S RATING: WR	15,681.90 104.546 0.49 %	15,653.85 104.36	28.05	983	6.27 % 6.10 %
10,000	AMGEN INC SR UNSECD BD DTD 06/30/11 4.100% DUE 06/15/21 CALLABLE CUSIP: 031162BG4 MOODY'S RATING: BAA1	9,999.90 99.999 0.31 %	9,974.20 99.74	25.70	410	4.10 % 4.10 %

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15,000	AMGEN INC GLOBAL SR UNSECD BD DTD 11/10/11 5.150% DUE 11/15/41 CALLABLE CUSIP: 031162BK5 MOODY'S RATING: BAA1	14,462.85 96.419 0.46 %	14,875.20 99.17	412.35-	773	5.34 % 5.39 %
20,000	APPLIED MATERIALS INC NT DTD 06/08/11 4.300% DUE 06/15/21 CALLABLE CUSIP: 038222AF2 MOODY'S RATING: A3	20,760.40 103.802 0.65 %	19,957.80 99.79	802.60	860	4.14 % 3.82 %
20,000	ASPEN INS HLDGS LTD SR UNSECD GBL NT DTD 02/15/05 6.000% DUE 08/15/14 CALLABLE CUSIP: 04530DAB8	21,237.80 106.189 0.67 %	21,686.60 108.43	448.80-	1,200	5.65 % 3.58 %
5,000	AUTOZONE INC SR NT DTD 11/15/10 4.000% DUE 11/15/20 CALLABLE CUSIP: 053332AL6 MOODY'S RATING: BAA2	4,992.45 99.849 0.16 %	4,978.00 99.56	14.45	200	4.01 % 4.02 %
25,000	BELLSOUTH CORP NT GLOBAL DTD 09/13/04 5.200% DUE 09/15/14 CONTINUOUSLY CALLABLE CUSIP: 079860AG7 MOODY'S RATING: A2	27,515.50 110.062 0.87 %	25,241.25 100.96	2,274.25	1,300	4.72 % 1.51 %

Schedule #1

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
15,000	CA INC GBL SR UNSECD NT DTD 11/18/04 6.125% DUE 12/01/14 CALLABLE CUSIP: 12673PAB1 MOODY'S RATING: BAA2	16,699.65 111.331 0.53 %	16,903.35 112.69	203.70-	919	5.50 % 2.20 %
25,000	CHESAPEAKE & POTOMAC TEL CO SR UNSECD NT DTD 12/01/92 7.625% DUE 12/01/12 CUSIP: 165087AP2 MOODY'S RATING: WR	26,534.75 106.139 0.83 %	27,593.50 110.37	1,058.75-	1,906	7.18 % 1.44 %
15,000	CITIGROUP INC SR UNSECD FLTG RT NT DTD 02/16/11 VAR RT DUE 02/15/13 RT=US LIB+85 QTRLY CUSIP: 172967FM8 MOODY'S RATING: A3	14,756.55 98.377 0.46 %	15,067.65 100.45	311.10-	174	1.18 % 2.53 %
10,000	CORN PRODUCTS INTL INC SR UNSECD BD DTD 09/17/10 4.625% DUE 11/01/20 CALLABLE CUSIP: 219023AF5 MOODY'S RATING: BAA2	10,602.50 106.025 0.33 %	10,621.10 106.21	18.60-	463	4.37 % 3.82 %
15,000	CORNELL UNIVERSITY SR UNSECD NTS DTD 04/02/09 4.350% DUE 02/01/14 CALLABLE CUSIP: 219207AA5 MOODY'S RATING: AA1	16,122.15 107.481 0.51 %	14,989.80 99.93	1,132.35	653	4.05 % 0.86 %

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ACCOUNT NO. 7015956

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15,000	CORNING INC SR UNSECD BD DTD 08/01/06 7.250% DUE 08/15/36 CALLABLE CUSIP: 219350AR6 MOODY'S RATING: A3	17,717.70 118.118 0.56 %	17,325.00 115.50	392.70	1,088	6.14 % 5.85 %
10,000	DOW CHEMICAL CO GLOBAL SR UNSECD NT DTD 11/14/11 4.125% DUE 11/15/21 CALLABLE CUSIP: 260543CF8 MOODY'S RATING: BAA3	9,907.20 99.072 0.31 %	9,960.30 99.60	53.10-	413	4.17 % 4.24 %
5,000	EBAY INC SR UNSECD BD DTD 10/28/10 3.250% DUE 10/15/20 CALLABLE CUSIP: 278642AC7 MOODY'S RATING: A2	4,916.55 98.331 0.15 %	4,971.00 99.42	54.45-	163	3.32 % 3.47 %
10,000	GEN ELEC CAP CORP SR UNSECD MTN DTD 10/17/11 3.350% DUE 10/17/16 CUSIP: 36962G5H3 MOODY'S RATING: AA2	10,119.10 101.191 0.32 %	9,988.10 99.88	131.00	335	3.31 % 3.08 %
25,000	GENERAL ELEC CAP CORP GLOBAL SR UNSECD NTS SER A DTD 04/21/08 5.625% DUE 05/01/18 CUSIP: 36962G3U6 MOODY'S RATING: AA2	27,319.00 109.276 0.86 %	27,035.00 108.14	284.00	1,406	5.15 % 3.97 %

Schedule #1

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
15,000	GENWORTH FINL INC SR UNSECD NT DTD 12/08/09 8.625% DUE 12/15/16 CALLABLE CUSIP: 37247DAL0 MOODY'S RATING: BAA3	15,273.75 101.825 0.48 %	15,693.75 104.62	420.00-	1,294	8.47 % 8.17 %
15,000	GOLDMAN SACHS GROUP INC GBL SR UNSECD BD DTD 07/27/11 5.250% DUE 07/27/21 CUSIP: 38141GGQ1 MOODY'S RATING: A1	13,852.80 92.352 0.44 %	14,629.50 97.53	776.70-	788	5.69 % 6.32 %
15,000	GOLDMAN SACHS GRP INC GLOBAL SR MTN DTD 07/22/09 3.625% DUE 08/01/12 CUSIP: 38141EA41 MOODY'S RATING: A1	15,111.00 100.740 0.48 %	15,019.05 100.13	91.95	544	3.60 % 2.50 %
20,000	HEALTH CARE REIT INC SR NTS DTD 11/03/03 6.000% DUE 11/15/13 CONTINUOUSLY CALLABLE CUSIP: 42217KAL0 MOODY'S RATING: BAA2	21,007.00 105.035 0.66 %	20,993.40 104.97	13.60	1,200	5.71 % 3.32 %
10,000	HERSHEY CO NT DTD 08/28/06 5.450% DUE 09/01/16 CALLABLE CUSIP: 427866AP3 MOODY'S RATING: A2	11,723.10 117.231 0.37 %	11,685.70 116.86	37.40	545	4.65 % 1.66 %

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PORTFOLIO DETAIL
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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
15,000	INGERSOLL RAND GL HLDG CO CO GTD DTD 04/03/09 9.500% DUE 04/15/14 CALLABLE CUSIP: 45687AAE2	17,509.80 116.732 0.55 %	15,900.00 106.00	1,609.80	1,425	8.14 % 2.23 %
20,000	JEFFERIES GROUP INC NEW SR DEB DTD 01/26/06 6.250% DUE 01/15/36 CONTINUOUSLY CALLABLE CUSIP: 472319AC6 MOODY'S RATING: BAA2	14,950.00 74.750 0.47 %	18,679.40 93.40	3,729.40-	1,250	8.36 % 8.79 %
10,000	JP MORGAN CHASE COML MTG SECS SER 2011-C5 CL-A2 DTD 09/01/11 VAR RT DUE 08/15/46 CALLABLE EXP MTY 10/15/16 CUSIP: 46636VAB2 MOODY'S RATING: AAA	10,246.80 102.468 0.32 %	10,099.96 101.00	146.84	315	3.07 % 3.03 %
20,000	MARKEL CORP SR NT DTD 09/22/09 7.125% DUE 09/30/19 CUSIP: 570535AH7 MOODY'S RATING: BAA2	22,972.00 114.860 0.72 %	19,968.40 99.84	3,003.60	1,425	6.20 % 4.82 %
10,000	NATIONAL RURAL UTIL COOP GLOBAL COLL TR DTD 10/30/08 10.375% DUE 11/01/18 CALLABLE CUSIP: 637432LR4 MOODY'S RATING: A1	14,283.10 142.831 0.45 %	11,793.05 117.93	2,490.05	1,038	7.27 % 3.38 %

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10,000	RAYMOND JAMES FINL SR UNSECD NT DTD 08/20/09 8.600% DUE 08/15/19 CUSIP: 754730AB5 MOODY'S RATING: BAA2	11,808.00 118.080 0.37 %	12,069.70 120.70	261.70-	860	7.28 % 5.67 %
15,000	RENRE NORTH AMER HLDGS INC CO GTD NT DTD 03/17/10 5.750% DUE 03/15/20 CALLABLE CUSIP: 759891AA2 MOODY'S RATING: A3	15,681.30 104.542 0.49 %	15,531.75 103.55	149.55	863	5.50 % 5.07 %
15,000	SANOFI-AVENTIS GLOBAL SR UNSECD FLTG NT DTD 03/29/11 VAR RT DUE 03/28/14 RT=US LIB+31 QTRLY CUSIP: 80105NAC9	14,973.75 99.825 0.47 %	15,000.00 100.00	26.25-	93	0.62 % 0.69 %
10,000	TIME WARNER INC GLOBAL CO GTD NT DTD 04/01/11 6.250% DUE 03/29/41 CALLABLE CUSIP: 887317AL9 MOODY'S RATING: BAA2	11,097.30 110.973 0.35 %	11,704.50 117.05	607.20-	625	5.63 % 5.49 %
10,000	TJX COS INC SR UNSECD NT PUTABLE DTD 04/07/09 6.950% DUE 04/15/19 CALLABLE CUSIP: 872540AM1 MOODY'S RATING: A3	12,501.10 125.011 0.39 %	9,981.20 99.81	2,519.90	695	5.56 % 3.13 %

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10,000	TORCHMARK CORP SR UNSECD NT DTD 06/30/09 9.250% DUE 06/15/19 CALLABLE CUSIP: 891027AP9 MOODY'S RATING: BAA1	12,134.50 121.345 0.38 %	10,737.50 107.37	1,397.00	925	7.62 % 5.72 %
10,000	VALERO ENERGY CORP NEW BOND DTD 04/15/02 7.500% DUE 04/15/32 CONTINUOUSLY CALLABLE CUSIP: 91913YAE0 MOODY'S RATING: BAA2	11,080.40 110.804 0.35 %	11,163.00 111.63	82.60-	750	6.77 % 6.53 %
20,000	WILLIS NORTH AMER INC GLOBAL NT DTD 03/28/07 6.200% DUE 03/28/17 CALLABLE CUSIP: 970648AD3 MOODY'S RATING: BAA3	21,892.00 109.460 0.69 %	21,200.00 106.00	692.00	1,240	5.66 % 4.20 %
TOTAL CORPORATE OBLIGATIONS		560,293.05	551,620.76	8,672.29	30,696	5.48 %

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EQUITY SECURITIES						
ENERGY						
900	BP PLC SPONS ADR CUSIP: 055622104	39,195.00 43.550 1.23 %	45,239.22 50.27	6,044.22-	1,512	3.86 % 0.00 %
325	CHEVRON CORP COM CUSIP: 166764100	33,416.50 102.820 1.05 %	21,752.25 66.93	11,664.25	1,053	3.15 % 0.00 %
425	EOG RESOURCES INC COM CUSIP: 26875P101	44,089.50 103.740 1.39 %	26,997.68 63.52	17,091.82	272	0.62 % 0.00 %
500	EXXON MOBIL CORP COM CUSIP: 30231G102	40,220.00 80.440 1.27 %	40,501.53 81.00	281.53-	940	2.34 % 0.00 %
500	NATIONAL OILWELL VARCO INC COM CUSIP: 637071101	35,850.00 71.700 1.13 %	21,452.69 42.91	14,397.31	240	0.67 % 0.00 %
500	NOBLE CORP COM CUSIP: H5833N103	17,265.00 34.530 0.54 %	13,738.76 27.48	3,526.24	296	1.71 % 0.00 %
650	OCCIDENTAL PETE CORP COM CUSIP: 674599105	64,285.00 98.900 2.02 %	47,112.84 72.48	17,172.16	1,196	1.86 % 0.00 %
800	PATTERSON-UTI ENERGY INC COM CUSIP: 703481101	16,816.00 21.020 0.53 %	24,503.28 30.63	7,687.28-	160	0.95 % 0.00 %

