



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
Warren and Sallie Williamson Charitable Trust

A Employer identification number
31-1570620

Number and street (or P O box number if mail is not delivered to street address)
100 Washington Street Room No 200

Room/suite

B Telephone number (see page 10 of the instructions)
(256) 533-1445

City or town, state, and ZIP code
Huntsville, AL 35801

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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)
\$ 3,092,852

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

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 page 11 of the instructions))		(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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	479	479		
	4 Dividends and interest from securities.	99,966	99,966		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	98,676			
	b Gross sales price for all assets on line 6a 1,782,889				
	7 Capital gain net income (from Part IV, line 2)		98,676		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	199,121	199,121		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	31,569	31,569		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,000	3,000		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).				
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	34,569	34,569		0
	25 Contributions, gifts, grants paid.	165,000			165,000
	26 Total expenses and disbursements. Add lines 24 and 25	199,569	34,569		165,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-448			
	b Net investment income (if negative, enter -0-)		164,552		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	22,959	9,970	9,970
	2	Savings and temporary cash investments	94,843	126,906	126,906
	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 page 15 of the 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)	513,109	<input checked="" type="checkbox"/> 302,651	319,777
	b	Investments—corporate stock (attach schedule)	2,147,041	<input checked="" type="checkbox"/> 2,400,649	2,456,141
	c	Investments—corporate bonds (attach schedule).	223,746	<input checked="" type="checkbox"/> 165,352	180,058
	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 ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,001,698	3,005,528	3,092,852	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	3,001,698	3,005,528	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	3,001,698	3,005,528	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,001,698	3,005,528	

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	3,001,698
2	Enter amount from Part I, line 27a	2	-448
3	Other increases not included in line 2 (itemize) ▶ <input checked="" type="checkbox"/>	3	4,278
4	Add lines 1, 2, and 3	4	3,005,528
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	3,005,528

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)
1 a	Whitney Trust	P	2011-01-01	2011-12-31
b	Merrill Lynch	P	2011-01-01	2011-12-31
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 222,568		191,775	30,793
b 1,560,321		1,492,438	67,883
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			30,793
b			67,883
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div><div>If gain, also enter in Part I, line 7</div><div>If (loss), enter -0- in Part I, line 7</div></div>	2	98,676
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
	<div>If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)</div> <div>If (loss), enter -0- in Part I, line 8</div>		3	98,676

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 page 18 of 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	141,000	2,914,280	000 048382
2009	20,919	399,598	000 052350
2008	21,000	465,936	000 045071
2007	53,893	539,350	000 099922
2006	4,000	512,017	000 007812

2	Total of line 1, column (d).	2	000 253537
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	000 050707
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	3,214,270
5	Multiply line 4 by line 3.	5	162,986
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,646
7	Add lines 5 and 6.	7	164,632
8	Enter qualifying distributions from Part XII, line 4.	8	165,000

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)








1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,646
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	1,646
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	1,646
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	901	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	3,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	3,901
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	10
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	2,245
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 2,245	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
		1b		
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
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?	5		
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> MS _____			
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  Mike Wisner Telephone no  (256) 533-1445 Located at  100 Washington Street Huntsvillt AL ZIP +4  35801			
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		
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	Yes	No
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 page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here. 	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?.	1c		No
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 page 20 of the 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		5b		
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the 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
Sallie S Williamson 211 N College ST Greenville, AL 36037	Trustee 001 00	0		
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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
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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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	0
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

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 page 24 of the instructions	
3	

Total. Add lines 1 through 3.	
--	--

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	3,249,335
b	Average of monthly cash balances.	1b	13,883
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,263,218
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	3,263,218
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	48,948
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,214,270
6	Minimum investment return. Enter 5% of line 5.	6	160,714

Part XI

Distributable Amount (see page 25 of the 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	160,714
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,646
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,646
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	159,068
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	159,068
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	159,068

Part XII

Qualifying Distributions (see page 25 of the 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	165,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	165,000
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 page 26 of the instructions).	5	1,646
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	163,354
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				159,068
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009. 466				
e From 2010.				
f Total of lines 3a through e.	466			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 165,000				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				159,068
e Remaining amount distributed out of corpus	5,932			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,398			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	6,398			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . . 466				
d Excess from 2010. . . .				
e Excess from 2011. . . . 5,932				

Part XIV

Private Operating Foundations (see page 27 of the 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

None

b

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

None

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	165,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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			14	479	
4 Dividends and interest from securities. . . .			14	99,966	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	98,676	
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). .				199,121	
13 Total. Add line 12, columns (b), (d), and (e).			13		199,121

[illegible]

