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Form **990-PF**

Department of the Treasury Internal Revenue Service

EXTENSION OF TIME TO FILE GRANTED TO NOVEMBER 15, 2012

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

10	1 60	11611	uar year zu i i ur lak year u	beginning		, and ending		
N	lam	e of	foundation				A Employer identification	number
	SI	O	AN-SWINDLE FA	AMILY FOUND	ATION			
(c/	0	REGIONS MORO	GAN KEEGAN	TRUST		20-8989997	
_			nd street (or P O box number if r			Room/suite	 	
			•		addicasy	Trombalic	B Telephone number	1 E
_			WEST CAPITO	<u>L</u>			501-371-67	45
	-		own, state, and ZIP code				C If exemption application is pe	ending, check here
_]	LI	T'.	TLE ROCK, AR	72201				
G	Ch	eck	all that apply	Initial return	Initial return of a fo	ormer public charity	D 1. Foreign organizations	, check here
			□ F	Final return	Amended return	•		_
				Address change	Name change		Foreign organizations me 2. check here and attach co	eting the 85% test,
_	<u> </u>	1 .					2. check here and attach co	mputation
" _	Un			X Section 501(c)(3) ex			E If private foundation stat	
┶			ction 4947(a)(1) nonexempt		Other taxable private founda	ation	under section 507(b)(1)	(A), check here 🕨 🖳
I	Fair	ma	rket value of all assets at en	nd of year J Accounte	ng method X Cash	Accrual	F If the foundation is in a 6	60-month termination
((fro	m F	Part II, col (c), line 16)	<u> </u>	her (specify)		under section 507(b)(1)	
)	▶\$	\$	2	, 836 . (Part I, colu	mn (d) must be on cash I	basis)		, ,,
p	ar	t I	Analysis of Revenue and	Expenses	(a) Revenue and	(b) Net investment	(a) Adjusted not	(d) Disbursements
٠.	7477	• •	The total of amounts in columi	ins (b), (c), and (d) may not	expenses per books	income	(c) Adjusted net income	for chantable purposes
_			necessarily equal the amounts					(cash basis only)
			Contributions, gifts, grants,				N/A	
			Check X if the foundation is					
		3	Interest on savings and tempora cash investments	ary				
		4	Dividends and interest from	n securities				
		5a	Gross rents					
			Net rental income or (loss)					
		_				1,	, -,-,-,-,,+-,-,-,-,-,-,-,-,-,-,-,-,-,-,	
9	e l	_	Net gain or (loss) from sale of as Gross sales price for all	ssets not on line 10				
9	Revenue	b	assets on line 6a		-1			, 1-, -! -! -! - -!
ã	<u> </u>	7	Capital gain net income (from Pa	art IV, line 2)		0.	•	
ш	-	8	Net short-term capital gain					
		9	Income modifications					
	- [1	10a	Gross sales less returns and allowances					
	-	_	Less Cost of goods sold		HATTER HATEL TO THE TOTAL TOTAL	.* ************************************		,
	١		Gross profit or (loss)	·				
	١,			-				
	- 1		Other income				 	
	$\overline{}$		Total. Add lines 1 through	111	0.	0.		
	1		Compensation of officers, direct		0.	0.	•	0
	1	14	Other employee salaries an	nd wages .			<u> </u>	
		15	Pension plans, employee b	enefits			DECEIVE	İ
9	Ses 1	16a	Legal fees				TECEVE	
	beus		Accounting fees	•)
Ţ	Ž		Other professional fees	•		7.0	NUV 1 9 2013	-1
			•			1	1101 1 0 2010	虚
÷	וַ בַּ		Interest				<u> </u>	12
-	<u>r</u> 1	18	Taxes				l OGDEN. U	
	ଏ ଏ	19	Depreciation and depletion				OODLIN, O	·
	ΞΙ'				1			
minie	Ē 2	20	Occupancy				1	
Administrative	Admin		•	neetinas				[
₹	۶ ۲	21	Travel, conferences, and m	neetings				
A pag	and A	21 22	Travel, conferences, and m Printing and publications	neetings 				
A pac	and A	21 22 23	Travel, conferences, and m Printing and publications Other expenses					
A pac	and A	21 22 23	Travel, conferences, and m Printing and publications Other expenses Total operating and admin	nistrative				
A pac	and A	21 22 23 24	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thr	nistrative rough 23	0.	0		
A pac	Jperating and A	21 22 23 24	Travel, conferences, and m Printing and publications Other expenses Total operating and admin	nistrative rough 23	0. 213.	0		
A pac	Operating and A	21 22 23 24	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thr	nistrative rough 23 s paid		0.		
A pac	Operating and A	21 22 23 24	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thr Contributions, gifts, grants Total expenses and disbut	nistrative rough 23 s paid	213.			213
A pac	Operating and A	21 22 23 24 25 26	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thi Contributions, gifts, grants Total expenses and disbut Add lines 24 and 25	nistrative rough 23 s paid rsements.		0.		0 213 213
A pac	Operating and A	21 22 23 24 25 26	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thr Contributions, gifts, grants Total expenses and disbur Add lines 24 and 25 Subtract line 26 from line 1	nistrative rough 23 paid rsements.	213. 213.	0.		213
A pae	Operating and A	21 22 23 24 25 26	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thr Contributions, gifts, grants Total expenses and disbur Add lines 24 and 25 Subtract line 26 from line 1 Excess of revenue over expense	nistrative rough 23 s paid rsements. 12	213.	0		213
A pae	Operating and A	21 22 23 24 25 26 27 a b	Travel, conferences, and m Printing and publications Other expenses Total operating and admin expenses. Add lines 13 thr Contributions, gifts, grants Total expenses and disbur Add lines 24 and 25 Subtract line 26 from line 1	nistrative rough 23 paid rsements. 12 es and disbursements negative, enter -0-)	213. 213.	0.		213

