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

2011

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

Name of foundation J Calhoun Pruitt, Sr. Foundation	**A Employer identification number** 20-6841054
Number and street (or P O box number if mail is not delivered to street address) 101 N Murray Avenue — Room/suite	**B** Telephone number (see instructions) 864-224-3121
City or town, state, and ZIP code Anderson, SC 29625	**C** If exemption application is pending, check here ▶ ☐

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

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)* ▶ $ 901,227

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

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 ▶ ☐

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).)*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	27,677	27,677		
	5a	Gross rents	0	0		
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	0			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		77,387		
	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	27,677	105,064		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	10,000			10,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1938			1938
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	8,580	8,580		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	20,518			
	25	Contributions, gifts, grants paid	20,000			20,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	40,518	8,580		31,938
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-12,841			
	b	**Net investment income** (if negative, enter -0-)		96,484		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	74,884	24,243	24,243
	2	Savings and temporary cash investments			
	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			
	10a	Investments—U S and state government obligations (attach schedule)	615,864	0	0
	b	Investments—corporate stock (attach schedule)	239,690	889,761	876,984
	c	Investments—corporate bonds (attach schedule)	162,672	0	0
	11	Investments—land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ basis adjustment)	-117,458	48,807	
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	975,652	962,811	901,227
Liabilities	17	Accounts payable and accrued expenses	0		
	18	Grants payable	0		
	19	Deferred revenue	0		
	20	Loans from officers, directors, trustees, and other disqualified persons	0		
	21	Mortgages and other notes payable (attach schedule)	0		
	22	Other liabilities (describe ▶)	0		
	23	**Total liabilities** (add lines 17 through 22)	0		
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	0		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0		
	29	Retained earnings, accumulated income, endowment, or other funds	0		
	30	**Total net assets or fund balances** (see instructions)	975,652		
	31	**Total liabilities and net assets/fund balances** (see instructions)	975,652	962,811	

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	975,652
2	Enter amount from Part I, line 27a	2	-12,841
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	962,811
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	962,811

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	see attached schedules			
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	various	none	various	77,387
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	77,387
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			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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	1930
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	1930
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1930
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 96		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 904		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	1000
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	930
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?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		✓
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶			
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	✓	
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*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ www.guidestar.org

14 The books are in care of ▶ J. Calhoun Pruitt, Jr Telephone no. ▶ 864-224-3121
Located at ▶ 101 North Murray Avenue, Anderson, SC ZIP+4 ▶ 29625-4301

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

			Yes	No
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?	16		✓
	See 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 instructions)?	1b		✓
	Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		✓
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? ☐ Yes ☐ No If "Yes," list the years ▶ 20___ , 20___ , 20___ , 20___			
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		✓
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20___ , 20___ , 20___ , 20___			
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 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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		✓

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)? **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
J Calhoun Pruitt, Jr. 101 N Murray Avenue, Anderson, SC 29625	Trustee 1 hour per week	5,000	0	0
Linda P. McConnell 1201 Northampton Rd , Anderson, SC 29621	Trustee 1 hour per week	5,000	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				

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

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

3 Five highest-paid independent contractors for professional services (see instructions). 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 ▶		

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** (see instructions)

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 ▶	

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	883,690
b	Average of monthly cash balances	1b	35,424
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	919,114
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	
3	Subtract line 2 from line 1d	3	919,114
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	13,787
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	905,327
6	**Minimum investment return.** Enter 5% of line 5	6	45,266

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	45,266
2a	Tax on investment income for 2011 from Part VI, line 5	2a			
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	1930		
c	Add lines 2a and 2b			2c	1930
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	43,336
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	43,336
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	43,336

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	31,938
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	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	31,938
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,938

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					43,336
2	Undistributed income, if any, as of the end of 2011:					
a	Enter amount for 2010 only				0	
b	Total for prior years. 20___,20___,20___			0		
3	Excess distributions carryover, if any, to 2011:					
a	From 2006	16,108				
b	From 2007	73,215				
c	From 2008					
d	From 2009	5,416				
e	From 2010	0				
f	**Total** of lines 3a through e		94,739			
4	Qualifying distributions for 2011 from Part XII, line 4: ► $ 31,938					
a	Applied to 2010, 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 2011 distributable amount					31,938
e	Remaining amount distributed out of corpus		0			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		11,398			0
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		83,341			
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 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		4,710			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		78,631			
10	Analysis of line 9:					
a	Excess from 2007	73,215				
b	Excess from 2008					
c	Excess from 2009	5,416				
d	Excess from 2010					
e	Excess from 2011					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Cancer Assoc. of Anderson 215 E. Calhoun Street Anderson, SC 29621	n/a	public	provide assistance to indigent cancer victims	5,000
First Presbyterian Church 302 W. Whitner Street Anderson, SC 29624	n/a	public	local expense	10,000
Hospice 1835 Rogers Road Anderson, SC 29621	n/a	public	provide assistance to terminally ill	2,500
USC Educational Foundation 1600 Hampton Street, Suite 736 Columbia, SC 29208	n/a	public	promote education and development @ USC	2,500
Total ▶ 3a				20,000
b *Approved for future payment*				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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					
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					
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)					

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

(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.)
	N/A

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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee | Date 11-15-12 | Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
James C. Pruitt, Jr				P01496934
Firm's name ► Pruitt & Pruitt Attorneys at Law, P.A.			Firm's EIN ►	57-0526442
Firm's address ► 101 N Murray Avenue, Anderson, SC 29625			Phone no	864-224-3121

J. Calhoun Pruitt, Sr. Foundation EIN 20-6841054

Schedule of Information for Form 990-PF

PART 1, LINE 16 a

Legal Fees

Pruitt & Pruitt, tax return preparation .... $ 1,938.00

PART 1, LINE 23

Merrill Lynch Account fee ....$ 8,580.00

PART II, LINE 10 (see schedules attached)

	No of Shares	Book Value	Fair Market Value
Gov't and Agency Securities	N/A	0	0
Corporate Bond	N/A	0	0
Corporate Stock	various	889,761	876,984
Other	N/A	0	0

Merrill Lynch

EMA Fiscal Statement

J CALHOUN PRUITT SR FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)	
41.0000	AMERISOURCEBERGEN CORP	11/18/08	12/31/10	1,402.78	626.15	776.63	LT
6.0000	AETNA INC NEW	11/24/08	12/31/10	183.98	120.63	63.35	LT
36.0000	AETNA INC NEW	09/28/09	12/31/10	1,103.91	1,052.23	51.68	LT
41.0000	AETNA INC NEW	06/14/10	12/31/10	1,257.24	1,207.14	50.10	ST
1.0000	ASSURANT INC	03/08/10	12/31/10	38.75	32.11	6.64	ST
8.0000	ASSURANT INC	03/09/10	12/31/10	310.07	258.51	51.56	ST
10.0000	ASSURANT INC	03/12/10	12/31/10	387.59	329.18	58.41	ST
15.0000	ASSURANT INC	03/15/10	12/31/10	581.39	489.86	91.53	ST
22.0000	ASSURANT INC	03/16/10	12/31/10	852.72	726.70	126.02	ST
60.0000	AT& T INC	03/15/07	12/31/10	1,766.97	2,215.81	(448.84)	LT
23.0000	AT& T INC	11/17/08	12/31/10	677.34	621.92	55.42	LT
26.0000	AVERY DENNISON CORP	05/18/10	12/31/10	1,107.19	935.96	171.23	ST
7.0000	AVERY DENNISON CORP	05/19/10	12/31/10	298.09	247.30	50.79	ST
15 0000	BERKSHIRE HATHAWAYINC	12/27/10	12/31/10	1,200.28	1,199.13	1.15	ST
44.0000	BRISTOL-MYERS SQUIBB CO	11/15/10	12/31/10	1,167.92	1,159.80	8 12	ST
12.0000	BRISTOL-MYERS SQUIBB CO	11/16/10	12/31/10	318.52	312.17	6.35	ST
26.0000	BRISTOL-MYERS SQUIBB CO	12/13/10	12/31/10	690.14	683.82	6 32	ST