Part XVII

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

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

b If "Yes," complete the following schedule				
(a) Name of organization		(b) Type of organization	(c) Description of relationship	
<p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge</p> <p>***** 2012-08-08 *****</p> <p>Signature of officer or trustee Date Title</p>				
Paid Preparer's Use Only	Preparer's Signature	Jim Cassidy	Date	2012-08-08
	Firm's name	James J Cassidy Jr CPA	Check if self-employed	<input checked="" type="checkbox"/>
	Firm's address	729 Wagon Wheel RD Greenville, AL 36037	Firm's EIN	PTIN
			Phone no	(334) 301-7007

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

Additional Data


Software ID: 11000218
Software Version: 2011.0.0
EIN: 31-1570620
Name: Warren and Sallie Williamson Charitable Trust

Part VI Line 7 - Tax Paid Original Return: 3901

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Greenville Area Arts CouncilPO Box 825 Greenville,AL 36037	none	n/a	General operations	5,000
Fort Dale Academy1100 Gamble ST Greenville,AL 36037	none	n/a	General operations	50,000
Butler County Activity Center680 Hardscramble RD Greenville,AL 36037	none	n/a	General operations	5,000
Palmer Home for ChildrenPO Box 746 Columbus,MS 39703	none	n/a	General operations	2,000
Little Sister of the Poor1655 McGill AVE Mobile,AL 36604	none	n/a	General operations	2,000
Liberty Fire Department60 Ridge RD Greenville,AL 36037	none	n/a	General operations	2,000
Harbor Presbyterian Church964 Fifth AVE 533 San Diego,CA 92101	none	n/a	General operations	5,000
The University of AL at Birmingham1530 3rd Ave S Birmingham,AL 35294	none	n/a	General operations	10,000
Caring Days1110 Dr Edward Hilliard DR Tuscaloosa,AL 35401	none	n/a	General operations	5,000
Nick's Kids FundPO Box 870323 Tuscaloosa,AL 35487	none	n/a	General operations	30,000
Butler Chapel AME Zion Church347 Oglesby ST Greenville,AL 36037	none	n/a	General operations	1,000
Reformed University Fellowship1700 N Brown RD Suite 104 Lawrenceville,GA 30043	none	n/a	General operations	25,000
First Light Shelter2230 Fourth Ave N Birmingham,AL 35203	none	n/a	General operations	5,000
Friendship MissionPO Box 230115 Montgomery,AL 36123	none	n/a	General operations	6,000
Butler County Humane SocietyPO Box 264 Greenville,AL 36037	none	n/a	General operations	2,000
American Cancer Society3054 McGehee RD Montgomery,AL 36111	none	n/a	General operations	5,000
Greenville Senior Center903 Cedar Street Greenville,AL 36037	none	n/a	General operations	5,000
Total  3a				165,000

TY 2011 General Explanation Attachment

Name: Warren and Sallie Williamson Charitable Trust

EIN: 31-1570620

Software ID: 11000218

Software Version: 2011.0.0

Identifier	Return Reference	Explanation
------------	------------------	-------------

TY 2011 Investments Corporate
Bonds Schedule

Name:

Warren and Sallie Williamson Charitable Trust

EIN:

31-1570620

Software ID:

11000218

Software Version:

2011.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ATT 8.38% 03/15/2013	24,550	28,275
Duke Energy 6.25% 01/15/2012	3,006	3,005
ALLY Financial 6.88% 08/28/2012	2,037	2,020
General Electric 2.80% 01/08/2013	2,011	2,038
Citizens Comm 6.25% 01/15/2013	2,013	2,040
Ford Motor Credit 7.00% 10/01/2013	3,041	3,181
Morgan Stanley 4.75% 04/01/2014	3,049	2,955
Whirlpool Corp 8.60% 05/01/2014	1,100	1,116
Arcelormittal 3.75% 08/05/2015	1,993	1,912
Prudential Financial 4.75% 09/17/2015	1,021	1,056
Kraft Foods 4.13% 02/09/2016	4,171	4,343
JP Morgan Chase 3.45% 03/01/2016	3,995	4,064
United Health Group 5.38% 03/15/2016	3,158	3,441
Express Scripts 3.13% 05/15/2016	3,973	4,022
Procter Gamble 1.45% 08/15/2016	3,986	4,047
Capital One 6.15% 09/01/2016	2,052	2,081
USG Corp 6.30% 11/15/2016	1,805	1,560
Wyndham Worldwide 6.00% 08/15/2016	2,081	2,157
Bellsouth Corp 5.20% 12/15/2016	2,135	2,286
Occidental Petroleum 1.75% 02/15/2017	3,986	4,051
Time Warner Cable 5.85% 05/01/2017	3,178	3,416
Nabors Industries 6.15% 02/15/2018	3,196	3,351
Simon Property 6.13% 05/30/2018	2,086	2,296
Intl Paper Co 7.95% 06/15/2018	2,269	2,434
Energy Transfer 6.70% 07/01/2018	1,086	1,109
CSC Holdings 7.63% 07/15/2018	2,097	2,200
McDonalds Corp 5.00% 02/01/2019	2,101	2,373
Altria Group 9.25% 08/06/2019	3,632	4,028
Dominion Resources 5.20% 08/15/2019	2,072	2,309
Burlingtn North 4.70% 10/01/2019	3,987	4,489
Newmont Mining 5.13% 10/01/2019	2,030	2,215
US Steel Corp 7.38% 04/01/2020	2,007	1,950
Citigroup 5.38% 09/09/2020	2,066	2,057
BP Captial 4.50% 10/01/2020	3,048	3,304
Transocean Inc 6.50% 11/15/2020	1,074	1,033
Anheuser-Busch 4.38% 02/15/2021	2,958	3,344
DirectTV Hldg 5.00% 03/01/2021	3,999	4,281
Wells Fargo Co 4.60% 04/01/2021	2,996	3,290
Newfield Exploration 5.75% 01/30/2022	2,089	2,160
Nisource Finance 6.13% 03/01/2022	2,079	2,303
Alcoa Inc 5.90% 02/01/2027	1,975	1,978
Sprint Cap Corp 6.88% 11/15/2028	3,994	3,569
Time Warner Cable 6.63% 05/15/2029	2,118	2,358
Georgia Pacfic 7.75% 11/15/2029	2,019	2,517
US West Telecom 6.88% 09/15/1933	1,900	1,987
ATT 6.15% 09/15/1934	2,959	3,559
Comcast Corp 5.65% 06/15/1935	3,739	4,419
Wal-Mart Stores 5.25% 09/01/1935	2,961	3,589
News America 6.40% 12/15/1935	2,047	2,192
Embarq Corp 8.00% 06/01/1936	3,106	3,109
Owens Corning 7.00% 12/01/1936	1,978	2,044
Talisman Energy 5.85% 02/01/1937	1,927	2,252
Valero Energy 6.63% 06/15/1937	2,909	3,217
Shell International 6.38% 12/15/1938	3,318	4,127
General Electric 6.88% 01/10/1939	3,189	3,595
Estimated accrued Interest		1,954

TY 2011 Investments Corporate

Stock Schedule

Name: Warren and Sallie Williamson Charitable Trust

EIN: 31-1570620

Software ID: 11000218

Software Version: 2011.0.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
15 shares of Abbott Laboratories	820	843
30 shares of Alliant Energy Corp	1,194	1,323
15 shares of Amerisourcebergen Corp	231	558
10 shares of Amgen Inc	571	642
10 shares of Apache Corp	678	906
35 shares of ATT Inc	1,024	1,058
50 shares of Ball Corp	1,259	1,786
20 shares of Big Lots	783	755
15 shares of Capital One Financial Corp	773	634
10 shares of Caterpillar Inc	795	906
30 shares of Centurylink Inc	809	1,116
15 shares of Chevron Corp	653	1,596
15 shares of Chubb Corp	704	1,038
20 shares of Cognizant Technology Solutions Corp	469	1,286
20 shares of Comcast	888	830
20 shares of Discovery Communications	862	819
50 shares of Donnelley R R Sons	971	722
30 shares of E I Du Pont	1,334	1,373
30 shares of Eaton Corp	1,365	1,306
30 shares of Ebay Inc	977	910
15 shares of Energizer Holdings Inc	926	1,162
10 shares of FedEx Corp	768	835
5 shares of Google	3,121	3,230
10 shares of IBM	1,217	1,839
35 shares of Intel Corp	685	849
30 shares of Jabil Circuit	606	590
30 shares of Kellogg Co	1,347	1,517
50 shares of Kroger	1,274	1,211
30 shares of Lincoln Electric Holdings Inc	789	1,174
35 shares of Marathon Oil Corp	525	1,024

