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

2011

Department of the Treasury
Internal Revenue Service

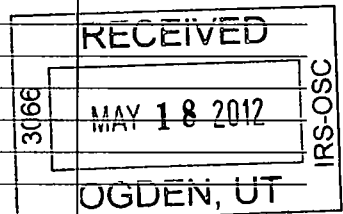
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning

, and ending

Name of foundation Cooley Family Foundation		A Employer identification number 56-2026137
Number and street (or P O box number if mail is not delivered to street address) 2548 Roswell Avenue	Room/suite	B Telephone number 704-386-5372
City or town, state, and ZIP code Charlotte, NC 28209		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 150,432.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	2,506.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	5.	5.		Statement 1
4 Dividends and interest from securities	3,866.	3,866.		Statement 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	28,885.			
b Gross sales price for all assets on line 6a	199,614.			
7 Capital gain net income (from Part IV, line 2)		28,885.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	35,262.	32,756.	0.	
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes Stmt 3	195.	195.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses Stmt 4	4,171.	1,365.	0.	2,806.
24 Total operating and administrative expenses. Add lines 13 through 23	4,366.	1,560.	0.	2,806.
25 Contributions, gifts, grants paid	19,100.			19,100.
26 Total expenses and disbursements. Add lines 24 and 25	23,466.	1,560.	0.	21,906.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	11,796.			
b Net investment income (if negative, enter -0-)		31,196.		
c Adjusted net income (if negative, enter -0-)			0.	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,745.	2,260.	2,260.
	2 Savings and temporary cash investments	4,864.	5,698.	5,698.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	100,166.		
	c Investments - corporate bonds Stmt 5	30,954.	142,335.	142,474.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	768.			
14 Land, buildings, and equipment; basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	138,497.	150,293.	150,432.	
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			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	145,073.	145,073.	
	29 Retained earnings, accumulated income, endowment, or other funds	<6,576.>	5,220.	
30 Total net assets or fund balances	138,497.	150,293.		
31 Total liabilities and net assets/fund balances	138,497.	150,293.		

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	138,497.
2 Enter amount from Part I, line 27a	2	11,796.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	150,293.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	150,293.

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			
b See Attached Statement			
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			
b			
c			
d			
e 199,614.		170,729.	28,885.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			28,885.

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	28,885.
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). 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 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	31,675.	155,686.	.203454
2009	62,385.	176,232.	.353994
2008	102,756.	291,065.	.353035
2007	71,300.	422,717.	.168671
2006	128,892.	485,577.	.265441

2 Total of line 1, column (d)	2	1.344595
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	.268919
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	155,695.
5 Multiply line 4 by line 3	5	41,869.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	312.
7 Add lines 5 and 6	7	42,181.
8 Enter qualifying distributions from Part XII, line 4	8	21,906.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	624.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	624.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	624.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	4.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	628.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
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.		
1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.	
2		X
If "Yes," attach a detailed description of the activities		
3		X
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		
4a		X
4b		X
N/A		
5		X
If "Yes," attach the statement required by General Instruction T		
6		X
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?		
7	X	
If "Yes," complete Part II, col. (c), and Part XV.		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC	
b	X	
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		
9		X
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		
10		X
Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>Nancy D. Dry, Trustee</u> Telephone no. ▶ <u>704-386-5372</u> Located at ▶ <u>100 N. Tryon Street, NC 1-007-57-26, Charlotte, N</u> ZIP+4 ▶ <u>28255</u>			
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 ▶ <u>15</u> N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		Yes	No
				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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u> ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) <u>N/A</u>	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)? 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)? **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? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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.

(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 6		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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				

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 0.	

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	155,849.
b	Average of monthly cash balances	1b	2,217.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	158,066.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	158,066.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,371.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	155,695.
6	Minimum investment return. Enter 5% of line 5	6	7,785.

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	7,785.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	624.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	624.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,161.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,161.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,161.

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	21,906.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	21,906.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,906.

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				7,161.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	105,529.			
b From 2007	50,976.			
c From 2008	88,291.			
d From 2009	53,623.			
e From 2010	24,086.			
f Total of lines 3a through e	322,505.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	21,906.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				7,161.
e Remaining amount distributed out of corpus	14,745.			
5 Excess distributions carryover applied to 2011 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	337,250.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	105,529.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	231,721.			
10 Analysis of line 9:				
a Excess from 2007	50,976.			
b Excess from 2008	88,291.			
c Excess from 2009	53,623.			
d Excess from 2010	24,086.			
e Excess from 2011	14,745.			

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

N/A

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

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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a 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).)

Charles J. Cooley

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:

Nancy D. Dry, Trustee
NC1-007-57-02, 100 N. Tryon Street, Charlotte, NC 28202

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

Letter Form

c Any submission deadlines:

None

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

None

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Juvenile Diabetes Research Foundation 9140 Arrowpoint Blvd Charlotte, NC 27601		Public	Charitable	5,000.
Big Canoe Chapel 10455 Big Canoe Big Canoe, GA 30143		Public	Charitable	500.
Carmel Presbyterian Church 2048 Carmel Road Charlotte, NC 28226		Public	Charitable	100.
Carolina Golf Association PO Box 319 West End, NC 27376		Public	Charitable	5,000.
Jackson Park Ministries 5415 Airport Drive Charlotte, NC 28208		Public	Charitable	1,000.
Total	See continuation sheet(s)			19,100.
b Approved for future payment				
None				
Total				0.

74250602100



Settlement Date

Account Summary

Account: 10-03-000-0749028 CHARLES J COOLEY FAM FDN COMB

Dec. 01, 2011 through Dec 31, 2011

Market Value \$148,171.92

Account Activity		YTD Since
Description	Current Period	01/01/11
Beginning Market Value	\$145,938.97	\$160,341.16
Income	717.84	3,577.34
Deposits	151.39	51,066.93
Disbursements	0.00	-69,942.73
Bank Fees	-76.48	-1,665.32
Change in Market Value	1,440.20	4,794.54
Ending Market Value	\$148,171.92	\$148,171.92
Change in Account Value	2,232.95	-12,169.24

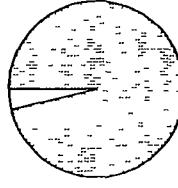
Realized Gain/Loss Summary		Fiscal
Description	Current Period	YTD
Short-term	\$0.00	\$6,049.42
Long-term	151.39	22,818.92
Net Total	\$151.39	\$28,868.34

Income Summary		YTD Since
Description	Current Period	01/01/11
Dividends - Taxable	\$717.56	\$3,566.97
Interest - Taxable	0.28	10.37
Total Income	\$717.84	\$3,577.34

Portfolio Allocation

Description	Market Value	Tax Cost	Estimated Annual Income	Current Yield
Cash/Currency	\$5,697.81	\$5,697.54	\$3.42	0.06%
Fixed Income	142,474.11	142,334.67	6,381.12	4.48
Total Assets	\$148,171.92	\$148,032.21	\$6,384.54	4.31%
Total	\$148,171.92	\$148,032.21	\$6,384.54	

Other 3.8%



Fixed Income 96.2%

Assets representing less than 5% of total are grouped together as "Other" for display on the pie chart.

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 AIG - Securities Litigation	P	Various	Various
b Hartford Finl Svcs - Securities Litigation	P	Various	Various
c Enron Corp - Securities Litigation	P	Various	Various
d Qwest Comm - Securities Litigation	P	Various	Various
e US Trust I/M Schedule Attached	P	Various	Various
f US Trust I/M Schedule Attached	P	Various	Various
g Capital Gains Dividends			
h			
i			
j			
k			
l			
m			
n			
o			

(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 15.			15.
b 7.			7.
c 150.			150.
d 18.			18.
e 88,761.		82,710.	6,051.
f 110,214.		88,019.	22,195.
g 449.			449.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			15.
b			7.
c			150.
d			18.
e			6,051.
f			22,195.
g			449.
h			
i			
j			
k			
l			
m			
n			
o			

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	28,885.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A



Proceeds From Broker Transactions

This section reports your proceeds from sales during the year. We report all transactions on a trade-date basis, which is the date shown in the sale date column. The net proceeds are less commissions, transfer charges, and premiums.