PLEASE SEE REVERSE SIDE

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
21.0000	BRISTOL-MYERS SQUIBB CO	12/20/10	12/31/10	557.42	557.18	0.24 ST
6.0000	BRISTOL-MYERS SQUIBB CO	12/21/10	12/31/10	159.27	158.51	0.76 ST
15.0000	CARDINAL HEALTH INC OHIO	11/23/09	12/31/10	576.66	482.76	93.90 LT
23.0000	CARDINAL HEALTH INC OHIO	11/24/09	12/31/10	884.21	742.81	141.40 LT
11.0000	CARDINAL HEALTH INC OHIO	11/30/09	12/31/10	422.88	353.70	69.18 LT
5.0000	CARDINAL HEALTH INC OHIO	12/02/09	12/31/10	192.22	163 40	28.82 LT
12.0000	CARDINAL HEALTH INC OHIO	12/03/09	12/31/10	461.34	390.99	70.35 LT
16.0000	CMS ENERGY CORP	04/28/09	12/31/10	298.95	190.64	108.31 LT
12.0000	CMS ENERGY CORP	05/04/09	12/31/10	224.21	145.75	78.46 LT
20.0000	CMS ENERGY CORP	05/05/09	12/31/10	373.69	244.47	129.22 LT
26.0000	CMS ENERGY CORP	05/07/09	12/31/10	485.80	310.40	175.40 LT
10.0000	CAPITAL ONE FINL	04/06/10	12/31/10	425.84	430.97	(5.13) ST
25.0000	CAPITAL ONE FINL	04/07/10	12/31/10	1,064.60	1,081.29	(16.69) ST
15.0000	CAPITAL ONE FINL	05/03/10	12/31/10	638.76	682.50	(43.74) ST
10.0000	CAPITAL ONE FINL	05/04/10	12/31/10	425.84	450.87	(25.03) ST
8.0000	COVENTRY HEALTH CARE INC	09/08/09	12/31/10	212.26	184.56	27.70 LT
15.0000	COVENTRY HEALTH CARE INC	09/09/09	12/31/10	397.99	349.91	48.08 LT
14.0000	COVENTRY HEALTH CARE INC	09/10/09	12/31/10	371.46	334.81	36.65 LT
13.0000	COVENTRY HEALTH CARE INC	09/11/09	12/31/10	344.93	317.97	26.96 LT
22.0000	COVENTRY HEALTH CARE INC	09/14/09	12/31/10	583.74	541.08	42.66 LT
316.0000	CITIGROUP INC	06/28/10	12/31/10	1,494.71	1,264.28	230.43 ST
385.0000	CITIGROUP INC	07/26/10	12/31/10	1,821.10	1,582 20	238.90 ST
36.0000	CITIGROUP INC	07/27/10	12/31/10	170.29	151 26	19.03 ST
13.0000	CHEVRON CORP	03/15/07	12/31/10	1,190.57	895.06	295.51 LT
8.0000	CHEVRON CORP	06/07/10	12/31/10	732.67	574.52	158.15 ST
13.0000	CONOCOPHILLIPS	02/16/10	12/31/10	890.14	645.95	244.19 ST
9.0000	CONOCOPHILLIPS	03/01/10	12/31/10	616.25	439.18	177.07 ST
5.0000	CONOCOPHILLIPS	03/02/10	12/31/10	342.37	248.39	93.98 ST
94.0000	CBS CORP NEW CL B	11/22/10	12/31/10	1,795.87	1,544.70	251.17 ST
32.0000	CBS CORP NEW CL B	12/27/10	12/31/10	611.37	617.14	(5.77) ST
17.0000	CA INC	08/29/07	12/31/10	414.49	420.95	(6.46) LT
20.0000	CA INC	08/30/07	12/31/10	487.63	500.69	(13.06) LT
17 0000	CA INC	08/31/07	12/31/10	414.50	430.21	(15.71) LT
14.0000	COMPUTER SCIENCE CRP	07/17/07	12/31/10	694.38	860.79	(166.41) LT
7.0000	COMPUTER SCIENCE CRP	07/18/07	12/31/10	347.20	427.20	(80.00) LT
17.0000	DTE ENERGY COMPANY	01/25/10	12/31/10	771.10	724.96	46.14 ST
16.0000	DTE ENERGY COMPANY	01/26/10	12/31/10	725.75	688.65	37.10 ST
143.0000	DELL INC	08/30/10	12/31/10	1,934.04	1,734.10	199.94 ST
39.0000	DELL INC	09/13/10	12/31/10	527.47	478.40	49.07 ST
93.0000	DISCOVER FINL SVCS	11/15/10	12/31/10	1,721.83	1,760.45	(38.62) ST