Name of Stock	End of Year Book Value	End of Year Fair Market Value
30 shares of Marathon Petroleum Corporation	585	999
15 shares of Marriott International Inc Class A	497	438
30 shares of Moodys Corp	1,088	1,010
10 shares of Murphy Oil Corp	585	557
30 shares of National Oilwell Inc	995	2,040
10 shares of Nike Inc	972	964
20 shares of Occidental Petroleum Corp	1,540	1,874
40 shares of OGE Energy Corp	983	2,268
20 shares of Oracle Corp	658	513
20 shares of Parker Hannifin Corp	643	1,525
15 shares of PNC Financial Services Group	413	865
30 shares of Rent A Center	1,082	1,110
10 shares of Simon Property Group	1,125	1,289
20 shares of Timken Co	859	774
30 shares of TJX Cos Inc	746	1,937
15 shares of Union Pacific Corp	593	1,589
15 shares of UnitedHealth Group	658	760
50 shares of U S Bancorp	1,362	1,353
15 shares of Wal Mart Stores Inc	742	896
30 shares of Waste Management Inc	783	981
10 shares of Watson Pharmaceuticals	688	603
30 shares of Western Digital Corp	1,122	929
10 shares of Whole foods Markets	646	696
30 shares of Yum Brands Inc	1,077	1,771
143 shares of Altria Group	3,762	4,240
88 shares of Astrazeneca PLC	4,212	4,074
129 shares of ATT Inc	3,797	3,901
48 shares of Boeing Company	3,503	3,521
131 shares of Bristol Myers Squibb Co	3,571	4,616
39 shares of Chevron Corp	4,233	4,150

Name of Stock	End of Year Book Value	End of Year Fair Market Value
52 shares of Conocophillips	3,037	3,789
46 shares of Diageo PLC	3,605	4,021
73 shares of Dominion Res	3,291	3,875
65 shares of Du Pont E I	3,628	2,976
115 shares of Eli Lilly Co	4,100	4,779
176 shares of General Electric	3,137	3,152
57 shares of Genuine Parts Co	3,086	3,488
96 shares of HCP Inc	3,609	3,977
68 shares of Health Care REIT	3,581	3,708
79 shares of Heinz H J	3,907	4,269
67 shares of HSBC Hldg	3,563	2,553
162 shares of Intel Corp	3,216	3,929
68 shares of Johnson Johnson	4,100	4,459
52 shares of Kimberly Clark	3,432	3,825
126 shares of Kraft Foods	3,956	4,707
107 shares of Merck Co Inc	3,463	4,034
145 shares of Microsoft	3,969	3,764
75 shares of Nextera Energy	4,237	4,566
55 shares of Philip Morris	3,630	4,316
48 shares of Royal Dutch Shell	3,570	3,648
60 shares of Travelers	3,582	3,550
113 shares of Unilever	3,611	3,884
119 shares of Verizon	4,116	4,774
132 shares of Vodafone	3,829	3,700
41 shares of 3M Company	3,848	3,353
61 shares of Adobe Sys	1,846	1,724
26 shares of Aflac	1,125	1,125
26 shares of Altera Corp	996	965
30 shares of Ameriprice Finl	1,605	1,489
45 shares of AMN Elec Power CO	1,485	1,859

Name of Stock	End of Year Book Value	End of Year Fair Market Value
62 shares of ATT Inc	1,813	1,875
38 shares of Boeing Company	2,404	2,787
12 shares of Boston PPTYS	1,149	1,195
184 shares of Boston Scientific Corp	1,147	983
74 shares of CBS Corp	1,624	2,008
18 shares of Celgene Corp	1,063	1,217
24 shares of Chevron Corp	2,203	2,554
119 shares of CISCO Systems Inc	1,830	2,152
49 shares of Devon Energy Corp	4,088	3,038
76 shares of Disney Co	2,821	2,850
119 shares of E M C Corp	2,434	2,563
21 shares of Everest	1,451	1,766
48 shares of Exxon Mobil	3,596	4,068
104 shares of Fifth Third Bank	1,290	1,323
15 shares of Franklin Res	1,276	1,441
23 shares of Freeprt-McMran	907	846
295 shares of General Electric	4,332	5,283
63 shares of General Mills	2,244	2,546
1 shares of Google	489	646
30 shares of Halliburton	1,014	1,035
55 shares of Hartford Fin	1,186	894
50 shares of Home Depot	1,922	2,102
48 shares of Honeywell Intl	1,848	2,609
20 shares of Illinois Tool Works	842	934
45 shares of Invesco	755	904
30 shares of Johnson Controls	804	938
141 shares of JP Morgan Chase Co	5,197	4,688
63 shares of Juniper Networks	1,504	1,286
23 shares of Liberty Global Incser	857	944
64 shares of Liberty Interactive Corp	1,111	1,038

