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
LOOMIS FOUNDATION INC 49-7905063

Number and street (or P O. box number if mail is not delivered to street address)
P.O. BOX 1908

Room/suite

City or town, state, and ZIP code
ORLANDO, FL 32802-1908

A Employer identification number
56-1849009

B Telephone number (see instructions)
(919) 683-7600

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,324,040.

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

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	5,078.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	114,009.	112,069.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	262,071.			
	b	Gross sales price for all assets on line 6a 2,423,784.				
	7	Capital gain net income (from Part IV, line 2)		262,070.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	16.			STMT 2
	12	**Total.** Add lines 1 through 11	381,174.	374,217.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	13,676.	6,838.		6,838.
	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) STMT 3	2,500.	NONE	NONE	2,500.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	2,270.	351.		
	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)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	18,446.	7,189.	NONE	9,338.
	25	Contributions, gifts, grants paid	147,222.			147,222.
	26	**Total expenses and disbursements** Add lines 24 and 25	165,668.	7,189.	NONE	156,560.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	215,506.			
	b	**Net investment income** (if negative, enter -0-)		367,028.		
	c	**Adjusted net income** (if negative, enter -0-)				

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For Paperwork Reduction Act Notice, see instructions. JSA Form **990-PF** (2011)

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	153,164.	146,655.	146,655.
	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 5	643,727.	671,755.	707,003.
	b	Investments - corporate stock (attach schedule) STMT 6	1,612,897.	1,888,264.	1,897,901.
	c	Investments - corporate bonds (attach schedule) STMT 7	624,136.	542,162.	572,481.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,033,924.	3,248,836.	3,324,040.
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. ▶ ☒			
	27	Capital stock, trust principal, or current funds	2,936,006.	3,197,010.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	97,918.	51,826.	
	30	**Total net assets or fund balances** (see instructions)	3,033,924.	3,248,836.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,033,924.	3,248,836.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,033,924.
2	Enter amount from Part I, line 27a	2	215,506.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	175,366.
4	Add lines 1, 2, and 3	4	3,424,796.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	175,960.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,248,836.

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	2,413,961.		2,161,714.	252,247.
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				252,247.
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	262,070.
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	133,258.	3,147,243.	0.04234118560
2009	140,420.	2,676,969.	0.05245484725
2008	150,786.	2,835,922.	0.05317000961
2007	132,111.	3,097,858.	0.04264591857
2006	113,586.	2,713,963.	0.04185244972

2	**Total** of line 1, column (d)	2	0.23246441075
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	0.04649288215
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,455,396.
5	Multiply line 4 by line 3	5	160,651.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,670.
7	Add lines 5 and 6	7	164,321.
8	Enter qualifying distributions from Part XII, line 4	8	156,560.

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	7,341.
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	7,341.
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	7,341.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,920.		
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	1,920.
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** paid by EFTPS . . . . ▶			9	5,421.
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	N/A	
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) ▶ NC			
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	

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ WILLIAM L. BURNS, JR. Telephone no. ▶ (919)683-7600

Located at ▶ 19 OLD OAK COURT, DURHAM, NC ZIP + 4 ▶ 27705

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

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

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		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 ▶ ____, ____, ____, ____			
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	N/A	
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

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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** N/A

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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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** N/A

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		13,676.	-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 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	3,359,704.
b	Average of monthly cash balances	1b	148,312.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,508,016.
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	3,508,016.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	52,620.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,455,396.
6	**Minimum investment return.** Enter 5% of line 5	6	172,770.

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	172,770.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,341.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	7,341.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	165,429.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	165,429.
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	165,429.

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	156,560.
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	156,560.
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	156,560.

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					165,429.
2 Undistributed income, if any, as of the end of 2011.					
a Enter amount for 2010 only				147,222.	
b Total for prior years 20____, 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 ▶ $ 156,560.					
a Applied to 2010, but not more than line 2a				147,222.	
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					9,338.
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				NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					156,091.
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
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

WILLIAM L. BURNS, JR

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.

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 11				
Total . . . . ▶ 3a				147,222.
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			14	114,009.	
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	262,071.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b 2010 990PF REFUND			01	16.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				376,096.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 376,096.

(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.)
	NOT APPLICABLE

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
		N/A	

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
N/A		

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

Joseph E. Burns 5/7/2012

Signature of officer or trustee | Date | Title

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
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	04/25/2012		P00353001
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605			Phone no. 888-942-3272	

Form 990-PF (2011)

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2011

Name of the organization

LOOMIS FOUNDATION INC 49-7905063

Employer identification number

56-1849009

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ __________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF

Name of organization	Employer identification number
LOOMIS FOUNDATION INC 49-7905063	56-1849009

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM L. BURNS, JR. 19 OLD OAK COURT DURHAM, NC 27705	$ 5,078.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ABERDEEN EQUITY LONG SHORT-I	672.00	
ADVISORS CAMBIAR SMALL CAP-I	371.00	
FORUM ABSOLUTE STRATEGIES-I	762.00	
MANNING & NAPIER WORLD OPPTYS-A	715.00	
PIMCO COMMODITY REALRTN STRATEGY-I	251.00	
SCHRODER US SMALL/MID CAP OPPTY-I	482.00	
SENTINEL SMALL CO-I	6,024.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		9,277.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		9,277.00

STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	114,009.	112,069.
TOTAL	114,009.	112,069.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2010 990PF REFUND	16.	
TAXABLE AMT FROM LIFE INSURANCE PROCEEDS		78.
TOTALS	16.	78.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	2,500.			2,500.
TOTALS	2,500.	NONE	NONE	2,500.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES		19.	351.
12/31/2010 BALANCE DUE		331.	
FEDERAL ESTIMATES		1,920.	
	TOTALS	2,270.	351.

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	643,727.	671,755.	707,003.
TOTALS	643,727.	671,755.	707,003.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	1,612,897.	1,888,264.	1,897,901.
TOTALS	1,612,897.	1,888,264.	1,897,901.

LOOMIS FOUNDATION INC 49-7905063 56-1849009

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	624,136.	542,162.	572,481.
TOTALS	624,136.	542,162.	572,481.

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

DESCRIPTION		AMOUNT
ACCRUED MKT DISCOUNT INTEREST		253.
LINCOLN NAT'L SALE ADJUSTMENT		59,045.
LOUISANA PAC SALE ADJUSTMENT		116,068.
	TOTAL	175,366.

STATEMENT 8

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

DESCRIPTION	AMOUNT
PURCHASE ACCRUED INTEREST	43.
WILSON NC 5.00% 6/1/17 AMMORTIZATION	804.
LINCOLN NAT'L & LOUISANA PAC COST·BASIS ADJ	175,113.
TOTAL	175,960.