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
25.0000	DISCOVER FINL SVCS	11/16/10	12/31/10	462.86	456.07	6.79 ST
29.0000	EDISON INTL CALIF	07/26/10	12/31/10	1,121.85	955.36	166.49 ST
5.0000	EDISON INTL CALIF	07/27/10	12/31/10	193.42	167.21	26.21 ST
31.0000	EDISON INTL CALIF	08/02/10	12/31/10	1,199.24	1,054.59	144.65 ST
7.0000	EXXON MOBIL CORP COM	02/01/10	12/31/10	513.53	462.81	50.72 ST
5.0000	EXXON MOBIL CORP COM	02/05/10	12/31/10	366.81	322.06	44.75 ST
4.0000	EXXON MOBIL CORP COM	02/09/10	12/31/10	293.45	260.94	32.51 ST
18.0000	EXXON MOBIL CORP COM	12/27/10	12/31/10	1,320.54	1,315.58	4.96 ST
104.0000	FORD MOTOR CO NEW	07/22/10	12/31/10	1,747.43	1,251.50	495.93 ST
114.0000	FORD MOTOR CO NEW	08/16/10	12/31/10	1,915.46	1,370.38	545 08 ST
95.0000	FIFTH THIRD BANCORP	08/02/10	12/31/10	1,397.47	1,266.83	130.64 ST
42.0000	FIFTH THIRD BANCORP	08/03/10	12/31/10	617.82	564.17	53.65 ST
38.0000	FIFTH THIRD BANCORP	08/09/10	12/31/10	558.99	489.01	69.98 ST
7.0000	FIFTH THIRD BANCORP	08/10/10	12/31/10	102.98	89.95	13.03 ST
32.0000	GANNETT CO	05/11/10	12/31/10	482.73	535.11	(52.38) ST
37.0000	GANNETT CO	05/12/10	12/31/10	558.17	626.70	(68.53) ST
29.0000	GAP INC DELAWARE	03/13/08	12/31/10	645.34	580.73	64.61 LT
17.0000	GAP INC DELAWARE	04/14/08	12/31/10	378.30	313.86	64.44 LT
22.0000	GAP INC DELAWARE	04/15/08	12/31/10	489.58	411.97	77.61 LT
45.0000	GENERAL ELECTRIC	01/02/08	12/31/10	820.34	1,655.46	(835.12) LT
46.0000	GENERAL ELECTRIC	01/07/08	12/31/10	838.57	1,664.59	(826.02) LT
95.0000	GENERAL ELECTRIC	10/25/10	12/31/10	1,731.83	1,538.76	193.07 ST
11.0000	HONEYWELL INTL INC DEL	07/30/07	12/31/10	586.12	650.77	(64.65) LT
22.0000	HONEYWELL INTL INC DEL	08/27/07	12/31/10	1,172.25	1,250.78	(78 53) LT
34.0000	HUMANA INC	01/19/10	12/31/10	1,868.76	1,745.25	123.51 ST
5.0000	HUMANA INC	04/12/10	12/31/10	274.81	222.82	51.99 ST
5.0000	HUMANA INC	04/13/10	12/31/10	274.82	220.27	54.55 ST
5.0000	HUMANA INC	04/14/10	12/31/10	274.83	217.80	57.03 ST
161.0000	INTEL CORP	06/28/10	12/31/10	3,379.47	3,292.06	87.41 ST
38.0000	INTL PAPER CO	08/31/09	12/31/10	1,036.24	859.84	176.40 LT
26.0000	INTL PAPER CO	09/01/09	12/31/10	709.01	581.67	127.34 LT
30.0000	INTL PAPER CO	11/09/09	12/31/10	818.09	747.61	70.48 LT
41.0000	JPMORGAN CHASE & CO	07/06/09	12/31/10	1,738.05	1,315.21	422.84 LT
52.0000	KROGER CO	07/06/10	12/31/10	1,163.00	1,043.22	119.78 ST
38.0000	KROGER CO	12/20/10	12/31/10	849.88	825.78	24.10 ST
19.0000	KROGER CO	12/21/10	12/31/10	424.95	412.28	12.67 ST
2.0000	L-3 COMMNCTNS HLDGS	04/06/09	12/31/10	141.31	140.20	1.11 LT
4.0000	L-3 COMMNCTNS HLDGS	05/11/09	12/31/10	282.63	310.07	(27.44) LT
11.0000	L-3 COMMNCTNS HLDGS	06/01/10	12/31/10	777.26	911.21	(133.95) ST
68.0000	ELI LILLY & CO	09/27/10	12/31/10	2,384.33	2,452.60	(68.27) ST

Merrill Lynch

J CALHOUN PRUITT SR FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
40.0000	LIMITED BRANDS INC	05/03/10	12/31/10	1,236.19	1,114.05	122.14 ST
13.0000	LIMITED BRANDS INC	05/04/10	12/31/10	401.77	351.92	49.85 ST
62.0000	MARATHON OIL CORP	03/15/07	12/31/10	2,300.21	2,913.52	(613.31) LT
23.0000	MARATHON OIL CORP	05/17/10	12/31/10	853.31	716.89	136.42 ST
25.0000	MEADWESTVACO CORP	11/30/09	12/31/10	656.87	677.02	(20.15) LT
8.0000	MEADWESTVACO CORP	12/01/09	12/31/10	210.20	221.12	(10.92) LT
6.0000	MEADWESTVACO CORP	12/02/09	12/31/10	157.65	167.62	(9.97) LT
17.0000	MEADWESTVACO CORP	12/07/09	12/31/10	446.67	479.91	(33.24) LT
22.0000	MEADWESTVACO CORP	12/08/09	12/31/10	578.06	616.91	(38.85) LT
49.0000	MACYS INC	03/01/10	12/31/10	1,247.29	969.72	277.57 ST
43.0000	MACYS INC	03/02/10	12/31/10	1,094.57	854.90	239.67 ST
11.0000	MACYS INC	03/03/10	12/31/10	280.01	220.24	59.77 ST
35.0000	NISOURCE INC	07/20/09	12/31/10	618.93	437.29	181.64 LT
14.0000	NISOURCE INC	07/21/09	12/31/10	247.57	177.69	69.88 LT
24.0000	NISOURCE INC	07/22/09	12/31/10	424.41	305.78	118.63 LT
20.0000	NISOURCE INC	08/10/09	12/31/10	353.68	263.34	90.34 LT
20.0000	NISOURCE INC	08/11/09	12/31/10	353.68	264.86	88.82 LT
17.0000	NISOURCE INC	08/12/09	12/31/10	300.63	224.49	76.14 LT
12.0000	NISOURCE INC	08/13/09	12/31/10	212.22	157.24	54.98 LT
107.0000	NEWS CORP CL A	06/28/10	12/31/10	1,558.14	1,359.80	198.34 ST
10.0000	PARKER HANNIFIN CORP	05/10/10	12/31/10	865.36	670.89	194.47 ST
11.0000	PARKER HANNIFIN CORP	05/24/10	12/31/10	951.90	663.12	288.78 ST
21.0000	PFIZER INC	03/10/08	12/31/10	368.33	446.40	(78.07) LT
11.0000	PFIZER INC	03/11/08	12/31/10	192.94	236.60	(43.66) LT
39.0000	PFIZER INC	06/09/08	12/31/10	684.06	704.64	(20.58) LT
320.0000	QWEST COMM INTL INC COM	06/28/10	12/31/10	2,440.21	1,707.90	732.31 ST
49.0000	QWEST COMM INTL INC COM	06/29/10	12/31/10	373.66	259.07	114.59 ST
47.0000	QWEST COMM INTL INC COM	06/30/10	12/31/10	358.41	247.90	110.51 ST
12.0000	RAYTHEON CO DELAWARE NEW	03/15/07	12/31/10	555.87	628.57	(72.70) LT
18.0000	RAYTHEON CO DELAWARE NEW	05/18/09	12/31/10	833.82	805.67	28.15 LT
9.0000	RAYTHEON CO DELAWARE NEW	08/09/10	12/31/10	416.91	418.06	(1.15) ST
2.0000	RAYTHEON CO DELAWARE NEW	08/10/10	12/31/10	92.65	92.24	0.41 ST
14.0000	ROWAN COMPANIES INC	09/15/09	12/31/10	490.63	323.54	167.09 LT
19.0000	ROWAN COMPANIES INC	11/02/09	12/31/10	665.86	446.91	218.95 LT
9.0000	ROWAN COMPANIES INC	11/03/09	12/31/10	315.41	217.84	97.57 LT
5.0000	RYDER SYSTEM INC	07/08/08	12/31/10	263.52	342.36	(78.84) LT
3.0000	RYDER SYSTEM INC	07/28/08	12/31/10	158.11	193.57	(35.46) LT
4.0000	RYDER SYSTEM INC	07/29/08	12/31/10	210.81	267.61	(56.80) LT
1.0000	RYDER SYSTEM INC	07/30/08	12/31/10	52.70	67.57	(14.87) LT
1.0000	RYDER SYSTEM INC	07/31/08	12/31/10	52.70	66.70	(14.00) LT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
15.0000	RYDER SYSTEM INC	11/24/08	12/31/10	790.59	506.74	283.85 LT
17.0000	SANDISK CORP INC	05/03/10	12/31/10	846.16	734.90	111.26 ST
7.0000	SANDISK CORP INC	05/04/10	12/31/10	348.42	290.94	57 48 ST
8.0000	SARA LEE CORP COM	08/24/09	12/31/10	140.02	77.77	62.25 LT
87.0000	SARA LEE CORP COM	08/25/09	12/31/10	1,522.80	857.54	665.26 LT
37.0000	SOUTHWEST AIRLNS CO	11/01/10	12/31/10	479.29	513.42	(34.13) ST
71.0000	SOUTHWEST AIRLNS CO	11/02/10	12/31/10	919.74	993.74	(74.00) ST
48.0000	SOUTHWEST AIRLNS CO	11/03/10	12/31/10	621.80	671.13	(49.33) ST
358.0000	SPRINT NEXTEL CORP	08/09/10	12/31/10	1,510.73	1,625.57	(114.84) ST
135.0000	SPRINT NEXTEL CORP	08/10/10	12/31/10	569.69	616.46	(46.77) ST
46.0000	TENET HEALTHCARE CORP	10/20/09	12/31/10	312.06	287.66	24.40 LT
87.0000	TENET HEALTHCARE CORP	10/21/09	12/31/10	590.22	546.32	43.90 LT
65.0000	TENET HEALTHCARE CORP	10/22/09	12/31/10	440.97	397.81	43.16 LT
10.0000	TARGET CORP COM	12/08/09	12/31/10	601.39	459.26	142.13 LT
8.0000	TARGET CORP COM	03/01/10	12/31/10	481.11	416.63	64.48 ST
8.0000	TARGET CORP COM	03/02/10	12/31/10	481.12	413.97	67.15 ST
13.0000	UNUM GROUP	05/05/08	12/31/10	315.69	321.43	(5.74) LT
15.0000	UNUM GROUP	05/08/08	12/31/10	364.25	358.10	6.15 LT
43.0000	UNUM GROUP	03/02/09	12/31/10	1,044.22	406.57	637.65 LT
19.0000	UNITEDHEALTH GROUP INC	04/19/10	12/31/10	687.67	594.99	92.68 ST
19.0000	UNITEDHEALTH GROUP INC	04/20/10	12/31/10	687.67	589.45	98.22 ST
21.0000	UNITEDHEALTH GROUP INC	06/01/10	12/31/10	760.05	617.15	142.90 ST
13.0000	UNITEDHEALTH GROUP INC	06/21/10	12/31/10	470.52	408.75	61.77 ST
30.0000	VERIZON COMMUNICATNS COM	11/17/08	12/31/10	1,077.09	835.76	241.33 LT
12.0000	VERIZON COMMUNICATNS COM	07/13/09	12/31/10	430.83	324.31	106.52 LT
10.0000	VERIZON COMMUNICATNS COM	07/14/09	12/31/10	359.04	271.43	87.61 LT
6.0000	WAL-MART STORES INC	12/29/09	12/31/10	323.00	324.68	(1.68) LT
4.0000	WAL-MART STORES INC	12/30/09	12/31/10	215.33	216.78	(1.45) LT
5.0000	WAL-MART STORES INC	12/31/09	12/31/10	269.17	269.71	(0.54) ST
5.0000	WAL-MART STORES INC	01/04/10	12/31/10	269.17	270.77	(1.60) ST
4.0000	WELLPOINT INC	06/19/07	12/31/10	227.93	323.81	(95.88) LT
10.0000	WELLPOINT INC	09/05/07	12/31/10	569.83	809.65	(239.82) LT
16.0000	WELLPOINT INC	11/03/08	12/31/10	911.75	629.50	282.25 LT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
33,000.0000	U.S. TRSY INFLATION NOTE	03/16/07	01/03/11	41,937.18	38,810.15	3,127.03 LT
2,000.0000	U.S. TRSY INFLATION NOTE	08/25/10	01/03/11	2,541.65	2,507.17	34.48 ST
21,000.0000	U.S TSY INFLATION BOND	03/16/07	01/03/11	37,234.24	34,280.25	2,953 99 LT

