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Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2011

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

Name of foundation SMITH, NORMAN W CHAR TRUST 6320006607	**A** Employer identification number 55-6084952
Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 1558 DEPT EA4E86	Room/suite
	B Telephone number (see instructions) (614) 331-9472
City or town, state, and ZIP code COLUMBUS, OH 43216	**C** If exemption application is pending, check here ▶ ☐

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

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 851,432.

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

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 ▶ ☐ if the foundation is **not** required to attach Sch. B				
3 Interest on savings and temporary cash investments	814.	814.		STMT 1
4 Dividends and interest from securities	10,196.	10,196.		STMT 2
5a Gross rents				
b Net rental income or (loss) _____				
6a Net gain or (loss) from sale of assets not on line 10	-6,623.			
b Gross sales price for all assets on line 6a 228,427.				
7 Capital gain net income (from Part IV, line 2)				
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	4,387.	11,010.		
13 Compensation of officers, directors, trustees, etc.	10,125.	5,063.		5,063.
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)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 3	71.	71.		
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) STMT 4	1,171.	311.		586.
24 **Total operating and administrative expenses.** Add lines 13 through 23	11,367.	5,445.	NONE	5,649.
25 Contributions, gifts, grants paid	32,500.			32,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	43,867.	5,445.	NONE	38,149.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-39,480.			
b **Net investment income** (if negative, enter -0-)		5,565.		
c **Adjusted net income** (if negative, enter -0-)				

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E1-331 Revenue
Operating and Administrative Expenses

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		437.	437.
	2 Savings and temporary cash investments	29,106.	25,294.	25,294.
	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) ▶ *		* 286,118.	STMT 5
	Less: allowance for doubtful accounts ▶ NONE	333,069.	286,118.	286,118.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 6	292,278.	290,184.	243,036.
	c Investments - corporate bonds (attach schedule) STMT 7	309,009.	283,523.	296,547.
	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)	963,462.	885,556.	851,432.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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. ▶ X			
	27 Capital stock, trust principal, or current funds	963,462.	885,556.	
	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)	963,462.	885,556.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	963,462.	885,556.	

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	963,462.
2	Enter amount from Part I, line 27a	2	-39,480.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	19,154.
4	Add lines 1, 2, and 3	4	943,136.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	57,580.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	885,556.

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	226,071.		235,050.	-8,979.
b				
c				
d				
e				

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

	(i) F.M.V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-8,979.
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	-6,623.
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	40,273.	888,383.	0.04533292510
2009	28,930.	821,117.	0.03523249427
2008	57,466.	606,940.	0.09468151712
2007	17,164.	1,005,224.	0.01707480124
2006	33,207.	965,474.	0.03439450467

2	**Total** of line 1, column (d)	2	0.22671624240
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	0.04534324848
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	883,850.
5	Multiply line 4 by line 3	5	40,077.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	56.
7	Add lines 5 and 6	7	40,133.
8	Enter qualifying distributions from Part XII, line 4	8	38,149.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	111.
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	111.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on Investment Income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	111.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 60.		
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	60.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	51.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶$ _____ (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.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WV			
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	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (304)348-4582

Located at ▶ 1 HUNTINGTON SQUARE, CHARLESTON, WV ZIP + 4 ▶ 25301

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	16		X

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☒ Yes ☐ No If "Yes," list the years ▶ 2009			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes	☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes	☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes	☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes	☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	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?	☐ Yes	☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		10,125.	-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

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 STUDENT LOANS	
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	565,803.
b	Average of monthly cash balances	1b	28,065.
c	Fair market value of all other assets (see instructions)	1c	303,442.
d	**Total** (add lines 1a, b, and c)	1d	897,310.
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	897,310.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,460.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	883,850.
6	**Minimum investment return.** Enter 5% of line 5	6	44,193.

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	44,193.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	111.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	111.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	44,082.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	44,082.
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	44,082.

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	38,149.
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	38,149.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	38,149.

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				44,082.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			15,203.	
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 NONE				
d From 2009 NONE				
e From 2010 NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 38,149.				
a Applied to 2010, but not more than line 2a			15,203.	
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				22,946.
e Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				21,136.
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	NONE			
10 Analysis of line 9:				
a Excess from 2007 NONE				
b Excess from 2008 NONE				
c Excess from 2009 NONE				
d Excess from 2010 NONE				
e Excess from 2011 NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	(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 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 13				
Total . . . . . ▶ **3a**				32,500.
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			14	814.	
4 Dividends and interest from securities			14	10,195.	
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	-6,623.	
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)				4,386.	
13 **Total.** Add line 12, columns (b), (d), and (e)					13 4,386.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
7	

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 04/24/2012 | Title

HUNTINGTON NATIONAL BANK

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
REBECCA J TOTMAN		04/24/2012		P00098714

Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN ▶ 75-1297386

Firm's address ▶ 6135 TRUST DRIVE, STE. 118 HOLLAND, OH 43528 Phone no. 419-861-2300