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

OFFICER NAME:
JOSEPH EUGENE BURNS
ADDRESS:
19 OLD OAK COURT
DURHAM, NC 27705
TITLE:
PRESIDENT, AS REQ'D

OFFICER NAME:
WILLIAM LOOMIS BURNS, III
ADDRESS:
PO BOX 44105
ATLANTA, GA 30336
TITLE:
SECRETARY, AS REQ'D

OFFICER NAME:
CHARLTON SPOTWOOD BURNS
ADDRESS:
PO BOX 12624
NEW BERN, NC 28561
TITLE:
TREASURER, AS REQ'D

OFFICER NAME:
SUNTRUST BANK
ADDRESS:
1414 RALEIGH ROAD, STE 150
CHAPEL HILL, NC 27517
TITLE:
AGENT FOR TRUSTEE, AS REQ'D

COMPENSATION	13,676.
TOTAL COMPENSATION:	13,676.

STATEMENT 10

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

RECIPIENT NAME:
SEE ATTACHED LIST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 147,222.

TOTAL GRANTS PAID: 147,222.
==============

STATEMENT 11

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶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).

OMB No. 1545-0092

2011

Name of estate or trust	**Employer identification number**
LOOMIS FOUNDATION INC 49-7905063	56-1849009

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					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-28,346.
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	-28,346.

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					9,277.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	280,593.
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	546.
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	290,416.

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

Schedule D (Form 1041) 2011

JSA
1F1210 2.000

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-28,346.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			290,416.
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			262,070.

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:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

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?
☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box.
☐ **No.** Enter the amount from line 23 . . . 25

26 Subtract line 25 from line 24 . . . 26

27 Are the amounts on lines 22 and 26 the same?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22 27

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-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2011

Name of estate or trust
LOOMIS FOUNDATION INC 49-7905063

Employer identification number
56-1849009

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 25. AMAZON COM INC COM	08/30/2011	10/19/2011	5,911.00	5,129.00	782.00
1200. CISCO SYSTEMS COM ST	12/29/2010	08/30/2011	18,528.00	24,444.00	-5,916.00
150. EXPRESS SCRIPTS INC	08/30/2011	10/19/2011	6,047.00	7,005.00	-958.00
550. HEWLETT PACKARD COM	12/29/2010	08/30/2011	14,190.00	23,441.00	-9,251.00
353. KOHL'S CORP COM STK	08/30/2011	09/09/2011	14,990.00	16,457.00	-1,467.00
38429.326 MANNING & NAPIER OPPTYS-A	09/02/2011	12/01/2011	286,298.00	298,980.00	-12,682.00
171. PARKER HANNIFIN CORP	08/30/2011	10/19/2011	13,235.00	12,089.00	1,146.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -28,346.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side.	**Employer identification number**
LOOMIS FOUNDATION INC 49-7905063	56-1849009

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	1800. ALLSTATE CORP COM	12/24/2008	08/30/2011	46,207.00	52,848.00	-6,641.00
	1000. ALTRIA GROUP INC	02/04/1999	08/30/2011	26,650.00	10,902.00	15,748.00
	1927. BANK OF AMERICA CORP	12/14/2009	08/30/2011	15,786.00	86,824.00	-71,038.00
	800. BOEING CO COM	03/02/1998	08/30/2011	52,007.00	43,060.00	8,947.00
	2100. BRISTOL-MYERS SQUIBB	09/29/1994	08/30/2011	60,629.00	28,007.00	32,622.00
	1200. CATERPILLAR INC COM	12/24/2008	08/30/2011	105,692.00	77,101.00	28,591.00
	964. CHEVRONTEXACO CORP CO	03/09/1998	08/30/2011	93,480.00	35,482.00	57,998.00
	2356. CISCO SYSTEMS COM ST	12/30/2009	08/30/2011	36,377.00	71,296.00	-34,919.00
	160. CITIGROUP INC COM	03/02/1998	08/30/2011	4,936.00	41,755.00	-36,819.00
	1000. EASTMAN CHEMICAL CO	01/21/1997	08/30/2011	82,152.00	56,120.00	26,032.00
	2000. EXXON MOBIL CORP	10/13/1994	08/30/2011	146,359.00	29,163.00	117,196.00
	25000. FED FARM CR BK 12/14/17	01/04/2010	12/14/2011	25,000.00	25,000.00	
	75000. FED FARM CR BK 3/11/19	12/14/2009	03/11/2011	75,000.00	76,526.00	-1,526.00
	50000. FED HOME LN BK 12/23/13	08/26/2010	09/23/2011	50,000.00	50,000.00	
	100000. FED NATL MTG ASSN 10/21/15	10/01/2010	10/21/2011	100,000.00	100,000.00	
	292. FRONTIER COMMUNICATIO	10/13/1994	03/16/2011	2,286.00	1,856.00	430.00
	1225. GENERAL ELEC CO COM	12/14/2009	08/30/2011	19,367.00	29,763.00	-10,396.00
	1300. HEINZ H J CO COM	05/11/2006	08/30/2011	67,352.00	54,132.00	13,220.00
	1800. HEWLETT PACKARD COM	07/08/1998	08/30/2011	46,441.00	41,664.00	4,777.00
	75000. HOUSEHOLD FINANCE C	02/28/2003	10/15/2011	75,000.00	81,974.00	-6,974.00
	672. INTERNATIONAL BUSINES COM	03/02/1998	08/30/2011	115,249.00	35,005.00	80,244.00
	1222. JOHNSON & JOHNSON CO	03/24/2009	08/30/2011	79,944.00	65,010.00	14,934.00
	692. KRAFT FOODS INC-ACOM	02/04/1999	08/30/2011	23,735.00	11,188.00	12,547.00
	1975. LINCOLN NATL CORP IN	04/26/2006	08/30/2011	39,779.00	79,717.00	-39,938.00
	4200. LOEWS CORP COM	01/16/1997	08/30/2011	154,032.00	67,953.00	86,079.00
6b	**Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b					

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.
LOOMIS FOUNDATION INC 49-7905063

Employer identification number 56-1849009

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	3090. LOUISIANA PAC CORP C	01/01/1920	08/30/2011	20,381.00	116,068.00	-95,687.00
	2400. LOWES COS INC COM	12/24/2008	08/30/2011	47,953.00	56,239.00	-8,286.00
	1179. MCDONALDS CORP COM	03/24/2009	08/30/2011	106,321.00	63,395.00	42,926.00
	872. MERCK & CO INC COM	01/14/2002	08/30/2011	28,035.00	44,440.00	-16,405.00
	500. PENNEY J C INC COM	05/19/1997	08/30/2011	13,465.00	25,073.00	-11,608.00
	1888. PEPSICO INC COM	03/09/1998	08/30/2011	120,350.00	64,820.00	55,530.00
	573. PHILIP MORRIS INTL CO	02/04/1999	08/30/2011	40,070.00	14,234.00	25,836.00
	1000. TRAVELERS COS INC/TH	08/16/2006	08/30/2011	50,160.00	44,558.00	5,602.00
	620. VERIZON COMMUNICATION	10/13/1994	08/30/2011	22,456.00	14,030.00	8,426.00
	1000. WELLPOINT INC COM	10/08/2007	08/30/2011	62,111.00	78,966.00	-16,855.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 280,593.00