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600	SUNOCO INC COM CUSIP: 86764P109	23,286.00 38.810 0.73 %	25,130.88 41.88	1,844.88-	360	1.55 % 0.00 %
TOTAL ENERGY		314,423.00	266,429.13	47,993.87	6,029	1.92 %
MATERIALS						
700	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	27,720.00 39.600 0.87 %	25,886.69 36.98	1,833.31	700	2.53 % 0.00 %
400	MONSANTO CO NEW COM CUSIP: 61166W101	29,380.00 73.450 0.92 %	30,948.62 77.37	1,568.62-	480	1.63 % 0.00 %
TOTAL MATERIALS		57,100.00	56,835.31	264.69	1,180	2.07 %
INDUSTRIALS						
450	DEERE & CO COM CUSIP: 244199105	35,662.50 79.250 1.12 %	14,890.30 33.09	20,772.20	738	2.07 % 0.00 %
1,450	FOSTER WHEELER AG COM CUSIP: H27178104	26,897.50 18.550 0.85 %	46,066.47 31.77	19,168.97-	0	0.00 % 0.00 %
4,150	GENERAL ELEC CO COM CUSIP: 369604103	66,026.50 15.910 2.08 %	64,191.16 15.47	1,835.34	2,490	3.77 % 0.00 %
400	L-3 COMMUNICATION HLDGS INC COM CUSIP: 502424104	26,520.00 66.300 0.83 %	33,475.54 83.69	6,955.54-	720	2.71 % 0.00 %

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600	NORFOLK SOUTHERN CORP COM CUSIP: 655844108	45,324.00 75.540 1.43 %	27,282.06 45.47	18,041.94	1,032	2.28 % 0.00 %
400	NORTHROP GRUMMAN CORP COM CUSIP: 666807102	22,828.00 57.070 0.72 %	23,309.96 58.27	481.96-	800	3.50 % 0.00 %
800	ROCKWELL COLLINS COM CUSIP: 774341101	43,920.00 54.900 1.38 %	53,651.75 67.06	9,731.75-	768	1.75 % 0.00 %
350	SIEMENS AG SPONS ADR CUSIP: 826197501	35,493.50 101.410 1.12 %	26,072.78 74.49	9,420.72	1,034	2.91 % 0.00 %
400	XYLEM INC COM CUSIP: 98419M100	9,560.00 23.900 0.30 %	11,306.22 28.27	1,746.22-	0	0.00 % 0.00 %
TOTAL INDUSTRIALS		312,232.00	300,246.24	11,985.76	7,582	2.43 %
CONSUMER DISCRETIONARY						
500	BED BATH & BEYOND INC COM CUSIP: 075896100	30,255.00 60.510 0.95 %	28,652.40 57.30	1,602.60	0	0.00 % 0.00 %
500	DARDEN RESTAURANTS INC COM CUSIP: 237194105	23,855.00 47.710 0.75 %	21,295.95 42.59	2,559.05	860	3.61 % 0.00 %
2,400	FORD MTR CO DEL COM PAR $0.01 CUSIP: 345370860	25,440.00 10.600 0.80 %	18,104.40 7.54	7,335.60	0	0.00 % 0.00 %

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400	KOHLS CORP COM CUSIP: 500255104	21,520.00 53.800 0.68 %	21,820.56 54.55	300.56-	400	1.86 % 0.00 %
2,300	LIBERTY INTERACTIVE CORP SER A COM CUSIP: 53071M104	37,398.00 16.260 1.18 %	34,776.26 15.12	2,621.74	0	0.00 % 0.00 %
900	MACY'S INC COM CUSIP: 55616P104	29,097.00 32.330 0.92 %	8,099.01 9.00	20,997.99	360	1.24 % 0.00 %
2,400	NEWS CORP CL A COM CUSIP: 65248E104	41,856.00 17.440 1.32 %	38,276.32 15.95	3,579.68	456	1.09 % 0.00 %
1,000	TARGET CORP COM CUSIP: 87612E106	52,700.00 52.700 1.66 %	41,021.12 41.02	11,678.88	1,200	2.28 % 0.00 %
750	WALT DISNEY CO COM CUSIP: 254687106	26,887.50 35.850 0.85 %	18,157.78 24.21	8,729.72	300	1.12 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		289,008.50	230,203.80	58,804.70	3,576	1.24 %

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CONSUMER STAPLES						
400	HEINZ H J CO COM CUSIP: 423074103	21,060.00 52.650 0.66 %	17,715.58 44.29	3,344.42	768	3.65 % 0.00 %
325	NESTLE SA SPONS ADR RPSTG REG SHS CUSIP: 641069406	18,242.25 56.130 0.57 %	8,352.89 25.70	9,889.36	574	3.15 % 0.00 %
400	PHILIP MORRIS INTL COM CUSIP: 718172109	30,496.00 76.240 0.96 %	20,260.66 50.65	10,235.34	1,232	4.04 % 0.00 %
600	REYNOLDS AMERN INC COM CUSIP: 761713106	25,116.00 41.860 0.79 %	14,521.48 24.20	10,594.52	1,344	5.35 % 0.00 %
1,400	UNILEVER NV NY REGS SHS CUSIP: 904784709	47,754.00 34.110 1.50 %	43,518.78 31.08	4,235.22	1,476	3.09 % 0.00 %
TOTAL CONSUMER STAPLES		142,668.25	104,369.39	38,298.86	5,394	3.78 %

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HEALTH CARE						
900	ABBOTT LABS COM CUSIP: 002824100	49,095.00 54.550 1.54 %	36,818.13 40.91	12,276.87	1,728	3.52 % 0.00 %
700	BAXTER INTL INC COM CUSIP: 071813109	36,162.00 51.660 1.14 %	27,332.01 39.05	8,829.99	938	2.59 % 0.00 %
2,000	HOLOGIC INC COM CUSIP: 436440101	35,220.00 17.610 1.11 %	39,198.36 19.60	3,978.36-	0	0.00 % 0.00 %
500	JOHNSON & JOHNSON COM CUSIP: 478160104	32,360.00 64.720 1.02 %	33,934.93 67.87	1,574.93-	1,140	3.52 % 0.00 %
1,100	MERCK & CO INC COM NEW CUSIP: 58933Y105	39,325.00 35.750 1.24 %	41,986.84 38.17	2,661.84-	1,848	4.70 % 0.00 %
1,400	PFIZER INC COM CUSIP: 717081103	28,098.00 20.070 0.88 %	23,568.60 16.83	4,529.40	1,120	3.99 % 0.00 %
600	UNITEDHEALTH GROUP INC COM CUSIP: 91324P102	29,262.00 48.770 0.92 %	18,347.10 30.58	10,914.90	390	1.33 % 0.00 %
300	WELLPOINT INC COM CUSIP: 94973V107	21,165.00 70.550 0.67 %	17,708.64 59.03	3,456.36	300	1.42 % 0.00 %
TOTAL HEALTH CARE		270,687.00	238,894.61	31,792.39	7,464	2.76 %

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FINANCIALS						
1,200	ANNALY CAPITAL MGMT INC REAL ESTATE INVT TR CUSIP: 035710409	19,284.00 16.070 0.61 %	20,970.48 17.48	1,686.48-	2,880	14.93 % 0.00 %
1,000	BERKLEY W R CORP COM CUSIP: 084423102	34,110.00 34.110 1.07 %	32,086.23 32.09	2,023.77	320	0.94 % 0.00 %
1,400	CBRE GROUP INC COM CUSIP: 12504L109	23,534.00 16.810 0.74 %	18,411.12 13.15	5,122.88	0	0.00 % 0.00 %
350	CHUBB CORP COM CUSIP: 171232101	23,604.00 67.440 0.74 %	14,378.19 41.08	9,225.81	546	2.31 % 0.00 %
870	CITIGROUP INC COM CUSIP: 172967424	23,907.60 27.480 0.75 %	39,375.54 45.26	15,467.94-	35	0.15 % 0.00 %
1,300	COMERICA INC COM CUSIP: 200340107	32,786.00 25.220 1.03 %	47,258.69 36.35	14,472.69-	520	1.59 % 0.00 %
1,600	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	28,416.00 17.760 0.89 %	38,435.26 24.02	10,019.26-	640	2.25 % 0.00 %
800	JP MORGAN CHASE & CO COM CUSIP: 46625H100	24,776.00 30.970 0.78 %	33,103.96 41.38	8,327.96-	800	3.23 % 0.00 %

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700	PRUDENTIAL FINL INC COM CUSIP: 744320102	35,448.00 50.640 1.12 %	26,757.09 38.22	8,690.91	1,015	2.86 % 0.00 %
1,300	SUNTRUST BANKS INC COM CUSIP: 867914103	23,569.00 18.130 0.74 %	38,071.61 29.29	14,502.61-	260	1.10 % 0.00 %
TOTAL FINANCIALS		269,434.60	308,848.17	39,413.57-	7,016	2.60 %
INFORMATION TECHNOLOGY						
4,000	CISCO SYS INC COM CUSIP: 17275R102	74,560.00 18.640 2.35 %	93,134.89 23.28	18,574.89-	960	1.29 % 0.00 %
2,300	CORNING INC COM CUSIP: 219350105	30,521.00 13.270 0.96 %	54,020.85 23.49	23,499.85-	690	2.26 % 0.00 %
1,500	EMC CORP MASS COM CUSIP: 268648102	34,515.00 23.010 1.09 %	26,490.36 17.66	8,024.64	0	0.00 % 0.00 %
1,150	HEWLETT-PACKARD CO COM CUSIP: 428236103	32,142.50 27.950 1.01 %	53,372.41 46.41	21,229.91-	552	1.72 % 0.00 %
250	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	47,000.00 188.000 1.48 %	27,748.36 110.99	19,251.64	750	1.60 % 0.00 %
2,000	JABIL CIRCUIT INC COM CUSIP: 466313103	40,540.00 20.270 1.28 %	41,321.12 20.66	781.12-	640	1.58 % 0.00 %

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2,000	MICROSOFT CORP COM CUSIP: 594918104	51,160.00 25.580 1.61 %	57,265.74 28.63	6,105.74-	1,600	3.13 % 0.00 %
37	NORTEL NETWORKS CORP CAD COM**CHAPTER XI BANKRUPTCY** CUSIP: 656568508	0.60 0.016 0.00 %	0.00 0.00	0.60	0	0.00 % 0.00 %
1,300	ORACLE CORP COM CUSIP: 68389X105	40,755.00 31.350 1.28 %	20,815.47 16.01	19,939.53	312	0.77 % 0.00 %
600	SANDISK CORP COM CUSIP: 80004C101	29,586.00 49.310 0.93 %	25,552.62 42.59	4,033.38	0	0.00 % 0.00 %
1,300	SYMANTEC CORP COM CUSIP: 871503108	21,255.00 16.350 0.67 %	20,742.95 15.96	512.05	0	0.00 % 0.00 %
1,000	XILINX INC COM CUSIP: 983919101	32,710.00 32.710 1.03 %	32,616.80 32.62	93.20	760	2.32 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		434,745.10	453,081.57	18,336.47-	6,264	1.44 %

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TELECOMMUNICATION SERVICES						
1,500	AT & T INC COM CUSIP: 00206R102	43,470.00 28.980 1.37 %	40,248.18 26.83	3,221.82	2,580	5.94 % 0.00 %
800	VODAFONE GROUP PLC SPONS ADR CUSIP: 92857W209	21,720.00 27.150 0.68 %	21,428.48 26.79	291.52	1,154	5.31 % 0.00 %
TOTAL TELECOMMUNICATION SERVICES		65,190.00	61,676.66	3,513.34	3,734	5.73 %
UTILITIES						
1,100	CENTERPOINT ENERGY INC COM CUSIP: 15189T107	21,890.00 19.900 0.69 %	17,659.73 16.05	4,230.27	869	3.97 % 0.00 %
400	DOMINION RES INC VA NEW COM CUSIP: 25746U109	20,648.00 51.620 0.65 %	14,792.08 36.98	5,855.92	788	3.82 % 0.00 %
TOTAL UTILITIES		42,538.00	32,451.81	10,086.19	1,657	3.90 %
TOTAL EQUITY SECURITIES		2,198,026.45	2,053,036.69	144,989.76	49,896	2.27 %