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STUDENT LOAN - TIMOTHY A HANSHEW (DEFERR	71.	71.
STUDENT LOAN - FRANK P CIOCCI 7.14%	258.	258.
STUDENT LOAN-JANNA SCOTT (DEFERRED UNTIL	152.	152.
CHALLICE L BONIFANT NOTE 0% 12/31/2099	228.	228.
NICHOLAS SAID 0% 12/31/2099	68.	68.
JONES, TANGIE 0%	37.	37.
TOTAL	814.	814.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HUNTINGTON MID CORP AMERICA FD III	10.	10.
HUNTINGTON DIVIDEND CAPTURE FUND III	474.	474.
HUNTINGTON ROTATING MARKETS FUND III	11.	11.
HUNTINGTON MACRO 100 FUND III	99.	99.
HUNTINGTON INTL EQUITY FUND III	508.	508.
HUNTINGTON GLOBAL SELECT MARKETS FUND -	40.	40.
HUNTINGTON DISCIPLINED EQUITY FD TR III	94.	94.
HUNTINGTON REAL STRATEGIES FUND III	140.	140.
HUNTINGTON SHORT&INTER FIXED FD	913.	913.
HUNTINGTON MORTGAGE SECURITY FUND	1,196.	1,196.
HUNTINGTON FIXED INC FUND III	3,707.	3,707.
HUNTINGTON INCOME EQUITY FUND III	1,192.	1,192.
HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT	50.	50.
HUNTINGTON INTERMEDIATE GOVT	1,642.	1,642.
HUNTINGTON EQUITY PROTECTION STRATEGIC C	120.	120.
TOTAL	10,196.	10,196.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES ON QUALIFIED FOR	71.	71.
TOTALS	71.	71.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE -	621.	311.	311.
TAX PREPARATION FEE (NON-ALLOC	550.		275.
TOTALS	1,171.	311.	586.

FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:
SEE ATTACHED SCHEDULE
RELATIONSHIP TO INSIDER:
NONE
SECURITY PROVIDED:
CASH
PURPOSE OF LOAN:
STUDENT LOANS

BEGINNING BALANCE DUE	333,069.
ENDING BALANCE DUE	286,118.
ENDING FAIR MARKET VALUE	286,118.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE	333,069.
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE	286,118.
TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE	286,118.

SMITH, NORMAN W CHAR TRUST 6320006607 55-6084952

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	290,184.	243,036.
TOTALS	290,184.	243,036.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATTACHED	283,523.	296,547.
TOTALS	283,523.	296,547.

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

DESCRIPTION	AMOUNT
NEW STUDENT LOANS	18,500.
2010 INCOME POSTED IN 2011	613.
2011 CTF - DIFF BETWEEN INCOME REPORTED & CASH RECEIVED	33.
LOAN INTEREST REVERSED IN 2012 REDUCED 2011 INCOME	6.
ROUNDING	2.
TOTAL	19,154.

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

DESCRIPTION	AMOUNT
2011 INCOME POSTED IN 2011	494.
LOAN WRITE OFF	57,005.
2011 CTF - DIFF BETWEEN BASIS ADJ & CAP LOSS REPORTED	81.
TOTAL	57,580.

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

OFFICER NAME:
HUNTINGTON BANK
ADDRESS:
1 HUNTINGTON SQUARE
CHARLESTON, WV 25301
TITLE:
TRUSTEE
COMPENSATION ..... 10,125.

TOTAL COMPENSATION: 10,125.

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

RECIPIENT NAME:
WEST VIRGINIA UNIVERSITY
ADDRESS:
1 WATERFRONT PL
MORGANTOWN, WV 26501-5978
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COLLEGE: SEMINARY OR MEDICAL
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID ..... 11,000.

RECIPIENT NAME:
SHEPHERD UNIVERSITY
ADDRESS:
PO BOX 5000
SHEPHERDSTOWN, WV 25443-5000
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID ..... 1,500.

RECIPIENT NAME:
MARSHALL UNIVERSITY
ADDRESS:
ONE JOHN MARSHALL DRIVE
HUNTINGTON, WV 25755
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3

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

RECIPIENT NAME:
UNIVERSITY OF VERMONT
ADDRESS:
85 SOUTH PROSPECT STREET
BURLINGTON, VT 05405
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:
MOUNTAIN STATE UNIVERSITY
ADDRESS:
609 S KANAWHA STREET
BECKLEY, WV 25801
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3

RECIPIENT NAME:
LUTHERAN THEOLOGICAL
ADDRESS:
7301 GERMANTOWN AVENUE
PHILADELPHIA, PA 19119-1794
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PROGRAM
FOUNDATION STATUS OF RECIPIENT:
501C3
AMOUNT OF GRANT PAID ..... 7,500.

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

RECIPIENT NAME:
WEST VIRGINIA SCHOOL OF OSTEOPATHIC
MEDICINE
ADDRESS:
400 NORTH LEE STREET
LEWISBURG, WV 24901
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:
WESLEY THEOLOGICAL SEMINARY
ADDRESS:
4500 MASSACHUSETTS AVENUE, NW
WASHINGTON, DC 20016
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
501(C)(3)
AMOUNT OF GRANT PAID ..... 2,500.

TOTAL GRANTS PAID: 32,500.

