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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.

2011

, 20

For calendar year 2011 or tax year beginning

, 2011, and ending

Name of foundation

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

A Employer identification number

43-6039016

B Telephone number (see instructions)

(864) 282-3171

6 SOUTH MARINA DR

City or town, state, and ZIP code

KEY LARGO, FL 33037

G Check all that apply.

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

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

I Fair market value of all assets at end

J Accounting method: Cash Accrualof year (from Part II, col. (c), line
16) ► \$ 1,766,047. Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is
pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the
85% test, check here and attach
computation ► E If private foundation status was terminated
under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|--|------------------------------|----------------------------|--|
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| 2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 Interest on savings and temporary cash investments | | | | |
| 4 Dividends and interest from securities | 77,872 | 77,872 | | |
| 5a Gross rents | | | | |
| b Net rental income or (loss) | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 106,399 | | | |
| b Gross sales price for all assets on line 6a | 1,093,136 | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 106,399 | | |
| 8 Net short-term capital gain | | | | |
| 9 Income modifications | | | | |
| 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | |
| c Gross profit or (loss) (attach schedule) | | | | |
| 11 Other income (attach schedule) | | | | |
| 12 Total Add lines 1 through 11 | 184,271 | 184,271 | | |
| 13 Compensation of officers, directors, trustees, etc. | | | | |
| 14 Other employee salaries and wages | | NONE | NONE | |
| 15 Pension plans, employee benefits | | NONE | NONE | |
| 16a Legal fees (attach schedule) | | | | |
| b Accounting fees (attach schedule) | | | | |
| c Other professional fees (attach schedule) | 15,560 | 15,560 | | |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see instructions) | 4,502 | | | |
| 19 Depreciation (attach schedule) and depletion | | | | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | NONE | NONE | |
| 22 Printing and publications | | NONE | NONE | |
| 23 Other expenses (attach schedule) | 44 | 44 | | |
| 24 Total operating and administrative expenses. | 20,106 | 15,604 | | |
| Add lines 13 through 23 | | | | |
| 25 Contributions, gifts, grants paid | 94,600 | | | 94,600 |
| 26 Total expenses and disbursements Add lines 24 and 25 | 114,706 | 15,604 | | 94,600 |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | 69,565 | | | |
| b Net investment income (if negative, enter -0-) | | 168,667 | | |
| c Adjusted net income (if negative, enter -0-) | | | | |

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.) | | |
|-----------------------------|---|--|---|-----------------------|
| | | End of year | | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | 2,452. | 2,452. |
| | 2 Savings and temporary cash investments | 101,841. | 101,063. | 101,063. |
| | 3 Accounts receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 4 Pledges receivable ► | | | |
| | Less: allowance for doubtful accounts ► | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (attach schedule) ► | | | |
| | Less: allowance for doubtful accounts ► | NONE | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10 a Investments - U.S. and state government obligations (attach schedule) | STMT 1 | 125,409. | |
| | b Investments - corporate stock (attach schedule) | STMT 2 | 494,782. | 491,028. |
| | c Investments - corporate bonds (attach schedule) | STMT 6 | 180,490. | 178,339. |
| | 11 Investments - land, buildings, and equipment, basis ► | | | |
| | Less: accumulated depreciation ► | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other (attach schedule) | STMT 7 | 735,849. | 935,063. |
| | 14 Land, buildings, and equipment, basis ► | | | |
| | Less accumulated depreciation ► | | | |
| | 15 Other assets (describe ►) | | | |
| | 16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | 1,638,371. | 1,707,945. |
| | 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) | | | |
| Liabilities | Foundations that follow SFAS 117, check here ► <input type="checkbox"/> | | and complete lines 24 through 26 and lines 30 and 31. | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | | 1,638,371. | 1,707,945. |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances (see instructions) | | 1,638,371. | 1,707,945. |
| | 31 Total liabilities and net assets/fund balances (see instructions) | | 1,638,371. | 1,707,945. |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ► <input type="checkbox"/> | | and complete lines 24 through 26 and lines 30 and 31. | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | | 1,638,371. | 1,707,945. |
| | 28 Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 Total net assets or fund balances (see instructions) | | 1,638,371. | 1,707,945. |
| | 31 Total liabilities and net assets/fund balances (see instructions) | | 1,638,371. | 1,707,945. |

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 | 1,638,371. |
| 2 Enter amount from Part I, line 27a | 2 | 69,565. |
| 3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 9 | 3 | 9. |
| 4 Add lines 1, 2, and 3 | 4 | 1,707,945. |
| 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 | 1,707,945. |

Part IV Capital Gains and Losses for Tax on Investment Income

| | | | | | |
|--|---|---|---|--------------------------------------|----------------------------------|
| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | | | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
| 1a PUBLICLY TRADED SECURITIES | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | | |
| a 1,077,551. | | 986,737. | 90,814. | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | | |
| (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | 90,814. | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 2 Capital gain net income or (net capital loss) | If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 | | 2 | 106,399. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 | | | 3 | | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2010 | 40,500. | 1,730,894. | 0.02339831324 |
| 2009 | 73,500. | 1,559,758. | 0.04712269467 |
| 2008 | 91,669. | 1,659,750. | 0.05523060702 |
| 2007 | 101,380. | 1,807,049. | 0.05610251853 |
| 2006 | 100,000. | 1,838,126. | 0.05440323460 |

- 2 Total of line 1, column (d) **2** 0.23625736806
- 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** 0.04725147361
- 4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 **4** 1,840,082.
- 5 Multiply line 4 by line 3 **5** 86,947.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 1,687.
- 7 Add lines 5 and 6 **7** 88,634.
- 8 Enter qualifying distributions from Part XII, line 4 **8** 94,600.

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

| Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions) | | |
|---|---|-------------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ► <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 . . . | |
| 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-) . . . | |
| 3 | Add lines 1 and 2 . . . | |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . | |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . | |
| 6 | Credits/Payments: | |
| a | 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . | 6a 2,756. |
| b | Exempt foreign organizations - tax withheld at source . . . | 6b NONE |
| c | Tax paid with application for extension of time to file (Form 8868) . . . | 6c NONE |
| d | Backup withholding erroneously withheld . . . | 6d |
| 7 | Total credits and payments. Add lines 6a through 6d . . . | 7 2,756. |
| 8 | Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . | 8 |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . | 9 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . | 10 1,069. |
| 11 | Enter the amount of line 10 to be: Credited to 2012 estimated tax ► | 11 Refunded |

Part VII-A Statements 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 X |
| 1b | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . | X |
| 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. | | |
| 1c | Did the foundation file Form 1120-POL for this year? . . . | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____ | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . If "Yes," attach a detailed description of the activities. | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . | X |
| 4a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . | X |
| b | If "Yes," has it filed a tax return on Form 990-T for this year? . . . | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . 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? . . . | X |
| 7 | Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV | X |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) ► SC | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . | X |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . | X |
| 10 | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . | X |

Part VII-A Statements Regarding Activities (continued)

| | | |
|------------------------------|--|---|
| 11 | | X |
| 12 | | X |
| 13 | X | |
| Website address ► <u>N/A</u> | | |
| 14 | The books are in care of ► <u>SEE STATEMENT 10</u> | Telephone no. ► |
| Located at ► ZIP + 4 ► | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> | and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> |
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | Yes No |

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

| | | |
|---|--|----|
| File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | |
| | Yes | No |
| 1a | During the year did the foundation (either directly or indirectly): | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b | If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? ► <u>1c</u> X | |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): | |
| a | At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| b | If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) <u>3b</u> | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4a</u> X | |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? <u>4b</u> X | |