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes sales of assets held 12 months or less.

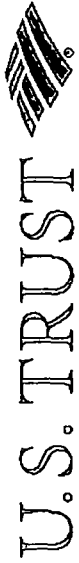
Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
ALPHA NAT RES INC	02076X102	3	11/18/10	01/05/11	\$190.46	\$143.71	\$46.75
ALPHA NAT RES INC	02076X102	1	11/18/10	01/05/11	\$65.42	\$47.90	\$17.52
ALPHA NAT RES INC	02076X102	1	11/18/10	01/05/11	\$65.41	\$47.77	\$17.64
CAMERON INTL CORP	13342B105	1	08/04/10	01/05/11	\$49.04	\$39.81	\$9.23
CAMERON INTL CORP	13342B105	1	08/04/10	01/05/11	\$49.09	\$39.80	\$9.29
CAMERON INTL CORP	13342B105	2	08/04/10	01/05/11	\$98.17	\$79.21	\$18.96
HALLIBURTON CO	406216101	2	06/21/10	01/05/11	\$77.31	\$54.94	\$22.37
FLUOR CORP (NEW)-WI	343412102	1	04/22/10	01/05/11	\$65.38	\$52.41	\$12.97
FLUOR CORP (NEW)-WI	343412102	2	12/17/10	01/05/11	\$130.63	\$128.05	\$2.58
HALLIBURTON CO	406216101	3	06/15/10	01/05/11	\$115.97	\$76.45	\$39.52
OMNICOM GROUP INC	681919106	1	11/02/10	01/14/11	\$44.89	\$44.64	\$0.25
OMNICOM GROUP INC	681919106	1	11/02/10	01/14/11	\$44.91	\$44.64	\$0.27
FORD MTR CO CAP TR II CONV PFD	345395206	8	07/26/10	01/14/11	\$441.59	\$371.57	\$70.02
OMNICOM GROUP INC	681919106	4	10/25/10	01/18/11	\$181.82	\$174.39	\$7.43
OMNICOM GROUP INC	681919106	2	10/25/10	01/18/11	\$91.01	\$87.19	\$3.82
OMNICOM GROUP INC	681919106	1	11/02/10	01/18/11	\$45.45	\$44.52	\$0.93
OMNICOM GROUP INC	681919106	2	11/02/10	01/18/11	\$90.91	\$89.27	\$1.64
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	1	09/27/10	01/19/11	\$37.96	\$40.41	\$-2.45



Short term transactions

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	2	09/24/10	01/19/11	\$75.91	\$80.90	\$-4.99
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	3	09/27/10	01/19/11	\$114.26	\$121.22	\$-6.96
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	1	09/27/10	01/20/11	\$36.82	\$40.40	\$-3.58
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	1	09/24/10	01/20/11	\$36.82	\$40.20	\$-3.38
GLAXO WELLCOME PLC SPONSORED ADR	37733W105	1	09/27/10	01/20/11	\$36.83	\$40.26	\$-3.43
HALLIBURTON CO	406216101	3	06/15/10	01/24/11	\$118.15	\$76.46	\$41.69
LIMITED INC	532716107	1	07/08/10	02/08/11	\$32.01	\$23.65	\$8.36
LIMITED INC	532716107	2	07/08/10	02/08/11	\$64.03	\$47.87	\$16.16
LIMITED INC	532716107	5	07/08/10	02/08/11	\$160.07	\$119.77	\$40.30
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	1	10/01/10	02/08/11	\$36.67	\$33.05	\$3.62
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	3	10/01/10	02/08/11	\$110.02	\$99.94	\$10.08
HALLIBURTON CO	406216101	7	06/15/10	02/09/11	\$312.95	\$178.39	\$134.56
PROLOGIS TR	743410102	13	09/30/10	02/10/11	\$192.84	\$156.52	\$36.32
PROLOGIS TR	743410102	7	09/30/10	02/10/11	\$103.83	\$83.32	\$20.51
NORDSTROM INC	655664100	1	09/29/10	02/17/11	\$46.30	\$37.86	\$8.44
WILLIAMS COMPANIES	969457100	4	11/12/10	02/17/11	\$118.32	\$94.39	\$23.93
NORDSTROM INC	655664100	3	02/08/11	02/17/11	\$138.90	\$134.22	\$4.68
NORDSTROM INC	655664100	1	09/29/10	02/17/11	\$46.30	\$38.04	\$8.26
NORDSTROM INC	655664100	1	09/29/10	02/17/11	\$46.30	\$37.94	\$8.36
WILLIAMS COMPANIES	969457100	5	11/12/10	02/17/11	\$149.25	\$117.98	\$31.27
HEWLETT PACKARD CO	428236103	1	05/19/10	02/23/11	\$42.64	\$47.25	\$-4.61
HERTZ GLOBAL HLDGS INC	42805T105	2	12/15/10	02/23/11	\$30.24	\$28.53	\$1.71
HERTZ GLOBAL HLDGS INC	42805T105	1	12/15/10	02/23/11	\$15.06	\$14.27	\$0.79
HERTZ GLOBAL HLDGS INC	42805T105	1	12/15/10	02/23/11	\$14.85	\$14.27	\$0.58
INGERSOLL-RAND CO LTD	G47791101	2	05/06/10	02/23/11	\$89.20	\$74.48	\$14.72
INGERSOLL-RAND CO LTD	G47791101	1	04/06/10	02/24/11	\$44.80	\$36.44	\$8.36



Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
HERTZ GLOBAL HLDGS INC	42805T105	1	12/15/10	02/24/11	\$14.62	\$14.26	\$0.36
HERTZ GLOBAL HLDGS INC	42805T105	4	12/15/10	02/24/11	\$59.31	\$57.06	\$2.25
INGERSOLL-RAND CO LTD	G4779Y101	1	04/05/10	03/01/11	\$44.98	\$36.30	\$8.68
INGERSOLL-RAND CO LTD	G4779Y101	3	03/11/10	03/01/11	\$134.94	\$101.93	\$33.01
INGERSOLL-RAND CO LTD	G4779Y101	1	04/06/10	03/01/11	\$44.98	\$36.39	\$8.59
TARGET CORP	87612E106	1	08/19/10	03/03/11	\$51.84	\$51.76	\$0.08
TARGET CORP	87612E106	3	03/26/10	03/03/11	\$155.51	\$161.91	\$-6.40
MOLSON COORS BREWING CO CL B	60871R209	1	12/02/10	03/03/11	\$44.50	\$48.62	\$-4.12
MOLSON COORS BREWING CO CL B	60871R209	2	12/02/10	03/03/11	\$89.08	\$97.25	\$-8.17
MOLSON COORS BREWING CO CL B	60871R209	8	08/25/10	03/03/11	\$356.32	\$357.40	\$-1.08
TARGET CORP	87612E106	5	05/17/10	03/03/11	\$259.20	\$276.21	\$-17.01
TARGET CORP	87612E106	2	03/26/10	03/03/11	\$103.68	\$108.52	\$-4.84
TARGET CORP	87612E106	2	05/10/10	03/03/11	\$102.99	\$112.63	\$-9.64
TARGET CORP	87612E106	1	05/10/10	03/03/11	\$51.67	\$56.32	\$-4.65
MOLSON COORS BREWING CO CL B	60871R209	1	08/25/10	03/04/11	\$44.33	\$44.62	\$-0.29
MOLSON COORS BREWING CO CL B	60871R209	1	08/25/10	03/04/11	\$44.37	\$44.62	\$-0.25
MOLSON COORS BREWING CO CL B	60871R209	1	08/25/10	03/04/11	\$44.48	\$44.62	\$-0.14
MOLSON COORS BREWING CO CL B	60871R209	1	08/25/10	03/04/11	\$44.57	\$44.61	\$-0.04
MOLSON COORS BREWING CO CL B	60871R209	1	08/25/10	03/04/11	\$44.33	\$44.68	\$-0.35
ILLINOIS TOOL WORKS INC	452308109	1	05/06/10	03/10/11	\$54.50	\$49.96	\$4.54
ILLINOIS TOOL WORKS INC	452308109	1	05/06/10	03/10/11	\$54.48	\$49.97	\$4.51
HERTZ GLOBAL HLDGS INC	42805T105	1	12/15/10	03/10/11	\$14.82	\$14.06	\$0.76
HERTZ GLOBAL HLDGS INC	42805T105	2	01/12/11	03/10/11	\$29.63	\$27.26	\$2.37
3M CO	88579Y101	2	07/22/10	03/10/11	\$180.48	\$169.68	\$10.80
3M CO	88579Y101	2	12/16/10	03/10/11	\$180.48	\$172.63	\$7.85
3M CO	88579Y101	1	07/22/10	03/11/11	\$91.21	\$84.84	\$6.37