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2,000.0000	U.S. TSY INFLATION BOND	05/21/08	01/03/11	3,546.12	3,445.58	100.54 LT
2,000.0000	U.S. TSY INFLATION BOND	08/25/10	01/03/11	3,546.12	3,634.26	(88.14) ST
10,000.0000	U.S. TRSY INFLATION NOTE	03/16/07	01/03/11	12,570.72	12,572.16	(1.44) LT
2,000.0000	U.S. TRSY INFLATION NOTE	08/25/10	01/03/11	2,514.15	2,515.56	(1.41) ST
22,000 0000	U.S. TRSY INFLATION NOTE	01/16/09	01/03/11	28,443.12	26,899.83	1,543.29 LT
24,000.0000	U.S. TRSY INFLATION NOTE	03/24/09	01/03/11	26,698.63	26,522.20	176.43 LT
10,983.0000	FIXED INCOME SHRS SER R	03/16/07	12/31/10	113,893.70	110,488.98	3,404.72 LT
275.0000	FIXED INCOME SHRS SER R	05/21/08	12/31/10	2,851.75	3,066.25	(214.50) LT
695.0000	FIXED INCOME SHRS SER R	12/11/08	12/31/10	7,207.16	6,289.75	917.41 LT

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EMA Fiscal Statement

J CALHOUN PRUITT SR FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
2,000.0000	ASTRAZENECA PLC 5.90% 2017	10/16/07	01/03/11	2,309.60	2,032.90	276.70 LT
2,000.0000	ABBOTT LABORATORI 5.87% 16	02/28/08	01/03/11	2,302.88	2,094 27	208.61 LT
3,000.0000	HOME DEPOT INC 5.40% 2040	09/10/10	01/03/11	2,895.93	2,939.31	(43.38) ST
2,000.0000	IBM CORP 4.75%NOV29 12	10/25/07	01/03/11	2,146.62	2,000.82	145.80 LT
3,000.0000	CREDIT SUISSE FB 4.87% 15	09/17/09	01/03/11	3,230.64	3,123.78	106.86 LT
3,000.0000	CITIGROUP INC 5.00% 2014	03/22/07	01/03/11	3,116.46	2,935.82	180.64 LT
3,000.0000	CVS CAREMARK CORP 6.25% 27	08/02/07	01/03/11	3,303.09	2,899.20	403.89 LT
2,000.0000	COMCAST CORP 6.30%NOV15 17	08/27/07	01/03/11	2,286.00	2,011.27	274.73 LT
2,000.0000	CONOCO PHILLIPS	02/06/09	01/03/11	2,277.70	2,015.37	262.33 LT
3,000.0000	CISCO SYSTEMS INC 4.95% 19	04/06/09	01/03/11	3,269.29	2,967.60	301.69 LT
3,000.0000	DAIMLERCHRYSLER N 6.50% 13	05/14/07	01/03/11	3,394.86	3,083.26	311.60 LT
3,000.0000	EXELON CORP 4.90%JUN15 15	10/17/07	01/03/11	3,200.25	2,822 19	378.06 LT
3,000.0000	GOLDMAN SACHS GRO 5.12% 15	03/22/07	01/03/11	3,234.96	2,932.88	302.08 LT
3,000.0000	JPMORGAN CHASE 4.75% 2015	03/22/07	01/03/11	3,219.21	2,900.98	318.23 LT
2,000.0000	KRAFT FOODS INC 6.50% 2040	02/18/10	01/03/11	2,230.00	2,001.74	228.26 ST
2,000.0000	MORGAN ST DEAN WI 6.60% 12	01/20/10	01/03/11	2,129.22	2,111.11	18.11 ST
3,000.0000	MARATHON OIL CORP 6.00% 17	09/26/07	01/03/11	3,467.84	3,001.78	466.06 LT
2,000.0000	NEWS AMERICA INC 6.20% 34	03/22/07	01/03/11	2,062.50	1,960.87	101.63 LT
4,000.0000	PFIZER INC.	03/19/09	01/03/11	4,697.78	4,186.66	511.12 LT
3,000.0000	VERIZON COMMUN 5.50% 2018	05/28/09	01/03/11	3,295.56	2,954.55	341.01 LT
2,000.0000	SIMON PROPERTY GR 5.75% 15	04/26/07	01/03/11	2,219.02	2,022.61	196.41 LT
3,000.0000	TIME WARNER INC 4.70% 2021	08/16/10	01/03/11	3,045.27	3,145.37	(100.10) ST