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

| | | | | | | |
|----|---|--|------------------------------|--|----|---|
| 5a | During the year did the foundation pay or incur any amount to: | | | | | |
| | (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? | | <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 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 instructions)? | | | | 5b | |
| | Organizations relying on a current notice regarding disaster assistance check here ► | | | | | |
| c | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? | | <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 checked="" type="checkbox"/> No | | |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | | <input type="checkbox"/> Yes | <input type="checkbox"/> No | 6b | X |
| | If "Yes" to 6b, file Form 8870 | | | | | |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? | | <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 instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| SEE STATEMENT 11 | | - 0 - | - 0 - | - 0 - |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |
| ----- | | | | |

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

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

Total number of other employees paid over \$50,000 ► NONE

Form 990-PF (2011)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

| | |
|--|----------|
| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
| 1 NONE | |
| | |
| 2 | |
| | |
| 3 | |
| | |
| 4 | |
| | |

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

| | |
|---|--------|
| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
| 1 NONE | |
| | |
| 2 | |
| | |
| All other program-related investments. See instructions. | |
| 3 NONE | |
| | |
| Total. Add lines 1 through 3 ► | |

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

| | | |
|---|----|------------|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a Average monthly fair market value of securities | 1a | 1,868,104. |
| b Average of monthly cash balances | 1b | NONE |
| c Fair market value of all other assets (see instructions) | 1c | NONE |
| d Total (add lines 1a, b, and c) | 1d | 1,868,104. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 Subtract line 2 from line 1d | 3 | 1,868,104. |
| 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount. see instructions) | 4 | 28,022. |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 1,840,082. |
| 6 Minimum investment return. Enter 5% of line 5 | 6 | 92,004. |

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

| | | |
|--|----|---------|
| 1 Minimum investment return from Part X, line 6 | 1 | 92,004. |
| 2a Tax on investment income for 2011 from Part VI, line 5 | 2a | 1,687. |
| b Income tax for 2011. (This does not include the tax from Part VI.) | 2b | |
| c Add lines 2a and 2b | 2c | 1,687. |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 90,317. |
| 4 Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 Add lines 3 and 4 | 5 | 90,317. |
| 6 Deduction from distributable amount (see instructions) | 6 | NONE |
| 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 90,317. |

Part XII Qualifying Distributions (see instructions)

| | | |
|--|----|---------|
| 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 94,600. |
| b Program-related investments - total from Part IX-B | 1b | |
| 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 Amounts set aside for specific charitable projects that satisfy the: | | |
| a Suitability test (prior IRS approval required) | 3a | NONE |
| b Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 94,600. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 1,687. |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 92,913. |

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2010 | (c) 2010 | (d) 2011 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2011 from Part XI, line 7 | | | | 90,317. |
| 2 Undistributed income, if any, as of the end of 2011. | | | NONE | |
| a Enter amount for 2010 only | | | | |
| b Total for prior years: 20 09, 20 20 | | NONE | | |
| 3 Excess distributions carryover, if any, to 2011: | | | | |
| a From 2006 | NONE | | | |
| b From 2007 | NONE | | | |
| c From 2008 | 6,700. | | | |
| d From 2009 | NONE | | | |
| e From 2010 | NONE | | | |
| f Total of lines 3a through e | 6,700. | | | |
| 4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 94,600. | | | | |
| a Applied to 2010, but not more than line 2a | | | NONE | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d Applied to 2011 distributable amount | | | | 90,317. |
| e Remaining amount distributed out of corpus | 4,283. | | | |
| 5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a).) | | NONE | | NONE |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 10,983. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | NONE | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | NONE | | |
| e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions | | | NONE | |
| f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 | | | | NONE |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | | NONE | | |
| 8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) | | NONE | | |
| 9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a | | 10,983. | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2007 | NONE | | | |
| b Excess from 2008 | 6,700. | | | |
| c Excess from 2009 | NONE | | | |
| d Excess from 2010 | NONE | | | |
| e Excess from 2011 | 4,283. | | | |

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

NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

6 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 STATEMENT 20 | | | | |
| Total | | | ► 3a | 94,600. |
| b Approved for future payment | | | | |
| Total | | | ► 3b | |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions.) |
|--|---------------------------|---------------|--------------------------------------|---------------|--|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue. | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | | | |
| 5 Net rental income or (loss) from real estate: | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | | | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | | 184,271. |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | 184,271. |

12 Subtotal. Add columns (b), (d), and (e) . . .

13 Total. Add line 12, columns (b), (d), and (e).
(See worksheet in line 13 instructions to verify calculations.)

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

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

| | | | |
|-----|--|-------|----|
| 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) | X |
| (2) | Other assets | 1a(2) | X |
| b | Other transactions: | | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| (3) | Rental of facilities, equipment, or other assets | 1b(3) | X |
| (4) | Reimbursement arrangements | 1b(4) | X |
| (5) | Loans or loan guarantees | 1b(5) | X |
| (6) | Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

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

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

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

Sign Here correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge
► Charlotte T. Curry 3/23/12 ► President

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

| | | | | | |
|---------------------------------------|---|---|---------------------------|---|--------------------------|
| Paid Preparer Use Only | Print/Type preparer's name BILL WILLIAMS | Preparer's signature  | Date 03/21/2012 | Check <input type="checkbox"/> if self-employed | PTIN P00964627 |
| | Firm's name ► BRANCH BANKING AND TRUST CO, AGENT | | Firm's EIN ► | | |
| | Firm's address ► PO BOX 2907 WILSON, NC | | 27894 | Phone no. 252-246-4628 | |

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION

US TREASURY BD 6% DUE 2/15/26
US TREASURY STRIP 0% 5/15/21

TOTALS

CGM349 F067 03/21/2012 13:30:56

1752004369

STATEMENT 1
36

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|-------------------------------|----------------------|---------------|
| ALCOA INC | 3,646. | 3,200. |
| ARCHER-DANIELS-MIDLAND CO | 10,698. | 8,580. |
| CISCO SYSTEMS | | |
| COMCAST CORP CLASS A | 1,992. | 4,031. |
| ABB LTD SPONS ADR | | |
| ASTRAZENECA PLC | | |
| HONEYWELL INTERNATIONAL INC | 4,279. | 4,629. |
| INTEL | 3,716. | 4,348. |
| APPLE COMPUTER CORPORATION | 8,946. | 10,912. |
| KRAFT FOODS INC-A | 4,008. | 6,480. |
| ILLINOIS TOOL WORKS | 3,273. | 4,296. |
| MEDTRONIC INC | 8,410. | 7,941. |
| MERCK & CO INC | 3,777. | 4,207. |
| MICROSOFT CORP | 3,870. | 4,147. |
| KINDER MORGAN MANAGEMENT LLC | 11,494. | 10,644. |
| KOHLS CORP | 10,195. | 13,034. |
| PFIZER INC | 3,863. | 3,454. |
| LILLY, ELI & COMPANY | 8,383. | 10,171. |
| LOCKHEED MARTIN CORP | 6,028. | 7,065. |
| BAXTER INTERNATIONAL INC | 11,895. | 12,135. |
| BANK OF AMERICA CORP | | |
| BERKSHIRE HATHAWAY INC CL B | 9,064. | 10,651. |
| TRAVELERS COMPANIES INC | 6,833. | 7,230. |
| TAIWAN SEMICONDUCTOR MANU ADR | 4,493. | 5,602. |
| PROGRESS ENERGY INC | 5,513. | 7,560. |
| AT&T INC | 13,405. | 16,307. |
| ABBOTT LABORATORIES | 3,914. | 4,495. |
| AMGEN INC | | |
| APACHE CORPORATION | | |