Short term transactions

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
3M CO	88579Y101	1	07/08/10	03/11/11	\$91 87	\$81 02	\$10 85
3M CO	88579Y101	2	07/08/10	03/11/11	\$182 42	\$162 04	\$20 38
HERTZ GLOBAL HLDGS INC	42805T105	2	01/12/11	03/11/11	\$29 95	\$27 26	\$2 69
HERTZ GLOBAL HLDGS INC	42805T105	4	01/12/11	03/11/11	\$60 49	\$54 52	\$5 97
HERTZ GLOBAL HLDGS INC	42805T105	3	01/12/11	03/14/11	\$45 01	\$40 89	\$4 12
HERTZ GLOBAL HLDGS INC	42805T105	5	12/02/10	03/14/11	\$75 01	\$65 65	\$9 36
PRUDENTIAL FINL INC	744320102	12	12/02/10	03/15/11	\$706 98	\$644 82	\$62 16
PRUDENTIAL FINL INC	744320102	5	12/02/10	03/15/11	\$288 76	\$268 68	\$20 08
PRUDENTIAL FINL INC	744320102	1	07/07/10	03/15/11	\$57 75	\$55 80	\$1 95
TARGET CORP	87612E106	2	08/25/10	04/07/11	\$99 90	\$102 83	\$-2 93
TARGET CORP	87612E106	4	08/19/10	04/07/11	\$199 79	\$207 03	\$-7 24
TARGET CORP	87612E106	2	08/25/10	04/07/11	\$100 08	\$102 83	\$-2 75
NAVISTAR INTL CORP NEW	63934E108	2	09/24/10	04/08/11	\$133 50	\$87 21	\$46 29
NAVISTAR INTL CORP NEW	63934E108	2	09/24/10	04/08/11	\$134 72	\$87 21	\$47 51
NAVISTAR INTL CORP NEW	63934E108	1	09/24/10	04/11/11	\$67 62	\$43 61	\$24 01
MURPHY OIL CORP	626717102	1	07/27/10	04/12/11	\$73 02	\$55 74	\$17 28
MURPHY OIL CORP	626717102	2	08/04/10	04/12/11	\$146 03	\$113 77	\$32 26
MURPHY OIL CORP	626717102	1	07/23/10	04/12/11	\$74 06	\$54 69	\$19 37
HEWLETT PACKARD CO	428236103	10	05/19/10	05/18/11	\$362 83	\$472 49	\$-109 66
ZIMMER HLDGS INC	98956P102	4	09/27/10	05/25/11	\$268 01	\$201 86	\$66 15
ZIMMER HLDGS INC	98956P102	2	10/07/10	05/25/11	\$133 32	\$104 23	\$29 09
ZIMMER HLDGS INC	98956P102	1	09/27/10	05/25/11	\$66 66	\$50 62	\$16 04
EL PASO CORP	28336L109	6	02/25/11	05/31/11	\$125 64	\$110 44	\$15 20
EL PASO CORP	28336L109	1	02/25/11	05/31/11	\$20 94	\$18 38	\$2 56
CITIGROUP INC	172967424	0 4	07/08/10	05/31/11	\$16 17	\$15 93	\$0 24
ADVANCED MICRO DEVICES INC	007903107	17	11/04/10	08/04/11	\$112 75	\$135 97	\$-23 22

U.S. TRUST



Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Short term transactions

This category includes sales of assets held 12 months or less.

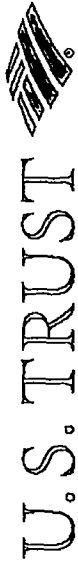
Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
ADVANCED MICRO DEVICES INC	007903107	15	11/04/10	08/04/11	\$99.49	\$118.70	\$-19.21
AETNA U S HEALTHCARE INC	00817Y108	7	03/03/11	08/04/11	\$267.20	\$273.56	\$-6.36
AIR PRODUCTS & CHEMICALS INC	009158106	3	02/09/11	08/04/11	\$248.85	\$266.39	\$-17.54
AIR PRODUCTS & CHEMICALS INC	009158106	2	01/21/11	08/04/11	\$165.90	\$173.97	\$-8.07
ALLEGHENY TECHNOLOGIES INC	01741R102	4	02/09/11	08/04/11	\$200.07	\$265.59	\$-65.52
AMERICAN ELECTRIC POWER INC	025537101	6	03/11/11	08/04/11	\$217.51	\$214.97	\$2.54
AMERICAN ELECTRIC POWER INC	025537101	2	03/11/11	08/04/11	\$72.50	\$71.57	\$0.93
ANADARKO PETROLEUM	032511107	2	02/09/11	08/04/11	\$146.30	\$155.63	\$-9.33
ANADARKO PETROLEUM	032511107	2	05/20/11	08/04/11	\$146.29	\$150.17	\$-3.88
ANADARKO PETROLEUM	032511107	4	08/04/10	08/04/11	\$292.59	\$222.26	\$70.33
BB & T CORP	054937107	4	02/10/11	08/04/11	\$96.37	\$115.71	\$-19.34
BB & T CORP	054937107	14	12/09/10	08/04/11	\$337.29	\$378.85	\$-41.56
BB & T CORP	054937107	6	12/13/10	08/04/11	\$144.55	\$161.85	\$-17.30
BB & T CORP	054937107	3	12/13/10	08/04/11	\$72.28	\$80.45	\$-8.17
BB & T CORP	054937107	16	12/09/10	08/04/11	\$385.47	\$422.82	\$-37.35
CIT GROUP INC	125581801	3	09/30/10	08/04/11	\$108.61	\$122.91	\$-14.30
CIT GROUP INC	125581801	2	09/22/10	08/04/11	\$72.40	\$78.59	\$-6.19
CIT GROUP INC	125581801	1	09/22/10	08/04/11	\$36.20	\$39.26	\$-3.06
CARNIVAL CORP PAIRED CTF 1 COM	143658300	2	03/18/11	08/04/11	\$62.63	\$79.53	\$-16.90
CARNIVAL CORP PAIRED CTF 1 COM	143658300	2	03/18/11	08/04/11	\$62.63	\$79.49	\$-16.86
CARNIVAL CORP PAIRED CTF 1 COM	143658300	3	05/02/11	08/04/11	\$93.94	\$115.23	\$-21.29
CISCO SYSTEM INC	17275R102	23	04/07/11	08/04/11	\$343.90	\$419.58	\$-75.68
CYPRESS SEMICONDUCTOR CORP	232806109	3	01/14/11	08/04/11	\$55.32	\$64.14	\$-8.82
CYPRESS SEMICONDUCTOR CORP	232806109	2	01/13/11	08/04/11	\$36.88	\$42.37	\$-5.49
CYPRESS SEMICONDUCTOR CORP	232806109	8	01/13/11	08/04/11	\$147.50	\$169.26	\$-21.76
EATON CORP	278058102	4	12/16/10	08/04/11	\$169.41	\$201.90	\$-32.49