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EMA Fiscal Statement

J CALHOUN PRUITT SR FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3,000.0000	TIME WARNER CABLE 8.75% 19	12/03/08	01/03/11	3,784.95	3,014.97	769.98 LT
2,000.0000	UNITED PARCEL SVC 5.50% 18	01/14/08	01/03/11	2,249.78	2,025.96	223.82 LT
2,000.0000	WAL-MART STORES 5.80% 2018	01/28/08	01/03/11	2,291.60	2,091.29	200.31 LT
3,000.0000	USD CAN NATURAL R 5.70% 17	10/16/07	01/03/11	3,393.25	2,949.66	443.59 LT
3,000.0000	PHILIPS ELECTRONI 6.87% 38	03/06/08	01/03/11	3,549.00	2,981.79	567.21 LT
14,000.0000	FHLMC C0 3565 04%2040 COR	12/01/10	01/07/11	13,810.05	13,962.33	N/C
3,000.0000	CATERPILLAR FINANCIAL SE	06/03/09	01/03/11	3,679.47	3,141.26	538.21 LT
4,000.0000	WACHOVIA CORP	03/22/07	01/03/11	4,372.04	4,055.78	316.26 LT
3,000.0000	GENERAL ELEC CAP CORP	03/22/07	01/03/11	3,203.70	2,927.24	276.46 LT
3,000.0000	FEDERAL NATL MTG ASSOC	06/05/07	01/03/11	3,437.40	3,006.29	431.11 LT
3,000.0000	FEDERAL NATL MTG ASSOC	09/10/07	01/03/11	3,437.40	3,088.83	348.57 LT
2,000.0000	FEDERAL NATL MTGE ASSOC	03/22/07	01/03/11	2,133.86	2,030.84	103.02 LT
1,000.0000	US TSY 1.375% FEB 15 2013	05/10/10	01/03/11	1,014.57	1,001.74	12 83 ST
3,000.0000	US TSY 3.125% MAY 15 2019	08/28/09	01/03/11	3,023.20	2,916.23	106 97 LT
3,000.0000	US TSY 3.125% MAY 15 2019	09/30/09	01/03/11	3,023.20	2,954 06	69.14 LT
4,000.0000	US TSY 3.125% MAY 15 2019	02/01/10	01/03/11	4,030.93	3,849.23	181.70 ST
4,000.0000	US TSY 3.125% MAY 15 2019	02/26/10	01/03/11	4,030.94	3,871.11	159.83 ST
6,000.0000	US TSY 3.125% MAY 15 2019	09/03/10	01/03/11	6,046.41	6,272.19	(225.78) ST
4,000.0000	US TSY 3.125% MAY 15 2019	12/01/10	01/03/11	4,030.95	4,137.43	(106.48) ST
18,000.0000	US TSY 4.500% SEP 30 2011	08/19/09	01/03/11	18,561.03	18,440.44	120.59 LT
13,000.0000	U.S. TRSY INFLATIN NTE	10/08/08	01/03/11	15,706.53	13,745 34	1,961.19 LT
5,000.0000	US TSY 4.500% MAY 15 2017	12/30/08	01/03/11	5,587.30	5,737 30	(150.00) LT
6,000.0000	US TSY 4.500% MAY 15 2017	01/30/09	01/03/11	6,704.77	6,608.08	96.69 LT
1,000.0000	US TSY 4.250% SEP 30 2012	02/07/08	01/03/11	1,064.84	1,025.37	39.47 LT
3,000.0000	US TSY 4.250% SEP 30 2012	06/12/09	01/03/11	3,194.54	3,116 23	78.31 LT
1,000.0000	US TSY 2.625% JUN 30 2014	02/01/10	01/03/11	1,046.28	1,017.71	28.57 ST
4,000.0000	US TSY 2.625% JUN 30 2014	02/26/10	01/03/11	4,185.16	4,084.31	100.85 ST
4,000.0000	US TSY 2.625% JUN 30 2014	09/30/10	01/03/11	4,185.16	4,241.95	(56.79) ST
6,000.0000	US TSY 2.750% NOV 30 2016	12/01/10	01/03/11	6,119.76	6,254.15	(134.39) ST
50,063.0000	FNMA P910332 05%2037 COR	03/22/07	01/07/11	23,801.68	21,972.69	N/C
25,000.0000	FNMA P915970 05 50%2037 COR	03/23/07	01/07/11	8,161.06	7,571.14	N/C
10,172.0000	FNMA P912872 05 50%2037 COR	08/23/07	01/07/11	5,734.16	5,217 51	N/C
5,016.0000	FNMA P257160 05% 2038 COR	04/14/08	01/07/11	2,689.07	2,524.00	N/C
10,024.0000	FNMA P962687 05%2038 COR	04/11/08	01/07/11	5,954.82	5,610.52	N/C

FISCAL YEAR ACTIVITY

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
23.0000	ADOBE SYS DEL PV$ 0.001	05/01/09	12/31/10	705.93	634.95	70.98 LT
25.0000	ADOBE SYS DEL PV$ 0.001	07/20/09	12/31/10	767.32	780.93	(13.61) LT