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|-----------------------------|----------------------|---------------|
| ----- | ----- | ----- |
| AVERY DENNISON CORP | 11,319. | 17,489. |
| CVS CAREMARK CORP | 3,536. | 4,151. |
| CONOCOPHILLIPS | | |
| ALTRIA GROUP INC | | |
| DISNEY, THE WALT COMPANY | | |
| BCE INC | 5,100. | 5,834. |
| EMERSON ELECTRIC COMPANY | 7,048. | 7,454. |
| GENERAL ELECTRIC COMPANY | 5,845. | 8,059. |
| KIMBERLY-CLARK CORP | 5,289. | 5,885. |
| PALL CORPORATION | | |
| PROCTER AND GAMBLE | 6,798. | 7,338. |
| SOUTHERN COMPANY | 3,540. | 4,166. |
| VODAFONE GROUP PLC | 4,810. | 5,045. |
| WELLS FARGO & CO | | |
| CENOVUS ENERGY INC | | |
| CHEVRON CORP | 11,265. | 15,960. |
| COCA COLA COMPANY | 3,305. | 4,198. |
| CORNING INC | | |
| EXXON MOBIL CORPORATION | 3,251. | 4,238. |
| FEDEX CORPORATION | 4,096. | 4,175. |
| GOOGLE INC | 4,280. | 4,521. |
| HEWLETT PACKARD COMPANY | 3,722. | 3,678. |
| INTERNATIONAL BUS MACHINES | | |
| INTERNATIONAL PAPER COMPANY | | |
| J P MORGAN CHASE & CO | | |
| JOHNSON & JOHNSON | | |
| LOCKHEED MARTIN CORP | | |
| LOWE'S COMPANIES INC | | |
| METLIFE INC | | |

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|----------------------|---------------|
| MORGAN STANLEY | 7,925. | 9,147. |
| NOVARTIS A G ADR | 3,973. | 3,334. |
| ORACLE SYS CORP | 11,421. | 12,606. |
| PEPSICO INC | | |
| SCHLUMBERGER LTD | | |
| SOUTHWEST AIRLINES | | |
| STAPLES INC | | |
| STATE STREET CORP | 3,766. | 3,460. |
| STRYKER CORP | 12,693. | 12,805. |
| SUNCOR ENERGY, INC | 10,932. | 10,480. |
| TARGET CORP | 3,807. | 4,022. |
| TEXAS INSTRUMENTS | 5,105. | 6,018. |
| UNILEVER PLC SPONSORED ADR | | |
| VERIZON COMMUNICATIONS INC | | |
| WAL-MART STORES | | |
| COVIDIEN PLC | | |
| TYCO INTERNATIONAL LTD | 3,857. | 3,405. |
| TYCO ELECTRONICS LTD | 8,703. | 9,803. |
| BAKER HUGHES INC | | |
| BLACKROCK INC | 3,236. | 4,229. |
| BRISTOL MYERS SQUIBB CO | 3,605. | 4,092. |
| CENTURYTEL INC | 3,734. | 3,960. |
| CINCINNATI FINANCIAL CORP | 8,501. | 9,616. |
| DIAGEO PLC SPONSORED ADR | 3,729. | 3,662. |
| DUPONT, EI DE NEMOURS COMPANY | 4,474. | 5,500. |
| DUKE ENERGY CORPORATION | | |
| EXPRESS SCRIPTS | 3,979. | 4,022. |
| GLAXOSMITHKLINE PLC SPNSRD ADR | 6,461. | 7,301. |
| HEALTH CARE REIT INC | 3,911. | 4,362. |

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|----------------------|---------------|
| HEINZ, H. J. COMPANY | 9,215. | 9,727. |
| MCDONALS CORP | 9,984. | 13,043. |
| NATIONAL GRID GROUP-SPON ADR | 3,773. | 3,878. |
| NATURAL RESOURCE PARTNERS LP | 11,008. | 8,946. |
| OMNICOM GROUP | 10,054. | 9,362. |
| PPL CORPORATION | 6,280. | 7,061. |
| PAYCHEX INC | 8,708. | 8,130. |
| PEARSON PLC SPONSORED ADR | 6,937. | 7,359. |
| REYNOLDS AMERICAN INC | 3,676. | 4,556. |
| ROGERS COMMUNICATIONS INC | 10,155. | 10,783. |
| ROYAL DUTCH SHELL PLC ADR CL G | 6,889. | 8,361. |
| ST JUDE MEDICAL INC | 3,716. | 3,430. |
| TELEFONICA S A | 4,118. | 3,438. |
| WASTE MANAGEMENT INC | 10,536. | 9,159. |
| WINDSTREAM CORPORATION | 3,638. | 3,639. |
| ZYLEM INC | 3,607. | 3,853. |
| TE CONNECTIVITY LTD | 3,372. | 3,697. |
| PHILLIP MORRIS INTL INC | 14,685. | 17,266. |
| TOTALS | 491,028. | 541,398. |

FORM 990PF, PART II - CORPORATE BONDS

| DESCRIPTION | ENDING BOOK VALUE | ENDING FMV |
|-----------------------------|----------------------|-----------------|
| BELLSOUTH CORP 5.2% 9/15/14 | 39,583. | 44,220. |
| DUKE ENERGY CORP 5.625% | 10,117. | 10,421. |
| GNMA POOL 6% DUE 5/20/28 | 1,744. | 2,009. |
| GNMA POOL 5% D E 3/15/18 | 3,220. | 3,411. |
| GNMA POOL 7% DUE 5/20/24 | 5,876. | 5,456. |
| GNMA POOL 7% DUE 10/15/14 | 338. | 357. |
| GOLDMAN SACHS GROUP 5.5% | 39,369. | 41,211. |
| JP MORGAN CHASE & CO 5.125% | 38,224. | 42,172. |
| ORACLE SYS CORP 5.75% | 39,868. | 48,539. |
| TOTALS | 178,339. | 197,796. |

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | COST / FMV C OR F | ENDING BOOK VALUE | ENDING FMV --- |
|--------------------------------|-------------------------|----------------------|----------------------|
| HARBOR INTL FD #111 | C | 88,029. | 89,401. |
| T ROWE PRICE EMERGING MKTS | C | 38,866. | 36,501. |
| ARTISAN MID CAP VALUE #1464 | C | 47,469. | 45,413. |
| CREDIT SUISSE COMMODITY RTN | C | | |
| PIMCO COMMODITY REAL RTN #45 | C | 60,167. | 51,380. |
| PIMCO FOREIGN BD FD #1853 | C | 34,264. | 34,279. |
| DOUBLELINE TOTAL RETURN BOND | C | 11,852. | 11,725. |
| SPDR GOLD TRUST | C | 32,116. | 41,797. |
| PRINCIPAL PREFERRED SECURITIES | C | 31,012. | 29,951. |
| STERLING CAPITAL SHORT-TERM | C | 36,192. | 35,594. |
| GOLDMAN SACHS ENHANCED INCOME | C | 14,426. | 14,248. |
| MERK ABSOLUTE STRATEGIES FUND | C | 27,806. | 28,121. |
| FIDELITY ADVISOR SMALL CAP#298 | C | | |
| GOLDMAN SACHS GRWTH OPPOR#1132 | C | 10,133. | 10,798. |
| HARDING LOEVNER INTL EQTY#4951 | C | 80,297. | 90,866. |
| LAZARD EMERGING MKTS #638 | C | 36,554. | 31,477. |
| UTILITIES SELECT SECTOR SPDR | C | 3,813. | 3,958. |
| VANGUARD EMERGING MARKET VIPER | C | 39,620. | 40,121. |
| BB&T SHORT US GOVT #340 | C | | |
| FEDERATED HIGH YIELD BD #900 | C | 31,870. | 31,285. |
| FEDERATED SHORT TERM INC #638 | C | 26,778. | 26,966. |
| NUVEEN LIMITED TERM MUNI #1671 | C | | |
| PIMCO LOW DURATION FD 336 | C | 13,958. | 13,858. |
| PRUDENTIAL SHORT TERM CORP#434 | C | 23,827. | 23,666. |
| COHEN & STEERS REALTY SHARES | C | 49,105. | 55,660. |
| GOLDEN ABSOLUTE STRATEGIES | C | | |
| MANAGERS AMG FQ GLOBBAL ALT | C | | |
| WASATCH 1ST SOURCE LONG/SHORT | C | 35,578. | 34,921. |
| FAIRHOLME FUND 1 | C | 4,404. | 2,964. |

