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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation BAILEY & LUCY EVANS FOUNDATION 58-7901780		A Employer identification number 20-6605288
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite		B Telephone number (see instructions) () -
P.O. BOX 1908 City or town, state, and ZIP code ORLANDO, FL 32802-1908		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 407,772.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	12,279.	11,990.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	27,157.			
b	Gross sales price for all assets on line 6a	155,165.			
7	Capital gain net income (from Part IV, line 2)		27,414.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	39,436.	39,404.		
13	Compensation of officers, directors, trustees, etc.	9,759.	4,881.		4,880.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	500.	NONE	NONE	500.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	248.	132.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	10,507.	5,013.	NONE	5,380.
25	Contributions, gifts, grants paid	22,189.			22,189.
26	Total expenses and disbursements. Add lines 24 and 25	32,696.	5,013.	NONE	27,569.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	6,740.			
b	Net investment income (if negative, enter -0-)		34,391.		
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

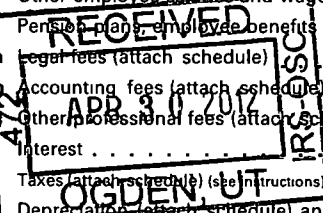
JSA

Form 990-PF (2011)

PC ENVELOPE
DATE APR 26 2012

MAILED MAY 08 2012

Operating and Administrative Expenses



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		155.	155.
	2 Savings and temporary cash investments	23,080.	20,050.	20,050.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 4	363,140.	373,009.	387,567.
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	386,220.	393,214.	407,772.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	386,220.	393,214.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	386,220.	393,214.	
31 Total liabilities and net assets/fund balances (see instructions)	386,220.	393,214.		

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	386,220.
2 Enter amount from Part I, line 27a	2	6,740.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	254.
4 Add lines 1, 2, and 3	4	393,214.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	393,214.

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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 150,334.		127,751.	22,583.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			22,583.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	27,414.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	25,382.	413,482.	0.06138598536
2009	22,762.	381,942.	0.05959543596
2008	29,273.	435,671.	0.06719060943
2007	27,956.	507,216.	0.05511655784
2006	27,479.	488,961.	0.05619875614
2 Total of line 1, column (d)			0.29948734473
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0.05989746895
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		429,981.	
5 Multiply line 4 by line 3		25,755.	
6 Enter 1% of net investment income (1% of Part I, line 27b)		344.	
7 Add lines 5 and 6		26,099.	
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		27,569.	

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	344.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	344.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	344.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	146.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	146.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 pd BY E FIPS	9	198.	
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 2012 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>SUNTRUST BANK</u> Telephone no. <u>(888) 942-3272</u>			
	Located at <u>P.O. BOX 1908, ORLANDO, FL</u> ZIP + 4 <u>32802-1908</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15 N/A</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b 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 instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years <u></u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 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 2011)	3b	N/A
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 2011?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		9,759.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ Yes ☒ No

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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** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE

2

3

4

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

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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	418,578.
b	Average of monthly cash balances	1b	17,951.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	436,529.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	436,529.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,548.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	429,981.
6	Minimum investment return. Enter 5% of line 5	6	21,499.

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	21,499.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	344.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	344.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	21,155.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	21,155.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	21,155.

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	27,569.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	27,569.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	344.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	27,225.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				21,155.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	3,631.			
b From 2007	3,627.			
c From 2008	7,685.			
d From 2009	3,753.			
e From 2010	5,000.			
f Total of lines 3a through e	23,696.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>27,569.</u>				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				21,155.
e Remaining amount distributed out of corpus	6,414.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	30,110.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	3,631.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	26,479.			
10 Analysis of line 9				
a Excess from 2007	3,627.			
b Excess from 2008	7,685.			
c Excess from 2009	3,753.			
d Excess from 2010	5,000.			
e Excess from 2011	6,414.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 7

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 8				
Total			3a	22,189.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	12,279.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	27,157.	
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)				39,436.	
13 Total. Add line 12, columns (b), (d), and (e)				13	39,436.

(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). (See instructions.)