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MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING BANK OF AMERICA CORP ON RCPT OF FINAL PMT CUSIP: 997001LP5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING BRISTOL MYERS 2ND ON RCPT OF FINAL PMT CUSIP: 997000KD5	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING ENRON CORP ON RCPT OF FINAL PMT CUSIP: 997000WS9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING HALLIBURTON ON RCPT OF FINAL PMT CUSIP: 997000BE3	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MCI COMMUNICATIONS CORP ON RCPT OF FINAL PMT CUSIP: 997000MS0	0.00 0.000 0.00 %	1.00 1.00	1.00-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MERRILL LYNCH & CO INC ON RCPT OF FINAL PMT CUSIP: 997000UK8	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MOTOROLA ON RCPT OF FINAL PMT CUSIP: 997001FD9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %

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PORTFOLIO DETAIL

AS OF 11/30/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1	SILVER BARS 18,089 OZ CUSIP: 99A0032E3	1.00 1.000 0.00 %	97,987.21 97,987.21	97,986.21-	0	0.00 % 0.00 %
1	CLASS ACTION PENDING XEROX CORP ON RCPT OF FINAL PMT CUSIP: 997000TT1	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		1.00	97,990.21	97,989.21-	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		3,178,064.59	3,114,394.53	63,670.06	95,695	3.01 %

Schedule #1

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • FINRA • SIPC

Account Name: THE JACKSON FOUNDATION
Investment Executive: WILLIAMS/LAWTON
Statement Period: DEC 01 2011 - DEC 31 2011

Number: 4551-1072
Telephone: 804-780-2024
Page: 4 of 11

PORTFOLIO HOLDINGS

Estimated annual income (EAI) and *estimated* current yield (ECY) figures included in this document are for informational purposes only and are not a forecast or guarantee of future results. Amounts are computed using information believed to be reliable; however, no assurance can be made as to the accuracy. The EAI and ECY represented for holdings with significant market loss or income reduction may be invalid. Calculations are based on the rate of the last income payment and do not reflect future changes in rates. Where possible, adjusted cost and original cost of fixed income instruments is reflected. A capital gain or return of principal may be included in the figures for certain securities, thereby overstating the income or yield. Please contact your Investment Executive with questions.

Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
COMMON STOCK									
CONSUMER DISCRETIONARY									
2,590	CARMAX INC	KMX	57,891.52	30.48000	78,943.20	1.75%	21,051.68	N/A	N/A
1,560	DISNEY WALT COMPANY	DIS	53,035.63	37.50000	58,500.00	1.30%	5,464.37	936.00	1.60%
630	DOLLAR TREE INC	DLTR	35,960.34	83.11000	52,359.30	1.16%	16,398.96	N/A	N/A
3,300	LOWES COMPANIES INC	LOW	86,091.80	25.38000	83,754.00	1.86%	(2,337.80)	1,848.00	2.20%
645	MCDONALDS CORP	MCD	39,269.92	100.33000	64,712.85	1.44%	25,442.93	1,806.00	2.79%
71	NVR INC	NVR	47,950.44	686.00000	48,706.00	1.08%	755.56	N/A	N/A
1,185	STARWOOD HOTELS & RESORTS WORLDWIDE INC	HOT	50,731.86	47.97000	56,844.45	1.26%	6,112.59	592.50	1.04%
	TOTAL CONSUMER DISCRETIONARY		370,931.51		443,819.80	9.85%	72,888.29	5,182.50	
CONSUMER STAPLES									
805	ANHEUSER BUSCH INBEV SA/NV	BUD	44,934.21	60.99000	49,096.95	1.09%	4,162.74	768.29	1.56%
855	NESTLE S A SPNSD ADR REPSTING REG SHS	NSRGY	47,889.40	57.71000	49,342.05	1.09%	1,452.65	1,510.44	3.06%
1,010	PEPSICO INC	PEP	57,337.70	66.35000	67,013.50	1.49%	9,675.80	2,080.60	3.10%
845	PROCTER & GAMBLE COMPANY	PG	52,387.80	66.71000	56,369.95	1.25%	3,982.15	1,774.50	3.14%
1,205	WAL-MART STORES INC	WMT	68,009.43	59.76000	72,010.80	1.60%	4,001.37	1,759.30	2.44%
	TOTAL CONSUMER STAPLES		270,558.54		293,833.25	6.52%	23,274.71	7,893.13	
ENERGY									
800	CHEVRON CORP	CVX	45,859.68	106.40000	85,120.00	1.89%	39,260.32	2,592.00	3.04%
541	EOG RESOURCES INC	EOG	14,216.53	98.51000	53,293.91	1.18%	39,077.38	346.24	0.64%
1,206	EXXON MOBIL CORP	XOM	15,542.70	84.76000	102,220.56	2.27%	86,677.86	2,267.28	2.21%
635	OCCIDENTAL PETROLEUM CORP	OXY	34,863.90	93.70000	59,499.50	1.32%	24,635.60	1,168.40	1.96%
970	SCHLUMBERGER LTD	SLB	15,231.87	68.31000	66,260.70	1.47%	51,028.83	970.00	1.46%
711	TRANSOCEAN LIMITED NAMEN AKT	RIG	62,656.28	38.39000	27,295.29	0.61%	(35,360.99)	2,246.76	8.23%
	TOTAL ENERGY		188,370.96		393,689.96	8.74%	205,319.00	9,590.68	
FINANCIALS									
3,160	BANK OF AMERICA CORP	BAC	42,234.98	5.56000	17,569.60	0.39%	(24,665.38)	126.40	0.71%
1,148	BERKSHIRE HATHAWAY INC	BRK/B	48,708.84	76.30000	87,592.40	1.94%	38,883.56	N/A	N/A

Schedule #1

PORTFOLIO HOLDINGS

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
	DE CL B NEW								
2,722	BROOKFIELD ASSET MANAGEMENT INC VOTING SHS CL A	BAM	65,307.01	27.48000	74,800.56	1.66%	9,493.55	1,415.44	1.89%
1,542	CAPITAL ONE FINANCIAL CORP	COF	70,055.44	42.29000	65,211.18	1.45%	(4,844.26)	308.40	0.47%
1,525	JPMORGAN CHASE & COMPANY	JPM	69,677.01	33.25000	50,706.25	1.13%	(18,970.76)	1,525.00	3.00%
205	MARKEL CORP	MKL	4,579.94	414.67000	85,007.35	1.89%	80,427.41	N/A	N/A
1,005	PRICE T ROWE GROUP INC	TROW	38,918.11	56.95000	57,234.75	1.27%	18,316.64	1,246.20	2.17%
4,170	SCHWAB CHARLES CORP NEW	SCHW	48,586.75	11.26000	46,954.20	1.04%	(1,632.55)	1,000.80	2.13%
2,275	WELLS FARGO & CO NEW	WFC	58,603.12	27.56000	62,699.00	1.39%	4,095.88	1,092.00	1.74%
	TOTAL FINANCIALS		446,671.20		547,775.29	12.15%	101,104.09	6,714.24	
HEALTH CARE									
990	JOHNSON & JOHNSON	JNJ	5,319.01	65.58000	64,924.20	1.44%	59,605.19	2,257.20	3.47%
671	LABORATORY CORP OF AMER HOLDINGS NEW	LH	48,175.44	85.97000	57,685.87	1.28%	9,510.43	N/A	N/A
1,500	MERCK & COMPANY INC NEW	MRK	52,426.95	37.70000	56,550.00	1.25%	4,123.05	2,520.00	4.45%
450	NOVO NORDISK AS ADR	NVO	29,388.99	115.26000	51,867.00	1.15%	22,478.01	611.05	1.17%
1,100	WELLPOINT INC	WLP	66,914.67	66.25000	72,875.00	1.62%	5,960.33	1,100.00	1.50%
	TOTAL HEALTH CARE		202,225.06		303,902.07	6.74%	101,677.01	6,488.25	
INDUSTRIALS									
750	BOEING COMPANY	BA	52,744.58	73.35000	55,012.50	1.22%	2,267.92	1,320.00	2.39%
1,520	DANAHER CORP	DHR	39,476.22	47.04000	71,500.80	1.59%	32,024.58	152.00	0.21%
980	ILLINOIS TOOL WORKS INC	ITW	43,347.94	46.71000	45,775.80	1.02%	2,427.86	1,411.20	3.08%
865	STANLEY BLACK & DECKER INC	SWK	59,084.86	67.60000	58,474.00	1.30%	(610.86)	1,418.60	2.42%
485	UNION PACIFIC CORP	UNP	48,855.86	105.94000	51,380.90	1.14%	2,525.04	1,164.00	2.26%
920	UNITED TECHNOLOGIES CORP	UTX	38,215.87	73.09000	67,242.80	1.49%	29,026.93	1,766.40	2.62%
	TOTAL INDUSTRIALS		281,725.33		349,386.80	7.75%	67,661.47	7,232.20	
INFORMATION TECHNOLOGY									
1,206	ACCENTURE PLC IRELAND CLASS A NEW	ACN	46,626.49	53.23000	64,195.38	1.42%	17,568.89	1,628.10	2.53%
215	APPLE INC	AAPL	16,021.72	405.00000	87,075.00	1.93%	71,053.28	N/A	N/A
1,080	AUTOMATIC DATA PROCESSING INC	ADP	49,333.42	54.01000	58,330.80	1.29%	8,997.38	1,706.40	2.92%
1,175	CHECK POINT SOFTWARE	CHKP	42,091.55	52.54000	61,734.50	1.37%	19,642.95	N/A	N/A

Schedule #1

PORTFOLIO HOLDINGS

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
	TECHNOLOGIES LTD								
1,177	FISERV INC	FISV	50,485.14	58.74000	69,136.98	1.53%	18,651.84	N/A	N/A
94	GOOGLE INC CL A	GOOG	33,611.47	645.90000	60,714.60	1.35%	27,103.13	N/A	N/A
2,405	INTEL CORP	INTC	54,064.40	24.25000	58,321.25	1.29%	4,256.85	2,020.20	3.46%
475	INTERNATIONAL BUSINESS MACHINES CORP	IBM	55,443.40	183.88000	87,343.00	1.94%	31,899.60	1,425.00	1.63%
2,265	MICROSOFT CORP	MSFT	59,450.39	25.96000	58,799.40	1.30%	(650.99)	1,812.00	3.08%
1,610	QUALCOMM INC	QCOM	68,009.92	54.70000	88,067.00	1.95%	20,057.08	1,384.60	1.57%
580	VISA INC CLASS A	V	44,267.05	101.53000	58,887.40	1.31%	14,620.35	510.40	0.86%
	TOTAL INFORMATION TECHNOLOGY		519,404.95		752,605.31	16.70%	233,200.36	10,486.70	
MATERIALS									
1,205	ALBEMARLE CORP	ALB	42,237.79	51.51000	62,069.55	1.38%	19,831.76	843.50	1.35%
920	INTL FLAVOR & FRAGRANCES	IFF	46,521.92	52.42000	48,226.40	1.07%	1,704.48	1,140.80	2.36%
570	PRAXAIR INC	PX	17,060.28	106.90000	60,933.00	1.35%	43,872.72	1,140.00	1.87%
	TOTAL MATERIALS		105,819.99		171,228.95	3.80%	65,408.96	3,124.30	
TELECOMMUNICATIONS SERVICES									
1,435	AMERICAN TOWER CORP CL A	AMT	47,288.66	60.01000	86,114.35	1.91%	38,825.69	2,009.00	2.33%
699	MILLICOM INTERNATIONAL CELLULAR S A NEW	MIICF	55,109.67	100.99000	70,592.01	1.57%	15,482.34	3,355.20	4.75%
	TOTAL TELECOMMUNICATIONS SERVICES		102,398.33		156,706.36	3.48%	54,308.03	5,364.20	
	TOTAL COMMON STOCK		2,488,105.87		3,412,947.79	75.73%	924,841.92	62,076.20	
CORPORATE BONDS									
100,000	AT & T INC SENIOR NOTE CPN 2.500% DUE 08/15/15 DTD 07/30/10 FC 02/15/11 MOODY'S A2 / S&P A-	00206RAV4	101,107.00	103.56170	103,561.70	2.30%	2,454.70	2,500.00	2.41%
60,000	AMERICAN EXPRESS CREDIT CORP MEDIUM TERM NOTE B/E CPN 2.800% DUE 09/19/16 DTD 09/19/11 FC 03/19/12 MOODY'S A2 / S&P BBB+	0258M0DC0	61,263.60	101.10790	60,664.74	1.35%	(598.86)	1,680.00	2.76%
60,000	APPLIED MATERIALS INC SENIOR NOTE CPN 2.650% DUE 06/15/16	038222AE5	62,490.00	102.90900	61,745.40	1.37%	(744.60)	1,590.00	2.57%