1			
Form	990-PF	(2011)	

C/O REGIONS MORGAN KEEGAN TRUST

20-8989997 Page 2

Dar	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	of year		
- 331	Column should be for entropyear amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value		
- [Cash - non-interest-bearing					
	Savings and temporary cash investments	3,049.	2,836.	1		
3	Accounts receivable -					
	Less allowance for doubtful accounts					
4	Pledges receivable -					
	Less allowance for doubtful accounts					
5	Grants receivable			•		
6	Receivables due from officers, directors, trustees, and other					
	disqualified persons					
7	Other notes and loans receivable					
	Less allowance for doubtful accounts		·			
8	Inventories for sale or use					
9	Prepaid expenses and deferred charges			****		
10	a Investments - U S and state government obligations			····		
	b Investments - corporate stock					
	c Investments - corporate bonds					
	Investments - land, buildings, and equipment basis			·mm		
•	Less accumulated degreciation					
12						
13				V 77. 1. 1. 1		
14						
	Less accumulated depreciation		·	··· 		
10	Other assets (describe ►)					
16	Total assets (to be completed by all filers)	3,049.	2,836.	2,836		
	Accounts payable and accrued expenses	3/013.	27030.	2,030		
18	T-					
19	to the state of th					
20						
21						
22	Other liabilities (describe)					
23	Total liabilities (add lines 17 through 22)	0.	0.			
	Foundations that follow SFAS 117, check here					
	and complete lines 24 through 26 and lines 30 and 31.					
24						
25	Temporarily restricted					
26	· · ·					
	Foundations that do not follow SFAS 117, check here					
	and complete lines 27 through 31.					
27	-	0.	0.			
28		0.	0.			
29		3,049.	2,836.			
30		3,049.	2,836.			
30	Total liet assets of fully paralless	3,043.	2,030.			
31	Total liabilities and net assets/fund balances	3,049.	2,836.			
	Analysis of Changes in Net Assets or Fund Ba					
		20				
	al net assets or fund balances at beginning of year - Part II, column (a), line (ou .		2.040		
	ust agree with end-of-year figure reported on prior year's return)		. 1	3,049		
	er amount from Part I, line 27a		2	<213		
	er increases not included in line 2 (itemize)		3	()		
	I lines 1, 2, and 3		4	2,836		
	reases not included in line 2 (itemize)		5	2 026		
rot	al net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	2,83		

Form 990-PF (2011)