Short term transactions

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
EATON CORP	278058102	6	12/16/10	08/04/11	\$254.11	\$301.28	\$-47.17
EL PASO CORP	28336L109	13	02/09/11	08/04/11	\$230.62	\$218.12	\$12.50
EL PASO CORP	28336L109	3	01/28/11	08/04/11	\$53.22	\$46.56	\$6.66
EL PASO CORP	28336L109	9	01/27/11	08/04/11	\$159.66	\$137.96	\$21.70
EL PASO CORP	28336L109	5	01/27/11	08/04/11	\$88.70	\$76.38	\$12.32
EL PASO CORP	28336L109	1	01/27/11	08/04/11	\$17.74	\$15.19	\$2.55
EL PASO CORP	28336L109	1	01/27/11	08/04/11	\$17.74	\$15.18	\$2.56
EL PASO CORP	28336L109	5	01/24/11	08/04/11	\$88.70	\$74.29	\$14.41
EL PASO CORP	28336L109	3	01/24/11	08/04/11	\$53.22	\$44.48	\$8.74
EL PASO CORP	28336L109	10	01/21/11	08/04/11	\$177.41	\$144.62	\$32.79
EQUITY RESIDENTIAL PROPERTIES TRUST	29476L107	3	02/10/11	08/04/11	\$173.94	\$161.92	\$12.02
EXPEDIA INC DEL	30212P105	9	05/20/11	08/04/11	\$262.19	\$249.89	\$12.30
EXPEDIA INC DEL	30212P105	1	05/20/11	08/04/11	\$29.13	\$27.45	\$1.68
FORD MTR CO DEL	345370860	7	10/27/10	08/04/11	\$75.48	\$99.28	\$-23.80
FORD MTR CO DEL	345370860	37	10/08/10	08/04/11	\$398.98	\$496.39	\$-97.41
GENERAL MTRS CO	37045V100	22	01/03/11	08/04/11	\$572.26	\$826.18	\$-253.92
GENUINE PARTS CO	372460105	2	08/23/10	08/04/11	\$99.13	\$85.68	\$13.45
GENUINE PARTS CO	372460105	1	08/20/10	08/04/11	\$49.56	\$42.79	\$6.77
GENUINE PARTS CO	372460105	1	08/23/10	08/04/11	\$49.57	\$42.77	\$6.80
GENUINE PARTS CO	372460105	3	08/20/10	08/04/11	\$148.69	\$128.19	\$20.50
GENUINE PARTS CO	372460105	2	08/24/10	08/04/11	\$99.13	\$84.95	\$14.18
GENUINE PARTS CO	372460105	3	08/25/10	08/04/11	\$148.70	\$127.09	\$21.61
GENUINE PARTS CO	372460105	1	08/24/10	08/04/11	\$49.56	\$42.24	\$7.32
GOLDMAN SACHS GROUP INC	38141G104	2	12/09/10	08/04/11	\$253.62	\$333.43	\$-79.81
GOLDMAN SACHS GROUP INC	38141G104	1	02/10/11	08/04/11	\$126.81	\$165.85	\$-39.04
GOLDMAN SACHS GROUP INC	38141G104	1	09/13/10	08/04/11	\$126.81	\$153.38	\$-26.57



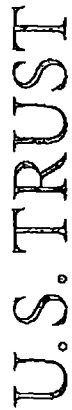
Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
HEINZ H J CO	423074103	1	08/20/10	08/04/11	\$50.61	\$46.93	\$3.68
HEINZ H J CO	423074103	5	08/20/10	08/04/11	\$253.06	\$233.83	\$19.23
HEINZ H J CO	423074103	7	08/25/10	08/04/11	\$354.28	\$322.66	\$31.62
HERTZ GLOBAL HLDGS INC	42805T105	3	12/02/10	08/04/11	\$36.91	\$39.39	\$-2.48
HERTZ GLOBAL HLDGS INC	42805T105	7	11/11/10	08/04/11	\$86.12	\$87.77	\$-1.65
HERTZ GLOBAL HLDGS INC	42805T105	1	11/09/10	08/04/11	\$12.30	\$12.38	\$-0.08
HERTZ GLOBAL HLDGS INC	42805T105	2	11/09/10	08/04/11	\$24.60	\$24.75	\$-0.15
HERTZ GLOBAL HLDGS INC	42805T105	7	11/10/10	08/04/11	\$86.12	\$85.47	\$0.65
HERTZ GLOBAL HLDGS INC	42805T105	5	11/09/10	08/04/11	\$61.51	\$60.98	\$0.53
HERTZ GLOBAL HLDGS INC	42805T105	2	11/09/10	08/04/11	\$24.60	\$24.39	\$0.21
HERTZ GLOBAL HLDGS INC	42805T105	7	11/12/10	08/04/11	\$86.12	\$84.76	\$1.36
HOSPRA INC	441060100	1	03/10/11	08/04/11	\$47.77	\$55.01	\$-7.24
HOSPRA INC	441060100	1	03/11/11	08/04/11	\$47.77	\$55.01	\$-7.24
HOSPRA INC	441060100	1	03/11/11	08/04/11	\$47.78	\$54.98	\$-7.20
HOSPRA INC	441060100	1	03/09/11	08/04/11	\$47.77	\$54.80	\$-7.03
JP MORGAN CHASE & CO	46625H100	5	05/02/11	08/04/11	\$190.72	\$227.77	\$-37.05
JP MORGAN CHASE & CO	46625H100	3	02/10/11	08/04/11	\$114.43	\$135.80	\$-21.37
JACOBS ENGINEERING GROUP INC	469814107	3	01/12/11	08/04/11	\$108.82	\$145.73	\$-36.91
JACOBS ENGINEERING GROUP INC	469814107	2	12/22/10	08/04/11	\$72.54	\$93.72	\$-21.18
JACOBS ENGINEERING GROUP INC	469814107	4	12/22/10	08/04/11	\$145.09	\$186.58	\$-41.49
KELLOGG CO	487836108	3	03/11/11	08/04/11	\$158.07	\$165.49	\$-7.42
KELLOGG CO	487836108	2	03/11/11	08/04/11	\$105.38	\$110.32	\$-4.94
KELLOGG CO	487836108	2	03/04/11	08/04/11	\$105.38	\$108.74	\$-3.36
KELLOGG CO	487836108	2	03/04/11	08/04/11	\$105.38	\$108.57	\$-3.19
KELLOGG CO	487836108	2	03/07/11	08/04/11	\$105.38	\$108.18	\$-2.80
KELLOGG CO	487836108	4	03/03/11	08/04/11	\$210.75	\$215.32	\$-4.57



Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Short term transactions

This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
MACYS INC	55616P104	15	04/07/11	08/04/11	\$396.40	\$384.23	\$12.17
MACYS INC	55616P104	9	05/02/11	08/04/11	\$237.84	\$217.25	\$20.59
MACYS INC	55616P104	19	03/03/11	08/04/11	\$502.10	\$450.82	\$51.28
MACYS INC	55616P104	4	03/03/11	08/04/11	\$105.71	\$94.65	\$11.06
MERCK & CO INC	58933Y105	22	09/21/10	08/04/11	\$698.98	\$805.67	\$-106.69
METLIFE INC	59156R108	16	03/18/11	08/04/11	\$600.83	\$706.56	\$-105.73
METLIFE INC	59156R108	5	03/18/11	08/04/11	\$187.76	\$220.63	\$-32.87
NORDSTROM INC	655664100	1	09/27/10	08/04/11	\$43.92	\$36.90	\$7.02
NORDSTROM INC	655664100	1	09/27/10	08/04/11	\$43.92	\$36.83	\$7.09
NORDSTROM INC	655664100	1	09/24/10	08/04/11	\$43.92	\$36.57	\$7.35
NORDSTROM INC	655664100	3	09/24/10	08/04/11	\$131.74	\$109.53	\$22.21
NORDSTROM INC	655664100	2	09/24/10	08/04/11	\$87.83	\$72.97	\$14.86
NORDSTROM INC	655664100	2	09/24/10	08/04/11	\$87.83	\$72.57	\$15.26
NUCOR CORP	670346105	3	03/04/11	08/04/11	\$105.97	\$143.38	\$-37.41
NUCOR CORP	670346105	3	03/15/11	08/04/11	\$105.96	\$140.18	\$-34.22
PG & E CORP	69331C108	6	12/08/10	08/04/11	\$240.97	\$282.01	\$-41.04
PNC BANK CORP	693475105	2	02/10/11	08/04/11	\$103.74	\$128.14	\$-24.40
PACCAR INC	693718108	3	05/02/11	08/04/11	\$116.67	\$159.60	\$-42.93
PACCAR INC	693718108	2	04/07/11	08/04/11	\$77.78	\$105.88	\$-28.10
PACCAR INC	693718108	2	04/19/11	08/04/11	\$77.79	\$105.12	\$-27.33
PACCAR INC	693718108	1	04/08/11	08/04/11	\$38.89	\$52.45	\$-13.56
PFIZER INC	717081103	20	05/13/11	08/04/11	\$350.04	\$419.45	\$-69.41
PFIZER INC	717081103	35	03/11/11	08/04/11	\$612.58	\$680.30	\$-67.72
QUEST DIAGNOSTICS INC	74834L100	3	02/23/11	08/04/11	\$151.44	\$170.16	\$-18.72
QUEST DIAGNOSTICS INC	74834L100	2	02/23/11	08/04/11	\$100.96	\$112.57	\$-11.61
SAFEWAY INC	786514208	5	03/11/11	08/04/11	\$96.36	\$114.13	\$-17.77

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Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
SAFEWAY INC	786514208	12	03/11/11	08/04/11	\$231.27	\$272.16	\$-40.89
SAFEWAY INC	786514208	7	03/14/11	08/04/11	\$134.90	\$158.60	\$-23.70
SEMPRA ENERGY	816851109	2	03/11/11	08/04/11	\$96.45	\$107.40	\$-10.95
SEMPRA ENERGY	816851109	4	12/08/10	08/04/11	\$192.89	\$203.40	\$-10.51
SPRINT CORP	852061100	2	05/25/11	08/04/11	\$7.59	\$11.94	\$-4.35
SPRINT CORP	852061100	48	05/25/11	08/04/11	\$182.05	\$282.52	\$-100.47
SPRINT CORP	852061100	17	05/25/11	08/04/11	\$64.47	\$99.87	\$-35.40
TEXTRON INC	883203101	5	02/08/11	08/04/11	\$96.26	\$137.81	\$-41.55
TEXTRON INC	883203101	10	01/26/11	08/04/11	\$192.52	\$261.51	\$-68.99
UNITED PARCEL SVC INC CL B	911312106	2	05/02/11	08/04/11	\$130.88	\$149.92	\$-19.04
UNITED PARCEL SVC INC CL B	911312106	1	12/16/10	08/04/11	\$65.44	\$73.68	\$-8.24
UNITED PARCEL SVC INC CL B	911312106	1	12/16/10	08/04/11	\$65.44	\$73.59	\$-8.15
UNITED PARCEL SVC INC CL B	911312106	1	12/16/10	08/04/11	\$65.44	\$73.48	\$-8.04
UNITEDHEALTH GROUP INC	91324P102	4	08/09/10	08/04/11	\$182.98	\$134.27	\$48.71
UNITEDHEALTH GROUP INC	91324P102	10	08/09/10	08/04/11	\$457.44	\$335.64	\$121.80
VIACOM INC NEW CL B	92553P201	3	02/08/11	08/04/11	\$134.76	\$131.88	\$2.88
VIACOM INC NEW CL B	92553P201	6	01/18/11	08/04/11	\$269.53	\$252.69	\$16.84
VIACOM INC NEW CL B	92553P201	4	01/14/11	08/04/11	\$179.69	\$166.98	\$12.71
WELLS FARGO & CO (NEW)	949746101	6	02/10/11	08/04/11	\$156.79	\$200.43	\$-43.64
WILLIAMS COMPANIES	969457100	18	11/12/10	08/04/11	\$498.82	\$424.74	\$74.08
XCEL ENERGY INC	98389B100	5	08/19/10	08/04/11	\$114.36	\$109.93	\$4.43
XCEL ENERGY INC	98389B100	11	08/04/10	08/04/11	\$251.60	\$239.14	\$12.46
ACE LTD	H0023R105	9	02/08/11	08/04/11	\$583.93	\$571.32	\$12.61
TE CONNECTIVITY LTD	H84989104	9	08/19/10	08/04/11	\$282.81	\$239.73	\$43.08
LYONDELLBASELL INDUSTRIES NV	N53745100	4	11/18/10	08/04/11	\$129.70	\$111.95	\$17.75
LYONDELLBASELL INDUSTRIES NV	N53745100	5	10/27/10	08/04/11	\$162.12	\$135.48	\$26.64

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Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Short term transactions

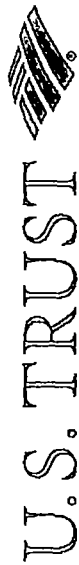
This category includes sales of assets held 12 months or less