Schedule #1

PORTFOLIO HOLDINGS

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
	DTD 06/08/11 FC 12/15/11 MOODY'S A3 / S&P A-								
150,000	B B & T CORPORATION SUBORDINATE NOTE CPN 4.750% DUE 10/01/12 DTD 09/24/02 FC 04/01/03 MOODY'S A3 / S&P BBB+	054937AD9	148,480.50	102.50170	153,752.55	3.41%	5,272.05	7,125.00	4.63%
150,000	BERKSHIRE HATHAWAY FINANCE CORP GTD SENIOR NOTE B/E CPN 2.450% DUE 12/15/15 DTD 12/15/10 FC 06/15/11 MOODY'S AA2 / S&P AA+	084664BN0	149,589.00	103.43740	155,156.10	3.44%	5,567.10	3,675.00	2.36%
60,000	GENERAL ELEC CAP CORP MEDIUM TERM NOTE B/E CPN 4.650% DUE 10/17/21 DTD 10/17/11 FC 04/17/12 MOODY'S AA2 / S&P AA+	36962G5J9	61,567.20	104.18980	62,513.88	1.39%	946.68	2,790.00	4.46%
60,000	HEWLETT PACKARD COMPANY GLOBAL NOTE B/E CPN 2.125% DUE 09/13/15 DTD 09/13/10 FC 03/13/11 MOODY'S A2 / S&P BBB+	428236BC6	58,996.20	97.84360	58,706.16	1.30%	(290.04)	1,275.00	2.17%
60,000	JPMORGAN CHASE & COMPANY NOTE B/E CPN 2.600% DUE 01/15/16 DTD 11/18/10 FC 07/15/11 MOODY'S AA3 / S&P A	46625HHW3	59,251.20	99.30620	59,583.72	1.32%	332.52	1,560.00	2.61%
55,000	SUNTRUST BANKS INC SENIOR NOTE B/E CPN 3.500% DUE 01/20/17 DTD 11/01/11 FC 01/20/12 CALL 12/20/16 @ 100.000 MOODY'S BAA1 / S&P BBB	867914BE2	55,085.80	100.30750	55,169.12	1.22%	83.32	1,925.00	3.48%
60,000	VERIZON COMMUNICATIONS INC NOTE B/E CPN 3.500% DUE 11/01/21 DTD 11/03/11 FC 05/01/12 MOODY'S A3 / S&P A-	92343VBC7	60,729.60	104.18500	62,511.00	1.39%	1,781.40	2,100.00	3.35%

Schedule # 1

PORTFOLIO HOLDINGS

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Quantity	Description	Symbol/ CUSIP	Adjusted Cost* Original Cost	Market Price	Market Value	% of Assets	Unrealized Gain (Loss)	Estimated Income	Current Yield
815,000	TOTAL CORPORATE BONDS		818,560.10		833,364.37	18.49%	14,804.27	26,220.00	
OTHER FIXED INCOME									
150,000	FEDL HOME LOAN BANK BOND B/E CPN 4.000% DUE 09/06/13 DTD 08/01/08 FC 09/06/08 MOODY'S AAA / S&P AA+	3133XRX88	150,760.50	106.12320	159,184.80	3.53%	8,424.30	6,000.00	3.76%
150,000	TOTAL OTHER FIXED INCOME		150,760.50		159,184.80	3.53%	8,424.30	6,000.00	
	TOTAL		3,457,426.47		4,405,496.96		948,070.49	94,296.20	

PURCHASES & SALES

Date	Activity	Quantity	Description	Price	Debit	Credit
12/05/2011	PURCHASE	215	WELLPOINT INC	70.2873	15,186.77	
12/07/2011	PURCHASE	60,000	HEWLETT PACKARD COMPANY GLOBAL NOTE B/E CPN 2.125% DUE 09/13/15 DTD 09/13/10 FC 03/13/11	98.1770	59,311.41	
12/09/2011	PURCHASE	60,000	VERIZON COMMUNICATIONS INC NOTE B/E CPN 3.500% DUE 11/01/21 DTD 11/03/11 FC 05/01/12	101.0660	60,968.77	
12/14/2011	SALE	(652)	CATERPILLAR INC SALE VS PURCHASE TRADE	86.8859		56,570.28
12/14/2011	PURCHASE	550	LOWES COMPANIES INC	24.3483	13,466.57	
12/21/2011	PURCHASE	485	UNION PACIFIC CORP	100.5791	48,855.86	
TOTAL PURCHASES & SALES					197,789.38	56,570.28

Schedule # 2

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • FINRA • SIPC

REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-I-Y
From 12-01-10 Through 11-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
06-25-08	12-08-10	690.000	Albemarle Corp	30,273.54		37,551.37		7,277.83
06-30-10	01-05-11	1,048 000	Barrick Gold Corp	48,111.48		52,749.98	4,638.50	
03-10-10	01-12-11	301.000	Autozone Inc	50,790.82		75,413.23	24,622.41	
04-14-04	01-12-11	775.000	Colgate-palmolive Company	42,338.02		60,458.13		18,120.11
07-23-08	03-23-11	880.000	Spdr Series Trust S&p Biotech Etf	58,155.68		54,287.04		(3,868.64)
11-14-07	03-30-11	2,130.000	Cisco Systems Inc	64,163.48		36,839.56		(27,323.92)
05-14-08	03-30-11	585.000	Cisco Systems Inc	15,289.33		10,117.90		(5,171.43)
12-29-10	03-30-11	125.000	Cisco Systems Inc	2,632.36		2,161.95	(470.41)	
11-19-08	03-30-11	333.000	Caterpillar Inc	11,815.67		36,901.41		25,085.74
04-28-10	04-06-11	870.000	Teva Pharmaceutical Industries Limited	51,964 84		44,035.51	(7,929.33)	
12-10-08	05-25-11	130.000	Cme Group Inc Class A	28,985.32		37,200.04		8,214.72
11-10-10	07-27-11	705.000	Medco Health Solutions Inc	41,777.38		45,045.95	3,268.57	
02-03-10	09-14-11	860.000	Becton Dickinson & Company	66,016.52		65,262.42		(754.10)
08-11-10	09-14-11	3,770.000	Ford Motor Company New	47,884.66		37,966.93		(9,917.73)
04-14-10	09-14-11	675.000	General Dynamics Corp Common	51,807.26		39,298.69		(12,508.57)
04-05-11	09-14-11	295.000	General Dynamics Corp Common	22,126.10		17,174.98	(4,951.12)	
01-09-08	09-28-11	2,364.000	Sabmiller Plc Spons Adr	66,798.37		77,057.12		10,258.75
05-12-10	11-14-11	13 000	Millicom International Cellular S A New	1,179.53		1,370.57		191.04
09-14-11	11-14-11	120.000	Nestle S A Spnsd Adr Repsting Reg Shs	6,721.32		6,680.87	(40.45)	
09-10-08	11-14-11	219.000	Accenture Plc Ireland Class A New	8,467.00		12,740.63		4,273.63
05-26-10	11-14-11	195.000	American Tower Corp Chgcl A	7,867.96		11,226.24		3,358.28
09-08-10	11-14-11	80.000	Anheuser Busch Inbev Sa/nv	4,465.51		4,572.11		106.60
12-22-10	11-14-11	60.000	Bank Of America Corp	801.93		294.59	(507.34)	
01-12-11	11-14-11	125.000	Capital One Financial Corp	5,899.98		5,514.89	(385.09)	
03-16-06	11-14-11	200.000	Chevron Corp	11,464.92		21,246.59		9,781 67
05-11-05	11-14-11	250.000	Danaher Corp	6,492.80		12,329.76		5,836.96
06-04-08	11-14-11	275.000	Disney Walt Company	9,349.23		9,912.81		563.58
11-10-10	11-14-11	50.000	Eog Resources Inc	4,693.40		5,074.40		381.00
11-03-10	11-14-11	130.000	Exxon Mobil Corp	8,920.21		10,255.90		1,335.69
07-14-10	11-14-11	155.000	Illinois Tool Works Inc	6,856.05		7,197.58		341.53
07-25-07	11-14-11	120.000	International Business Machines Corp	14,006.75		22,690.96		8,684.21
04-21-10	11-14-11	115.000	Intl Flavor & Fragrances	5,815.24		6,201.75		386.51
09-26-07	11-14-11	180.000	Jpmorgan Chase & Company	8,330.29		5,843.29		(2,487.00)
12-30-88	11-14-11	165.000	Johnson & Johnson	886.50		10,633.29		9,746.79
07-23-08	11-14-11	134.000	Laboratory Corp Of Amer Holdings New	9,620.73		11,157 85		1,537 12
03-03-04	11-14-11	335.000	Lowes Companies Inc	9,324.29		7,847.60		(1,476.69)
10-21-92	11-14-11	75 000	Markel Corp	2,174.62		29,367.93		27,193.30
06-03-09	11-14-11	100.000	Mcdonalds Corp	6,088.36		9,372.82		3,284.46
10-14-09	11-14-11	15.000	Novo Nordisk As Adr	979.63		1,606.47		626.84
01-14-09	11-14-11	145 000	Occidental Petroleum Corp	7,961.05		14,291.32		6,330.27
05-11-05	11-14-11	465.000	Pepsico Inc	26,398.05		29,168.29		2,770 24
06-25-03	11-14-11	90.000	Praxair Inc	2,693.73		9,020.23		6,326 50
08-30-06	11-14-11	230.000	Procter & Gamble Company	14,259.40		14,511.32		251.92

The information contained herein is based upon data obtained from sources believed to be reliable and in some cases the client, however, such data is not guaranteed as to its accuracy or completeness and is for informational purposes only. Please note that some securities, notably mutual funds and real estate investment trust, may revise the classification of prior distributions late in the tax preparation season. Should this occur, the cost basis information above would need to be adjusted, thereby affecting your gain/loss Unless otherwise instructed by you, Davenport will use its usual and customary method for establishing the cost basis for security sales in your account. This method generally assigns the highest available cost basis to a security sale, as opposed to the "first-in, first-out" (FIFO) method. Please be advised that 12/31/89 in the open Date column is a default date indicating missing cost basis and acquisition date; thus, the totals are incomplete.