Page 3

	(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.)			P	- Purc - Don		(c) Dai (mo	te acquired , day, yr)	(d) Date sold (mo , day, yr)	
1a					<u> </u>					
b NO	NE				ļ					
<u>c</u>			,		<u> </u>					-
d					-					
<u>e</u>	T				Ь,					<u> </u>
(e) Gross sales price	(1)	Depreciation allowed (or allowable)	1.27	t or other basis xpense of sale					Gain or (loss lus (f) minus	
<u>a</u>	ļ <u>.</u>		- 		\dashv					
b								<u> </u>		
C	 			 						
<u>d</u>										*****
Complete only for assets shown	20 0310 10	column (h) and owned by	the foundation	on 12/21/60				(1) 0	(O-1 (b)	
Complete only for assets shown									(Col. (h) gain it not less tha	
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69		cess of col (I) col (J), If any				Loss	es (from col	(h))
<u>a</u>										
b										
<u>c</u>								·-··-		
d	ļ									
е					$\overline{}$					
Capital gain net income or (net c	apital loss)	If gain, also enter If (loss), enter -0-			$\left\ \cdot \right\ $	2				
Net short-term capital gain or (lo	ss) as defi	ned in sections 1222(5) an	d (6)		_		į			
If gain, also enter in Part I, line 8		c)								
If (loss), enter -0- in Part I, line 8		10.40/) (<u> </u>		لا	3	<u> </u>			
Part V Qualification L For optional use by domestic private		, ,					nent in	come		
f section 4940(d)(2) applies, leave t	ction 4942	tax on the distributable am		•	riod?					Yes X No
f "Yes," the foundation does not qua Enter the appropriate amount in					00					
(a)	each colu		Jetions before	making any entire					· · · · · ·	(d)
Base periód years Calendar year (or tax year beginn	ıng ın)	(b) Adjusted qualifying dis		Net value of no	(c) nchai					bùtión ratio vided by col. (c))
2010			3,044.				8,70			1.49810
2009			9,883.				6,66			.35088
2008		3	9,647. 7,451.				3,00 0,66			.13084
2007			1,431.			1.0	0,00	0.		• 04743
2006			1						1	
? Total of line 1, column (d)								2		2.02929
Average distribution ratio for the	5-voor ba	co normal - duude the total (on line 2 by 5	or by the number	of vo	210			•	2.02323
the foundation has been in existe			m mie z by J,	or by the namber	Oi ye	ais		3		.50732
the foundation has been in existe	31106 II 1633	man o years						-		
Enter the net value of noncharita	ble-use as	sets for 2011 from Part X,	line 5	•				4		2,802
Multiply line 4 by line 3								5		1,422
Enter 1% of net investment incom	me (1% of	Part I, line 27b)						6		0
								7		1,422
7 Add lines 5 and 6										
Add lines 5 and 6 Enter qualifying distributions from	m Part YII	line 4						8		213

SLOAN-SWINDLE FAMILY FOUNDATION

_	1990-PF(2011) C/O REGIONS MORGAN KEEGAN TRUST		<u>-8989</u>	_		Page 4
Pá	ert VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or	<u>4948</u>	- see ir	ıstru	ıctio	ns)
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%	1				0.
	of Rart 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				0.
3	Add lines 1 and 2	3				0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5				0.
6	Credits/Payments					
а	2011 estimated tax payments and 2010 overpayment credited to 2011 6a					
	Exempt foreign organizations - tax withheld at source 6b	7				
C	Tax paid with application for extension of time to file (Form 8868) 6c	7				
d	Backup withholding erroneously withheld 6d	7				
	Total credits and payments Add lines 6a through 6d	7	1			0.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8	ļ			-
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9				0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10				
	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ Refunded ▶	11	1			
	rt VII-A Statements Regarding Activities	1				
	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or interver	e in			Yes	No
	any political campaign?	•	Ī	1a		Х
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		Ì	1b		X
_	If the answer is "Yes" to 1aor 1b, attach a detailed description of the activities and copies of any materials publish		Ì			
	distributed by the foundation in connection with the activities.	.00 0,				
C	Did the foundation file Form 1120-POL for this year?		ĺ	1c	,	Х
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		ŀ			
_	(1) On the foundation ► \$ 0 • (2) On foundation managers ► \$	_	İ			
Я	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation	_				
	managers ►\$ 0.		ĺ			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		İ	2		х
_	If "Yes," attach a detailed description of the activities.		Ì			
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		х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Ì	4a		Х
	If "Yes," has it filed a tax return on Form 990-T for this year?	N	I/A [4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		İ	5		Х
	If "Yes," attach the statement required by General Instruction T.		Ì	····		
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 in the state	te law				
	remain in the governing instrument?			6	X	1
7	Did the foundation have at least \$5,000 in assets at any time during the year?		Ì	7		Х
-	If "Yes," complete Part II, col. (c), and Part XV.		ľ	·····		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)		1			
	AR					
h	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	N	I/A	8b	,	1
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for ca					
J	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV			9	:	Х
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		ł	10		X
<u> </u>	personal assertion and addresses					_