Name of Stock	End of Year Book Value	End of Year Fair Market Value
46 shares of Lowes Companies	1,193	1,167
58 shares of Lyondellbasell	2,052	1,884
27 shares of Macys	885	869
35 shares of Marsh McLennan	778	1,107
45 shares of Maxim Integrated Prods	1,070	1,172
91 shares of Merck Co Inc	3,207	3,431
64 shares of Microsoft	1,706	1,661
108 shares of Morgan Stanley	1,707	1,634
44 shares of Mylan inc	883	944
25 shares of Netapp	876	907
62 shares of NVIDIA	993	859
19 shares of Occidental Petroleum Corp	1,698	1,780
27 shares of Pepsico Inc	1,663	1,791
197 shares of Pfizer	3,770	4,263
41 shares of PGE	1,912	1,690
73 shares of PPL Corporation	1,980	2,148
48 shares of Prudential Financial	2,581	2,406
7 shares of Simon Property Group	772	903
110 shares of SLM Corp	1,135	1,474
661 shares of Sprint Nextel	2,758	1,547
18 shares of Starwood Hotels	926	863
63 shares of Suntrust Banks	1,720	1,115
29 shares of Teva Pharmactcl	1,469	1,170
31 shares of Texas Instruments	890	902
15 shares of The Mosaic Company	1,053	756
39 shares of Thermo Fisher Scientific	2,106	1,754
20 shares of Transocean LTD	877	768
42 shares of Travelers	2,106	2,485
74 shares of Unilever	2,196	2,543
33 shares of United Health Group	1,622	1,672

Name of Stock	End of Year Book Value	End of Year Fair Market Value
95 shares of US Bancorp	2,205	2,572
13 shares of Abercrombie Fitch	842	635
28 shares of Altera Corp	1,098	1,039
12 shares of Amazon Com	1,526	2,077
44 shares of American Tower Corp	1,993	2,640
15 shares of Apple	3,367	6,075
17 shares of Baidu	1,402	1,980
9 shares of Biogen Idec Inc	889	990
24 shares of Borg Warner	1,426	1,530
19 shares of C. H. Robinson Worldwide	1,023	1,326
25 shares of Celgene Corp	1,604	1,690
16 shares of Cerner Corp	610	980
27 shares of Citrix Systems	1,312	1,639
18 shares of Cliffs Natural Resources	1,273	1,122
4 shares of CME Group	1,046	975
49 shares of Cognizant Technology Solutions Corp	2,594	3,151
26 shares of Concho Resources Inc	2,514	2,438
17 shares of Costco Wholesale	1,032	1,416
36 shares of Ctrip.com Intl Ltd	1,417	842
80 shares of Danaher Corp	3,132	3,763
26 shares of Deere Co	1,521	2,011
138 shares of E M C Corp	2,699	2,973
33 shares of Ecolab	1,484	1,908
25 shares of Edwards Lifesciences	1,863	1,768
41 shares of Express Scripts	1,893	1,832
32 shares of Fluor Corp	1,579	1,608
57 shares of FMC Techs	1,885	2,977
18 shares of Franklin Res	1,850	1,729
29 shares of General Mills	1,143	1,172
7 shares of Google	3,942	4,521

Name of Stock	End of Year Book Value	End of Year Fair Market Value
26 shares of Illinois Tool Works	1,335	1,214
13 shares of Intercontinental Exchange	1,449	1,567
27 shares of Intuit Inc	1,193	1,420
3 shares of Intuitive Surgical	994	1,389
41 shares of JP Morgan Chase Co	1,570	1,363
50 shares of Las Vegas Sands Corp	2,291	2,137
13 shares of Lauder Estee	870	1,460
10 shares of Linkedin Corp	731	630
37 shares of Monsanto Co	2,619	2,593
39 shares of Netapp	1,545	1,415
17 shares of O Reilly Automotive	669	1,359
27 shares of Occidental Petroleum Corp	2,470	2,530
102 shares of Oracle	2,602	2,616
16 shares of Peabody Energy	763	530
6 shares of Perrigo Co	519	584
6 shares of Priceline Com	1,808	2,806
73 shares of Qualcomm	2,849	3,993
12 shares of Ralph Lauren Corp	1,540	1,657
17 shares of Salesforce Com	2,297	1,725
44 shares of Schlumberger	3,009	3,006
17 shares of Shire PLC	1,106	1,766
42 shares of Starbucks Corp	1,610	1,932
68 shares of TD Ameritrade	1,072	1,064
42 shares of Union Pacific Corp	2,914	4,449
30 shares of United Techs	2,095	2,193
75 shares of United Health Group	3,699	3,801
22 shares of Varian Medical	1,412	1,477
43 shares of Verisign Inc	1,437	1,536
41 shares of Visa Inc	3,448	4,163
23 shares of Yum Brands Inc	949	1,358