Schedule #2

DAVENPORT
& COMPANY LLC
EST. 1863 • MEMBER: NYSE • FINRA • SIPC

REALIZED GAINS AND LOSSES
THE JACKSON FOUNDATION
4551-1072-RSTJ-DAM-I-Y
From 12-01-10 Through 11-30-11

							Gain Or Loss	
Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Short Term	Long Term
10-06-10	11-14-11	120.000	Schlumberger Ltd	7,639.34		9,073.62		1,434.28
10-05-11	11-14-11	125.000	Schwab Charles Corp New	1,456.44		1,458.72	2.28	
05-12-04	11-14-11	165.000	United Technologies Corp	6,853.93		12,996 05		6,142 11
06-16-10	11-14-11	70.000	Visa Inc Class A	5,342.58		6,618.97		1,276.39
06-25-08	11-14-11	260 000	Wal-mart Stores Inc	15,184.60		15,186.71		2.11
12-16-09	11-14-11	220 000	Wells Fargo & Co New	5,752.60		5,523.89		(228.71)
09-14-06	11-14-11	40.000	Apple Inc	2,980.79		15,275 91		12,295.12
09-03-08	11-14-11	200.000	Automatic Data Processing Inc	9,135.82		10,290.80		1,154.98
09-01-10	11-14-11	160 000	Check Point Software Technologies Ltd	5,731.62		9,289.62		3,558 00
03-03-10	11-14-11	185.000	Fiserv Inc	9,226.96		10,640.73		1,413.77
11-10-05	11-14-11	7.000	Google Inc Cl A	2,699.99		4,239.34		1,539.35
04-08-09	11-14-11	4.000	Google Inc Cl A	1,463.25		2,422.48		959 23
05-17-07	11-14-11	570.000	Intel Corp	12,813.60		14,094.93		1,281.33
05-16-02	11-14-11	555.000	Microsoft Corp	15,380.30		14,859.76		(520.54)
11-05-08	11-14-11	200.000	Price T Rowe Group Inc	8,377.28		10,788.79		2,411.51
08-14-09	11-14-11	265.000	Qualcomm Inc	12,189.84		15,093.31		2,903.47
03-30-11	11-28-11	1,525 000	Discovery Communicationsinc New Series C	53,384.15		55,760.71	2,376.56	
TOTAL GAINS							34,908.32	198,636 94
TOTAL LOSSES							(14,283.74)	(64,257.34)
				1,068,262.41	**0.00**	**1,223,266.61**	**20,624.59**	**134,379.61**

TOTAL REALIZED GAIN/LOSS 155,004.20
NO CAPITAL GAINS DISTRIBUTIONS

Portfolio Fees Incurred: 23,399.65

The information contained herein is based upon data obtained from sources believed to be reliable and in some cases the client, however, such data is not guaranteed as to its accuracy or completeness and is for informational purposes only. Please note that some securities, notably mutual funds and real estate investment trust, may revise the classification of prior distributions late in the tax preparation season. Should this occur, the cost basis information above would need to be adjusted, thereby affecting your gain/loss. Unless otherwise instructed by you, Davenport will use its usual and customary method for establishing the cost basis for security sales in your account. This method generally assigns the highest available cost basis to a security sale, as opposed to the "first-in, first-out" (FIFO) method. Please be advised that 12/31/89 in the open Date column is a default date indicating missing cost basis and acquisition date, thus, the totals are incomplete.

SUNTRUST

Schedule #3

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
		SALES			
11/18/11	150	ABBOTT LABS COM	8,141.35	5,304.74-	2,836.61
04/01/11	10,000	ACE INA HLDG INC 5.800% 3/15/18	10,876.30	9,991.60-	884.70
03/08/11	10,000	ACE INA HLDGS 5.700% 2/15/17	10,928.70	9,992.30-	936.40
07/12/11	10,000	ALBEMARLE CORP 4.500% 12/15/20	10,096.70	9,910.10-	186.60
03/08/11	15,000	ALLERGAN INC 3.375% 9/15/20	13,962.15	14,954.55-	992.40-
03/30/11	10,000	AMER EXPRESS CREDIT 2.750% 9/15/15	9,859.30	9,944.50-	85.20-
02/22/11	15,000	AMERIPRISE FINL INC 7.300% 6/28/19	17,748.60	18,600.45-	851.85-
06/15/11	200	AMERIPRISE FINL INC COM	11,256.84	7,942.06-	3,314.78
11/01/11	400	AMERIPRISE FINL INC COM	19,666.82	15,076.48-	4,590.34
		TOTAL AMERIPRISE FINL INC COM	30,923.66	23,018.54-	7,905.12
01/18/11	400	AMGEN INC COM	22,597.09	23,840.40-	1,243.31-
06/15/11	500	AT & T INC COM	15,149.60	13,102.80-	2,046.80
04/01/11	15,000	AT&T INC 2.500% 8/15/15	14,867.10	15,166.80-	299.70-
06/10/11	10,000	BANK AMER CORP 6.250% 04/15/12	10,429.00	9,944.74-	484.26
10/18/11	15,000	BB&T CORP 3.850% 7/27/12	15,337.50	15,736.05-	398.55-

Schedule #3.

SUNTRUST

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JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
03/24/11	800	BCE INC CDA COM US SHS	28,918.64	23,727.85-	5,190.79
01/20/11	800	BEST BUY INC COM	28,453.19	30,639.64-	2,186.45-
03/08/11	10,000	BLACKROCK INC 6.250% 9/15/17	11,438.90	10,891.50-	547.40
11/18/11	150	BP PLC SPONS ADR	6,518.87	11,237.72-	4,718.85-
07/07/11	15,000	CAMPBELL SOUP CO 4.500% 2/15/19	15,831.45	15,510.15-	321.30
03/18/11	300	CB RICHARD ELLIS GROUP INC CL A COM	7,772.37	3,945.24-	3,827.13
08/23/11	800	CENTERPOINT ENERGY INC COM	14,994.91	13,077.74-	1,917.17
11/18/11	100	CHEVRON CORP COM	10,621.29	8,064.85-	2,556.44
11/18/11	175	CHEVRON CORP COM	18,026.05	14,113.49-	3,912.56
		TOTAL CHEVRON CORP COM	28,647.34	22,178.34-	6,469.00
06/15/11	300	CHUBB CORP COM	19,119.74	12,724.86-	6,394.88
11/18/11	250	CHUBB CORP COM	16,567.18	10,421.20-	6,145.98
		TOTAL CHUBB CORP COM	35,686.92	23,146.06-	12,540.86
08/08/11	20,000	CISCO SYSTEMS INC 5.500% 1/15/40	21,885.40	19,512.70-	2,372.70
05/16/11	10,000	CORNING INC 5.750% 8/15/40	10,210.70	10,044.10-	166.60
04/08/11	400	CUMMINS INC COM	44,088.11	8,673.51-	35,414.60
08/23/11	300	DOMINION RES INC VA NEW COM	14,651.17	11,197.90-	3,453.27

SUNTRUST

Schedule #3

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
05/11/11	1,050	DREAMWORKS ANIMATION INC CL A COM	27,178.20	41,696.56-	14,518.36-
06/15/11	1,000	EMC CORP MASS COM	26,518.89	16,659.40-	9,859.49
11/18/11	100	EOG RESOURCES INC COM	10,235.80	9,434.25-	801.55
11/16/11	400	EXELIS INC COM	4,228.39	4,560.95-	332.56-
06/09/11	30,000	FED HOME LN MTG CORP 1.000% 5/24/13	30,031.68	30,000.00-	31.68
08/19/11	20,000	FED HOME LN MTG CORP 1.200% 11/19/13	20,000.00	20,000.00-	0.00
11/10/11	15,000	FED NATL MTG ASSN 1.000% 9/14/15	14,973.00	15,000.00-	27.00-
VARIOUS	874,928.5	FEDERATED MMKT PRIME OBLIG-I #10 FFS	874,928.50	874,928.50-	0.00
VARIOUS	229,812.36	FEDERATED US TRSY CASH RES-I#125 FFS	229,812.36	229,812.36-	0.00
12/15/10	210.38	FHLMC GOLD #C01450 6.500% 12/01/32	210.38	218.86-	8.48-
01/18/11	10.36	FHLMC GOLD #C01450 6.500% 12/01/32	10.36	10.78-	0.42-
02/15/11	10.38	FHLMC GOLD #C01450 6.500% 12/01/32	10.38	10.80-	0.42-
03/15/11	108.37	FHLMC GOLD #C01450 6.500% 12/01/32	108.37	112.74-	4.37-
04/15/11	13.16	FHLMC GOLD #C01450 6.500% 12/01/32	13.16	13.69-	0.53-
05/16/11	239.4	FHLMC GOLD #C01450 6.500% 12/01/32	239.40	249.05-	9.65-
06/15/11	126.29	FHLMC GOLD #C01450 6.500% 12/01/32	126.29	131.38-	5.09-
07/15/11	11.98	FHLMC GOLD #C01450 6.500% 12/01/32	11.98	12.46-	0.48-
08/15/11	286.83	FHLMC GOLD #C01450 6.500% 12/01/32	286.83	298.39-	11.56-
09/13/11	4,325.25	FHLMC GOLD #C01450 6.500% 12/01/32	4,817.25	4,499.61-	317.64
09/15/11	146.66	FHLMC GOLD #C01450 6.500% 12/01/32	146.66	152.57-	5.91-
		TOTAL FHLMC GOLD #C01450 6.500% 12/01/32	5,981.06	5,710.33-	270.73

Schedule #3

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
12/15/10	244.67	FHLMC GOLD #C91149 6.000% 1/01/28	244.67	256.37-	11.70-
01/18/11	367.84	FHLMC GOLD #C91149 6.000% 1/01/28	367.84	385.43-	17.59-
02/15/11	192.69	FHLMC GOLD #C91149 6.000% 1/01/28	192.69	201.90-	9.21-
03/15/11	249.71	FHLMC GOLD #C91149 6.000% 1/01/28	249.71	261.65-	11.94-
04/15/11	258.75	FHLMC GOLD #C91149 6.000% 1/01/28	258.75	271.12-	12.37-
05/16/11	567.45	FHLMC GOLD #C91149 6.000% 1/01/28	567.45	594.58-	27.13-
06/15/11	140.72	FHLMC GOLD #C91149 6.000% 1/01/28	140.72	147.45-	6.73-
07/15/11	124.8	FHLMC GOLD #C91149 6.000% 1/01/28	124.80	130.77-	5.97-
08/15/11	285.22	FHLMC GOLD #C91149 6.000% 1/01/28	285.22	298.86-	13.64-
09/15/11	129.65	FHLMC GOLD #C91149 6.000% 1/01/28	129.65	135.85-	6.20-
10/17/11	281.59	FHLMC GOLD #C91149 6.000% 1/01/28	281.59	295.05-	13.46-
11/15/11	133.24	FHLMC GOLD #C91149 6.000% 1/01/28	133.24	139.61-	6.37-
		TOTAL FHLMC GOLD #C91149 6.000% 1/01/28	2,976.33	3,118.64-	142.31-
12/15/10	804.04	FHLMC GOLD #G05695 4.500% 11/01/39	804.04	816.35-	12.31-
01/18/11	711.55	FHLMC GOLD #G05695 4.500% 11/01/39	711.55	722.45-	10.90-
02/15/11	321.41	FHLMC GOLD #G05695 4.500% 11/01/39	321.41	326.33-	4.92-
03/15/11	203.99	FHLMC GOLD #G05695 4.500% 11/01/39	203.99	207.11-	3.12-
04/15/11	253.46	FHLMC GOLD #G05695 4.500% 11/01/39	253.46	257.34-	3.88-
05/16/11	138.16	FHLMC GOLD #G05695 4.500% 11/01/39	138.16	140.28-	2.12-
06/15/11	244.09	FHLMC GOLD #G05695 4.500% 11/01/39	244.09	247.83-	3.74-
07/15/11	354.89	FHLMC GOLD #G05695 4.500% 11/01/39	354.89	360.32-	5.43-
08/15/11	295.25	FHLMC GOLD #G05695 4.500% 11/01/39	295.25	299.77-	4.52-
09/15/11	277.46	FHLMC GOLD #G05695 4.500% 11/01/39	277.46	281.71-	4.25-
10/17/11	502.55	FHLMC GOLD #G05695 4.500% 11/01/39	502.55	510.25-	7.70-
11/15/11	709.3	FHLMC GOLD #G05695 4.500% 11/01/39	709.30	720.16-	10.86-
		TOTAL FHLMC GOLD #G05695 4.500% 11/01/39	4,816.15	4,889.90-	73.75-
05/16/11	394.03	FHLMC GOLD #G05923 5.500% 2/01/40	394.03	419.77-	25.74-

SUNTRUST

Schedule #3.