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss		
LYONDELLBASELL INDUSTRIES NV	N53745100	3	10/13/10	08/04/11	\$97.27	\$80.58 *	\$16.69		
LYONDELLBASELL INDUSTRIES NV	N53745100	6	10/11/10	08/04/11	\$194.55	\$156.90 *	\$37.65		
AVAGO TECHNOLOGIES LTD	Y0486S104	1	12/23/10	08/04/11	\$31.34	\$28.25	\$3.09		
AVAGO TECHNOLOGIES LTD	Y0486S104	1	12/17/10	08/04/11	\$31.34	\$28.10	\$3.24		
AVAGO TECHNOLOGIES LTD	Y0486S104	2	12/17/10	08/04/11	\$62.69	\$56.03	\$6.66		
AVAGO TECHNOLOGIES LTD	Y0486S104	1	12/17/10	08/04/11	\$31.34	\$27.92	\$3.42		
AVAGO TECHNOLOGIES LTD	Y0486S104	2	12/21/10	08/04/11	\$62.69	\$55.75	\$6.94		
AVAGO TECHNOLOGIES LTD	Y0486S104	1	12/20/10	08/04/11	\$31.34	\$27.86	\$3.48		
AVAGO TECHNOLOGIES LTD	Y0486S104	1	12/22/10	08/04/11	\$31.35	\$27.84	\$3.51		
AVAGO TECHNOLOGIES LTD	Y0486S104	1	12/16/10	08/04/11	\$31.34	\$27.15	\$4.19		
ISHARES TR DOW JONES SELECT DIVID	464287168	44	08/08/11	09/30/11	\$2,139.45	\$2,073.50	\$65.95		
COLUMBIA FDS SER TR MID CAP INDEX	19765J608	2	06/17/11	10/27/11	\$22.84	\$23.24	\$-0.40		
COLUMBIA FDS SER TR MID CAP INDEX	19765J608	2.63	12/10/10	10/27/11	\$29.95	\$29.93	\$0.02		
ISHARES TR DOW JONES SELECT DIVID	464287168	1026	08/08/11	10/27/11	\$54,683.61	\$48,350.25	\$6,333.36		
COLUMBIA FDS SER TR SMALL CAP	19765J814	7.12	05/31/11	10/27/11	\$122.60	\$131.43	\$-8.83		
COLUMBIA FDS SER TR SMALL CAP	19765J814	0.64	05/31/11	10/27/11	\$10.96	\$11.75	\$-0.79		
COLUMBIA FDS SER TR MID CAP INDEX	19765J608	13.03	06/17/11	10/27/11	\$148.65	\$151.26	\$-2.61		
COLUMBIA FDS SER TR SMALL CAP	19765J814	1.76	12/10/10	10/27/11	\$30.27	\$30.08	\$0.19		
Total short term gain/loss from sales:							\$88,761.03	\$82,709.98	\$6,051.05

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
PRUDENTIAL FINL INC	744320102	1	03/12/07	01/24/11	\$61.02	\$67.58	\$-6.56
AMERICAN EXPRESS CO	025816109	4	08/27/09	01/24/11	\$182.98	\$134.45	\$48.53
AMERICAN EXPRESS CO	025816109	3	08/26/09	01/24/11	\$137.23	\$98.80	\$38.43



Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
PRUDENTIAL FINL INC	744320102	1	03/12/07	01/24/11	\$61.10	\$67.57	\$-6.47
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	3	04/14/09	02/08/11	\$110.32	\$77.72	\$32.60
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	1	02/09/09	02/08/11	\$36.67	\$26.20	\$10.47
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	4	02/06/09	02/08/11	\$147.09	\$104.62	\$42.47
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	2	04/13/09	02/08/11	\$73.54	\$52.09	\$21.45
AXIS CAPITAL HOLDINGS LTD SHS	G0692U109	1	04/09/09	02/08/11	\$36.82	\$25.71	\$11.11
POTASH CORP SASK INC	73755L107	2	12/16/08	02/09/11	\$364.65	\$148.25	\$216.40
FREEMONT-MCMORAN COPPER & GOLD CL B	35671D857	4	12/08/08	02/09/11	\$218.39	\$57.79	\$160.60
AMERICAN EXPRESS CO	025816109	6	08/26/09	02/10/11	\$272.61	\$197.59	\$75.02
INGERSOLL-RAND CO LTD	G47791101	2	01/12/10	02/23/11	\$89.19	\$74.41	\$14.78
INGERSOLL-RAND CO LTD	G47791101	1	01/12/10	02/24/11	\$44.81	\$37.20	\$7.61
INGERSOLL-RAND CO LTD	G47791101	4	02/12/10	03/01/11	\$179.91	\$125.23	\$54.68
GENERAL ELECTRIC CO	369604103	3	03/19/09	03/10/11	\$60.30	\$31.33	\$28.97
GENERAL ELECTRIC CO	369604103	9	03/17/09	03/10/11	\$180.90	\$89.02	\$91.88
GENERAL ELECTRIC CO	369604103	15	03/16/09	03/10/11	\$301.50	\$154.96	\$146.54
GENERAL ELECTRIC CO	369604103	12	03/16/09	03/10/11	\$241.21	\$118.55	\$122.66
ILLINOIS TOOL WORKS INC	452308109	1	01/08/10	03/10/11	\$54.49	\$48.93	\$5.56
ILLINOIS TOOL WORKS INC	452308109	3	01/08/10	03/11/11	\$164.31	\$146.80	\$17.51
ILLINOIS TOOL WORKS INC	452308109	2	01/07/10	03/14/11	\$108.59	\$96.97	\$11.62
ILLINOIS TOOL WORKS INC	452308109	1	01/08/10	03/14/11	\$54.29	\$48.93	\$5.36
ILLINOIS TOOL WORKS INC	452308109	1	01/07/10	03/14/11	\$54.29	\$48.48	\$5.81
PRUDENTIAL FINL INC	744320102	1	04/13/09	03/15/11	\$58.92	\$27.92	\$31.00
PRUDENTIAL FINL INC	744320102	2	01/05/10	03/15/11	\$117.83	\$105.69	\$12.14
PRUDENTIAL FINL INC	744320102	2	01/06/10	03/15/11	\$117.83	\$106.85	\$10.98
PRUDENTIAL FINL INC	744320102	8	01/28/09	03/15/11	\$471.32	\$267.35	\$203.97
ILLINOIS TOOL WORKS INC	452308109	1	03/11/10	03/16/11	\$53.32	\$46.58	\$6.74



Long term transactions

This category includes sales of assets held more than 12 months.

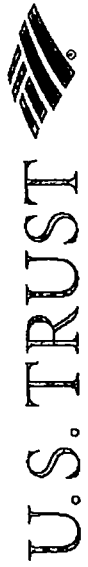
Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
ILLINOIS TOOL WORKS INC	452308109	2	03/11/10	03/18/11	\$108 30	\$93 15	\$15 15
ABN AMRO FDS MONTAG & CALDWELL	00078H281	198 26	01/23/09	03/31/11	\$5,000.00	\$3,296 98	\$1,703 02
NAVISTAR INTL CORP NEW	63934E108	4	04/20/09	04/11/11	\$270 47	\$139.35	\$131 12
THERMO ELECTRON CORP	883556102	1	01/02/08	05/25/11	\$64 42	\$56 35	\$8 07
THERMO ELECTRON CORP	883556102	3	01/02/08	05/25/11	\$192 70	\$169 05	\$23 65
MEDCO HEALTH SOLUTIONS INC	58405U102	3	04/30/08	05/31/11	\$177 57	\$149 05	\$28 52
MEDCO HEALTH SOLUTIONS INC	58405U102	1	04/30/08	07/21/11	\$65 57	\$49 68	\$15 89
MEDCO HEALTH SOLUTIONS INC	58405U102	2	04/30/08	07/21/11	\$127 04	\$99 37	\$27 67
AT&T INC	00206R102	35	04/05/05	08/04/11	\$1,013 69	\$844 08	\$169 61
ALLEGHENY TECHNOLOGIES INC	01741R102	2	01/07/10	08/04/11	\$100 03	\$98 33	\$1 70
ALLEGHENY TECHNOLOGIES INC	01741R102	2	01/28/10	08/04/11	\$100 03	\$85 51	\$14 52
AMERICAN ELECTRIC POWER INC	025537101	1	10/13/09	08/04/11	\$36 25	\$31 62	\$4 63
AMERICAN ELECTRIC POWER INC	025537101	2	10/12/09	08/04/11	\$72 50	\$63 18	\$9 32
AMERICAN ELECTRIC POWER INC	025537101	2	10/11/09	08/04/11	\$72 51	\$62 66	\$9 85
AMERICAN ELECTRIC POWER INC	025537101	7	10/22/09	08/04/11	\$253 77	\$217 55	\$36 22
AMERICAN ELECTRIC POWER INC	025537101	11	10/30/09	08/04/11	\$398 77	\$339 39	\$59 38
APACHE CORP	037411105	4	09/24/09	08/04/11	\$440 19	\$365.91	\$74 28
APACHE CORP	037411105	1	09/24/09	08/04/11	\$110 05	\$91 31	\$18 74
APACHE CORP	037411808	4	07/23/10	08/04/11	\$235 93	\$212 10	\$23 83
APACHE CORP	037411808	2	07/23/10	08/04/11	\$117 96	\$105 17	\$12 79
CIT GROUP INC	125581801	1	07/27/10	08/04/11	\$36 20	\$38 24	\$-2 04
CIT GROUP INC	125581801	1	07/27/10	08/04/11	\$36 21	\$38 15	\$-1 94
CIT GROUP INC	125581801	1	07/28/10	08/04/11	\$36 20	\$37 61	\$-1 41
CAMERON INTL CORP	13342B105	1	06/15/10	08/04/11	\$50 23	\$37 15	\$13 08
CAMERON INTL CORP	13342B105	3	06/15/10	08/04/11	\$150 69	\$111 37	\$39 32
CAMERON INTL CORP	13342B105	3	07/08/10	08/04/11	\$150 70	\$103 63	\$47 07