Name of Stock	End of Year Book Value	End of Year Fair Market Value
51 shares of Abbott Labs	2,376	2,868
15 shares of Air Products Chemicals	1,333	1,278
103 shares of Altria Group	2,110	3,054
13 shares of American Express	508	613
11 shares of Apache Corp	1,372	996
17 shares of Apple	4,692	6,885
32 shares of Arcos Dorados Holding Inc	733	657
26 shares of Automatic Data Proc	1,021	1,404
12 shares of Becton Dickinson Co	813	897
4 shares of Blackrock Inc	641	713
26 shares of Caterpillar Inc	1,935	2,356
51 shares of Chevron Corp	3,569	5,426
83 shares of Coca Cola	4,164	5,808
65 shares of Conocophillips	3,178	4,737
32 shares of Disney Co	1,095	1,200
112 shares of Exxon Mobil	6,386	9,493
11 shares of Franklin Res	1,007	1,057
46 shares of Freeprt-McMran	1,614	1,692
113 shares of General Electric	1,577	2,024
18 shares of General Dynamics Corp	1,054	1,195
10 shares of Green Mountain Coffee	699	449
33 shares of HSBC Hldg	1,620	1,257
110 shares of Intel Corp	2,133	2,668
16 shares of International Business Machines	1,968	2,942
4 shares of Intuitive Surgical	1,293	1,852
61 shares of Johnson and Johnson	3,596	4,000
74 shares of JP Morgan Chase Co	2,813	2,461
39 shares of Kraft Foods	1,248	1,457
18 shares of Lauder Estee	1,052	2,022
34 shares of McGraw Hill Co	939	1,529

Name of Stock	End of Year Book Value	End of Year Fair Market Value
48 shares of McDonalds Corp	3,165	4,816
22 shares of Medtronic	792	842
46 shares of Merck Co Inc	1,593	1,734
66 shares of Nestle	3,190	3,809
78 shares of News Corp	947	1,392
17 shares of Novo Nordisk	1,490	1,959
39 shares of Occidental Petroleum Corp	3,199	3,654
40 shares of Pepsico Inc	2,454	2,654
113 shares of Philip Morris	5,277	8,868
19 shares of Praxair	1,463	2,031
54 shares of Procter Gamble Co	3,191	3,602
41 shares of Qualcomm	1,341	2,243
29 shares of Rio Tinto Plc	1,919	1,419
46 shares of Roche Hldg	1,587	1,957
50 shares of Royal Dutch Shell	2,574	3,655
52 shares of Target	2,645	2,663
64 shares of Texas Instruments	1,530	1,863
10 shares of Time Warner Cable Inc	646	636
68 shares of Total S.A.	3,254	3,475
32 shares of United Techs	2,232	2,339
44 shares of Wal Mart Stores Inc	2,129	2,629
80 shares of Walgreen	2,134	2,644
59 shares of A N S Y S Inc	2,602	3,380
70 shares of Aarons	1,476	1,868
42 shares of Acuity Brands	1,887	2,226
45 shares of Affiliated Managers	3,618	4,318
70 shares of Ametek	2,025	2,947
54 shares of Aptargroup	2,138	2,817
30 shares of Bio Rad Labs	3,065	2,881
117 shares of Blackbaud	2,960	3,241

Name of Stock	End of Year Book Value	End of Year Fair Market Value
66 shares of Carlisle	2,498	2,924
64 shares of Carmax	1,643	1,951
62 shares of Church Dwight	2,121	2,837
49 shares of City National Corp	2,645	2,165
28 shares of Clarcor Inc	1,157	1,400
19 shares of Columbia Sportswear	1,029	884
31 shares of Copart	1,111	1,485
19 shares of Cullen First	1,132	1,005
107 shares of Dentsply Intl	3,645	3,744
18 shares of Dril Quip	1,159	1,185
89 shares of Equifax Inc	3,029	3,448
21 shares of Factset	1,558	1,833
92 shares of Fair Isaac	2,430	3,297
110 shares of Flir Systems	3,084	2,758
151 shares of Forest City Enterprises	2,163	1,785
98 shares of Gentex Corp	2,899	2,900
46 shares of Graco	1,508	1,881
141 shares of HCC Ins Holding	4,025	3,878
52 shares of Hunt JB Trans	2,106	2,344
71 shares of IDEX Corp	2,382	2,635
65 shares of Jack Henry Assoc	1,601	2,185
73 shares of Jacobs Engn Group	3,232	2,962
54 shares of Kirby Corp	2,094	3,555
154 shares of LKQ Corp	3,147	4,632
14 shares of Markel Corp	5,297	5,805
9 shares of Mettler-Toledo	1,000	1,329
81 shares of Morningstar Inc	3,866	4,815
56 shares of O Reilly Automotive	2,399	4,477
48 shares of Oceaneering Intl	1,437	2,214
25 shares of Pall Corp	1,275	1,429