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
167.111 HUNTINGTON MACRO 100 FUND III	09/13/2010	03/28/2011	1,683.00	1,439.00	244.00
1.694 HUNTINGTON GLOBAL SELECT MARKETS FUND -	09/13/2010	03/28/2011	19.00	18.00	1.00
16.413 HUNTINGTON SHORT&INTER FIXED FD	09/13/2010	03/28/2011	327.00	330.00	-3.00
9. HUNTINGTON EQUITY PROTECTION STRATEGIC C	09/27/2010	03/28/2011	92.00	85.00	7.00
2037.647 HUNTINGTON DIVIDEND CAPTURE FUND III	04/28/2011	05/26/2011	18,869.00	18,265.00	604.00
1274.025 HUNTINGTON MACRO 100 FUND III	09/13/2010	05/26/2011	12,893.00	10,969.00	1,924.00
6.04 HUNTINGTON GLOBAL SELECT MARKETS FUND -	09/13/2010	05/26/2011	70.00	64.00	6.00
11.907 HUNTINGTON SHORT&INTER FIXED FD	09/13/2010	05/26/2011	240.00	240.00	
36.058 HUNTINGTON SHORT&INTER FIXED FD	09/13/2010	06/23/2011	727.00	726.00	1.00
1235.738 HUNTINGTON MACRO 100 FUND III	03/22/2011	09/26/2011	10,862.00	12,296.00	-1,434.00
62.666 HUNTINGTON DISCIPLINED EQUITY FD TR III	09/27/2010	09/26/2011	611.00	568.00	43.00
53.008 HUNTINGTON DIVIDEND CAPTURE FUND III	04/28/2011	10/26/2011	468.00	500.00	-32.00
210.232 HUNTINGTON MACRO 100 FUND III	03/22/2011	10/26/2011	1,980.00	2,092.00	-112.00
380.289 HUNTINGTON REAL STRATEGIES FUND III	06/23/2011	10/26/2011	2,848.00	3,020.00	-172.00
81.622 HUNTINGTON DIVIDEND CAPTURE FUND III	04/28/2011	12/27/2011	732.00	770.00	-38.00
214.559 HUNTINGTON MACRO 100 FUND III	04/28/2011	12/27/2011	2,060.00	2,196.00	-136.00
65.892 HUNTINGTON REAL STRATEGIES FUND III	06/23/2011	12/27/2011	479.00	521.00	-42.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			54,960.00	54,099.00	861.00
Totals			54,960.00	54,099.00	861.00

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT	PURPOSES				
902.934 HUNTINGTON FIXED INC FUND III	05/04/2001	03/22/2011	20,000.00	18,296.00	1,704.00
472.143 HUNTINGTON INCOME EQUITY FUND	05/14/2001	03/22/2011	10,000.00	17,282.00	-7,282.00
54.147 HUNTINGTON MID CORP AMERICA FD	05/14/2001	03/28/2011	887.00	558.00	329.00
1768.555 HUNTINGTON DIVIDEND CAPTURE FUND III	12/26/2006	03/28/2011	16,041.00	18,008.00	-1,967.00
60.284 HUNTINGTON NEW ECONOMY FUND III	05/14/2001	03/28/2011	679.00	627.00	52.00
21.892 HUNTINGTON ROTATING MARKETS FUND III	12/26/2006	03/28/2011	251.00	292.00	-41.00
1476.894 HUNTINGTON MACRO 100 FUND III	08/22/2006	03/28/2011	14,872.00	16,645.00	-1,773.00
52.089 HUNTINGTON INTL EQUITY FUND III	10/08/2004	03/28/2011	606.00	498.00	108.00
99.469 HUNTINGTON SITUS FUND III	05/20/2005	03/28/2011	2,133.00	1,695.00	438.00
80.419 HUNTINGTON REAL STRATEGIES FUND III	08/22/2008	03/28/2011	679.00	873.00	-194.00
10.855 HUNTINGTON MORTGAGE SECURITY	04/30/1999	03/28/2011	99.00	89.00	10.00
39.234 HUNTINGTON GROWTH FUND III	10/06/2005	03/28/2011	1,029.00	1,586.00	-557.00
6.999 HUNTINGTON INTERMEDIATE GOVT	03/25/2003	03/28/2011	76.00	76.00	
674.763 HUNTINGTON FIXED INC FUND III	07/16/2001	04/28/2011	15,000.00	13,804.00	1,196.00
917.431 HUNTINGTON INTERMEDIATE GOVT	03/25/2003	04/28/2011	10,000.00	9,954.00	46.00
243.002 HUNTINGTON MID CORP AMERICA FD III	05/14/2001	05/26/2011	4,087.00	2,505.00	1,582.00
9.857 HUNTINGTON DIVIDEND CAPTURE FUND III	12/26/2006	05/26/2011	91.00	115.00	-24.00
215.795 HUNTINGTON NEW ECONOMY FUND	05/14/2001	05/26/2011	2,385.00	2,244.00	141.00
3.834 HUNTINGTON ROTATING MARKETS FUND III	12/26/2006	05/26/2011	45.00	51.00	-6.00
10.156 HUNTINGTON INTL EQUITY FUND III	10/08/2004	05/26/2011	120.00	97.00	23.00
331.701 HUNTINGTON SITUS FUND III	12/26/2006	05/26/2011	7,118.00	6,169.00	949.00
50.125 HUNTINGTON MORTGAGE SECURITY	04/30/1999	05/26/2011	465.00	410.00	55.00
39.138 HUNTINGTON MORTGAGE SECURITY	04/30/1999	06/23/2011	362.00	320.00	42.00
74.512 HUNTINGTON FIXED INC FUND III	07/16/2001	06/23/2011	1,680.00	1,523.00	157.00
71.511 HUNTINGTON INTERMEDIATE GOVT	03/25/2003	06/23/2011	789.00	776.00	13.00
894.854 HUNTINGTON FIXED INC FUND III	07/16/2001	06/29/2011	20,000.00	18,291.00	1,709.00
Totals					