SLOAN-SWINDLE FAMILY FOUNDATION

C/O REGIONS MORGAN KEEGAN TRUST 20-8989997 Page 5 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 Х 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 ► N/A Telephone no $\triangleright 501-371-6745$ 14 The books are in care of ▶ REGIONS MORGAN KEEGAN TRUST Located at ▶ 400 WEST CAPITOL, LITTLE ROCK, AR ZIP+4 ▶72201 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A and enter the amount of tax-exempt interest received or accrued during the year 15 16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, Yes No securities, or other financial account in a foreign country? Х 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) Yes X No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes X No a disqualified person? Yes X No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available Yes X No for the benefit or use of a disqualified person)? (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 Yes X No termination of government service, if terminating within 90 days) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations N/A 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? X 1 c 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 X No If "Yes," list the years ▶ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach N/A 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. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time Yes X No during the year? 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, N/A Form 4720, to determine if the foundation had excess business holdings in 2011.) 3b Х 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?

C/O REGIONS MORGAN KEEGAN TRUST Form 990-PF (2011) Page 6 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 Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations N/A 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 N/A 」Yes 「 expenditure responsibility for the grant? 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 Yes X No a personal benefit contract? Х b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b If "Yes" to 6b, file Form 8870. Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? N/A b if "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation. (d) Contributions to employee benefit plans and deferred compensation (b) Title, and average (c) Compensation (e) Expense hours per week devoted to position (If not paid, account, other (a) Name and address enter -0-) allowances BETSY MEACHAM, C/O REGIONS MORGAN TRUSTEE KEEGAN TRUST, 400 WEST CAPITOL LITTLE ROCK, AR 72201 1.00 0 0 0. 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deferred compensation (e) Expense account, other (b) Title, and average (a) Name and address of each employee paid more than \$50,000 hours per week devoted to position (c) Compensation allowances NONE Total number of other employees paid over \$50,000

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Page 7

Paid Employees, and Contractors (continued) 3 Five highest-paid independent contractors for professional services. If none, enter	"NONE "	· · · · · · · · · · · · · · · · · · ·
' (a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	(b) Type of Service	(C) Compensation
, NONE	1	
	1	
	4	
***************************************	-	
Total number of others receiving over \$50,000 for professional services	. I	▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic number of organizations and other beneficiaries served, conferences convened, research papers produced.		Expenses
1 N/A		
2		
3		
3		
4		
Port IV P C		
Part IX-B Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year on li	nes 1 and 2	Amount
1 N/A		7 HIOUIIL
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3	▶	0.

C/O REGIONS MORGAN KEEGAN TRUST 20-8989997 Form 990-PF (2011) Page 8 Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions) 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 2,845 Average of monthly cash balances 1b c Fair market value of all other assets 10 2,845. d Total (add lines 1a, b, and c) 1d e Reduction claimed for blockage or other factors reported on lines 1a and 0. 1c (attach detailed explanation) 1e 2 Acquisition indebtedness applicable to line 1 assets 2 3 Subtract line 2 from line 1d 3 4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) 2,802 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. 5 Minimum investment return. Enter 5% of line 5 6 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) 140. Minimum investment return from Part X, line 6 1 1 Tax on investment income for 2011 from Part VI, line 5 b Income tax for 2011 (This does not include the tax from Part VI) 2b 0. Add lines 2a and 2b 2c 140. Distributable amount before adjustments. Subtract line 2c from line 1 3 3 Recoveries of amounts treated as qualifying distributions 4 140. Add lines 3 and 4 5 6 Deduction from distributable amount (see instructions) 6 140 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. WAYIL Qualifying Distributions