Schedule D-1 (Form 1041) 2011

JSA
1F1222 2 000

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 LONG-TERM CAPITAL GAIN DIVIDENDS					9,277.	
		1800. ALLSTATE CORP COM					12/24/2008	08/30/2011
		PROPERTY TYPE: SECURITIES						
46,207.00		52,848.00					-6,641.00	
		1000. ALTRIA GROUP INC					02/04/1999	08/30/2011
		PROPERTY TYPE: SECURITIES						
26,650.00		10,902.00					15,748.00	
		25. AMAZON COM INC COM					08/30/2011	10/19/2011
		PROPERTY TYPE: SECURITIES						
5,911.00		5,129.00					782.00	
		1927. BANK OF AMERICA CORP COM					12/14/2009	08/30/2011
		PROPERTY TYPE: SECURITIES						
15,786.00		86,824.00					-71,038.00	
		800. BOEING CO COM					03/02/1998	08/30/2011
		PROPERTY TYPE: SECURITIES						
52,007.00		43,060.00					8,947.00	
		2100. BRISTOL-MYERS SQUIBB CO					09/29/1994	08/30/2011
		PROPERTY TYPE: SECURITIES						
60,629.00		28,007.00					32,622.00	
		1200. CATERPILLAR INC COM					12/24/2008	08/30/2011
		PROPERTY TYPE: SECURITIES						
105,692.00		77,101.00					28,591.00	
		964. CHEVRONTEXACO CORP COM					03/09/1998	08/30/2011
		PROPERTY TYPE: SECURITIES						
93,480.00		35,482.00					57,998.00	
		1200. CISCO SYSTEMS COM STK					12/29/2010	08/30/2011
		PROPERTY TYPE: SECURITIES						
18,528.00		24,444.00					-5,916.00	
		2356. CISCO SYSTEMS COM STK					12/30/2009	08/30/2011
		PROPERTY TYPE: SECURITIES						
36,377.00		71,296.00					-34,919.00	

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)	
		160. CITIGROUP INC COM PROPERTY TYPE: SECURITIES					03/02/1998	08/30/2011
4,936.00		41,755.00					-36,819.00	
		1000. EASTMAN CHEMICAL CO COM PROPERTY TYPE: SECURITIES					01/21/1997	08/30/2011
82,152.00		56,120.00					26,032.00	
		150. EXPRESS SCRIPTS INC CLASS A PROPERTY TYPE: SECURITIES					08/30/2011	10/19/2011
6,047.00		7,005.00					-958.00	
		2000. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					10/13/1994	08/30/2011
146,359.00		29,163.00					117,196.00	
		25000. FED FARM CR BK 3.800% 12/14 PROPERTY TYPE: SECURITIES					01/04/2010	12/14/2011
25,000.00		25,000.00						
		75000. FED FARM CR BK 4.600% 3/11 PROPERTY TYPE: SECURITIES					12/14/2009	03/11/2011
75,000.00		76,526.00					-1,526.00	
		50000. FED HOME LN BK 1.000% 12/23 PROPERTY TYPE: SECURITIES					08/26/2010	09/23/2011
50,000.00		50,000.00						
		100000. FED NATL MTG ASSN 1.750% 10/2 PROPERTY TYPE: SECURITIES					10/01/2010	10/21/2011
100,000.00		100,000.00						
		292. FRONTIER COMMUNICATIONS CORP COM PROPERTY TYPE: SECURITIES					10/13/1994	03/16/2011
2,286.00		1,856.00					430.00	
		1225. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					12/14/2009	08/30/2011
19,367.00		29,763.00					-10,396.00	
		1300. HEINZ H J CO COM PROPERTY TYPE: SECURITIES					05/11/2006	08/30/2011
67,352.00		54,132.00					13,220.00	

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)	
		1800. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					07/08/1998	08/30/2011
46,441.00		41,664.00					4,777.00	
		550. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					12/29/2010	08/30/2011
14,190.00		23,441.00					-9,251.00	
		75000. HOUSEHOLD FINANCE CO NOTE PROPERTY TYPE: SECURITIES					02/28/2003	10/15/2011
75,000.00		81,974.00					-6,974.00	
		672. INTERNATIONAL BUSINESS MACHS COR PROPERTY TYPE: SECURITIES					03/02/1998	08/30/2011
115,249.00		35,005.00					80,244.00	
		1222. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					03/24/2009	08/30/2011
79,944.00		65,010.00					14,934.00	
		353. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES					08/30/2011	09/09/2011
14,990.00		16,457.00					-1,467.00	
		692. KRAFT FOODS INC-ACOM PROPERTY TYPE: SECURITIES					02/04/1999	08/30/2011
23,735.00		11,188.00					12,547.00	
		1975. LINCOLN NATL CORP IND COM PROPERTY TYPE: SECURITIES					04/26/2006	08/30/2011
39,779.00		79,717.00					-39,938.00	
		4200. LOEWS CORP COM PROPERTY TYPE: SECURITIES					01/16/1997	08/30/2011
154,032.00		67,953.00					86,079.00	
		3090. LOUISIANA PAC CORP COM PROPERTY TYPE: SECURITIES					01/01/1920	08/30/2011
20,381.00		116,068.00					-95,687.00	
		2400. LOWES COS INC COM PROPERTY TYPE: SECURITIES					12/24/2008	08/30/2011
47,953.00		56,239.00					-8,286.00	