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Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
24.545 HUNTINGTON MACRO 100 FUND III	09/13/2010	09/26/2011	216.00	211.00	5.00
253.363 HUNTINGTON SHORT&INTER FIXED	09/13/2010	09/26/2011	5,095.00	5,100.00	-5.00
301.726 HUNTINGTON MORTGAGE SECURITY	04/30/1999	09/26/2011	2,782.00	2,465.00	317.00
571.85 HUNTINGTON INTERMEDIATE GOVT	03/25/2003	09/26/2011	6,393.00	6,205.00	188.00
53.836 HUNTINGTON MID CORP AMERICA FD	05/14/2001	10/26/2011	824.00	555.00	269.00
18.407 HUNTINGTON ROTATING MARKETS FUND III	12/26/2006	10/26/2011	206.00	246.00	-40.00
238.765 HUNTINGTON INTL EQUITY FUND	10/06/2005	10/26/2011	2,548.00	2,748.00	-200.00
52.564 HUNTINGTON GLOBAL SELECT MARKETS FUND -	09/13/2010	10/26/2011	534.00	559.00	-25.00
59.668 HUNTINGTON SITUS FUND III	09/04/2007	10/26/2011	1,149.00	1,207.00	-58.00
971.488 HUNTINGTON REAL STRATEGIES FUND III	08/22/2008	10/26/2011	7,276.00	9,666.00	-2,390.00
104.346 HUNTINGTON INCOME EQUITY FUND	05/14/2001	10/26/2011	2,157.00	3,820.00	-1,663.00
33.494 HUNTINGTON GROWTH FUND III	10/06/2005	10/26/2011	829.00	1,354.00	-525.00
.604 HUNTINGTON NEW ECONOMY FUND III	05/14/2001	12/27/2011	5.00	6.00	-1.00
27.287 HUNTINGTON ROTATING MARKETS FUND III	12/26/2006	12/27/2011	317.00	365.00	-48.00
47.169 HUNTINGTON DISCIPLINED EQUITY FD TR III	09/27/2010	12/27/2011	466.00	428.00	38.00
73.347 HUNTINGTON SITUS FUND III	05/14/2008	12/27/2011	1,447.00	1,548.00	-101.00
77.612 HUNTINGTON SHORT&INTER FIXED FD	09/13/2010	12/27/2011	1,556.00	1,562.00	-6.00
122.951 HUNTINGTON MORTGAGE SECURITY	04/30/1999	12/27/2011	1,140.00	1,005.00	135.00
56.833 HUNTINGTON FIXED INC FUND III	07/16/2001	12/27/2011	1,277.00	1,162.00	115.00
99.03 HUNTINGTON INCOME EQUITY FUND	05/14/2001	12/27/2011	2,090.00	3,625.00	-1,535.00
68.32 HUNTINGTON GROWTH FUND III	10/06/2005	12/27/2011	1,706.00	2,762.00	-1,056.00
144.475 HUNTINGTON INTERMEDIATE GOVT	03/25/2003	12/27/2011	1,604.00	1,568.00	36.00
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			171,111.00	180,951.00	-9,840.00
Totals			171,111.00	180,951.00	-9,840.00

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FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

HUNTINGTON MID CORP AMERICA FD III	4.00	
HUNTINGTON FIXED INC FUND III	234.00	
HUNTINGTON INTERMEDIATE GOVT	83.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		321.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

HUNTINGTON MID CORP AMERICA FD III	1,186.00	
HUNTINGTON GLOBAL SELECT MARKETS FUND -	122.00	
HUNTINGTON FIXED INC FUND III	1,779.00	
HUNTINGTON GROWTH FUND III	144.00	
HUNTINGTON INTERMEDIATE GOVT	35.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		3,267.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		3,267.00