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | COST / FMV C OR F | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|-------------------------|----------------------|---------------|
| OPPENHEIMER DEVELOPING MKTS | C | 47,942. | 39,159. |
| FINANCIAL SELECT SECTOR SPDR | C | 3,644. | 3,770. |
| STERLING CAPITAL SMALL VAL#315 | C | 60,653. | 48,114. |
| WESTCORE SELECT FUND #1289 | C | 44,688. | 47,345. |
| TOTALS | | 935,063. | 923,338. |

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

=====

DESCRIPTION

AMOUNT

ADJUSTMENT FOR ROUNDING 9 .

TOTAL 9 .

=====

STATEMENT 9

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: BRANCH BANKING & TRUST COMPANY
C/O ANNA MUMBAUER

ADDRESS: 416 E NORTH ST
GREENVILLE, SC 29601-3005

TELEPHONE NUMBER: (864) 282-3171

STATEMENT 10

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

OFFICER NAME:

CHARLOTTE CURRY

ADDRESS:

6 SOUTH MARINA DR
KEY LARGO, FL 33037

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

OFFICER NAME:

PAULINE DIERKS CURRY

ADDRESS:

8445 SANDERLING ROAD
SARASOTA, FL 34242

TITLE:

VICE PRESIDENT AND TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

DR. PAUL ROSSEY

ADDRESS:

314 ARBOR COURT
TINTON FALLS, NJ 07753

TITLE:

TRUSTTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

DR. JERRY FISHMAN

ADDRESS:

2606 TREYBURN LANE, S.E.
OWENS CROSS ROADS, AL 35763

TITLE:

ADVISOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

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

OFFICER NAME:

SHERRY RUFFING

ADDRESS:

4935 LITTLE FALLS RD
ARLINGTON, VA 22207

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

THOMAS A KNOX

ADDRESS:

185 W BROOKLINE ST
BOSTON, MA 02118

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

STATEMENT 12

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

| MONTH | LINE 1a-FMV SECURITIES | LINE 1b-FMV CASH BALANCES | LINE 1c-FMV OTHER ASSETS |
|-------------|---------------------------|------------------------------|-----------------------------|
| JANUARY | 1,896,674. | | |
| FEBRUARY | 1,933,443. | | |
| MARCH | 1,938,086. | | |
| APRIL | 1,993,231. | | |
| MAY | 1,970,640. | | |
| JUNE | 1,894,669. | | |
| JULY | 1,882,611. | | |
| AUGUST | 1,814,827. | | |
| SEPTEMBER | 1,714,552. | | |
| OCTOBER | 1,819,081. | | |
| NOVEMBER | 1,793,391. | | |
| DECEMBER | 1,766,047. | | |
| TOTAL | 22,417,252. | | |
| AVERAGE FMV | 1,868,104. | | |

CHARLES E AND CHARLOTTE T CURRY FOUNDATION
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

43-6039016

RECIPIENT NAME:
CLEMSON UNIVERSITY FOUNDATION
ADDRESS:
PO BOX 1889
CLEMSON, SC 29633-1889
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
OCEAN REEF CULTURE CENTER
ADDRESS:
30 OCEAN REEF DR
N LEY LARGO, FL 33037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 19,000.

RECIPIENT NAME:
GORDON PARKS ELEMENTARY SCHOOL
ADDRESS:
3715 WYOMING ST
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,100.

STATEMENT 14

=====

RECIPIENT NAME:
ARLINGTON FREE CLINIC
ADDRESS:
2921 11TH STREET SOUTH
ARLINGTON, VA 22204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
ARLINTON PEDIATRIC CENTER
ADDRESS:
601 S CARLIN SPRINGS RD
ARLINGTON, VA 22204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
THE KEYS CHILDREN'S FOUNDATION
ADDRESS:
24 DOCKSIDE LANE PMB 139
KEY LARGO, FL 33037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

FINCA, FOUNDATION FOR INTERNATIONAL
COMMUNITY ASSISTANCE

ADDRESS:

1101 14TH ST, NW
WASHINGTON, DC 20005

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

PLAYWORKS

ADDRESS:

1875 K ST, NW, 5TH FL
WASHINGTON, DC 20006

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

NDIA

ADDRESS:

1831 WAINWRIGHT DR
RESTON, VA 20190-3441

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

HIGHLANDS BIOLOGICAL FDN, INC

ADDRESS:

265 N. 6TG ST
HIGHLANDS, NC 28741

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

PROTESTANT FOUNDATION
OF THE OCEAN REEF CHAPEL

ADDRESS:

31 OCEAN REEF DR, #248
KEY LARGO, FL 33037

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

UAH FDN FOR THE FISHMAN

ADDRESS:

301 SPARKMAN DR, SKH324
HUNTSVILLE, AL 35899

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 15,000.

CHARLES E AND CHARLOTTE T CURRY FOUNDATION
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

43-6039016

RECIPIENT NAME:
ST. MARY'S EPISCOPAL CHURCH
ADDRESS:
2609 N. GLEBE RD
ARLINGTON, VA 22207
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
WILLIAM JEWELL COLLEGE
ADDRESS:
500 COLLEGE HILL
LIBERTY, MO
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
HABITAT FOR HUMANITY - UPPER KEYS
ADDRESS:
PO BOX 2151
KEY LARGO, FL 33037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

STATEMENT 18

=====

RECIPIENT NAME:
JOHN WINTHROP SCHOOLS
ADDRESS:
66 MARLBOROUGH ST
BOSTON, MA 02116
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
FLORIDA KEYS WILD BIRD CENTER
ADDRESS:
93600 OVERSEAS HIGHWAY
TAVERNIER, FL 33070
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
NPR
ADDRESS:
638 MASSACHUSETTS AVE NW
WASHINGTON, DC 20001-3753
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL FUNDS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 7,000.

CHARLES E AND CHARLOTTE T CURRY FOUNDATION
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

43-6039016

=====

RECIPIENT NAME:
OCEAN REEF VOLUNTEER FIRE

DEPARTMENT

ADDRESS:
24 DOCKSIDE LANE #505
KEY LARGO, FL 33037

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
GENERAL FUNDS

FOUNDATION STATUS OF RECIPIENT:
EXEMPT

AMOUNT OF GRANT PAID 1,000.

TOTAL GRANTS PAID: 94,600.