NOT APPLICABLE

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. | | |

[illegible]

- 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) is based on all information of which preparer has any knowledge.


Signature of officer or trustee

04/10/2012
Date

TRUST OFFICER
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

~~AUTHORIZED OFFICER~~
Print/Type preparer's name

Preparer's signature

Date

Check ☐ if
2 self-employed

PTIN

JEFFREY E. KUHLIN

Jeffrey E. Kuhlman

04/10/2015

P00353001

Firm's name ► KPMG LLP

Firm's EIN ► 13-5565207

Firm's address ► 100 WESTMINSTER ST., 6TH FL., SUITE A

PROVIDENCE, RI

02903-9605

Phone no. 888-942-3272

Form **990-PF** (2011)

FEDERAL CAPITAL GAIN DIVIDENDS

=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ABERDEEN EQUITY LONG SHORT-I	81.00
FORUM ABSOLUTE STRATEGIES-I	54.00
JANUS PERKINS SMALL CAP VALUE-I	897.00
MANNING & NAPIER WORLD OPPTYS-A	1,742.00
NEUBERGER BERMAN HIGH INCOME BD-I	72.00
PIMCO FDS PAC INVT MGMT SER - LOW DURATION	
PIMCO COMMODITY REALRTN STRATEGY-I	30.00
PIMCO INVT GRADE CORP BD-I	247.00
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	751.00
SCHRODER US SMALL/MID CAP OPPTY-I	90.00
SENTINEL SMALL CO-I	751.00
TEMPLETON GLOBAL BD-ADV	113.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