Long term transactions

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
CAMERON INTL CORP	13342B105	1	07/08/10	08/04/11	\$50.23	\$34.53	\$15.70
CARNIVAL CORP PAIRED CTF 1 COM	143658300	12	05/21/09	08/04/11	\$375.77	\$297.91	\$77.86
CARNIVAL CORP PAIRED CTF 1 COM	143658300	3	03/23/09	08/04/11	\$93.94	\$68.80	\$25.14
CHEVRONTEXACO CORP	166764100	3	08/15/08	08/04/11	\$292.02	\$252.46	\$39.56
CHEVRONTEXACO CORP	166764100	7	12/17/09	08/04/11	\$681.38	\$539.96	\$141.42
CHEVRONTEXACO CORP	166764100	8	05/17/10	08/04/11	\$778.73	\$615.80	\$162.93
CITIGROUP INC	172967424	17	07/08/10	08/04/11	\$600.64	\$677.16	\$-76.52
DIAGEO PLC SPONSORED ADR NEW	25243Q205	3	08/27/09	08/04/11	\$232.92	\$185.38	\$47.54
DIAGEO PLC SPONSORED ADR NEW	25243Q205	5	11/08/04	08/04/11	\$388.21	\$279.20	\$109.01
EMC CORPORATION	268648102	17	07/23/08	08/04/11	\$407.66	\$233.47	\$174.19
EQUITY RESIDENTIAL PROPERTIES TRUST	294761107	5	11/09/09	08/04/11	\$289.91	\$149.35	\$140.56
FLUOR CORP (NEW)-WI	343412102	2	04/22/10	08/04/11	\$110.32	\$104.81	\$5.51
FLUOR CORP (NEW)-WI	343412102	4	10/24/09	08/04/11	\$220.64	\$186.10	\$34.54
FLUOR CORP (NEW)-WI	343412102	3	11/0/09	08/04/11	\$165.49	\$136.27	\$29.22
FLUOR CORP (NEW)-WI	343412102	3	11/03/09	08/04/11	\$165.48	\$134.76	\$30.72
GENERAL MILLS INC	370334104	3	05/17/10	08/04/11	\$108.49	\$110.59	\$-2.10
GENERAL MILLS INC	370334104	2	05/19/10	08/04/11	\$72.32	\$73.58	\$-1.26
GENERAL MILLS INC	370334104	2	05/19/10	08/04/11	\$72.32	\$73.49	\$-1.17
GENERAL MILLS INC	370334104	4	05/19/10	08/04/11	\$144.65	\$146.92	\$-2.27
GOLDMAN SACHS GROUP INC	38141G104	1	08/17/07	08/04/11	\$126.81	\$174.62	\$-47.81
GOLDMAN SACHS GROUP INC	38141G104	1	07/21/10	08/04/11	\$126.81	\$149.65	\$-22.84
GOLDMAN SACHS GROUP INC	38141G104	1	07/21/10	08/04/11	\$126.81	\$148.98	\$-22.17
GOLDMAN SACHS GROUP INC	38141G104	1	10/13/08	08/04/11	\$126.81	\$101.49	\$25.32
INTERNATIONAL BUSINESS MACHINES	459200101	3	10/13/08	08/04/11	\$520.38	\$268.81	\$251.57
JP MORGAN CHASE & CO	46625H100	5	03/31/06	08/04/11	\$190.72	\$209.11	\$-18.39
JP MORGAN CHASE & CO	46625H100	25	03/30/06	08/04/11	\$953.59	\$1,034.57	\$-80.98



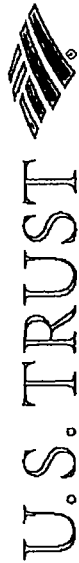
Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
JP MORGAN CHASE & CO	46625H100	2	05/08/09	08/04/11	\$76.29	\$74.96	\$1.33
JP MORGAN CHASE & CO	46625H100	3	05/11/09	08/04/11	\$114.43	\$110.37	\$4.06
JP MORGAN CHASE & CO	46625H100	7	06/02/09	08/04/11	\$267.00	\$248.00	\$19.00
LIFE TECHNOLOGIES CORP	53217V109	3	01/05/10	08/04/11	\$128.04	\$154.31	\$-26.27
LIFE TECHNOLOGIES CORP	53217V109	1	07/15/09	08/04/11	\$42.68	\$40.09	\$2.59
LIFE TECHNOLOGIES CORP	53217V109	4	04/16/09	08/04/11	\$170.72	\$133.91	\$36.81
LIFE TECHNOLOGIES CORP	53217V109	8	02/26/09	08/04/11	\$341.43	\$234.75	\$106.68
LIFE TECHNOLOGIES CORP	53217V109	3	02/26/09	08/04/11	\$128.04	\$86.50	\$41.54
MEDCO HEALTH SOLUTIONS INC	58405U102	4	06/09/08	08/04/11	\$227.89	\$195.98	\$31.91
MERCK & CO INC	58933Y105	5.23	01/05/09	08/04/11	\$166.26	\$92.90	\$73.36
MERCK & CO INC	58933Y105	5.77	01/05/09	08/04/11	\$183.23	\$102.02	\$81.21
OCCIDENTAL PETROLEUM CORP	674599105	3	01/06/09	08/04/11	\$265.89	\$184.74	\$81.15
OCCIDENTAL PETROLEUM CORP	674599105	1	04/21/05	08/04/11	\$88.63	\$35.18	\$53.45
OCCIDENTAL PETROLEUM CORP	674599105	12	04/21/05	08/04/11	\$1,063.57	\$421.61	\$641.96
PG & E CORP	69331C108	16	11/08/04	08/04/11	\$642.59	\$524.16	\$118.43
PNC BANK CORP	693475105	10	04/13/05	08/04/11	\$518.72	\$514.44	\$4.28
PNC BANK CORP	693475105	1	05/08/09	08/04/11	\$51.87	\$51.28	\$0.59
PNC BANK CORP	693475105	1	05/08/09	08/04/11	\$51.87	\$50.06	\$1.81
PNC BANK CORP	693475105	3	05/11/09	08/04/11	\$155.62	\$149.28	\$6.34
PHILIP MORRIS INTL INC	718172109	4	12/02/09	08/04/11	\$272.18	\$198.44	\$73.74
PHILIP MORRIS INTL INC	718172109	9	11/08/04	08/04/11	\$612.40	\$260.94	\$351.46
RAYONIER INC	754907103	3	03/03/08	08/04/11	\$176.45	\$127.05	\$49.40
RAYONIER INC	754907103	5	02/29/08	08/04/11	\$294.08	\$210.58	\$83.50
RAYONIER INC	754907103	1	02/22/08	08/04/11	\$58.82	\$41.22	\$17.60
SVB FINL GROUP	78486Q101	4	05/06/10	08/04/11	\$226.88	\$188.52	\$38.36
SVB FINL GROUP	78486Q101	6	05/06/10	08/04/11	\$340.32	\$281.55	\$58.77