=====

STATEMENT 20

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

OMB No. 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

2011

Name of estate or trust

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Employer identification number

43-6039016

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

| (a) Description of property (Example: 100 shares 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|--------------------------------------|----------------------------------|-----------------|---|--|
| 1a SHORT-TERM CAPITAL GAIN DIVIDENDS | | | | | 3,185. |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b | | | | 1b | -27,178. |
| 2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | | | | 2 | |
| 3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 3 | |
| 4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet | | | | 4 | () |
| 5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ► | | | | 5 | -23,993. |

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

| (a) Description of property (Example: 100 shares 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|--------------------------------------|----------------------------------|-----------------|---|--|
| 6a LONG-TERM CAPITAL GAIN DIVIDENDS | | | | | 12,400. |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | | | | 6b | 117,992. |
| 7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | | | | 7 | |
| 8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 8 | |
| 9 Capital gain distributions | | | | 9 | |
| 10 Gain from Form 4797, Part I | | | | 10 | |
| 11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet | | | | 11 | () |
| 12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ► | | | | 12 | 130,392. |

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

Schedule D (Form 1041) 2011

| Part III Summary of Parts I and II | | (1) Beneficiaries' (see instr.) | (2) Estate's or trust's | (3) Total |
|---|-----|--|--------------------------------|------------------|
| Caution: Read the instructions before completing this part. | | | | |
| 13 Net short-term gain or (loss) | 13 | | | -23,993. |
| 14 Net long-term gain or (loss): | | | | |
| a Total for year | 14a | | | 130,392. |
| b Unrecaptured section 1250 gain (see line 18 of the wrksht.) | 14b | | | |
| c 28% rate gain | 14c | | | |
| 15 Total net gain or (loss). Combine lines 13 and 14a ► | 15 | | | 106,399. |

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

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

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

Schedule D (Form 1041) 2011

SCHEDULE D-1
(Form 1041)

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Employer identification number
43-6039016

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

| (a) Description of property (Example: 100 sh 7% preferred of "Z" Co.) | (b) Date acquired (mo, day, yr) | (c) Date sold (mo, day, yr) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|--|---------------------------------------|--------------------------------|-----------------|---|---|
| 1a 80. APACHE CORPORATION COM | VAR | 04/12/2011 | 9,850.00 | 7,525.00 | 2,325.00 |
| 14. APPLE COMPUTER COM | 08/19/2010 | 04/12/2011 | 4,645.00 | 3,489.00 | 1,156.00 |
| 180. INTERNATIONAL PAPER C | 09/28/2010 | 04/12/2011 | 5,184.00 | 3,846.00 | 1,338.00 |
| 150. LOWES COMPANIES INCOR | 09/28/2010 | 04/12/2011 | 4,045.00 | 3,346.00 | 699.00 |
| 3437.434 MANAGERS AMG FQ G ALTERNATIVE FUND | VAR | 04/12/2011 | 34,718.00 | 36,502.00 | -1,784.00 |
| 120. MORGAN STANLEY DEAN W | 05/03/2010 | 04/12/2011 | 3,198.00 | 3,616.00 | -418.00 |
| 642.753 NUVEEN LIMITED TER BOND FUND | VAR | 04/12/2011 | 6,871.00 | 6,932.00 | -61.00 |
| 325.803 PIMCO LOW DURATION | 08/19/2010 | 04/12/2011 | 3,411.00 | 3,447.00 | -36.00 |
| 80. STRYKER CORP | 08/19/2010 | 04/12/2011 | 4,764.00 | 3,658.00 | 1,106.00 |
| 210. COVIDIEN PLC | 08/19/2010 | 04/12/2011 | 11,000.00 | 8,044.00 | 2,956.00 |
| 2285.55 MERK ABSOLUTE STRA INST CL CLD TO NEW EFF 4/1 | VAR | 06/03/2011 | 25,004.00 | 24,465.00 | 539.00 |
| 642.81 PIMCO PIMS FOREIGN | VAR | 06/03/2011 | 6,730.00 | 6,994.00 | -264.00 |
| .736 KINDER MORGAN MANAGEM | 04/12/2011 | 06/08/2011 | 48.00 | 47.00 | 1.00 |
| 98.357 COHEN & STEERS REAL INSTITUTION | 04/12/2011 | 06/16/2011 | 3,983.00 | 3,892.00 | 91.00 |
| 160. PFIZER INCORPORATED | 04/12/2011 | 06/16/2011 | 3,226.00 | 3,287.00 | -61.00 |
| 70. SUNCOR ENERGY, INC | 06/03/2011 | 06/16/2011 | 2,691.00 | 2,834.00 | -143.00 |
| 40. TEXAS INSTRUMENTS INCO | 04/12/2011 | 06/16/2011 | 1,258.00 | 1,363.00 | -105.00 |
| 560. ALCOA INC | 04/12/2011 | 08/08/2011 | 6,569.00 | 9,319.00 | -2,750.00 |
| 60. AMGEN INCORPORATED | 06/03/2011 | 08/08/2011 | 3,057.00 | 3,536.00 | -479.00 |
| 100. AON CORPORATION COMMO | 04/12/2011 | 08/08/2011 | 4,305.00 | 5,248.00 | -943.00 |
| 10. CENOVUS ENERGY INC. | 09/28/2010 | 08/08/2011 | 325.00 | 280.00 | 45.00 |
| 100. CENOVUS ENERGY INC. | 04/12/2011 | 08/08/2011 | 3,254.00 | 3,723.00 | -469.00 |
| 1573.395 CREDIT SUISSE COM RETURN STRATEGY INSTITUTION | 04/12/2011 | 08/08/2011 | 14,035.00 | 15,435.00 | -1,400.00 |
| 1752.959 FAIRHOLME FUND FD | 04/12/2011 | 08/08/2011 | 44,771.00 | 60,284.00 | -15,513.00 |

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

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

Schedule D-1 (Form 1041) 2011

JSA

1F1221 2000

**SCHEDULE D-1
(Form 1041)**Department of the Treasury
Internal Revenue Service**Continuation Sheet for Schedule D
(Form 1041)**

OMB No. 1545-0092

2011

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Employer identification number
43-6039016**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