4,831.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

4,831.00

=====

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					4,831.	
256.00		22.837 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES 265.00					02/22/2011 -9.00	08/15/2011
89.00		8.143 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES 89.00					10/26/2009	08/23/2011
101.00		9.177 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES 107.00					02/22/2011 -6.00	08/23/2011
27,505.00		1590.776 EATON VANCE TAX-MGD VAL-I #3557 PROPERTY TYPE: SECURITIES 20,118.00					02/02/2009 7,387.00	02/22/2011
609.00		135.033 FEDERATED STRATEGIC VALUE-I PROPERTY TYPE: SECURITIES 627.00					07/18/2011 -18.00	08/15/2011
3,233.00		712.115 FEDERATED STRATEGIC VALUE-I PROPERTY TYPE: SECURITIES 3,304.00					07/18/2011 -71.00	08/23/2011
124.00		11.387 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES 125.00					10/30/2007 -1.00	07/18/2011
973.00		89.021 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES 976.00					10/30/2007 -3.00	08/15/2011
833.00		75.865 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES 831.00					10/30/2007 2.00	08/23/2011
5,181.00		300.871 T ROWE PRICE INSTL LARGE-CAP GRW PROPERTY TYPE: SECURITIES 4,567.00					04/17/2007 614.00	02/22/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
15,610.00		161. ISHARES TR S&P MIDCAP 400 INDEX ETF PROPERTY TYPE: SECURITIES 15,694.00					02/22/2011 -84.00	07/18/2011
173.00		6.953 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 160.00					10/25/2010 13.00	02/22/2011
97.00		3.899 JANUS PERKINS SMALL CAP VALUE-I PROPERTY TYPE: SECURITIES 78.00					10/26/2009 19.00	02/22/2011
579.00		74.71 MANNING & NAPIER WORLD OPPTYS-A PROPERTY TYPE: SECURITIES 670.00					04/18/2011 -91.00	08/23/2011
367.00		10.638 OPPENHEIMER DEVELOPING MKTS INSTL PROPERTY TYPE: SECURITIES 366.00					10/25/2010 1.00	07/18/2011
83.00		2.63 OPPENHEIMER DEVELOPING MKTS INSTL-Y PROPERTY TYPE: SECURITIES 91.00					10/25/2010 -8.00	08/23/2011
436.00		13.804 OPPENHEIMER DEVELOPING MKTS INSTL PROPERTY TYPE: SECURITIES 475.00					10/25/2010 -39.00	08/23/2011
255.00		24.309 PIMCO FDS PAC INVT MGMT SER - LOW PROPERTY TYPE: SECURITIES 253.00					02/22/2011 2.00	07/18/2011
835.00		79.676 PIMCO FDS PAC INVT MGMT SER - LOW PROPERTY TYPE: SECURITIES 829.00					02/22/2011 6.00	08/15/2011
730.00		70.058 PIMCO FDS PAC INVT MGMT SER - LOW PROPERTY TYPE: SECURITIES 729.00					02/22/2011 1.00	08/23/2011
24.00		2.594 PIMCO COMMODITY REALRTN STRATEGY-I PROPERTY TYPE: SECURITIES 16.00					02/02/2009 8.00	02/22/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
132.00		14.037 PIMCO COMMODITY REALRTN STRATEGY- PROPERTY TYPE: SECURITIES 104.00					05/24/2010 28.00	02/22/2011
211.00		23.548 PIMCO COMMODITY REALRTN STRATEGY- PROPERTY TYPE: SECURITIES 145.00					02/02/2009 66.00	08/15/2011
89.00		9.934 PIMCO COMMODITY REALRTN STRATEGY-I PROPERTY TYPE: SECURITIES 91.00					07/18/2011 -2.00	08/15/2011
615.00		68.257 PIMCO COMMODITY REALRTN STRATEGY- PROPERTY TYPE: SECURITIES 420.00					02/02/2009 195.00	08/23/2011
404.00		37.722 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 398.00					02/22/2011 6.00	07/18/2011
797.00		74.765 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 789.00					02/22/2011 8.00	08/15/2011
824.00		77.516 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES 818.00					02/22/2011 6.00	08/23/2011
826.00		65.922 RIDGEWORTH FD-MIDCAP VAL EQTY #RG PROPERTY TYPE: SECURITIES 498.00					05/18/2009 328.00	02/22/2011