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-1,232.00
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)	-1,232.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					321.	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-1,232.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					3,267.	
		902.934 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					05/04/2001	03/22/2011
20,000.00		18,296.00					1,704.00	
		472.143 HUNTINGTON INCOME EQUITY FUND II PROPERTY TYPE: SECURITIES					05/14/2001	03/22/2011
10,000.00		17,282.00					-7,282.00	
		54.147 HUNTINGTON MID CORP AMERICA FD II PROPERTY TYPE: SECURITIES					05/14/2001	03/28/2011
887.00		558.00					329.00	
		1768.555 HUNTINGTON DIVIDEND CAPTURE FUN PROPERTY TYPE: SECURITIES					12/26/2006	03/28/2011
16,041.00		18,008.00					-1,967.00	
		60.284 HUNTINGTON NEW ECONOMY FUND III PROPERTY TYPE: SECURITIES					05/14/2001	03/28/2011
679.00		627.00					52.00	
		21.892 HUNTINGTON ROTATING MARKETS FUND PROPERTY TYPE: SECURITIES					12/26/2006	03/28/2011
251.00		292.00					-41.00	
		167.111 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					09/13/2010	03/28/2011
1,683.00		1,439.00					244.00	
		1476.894 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					08/22/2006	03/28/2011
14,872.00		16,645.00					-1,773.00	
		52.089 HUNTINGTON INTL EQUITY FUND III PROPERTY TYPE: SECURITIES					10/08/2004	03/28/2011
606.00		498.00					108.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		1.694 HUNTINGTON GLOBAL SELECT MARKETS F PROPERTY TYPE: SECURITIES					09/13/2010	03/28/2011
19.00		18.00					1.00	
		99.469 HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					05/20/2005	03/28/2011
2,133.00		1,695.00					438.00	
		80.419 HUNTINGTON REAL STRATEGIES FUND I PROPERTY TYPE: SECURITIES					08/22/2008	03/28/2011
679.00		873.00					-194.00	
		16.413 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					09/13/2010	03/28/2011
327.00		330.00					-3.00	
		10.855 HUNTINGTON MORTGAGE SECURITY FUND PROPERTY TYPE: SECURITIES					04/30/1999	03/28/2011
99.00		89.00					10.00	
		39.234 HUNTINGTON GROWTH FUND III PROPERTY TYPE: SECURITIES					10/06/2005	03/28/2011
1,029.00		1,586.00					-557.00	
		6.999 HUNTINGTON INTERMEDIATE GOVT PROPERTY TYPE: SECURITIES					03/25/2003	03/28/2011
76.00		76.00						
		9. HUNTINGTON EQUITY PROTECTION STRATEGI PROPERTY TYPE: SECURITIES					09/27/2010	03/28/2011
92.00		85.00					7.00	
		674.763 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					07/16/2001	04/28/2011
15,000.00		13,804.00					1,196.00	
		917.431 HUNTINGTON INTERMEDIATE GOVT PROPERTY TYPE: SECURITIES					03/25/2003	04/28/2011
10,000.00		9,954.00					46.00	
		243.002 HUNTINGTON MID CORP AMERICA FD I PROPERTY TYPE: SECURITIES					05/14/2001	05/26/2011
4,087.00		2,505.00					1,582.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2037.647 HUNTINGTON DIVIDEND CAPTURE FUN PROPERTY TYPE: SECURITIES					04/28/2011	05/26/2011
18,869.00		18,265.00					604.00	
		9.857 HUNTINGTON DIVIDEND CAPTURE FUND I PROPERTY TYPE: SECURITIES					12/26/2006	05/26/2011
91.00		115.00					-24.00	
		215.795 HUNTINGTON NEW ECONOMY FUND III PROPERTY TYPE: SECURITIES					05/14/2001	05/26/2011
2,385.00		2,244.00					141.00	
		3.834 HUNTINGTON ROTATING MARKETS FUND I PROPERTY TYPE: SECURITIES					12/26/2006	05/26/2011
45.00		51.00					-6.00	
		1274.025 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					09/13/2010	05/26/2011
12,893.00		10,969.00					1,924.00	
		10.156 HUNTINGTON INTL EQUITY FUND III PROPERTY TYPE: SECURITIES					10/08/2004	05/26/2011
120.00		97.00					23.00	
		6.04 HUNTINGTON GLOBAL SELECT MARKETS FU PROPERTY TYPE: SECURITIES					09/13/2010	05/26/2011
70.00		64.00					6.00	
		331.701 HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					12/26/2006	05/26/2011
7,118.00		6,169.00					949.00	
		11.907 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					09/13/2010	05/26/2011
240.00		240.00						
		50.125 HUNTINGTON MORTGAGE SECURITY FUND PROPERTY TYPE: SECURITIES					04/30/1999	05/26/2011
465.00		410.00					55.00	
		36.058 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					09/13/2010	06/23/2011
727.00		726.00					1.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		39.138 HUNTINGTON MORTGAGE SECURITY FUND PROPERTY TYPE: SECURITIES					04/30/1999	06/23/2011
362.00		320.00					42.00	
		74.512 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					07/16/2001	06/23/2011
1,680.00		1,523.00					157.00	
		71.511 HUNTINGTON INTERMEDIATE GOVT PROPERTY TYPE: SECURITIES					03/25/2003	06/23/2011
789.00		776.00					13.00	
		894.854 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					07/16/2001	06/29/2011
20,000.00		18,291.00					1,709.00	
		1235.738 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					03/22/2011	09/26/2011
10,862.00		12,296.00					-1,434.00	
		24.545 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					09/13/2010	09/26/2011
216.00		211.00					5.00	
		62.666 HUNTINGTON DISCIPLINED EQUITY FD PROPERTY TYPE: SECURITIES					09/27/2010	09/26/2011
611.00		568.00					43.00	
		253.363 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					09/13/2010	09/26/2011
5,095.00		5,100.00					-5.00	
		301.726 HUNTINGTON MORTGAGE SECURITY FUN PROPERTY TYPE: SECURITIES					04/30/1999	09/26/2011
2,782.00		2,465.00					317.00	
		571.85 HUNTINGTON INTERMEDIATE GOVT PROPERTY TYPE: SECURITIES					03/25/2003	09/26/2011
6,393.00		6,205.00					188.00	
		53.836 HUNTINGTON MID CORP AMERICA FD II PROPERTY TYPE: SECURITIES					05/14/2001	10/26/2011
824.00		555.00					269.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		53.008 HUNTINGTON DIVIDEND CAPTURE FUND PROPERTY TYPE: SECURITIES					04/28/2011	10/26/2011
468.00		500.00					-32.00	
		18.407 HUNTINGTON ROTATING MARKETS FUND PROPERTY TYPE: SECURITIES					12/26/2006	10/26/2011
206.00		246.00					-40.00	
		210.232 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					03/22/2011	10/26/2011
1,980.00		2,092.00					-112.00	
		238.765 HUNTINGTON INTL EQUITY FUND III PROPERTY TYPE: SECURITIES					10/06/2005	10/26/2011
2,548.00		2,748.00					-200.00	
		52.564 HUNTINGTON GLOBAL SELECT MARKETS PROPERTY TYPE: SECURITIES					09/13/2010	10/26/2011
534.00		559.00					-25.00	
		59.668 HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					09/04/2007	10/26/2011
1,149.00		1,207.00					-58.00	
		380.289 HUNTINGTON REAL STRATEGIES FUND PROPERTY TYPE: SECURITIES					06/23/2011	10/26/2011
2,848.00		3,020.00					-172.00	
		971.488 HUNTINGTON REAL STRATEGIES FUND PROPERTY TYPE: SECURITIES					08/22/2008	10/26/2011
7,276.00		9,666.00					-2,390.00	
		104.346 HUNTINGTON INCOME EQUITY FUND II PROPERTY TYPE: SECURITIES					05/14/2001	10/26/2011
2,157.00		3,820.00					-1,663.00	
		33.494 HUNTINGTON GROWTH FUND III PROPERTY TYPE: SECURITIES					10/06/2005	10/26/2011
829.00		1,354.00					-525.00	
		81.622 HUNTINGTON DIVIDEND CAPTURE FUND PROPERTY TYPE: SECURITIES					04/28/2011	12/27/2011
732.00		770.00					-38.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		.604 HUNTINGTON NEW ECONOMY FUND III PROPERTY TYPE: SECURITIES					05/14/2001	12/27/2011
5.00		6.00					-1.00	
		27.287 HUNTINGTON ROTATING MARKETS FUND PROPERTY TYPE: SECURITIES					12/26/2006	12/27/2011
317.00		365.00					-48.00	
		214.559 HUNTINGTON MACRO 100 FUND III PROPERTY TYPE: SECURITIES					04/28/2011	12/27/2011
2,060.00		2,196.00					-136.00	
		47.169 HUNTINGTON DISCIPLINED EQUITY FD PROPERTY TYPE: SECURITIES					09/27/2010	12/27/2011
466.00		428.00					38.00	
		73.347 HUNTINGTON SITUS FUND III PROPERTY TYPE: SECURITIES					05/14/2008	12/27/2011
1,447.00		1,548.00					-101.00	
		65.892 HUNTINGTON REAL STRATEGIES FUND I PROPERTY TYPE: SECURITIES					06/23/2011	12/27/2011
479.00		521.00					-42.00	
		77.612 HUNTINGTON SHORT&INTER FIXED FD PROPERTY TYPE: SECURITIES					09/13/2010	12/27/2011
1,556.00		1,562.00					-6.00	
		122.951 HUNTINGTON MORTGAGE SECURITY FUN PROPERTY TYPE: SECURITIES					04/30/1999	12/27/2011
1,140.00		1,005.00					135.00	
		56.833 HUNTINGTON FIXED INC FUND III PROPERTY TYPE: SECURITIES					07/16/2001	12/27/2011
1,277.00		1,162.00					115.00	
		99.03 HUNTINGTON INCOME EQUITY FUND III PROPERTY TYPE: SECURITIES					05/14/2001	12/27/2011
2,090.00		3,625.00					-1,535.00	
		68.32 HUNTINGTON GROWTH FUND III PROPERTY TYPE: SECURITIES					10/06/2005	12/27/2011
1,706.00		2,762.00					-1,056.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		144.475 HUNTINGTON INTERMEDIATE GOVT PROPERTY TYPE: SECURITIES					03/25/2003	12/27/2011
1,604.00		1,568.00					36.00	
TOTAL GAIN(LOSS)		.....					-6,623.	