| (a) Description of property (Example: 100 sh 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|--|---|----------------------------------|-----------------|---|---|
| 1a 881.503 FEDERATED SHORT TE FUND CL Y FU | 06/16/2011 | 08/08/2011 | 7,625.00 | 7,625.00 | |
| 40. FEDEX CORPORATION | 09/28/2010 | 08/08/2011 | 3,181.00 | 3,349.00 | -168.00 |
| 423.253 FIDELITY ADV SMALL | 09/28/2010 | 08/08/2011 | 9,485.00 | 10,357.00 | -872.00 |
| 1453.009 GOLDMAN SACHS GRO OPPORTUNITY FD | VAR | 08/08/2011 | 29,714.00 | 34,367.00 | -4,653.00 |
| 111.756 GOLDMAN SACHS ENHA FUND #1999 | 04/12/2011 | 08/08/2011 | 1,063.00 | 1,072.00 | -9.00 |
| 100. HEWLETT PACKARD COMPA | 09/28/2010 | 08/08/2011 | 3,140.00 | 4,158.00 | -1,018.00 |
| 300. KONINKLIJKE PHILIPS E | 04/12/2011 | 08/08/2011 | 6,135.00 | 9,266.00 | -3,131.00 |
| 150. LOWES COMPANIES INCOR | 09/28/2010 | 08/08/2011 | 2,875.00 | 3,346.00 | -471.00 |
| 341.92 PIMCO LOW DURATION | 06/16/2011 | 08/08/2011 | 3,570.00 | 3,583.00 | -13.00 |
| 190. PEARSON PLC SPONSORED | 04/12/2011 | 08/08/2011 | 3,270.00 | 3,379.00 | -109.00 |
| 80. PEPSICO INCORPORATED | 04/12/2011 | 08/08/2011 | 5,148.00 | 5,285.00 | -137.00 |
| 166.984 PRUDENTIAL SHORT T CORPORATE BOND FUN | 06/16/2011 | 08/08/2011 | 1,927.00 | 1,932.00 | -5.00 |
| 80. SAINT JUDE MEDICAL INC | 06/03/2011 | 08/08/2011 | 3,390.00 | 3,866.00 | -476.00 |
| 220. STAPLES INC | 09/28/2010 | 08/08/2011 | 2,924.00 | 4,568.00 | -1,644.00 |
| 30. SUNCOR ENERGY, INC | 06/03/2011 | 08/08/2011 | 931.00 | 1,214.00 | -283.00 |
| 310. TAIWAN SEMICONDUCTOR SPONSORED ADR | 04/12/2011 | 08/08/2011 | 3,431.00 | 3,783.00 | -352.00 |
| 120. TARGET CORP | 04/12/2011 | 08/08/2011 | 5,561.00 | 6,016.00 | -455.00 |
| 110. THERMO FISHER SCIENTI COMMON | 04/12/2011 | 08/08/2011 | 5,591.00 | 6,107.00 | -516.00 |
| .899 KINDER MORGAN MANAGEM | 04/12/2011 | 08/23/2011 | 53.00 | 56.00 | -3.00 |
| 80. AMERICAN EXPRESS CO | 08/08/2011 | 11/18/2011 | 3,746.00 | 3,665.00 | 81.00 |
| 120. BRISTOL MYERS SQUIBB | 08/08/2011 | 11/18/2011 | 3,700.00 | 3,236.00 | 464.00 |
| 70. CONSOLIDATED EDISON IN | 08/08/2011 | 11/18/2011 | 4,069.00 | 3,660.00 | 409.00 |
| 120. DOMINION RESOURCES IN | 08/08/2011 | 11/18/2011 | 6,122.00 | 5,690.00 | 432.00 |
| 120. DOW CHEMICAL CO COM S | 08/08/2011 | 11/18/2011 | 3,155.00 | 3,412.00 | -257.00 |

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

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

Schedule D-1 (Form 1041) 2011JSA
1F1221 2 000

**Department of the Treasury
Internal Revenue Service**

Name of estate or trust

WILLS OR TESTATE OR WITNESSED
GUARDED, E. AND

CHARLES E AND

Part I Short-Term Capital Gains and Losses - Assets H

Employer identification number
43-6039016

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b -27,178.00

-27,178.00

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

Schedule D-1 (Form 1041) 2011

JSA
1F1221 2000

F1221 2000

1221 2000

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

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Employer identification number

43-6039016

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

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---|---|----------------------------------|-----------------|---|---|
| 6a 48.73 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 01/18/2011 | 49.00 | 50.00 | -1.00 |
| 16.31 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 01/18/2011 | 16.00 | 16.00 | |
| 29.21 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 01/20/2011 | 29.00 | 29.00 | |
| 18.77 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 01/20/2011 | 19.00 | 23.00 | -4.00 |
| 47.59 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 02/15/2011 | 48.00 | 49.00 | -1.00 |
| 16.08 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 02/15/2011 | 16.00 | 16.00 | |
| 7.67 GOV NATL MTG ASSN POO 05/01/1 | 01/01/2006 | 02/22/2011 | 8.00 | 8.00 | |
| 18.89 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 02/22/2011 | 19.00 | 23.00 | -4.00 |
| 47.79 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 03/15/2011 | 48.00 | 49.00 | -1.00 |
| 16.18 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 03/15/2011 | 16.00 | 16.00 | |
| 61.18 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 03/21/2011 | 61.00 | 60.00 | 1.00 |
| 19. GOV NATL MTG ASSN POOL 06/01 | 01/01/2006 | 03/21/2011 | 19.00 | 24.00 | -5.00 |
| 310. ABB LTD SPONSORED ADR | 01/06/2010 | 04/12/2011 | 7,485.00 | 6,198.00 | 1,287.00 |
| 190. AVERY DENNISON CORP | 02/23/2009 | 04/12/2011 | 7,868.00 | 3,848.00 | 4,020.00 |
| 130. BAXTER INTERNATIONAL | 02/08/2010 | 04/12/2011 | 7,051.00 | 7,380.00 | -329.00 |
| 240. CVS CORP | 03/06/2009 | 04/12/2011 | 8,607.00 | 5,786.00 | 2,821.00 |
| 250. COMCAST CORP CL A COM | 11/09/2007 | 04/12/2011 | 6,048.00 | 4,860.00 | 1,188.00 |
| 250. CORNING INC | 01/06/2010 | 04/12/2011 | 4,782.00 | 4,908.00 | -126.00 |
| 250. DISNEY WALT COMPANY | 02/27/2009 | 04/12/2011 | 10,327.00 | 4,140.00 | 6,187.00 |
| 60. EXXON MOBIL CORPORATION | 01/06/2010 | 04/12/2011 | 4,995.00 | 4,195.00 | 800.00 |
| 2497.713 FIDELITY ADV SMAL | VAR | 04/12/2011 | 69,062.00 | 54,734.00 | 14,328.00 |
| 250. GENERAL ELECTRIC CO | 04/06/2010 | 04/12/2011 | 4,961.00 | 4,633.00 | 328.00 |
| 7. GOOGLE INC CL A | 01/06/2010 | 04/12/2011 | 3,992.00 | 4,280.00 | -288.00 |
| 55. INTERNATIONAL BUSINESS CORP | 01/06/2010 | 04/12/2011 | 8,930.00 | 7,169.00 | 1,761.00 |
| 70. JOHNSON & JOHNSON | 04/06/2010 | 04/12/2011 | 4,196.00 | 4,558.00 | -362.00 |

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

Schedule D-1 (Form 1041) 2011

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

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Employer identification number