12,708.00		1057.201 RIDGEWORTH FD-MIDCAP VAL EQTY # PROPERTY TYPE: SECURITIES 7,822.00					05/18/2009 4,886.00	07/18/2011
3,513.00		263.343 RIDGEWORTH FD-LARGECAP VAL EQTY# PROPERTY TYPE: SECURITIES 3,368.00					04/21/2008 145.00	02/22/2011
865.00		75.811 RIDGEWORTH FD-LARGECAP VAL EQTY#R PROPERTY TYPE: SECURITIES 989.00					07/18/2011 -124.00	08/23/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,167.00		190.255 RIDGEWORTH FD-LARGCAP GRTH STK# PROPERTY TYPE: SECURITIES 1,334.00					12/11/2008 833.00	02/22/2011
204.00		17.466 RIDGEWORTH FD-LARGCAP GRTH STK#R PROPERTY TYPE: SECURITIES 114.00					11/24/2008 90.00	07/18/2011
20,980.00		1902.096 RIDGEWORTH FD-LARGCAP GRTH STK PROPERTY TYPE: SECURITIES 12,390.00					02/02/2009 8,590.00	11/10/2011
1,036.00		93.93 RIDGEWORTH FD-LARGCAP GRTH STK#RG PROPERTY TYPE: SECURITIES 995.00					08/23/2011 41.00	11/10/2011
79.00		10.45 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES 95.00					04/21/2008 -16.00	02/22/2011
4,262.00		583.035 RIDGEWORTH FD-INTL 130/30 #RGD1 PROPERTY TYPE: SECURITIES 5,059.00					01/19/2010 -797.00	04/18/2011
7,678.00		770.11 RIDGEWORTH FD-SHORT TERM BD #RGCX PROPERTY TYPE: SECURITIES 7,485.00					08/09/2006 193.00	02/22/2011
154.00		15.4 RIDGEWORTH FD-SHORT TERM BD #RGCX PROPERTY TYPE: SECURITIES 149.00					07/20/2009 5.00	07/18/2011
564.00		56.57 RIDGEWORTH FD-SHORT TERM BD #RGCX PROPERTY TYPE: SECURITIES 548.00					07/20/2009 16.00	08/15/2011
502.00		50.503 RIDGEWORTH FD-SHORT TERM BD #RGCX PROPERTY TYPE: SECURITIES 489.00					07/20/2009 13.00	08/23/2011
4,356.00		488.341 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES 4,854.00					05/03/2006 -498.00	07/18/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
335.00		39.273 RIDGEWORTH FD-SEIX FLT HGH INCM#R PROPERTY TYPE: SECURITIES 390.00					05/03/2006 -55.00	08/15/2011
942.00		111.611 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES 1,108.00					12/21/2006 -166.00	08/23/2011
4,636.00		544.157 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES 4,721.00					01/19/2010 -85.00	09/12/2011
5,373.00		630.608 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES 5,709.00					02/22/2011 -336.00	09/12/2011
3,319.00		320.058 RIDGEWORTH FD-INTERMEDIATE BD #R PROPERTY TYPE: SECURITIES 3,185.00					04/17/2007 134.00	02/22/2011
1,538.00		145.094 RIDGEWORTH FD-INTERMEDIATE BD #R PROPERTY TYPE: SECURITIES 1,444.00					04/17/2007 94.00	07/18/2011
3,380.00		313.835 RIDGEWORTH FD-INTERMEDIATE BD #R PROPERTY TYPE: SECURITIES 3,123.00					04/17/2007 257.00	08/15/2011
2,358.00		218.536 RIDGEWORTH FD-INTERMEDIATE BD #R PROPERTY TYPE: SECURITIES 2,174.00					04/17/2007 184.00	08/23/2011
140.00		11.336 SCHRODER US SMALL/MID CAP OPPTY-I PROPERTY TYPE: SECURITIES 140.00					02/22/2011	07/18/2011
1,034.00		123.242 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 755.00					10/26/2009 279.00	02/22/2011
409.00		46.583 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES 286.00					10/26/2009 123.00	07/18/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,243.00		379.928 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES 5,187.00					02/22/2011 56.00	07/18/2011
560.00		40.876 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES 552.00					02/22/2011 8.00	08/15/2011
562.00		41.082 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES 533.00					01/19/2010 29.00	08/15/2011
1,326.00		96.718 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES 1,254.00					01/19/2010 72.00	08/23/2011
TOTAL GAIN (LOSS)							----- 27,414. =====	