Name of Stock	End of Year Book Value	End of Year Fair Market Value
154 shares of Sally Beauty Hldgs	1,557	3,254
54 shares of Schein Henry	3,192	3,479
118 shares of SEI Invt Co	2,556	2,047
23 shares of Solera Holdings Inc	1,243	1,024
46 shares of The Scotts Miracle Gro	2,485	2,148
175 shares of Umpqua Hldgs	2,224	2,168
29 shares of Universal Health Svcs	1,063	1,127
28 shares of Varian Medical	1,568	1,880
64 shares of Verisk Analytics Inc	2,058	2,568
70 shares of Wiley John Sons	3,018	3,108
27 shares of Wright Express Corp	1,122	1,464
30 shares of Agrium	2,041	2,013
113 shares of Asahi Glass Japan	1,147	933
32 shares of ASML Hldg	1,192	1,337
70 shares of Astrazeneca	3,136	3,240
95 shares of Aust NW	2,028	1,978
78 shares of Axis Capital Holdings	2,417	2,493
126 shares of Bae Sys	2,742	2,225
110 shares of Banco Bradesco	2,030	1,835
102 shares of Barclays PLC	1,564	1,121
55 shares of Cap Gemini	1,034	864
199 shares of Cathay Pac Air	2,422	1,701
12 shares of China Pete Chem	1,265	1,261
84 shares of Companhia	2,920	4,675
145 shares of Copel Parana	3,104	3,042
80 shares of Credit Suisse GP	3,037	1,878
30 shares of Delhaize Group	2,423	1,691
30 shares of Diageo PLC	1,956	2,623
191 shares of France Telecom	4,175	2,991
155 shares of Fuji Heavy Inds	1,999	1,866

Name of Stock	End of Year Book Value	End of Year Fair Market Value
39 shares of Heineken	1,035	898
44 shares of Hitachi LTD	2,479	2,294
35 shares of Imperial TOB GRP	2,489	2,637
51 shares of KDDI Corp	742	821
52 shares of KOC Hldg	1,123	774
68 shares of Manulife Financial Corp	1,152	722
95 shares of Marks and Spencer Group	977	904
7 shares of Mitsui Co	2,188	2,167
754 shares of Mizuho Finl Group	2,520	2,021
51 shares of Nexen	1,160	811
54 shares of Nitto Denko	2,136	1,919
31 shares of Petrleo Bras	1,327	770
28 shares of Peugeot Citroens	1,153	437
23 shares of Posco	2,541	1,888
91 shares of Reed Elsevier	2,449	2,112
17 shares of Renaissancere Holdings	954	1,264
35 shares of Rio Tinto Plc	2,076	1,712
46 shares of Royal Dutch Shell	2,586	3,362
66 shares of Sage Group	993	1,200
61 shares of Sanofi ADR	2,165	2,229
66 shares of Sasol Ltd	2,518	3,128
36 shares of Seadrill LTD	1,223	1,194
125 shares of SK Telecom	2,086	1,701
89 shares of Statoil ASA	2,018	2,279
170 shares of Svenska C Akti	1,868	2,497
100 shares of Taiwans Manufacturing	1,122	1,291
138 shares of Tata Motors LTD	3,158	2,332
174 shares of Telenorte Les Part	2,634	1,655
86 shares of Telstra Corp	1,138	1,466
28 shares of Teva Pharmactcl	1,473	1,130

Name of Stock	End of Year Book Value	End of Year Fair Market Value
30 shares of Toronto Dominion Bank	2,031	2,244
75 shares of Unilever PLC	2,238	2,514
70 shares of United Overseas Bank	1,942	1,649
33 shares of Vale SA	1,161	708
28 shares of Woori Fin Holdings	1,054	680
150 shares of Yamana Gold	1,595	2,193
47 shares of Yanzhou Coal Mining	1,009	993
155 shares of Zurich Finl Services	3,273	3,484
74 shares of Aeon Company LTD	948	1,013
91 shares of Air Liquide	1,851	2,239
48 shares of Akzo Mobel	2,588	2,318
34 shares of ASML Hldg	1,169	1,421
62 shares of Barclays PLC	1,032	681
46 shares of Bayer AG	2,679	2,935
85 shares of Bayerische Motorenwerke	1,500	1,890
25 shares of BG Group	2,276	2,675
65 shares of BNP Paribas	2,335	1,277
77 shares of BP PLC	2,974	3,291
32 shares of Canon Inc	1,522	1,409
116 shares of China Construct	1,703	1,617
60 shares of China Unicom Hong Kong	961	1,268
53 shares of Compass Group	496	502
40 shares of Credit Suisse GP	1,683	939
121 shares of Danone	1,374	1,529
20 shares of Dassault Sys	1,297	1,608
104 shares of Densco CP	1,606	1,422
221 shares of Deutsche Boerse	1,529	1,216
258 shares of East Japan	2,869	2,696
111 shares of Enersis S A	2,354	1,957
113 shares of Ericsson	1,174	1,145