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
14.0000	ADOBE SYS DEL PV$ 0.001	02/18/10	12/31/10	429.70	463.82	(34.12) ST
11.0000	ADOBE SYS DEL PV$ 0.001	11/11/10	12/31/10	337.62	328.16	9.46 ST
24.0000	ADOBE SYS DEL PV$ 0.001	11/12/10	12/31/10	736.65	708 17	28.48 ST
8.0000	AMAZON COM INC COM	12/04/08	12/31/10	1,438.29	378.90	1,059.39 LT
12.0000	AMAZON COM INC COM	12/09/08	12/31/10	2,157.44	617.91	1,539.53 LT
5.0000	AMAZON COM INC COM	07/24/09	12/31/10	898.93	430.87	468.06 LT
7.0000	AMAZON COM INC COM	02/18/10	12/31/10	1,258.51	822.08	436.43 ST
5.0000	AMAZON COM INC COM	09/09/10	12/31/10	898.94	698 40	200.54 ST
4.0000	AMAZON COM INC COM	09/14/10	12/31/10	719.16	584.73	134 43 ST
44.0000	AMERICAN TOWER CORP CL A	04/08/10	12/31/10	2,269.22	1,845.09	424.13 ST
31.0000	AMERICAN TOWER CORP CL A	04/09/10	12/31/10	1,598.77	1,319.30	279.47 ST
23.0000	AMERICAN TOWER CORP CL A	06/04/10	12/31/10	1,186.19	953.91	232.28 ST
2.0000	ALLERGAN INC	11/02/09	12/31/10	137.72	113.49	24.23 LT
14.0000	ALLERGAN INC	11/04/09	12/31/10	964.10	813.04	151.06 LT
6.0000	ALLERGAN INC	02/05/10	12/31/10	413.19	345.16	68.03 ST
10.0000	ALLERGAN INC	02/18/10	12/31/10	688.65	595.60	93.05 ST
9.0000	ALLERGAN INC	11/01/10	12/31/10	619.78	663.29	(43.51) ST
13.0000	ALLERGAN INC	11/02/10	12/31/10	895.25	970.63	(75.38) ST
62.0000	ALLEGHENY TECH INC	05/05/10	12/31/10	3,433.07	3,131.01	302.06 ST
7.0000	ALLEGHENY TECH INC	05/10/10	12/31/10	387.60	381.55	6.05 ST
3.0000	ALLEGHENY TECH INC	10/18/10	12/31/10	166.11	143.13	22 98 ST
23.0000	ALLEGHENY TECH INC	10/19/10	12/31/10	1,273.57	1,073.87	199.70 ST
8.0000	AMGEN INC COM PV $0.0001	06/29/09	12/31/10	439.87	422.42	17.45 LT
14.0000	AMGEN INC COM PV $0.0001	01/27/10	12/31/10	769.77	797.79	(28.02) ST
11.0000	AMGEN INC COM PV $0.0001	02/09/10	12/31/10	604.83	633.66	(28.83) ST
15.0000	AMGEN INC COM PV $0.0001	02/18/10	12/31/10	824.77	859.16	(34.39) ST
7.0000	APPLE INC	03/24/08	12/31/10	2,253.75	980.80	1,272.95 LT
4.0000	APPLE INC	03/25/08	12/31/10	1,287.85	571.23	716.62 LT
8.0000	APPLE INC	10/22/08	12/31/10	2,575.71	794.08	1,781.63 LT
9.0000	APPLE INC	11/24/08	12/31/10	2,897.68	799.93	2,097.75 LT
5.0000	APPLE INC	12/09/08	12/31/10	1,609 82	499.53	1,110.29 LT
2.0000	APPLE INC	10/30/09	12/31/10	643.93	390.24	253 69 LT
2.0000	APPLE INC	02/05/10	12/31/10	643 93	386.31	257 62 ST
10.0000	APPLE INC	02/18/10	12/31/10	3,219.66	2,032 30	1,187.36 ST
23.0000	BORG WARNER INC COM	07/14/10	12/31/10	1,670.69	977 66	693.03 ST
24.0000	BORG WARNER INC COM	08/11/10	12/31/10	1,743.33	1,096 88	646.45 ST
28.0000	BOEING COMPANY	05/27/10	12/31/10	1,825.16	1,814.13	11.03 ST
33.0000	BOEING COMPANY	06/11/10	12/31/10	2,151.08	2,139.59	11.49 ST
13.0000	BOEING COMPANY	07/22/10	12/31/10	847.40	867.79	(20.39) ST
22.0000	CITRIX SYSTEMS INC COM	10/09/09	12/31/10	1,503.53	918.50	585.03 LT

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EMA Fiscal Statement

J CALHOUN PRUITT SR FOUNDATION

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
12.0000	CITRIX SYSTEMS INC COM	10/23/09	12/31/10	820.11	472.52	347.59 LT
13.0000	CITRIX SYSTEMS INC COM	02/18/10	12/31/10	888.45	580.81	307.64 ST
28.0000	CITRIX SYSTEMS INC COM	04/22/10	12/31/10	1,913.59	1,335.47	578.12 ST
18.0000	CITRIX SYSTEMS INC COM	07/27/10	12/31/10	1,230.16	865.24	364.92 ST
8.0000	CITRIX SYSTEMS INC COM	10/25/10	12/31/10	546.74	488.30	58.44 ST
3.0000	CITRIX SYSTEMS INC COM	10/26/10	12/31/10	205.04	185.65	19.39 ST
32.0000	CANADIAN NATURAL RES LTD	03/15/07	12/31/10	1,423.20	817.29	605.91 LT
16.0000	CANADIAN NATURAL RES LTD	02/05/08	12/31/10	711.60	513.44	198.16 LT
12.0000	CANADIAN NATURAL RES LTD	09/25/08	12/31/10	533.70	480.49	53.21 LT
6.0000	CANADIAN NATURAL RES LTD	09/30/08	12/31/10	266.85	202.35	64.50 LT
20.0000	CANADIAN NATURAL RES LTD	02/18/10	12/31/10	889.50	698 90	190.60 ST
25.0000	CANADIAN NATURAL RES LTD	10/21/10	12/31/10	1,111.87	892.11	219.76 ST
4.0000	CANADIAN NATURAL RES LTD	11/15/10	12/31/10	177.90	156.79	21.11 ST
8.0000	CANADIAN NATURAL RES LTD	11/16/10	12/31/10	355.81	304.59	51.22 ST
15.0000	CHECK POINT SOFTWRE TECH	07/12/10	12/31/10	690.64	464.74	225.90 ST
48.0000	CHECK POINT SOFTWRE TECH	07/13/10	12/31/10	2,210.04	1,551.09	658.95 ST
26.0000	CHECK POINT SOFTWRE TECH	09/30/10	12/31/10	1,197.12	962.48	234.64 ST
30.0000	COACH INC	01/28/10	12/31/10	1,663.93	1,048.93	615.00 ST
12.0000	COACH INC	02/18/10	12/31/10	665.58	434.98	230.60 ST
28.0000	CTRIP.COM INTL LTD ADR	11/23/10	12/31/10	1,144.90	1,298.18	(153.28) ST
19.0000	CTRIP.COM INTL LTD ADR	11/24/10	12/31/10	776.90	909.50	(132.60) ST
12.0000	CATERPILLAR INC DEL	07/27/10	12/31/10	1,123.73	829.87	293.86 ST
31.0000	CATERPILLAR INC DEL	07/28/10	12/31/10	2,902.97	2,152.50	750.47 ST
28.0000	CELGENE CORP COM	05/05/10	12/31/10	1,658.23	1,681.51	(23.28) ST
15.0000	CELGENE CORP COM	05/06/10	12/31/10	888.34	897.48	(9.14) ST
4.0000	CELGENE CORP COM	11/01/10	12/31/10	236.89	247.28	(10.39) ST
8.0000	CELGENE CORP COM	11/02/10	12/31/10	473.78	503.25	(29.47) ST
5.0000	CELGENE CORP COM	11/03/10	12/31/10	296.12	312.78	(16.66) ST
59.0000	CAMERON INTL CORP	08/16/10	12/31/10	3,001.28	2,261.72	739.56 ST
4.0000	CME GROUP INC	12/01/10	12/31/10	1,287.38	1,196.31	91.07 ST
4.0000	CME GROUP INC	12/02/10	12/31/10	1,287.38	1,240.13	47.25 ST
15.0000	COVIDIEN PLC SHS	02/01/10	12/31/10	682.26	753.42	(71.16) ST
14.0000	COVIDIEN PLC SHS	02/18/10	12/31/10	636.78	711.06	(74.28) ST
23.0000	COVIDIEN PLC SHS	04/29/10	12/31/10	1,046.16	1,114.61	(68.45) ST
3.0000	CISCO.SYSTEMS INC COM	02/18/10	12/31/10	60.42	72.78	(12.36) ST
47.0000	CISCO SYSTEMS INC COM	03/19/10	12/31/10	946.67	1,230.28	(283.61) ST
75.0000	CISCO SYSTEMS INC COM	08/10/10	12/31/10	1,510.66	1,829.97	(319.31) ST
20.0000	COCA COLA COM	01/13/10	12/31/10	1,315.28	1,142.15	173.13 ST
16.0000	COCA COLA COM	01/28/10	12/31/10	1,052.23	871.23	181.00 ST
9.0000	COCA COLA COM	02/10/10	12/31/10	591.87	485.01	106.86 ST