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JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
06/15/11	372.85	FHLMC GOLD #G05923 5.500% 2/01/40	372.85	397.20-	24.35-
07/15/11	405.63	FHLMC GOLD #G05923 5.500% 2/01/40	405.63	432.12-	26.49-
08/11/11	15,491.63	FHLMC GOLD #G05923 5.500% 2/01/40	16,851.99	16,503.43-	348.56
08/15/11	387.42	FHLMC GOLD #G05923 5.500% 2/01/40	387.42	412.72-	25.30-
		TOTAL FHLMC GOLD #G05923 5.500% 2/01/40	18,411.92	18,165.24-	246.68
12/27/10	778.59	FNMA POOL #AC6693 4.500% 1/01/40	778.59	812.17-	33.58-
01/25/11	748.59	FNMA POOL #AC6693 4.500% 1/01/40	748.59	780.87-	32.28-
02/25/11	263.36	FNMA POOL #AC6693 4.500% 1/01/40	263.36	274.72-	11.36-
03/25/11	129.15	FNMA POOL #AC6693 4.500% 1/01/40	129.15	134.72-	5.57-
04/25/11	219.37	FNMA POOL #AC6693 4.500% 1/01/40	219.37	228.83-	9.46-
05/25/11	168.23	FNMA POOL #AC6693 4.500% 1/01/40	168.23	175.48-	7.25-
06/27/11	120.81	FNMA POOL #AC6693 4.500% 1/01/40	120.81	126.02-	5.21-
07/25/11	201.98	FNMA POOL #AC6693 4.500% 1/01/40	201.98	210.69-	8.71-
07/29/11	24,342.76	FNMA POOL #AC6693 4.500% 1/01/40	25,244.20	25,392.54-	148.34-
		TOTAL FNMA POOL #AC6693 4.500% 1/01/40	27,874.28	28,136.04-	261.76-
08/25/11	535.93	FNMA POOL #AD7136 5.000% 7/01/40	535.93	572.61-	36.68-
09/26/11	512.08	FNMA POOL #AD7136 5.000% 7/01/40	512.08	547.13-	35.05-
10/25/11	809.95	FNMA POOL #AD7136 5.000% 7/01/40	809.95	865.38-	55.43-
11/25/11	1,081.72	FNMA POOL #AD7136 5.000% 7/01/40	1,081.72	1,155.75-	74.03-
		TOTAL FNMA POOL #AD7136 5.000% 7/01/40	2,939.68	3,140.87-	201.19-
11/25/11	220.96	FNMA POOL #AE0113 4.000% 7/01/40	220.96	230.21-	9.25-
03/25/11	94.19	FNMA POOL #AE0395 4.500% 10/01/40	94.19	94.81-	0.62-
04/25/11	119.33	FNMA POOL #AE0395 4.500% 10/01/40	119.33	120.11-	0.78-
05/25/11	115.51	FNMA POOL #AE0395 4.500% 10/01/40	115.51	116.27-	0.76-

Schedule #3

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
06/27/11	120.9	FNMA POOL #AE0395 4.500% 10/01/40	120.90	121.69-	0.79-
07/14/11	23,272.06	FNMA POOL #AE0395 4.500% 10/01/40	24,057.49	23,424.79-	632.70
07/25/11	244.3	FNMA POOL #AE0395 4.500% 10/01/40	244.30	245.90-	1.60-
		TOTAL FNMA POOL #AE0395 4.500% 10/01/40	24,751.72	24,123.57-	628.15
12/27/10	242.92	FNMA POOL #254832 5.500% 8/01/23	242.92	256.58-	13.66-
01/25/11	271.81	FNMA POOL #254832 5.500% 8/01/23	271.81	287.10-	15.29-
02/25/11	243.53	FNMA POOL #254832 5.500% 8/01/23	243.53	257.23-	13.70-
03/25/11	184.35	FNMA POOL #254832 5.500% 8/01/23	184.35	194.72-	10.37-
04/25/11	224.45	FNMA POOL #254832 5.500% 8/01/23	224.45	237.08-	12.63-
05/25/11	158.89	FNMA POOL #254832 5.500% 8/01/23	158.89	167.83-	8.94-
06/27/11	130.48	FNMA POOL #254832 5.500% 8/01/23	130.48	137.82-	7.34-
07/25/11	88.72	FNMA POOL #254832 5.500% 8/01/23	88.72	93.71-	4.99-
08/25/11	123.53	FNMA POOL #254832 5.500% 8/01/23	123.53	130.48-	6.95-
09/26/11	157.01	FNMA POOL #254832 5.500% 8/01/23	157.01	165.84-	8.83-
10/25/11	154.46	FNMA POOL #254832 5.500% 8/01/23	154.46	163.15-	8.69-
11/25/11	116.44	FNMA POOL #254832 5.500% 8/01/23	116.44	122.99-	6.55-
		TOTAL FNMA POOL #254832 5.500% 8/01/23	2,096.59	2,214.53-	117.94-
12/27/10	727.33	FNMA POOL #256597 5.500% 2/01/37	727.33	767.22-	39.89-
01/25/11	733.69	FNMA POOL #256597 5.500% 2/01/37	733.69	773.93-	40.24-
02/25/11	648.92	FNMA POOL #256597 5.500% 2/01/37	648.92	684.51-	35.59-
02/28/11	18,235.96	FNMA POOL #256597 5.500% 2/01/37	19,375.71	19,236.10-	139.61
		TOTAL FNMA POOL #256597 5.500% 2/01/37	21,485.65	21,461.76-	23.89
12/27/10	131.19	FNMA POOL #555455 6.000% 4/01/18	131.19	142.30-	11.11-
01/25/11	147.57	FNMA POOL #555455 6.000% 4/01/18	147.57	160.06-	12.49-
02/25/11	119.87	FNMA POOL #555455 6.000% 4/01/18	119.87	130.02-	10.15-

Schedule #3

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JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
03/25/11	115.04	FNMA POOL #555455 6.000% 4/01/18	115.04	124.78-	9.74-
04/25/11	91.37	FNMA POOL #555455 6.000% 4/01/18	91.37	99.11-	7.74-
05/25/11	92.43	FNMA POOL #555455 6.000% 4/01/18	92.43	100.25-	7.82-
06/27/11	106.85	FNMA POOL #555455 6.000% 4/01/18	106.85	115.90-	9.05-
07/25/11	112.56	FNMA POOL #555455 6.000% 4/01/18	112.56	122.09-	9.53-
08/25/11	160.62	FNMA POOL #555455 6.000% 4/01/18	160.62	174.22-	13.60-
09/26/11	152.91	FNMA POOL #555455 6.000% 4/01/18	152.91	165.85-	12.94-
10/25/11	115.38	FNMA POOL #555455 6.000% 4/01/18	115.38	125.15-	9.77-
11/25/11	72.59	FNMA POOL #555455 6.000% 4/01/18	72.59	78.74-	6.15-
		TOTAL FNMA POOL #555455 6.000% 4/01/18	1,418.38	1,538.47-	120.09-
12/27/10	1,846.53	FNMA POOL #725027 5.000% 11/01/33	1,846.53	1,927.66-	81.13-
01/25/11	1,652.87	FNMA POOL #725027 5.000% 11/01/33	1,652.87	1,725.48-	72.61-
02/25/11	1,134.59	FNMA POOL #725027 5.000% 11/01/33	1,134.59	1,184.44-	49.85-
03/25/11	774.79	FNMA POOL #725027 5.000% 11/01/33	774.79	808.83-	34.04-
04/25/11	700.61	FNMA POOL #725027 5.000% 11/01/33	700.61	731.39-	30.78-
05/25/11	624.72	FNMA POOL #725027 5.000% 11/01/33	624.72	652.17-	27.45-
06/27/11	593.44	FNMA POOL #725027 5.000% 11/01/33	593.44	619.51-	26.07-
07/25/11	799.25	FNMA POOL #725027 5.000% 11/01/33	799.25	834.37-	35.12-
08/25/11	732.72	FNMA POOL #725027 5.000% 11/01/33	732.72	764.91-	32.19-
09/26/11	840.02	FNMA POOL #725027 5.000% 11/01/33	840.02	876.93-	36.91-
10/25/11	828.06	FNMA POOL #725027 5.000% 11/01/33	828.06	864.44-	36.38-
11/25/11	1,153.02	FNMA POOL #725027 5.000% 11/01/33	1,153.02	1,203.68-	50.66-
		TOTAL FNMA POOL #725027 5.000% 11/01/33	11,680.62	12,193.81-	513.19-
12/27/10	1,419.82	FNMA POOL #730969 5.000% 8/01/33	1,419.82	1,463.52-	43.70-
01/25/11	696.57	FNMA POOL #730969 5.000% 8/01/33	696.57	718.01-	21.44-
02/25/11	677.81	FNMA POOL #730969 5.000% 8/01/33	677.81	698.67-	20.86-
03/25/11	569.58	FNMA POOL #730969 5.000% 8/01/33	569.58	587.11-	17.53-

Schedule #3.

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
04/25/11	245.32	FNMA POOL #730969 5.000% 8/01/33	245.32	252.87-	7.55-
05/25/11	481.01	FNMA POOL #730969 5.000% 8/01/33	481.01	495.82-	14.81-
06/27/11	428.57	FNMA POOL #730969 5.000% 8/01/33	428.57	441.76-	13.19-
07/25/11	150.21	FNMA POOL #730969 5.000% 8/01/33	150.21	154.83-	4.62-
08/25/11	258.05	FNMA POOL #730969 5.000% 8/01/33	258.05	265.99-	7.94-
09/26/11	144.76	FNMA POOL #730969 5.000% 8/01/33	144.76	149.22-	4.46-
10/25/11	356.82	FNMA POOL #730969 5.000% 8/01/33	356.82	367.80-	10.98-
11/25/11	692.25	FNMA POOL #730969 5.000% 8/01/33	692.25	713.56-	21.31-
		TOTAL FNMA POOL #730969 5.000% 8/01/33	6,120.77	6,309.16-	188.39-
12/27/10	677.43	FNMA POOL #735893 5.000% 10/01/35	677.43	704.95-	27.52-
01/19/11	18,993.25	FNMA POOL #735893 5.000% 10/01/35	20,005.24	19,764.85-	240.39
01/25/11	651.38	FNMA POOL #735893 5.000% 10/01/35	651.38	677.84-	26.46-
		TOTAL FNMA POOL #735893 5.000% 10/01/35	21,334.05	21,147.64-	186.41
12/27/10	323.09	FNMA POOL #735925 5.000% 10/01/35	323.09	328.90-	5.81-
01/25/11	327.26	FNMA POOL #735925 5.000% 10/01/35	327.26	333.14-	5.88-
02/25/11	245.83	FNMA POOL #735925 5.000% 10/01/35	245.83	250.25-	4.42-
03/25/11	174.86	FNMA POOL #735925 5.000% 10/01/35	174.86	178.00-	3.14-
04/25/11	164.13	FNMA POOL #735925 5.000% 10/01/35	164.13	167.08-	2.95-
05/25/11	138.02	FNMA POOL #735925 5.000% 10/01/35	138.02	140.50-	2.48-
06/27/11	129.68	FNMA POOL #735925 5.000% 10/01/35	129.68	132.01-	2.33-
07/25/11	165.95	FNMA POOL #735925 5.000% 10/01/35	165.95	168.93-	2.98-
08/25/11	157.09	FNMA POOL #735925 5.000% 10/01/35	157.09	159.91-	2.82-
09/26/11	199.7	FNMA POOL #735925 5.000% 10/01/35	199.70	203.29-	3.59-
10/25/11	192.71	FNMA POOL #735925 5.000% 10/01/35	192.71	196.17-	3.46-
11/25/11	199.2	FNMA POOL #735925 5.000% 10/01/35	199.20	202.78-	3.58-
		TOTAL FNMA POOL #735925 5.000% 10/01/35	2,417.52	2,460.96-	43.44-

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DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
12/27/10	391.74	FNMA POOL #745407 6.000% 4/01/24	391.74	396.33-	4.59-
01/25/11	379.66	FNMA POOL #745407 6.000% 4/01/24	379.66	384.11-	4.45-
02/25/11	336.24	FNMA POOL #745407 6.000% 4/01/24	336.24	340.18-	3.94-
03/25/11	275.34	FNMA POOL #745407 6.000% 4/01/24	275.34	278.57-	3.23-
04/25/11	276.04	FNMA POOL #745407 6.000% 4/01/24	276.04	279.27-	3.23-
05/25/11	297.87	FNMA POOL #745407 6.000% 4/01/24	297.87	301.36-	3.49-
06/27/11	249.32	FNMA POOL #745407 6.000% 4/01/24	249.32	252.24-	2.92-
07/25/11	238.22	FNMA POOL #745407 6.000% 4/01/24	238.22	241.01-	2.79-
08/25/11	259.18	FNMA POOL #745407 6.000% 4/01/24	259.18	262.22-	3.04-
09/13/11	11,782.36	FNMA POOL #745407 6.000% 4/01/24	13,089.46	11,920.44-	1,169.02
09/26/11	255.23	FNMA POOL #745407 6.000% 4/01/24	255.23	258.22-	2.99-
		TOTAL FNMA POOL #745407 6.000% 4/01/24	16,048.30	14,913.95-	1,134.35
12/27/10	349.81	FNMA POOL #745748 5.500% 7/01/36	349.81	350.10-	0.29-
01/25/11	371.35	FNMA POOL #745748 5.500% 7/01/36	371.35	371.66-	0.31-
02/25/11	322.76	FNMA POOL #745748 5.500% 7/01/36	322.76	323.03-	0.27-
03/25/11	238.27	FNMA POOL #745748 5.500% 7/01/36	238.27	238.47-	0.20-
04/25/11	249.58	FNMA POOL #745748 5.500% 7/01/36	249.58	249.79-	0.21-
05/25/11	193.78	FNMA POOL #745748 5.500% 7/01/36	193.78	193.94-	0.16-
06/27/11	242.24	FNMA POOL #745748 5.500% 7/01/36	242.24	242.44-	0.20-
07/25/11	177.36	FNMA POOL #745748 5.500% 7/01/36	177.36	177.51-	0.15-
08/11/11	8,337.45	FNMA POOL #745748 5.500% 7/01/36	9,102.15	8,344.44-	757.71
08/25/11	141.44	FNMA POOL #745748 5.500% 7/01/36	141.44	141.56-	0.12-
		TOTAL FNMA POOL #745748 5.500% 7/01/36	11,388.74	10,632.94-	755.80
12/27/10	849.09	FNMA POOL #835760 4.500% 9/01/35	849.09	869.65-	20.56-
01/25/11	13,225.93	FNMA POOL #835760 4.500% 9/01/35	13,568.98	13,546.23-	22.75
01/25/11	659.77	FNMA POOL #835760 4.500% 9/01/35	659.77	675.75-	15.98-
		TOTAL FNMA POOL #835760 4.500% 9/01/35	15,077.84	15,091.63-	13.79-