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

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	12,279.	11,990.
	-----	-----
TOTAL	12,279.	11,990.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREP FEE	500.			500.
	-----	-----	-----	-----
TOTALS	500.	NONE	NONE	500.
	=====	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PRIOR YEAR BALANCE DUE	102.	
FEDERAL TAX ESTIMATE	146.	
FOREIGN TAXES		132.
	-----	-----
TOTALS	248.	132.
	=====	=====

BAILEY & LUCY EVANS FOUNDATION 58-7901780

20-6605288

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F
-----	-----

ENDING BOOK VALUE	ENDING FMV
-----	----

SEE ATTACHED STATEMENT

C

373,009.

387,567.

TOTALS

373,009.

387,567.

=====

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

=====

DESCRIPTION

AMOUNT

ST WASH SALE ADJUSTMENT

254.

TOTAL

254.
=====

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

=====

OFFICER NAME:

SUNTRUST BANK

ADDRESS:

424 CHURCH STREET

NASHVILLE, TN 37219

TITLE:

TRUSTEE, VARIOUS

COMPENSATION 9,759.

TOTAL COMPENSATION: 9,759.
=====

311 CASH CONTRIBUTIONS

08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DISTRIBUTION FOR CALENDAR YR 2011 FOR PAID TO MONROE HARDING CHILDREN'S HOME FOR AT RISK YOUTH TR TRAN#=DC000405000006 TR CD=072 REG=0 PORT=PRIN	-2000 00	-2000 00 1108000028 **CHANGED** 03/22/12 CCC
08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DISTRIBUTION FOR CALENDAR YR 2011 FOR PAID TO CHILD DEV CENTER FAMILY SUPPORT TR TRAN#=DC000405000008 TR CD=072 REG=0 PORT=PRIN	-3000 00	-3000 00 1108000029 **CHANGED** 03/22/12 CCC
08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DISTRIBUTION FOR CALENDAR YR 2011 FOR: PAID TO CENTER FOR FAMILY DEVELOPMENT CAREGIVER RELIEF TR TRAN#=DC000405000005 TR CD=072 REG=0 PORT=PRIN	-2000 00	-2000 00 1108000027 **CHANGED** 03/22/12 CCC
08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DISTRIBUTION FOR CALENDAR YR 2011 FOR: PAID TO SUMMER FEEDING PROGRM TRANSPORTATION TR TRAN#=DC000406000002 TR CD=072 REG=0 PORT=PRIN	-3000 00	-3000 00 1108000030 **CHANGED** 03/22/12 CCC
08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DISTRIBUTION FOR CALENDAR YR 2011 FOR PAID TO CASA WORKS, INC TR TRAN#=DC000406000006 TR CD=072 REG=0 PORT=PRIN	-3500 00	-3500 00 1108000031 **CHANGED** 03/22/12 CCC
08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DISTRIBUTION FOR CALENDAR YR 2011 FOR PAID TO CHILD DEV CENTER SPANISH TRANSLATOR TR TRAN#=DC000406000013 TR CD=072 REG=0 PORT=PRIN	-4189 43	-4189 43 1108000032 **CHANGED** 03/22/12 CCC
08/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CHARITABLE DIISTIBUTION FOR CALENDAR YR 2011 FOR PAID TO BOY'S & GIRL'S CLUB OF BEDFORD CTY	-2000.00	-2000 00 1108000033 **CHANGED** 03/22/12 CCC

ACCT C532 7901780
PREP 58 ADMN 47 INV 396

SUNTRUST BANKS, INC
TAX TRANSACTION DETAIL

PAGE 19
RUN 04/10/2012
04.26 17 PM

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311 CASH CONTRIBUTIONS (CONTINUED)				
TR TRAN#=DC000408000005 TR CD=072 REG=0 PORT=PRIN				
08/24/11 CASH DISBURSEMENT	-2500 00		-2500 00	1108000034
CHARITABLE CONTRIBUTIONS			**CHANGED**	03/22/12 CCC
CHARITABLE DISTRUBUTION FOR CALENDAR YR 2011				
FOR				
PAID TO				
JUNIOR'S HOUSE				
TR TRAN#=DC000409000001 TR CD=072 REG=0 PORT=PRIN				
TOTAL CODE 311 - CASH CONTRIBUTIONS	-22189 43	0 00	-22189 43	

BAILEY & LUCY EVANS FOUNDATION 58-7901780
FORM 990PF, PART XV - LINES 2a - 2d
=====

20-6605288

RECIPIENT NAME:

MR. WAYNE BOMAR, BOARD OF ELDERS

ADDRESS:

FIRST PRESBYTERIAN CHURCH
SHELBYVILLE, TN 37160

FORM, INFORMATION AND MATERIALS:

LETTER DESCRIBING THE PURPOSE OF THE ORGANIZATION AND THE EXPECTED
FITS OF THE PROGRAM.

SUBMISSION DEADLINES:

JUNE 1ST

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ANY 501(C)(3) ORGANIZATION IN GOOD STANDING, WITHOUT PREFERENCE TO
RELIGIOUS AFFILIATION.

BAILEY & LUCY EVANS FOUNDATION 58-7901780

20-6605288

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SEE ATTACHED STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 22,189.

TOTAL GRANTS PAID:

22,189.