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Merrill Lynch

J CALHOUN PRUITT SR FOUNDATION

EMA Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
15.0000	COCA COLA COM	02/18/10	12/31/10	986.46	836.70	149.76 ST
40.0000	COCA COLA COM	03/05/10	12/31/10	2,630.59	2,183.92	446.67 ST
19.0000	COLGATE PALMOLIVE	01/25/10	12/31/10	1,531.47	1,530.28	1.19 ST
10.0000	COLGATE PALMOLIVE	02/18/10	12/31/10	806.05	822.60	(16.55) ST
86.0000	CORNING INC	05/28/10	12/31/10	1,661.81	1,499.89	161 92 ST
79.0000	CORNING INC	06/11/10	12/31/10	1,526.55	1,444.85	81.70 ST
17.0000	CUMMINS INC COM	07/21/09	12/31/10	1,871.23	691.94	1,179.29 LT
9.0000	CUMMINS INC COM	02/18/10	12/31/10	990.65	515.16	475.49 ST
17 0000	CUMMINS INC COM	04/29/10	12/31/10	1,871.25	1,291.57	579.68 ST
10.0000	DANAHER CORP DEL COM	03/15/07	12/31/10	471.13	355.31	115.82 LT
8.0000	DANAHER CORP DEL COM	02/05/08	12/31/10	376.91	296.72	80.19 LT
24.0000	DANAHER CORP DEL COM	04/18/08	12/31/10	1,130.74	908.28	222.46 LT
14.0000	DANAHER CORP DEL COM	02/18/10	12/31/10	659.60	528.08	131.52 ST
66.0000	DENBURY RES INC	03/10/10	12/31/10	1,263.22	1,057.27	205.95 ST
30.0000	E M C CORPORATION MASS	04/09/09	12/31/10	688.96	396.79	292.17 LT
63.0000	E M C CORPORATION MASS	06/03/09	12/31/10	1,446.82	786.32	660.50 LT
24.0000	E M C CORPORATION MASS	10/30/09	12/31/10	551.17	404.95	146.22 LT
33.0000	E M C CORPORATION MASS	02/18/10	12/31/10	757.86	585.66	172.20 ST
46.0000	EXPRESS SCRIPTS INC COM	06/14/10	12/31/10	2,489.59	2,456.47	33.12 ST
6.0000	EOG RESOURCES INC	10/14/10	12/31/10	550.55	593.05	(42.50) ST
13.0000	EOG RESOURCES INC	10/15/10	12/31/10	1,192.86	1,300.30	(107.44) ST
13.0000	EOG RESOURCES INC	10/18/10	12/31/10	1,192.86	1,316.20	(123.34) ST
6.0000	EMERSON ELEC CO	04/09/09	12/31/10	343.64	191.69	151.95 LT
11.0000	EMERSON ELEC CO	04/30/09	12/31/10	630.01	373.44	256.57 LT
19.0000	EMERSON ELEC CO	09/10/09	12/31/10	1,088.19	750.44	337.75 LT
11.0000	EMERSON ELEC CO	02/18/10	12/31/10	630.02	522.50	107.52 ST
28.0000	FREEPRT-MCMRAN CPR & GLD	10/01/10	12/31/10	3,362.05	2,479.28	882.77 ST
10.0000	FREEPRT-MCMRAN CPR & GLD	10/26/10	12/31/10	1,200.73	962.21	238.52 ST
29.0000	FREEPRT-MCMRAN CPR & GLD	11/01/10	12/31/10	3,482.13	2,778.58	703.55 ST
3.0000	FREEPRT-MCMRAN CPR & GLD	11/09/10	12/31/10	360.22	321.75	38.47 ST
5.0000	FREEPRT-MCMRAN CPR & GLD	11/15/10	12/31/10	600.38	520.14	80.24 ST
12.0000	F5 NETWORKS INC COM	08/17/10	12/31/10	1,565.61	1,052.55	513.06 ST
2.0000	F5 NETWORKS INC COM	08/18/10	12/31/10	260.94	177.15	83.79 ST
16.0000	JUNIPER NETWORKS INC	11/11/10	12/31/10	589.68	550.92	38.76 ST
49.0000	JUNIPER NETWORKS INC	11/12/10	12/31/10	1,805.91	1,718.18	87.73 ST
8.0000	JPMORGAN CHASE & CO	03/13/09	12/31/10	339.13	190.67	148.46 LT
11.0000	JPMORGAN CHASE & CO	06/10/09	12/31/10	466.30	388.59	77.71 LT
16.0000	JPMORGAN CHASE & CO	02/18/10	12/31/10	678.26	646.40	31.86 ST
22.0000	JPMORGAN CHASE & CO	04/15/10	12/31/10	932.62	1,054.87	(122.25) ST
21.0000	LABORATORY CP AMER HLDGS	05/19/10	12/31/10	1,854.05	1,628.81	225.24 ST