43-6039016

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

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|--|---|----------------------------------|-----------------|---|---|
| 6a 120. MEDTRONIC INC | 03/02/2009 | 04/12/2011 | 4,810.00 | 3,456.00 | 1,354.00 |
| 110. MERCK & CO INC COMMON | 07/17/2009 | 04/12/2011 | 3,708.00 | 3,040.00 | 668.00 |
| 270. METLIFE INC | 04/06/2010 | 04/12/2011 | 11,959.00 | 12,141.00 | -182.00 |
| 250. MICROSOFT CORPORATION | 01/23/2008 | 04/12/2011 | 6,421.00 | 7,847.00 | -1,426.00 |
| 140. ORACLE CORPORATION | 01/06/2010 | 04/12/2011 | 4,641.00 | 3,440.00 | 1,201.00 |
| 676.713 PIMCO LOW DURATION | 02/08/2010 | 04/12/2011 | 7,085.00 | 7,018.00 | 67.00 |
| 215. PALL CORP | 03/12/2009 | 04/12/2011 | 12,272.00 | 4,103.00 | 8,169.00 |
| 80. SCHLUMBERGER LIMITED | 01/06/2010 | 04/12/2011 | 6,875.00 | 5,419.00 | 1,456.00 |
| 210. STATE STREET CORP | 01/06/2010 | 04/12/2011 | 9,573.00 | 9,302.00 | 271.00 |
| 90. SUNCOR ENERGY, INC | 04/06/2010 | 04/12/2011 | 3,917.00 | 3,189.00 | 728.00 |
| 70. THE TRAVELERS COMPANIE | 06/26/2008 | 04/12/2011 | 4,176.00 | 3,097.00 | 1,079.00 |
| 340. UNILEVER PLC-SPONSORE | VAR | 04/12/2011 | 10,562.00 | 10,397.00 | 165.00 |
| 720. VANGUARD EMERGING MAR | 01/06/2010 | 04/12/2011 | 35,218.00 | 30,787.00 | 4,431.00 |
| 260. VODAFONE GROUP PLC NE | 06/04/2009 | 04/12/2011 | 7,446.00 | 4,775.00 | 2,671.00 |
| 250. WELLS FARGO COMPANY | 03/05/2009 | 04/12/2011 | 7,777.00 | 2,198.00 | 5,579.00 |
| 250. TE CONNECTIVITY LTD | 04/06/2010 | 04/12/2011 | 8,294.00 | 7,025.00 | 1,269.00 |
| 190. TYCO INTERNATIONAL LT | 04/06/2010 | 04/12/2011 | 9,200.00 | 7,496.00 | 1,704.00 |
| 49.56 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 04/15/2011 | 50.00 | 51.00 | -1.00 |
| 16.28 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 04/15/2011 | 16.00 | 16.00 | |
| 25.32 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 04/20/2011 | 25.00 | 25.00 | |
| 19.12 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 04/20/2011 | 19.00 | 24.00 | -5.00 |
| 407.8 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 05/16/2011 | 408.00 | 420.00 | -12.00 |
| 16.38 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 05/16/2011 | 16.00 | 17.00 | -1.00 |
| 20.01 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 05/20/2011 | 20.00 | 20.00 | |
| 19.24 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 05/20/2011 | 19.00 | 24.00 | -5.00 |

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

Schedule D-1 (Form 1041) 2011

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

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

Employer identification number

43-6039016

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

| (a) Description of property (Example, 100 sh 7% preferred of "Z" Co) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---|-----------------------------------|-------------------------------|-----------------|--|--|
| 6a 80. BAXTER INTERNATIONAL I | 05/26/2010 | 06/03/2011 | 4,654.00 | 3,369.00 | 1,285.00 |
| 60. EXXON MOBIL CORPORATION | 02/08/2010 | 06/03/2011 | 4,882.00 | 3,901.00 | 981.00 |
| 948.418 FEDERATED HIGH YIE CL FUND # | 02/08/2010 | 06/03/2011 | 9,560.00 | 8,991.00 | 569.00 |
| 493.684 FEDERATED SHORT TE FUND CL Y FU | 05/03/2010 | 06/03/2011 | 4,275.00 | 4,221.00 | 54.00 |
| 240. INTEL CORPORATION | 01/16/2008 | 06/03/2011 | 5,268.00 | 4,779.00 | 489.00 |
| 414.396 PIMCO LOW DURATION | VAR | 06/03/2011 | 4,359.00 | 4,307.00 | 52.00 |
| 373.721 PRUDENTIAL SHORT T CORPORATE BOND FUN | 04/06/2010 | 06/03/2011 | 4,328.00 | 4,283.00 | 45.00 |
| 45. SPDR GOLD TRUST | 03/10/2009 | 06/03/2011 | 6,769.00 | 3,957.00 | 2,812.00 |
| 80. VANGUARD EMERGING MARK | 01/06/2010 | 06/03/2011 | 3,890.00 | 3,421.00 | 469.00 |
| 90. WAL MART STORES INCORP | 02/08/2010 | 06/03/2011 | 4,829.00 | 4,793.00 | 36.00 |
| 44.57 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 06/15/2011 | 45.00 | 46.00 | -1.00 |
| 16.48 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 06/15/2011 | 16.00 | 17.00 | -1.00 |
| 290. BANK OF AMER CORP COM | 05/26/2010 | 06/16/2011 | 3,058.00 | 4,578.00 | -1,520.00 |
| 191.551 CREDIT SUISSE COMM STRATEGY INSTITUTIONAL SHS | 01/06/2010 | 06/16/2011 | 1,783.00 | 1,716.00 | 67.00 |
| 70. HEWLETT PACKARD COMPAN | 01/06/2010 | 06/16/2011 | 2,444.00 | 3,681.00 | -1,237.00 |
| 50. J.P. MORGAN CHASE & CO | 04/06/2010 | 06/16/2011 | 2,018.00 | 2,293.00 | -275.00 |
| 90. MORGAN STANLEY DEAN WI | 04/06/2010 | 06/16/2011 | 1,995.00 | 2,660.00 | -665.00 |
| 25.94 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 06/20/2011 | 26.00 | 26.00 | |
| 19.36 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 06/20/2011 | 19.00 | 24.00 | -5.00 |
| 46.26 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 07/15/2011 | 46.00 | 48.00 | -2.00 |
| 16.59 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 07/15/2011 | 17.00 | 17.00 | |
| 35.93 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 07/20/2011 | 36.00 | 35.00 | 1.00 |
| 19.49 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 07/20/2011 | 19.00 | 24.00 | -5.00 |
| 160. ABB LTD SPONSORED ADR | 01/06/2010 | 08/08/2011 | 3,229.00 | 3,199.00 | 30.00 |
| 12. APPLE COMPUTER COM | 05/26/2010 | 08/08/2011 | 4,354.00 | 3,006.00 | 1,348.00 |

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Employer identification number

CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

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

| (a) Description of property (Example. 100 sh 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|--|---|----------------------------------|-----------------|---|---|
| 6a 170. BANK OF AMER CORP COM | 05/26/2010 | 08/08/2011 | 1,163.00 | 2,683.00 | -1,520.00 |
| 90. BERKSHIRE HATHAWAY INC COMMON | 01/06/2010 | 08/08/2011 | 6,292.00 | 5,969.00 | 323.00 |
| 390. CISCO SYSTEMS | 01/04/2008 | 08/08/2011 | 5,557.00 | 10,226.00 | -4,669.00 |
| 312.819 COHEN & STEERS REA INSTITUTION | 04/09/2010 | 08/08/2011 | 10,542.00 | 10,895.00 | -353.00 |
| 260. COMCAST CORP CL A COM | VAR | 08/08/2011 | 5,494.00 | 3,852.00 | 1,642.00 |
| 200. CORNING INC | 01/06/2010 | 08/08/2011 | 2,775.00 | 3,926.00 | -1,151.00 |
| 3721.633 CREDIT SUISSE COM RETURN STRATEGY INSTITUTION | VAR | 08/08/2011 | 33,197.00 | 28,151.00 | 5,046.00 |
| 116.842 FEDERATED SHORT TE FUND CL Y FU | 02/08/2010 | 08/08/2011 | 1,011.00 | 995.00 | 16.00 |
| 380. GENERAL ELECTRIC CO | 02/19/2009 | 08/08/2011 | 5,974.00 | 3,801.00 | 2,173.00 |
| 30. INTERNATIONAL BUSINESS CORP | 02/08/2010 | 08/08/2011 | 5,088.00 | 3,678.00 | 1,410.00 |
| 370. KRAFT FOODS INC-A COM | VAR | 08/08/2011 | 12,608.00 | 11,692.00 | 916.00 |
| 185. MEDTRONIC INC | 03/02/2009 | 08/08/2011 | 5,923.00 | 5,328.00 | 595.00 |
| 160. MERCK & CO INC COMMON | 03/05/2009 | 08/08/2011 | 4,904.00 | 3,602.00 | 1,302.00 |
| 100. METLIFE INC | VAR | 08/08/2011 | 3,384.00 | 3,904.00 | -520.00 |
| 140. MICROSOFT CORPORATION | 02/07/2008 | 08/08/2011 | 3,495.00 | 3,925.00 | -430.00 |
| 140. MORGAN STANLEY DEAN W | 04/06/2010 | 08/08/2011 | 2,536.00 | 4,137.00 | -1,601.00 |
| 80. NOVARTIS AG | 05/03/2010 | 08/08/2011 | 4,440.00 | 4,044.00 | 396.00 |
| 150. ORACLE CORPORATION | 02/08/2010 | 08/08/2011 | 4,068.00 | 3,487.00 | 581.00 |
| 143.02 PRUDENTIAL SHORT TE BOND FUN | 04/06/2010 | 08/08/2011 | 1,650.00 | 1,639.00 | 11.00 |
| 120. UTILITIES SELECT SECT | 04/06/2010 | 08/08/2011 | 3,719.00 | 3,635.00 | 84.00 |
| 951.734 STERLING CAPITAL S BOND FUND IN | 02/08/2010 | 08/08/2011 | 8,975.00 | 9,184.00 | -209.00 |
| 140. SUNCOR ENERGY, INC | 04/06/2010 | 08/08/2011 | 4,344.00 | 4,960.00 | -616.00 |
| 120. WAL MART STORES INCOR | 05/26/2010 | 08/08/2011 | 6,024.00 | 6,056.00 | -32.00 |
| 130. WELLS FARGO COMPANY | 03/05/2009 | 08/08/2011 | 3,144.00 | 1,143.00 | 2,001.00 |
| 120. TE CONNECTIVITY LTD | 05/03/2010 | 08/08/2011 | 3,453.00 | 3,944.00 | -491.00 |