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12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
05/25/11	909.48	FNMA POOL #973288 5.000% 3/01/38	909.48	961.21-	51.73-
06/27/11	442.87	FNMA POOL #973288 5.000% 3/01/38	442.87	468.06-	25.19-
07/25/11	371.44	FNMA POOL #973288 5.000% 3/01/38	371.44	392.57-	21.13-
08/25/11	821.24	FNMA POOL #973288 5.000% 3/01/38	821.24	867.95-	46.71-
09/26/11	491.94	FNMA POOL #973288 5.000% 3/01/38	491.94	519.92-	27.98-
10/25/11	1,567.94	FNMA POOL #973288 5.000% 3/01/38	1,567.94	1,657.12-	89.18-
11/25/11	1,321.47	FNMA POOL #973288 5.000% 3/01/38	1,321.47	1,396.63-	75.16-
		TOTAL FNMA POOL #973288 5.000% 3/01/38	5,926.38	6,263.46-	337.08-
12/08/10	4,350.26	FNMA POOL #983629 4.500% 5/01/23	4,575.25	4,467.86-	107.39
12/27/10	352.42	FNMA POOL #983629 4.500% 5/01/23	352.42	361.94-	9.52-
		TOTAL FNMA POOL #983629 4.500% 5/01/23	4,927.67	4,829.80-	97.87
07/25/11	579.37	FNMA POOL #995077 5.000% 11/01/38	579.37	620.65-	41.28-
08/25/11	672.2	FNMA POOL #995077 5.000% 11/01/38	672.20	720.09-	47.89-
09/26/11	829.44	FNMA POOL #995077 5.000% 11/01/38	829.44	888.54-	59.10-
10/25/11	812.14	FNMA POOL #995077 5.000% 11/01/38	812.14	870.01-	57.87-
11/25/11	965.98	FNMA POOL #995077 5.000% 11/01/38	965.98	1,034.81-	68.83-
		TOTAL FNMA POOL #995077 5.000% 11/01/38	3,859.13	4,134.10-	274.97-
08/25/11	249.99	FNMA POOL #995245 5.000% 1/01/39	249.99	266.90-	16.91-
09/26/11	271.66	FNMA POOL #995245 5.000% 1/01/39	271.66	290.04-	18.38-
10/25/11	318.1	FNMA POOL #995245 5.000% 1/01/39	318.10	339.62-	21.52-
11/14/11	10,864.46	FNMA POOL #995245 5.000% 1/01/39	11,626.67	11,599.51-	27.16
11/25/11	374.03	FNMA POOL #995245 5.000% 1/01/39	374.03	399.34-	25.31-
		TOTAL FNMA POOL #995245 5.000% 1/01/39	12,840.45	12,895.41-	54.96-

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12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
12/27/10	626.15	FNMA POOL #995472 5.000% 11/01/23	626.15	649.14-	22.99-
01/25/11	569.43	FNMA POOL #995472 5.000% 11/01/23	569.43	590.34-	20.91-
02/25/11	450.63	FNMA POOL #995472 5.000% 11/01/23	450.63	467.18-	16.55-
03/25/11	323.82	FNMA POOL #995472 5.000% 11/01/23	323.82	335.71-	11.89-
04/25/11	300.86	FNMA POOL #995472 5.000% 11/01/23	300.86	311.91-	11.05-
05/25/11	291.61	FNMA POOL #995472 5.000% 11/01/23	291.61	302.32-	10.71-
06/27/11	289.33	FNMA POOL #995472 5.000% 11/01/23	289.33	299.95-	10.62-
07/25/11	287.78	FNMA POOL #995472 5.000% 11/01/23	287.78	298.35-	10.57-
08/25/11	275.52	FNMA POOL #995472 5.000% 11/01/23	275.52	285.64-	10.12-
09/26/11	339.23	FNMA POOL #995472 5.000% 11/01/23	339.23	351.69-	12.46-
10/25/11	325.7	FNMA POOL #995472 5.000% 11/01/23	325.70	337.66-	11.96-
11/25/11	364.43	FNMA POOL #995472 5.000% 11/01/23	364.43	377.81-	13.38-
		TOTAL FNMA POOL #995472 5.000% 11/01/23	4,444.49	4,607.70-	163.21-
12/27/10	634.4	FNMA POOL #995672 4.500% 4/01/39	634.40	659.18-	24.78-
01/25/11	585.97	FNMA POOL #995672 4.500% 4/01/39	585.97	608.86-	22.89-
02/25/11	285.11	FNMA POOL #995672 4.500% 4/01/39	285.11	296.25-	11.14-
03/25/11	173.66	FNMA POOL #995672 4.500% 4/01/39	173.66	180.44-	6.78-
04/25/11	166.01	FNMA POOL #995672 4.500% 4/01/39	166.01	172.49-	6.48-
05/25/11	129.61	FNMA POOL #995672 4.500% 4/01/39	129.61	134.67-	5.06-
06/27/11	177.29	FNMA POOL #995672 4.500% 4/01/39	177.29	184.22-	6.93-
07/25/11	231.05	FNMA POOL #995672 4.500% 4/01/39	231.05	240.08-	9.03-
08/25/11	404.56	FNMA POOL #995672 4.500% 4/01/39	404.56	420.36-	15.80-
09/26/11	493.72	FNMA POOL #995672 4.500% 4/01/39	493.72	513.01-	19.29-
10/25/11	777.02	FNMA POOL #995672 4.500% 4/01/39	777.02	807.37-	30.35-
11/25/11	889.1	FNMA POOL #995672 4.500% 4/01/39	889.10	923.83-	34.73-
		TOTAL FNMA POOL #995672 4.500% 4/01/39	4,947.50	5,140.76-	193.26-
01/31/11	500	FOSTER WHEELER AG COM	18,721.49	32,823.53-	14,102.04-

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SunTrust

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DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
01/06/11	125	FREEPORT-MCMORAN COPPER & GOLD COM	15,234.99	9,743.73-	5,491.26
05/31/11	1,100	GAP INC COM	20,625.70	21,883.29-	1,257.59-
04/21/11	300	GENERAL DYNAMICS CORP COM	21,178.00	23,235.99-	2,057.99-
12/27/10	5,000	GENERAL ELEC CAP 6.875% 1/10/39	5,681.75	4,923.90-	757.85
12/15/10	295.16	GNMA I POOL #781952 6.000% 7/15/35	295.16	308.21-	13.05-
01/18/11	229.14	GNMA I POOL #781952 6.000% 7/15/35	229.14	239.27-	10.13-
02/15/11	124.05	GNMA I POOL #781952 6.000% 7/15/35	124.05	129.54-	5.49-
03/15/11	217.95	GNMA I POOL #781952 6.000% 7/15/35	217.95	227.59-	9.64-
04/15/11	274.69	GNMA I POOL #781952 6.000% 7/15/35	274.69	286.84-	12.15-
05/16/11	120.43	GNMA I POOL #781952 6.000% 7/15/35	120.43	125.76-	5.33-
06/15/11	137.69	GNMA I POOL #781952 6.000% 7/15/35	137.69	143.78-	6.09-
07/15/11	132.63	GNMA I POOL #781952 6.000% 7/15/35	132.63	138.49-	5.86-
08/15/11	326.63	GNMA I POOL #781952 6.000% 7/15/35	326.63	341.07-	14.44-
09/15/11	141.24	GNMA I POOL #781952 6.000% 7/15/35	141.24	147.49-	6.25-
09/21/11	11,031.76	GNMA I POOL #781952 6.000% 7/15/35	12,469.33	11,519.58-	949.75
		TOTAL GNMA I POOL #781952 6.000% 7/15/35	14,468.94	13,607.62-	861.32
08/01/11	15,000	GOLDMAN SACHS GROU 0.4796% 2/06/12	14,994.75	14,920.71-	74.04
05/05/11	175	GOLDMAN SACHS GROUP INC COM	26,677.37	30,219.04-	3,541.67-
06/07/11	10,000	HEWLETT PACKARD CO 2.650% 6/01/16	10,087.60	9,995.80-	91.80
10/26/11	800	INGERSOLL-RAND PLC COM	21,877.17	38,421.88-	16,544.71-
04/06/11	1,500	INTEL CORP COM	29,826.02	23,201.53-	6,624.49

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12/01/10 THROUGH 11/30/11

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05/04/11	200	INTERNATIONAL BUSINESS MACHS COM	34,534.15	24,591.82-	9,942.33
09/27/11	100	INTERNATIONAL BUSINESS MACHS COM	16,800.45	11,636.13-	5,164.32
		TOTAL INTERNATIONAL BUSINESS MACHS COM	51,334.60	36,227.95-	15,106.65
07/22/11	950	INTERNATIONAL PAPER CO COM	27,984.28	24,908.36-	3,075.92
01/18/11	200	ITT CORP COM	12,201.87	10,652.92-	1,548.95
02/24/11	300	ITT CORP COM	17,923.48	15,571.46-	2,352.02
		TOTAL ITT CORP COM	30,125.35	26,224.38-	3,900.97
11/16/11	200	ITT CORP COM	3,810.66	3,758.27-	52.39
02/01/11	15,000	KEY BK NA 7.000% 02/01/11	15,000.00	15,272.10-	272.10-
11/18/11	200	MACY'S INC COM	6,083.88	2,152.86-	3,931.02
08/23/11	1,300	MARVELL TECHNOLOGY GROUP LTD SHS	15,823.03	12,396.41-	3,426.62
06/10/11	10,000	MATTEL INC 5.625% 3/15/13	10,719.00	10,692.70-	26.30
11/18/11	200	MERCK & CO INC COM NEW	7,079.86	7,642.32-	562.46-
07/25/11	15,000	MERRILL LYNCH CO INC 5.770% 7/25/11	15,000.00	15,824.25-	824.25-
04/12/11	10,000	MICROSOFT CORP 4.500% 10/01/40	8,869.20	9,891.10-	1,021.90-
04/15/11	25,000	MORGAN STANLEY 6.750% 04/15/11	25,000.00	26,690.25-	1,690.25-
09/08/11	500	NESTLE SA SPONS ADR	31,291.69	12,850.60-	18,441.09