=====

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service**Capital Gains and Losses**▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2011

Name of estate or trust

BAILEY & LUCY EVANS FOUNDATION 58-7901780

Employer identification number

20-6605288

Note: Form 5227 filers need to complete *only* Parts I and II.**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -358.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶					5 -358.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS					4,831.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 22,941.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶					12 27,772.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-358.
14	Net long-term gain or (loss):			
a	Total for year	14a		27,772.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		27,414.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000
16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
Caution: Skip this part and complete the Schedule D Tax Worksheet in the instructions if: • Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the Schedule D Tax Worksheet in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust BAILEY & LUCY EVANS FOUNDATION 58-7901780	Employer identification number 20-6605288
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Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 22.837 ABERDEEN EQUITY LONG	02/22/2011	08/15/2011	256.00	265.00	-9.00
9.177 ABERDEEN EQUITY LONG	02/22/2011	08/23/2011	101.00	107.00	-6.00
135.033 FEDERATED STRATEGI	07/18/2011	08/15/2011	609.00	627.00	-18.00
712.115 FEDERATED STRATEGI	07/18/2011	08/23/2011	3,233.00	3,304.00	-71.00
161. ISHARES TR S&P MIDCAP ETF	02/22/2011	07/18/2011	15,610.00	15,694.00	-84.00
6.953 JANUS PERKINS SMALL	10/25/2010	02/22/2011	173.00	160.00	13.00
74.71 MANNING & NAPIER WOR	04/18/2011	08/23/2011	579.00	670.00	-91.00 *
10.638 OPPENHEIMER DEVELOP INSTL-Y	10/25/2010	07/18/2011	367.00	366.00	1.00
2.63 OPPENHEIMER DEVELOPIN INSTL-Y	10/25/2010	08/23/2011	83.00	91.00	-8.00
13.804 OPPENHEIMER DEVELOP INSTL-Y	10/25/2010	08/23/2011	436.00	475.00	-39.00 *
24.309 PIMCO FDS PAC INVT LOW DURATION	02/22/2011	07/18/2011	255.00	253.00	2.00
79.676 PIMCO FDS PAC INVT LOW DURATION	02/22/2011	08/15/2011	835.00	829.00	6.00
70.058 PIMCO FDS PAC INVT LOW DURATION	02/22/2011	08/23/2011	730.00	729.00	1.00
14.037 PIMCO COMMODITY REA STRATEGY-I	05/24/2010	02/22/2011	132.00	104.00	28.00
9.934 PIMCO COMMODITY REAL STRATEGY-I	07/18/2011	08/15/2011	89.00	91.00	-2.00
37.722 PIMCO INVT GRADE CO	02/22/2011	07/18/2011	404.00	398.00	6.00
74.765 PIMCO INVT GRADE CO	02/22/2011	08/15/2011	797.00	789.00	8.00
77.516 PIMCO INVT GRADE CO	02/22/2011	08/23/2011	824.00	818.00	6.00
75.811 RIDGEWORTH FD-LARGE EQTY#RGD4	07/18/2011	08/23/2011	865.00	989.00	-124.00 *
93.93 RIDGEWORTH FD-LARGE STK#RGE3	08/23/2011	11/10/2011	1,036.00	995.00	41.00
630.608 RIDGEWORTH FD-SEIX INCM#RG CJ	02/22/2011	09/12/2011	5,373.00	5,709.00	-336.00
11.336 SCHRODER US SMALL/M OPPTY-I	02/22/2011	07/18/2011	140.00	140.00	
379.928 TEMPLETON GLOBAL B	02/22/2011	07/18/2011	5,243.00	5,187.00	56.00
40.876 TEMPLETON GLOBAL BD	02/22/2011	08/15/2011	560.00	552.00	8.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b **-358.00**