Name of Stock	End of Year Book Value	End of Year Fair Market Value
46 shares of HDFC Bank	1,378	1,209
82 shares of Heineken	1,829	1,888
194 shares of Hennes and Mauritz	1,368	1,234
48 shares of Honda Motor	1,938	1,466
67 shares of HSBC Hldg	3,303	2,553
114 shares of Hutchisn Whampoa	1,548	1,890
28 shares of Icici Bank	1,146	740
227 shares of ING Group	2,146	1,628
64 shares of Itau Unibanco Banco	1,065	1,188
51 shares of KAO Corp	1,192	1,387
70 shares of KDDI Corp	849	1,127
168 shares of Keppel Ltd	2,060	2,392
156 shares of Kingfisher PLC	1,323	1,200
57 shares of LVMH Moet Hennessy	1,315	1,602
29 shares of Mitsubishi CP	1,317	1,162
376 shares of Mitsubishi UFJ Finl Grp	1,659	1,575
63 shares of Natl Australia	1,418	1,508
65 shares of Nestle	3,134	3,751
36 shares of Novartis ADR	1,970	2,058
50 shares of Publicis Groupe	1,272	1,144
83 shares of QBE Ins Group LTD	1,161	1,100
109 shares of Reckitt Benckiser	1,118	1,073
52 shares of Rio Tinto Plc	3,613	2,544
87 shares of Roche Holdings	3,221	3,702
26 shares of Rolls Royce GRP	1,303	1,501
73 shares of Royal Dutch Shell	4,281	5,336
92 shares of Royal KPN	1,251	1,097
38 shares of Sanofi Aventis	1,213	1,389
35 shares of Siemens AG	3,353	3,346
16 shares of Smith-Nphw PLC	730	770

Name of Stock	End of Year Book Value	End of Year Fair Market Value
473 shares of Sumitomo Mitsui-Unspons	2,781	2,606
49 shares of Symrise AG	1,152	1,310
147 shares of Taiwans Manufacturing	1,508	1,898
71 shares of Technip	1,609	1,676
32 shares of Teck Resources	1,196	1,126
44 shares of Telecom Italia	575	469
82 shares of Tesco PLC	1,589	1,545
32 shares of Tim Participaco	869	826
36 shares of Tokio Marine Holdings	1,015	792
93 shares of Vodafone	1,929	2,607
19 shares of Westpack Banking	2,067	1,942
9977 shares of ING Global Equity Fund	98,964	98,475
10758 shares of Pimco Commodity Real Fund	135,625	111,884
6705 shares of Ishares Gold Trust	75,399	102,117
84854 shares of ML Systematic Momentum	106,000	103,395
4920 shares of The Endowment Registered Fund	274,955	278,938
812 shares of Loomis Sayles Hi Income Fund	7,860	7,649
11047 shares of Loomis Sayles Fund	116,247	121,075
40090 shares of JP Morgan Strategic Income Opp Fund	479,693	453,424
6019 shares of Fixed Income Shares Fund C	77,826	75,057
7484 shares of Fixed Income Shares Fund M	77,833	77,834
Calvert Short Duration Fund	31	30
12908 shares of Pimco Low Duration Fund	134,382	132,821

TY 2011 Investments Government Obligations Schedule

Name: Warren and Sallie Williamson Charitable Trust

EIN: 31-1570620

Software ID: 11000218

Software Version: 2011.0.0

US Government Securities - End of

Year Book Value:

302,651

US Government Securities - End of

Year Fair Market Value:

319,777

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2011 Other Increases Schedule**Name:** Warren and Sallie Williamson Charitable Trust**EIN:** 31-1570620**Software ID:** 11000218**Software Version:** 2011.0.0

Description	Amount
Timing of ltd partnership transactions	4,278

TY 2011 Other Professional Fees Schedule**Name:** Warren and Sallie Williamson Charitable Trust**EIN:** 31-1570620**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Whitney National Bank Trust Department	2,862	2,862		
Ron Blue Co	15,013	15,013		
Merrill Lynch	13,694	13,694		

TY 2011 Taxes Schedule**Name:** Warren and Sallie Williamson Charitable Trust**EIN:** 31-1570620**Software ID:** 11000218**Software Version:** 2011.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Income tax	3,000	3,000	0	0