PartA	Qualifying Distributions (see instructions)		
1 Amou	nts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expen	ses, contributions, gifts, etc total from Part I, column (d), line 26	1a	213.
b Progra	am-related investments - total from Part IX-B	1b	0.
2 Amou	nts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amou	nts set aside for specific charitable projects that satisfy the		
a Suitab	ılıty test (prior IRS approval required)	3a	
b Cash o	distribution test (attach the required schedule)	3b	
4 Qualif	ying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	213.
5 Found	ations that qualify under section 4940(e) for the reduced rate of tax on net investment		
ıncom	e Enter 1% of Part I, line 27b	5	0.
6 Adjus	led qualifying distributions. Subtract line 5 from line 4	6	213.

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

Form **990-PF** (2011)

4940(e) reduction of tax in those years.

Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

1. Distributible amount for 2011 from Part XI, line? 2. Landschalded manual for 2010 only 3. Excess distributions carryover, if any, to 2011 a From 2006 5. From 2007 3. Control 2007 3. Control 2007 5. From 2007 1. Total of lines 32 through a 4. Qualifying distributions for 2011 from Part XI, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions for 2011 from Part XII, line 4 4. Qualifying distributions of 2011 from Part XII, line 4 4. Qualifying distribution from poured - see unstructions) 4. Applied to 2010 distributed moment of promy years (Election required - see unstructions) 5. Error semiconic analysis of the 201 6. Error the net total of acat hostilum as indicated the form into 20 7. An applied to 10 distributed moment as Subtract line 4 b from line 20 7. Error sea further and the 4 see of 4 subtract line 4 b from line 20 7. Armounts tested as distributions out of coupts to safety equirements imposed by assessed and 40 from line 1 from amount must be distributed in 2012 7. Armounts tested as distributions out of coupts to safety equirements imposed by caption 17(9) (17) or 4942(9)(3) 8. Excess from 2001 7. Armounts tested as distributions out of 2012 9. Excess term 2009 1. Ty, 1772 4. Excess from 2001 1. 2, 609 s. Excess from 2001 7. 3 s. 4. Excess from 2001 7. 3 s. 4. Excess from 2001 7. 3 s. 4. Excess from 2001 7. 3 s. 5. 5, 449 s. 5. 5, 449 s. 5. 5, 449 s. 6. 5. 5, 449 s. 6. 5. 5, 449 s. 6. 6. 6. 6. 6. 6. 6. 6. 6. 6. 6. 6. 6. 6		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2. Undestructed morms of every and the world of 2011	1 Distributable amount for 2011 from Part XI,				
Enter amount for 2010 only	line 7			,	140.
3 Excess distributions carryover, if any, to 2011 a From 2006 b From 2007 3 0.0. c From 2008 2 5 5, 29 5. d From 2010 1 2 , 60 9. 1 Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 213. a Applied to 2010, but not more than line 2a Applied to 2010, but not more than line 2a Applied to 2010, but not more than line 2a Applied to 2011 distributions of pror years (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) A Applied to 2011 distributible amount B Femaining amount distributed out of corpus (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) O . 4 Applied to 2011 distributible amount B Femaining amount distributed out of corpus (Election required - see instructions) O . 5 On . 5 On . 5 On . 6 Applied to 2011 distributible amount B Femaining amount distributed out of corpus (Election required - see instructions) O . 6 Carpus Add Reside - see an amount must be called to the sea of the	2 Undistributed income, if any, as of the end of 2011				
S Excess distributions carryover, if any, to 2011 a From 2006 b From 2007 c From 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 17, 172. e From 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess from 2009 c 25, 295. e Excess fro	a Enter amount for 2010 only			0.	
3 Excess distributions carryover, if any, to 2011 a From 2006 b From 2007	b Total for prior years	" '			
a From 2006	,,		0.		
b From 2007	3 Excess distributions carryover, if any, to 2011				
E From 2008					
4 From 2009 17,172 e From 2010 12,609 174 17 172 e From 2010 12,609 174 174 174 174 174 4 Qualifying distributions for 2011 from Part XII, Ine 4 ₱ \$ 213 . a Applied to 2010, but not more than time 2a b Applied to undistributed morm of prior years (Election required - see instructions) 6 Teated as distributions out of corpus (Election required - see instructions) 6 Teated as distributions out of corpus (Election and the stributed out of corpus of Applied to 2011 distributable amount 6 Remaining amount distributed out of corpus 73					