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

BAILEY & LUCY EVANS FOUNDATION 58-7901780

20-6605288

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 8.143 ABERDEEN EQUITY LONG	10/26/2009	08/23/2011	89.00	89.00	
1590.776 EATON VANCE TAX-M #35572	02/02/2009	02/22/2011	27,505.00	20,118.00	7,387.00
11.387 FORUM ABSOLUTE STRA	10/30/2007	07/18/2011	124.00	125.00	-1.00
89.021 FORUM ABSOLUTE STRA	10/30/2007	08/15/2011	973.00	976.00	-3.00
75.865 FORUM ABSOLUTE STRA	10/30/2007	08/23/2011	833.00	831.00	2.00
300.871 T ROWE PRICE INSTL GRWTH-I	04/17/2007	02/22/2011	5,181.00	4,567.00	614.00
3.899 JANUS PERKINS SMALL	10/26/2009	02/22/2011	97.00	78.00	19.00
2.594 PIMCO COMMODITY REAL STRATEGY-I	02/02/2009	02/22/2011	24.00	16.00	8.00
23.548 PIMCO COMMODITY REA STRATEGY-I	02/02/2009	08/15/2011	211.00	145.00	66.00
68.257 PIMCO COMMODITY REA STRATEGY-I	02/02/2009	08/23/2011	615.00	420.00	195.00
65.922 RIDGEWORTH FD-MIDCA #RGD5	05/18/2009	02/22/2011	826.00	498.00	328.00
1057.201 RIDGEWORTH FD-MID #RGD5	05/18/2009	07/18/2011	12,708.00	7,822.00	4,886.00
263.343 RIDGEWORTH FD-LARG EQTY#RGD4	04/21/2008	02/22/2011	3,513.00	3,368.00	145.00
190.255 RIDGEWORTH FD-LARG STK#RGE3	12/11/2008	02/22/2011	2,167.00	1,334.00	833.00
17.466 RIDGEWORTH FD-LARGE STK#RGE3	11/24/2008	07/18/2011	204.00	114.00	90.00
1902.096 RIDGEWORTH FD-LAR STK#RGE3	02/02/2009	11/10/2011	20,980.00	12,390.00	8,590.00
10.45 RIDGEWORTH FD-INTL 1	04/21/2008	02/22/2011	79.00	95.00	-16.00
583.035 RIDGEWORTH FD-INTL #RGD1	01/19/2010	04/18/2011	4,262.00	5,059.00	-797.00
770.11 RIDGEWORTH FD-SHORT #RGCX	08/09/2006	02/22/2011	7,678.00	7,485.00	193.00
15.4 RIDGEWORTH FD-SHORT T	07/20/2009	07/18/2011	154.00	149.00	5.00
56.57 RIDGEWORTH FD-SHORT #RGCX	07/20/2009	08/15/2011	564.00	548.00	16.00
50.503 RIDGEWORTH FD-SHORT #RGCX	07/20/2009	08/23/2011	502.00	489.00	13.00
488.341 RIDGEWORTH FD-SEIX INCM#RG CJ	05/03/2006	07/18/2011	4,356.00	4,854.00	-498.00
39.273 RIDGEWORTH FD-SEIX INCM#RG CJ	05/03/2006	08/15/2011	335.00	390.00	-55.00
111.611 RIDGEWORTH FD-SEIX INCM#RG CJ	12/21/2006	08/23/2011	942.00	1,108.00	-166.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

Schedule D-1 (Form 1041) 2011

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.



BAILEY & LUCY EVANS FOUNDATION
ACCOUNT NO. 7901780

PORTFOLIO DETAIL

AS OF 12/31/11

PAGE 3

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
<u>PRINCIPAL PORTFOLIO</u>						
<u>STIF & MONEY MARKET FUNDS</u>						
6,714.42	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	6,714.42 1.000 1.65 %	6,714.42 1.00	0.00	1	0.01 % 0.00 %
<u>MUTUAL FUNDS</u>						
728.945	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	8,135.03 11.160 1.99 %	7,960.08 10.92	174.95	0	0.00 % 0.00 %
9,689.949	FEDERATED EQUITY FDS STRATEGIC VALUE FD CL INSTL CUSIP: 314172560	47,093.15 4.860 11.55 %	43,125.24 4.45	3,967.91	1,783	3.79 % 0.00 %
1,069.985	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 349847600	11,823.33 11.050 2.90 %	11,314.29 10.57	509.04	40	0.34 % 0.00 %
580.314	HARBOR FD CAP APPRECIATION FD INSTL CL CUSIP: 411511504	21,413.59 36.900 5.25 %	22,040.34 37.98	626.75-	25	0.12 % 0.00 %
472.173	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	9,632.33 20.400 2.36 %	9,958.75 21.09	326.42-	55	0.57 % 0.00 %
5,680.462	MANNING & NAPIER FDS WORLD OPTYS SER CL A CUSIP: 563821545	37,661.46 6.630 9.24 %	47,060.02 8.28	9,398.56-	1,363	3.62 % 0.00 %