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)	
		38429.326 MANNING & NAPIER WORLD OPPTYS-					09/02/2011	12/01/2011
		PROPERTY TYPE: SECURITIES						
286,298.00		298,980.00					-12,682.00	
		1179. MCDONALDS CORP COM					03/24/2009	08/30/2011
		PROPERTY TYPE: SECURITIES						
106,321.00		63,395.00					42,926.00	
		872. MERCK & CO INC COM					01/14/2002	08/30/2011
		PROPERTY TYPE: SECURITIES						
28,035.00		44,440.00					-16,405.00	
		171. PARKER HANNIFIN CORP COM					08/30/2011	10/19/2011
		PROPERTY TYPE: SECURITIES						
13,235.00		12,089.00					1,146.00	
		500. PENNEY J C INC COM					05/19/1997	08/30/2011
		PROPERTY TYPE: SECURITIES						
13,465.00		25,073.00					-11,608.00	
		1888. PEPSICO INC COM					03/09/1998	08/30/2011
		PROPERTY TYPE: SECURITIES						
120,350.00		64,820.00					55,530.00	
		573. PHILIP MORRIS INTL COM					02/04/1999	08/30/2011
		PROPERTY TYPE: SECURITIES						
40,070.00		14,234.00					25,836.00	
		1000. TRAVELERS COS INC/THE COM					08/16/2006	08/30/2011
		PROPERTY TYPE: SECURITIES						
50,160.00		44,558.00					5,602.00	
		620. VERIZON COMMUNICATIONS COM					10/13/1994	08/30/2011
		PROPERTY TYPE: SECURITIES						
22,456.00		14,030.00					8,426.00	
		1000. WELLPOINT INC COM					10/08/2007	08/30/2011
		PROPERTY TYPE: SECURITIES						
62,111.00		78,966.00					-16,855.00	

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 GAIN(LOSS)							---------- 262,070. ==========	

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05/25/11  CASH DISBURSEMENT                                          -1000.00      -1000 00              1105000021
          BENEFICIARY CHARITABLE GIFT                                                          **CHANGED** 06/24/11 BJB
          GIFT FROM LOOMIS FOUNDATION
          FOR:
          PAID TO·
                 LEUKEMIA & LYMPHOMA SOCIETY
                 ATTN. HELEN ROSSETTI
                 2998 DEVONSHIRE PLACE
                 ATLANTA, GA 30327
          TR TRAN#=DC000415000013  TR CD=105    REG=0    PORT=INC

06/23/11  CASH DISBURSEMENT                                          -2000.00      -2000 00              1106000027
          BENEFICIARY CHARITABLE GIFT                                                          **CHANGED** 01/06/12 BJB
          GIFT TO EHS ROLL CALL FROM LOOMIS FDN
          FOR:
          PAID TO·
                 EPISCOPAL HIGH SCHOOL
          TR TRAN#=DC000382000008  TR CD=105    REG=0    PORT=INC

06/23/11  CASH DISBURSEMENT                                          -1300.00      -1300.00              1106000028
          BENEFICIARY CHARITABLE GIFT                                                          **CHANGED** 01/06/12 BJB
          STEVE & BETH STONEHOUSE AZERBAIJAN FROM LOOMIS FDN
          FOR:
          PAID TO:
                 MISSION TO THE WORLD
          TR TRAN#=DC000382000009  TR CD=105    REG=0    PORT=INC

06/23/11  CASH DISBURSEMENT                                          -5200 00      -5200 00              1106000029
          BENEFICIARY CHARITABLE GIFT                                                          **CHANGED** 01/06/12 BJB
          GIFT FROM LOOMIS FDN
          FOR·
          PAID TO.
                 YOUNG LIFE
          TR TRAN#=DC000382000010  TR CD=105    REG=0    PORT=INC

06/23/11  CASH DISBURSEMENT                                          -3000 00      -3000 00              1106000026
   "      BENEFICIARY CHARITABLE GIFT                                                          **CHANGED** 01/06/12 BJB
          RE: GIFT TO WAKE FOREST FUND FROM LOOMIS FDN
          FOR·
          PAID TO·
                 WAKE FOREST UNIVERSITY
          TR TRAN#=DC000382000007  TR CD=105    REG=0    PORT=INC

09/28/11  CASH DISBURSEMENT                                          -1750 00      -1750 00              1109000102
          BENEFICIARY CHARITABLE GIFT                                                          **CHANGED** 01/06/12 BJB
          SR GIFT CLASS 2012 HONOR PROF G SMITH & D PATTON
          FOR
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TAX                                                                                          EDIT
CODE/DATE TRANSACTIONS                                   TAXABLE        INCOME    PRINCIPAL  NUMBER
--------- ------------                                ------------  ------------  ------------ ----------

311   CASH CONTRIBUTIONS (CONTINUED)
          PAID TO.
                   THE UNIVERSITY OF THE SOUTH
                   ATTN: GIFT RECORDS
                   735 UNIVERSITY AVENUE
                   SEWANEE, TN 37383
          TR TRAN#=DC000433000002  TR CD=105    REG=0    PORT=INC

09/28/11  CASH DISBURSEMENT                              -1750 00      -1750 00               1109000101
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          IN HONOR OF THE SOUTH EQUESTRIAN TEAM FROM LOOMIS
          FOR:
          PAID TO·
                   THE UNIVERSITY OF THE SOUTH
                   ATTN: GIFT RECORDS
                   735 UNIVERSITY AVENUE
                   SEWANEE, TN 37383
          TR TRAN#=DC000432000013  TR CD=105    REG=0    PORT=INC

10/18/11  CASH DISBURSEMENT                              -2000 00      -2000 00               1110000026
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT FROM THE LOOMIS FOUNDATION
          FOR
          PAID TO·
                   UNITED WAY OF COASTAL CAROLINA
                   ATTN· SANDRA PHELPS
                   PO BOX 1385
                   NEW BERN, NC 28563
          TR TRAN#=DC000229000046  TR CD=105    REG=0    PORT=INC

10/18/11  CASH DISBURSEMENT                              -4000.00      -4000 00               1110000027
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT FROM THE LOOMIS FOUNDATION
          FOR
          PAID TO:
                   THE MCCALLIE SCHOOL
                   ATTN: PENNY GRANT
                   500 DODDS AVENUE
                   CHATTANOOGA, TN 37404
          TR TRAN#=DC000229000048  TR CD=105    REG=0    PORT=INC

10/18/11  CASH DISBURSEMENT                              -2000.00      -2000.00               1110000028
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT FROM THE LOOMIS FOUNDATION
          FOR
          PAID TO:
                   CAPE CARTERET BAPTIST CHURCH
                   ATTN· JANE LANDRUM
                   101 ANITA FORTE DRIVE
                   CAPE CARTERET, NC 28584
          TR TRAN#=DC000229000049  TR CD=105    REG=0    PORT=INC

10/18/11  CASH DISBURSEMENT                              -2000 00      -2000 00               1110000029
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT FROM THE LOOMIS FOUNDATION
          FOR:
          PAID TO·
                   CRYSTAL COAST TEEN COMM BIBLE STUDY
                   ATTN· JAN SOCHALSKI
                   PO BOX 875
                   SWANSBORO, NC 28584
          TR TRAN#=DC000229000050  TR CD=105    REG=0    PORT=INC

10/20/11  CASH DISBURSEMENT                              -1583.00      -1583 00               1110000030
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT FROM THE LOOMIS FOUNDATION
          FOR.
          PAID TO
                   BELIEVER'S FELLOWSHIP CHURCH, INC
                   ATTN. PASTOR RANDY FIELD
                   613 ALEXIS DRIVE
                   NEW BERN, NC 28562
          TR TRAN#=DC000290000010  TR CD=105    REG=0    PORT=INC