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
5.0000	LABORATORY CP AMER HLDGS	05/20/10	12/31/10	441.45	381.62	59.83 ST
5.0000	MEAD JOHNSON NUTRTION CO	12/18/09	12/31/10	312.46	208.53	103.93 LT
18.0000	MEAD JOHNSON NUTRTION CO	01/06/10	12/31/10	1,124.88	808.23	316.65 ST
15.0000	MEAD JOHNSON NUTRTION CO	01/28/10	12/31/10	937.41	678.65	258.76 ST
14.0000	MEAD JOHNSON NUTRTION CO	02/18/10	12/31/10	874.92	649.74	225.18 ST
10.0000	MCDONALDS CORP COM	06/08/10	12/31/10	767.31	676.41	90.90 ST
45.0000	MCDONALDS CORP COM	06/08/10	12/31/10	3,452.91	3,043.83	409.08 ST
22.0000	NETFLIX COM INC	08/06/10	12/31/10	3,875.45	2,589.37	1,286.08 ST
6.0000	NETFLIX COM INC	09/01/10	12/31/10	1,056.94	795.36	261.58 ST
6.0000	NETFLIX COM INC	12/09/10	12/31/10	1,056.95	1,138.82	(81.87) ST
62.0000	NETAPP INC	09/15/10	12/31/10	3,399.01	3,050.09	348.92 ST
37.0000	NORDSTROM INC	09/14/10	12/31/10	1,568.40	1,306 58	261.82 ST
21.0000	NORDSTROM INC	09/15/10	12/31/10	890.18	744.23	145.95 ST
11.0000	ORACLE CORP $0.01 DEL	02/05/08	12/31/10	342.88	213.62	129.26 LT
40.0000	ORACLE CORP $0.01 DEL	04/01/08	12/31/10	1,246.87	814.46	432.41 LT
28.0000	ORACLE CORP $0.01 DEL	02/18/10	12/31/10	872.81	682.85	189.96 ST
128.0000	ORACLE CORP $0.01 DEL	04/13/10	12/31/10	3,989.99	3,337.46	652.53 ST
49.0000	ORACLE CORP $0.01 DEL	09/28/10	12/31/10	1,527.42	1,331.43	195.99 ST
35.0000	ORACLE CORP $0.01 DEL	12/15/10	12/31/10	1,091.02	1,064.34	26.68 ST
10.0000	PRICELINE COM INC	07/13/10	12/31/10	3,999.43	2,128.85	1,870.58 ST
16.0000	POTASH CORP SASKATCHEWAN	11/04/10	12/31/10	2,471.76	2,247.02	224.74 ST
8.0000	POTASH CORP SASKATCHEWAN	12/16/10	12/31/10	1,235.89	1,117.56	118.33 ST
3.0000	PRECISION CASTPARTS	07/27/10	12/31/10	418.25	362.06	56.19 ST
12.0000	PRECISION CASTPARTS	07/28/10	12/31/10	1,673.02	1,470.12	202.90 ST
9.0000	PRECISION CASTPARTS	08/19/10	12/31/10	1,254.76	1,076.45	178.31 ST
7.0000	PRECISION CASTPARTS	10/21/10	12/31/10	975.94	951.55	24.39 ST
19.0000	PROCTER & GAMBLE CO	07/07/09	12/31/10	1,223.64	992.33	231.31 LT
14.0000	PROCTER & GAMBLE CO	07/08/09	12/31/10	901.63	735.90	165.73 LT
22.0000	PROCTER & GAMBLE CO	02/18/10	12/31/10	1,416.87	1,384.40	32.47 ST
19.0000	RANGE RESOURCES CORP DEL	05/01/08	12/31/10	857.07	1,222.02	(364.95) LT
8.0000	RANGE RESOURCES CORP DEL	09/05/08	12/31/10	360.87	341.39	19.48 LT
7.0000	RANGE RESOURCES CORP DEL	12/18/09	12/31/10	315.77	354.32	(38.55) LT
10.0000	RANGE RESOURCES CORP DEL	02/18/10	12/31/10	451.10	533.20	(82.10) ST
39.0000	ROCKWELL COLLINS INC	03/09/10	12/31/10	2,274.83	2,363.20	(88.37) ST
26.0000	ROCKWELL COLLINS INC	04/29/10	12/31/10	1,516.56	1,719.63	(203.07) ST
21.0000	SANDISK CORP INC	12/06/10	12/31/10	1,045.26	1,001 62	43.64 ST
28.0000	SANDISK CORP INC	12/07/10	12/31/10	1,393.68	1,354.48	39.20 ST
17.0000	SCHLUMBERGER LTD	01/11/10	12/31/10	1,421.91	1,197.09	224.82 ST
6.0000	SCHLUMBERGER LTD	01/28/10	12/31/10	501.85	390.77	111.08 ST
7.0000	SCHLUMBERGER LTD	02/18/10	12/31/10	585.50	462.56	122.94 ST

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REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
5.0000	SCHLUMBERGER LTD	11/15/10	12/31/10	418.21	371.80	46.41 ST
8.0000	SCHLUMBERGER LTD	11/16/10	12/31/10	669.15	586.73	82.42 ST
25.0000	SALESFORCE COM INC	05/21/10	12/31/10	3,289.08	2,048.88	1,240.20 ST
6.0000	SALESFORCE COM INC	11/09/10	12/31/10	789.39	685.53	103.86 ST
33.0000	SOUTHWESTERN ENERGY CO	12/21/09	12/31/10	1,238.79	1,601.70	(362.91) LT
11.0000	SOUTHWESTERN ENERGY CO	02/18/10	12/31/10	412.94	499.31	(86.37) ST
55.0000	STARBUCKS CORP	05/10/10	12/31/10	1,768.22	1,469.30	298 92 ST
41.0000	STARBUCKS CORP	05/13/10	12/31/10	1,318.13	1,132.71	185.42 ST
41.0000	STARBUCKS CORP	09/27/10	12/31/10	1,318.14	1,077.58	240.56 ST
77.0000	TEXAS INSTRUMENTS	10/01/10	12/31/10	2,503.55	2,096.21	407.34 ST
6.0000	TARGET CORP COM	11/18/09	12/31/10	360.83	289.01	71.82 LT
17.0000	TARGET CORP COM	01/22/10	12/31/10	1,022.36	861.56	160.80 ST
16.0000	TARGET CORP COM	02/18/10	12/31/10	962.23	812.76	149.47 ST
18.0000	TARGET CORP COM	07/26/10	12/31/10	1,082.52	944.67	137.85 ST
1.0000	3M COMPANY	12/14/09	12/31/10	86.38	81.93	4.45 LT
21.0000	3M COMPANY	12/14/09	12/31/10	1,814.05	1,719.25	94.80 LT
7.0000	3M COMPANY	02/18/10	12/31/10	604.68	564.06	40.62 ST
21.0000	3M COMPANY	06/10/10	12/31/10	1,814.06	1,624.52	189.54 ST
14.0000	UNITEDHEALTH GROUP INC	12/16/09	12/31/10	506.70	448.50	58.20 LT
23.0000	UNITEDHEALTH GROUP INC	01/21/10	12/31/10	832.44	785.76	46.68 ST
22.0000	UNITEDHEALTH GROUP INC	02/18/10	12/31/10	796.24	714.07	82.17 ST
30.0000	UNITEDHEALTH GROUP INC	06/16/10	12/31/10	1,085.80	945.61	140.19 ST
27.0000	UNITEDHEALTH GROUP INC	10/26/10	12/31/10	977.22	1,008.37	(31.15) ST
2.0000	UNITED TECHS CORP COM	05/21/09	12/31/10	157.22	100.70	56.52 LT
7.0000	UNITED TECHS CORP COM	07/20/09	12/31/10	550.30	380.69	169.61 LT
5.0000	UNITED TECHS CORP COM	09/10/09	12/31/10	393.07	309.24	83.83 LT
15.0000	UNITED TECHS CORP COM	02/18/10	12/31/10	1,179.22	1,021.16	158.06 ST
5.0000	V F CORPORATION	04/22/10	12/31/10	431.39	434.03	(2.64) ST
7.0000	V F CORPORATION	04/23/10	12/31/10	603.95	605.33	(1 38) ST
10.0000	V F CORPORATION	07/15/10	12/31/10	862.78	757.26	105.52 ST
4.0000	V F CORPORATION	07/16/10	12/31/10	345.11	300.25	44.86 ST
7.0000	V F CORPORATION	10/28/10	12/31/10	603.96	582.43	21.53 ST
26.0000	VISA INC CL A SHRS	04/13/09	12/31/10	1,827.90	1,578.09	249.81 LT
7.0000	VISA INC CL A SHRS	02/18/10	12/31/10	492.13	611.17	(119.04) ST
5 0000	VISA INC CL A SHRS	05/19/10	12/31/10	351.53	365.86	(14.33) ST