HUNTINGTON NATIONAL BANK
3120 UNIVERSITY AVENUE
MORGANTOWN, WV 26505

REMITS SKY CONV
7 EASTON OVAL, EA4E76
COLUMBUS, OH 43219

Huntington Wealth Advisors

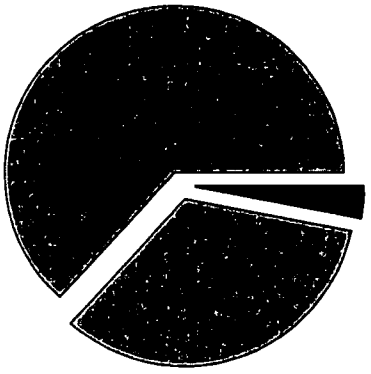
DECEMBER 01, 2011 TO DECEMBER 31, 2011

ACCOUNT NAME: SMITH,NORMAN TR
ACCOUNT NUMBER: 6320006607

ADMINISTRATOR:
CARLA PARSONS
304-348-4582
CARLA.PARSONS
@HUNTINGTON.COM

INVESTMENT OFFICER:
Dave Pitchford
304-348-5097
David.Pitchford
@huntington.com

ASSET ALLOCATION SUMMARY



	MARKET VALUE	PERCENT
CASH	436 61	0 1%
MUTUAL FUNDS	539, 583. 02	63. 3%
NOTES AND MORTGAGES	286, 118 42	33 6%
SHORT TERM INVESTMENTS	25, 293 67	3 0%
Total	851, 431 72	100 0%