11/07/11  CASH DISBURSEMENT                             -20000.00     -20000 00               1111000014
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT ON BEHALF OF W  L. BURNS, JR
          FOR·
          PAID TO·
                   UNITED WAY
          TR TRAN#=DC000097000020  TR CD=105    REG=0    PORT=INC

11/10/11  CASH DISBURSEMENT                              -2500 00      -2500 00               1111000017
          BENEFICIARY CHARITABLE GIFT                                         **CHANGED** 01/06/12 BJB
          GIFT FROM LOOMIS FOUNDATION
          FOR·
          PAID TO
                   WOODWARD ACADEMY
                   ADVANCEMENT OFFICE
                   1662 RUGBY AVENUE
                   COLLEGE PARK, GA 30337
          TR TRAN#=DC000166000056  TR CD=105    REG=0    PORT=INC
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TAX                                                                                             EDIT
CODE/DATE TRANSACTIONS                                    TAXABLE       INCOME       PRINCIPAL  NUMBER
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311    CASH CONTRIBUTIONS (CONTINUED)

11/29/11  CASH DISBURSEMENT                                -3000.00      -3000 00                1111000031
          BENEFICIARY CHARITABLE GIFT                                             **CHANGED** 01/06/12 BJB
          GIFT FROM THE LOOMIS FOUNDATION
          FOR:
          PAID TO:
                 ATLANTA HUMANE SOCIETY
                 1565 MANSELL ROAD
                 ALPHARETTA, GA 30009
          TR TRAN#=DC000433000008  TR CD=105    REG=0    PORT=INC

12/22/11  CASH DISBURSEMENT                                -9103.00      -9103 00                1112000063
          BENEFICIARY CHARITABLE GIFT                                             **CHANGED** 01/06/12 BJB
          PYMT ON PLEDGE TO CHANCELLOR'S RESIDENCE
          FOR:
          PAID TO.
                 NC STATE UNIVERSITY
          TR TRAN#=DC000360000025  TR CD=105    REG=0    PORT=INC

12/22/11  CASH DISBURSEMENT                               -42518.00     -42518 00                1112000064
          BENEFICIARY CHARITABLE GIFT                                             **CHANGED** 01/06/12 BJB
          PYMT ON PLEDGE TO FRANK THOMPSON ART CTR
          FOR:
          PAID TO:
                 ARTS NC STATE
          TR TRAN#=DC000360000026  TR CD=105    REG=0    PORT=INC

12/22/11  CASH DISBURSEMENT                               -42518.00     -42518.00                1112000065
          BENEFICIARY CHARITABLE GIFT                                             **CHANGED** 01/06/12 BJB
          PYMT ON PLEDGE FROM LOOMIS FDN
          FOR·
          PAID TO·
                 NCSU ALUMNI ASSOCIATION
          TR TRAN#=DC000360000027  TR CD=105    REG=0    PORT=INC
                                                        ------------  ------------  ------------
          TOTAL CODE 311 - CASH CONTRIBUTIONS            -147222.00    -147222 00          0.00
                                                        ===========   ===========   ===========
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SUNTRUST

2073314

LOOMIS FOUNDATION INC INV MGT
ACCOUNT NO. 7905063

PORTFOLIO SUMMARY

AS OF 12/31/11

AJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
RINCIPAL PORTFOLIO						
TIF & MONEY MARKET FUNDS	94,829.19	2.85 %	94,829.19	0.00	9	0.01 %
S GOVERNMENT & AGENCY BONDS	646,713.05	19.46 %	616,947.60	29,765.45	19,470	3.01 %
ORPORATE OBLIGATIONS	572,481.45	17.22 %	542,162.15	30,319.30	27,981	4.89 %
UNICIPAL OBLIGATIONS	60,290.00	1.81 %	54,807.56	5,482.44	2,500	4.15 %
QUITY SECURITIES	1,390,579.05	41.83 %	1,356,737.32	33,841.73	31,069	2.23 %
UTUAL FUNDS	507,321.66	15.26 %	531,526.67	24,205.01-	17,055	3.36 %
ISCELLANEOUS ASSETS	0.00	0.00 %	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	3,272,214.40	98.44 %	3,197,010.49	75,203.91	98,085	3.00 %
NCOME PORTFOLIO						
TIF & MONEY MARKET FUNDS	51,826.03	1.56 %	51,826.03	0.00	5	0.01 %
INCOME PORTFOLIO TOTAL	51,826.03	1.56 %	51,826.03	0.00	5	0.01 %
OTAL ASSETS	3,324,040.43	100.00 %	3,248,836.52	75,203.91	98,090	2.95 %

LOOMIS FOUNDATION INC INV MGT
ACCOUNT NO. 7905063

PORTFOLIO DETAIL

AS OF 12/31/11

PRINCIPAL PORTFOLIO

STIF & MONEY MARKET FUNDS

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
94,829.19	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS CUSIP: 609005DF7	94,829.19 1.000 2.85 %	94,829.19 1.00	0.00	9	0.01 % 0.00 %

JS GOVERNMENT & AGENCY BONDS

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
100,000	FEDERAL FARM CREDIT BANK CONS BD DTD 04/19/11 1.625% DUE 11/19/14 CUSIP: 31331KHW3	103,165.00 103.165 3.10 %	102,896.00 102.90	269.00	1,625	1.58 % 0.52 %
50,000	FEDERAL FARM CREDIT BANK CONS BD DTD 10/24/07 4.800% DUE 04/01/13 CUSIP: 31331YAU4	52,785.50 105.571 1.59 %	52,569.00 105.14	216.50	2,400	4.55 % 0.34 %
100,000	FEDERAL FARM CREDIT BANK BONDS DTD 03/29/05 5.070% DUE 03/29/18 CUSIP: 31331SSY0	120,800.00 120.800 3.63 %	102,980.00 102.98	17,820.00	5,070	4.20 % 1.56 %
50,000	FEDERAL HOME LOAN BANK NT DTD 10/15/09 1.625% DUE 11/21/12 CUSIP: 3133XVEM9	50,603.00 101.206 1.52 %	50,835.85 101.67	232.85-	813	1.61 % 0.27 %
50,000	FEDERAL HOME LOAN BANK BD DTD 08/26/10 2.000% DUE 09/09/16 CUSIP: 313370TW8	52,037.50 104.075 1.57 %	51,695.75 103.39	341.75	1,000	1.92 % 1.11 %