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08/02/11	800	NINTENDO LTD ADR	15,710.89	32,402.72-	16,691.83-
02/24/11	500	ORACLE CORP COM	16,732.57	8,549.95-	8,182.62
11/18/11	200	ORACLE CORP COM	6,445.87	3,419.98-	3,025.89
		TOTAL ORACLE CORP COM	23,178.44	11,969.93-	11,208.51
11/18/11	100	PHILIP MORRIS INTL COM	7,119.87	5,123.03-	1,996.84
10/20/11	10,000	QWEST CORP 6.750% 12/01/21	9,900.00	9,818.10-	81.90
10/20/11	10,000	QWEST CORP 6.750% 12/01/21	10,000.00	9,818.10-	181.90
		TOTAL QWEST CORP 6.750% 12/01/21	19,900.00	19,636.20-	263.80
05/09/11	100	RALCORP HLDGS INC COM	8,980.05	6,079.31-	2,900.74
05/09/11	200	RALCORP HLDGS INC COM	17,459.06	12,021.20-	5,437.86
		TOTAL RALCORP HLDGS INC COM	26,439.11	18,100.51-	8,338.60
04/13/11	100	SIEMENS AG SPONS ADR	13,871.28	12,595.91-	1,275.37
11/18/11	50	SIEMENS AG SPONS ADR	4,952.40	4,247.91-	704.49
		TOTAL SIEMENS AG SPONS ADR	18,823.68	16,843.82-	1,979.86
11/18/11	200	SYMANTEC CORP COM	3,365.93	4,529.08-	1,163.15-
11/18/11	100	TARGET CORP COM	5,268.90	2,799.76-	2,469.14
08/11/11	10,000	TIME WARNER INC 6.250% 3/29/41	10,992.70	9,870.70-	1,122.00
07/07/11	600	UNITED STS STL CORP NEW COM	27,957.96	25,868.49-	2,089.47

Schedule #3

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956 12/01/10 THROUGH 11/30/11 PAGE 184

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
04/13/11	200	UNITEDHEALTH GROUP INC COM	8,874.80	6,619.88-	2,254.92
07/21/11	300	UNITEDHEALTH GROUP INC COM	15,368.49	9,425.64-	5,942.85
		TOTAL UNITEDHEALTH GROUP INC COM	24,243.29	16,045.52-	8,197.77
08/11/11	20,000	US TREAS 1.500% 6/30/16	20,500.00	20,019.53-	480.47
12/08/10	15,000	US TREAS 2.375% 3/31/16	15,467.52	15,299.47-	168.05
06/29/11	25,000	US TREAS 2.625% 8/15/20	24,628.91	24,623.05-	5.86
08/12/11	10,000	US TREAS 2.625% 8/15/20	10,429.69	10,221.09-	208.60
09/16/11	35,000	US TREAS 2.625% 8/15/20	37,031.64	35,271.49-	1,760.15
09/29/11	10,000	US TREAS 2.625% 8/15/20	10,612.50	9,884.77-	727.73
10/13/11	15,000	US TREAS 2.625% 8/15/20	15,696.68	14,782.03-	914.65
		TOTAL US TREAS 2.625% 8/15/20	98,399.42	94,782.43-	3,616.99
03/22/11	15,000	US TREAS 2.750% 2/15/19	14,799.61	15,710.80-	911.19-
05/04/11	20,000	US TREAS 3.375% 11/30/12	20,935.16	21,172.72-	237.56-
04/11/11	10,000	US TREAS 4.250% 5/15/39	9,410.94	10,502.38-	1,091.44-
11/10/11	10,000	US TREAS 4.250% 5/15/39	12,275.39	12,090.23-	185.16
		TOTAL US TREAS 4.250% 5/15/39	21,686.33	22,592.61-	906.28-
02/28/11	10,000	US TREAS 4.500% 2/15/36	10,045.70	10,012.89-	32.81
06/08/11	20,000	US TREAS 4.500% 2/15/36	20,937.50	21,149.22-	211.72-
06/15/11	10,000	US TREAS 4.500% 2/15/36	10,531.25	10,365.63-	165.62
07/05/11	5,000	US TREAS 4.500% 2/15/36	5,153.91	5,182.81-	28.90-
09/28/11	15,000	US TREAS 4.500% 2/15/36	18,961.52	18,069.54-	891.98

Schedule #3.

SUNTRUST

SCHEDULE OF INVESTMENTS SOLD / MATURED / DISTRIBUTED

JACKSON FOUNDATION - CUST
ACCOUNT NO. 7015956

12/01/10 THROUGH 11/30/11

DATE	PAR VALUE OR SHARES	DESCRIPTION	PROCEEDS	FEDERAL TAX COST	REALIZED GAIN/LOSS
10/11/11	10,000	US TREAS 4.500% 2/15/36	12,606.64	11,656.05-	950.59
10/25/11	10,000	US TREAS 4.500% 2/15/36	12,259.38	11,384.38-	875.00
		TOTAL US TREAS 4.500% 2/15/36	90,495.90	87,820.52-	2,675.38
04/07/11	25,000	US TREAS 5.250% 2/15/29	27,999.02	30,065.33-	2,066.31-
04/07/11	15,000	US TREAS 6.250% 8/15/23	18,524.41	20,031.51-	1,507.10-
08/02/11	15,000	WACHOVIA CORP 0.40563% 3/01/12	15,004.35	14,908.37-	95.98
04/25/11	10,000	WAL MART STORES INC 6.200% 4/15/38	10,936.70	10,600.10-	336.60
12/07/10	300	WALT DISNEY CO COM	11,216.69	9,102.69-	2,114.00
07/21/11	200	WELLPOINT INC COM	14,722.53	11,805.76-	2,916.77
05/05/11	500	WELLS FARGO & CO COM NEW	14,517.67	14,454.27-	63.40
		TOTAL SALES	2,957,609.43	2,837,797.36-	119,812.07

THE JACKSON FOUNDATION (54-1186114)
GRANTS AND CONTRIBUTIONS PAID
FOR THE YEAR ENDED NOVEMBER 30, 2011

SCHEDULE 4

Recipient - Name	Recipient Address	Foundation Status	Purpose of Contribution	Amount
ART 180	Richmond, VA	Public Charity	General 501(c) purpose	20,000.00
Better Housing Coalition	Richmond, VA	Public Charity	General 501(c) purpose	100.00
Boaz & Ruth Inc.	Richmond, VA	Public Charity	General 501(c) purpose	25,000.00
Capital Trees Project	Richmond, VA	Public Charity	General 501(c) purpose	2,500.00
Challenge Discovery	Richmond, VA	Public Charity	General 501(c) purpose	15,000.00
ChildSavers	Richmond, VA	Public Charity	General 501(c) purpose	20,000.00
Communities in Schools	Richmond, VA	Public Charity	General 501(c) purpose	20,000.00
Community Tax Law Project	Richmond, VA	Public Charity	General 501(c) purpose	25,177.00
Feed More, Inc.	Richmond, VA	Public Charity	BackPack Program	30,000.00
Freedom House	Richmond, VA	Public Charity	Development Consultation/Software	20,000.00
Full Circle Grief Center	Richmond, VA	Public Charity	Counselor Stipends for Therapy Groups	15,000.00
Great Aspirations Scholarship Program	Glen Allen, VA	Public Charity	Financial Aid Counselors	22,000.00
Greater Richmond SCAN	Richmond, VA	Public Charity	SCAN/CASA Merger - Expanded Fund Dev.	35,000.00
Latin Ballet of Virginia	Richmond, VA	Public Charity	Be Proud of Yourself Program	15,000.00
National Center for Family Philanthropy	Richmond, VA	Public Charity	General 501(c) purpose	500.00
Neighborhood Resource Center	Richmond, VA	Public Charity	PT Development Position	15,000.00
Partnership for Nonprofit Excellence	Richmond, VA	Public Charity	General 501(c) purpose	30,000.00
Partnership for the Future	Richmond, VA	Public Charity	Salary Support & PFF Institute	20,000.00
Richmond Community High School Foundation	Richmond, VA	Public Charity	New Student Orientation	66,200.00
Richmond Hill	Richmond, VA	Public Charity	Armstrong Leadership Program	30,000.00
Robinson Theater Community Arts Center	Richmond, VA	Public Charity	Programming/Marketing	15,000.00
Sabot at Stony Point	Richmond, VA	Public Charity	General 501(c) purpose	83,000.00
The Community Foundation	Richmond, VA	Public Charity	General 501(c) purpose	5,000.00
Theatre IV	Richmond, VA	Public Charity	Hugs & Kisses	21,000.00
Venture Richmond	Richmond, VA	Public Charity	5th Street Pedestrian Bridge	5,000.00
Virginia League for Planned Parenthood	Richmond, VA	Public Charity	Program Manager Program	20,000.00
Virginia Mentoring Partnership	Richmond, VA	Public Charity	Online Training for Volunteers	20,000.00
Virginia Supportive Housing	Richmond, VA	Public Charity	Capacity Building	50,000.00
Virginia Treatment Center for Children's Advisory Council	Richmond, VA	Public Charity	CMHRC - Capacity Building	38,000.00
YWCA of Richmond	Richmond, VA	Public Charity	General 501(c) purpose	40,000.00
TOTAL				723,477.00

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
SUNTRUST CHECKING	222.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	222.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERICAN CENTURY	2,703.	0.	2,703.
DAVENPORT	73,829.	0.	73,829.
JANUS FUND	3,181.	0.	3,181.
SUNTRUST	95,101.	0.	95,101.
TOTAL TO FM 990-PF, PART I, LN 4	174,814.	0.	174,814.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WPS CAPITAL K-1	7,965.	7,965.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,965.	7,965.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4,616.	4,616.		0.
TO FORM 990-PF, PG 1, LN 16B	4,616.	4,616.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	4,528.	4,528.		0.
FOREIGN TAXES	1,827.	1,827.		0.
OTHER TAXES	140.	140.		0.
TO FORM 990-PF, PG 1, LN 18	6,495.	6,495.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PARKING	2,950.	2,950.		0.
INVESTMENT MANAGEMENT FEES	51,546.	51,546.		0.
UTILITIES	2,617.	2,617.		0.
MISCELLANEOUS EXPENSES	453.	453.		0.
OFFICE EXPENSE	278.	278.		0.
POSTAGE	126.	126.		0.
INTERNET SERVICE PROVIDER	1,357.	1,357.		0.
BANK SERVICE CHARGE	30.	30.		0.
INSURANCE	115.	115.		0.
TO FORM 990-PF, PG 1, LN 23	59,472.	59,472.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
DAVENPORT US OBLIG. - SEE ATTACHED SCHEDULE 1	X		150,761.	159,185.
SUNTRUST US OBLIG. - SEE ATTACHED SCHEDULE 1	X		377,693.	385,690.
TOTAL U.S. GOVERNMENT OBLIGATIONS			528,454.	544,875.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			528,454.	544,875.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SUNTRUST COMMON - SEE ATTACHED SCHEDULE 1	2,053,037.	2,198,026.
DAVENPORT COMMON - SEE ATTACHED SCHEDULE 1	2,443,739.	3,412,948.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,496,776.	5,610,974.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DAVENPORT CORPORATE - SEE ATTACHED SCHEDULE 1	698,835.	833,364.
SUNTRUST CORPORATE - SEE ATTACHED SCHEDULE 1	551,621.	560,293.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,250,456.	1,393,657.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HBT, L.P.	COST	1,346.	1,346.
ROBECO WPG	COST	946,233.	658,271.
COLUMBIA FUND	COST	1,006,649.	1,318,820.
JANUS FUND	COST	722,148.	792,150.
AMERICAN CENTURY FUND	COST	843,095.	777,048.
WPS CAPITAL FUND, LLC	COST	260,477.	260,477.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,779,948.	3,808,112.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	576.	526.	50.
COMPUTER	518.	394.	124.
PORTABLE COMPUTER	638.	638.	0.
TOTAL TO FM 990-PF, PART II, LN 14	1,732.	1,558.	174.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	1,184.	1,319.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,184.	1,319.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANTHONY JAMES ASCH 104 SHOCKOE SLIP RICHMOND, VA	PRES/TREAS/DR 0.50	0.	0.	0.
THOMAS ANDREW ASCH 104 SHOCKOE SLIP RICHMOND, VA	SECTY/DIR 0.50	0.	0.	0.
PATRICIA M. ASCH 104 SHOCKOE SLIP RICHMOND, VA	A. SECT 20.00	0.	0.	0.
W. BIRCH DOUGLASS, III 104 SHOCKOE SLIP RICHMOND, VA	A. SECT 0.50	0.	0.	0.
JILL MCCORMICK 104 SHOCKOE SLIP RICHMOND, VA	EXEC. DIR. 20.00	43,421.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		43,421.	0.	0.

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization 990-PF

(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2010

Attachment Sequence No 67

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE JACKSON FOUNDATION	FORM 990-PF PAGE 1	54-1186114

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	638.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	116.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV **Summary** (See instructions)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	754.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

016251
12-21-10 LHA **For Paperwork Reduction Act Notice, see separate instructions.**

Form **4562** (2010)

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (**do not** include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						

	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year:					
43 Amortization of costs that began before your 2010 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	