ACCOUNT SUMMARY

	THIS PERIOD	YEAR TO DATE
BEGINNING MARKET VALUE	**867,609.51**	**927,947.89**
DIVIDENDS/INTEREST	1,724.92	11,096 25
OTHER CASH RECEIPTS	2,018 15	13,228 45
DISBURSEMENTS AND FEES	19,710.40-	57,024 59-
RECEIPTS/DISTRIBUTIONS IN KIND	0 00	38,505 04-
REALIZED GAIN/LOSS	951 37	6,701 55-
CHANGE IN MARKET VALUE	1,161 83-	1,390.31
ENDING MARKET VALUE	**851,431.72**	**851,431.72**

FOR YOUR INFORMATION

PORTFOLIO DETAIL

DESCRIPTION			TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
SHORT TERM INVESTMENTS						
MONEY MARKET FUNDS						
608993853 HUNTINGTON CONSERVATIVE DEPOSIT ACCOUNT			25,293 67 25,293 67	1 00 1 00	20 24 1 69	0 08
** TOTAL MONEY MARKET FUNDS		SUB-TOTAL	25,293.67 25,293 67		20.24 1.69	0.08
* TOTAL SHORT TERM INVESTMENTS			25,293.67 25,293.67		20 24 1.69	0.08

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS						
MUTUAL FUNDS-FIXED INCOME						
607998317 HUNTINGTON SHORT AND INTERMEDIATE FIXED INCOME FUND III	HSIFF3	3,122 814	62,737 33 62,844.15	20 09 20 12	877 51 73 13	1 40
607998424 HUNTINGTON MORTGAGE SECURITIES FUND III	HMSF3	3,868 216	35,819 68 32,606 43	9 26 8 43	1,121 78	3.13
607999307 HUNTINGTON FIXED INCOME SECURITIES FUND III	HFIF3	5,977 734	135,037 01 128,112 97	22 59 21 43	3,634 46 302.87	2 69
609888128 HUNTINGTON INTERMEDIATE GOVERNMENT INCOME FUND III	HIGF3	5,645 975	62,952 62 59,959 81	11 15 10 62	1,552 64 129 39	2 47
** TOTAL MUTUAL FUNDS-FIXED INCOME		SUB-TOTAL	296,546.64 283,523.36		7,186.39 505.39	2 42
MUTUAL FUNDS-EQUITY						
444993307 HUNTINGTON MID CORP AMERICA FUND III	HCAF3	877 295	12,071 58 12,644 88	13.76 14 41	9 65	0.08
444995302 HUNTINGTON DIVIDEND CAPTURE FUND III	HDCF3	1,394 482	12,424 83 13,087.78	8 91 9 39	415 56	3 34
444996300 HUNTINGTON NEW ECONOMY FUND III	HNEF3	1,025 702	9,128.75 12,403 90	8 90 12 09	97 65	1.07
444997308 HUNTINGTON ROTATING MARKETS FUND III	HRIF3	328 426	3,786 75 4,306.97	11 53 13 11	10 84	0 29

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MUTUAL FUNDS-EQUITY						
444997704 HUNTINGTON MACRO 100 FUND III	HMAC3	3,431 032	32,629 11 34,876 28	9 51 10 16	99 50	0 30
444998306 HUNTINGTON INTERNATIONAL EQUITY FUND III	HIF3	3,504 353	35,358 92 43,758 69	10 09 12 49	438 04	1 24
446327249 HUNTINGTON GLOBAL SELECT MARKETS FUND - III	HGSM3	884 967	8,283 29 9,228 87	9 36 10 43	39 82 3 32	0 48
44632P934 HUNTINGTON DISCIPLINED EQUITY FD TR III	HDE3	2,346 565	23,019 80 22,135 94	9 81 9 43	204 27	0 89
446990301 HUNTINGTON SITUS FUND III	HSSF3	1,074 291	20,980 90 20,387 22	19 53 18 98	176.08	0 84
446990707 HUNTINGTON REAL STRATEGIES FUND III	HRSF3	2,009 649	14,368 99 15,604 66	7 15 7 76	140 68	0 98
608990305 HUNTINGTON INCOME EQUITY FUND III	HIEF3	1,615 628	33,847 41 47,628 83	20 95 29 48	1,160 02	3.43
608991303 HUNTINGTON GROWTH FUND III	HGF3	1,498 630	37,136 05 54,119 70	24 78 36 11	239 48 19 96	0 64
** TOTAL MUTUAL FUNDS-EQUITY		SUB-TOTAL	243,036.38 290,183 72		3,031.59 23.28	1 25
* TOTAL MUTUAL FUNDS			539,583 02 573,707.08		10,217 98 528.67	1.89
NOTES AND MORTGAGES						
PROMISSORY NOTES						
NT8014252 DEUELL, DAVID 0%		17,500 000	17,500 00 17,500 00	 100 00		
** TOTAL PROMISSORY NOTES		SUB-TOTAL	17,500.00 17,500 00		0.00 0.00	0 00
MISCELLANEOUS						
NT0023616 HADLEY, LINDSAY		1,920 000	1,920 00 1,920.00	 100 00		
NT0023624 LARK, JULIA R DEFERRED UNTIL MAY 2013		4,500.000	4,500.00 4,500 00	 100 00		