'AR VALUE)R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
70,000	FEDERAL HOME LOAN BANK BDS DTD 03/16/10 3.125% DUE 03/11/16 CUSIP: 3133XXP43	75,651.80 108.074 2.28 %	73,092.60 104.42	2,559.20	2,188	2.89 % 1.15 %
100,000	FEDERAL HOME LOAN BANK BDS DTD 12/18/08 3.750% DUE 12/14/18 CUSIP: 3133XSR59	113,326.00 113.326 3.41 %	103,318.00 103.32	10,008.00	3,750	3.31 % 1.71 %
25,000	FEDERAL HOME LOAN BANK BOND SER * DTD 05/20/02 5.750% DUE 05/15/12 CUSIP: 3133MNVV0	25,516.75 102.067 0.77 %	27,139.10 108.56	1,622.35-	1,438	5.64 % 5.63 %
50,000	FEDERAL NATIONAL MTG ASSN GLOBAL NT DTD 03/04/11 2.375% DUE 04/11/16 CUSIP: 3135G0BA0	52,827.50 105.655 1.59 %	52,421.30 104.84	406.20	1,188	2.25 % 1.02 %
TOTAL US GOVERNMENT & AGENCY BONDS		646,713.05	616,947.60	29,765.45	19,470	3.01 %
:ORPORATE OBLIGATIONS						
75,000	BANK AMERICA CORP SUBD NT DTD 08/14/06 5.750% DUE 08/15/16 CUSIP: 060505CL6 MOODY'S RATING: BAA2	69,654.75 92.873 2.10 %	76,087.50 101.45	6,432.75-	4,313	6.19 % 7.60 %
50,000	CREDIT SUISSE USA INC SR NT GLOBAL DTD 08/16/06 5.850% DUE 08/16/16 CUSIP: 225434CJ6 MOODY'S RATING: AA1	54,548.00 109.096 1.64 %	50,564.50 101.13	3,983.50	2,925	5.36 % 3.69 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
50,000	GENERAL ELEC CAP CORP NTS GLOBAL SER MTN DTD 09/17/04 4.750% DUE 09/15/14 CUSIP: 36962GK86 MOODY'S RATING: AA2	53,917.50 107.835 1.62 %	50,272.00 100.54	3,645.50	2,375	4.40 % 1.77 %
50,000	GOLDMAN SACHS GROUP INC NOTES DTD 01/12/05 5.125% DUE 01/15/15 CUSIP: 38141GEA8 MOODY'S RATING: A1	51,105.50 102.211 1.54 %	50,125.00 100.25	980.50	2,563	5.02 % 4.34 %
50,000	MERRILL LYNCH & CO INC GLOBAL MEDIUM TERM NTS DTD 11/22/04 5.000% DUE 01/15/15 CUSIP: 59018YUW9 MOODY'S RATING: BAA1	48,167.00 96.334 1.45 %	50,034.50 100.07	1,867.50-	2,500	5.19 % 6.34 %
50,000	PROCTER & GAMBLE CO SR NT DTD 11/25/03 4.850% DUE 12/15/15 CUSIP: 742718BZ1 MOODY'S RATING: AA3	57,144.00 114.288 1.72 %	50,340.00 100.68	6,804.00	2,425	4.24 % 1.15 %
50,000	US BANK NATL ASSN CINCINNATI OH MEDIUM TERM BANKNOTES DTD 10/14/04 4.950% DUE 10/30/14 CUSIP: 90331HKP7 MOODY'S RATING: AA3	54,340.00 108.680 1.63 %	51,000.00 102.00	3,340.00	2,475	4.55 % 1.79 %
65,000	VERIZON GLOBAL FDG CORP NT DTD 06/05/03 4.375% DUE 06/01/13 CUSIP: 92344GAV8 MOODY'S RATING: A3	68,105.70 104.778 2.05 %	62,855.65 96.70	5,250.05	2,844	4.18 % 0.98 %

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
50,000	WACHOVIA CORP NOTE DTD 06/08/07 5.750% DUE 06/15/17 CUSIP: 929903DT6 MOODY'S RATING: A2	56,491.50 112.983 1.70 %	50,998.00 102.00	5,493.50	2,875	5.09 % 3.14 %
50,000	WAL-MART STORES INC SR UNSECD NT DTD 04/05/07 5.375% DUE 04/05/17 CUSIP: 931142CG6 MOODY'S RATING: AA2	59,007.50 118.015 1.78 %	49,885.00 99.77	9,122.50	2,688	4.56 % 1.77 %
TOTAL CORPORATE OBLIGATIONS		572,481.45	542,162.15	30,319.30	27,981	4.89 %
UNICIPAL OBLIGATIONS						
50,000	WILSON NC REF GENL OBLIG UNLTD DTD 09/01/09 5.000% DUE 06/01/17 ASSURED GTY CUSIP: 972312LQ3 MOODY'S RATING: AA2	60,290.00 120.580 1.81 %	54,807.56 109.62	5,482.44	2,500	4.15 % 1.08 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
EQUITY SECURITIES						
ENERGY						
198	APACHE CORP COM CUSIP: 037411105	17,934.84 90.580 0.54 %	20,144.52 101.74	2,209.68-	119	0.66 % 0.00 %
329	CAMERON INTL CORP COM CUSIP: 13342B105	16,183.51 49.190 0.49 %	16,413.74 49.89	230.23-	0	0.00 % 0.00 %
268	CHEVRON CORP COM CUSIP: 166764100	28,515.20 106.400 0.86 %	9,864.23 36.81	18,650.97	868	3.04 % 0.00 %
282	NATIONAL OILWELL VARCO INC COM CUSIP: 637071101	19,173.18 67.990 0.58 %	18,462.12 65.47	711.06	135	0.70 % 0.00 %
314	OCCIDENTAL PETE CORP COM CUSIP: 674599105	29,421.80 93.700 0.89 %	26,434.72 84.19	2,987.08	578	1.96 % 0.00 %
327	SCHLUMBERGER LTD COM CUSIP: 806857108	22,337.37 68.310 0.67 %	24,910.21 76.18	2,572.84-	327	1.46 % 0.00 %
606	WILLIAMS COS INC COM CUSIP: 969457100	20,010.12 33.020 0.60 %	16,095.36 26.56	3,914.76	606	3.03 % 0.00 %
TOTAL ENERGY		153,576.02	132,324.90	21,251.12	2,633	1.71 %