From 2010					
1 Total of lines 3a through e 4 Qualifying distributions for 2011 from Part XII, inc. 4 ₱ \$ 213. 2 Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required - see instructions) C Treated as distributions out of corpus (Election required - see instructions) 4 Applied to 2011 distributable amount R Remaining amount distributed out of corpus Excess distributions carryover applied to 2011 (if is immoriting applied app		1			
4 Qualifying distributions for 2011 from Part XII, Inne 4 ▶ \$ 213. a Applied to Undstributed moome of prior years (Election required - see instructions) 5 Treated as distributions out of corpus (Election required - see instructions) 6 Applied to 2011 distributible amount of Remaining amount distributed out of corpus 7 Excess distributions curryover applied amount of the same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be about no column (a). The same amount must be distributed in come for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of prior years' undistributed income for valid (a). The same amount of years' undistributed income for valid (a). The same amount of years' undistributed income for valid (a). The same amount of years' undistributed income for valid (a). The same amount of years' undistributed income for valid (a). The same amount of years' undistributed in come for valid (a). The same amount of years' undistributed income for valid (a). The same amount of years' undistributed (a) and the same amount of years' undistributed (a). The same amount of years' undistributed (a) and the same amount	e From 2010 12,609.				
Part XII, line 4 ▶ \$ 213 - a Applied to 2010, but not more than line 2a b Applied to undistributed income of prior years (Election required - see instructions) (Election required - see instructions) (Election required - see instructions) (Election required - see instructions) (A Applied to 2011 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions) 5 Excess distributions carryover applied to 2011 ((if) an amount appeas in ordinary (if) the same amount must be shown in column (a)) 5 Excess distributions carryover applied to 2011 ((if) an amount appeas in ordinary (if) the same amount must be shown in column (a)) 5 Enter the rel total of each column as indicated below: 5 D Prior years' undistributed income Subtract line 40 from line 20 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 4 Subtract line 6 from line 6 T axable amount - see instructions ■ Undistributed income for 2010 Subtract lines 40 and 5 from line 1 This amount must be distributed in 2012 1 Undistributed income for 2011 Subtract lines 40 and 5 from line 1 This amount must be distributed in 2012 A mounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(b)(3) 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a 10 Analysis or line 9: Excess from 2007 2 Excess from 2009 2 5 7, 295 . Excess from 2009 17, 172 . Excess from 2009 17, 172 . Excess from 2009 17, 172 . Excess from 2009 17, 172 . Excess from 2009 17, 172 . Excess from 2009 17, 172 . Excess from 2001	f Total of lines 3a through e	55,376.			······
a Applied to 2010, but not more than line 2a					
b Applied to undistributed income of prior years (Election required - see instructions) control of the property of the propert	Part XII, line 4 ► \$ 213.			_	
years (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2011 distributable amount e Remaning amount distributed out of corpus 5 Excess distributions carryover applied to 2011 (of an amount appears in column (d), the same amount must be shown in column (d), the same amount indicated below: a Corpus Add lines 31, 4c, and 4e Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b E Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 494(2) lax has been previously assessed d Subtract line 6c from line 6b Taxable amount - see instructions e Undistributed income for 2010 Subtract line 4a from line 2 a Taxable amount - see instructions e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions f Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount rose in set. Undistributed income for 2011 Subtract line 4b from line 1 This amount must be distributed in 2012 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(f)(f)(f) or 494(9)(a)) E Excess distributions carryover from 2006 not applied on line 5 or line 7 2 Excess from 2007 300. Excess from 2008 25, 295. E Excess from 2009 17, 172. Excess from 2009 17, 172. Excess from 2001 12, 609.	a Applied to 2010, but not more than line 2a		444	0.	
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d Excess from 2010 12,609.	17.17				