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MISCELLANEOUS						
NT0023632 CHAPMAN, FRANCES E.		7,500 000	7,500 00 7,500 00	 100 00		
NT0023640 MILLER, RYAN T		7,500 000	7,500 00 7,500 00	 100 00		
NT0023657 RICHARDS, SAMANTHA B		4,500.000	4,500 00 4,500 00	 100 00		
NT0025165 SHERRY TAYLOR		3,000 000	3,000 00 3,000.00	 100 00		
NT0025793 NOVOTNY, OLIVIA NADINE		1,500 000	1,500 00 1,500 00	 100 00		
NT8007090 STUDENT LOAN JEANETTE STUP (COLLECTIONS) 6 86%		5,043 700	5,043 70 5,043 70	 100 00	346 00	6 86
NT8007249 STUDENT LOAN - TIMOTHY A HANSHEW (DEFERRED) 4 06%		3,993 120	3,993 12 3,993 12	100 00 100 00	162 12 8 12	4 06
NT8008825 STUDENT LOAN TAMARA MCVAY (2 YR WR) 0%		10,000 000	10,000 00 10,000 00	 100 00		
NT8010417 ANNETTE DEMORY 3 42%		9,000 000	9,000 00 9,000 00	 100 00	307 80	3 42
NT8010441 STUDENT LOAN-JANNA SCOTT (DEFERRED UNTIL 6/2008) 0% 12/31/2099		12,500 000	12,500 00 12,500 00	 100 00	 25 38	
NT8010821 STUDENT LOAN-JULIE D TRIGGS 3 42%		15,000 000	15,000.00 15,000 00	 100.00	513 00	3 42
NT8010953 CHALLICE L BONIFANT NOTE 0% 12/31/2099		12,500 000	12,500.00 12,500 00	 100 00	 25.38	
NT8012041 BENJAMIN FRYE 0% 12/31/2099		20,000 000	20,000 00 20,000 00	 100 00		
NT8012066 JOHN-PAUL JANSEN 2 36% 12/31/2099		20,000 000	20,000 00 20,000 00	 100.00	472 00 190 11	2 36

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
MISCELLANEOUS						
NT8012074 DANIEL MILLER 0% 12/31/2099		20,000 000	20,000.00 20,000 00	 100 00		
NT8012488 MATTHEW CROWELL 0% 12/31/2099		20,000 000	20,000.00 20,000 00	 100.00		
NT8012496 ADRIA HARTMAN (DEFERRED UNTIL 10/2009) 0% 12/31/2099		15,000 000	15,000 00 15,000 00	 100 00		
NT8012520 NICHOLAS SAID 0% 12/31/2099		1,700 000	1,700 00 1,700 00	 100 00		
NT8012546 ADRIENNE ZAVALA 0% 12/31/2099		17,500 000	17,500 00 17,500 00	 100 00		
NT8013536 SMALLWOOD, ANTHONY ANTHONY SMALLWOOD 0% 12/31/2099		7,000 000	7,000 00 7,000 00	 100 00		
NT8014245 BANKS, CHRISTOPHER 0% 12/31/2099		10,500 000	10,500 00 10,500 00	 100 00		
NT8014260 JONES, TANGIE 0%		1,461 600	1,461 60 1,461 60	 100 00		
NT8014278 OKAL, RYAN 0%		5,000 000	5,000.00 5,000 00	 100 00		
NT8014294 LARUSSO, LAURA 0% 12/31/2099		15,000 000	15,000 00 15,000 00	 100 00		
NT8014302 SELBY, AMANDA DEFERRED THROUGH MAY 2012 0% 12/31/2099		4,500 000	4,500 00 4,500.00	 100 00		
NT8014328 UNGER III, JOHN R 0% 12/31/2099		12,500 000	12,500 00 12,500 00	 100 00		
** TOTAL MISCELLANEOUS		SUB-TOTAL	268,618.42 268,618.42		1,800.92 248.99	0.67
* TOTAL NOTES AND MORTGAGES			286,118 42 286,118.42		1,800.92 248.99	0 63

PORTFOLIO DETAIL (CONTINUED)

DESCRIPTION	TICKER	SHARES	TOTAL MARKET/ TOTAL COST	MARKET PRICE/ COST PRICE	EST ANNUAL INCOME/ ACCRUED INC	CURRENT YIELD
CASH						
CASH			436 61 436 61			
* TOTAL CASH			436.61 436.61		0.00 0 00	0.00
GRAND TOTAL ASSETS			851,431.72 885,555.78		12,039.14 779.35	1.41

44