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CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

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

| (a) Description of property (Example: 100 sh 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---|-----------------------------------|-------------------------------|-----------------|--|--|
| 6a 130. TYCO INTERNATIONAL LT | 04/06/2010 | 08/08/2011 | 5,148.00 | 5,129.00 | 19.00 |
| 413.91 GOV NATL MTG ASSN P DTD 03/01 | 08/16/2007 | 08/15/2011 | 414.00 | 426.00 | -12.00 |
| 16.69 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 08/15/2011 | 17.00 | 17.00 | |
| 19.85 GOV NATL MTG ASSN PO 05/01/1 | 01/01/2006 | 08/22/2011 | 20.00 | 20.00 | |
| 19.61 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 08/22/2011 | 20.00 | 24.00 | -4.00 |
| 42.76 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 09/15/2011 | 43.00 | 44.00 | -1.00 |
| 16.8 GOV NATL MTG ASSN POO DTD 10/01 | 08/16/2007 | 09/15/2011 | 17.00 | 17.00 | |
| 38.3 GOV NATL MTG ASSN POO 05/01/1 | 01/01/2006 | 09/20/2011 | 38.00 | 38.00 | |
| 19.73 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 09/20/2011 | 20.00 | 24.00 | -4.00 |
| 46.91 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 10/17/2011 | 47.00 | 48.00 | -1.00 |
| 16.9 GOV NATL MTG ASSN POO DTD 10/01 | 08/16/2007 | 10/17/2011 | 17.00 | 17.00 | |
| 7.6 GOV NATL MTG ASSN POOL 05/01/1 | 01/01/2006 | 10/20/2011 | 8.00 | 8.00 | |
| 19.85 GOV NATL MTG ASSN PO DTD 06/01 | 01/01/2006 | 10/20/2011 | 20.00 | 25.00 | -5.00 |
| 41.87 GOV NATL MTG ASSN PO DTD 03/01 | 08/16/2007 | 11/15/2011 | 42.00 | 43.00 | -1.00 |
| 17.13 GOV NATL MTG ASSN PO DTD 10/01 | 08/16/2007 | 11/15/2011 | 17.00 | 17.00 | |
| 75000. U S TREASURY BONDS 6% 02/15 | 01/01/2006 | 11/17/2011 | 106,781.00 | 74,004.00 | 32,777.00 |
| 100000. US TREASURY STRIP 05/16/1991 0% 05/1 | 01/01/2006 | 11/17/2011 | 63,088.00 | 51,405.00 | 11,683.00 |
| 120. CENOVUS ENERGY INC. | 09/28/2010 | 11/18/2011 | 3,832.00 | 3,355.00 | 477.00 |
| 150. DISNEY WALT COMPANY | 02/27/2009 | 11/18/2011 | 5,339.00 | 2,484.00 | 2,855.00 |
| 312.632 GOLDMAN SACHS GROW OPPORTUNITY FD | 09/28/2010 | 11/18/2011 | 7,065.00 | 7,047.00 | 18.00 |
| 150. INTEL CORPORATION | 01/16/2008 | 11/18/2011 | 3,645.00 | 2,987.00 | 658.00 |
| 180. INTERNATIONAL PAPER C | 09/28/2010 | 11/18/2011 | 5,122.00 | 3,846.00 | 1,276.00 |
| 100. METLIFE INC | 02/08/2010 | 11/18/2011 | 3,062.00 | 3,402.00 | -340.00 |
| 80. SCHLUMBERGER LIMITED | 01/06/2010 | 11/18/2011 | 5,734.00 | 5,419.00 | 315.00 |
| 510. SOUTHWEST AIRLINES CO | 09/28/2010 | 11/18/2011 | 4,003.00 | 6,736.00 | -2,733.00 |

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CHARLES E AND CHARLOTTE T CURRY FOUNDATION

43-6039016

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

| (a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.) | (b) Date acquired (mo., day, yr.) | (c) Date sold (mo., day, yr.) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|--|-----------------------------------|-------------------------------|-----------------|--|--|
| 6a 120. VERIZON COMMUNICATION | 08/19/2010 | 11/18/2011 | 4,366.00 | 3,545.00 | 821.00 |
| 35.14 GOV NATL MTG ASSN PO | 05/01/1 | 01/01/2006 | 11/21/2011 | 35.00 | 35.00 |
| 19.98 GOV NATL MTG ASSN PO | DTD 06/01 | 01/01/2006 | 11/21/2011 | 20.00 | -5.00 |
| 43.41 GOV NATL MTG ASSN PO | DTD 03/01 | 08/16/2007 | 12/15/2011 | 43.00 | 45.00 |
| 17.24 GOV NATL MTG ASSN PO | DTD 10/01 | 08/16/2007 | 12/15/2011 | 17.00 | -2.00 |
| 41.33 GOV NATL MTG ASSN PO | 05/01/1 | 01/01/2006 | 12/20/2011 | 41.00 | 41.00 |
| 20.1 GOV NATL MTG ASSN POO | DTD 06/01 | 01/01/2006 | 12/20/2011 | 20.00 | 25.00 |
| 44.74 GOV NATL MTG ASSN PO | 05/01/1 | 01/01/2006 | 12/31/2011 | 45.00 | 44.00 |
| 42.06 GOV NATL MTG ASSN PO | DTD 03/01 | 08/16/2007 | 12/31/2011 | 42.00 | 43.00 |
| 20.23 GOV NATL MTG ASSN PO | DTD 06/01 | 01/01/2006 | 12/31/2011 | 20.00 | 25.00 |
| 17.35 GOV NATL MTG ASSN PO | DTD 10/01 | 08/16/2007 | 12/31/2011 | 17.00 | -5.00 |
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6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 117,992.00

117,992.00