SLOAN-SWINDLE FAMILY FOUNDATION Form 990-PF (2011) C/O REGIONS MORGAN KEEGAN TRUST 20-8989997 Page 10 Part XIV Private Operating Foundations (see Instructions and Part VII-A, question 9) N/A 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling 4942(j)(3) or 4942(j)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Tax year Prior 3 years 2 a Enter the lesser of the adjusted net (a) 2011 (d) 2008 (b) 2010 (c) 2009 (e) Total 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 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.) N/A **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)) 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 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: ___ 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

the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

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

c Any submission deadlines

SLOAN-SWINDLE FAMILY FOUNDATION

Form 990-PF (2011) C/O REGIONS MORGAN KEEGAN TRUST

Part XV Supplementary Information (continued)

20-8989997

Page 11

2 Create and Contributions Daid During the				
3 Grants and Contributions Paid During the	If recipient is an individual	Payment	T	
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	Purpose of grant or contribution	Amount
<u> </u>	or substantial contributor	recipient		
a Paid during the year				
HUMANE SOCIETY OF FAULENER COUNTY	NONE	PUBLIC CHARITY		
P. O. BOX 1055				
CONWAY, AR 72033			PROTECTION AND CARE	
· · · · · · · · · · · · · · · · · · ·		 	FOR ANIMALS	213.
				Ten .
Total		<u> </u>	▶ 3a	213.
b Approved for future payment				
NONE				
NONE				
				
Total .	<u> </u>	L	▶ 3b	
I ULGI .			► 30	0.

Part XVI-A Analysis of Income-Producing Activities

Form 990-PF (2011)

Enter gross amounts unless otherwise indicated	Unrelated	business income	Exclu	ded by section 512, 513, or 514	(2)
Enter gross amounts unless otherwise indicated	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	(e) Related or exempt function income
1 Program service revenue	code	7.1110011(code	Amount	Tunction income
a					
b	1 1		-		
<u> </u>			 		
d		•		· · · · · · · · · · · · · · · · · · ·	
e				<u> </u>	
	_				·
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	-		ļ	·	
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory			<u> </u>		`
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
<u>a</u>					
b					
<u> </u>					
d	_				
8		0.	 	0.	0.
12 Subtotal Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)	<u> </u>				
	•)			13 _	
(See worksheet in line 13 instructions to verify calculation		· · · · · · · · · · · · · · · · · · ·			
Part XVI-B Relationship of Activition	es to the Accor	mplishment of E	(emp	t Purposes	
Line No. Explain below how each activity for which the foundation's exempt purposes (other			contrib	outed importantly to the accor	nplishment of
₩ the loundation's exempt purposes (other	That by providing faile	is for such purposes)			
	 				
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(5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 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 sectioned lists than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services sectioned (a) Line no (b) Amount involved (c) Name of nonchartable exempt organization (d) Cescription of treatistics, transactions, and sharing arrangements. N/A 22 a 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 52?? D iff "Yes," complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationship N/A Ves	(3)	Renta	l of facilities, equipment,	or other assets							$\overline{}$	X
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Sign Here Under penalties of penjury, 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 return with the preparer shown below (see instr)? I - 14 - 2a			<u>``</u>	jainzation		(b) Type of Organizatio	"		(c) Description of re	nationship		
Sign Here Signature of officer or trustee Date Tritle Print/Type preparer's name Preparer's signature Date Trim's name PRASCO WINTER ABSTON MOORE LLP Firm's address ▶ 400 W. CAPITOL, SUITE 1624 Way the IRS discuss this return with the preparer has any knowledge May the IRS discuss this return with the preparer shown below (see instr)? X Yes No No TRUSTEE Tritle Trustee Date Check If self-employed Print/Type preparer's name Preparer's signature Date Check If self-employed Print's EIN ▶ 71-0448488 Firm's address ▶ 400 W. CAPITOL, SUITE 1624 Print's EIN ▶ 71-0448488 Print's address ▶ 400 W. CAPITOL, SUITE 1624 Print's EIN ▶ 71-0448488 Print's address ▶ 400 W. CAPITOL, SUITE 1624 Print's EIN ▶ 71-0448488 Print's EIN ▶ 71-0448488 Print's address ▶ 400 W. CAPITOL, SUITE 1624 Print's EIN ▶ 71-0448488 Print's EIN ▶ 71			N/A									
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