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
ATERIALS						
221	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	8,130.59 36.790 0.24 %	10,088.54 45.65	1,957.95-	221	2.72 % 0.00 %
146	PRAXAIR INC COM CUSIP: 74005P104	15,607.40 106.900 0.47 %	14,220.18 97.40	1,387.22	292	1.87 % 0.00 %
TOTAL MATERIALS		23,737.99	24,308.72	570.73-	513	2.16 %
NDUSTRIALS						
687	ABB LTD SWITZERLAND SPONS ADR CUSIP: 000375204	12,936.21 18.830 0.39 %	14,220.56 20.70	1,284.35-	462	3.57 % 0.00 %
506	BE AEROSPACE INC COM CUSIP: 073302101	19,587.26 38.710 0.59 %	17,647.66 34.88	1,939.60	0	0.00 % 0.00 %
281	EMERSON ELEC CO COM CUSIP: 291011104	13,091.79 46.590 0.39 %	12,883.85 45.85	207.94	450	3.44 % 0.00 %
130	FLOWSERVE CORP COM CUSIP: 34354P105	12,911.60 99.320 0.39 %	11,741.73 90.32	1,169.87	166	1.29 % 0.00 %
247	FLUOR CORP COM NEW CUSIP: 343412102	12,411.75 50.250 0.37 %	14,634.43 59.25	2,222.68-	124	1.00 % 0.00 %

LOOMIS FOUNDATION INC INV MGT
ACCOUNT NO. 7905063

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
962	GENERAL ELEC CO COM CUSIP: 369604103	17,229.42 17.910 0.52 %	23,372.76 24.30	6,143.34-	654	3.80 % 0.00 %
330	HUNT J B TRANS SVCS INC COM CUSIP: 445658107	14,873.10 45.070 0.45 %	13,318.31 40.36	1,554.79	172	1.16 % 0.00 %
254	PACCAR INC COM CUSIP: 693718108	9,517.38 37.470 0.29 %	9,595.74 37.78	78.36-	183	1.92 % 0.00 %
544	QUANTA SVCS INC COM CUSIP: 74762E102	11,717.76 21.540 0.35 %	10,058.29 18.49	1,659.47	0	0.00 % 0.00 %
131	UNION PACIFIC CORP COM CUSIP: 907818108	13,878.14 105.940 0.42 %	11,907.89 90.90	1,970.25	314	2.26 % 0.00 %
174	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	12,735.06 73.190 0.38 %	11,614.41 66.75	1,120.65	362	2.84 % 0.00 %
TOTAL INDUSTRIALS		150,889.47	150,995.63	106.16-	2,887	1.91 %

'AR VALUE IR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
ONSUMER DISCRETIONARY						
80	AMAZON INC COM CUSIP: 023135106	13,848.00 173.100 0.42 %	16,413.59 205.17	2,565.59-	0	0.00 % 0.00 %
312	COACH INC COM CUSIP: 189754104	19,044.48 61.040 0.57 %	17,293.69 55.43	1,750.79	281	1.48 % 0.00 %
281	DARDEN RESTAURANTS INC COM CUSIP: 237194105	12,807.98 45.580 0.39 %	13,434.61 47.81	626.63-	483	3.77 % 0.00 %
573	HOME DEPOT INC COM CUSIP: 437076102	24,088.92 42.040 0.72 %	19,137.74 33.40	4,951.18	665	2.76 % 0.00 %
750	MACY'S INC COM CUSIP: 55616P104	24,135.00 32.180 0.73 %	19,460.99 25.95	4,674.01	300	1.24 % 0.00 %
588	WALT DISNEY CO COM CUSIP: 254687106	22,050.00 37.500 0.66 %	19,438.99 33.06	2,611.01	353	1.60 % 0.00 %
181	WHIRLPOOL CORP COM CUSIP: 963320106	8,588.45 47.450 0.26 %	11,127.61 61.48	2,539.16-	362	4.21 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		124,562.83	116,307.22	8,255.61	2,444	1.96 %

SUNTRUST

LOOMIS FOUNDATION INC INV MGT
ACCOUNT NO. 7905063

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
CONSUMER STAPLES						
492	CVS CAREMARK CORP COM CUSIP: 126650100	20,063.76 40.780 0.60 %	17,431.31 35.43	2,632.45	320	1.59 % 0.00 %
427	GENERAL MILLS INC COM CUSIP: 370334104	17,255.07 40.410 0.52 %	16,240.59 38.03	1,014.48	521	3.02 % 0.00 %
312	PEPSICO INC COM CUSIP: 713448108	20,701.20 66.350 0.62 %	10,711.79 34.33	9,989.41	643	3.11 % 0.00 %
427	PHILIP MORRIS INTL COM CUSIP: 718172109	33,510.96 78.480 1.01 %	10,607.50 24.84	22,903.46	1,315	3.92 % 0.00 %
362	PROCTER & GAMBLE CO COM CUSIP: 742718109	24,149.02 66.710 0.73 %	22,856.50 63.14	1,292.52	760	3.15 % 0.00 %
TOTAL CONSUMER STAPLES		115,680.01	77,847.69	37,832.32	3,559	3.08 %

'AR VALUE 'R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
EALTH CARE						
499	ABBOTT LABS COM CUSIP: 002824100	28,058.77 56.230 0.84 %	25,323.75 50.75	2,735.02	958	3.41 % 0.00 %
322	AMGEN INC COM CUSIP: 031162100	20,675.62 64.210 0.62 %	17,638.84 54.78	3,036.78	464	2.24 % 0.00 %
292	BAXTER INTL INC COM CUSIP: 071813109	14,448.16 49.480 0.43 %	16,079.86 55.07	1,631.70-	391	2.71 % 0.00 %
342	EXPRESS SCRIPTS INC COM CUSIP: 302182100	15,283.98 44.690 0.46 %	15,970.65 46.70	686.67-	0	0.00 % 0.00 %
628	MERCK & CO INC COM NEW CUSIP: 58933Y105	23,675.60 37.700 0.71 %	32,005.12 50.96	8,329.52-	1,055	4.46 % 0.00 %
1,125	PFIZER INC COM CUSIP: 717081103	24,345.00 21.640 0.73 %	21,316.39 18.95	3,028.61	990	4.07 % 0.00 %
437	TEVA PHARMACEUTICAL INDS LTD SPONS ADR CUSIP: 881624209	17,637.32 40.360 0.53 %	17,619.80 40.32	17.52	343	1.94 % 0.00 %
209	THERMO FISHER SCIENTIFIC INC COM CUSIP: 883556102	9,398.73 44.970 0.28 %	11,348.49 54.30	1,949.76-	0	0.00 % 0.00 %
TOTAL HEALTH CARE		153,523.18	157,302.90	3,779.72-	4,201	2.74 %