BAILEY & LUCY EVANS FOUNDATION
ACCOUNT NO. 7901780

PORTFOLIO DETAIL
AS OF 12/31/11

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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
1,096.727	NEUBERGER BERMAN INCOME FDS HIGH INCOME BD FD CL INSTL CUSIP: 64128K868	9,771.84 8.910 2.40 %	9,717.00 8.86	54.84	713	7.30 % 0.00 %
511.531	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	14,819.05 28.970 3.63 %	15,414.16 30.13	595.11-	345	2.33 % 0.00 %
871.004	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	5,696.37 6.540 1.40 %	5,365.38 6.16	330.99	1,735	30.46 % 0.00 %
1,097.356	PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	11,357.63 10.350 2.79 %	11,039.83 10.06	317.80	600	5.28 % 0.00 %
1,128.551	PIMCO FDS LOW DURATION FD INSTL CL CUSIP: 693390304	11,612.79 10.290 2.85 %	11,748.21 10.41	135.42-	249	2.14 % 0.00 %
572.68	SCHRODER FDS US SMALL & MIDCAP OPPORTUNITES FD IV CUSIP: 80809R204	6,562.91 11.460 1.61 %	7,022.23 12.26	459.32-	0	0.00 % 0.00 %
1,086.313	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 81728B825	8,093.03 7.450 1.98 %	6,318.08 5.82	1,774.95	0	0.00 % 0.00 %
4,050.379	T ROWE PRICE FDS LARGE-CAP GROWTH FD INSTL CL CUSIP: 45775L408	65,292.11 16.120 16.01 %	58,160.00 14.36	7,132.11	0	0.00 % 0.00 %
1,436.548	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	17,770.10 12.370 4.36 %	18,495.74 12.88	725.64-	911	5.13 % 0.00 %



BAILEY & LUCY EVANS FOUNDATION
ACCOUNT NO. 7901780

PORTFOLIO DETAIL
AS OF 12/31/11

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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
TOTAL MUTUAL FUNDS		286,734.72	284,739.35	1,995.37	7,820	2.73 %
PROPRIETARY FUNDS						
3,266.278	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCJ CUSIP: 76628T702	34,165.27 10.460 8.38 %	32,482.91 9.94	1,682.36	800	2.34 % 0.00 %
4,259.586	RIDGEWORTH FD-LARGE CAP VALUE EQUITY I SHS #RGD4 CUSIP: 76628R672	52,989.25 12.440 12.99 %	43,033.34 10.10	9,955.91	869	1.64 % 0.00 %
677.876	RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ CUSIP: 76628T678	5,863.63 8.650 1.44 %	5,255.82 7.75	607.81	334	5.70 % 0.00 %
787.74	RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX CUSIP: 76628T611	7,814.38 9.920 1.92 %	7,498.03 9.52	316.35	172	2.20 % 0.00 %
TOTAL PROPRIETARY FUNDS		100,832.53	88,270.10	12,562.43	2,175	2.16 %
PRINCIPAL PORTFOLIO TOTAL		394,281.67	379,723.87	14,557.80	9,995	2.53 %
INCOME PORTFOLIO						
	INCOME CASH	155.04 0.04 %	155.04			



BATLEY & LUCY EVANS FOUNDATION
ACCOUNT NO. 7901780

PORTFOLIO DETAIL
AS OF 12/31/11

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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
13,335.08	FEDERATED MONEY MKT OBLIGS TR	13,335.08	13,335.08	0.00	1	0.01 %
	TRSY OBLIGS INSTL CL #68 FFS	1.000	1.00			0.00 %
	CUSIP: 609068DF5	3.27 %				
INCOME PORTFOLIO TOTAL		13,490.12	13,490.12	0.00	1	0.01 %
TOTAL ASSETS		607,771.79	593,211.99	14,557.80	29,959.7	2.45 %