LOOMIS FOUNDATION INC INV MGT
ACCOUNT NO. 7905063

PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
INANCIALS						
1,452	BANK OF AMERICA CORP COM CUSIP: 060505104	8,073.12 5.560 0.24 %	65,422.06 45.06	57,348.94-	58	0.72 % 0.00 %
433	BB&T CORP COM CUSIP: 054937107	10,898.61 25.170 0.33 %	9,443.51 21.81	1,455.10	277	2.54 % 0.00 %
487	CAPITAL ONE FINL CORP COM CUSIP: 14040H105	20,595.23 42.290 0.62 %	21,927.47 45.03	1,332.24-	97	0.47 % 0.00 %
142	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	12,841.06 90.430 0.39 %	16,240.26 114.37	3,399.20-	199	1.55 % 0.00 %
680	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	11,050.00 16.250 0.33 %	12,824.46 18.86	1,774.46-	272	2.46 % 0.00 %
488	INVESCO LTD USD0.2 BERMUDA COM CUSIP: G491BT108	9,803.92 20.090 0.29 %	8,769.11 17.97	1,034.81	239	2.44 % 0.00 %
694	JP MORGAN CHASE & CO COM CUSIP: 46625H100	23,075.50 33.250 0.69 %	25,906.67 37.33	2,831.17-	694	3.01 % 0.00 %
502	MORGAN STANLEY COM NEW CUSIP: 617446448	7,595.26 15.130 0.23 %	8,629.12 17.19	1,033.86-	100	1.32 % 0.00 %

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
391	PNC FINL SVCS GROUP INC COM CUSIP: 693475105	22,548.97 57.670 0.68 %	19,205.72 49.12	3,343.25	547	2.43 % 0.00 %
758	WELLS FARGO & CO COM NEW CUSIP: 949746101	20,890.48 27.560 0.63 %	19,237.96 25.38	1,652.52	364	1.74 % 0.00 %
TOTAL FINANCIALS		147,372.15	207,606.34	60,234.19-	2,848	1.93 %
NFORMATION TECHNOLOGY						
115	APPLE INC COM CUSIP: 037833100	46,575.00 405.000 1.40 %	44,585.50 387.70	1,989.50	0	0.00 % 0.00 %
407	AUTODESK INC COM CUSIP: 052769106	12,344.31 30.330 0.37 %	11,301.33 27.77	1,042.98	0	0.00 % 0.00 %
787	EMC CORP MASS COM CUSIP: 268648102	16,951.98 21.540 0.51 %	17,226.80 21.89	274.82-	0	0.00 % 0.00 %
45	GOOGLE INC CL A COM CUSIP: 38259P508	29,065.50 645.900 0.87 %	24,020.55 533.79	5,044.95	0	0.00 % 0.00 %
128	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	23,536.64 183.880 0.71 %	6,667.68 52.09	16,868.96	384	1.63 % 0.00 %
254	INTUIT INC COM CUSIP: 461202103	13,357.86 52.590 0.40 %	12,257.91 48.26	1,099.95	152	1.14 % 0.00 %

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
776	ORACLE CORP COM CUSIP: 68389X105	19,904.40 25.650 0.60 %	21,456.01 27.65	1,551.61-	186	0.93 % 0.00 %
325	QUALCOMM CORP COM CUSIP: 747525103	17,777.50 54.700 0.53 %	16,406.00 50.48	1,371.50	280	1.58 % 0.00 %
274	TERADATA CORP DEL COM CUSIP: 88076W103	13,291.74 48.510 0.40 %	13,740.83 50.15	449.09-	0	0.00 % 0.00 %
554	TEXAS INSTRS INC COM CUSIP: 882508104	16,126.94 29.110 0.49 %	14,959.26 27.00	1,167.68	377	2.34 % 0.00 %
208	VISA INC CL A COM CUSIP: 92826C839	21,118.24 101.530 0.64 %	17,989.92 86.49	3,128.32	183	0.87 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		230,050.11	200,611.79	29,438.32	1,562	0.68 %
ELECOMMUNICATION SERVICES						
600	VERIZON COMMUNICATIONS COM CUSIP: 92343V104	24,072.00 40.120 0.72 %	13,577.48 22.63	10,494.52	1,200	4.99 % 0.00 %

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
UTUAL FUNDS-EQUITY						
5,393	ISHARES TR MSCI EAFE INDEX ETF CUSIP: 464287465	267,115.29 49.530 8.04 %	275,854.65 51.15	8,739.36-	9,222	3.45 % 0.00 %
TOTAL EQUITY SECURITIES		1,390,579.05	1,356,737.32	33,841.73	31,069	2.23 %
UTUAL FUNDS						
6,017.999	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	67,160.87 11.160 2.02 %	66,438.72 11.04	722.15	0	0.00 % 0.00 %
2,126.697	ADVISORS INNER CIRCLE FD CAMBIAR SMALL CAP FD INSTL CL CUSIP: 0075W0593	35,834.84 16.850 1.08 %	33,219.00 15.62	2,615.84	0	0.00 % 0.00 %
15,140.999	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	167,308.04 11.050 5.03 %	166,096.77 10.97	1,211.27	560	0.33 % 0.00 %
3,101.261	OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	89,843.53 28.970 2.70 %	99,674.54 32.14	9,831.01-	2,093	2.33 % 0.00 %
7,229.74	PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL CUSIP: 722005667	47,282.50 6.540 1.42 %	66,441.32 9.19	19,158.82-	14,402	30.46 % 0.00 %
3,055.81	SCHRODER FDS US SMALL & MIDCAP OPPORTUNITES FD IV CUSIP: 80809R204	35,019.58 11.460 1.05 %	33,216.64 10.87	1,802.94	0	0.00 % 0.00 %

LOOMIS FOUNDATION INC INV MGT
ACCOUNT NO. 7905063

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
8,707.691	SENTINEL FDS SMALL CO FD INSTL CL CUSIP: 81728B825	64,872.30 7.450 1.95 %	66,439.68 7.63	1,567.38-	0	0.00 % 0.00 %
TOTAL MUTUAL FUNDS		507,321.66	531,526.67	24,205.01-	17,055	3.36 %
MISCELLANEOUS ASSETS						
1	CLASS ACTION PENDING BANK OF AMERICA CORP ON RCPT OF FINAL PMT CUSIP: 997001LP5	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING CISCO SYSTEMS ON RCPT OF FINAL PMT CUSIP: 997000ND2	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING MOTOROLA ON RCPT OF FINAL PMT CUSIP: 997001FD9	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0.00 %
RINCIPAL PORTFOLIO TOTAL		3,272,214.40	3,197,010.49	75,203.91	98,085	3.00 %

NCOME PORTFOLIO

SunTrust

OOMIS FOUNDATION INC INV MGT
CCOUNT NO. 7905063

PORTFOLIO DETAIL

AS OF 12/31/11

AR VALUE R SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
TIF & MONEY MARKET FUNDS						
51,826.03	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS CUSIP: 609005DF7	51,826.03 1.000 1.56 %	51,826.03 1.00	0.00	5	0.01 % 0.00 %
NCOME PORTFOLIO TOTAL		51,826.03	51,826.03	0.00	5	0.01 %
OTAL ASSETS		3,324,040.43	3,248,836.52	75,203.91	98,090	2.95 %