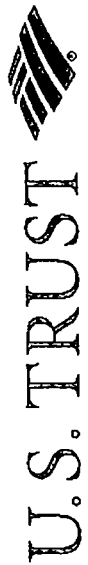
Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
SEMPRA ENERGY	816851109	1	12/03/09	08/04/11	\$48.22	\$54.95	\$-6.73
SEMPRA ENERGY	816851109	2	12/08/09	08/04/11	\$96.45	\$109.38	\$-12.93
SEMPRA ENERGY	816851109	2	12/04/09	08/04/11	\$96.45	\$108.94	\$-12.49
SEMPRA ENERGY	816851109	3	12/02/09	08/04/11	\$144.67	\$163.35	\$-18.68
SEMPRA ENERGY	816851109	1	12/09/09	08/04/11	\$48.22	\$54.16	\$-5.94
THERMO ELECTRON CORP	883556102	6	01/02/08	08/04/11	\$329.22	\$338.10	\$-8.88
THERMO ELECTRON CORP	883556102	3	01/05/10	08/04/11	\$164.61	\$142.88	\$21.73
THERMO ELECTRON CORP	883556102	6	07/15/09	08/04/11	\$329.21	\$240.08	\$89.13
US BANCORP DEL NEW	902973304	3	07/16/08	08/04/11	\$73.05	\$73.72	\$-0.67
US BANCORP DEL NEW	902973304	26	07/31/08	08/04/11	\$633.10	\$603.41	\$29.69
US BANCORP DEL NEW	902973304	13	05/21/09	08/04/11	\$316.55	\$234.21	\$82.34
UNITED PARCEL SVC INC CL B	911312106	6	04/16/10	08/04/11	\$392.65	\$413.13	\$-20.48
UNITED TECHNOLOGIES CORP	913017109	7	11/08/04	08/04/11	\$526.83	\$339.50	\$187.33
UNITED TECHNOLOGIES CORP	913017109	7	03/11/09	08/04/11	\$526.82	\$288.40	\$238.42
WATSON PHARMACEUTICALS INC	942683103	4	05/20/10	08/04/11	\$256.81	\$173.74	\$83.07
WATSON PHARMACEUTICALS INC	942683103	4	05/19/10	08/04/11	\$256.80	\$171.23	\$85.57
WELLS FARGO & CO (NEW)	949746101	7	04/15/10	08/04/11	\$182.92	\$234.79	\$-51.87
WELLS FARGO & CO (NEW)	949746101	8	03/17/10	08/04/11	\$209.06	\$244.05	\$-34.99
WELLS FARGO & CO (NEW)	949746101	38	04/14/05	08/04/11	\$993.01	\$1,142.08	\$-149.07
WELLS FARGO & CO (NEW)	949746101	3	03/11/10	08/04/11	\$78.40	\$88.82	\$-10.42
XCEL ENERGY INC	98389B100	5	05/19/10	08/04/11	\$114.36	\$106.41	\$7.95
XCEL ENERGY INC	98389B100	1	05/19/10	08/04/11	\$22.87	\$21.25	\$1.62
XCEL ENERGY INC	98389B100	5	05/20/10	08/04/11	\$114.36	\$103.53	\$8.83
ACE LTD	H0023R105	4	03/15/07	08/04/11	\$259.53	\$219.73	\$39.80
ACE LTD	H0023R105	3	03/15/07	08/04/11	\$194.64	\$162.30	\$32.34
ACE LTD	H0023R105	3	05/19/10	08/04/11	\$194.64	\$158.52	\$36.12



Bank of America Private Wealth Management

IM CHARLES J COOLEY FAMILY FDN

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Cusip	Number of shares	Date of acquisition	Sale date	Sales price or pass through gain	Cost, other basis or pass through loss	Net gain or loss
ACE LTD	H0023R105	3	05/19/10	08/04/11	\$194 65	\$157 74	\$36 91
ACE LTD	H0023R105	2	03/13/07	08/04/11	\$129 76	\$103 58	\$26 18
ACE LTD	H0023R105	1	05/20/10	08/04/11	\$64 88	\$51 36	\$13.52
TE CONNECTIVITY LTD	H84989104	1	04/29/10	08/04/11	\$31 42	\$32 21	\$-0.79
TE CONNECTIVITY LTD	H84989104	2	04/29/10	08/04/11	\$62 84	\$64 22	\$-1 38
TE CONNECTIVITY LTD	H84989104	1	04/29/10	08/04/11	\$31 42	\$32 00	\$-0 58
TE CONNECTIVITY LTD	H84989104	2	04/30/10	08/04/11	\$62 84	\$63 95	\$-1 11
TE CONNECTIVITY LTD	H84989104	1	04/29/10	08/04/11	\$31 42	\$31 87	\$-0 45
TE CONNECTIVITY LTD	H84989104	1	04/29/10	08/04/11	\$31 42	\$31 77	\$-0 35
COLUMBIA FDS SER TR I STRATEGIC	19765L694	844 6	11/20/07	08/24/11	\$5,000 00	\$5,023 90	\$-23 90
ABN AMRO FDS MONTAG & CALDWELL	00078H281	20 78	01/23/09	09/19/11	\$500 00	\$345 59	\$154 41
COLUMBIA FDS SER TR MID CAP INDEX	19765J608	546 14	07/10/01	10/27/11	\$6,231.48	\$4,685 90	\$1,545 58
COLUMBIA FDS SER TR MID CAP INDEX	19765J608	53 79	06/28/01	10/27/11	\$613 71	\$452 34	\$161 37
COLUMBIA FDS SER TR SMALL CAP	19765J814	246 75	11/01/04	10/27/11	\$4,246 52	\$4,505 60	\$-259 08
COLUMBIA FDS SER TR SMALL CAP	19765J814	3 12	10/20/04	10/27/11	\$53 76	\$55 77	\$-2 01
COLUMBIA FDS SER TR SMALL CAP	19765J814	65 07	10/20/04	10/27/11	\$1,119 86	\$1,161 49	\$-41 63
COLUMBIA FDS SER TR INTL VALUE FD	19765H586	858 5	07/10/01	10/27/11	\$11,890 20	\$14,482 86	\$-2,592 66
ABN AMRO FDS MONTAG & CALDWELL	00078H281	1807 93	01/23/09	10/27/11	\$45,740 53	\$30,065 81	\$15,674 72
COLUMBIA FDS SER TR MID CAP INDEX	19765J608	1 02	06/28/01	10/27/11	\$11 63	\$8 57	\$3 06
Total long term gain/loss from sales:					\$110,214 15	\$88,019 31	\$22,194 84

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
US Trust I/M	4.
US Trust I/M - OID	1.
Total to Form 990-PF, Part I, line 3, Column A	5.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
US Trust	4,313.	449.	3,864.
US Trust - Nontaxable Distributions	2.	0.	2.
Total to Fm 990-PF, Part I, ln 4	4,315.	449.	3,866.

Form 990-PF Taxes Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
US Tax	195.	195.	0.	0.
To Form 990-PF, Pg 1, ln 18	195.	195.	0.	0.

Form 990-PF Other Expenses Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank of America Agency Fees	1,365.	1,365.	0.	0.
Bank of America Tax Service Fee	300.	0.	0.	300.
Nexsen Pruet Tax Service Fee	2,506.	0.	0.	2,506.
To Form 990-PF, Pg 1, ln 23	4,171.	1,365.	0.	2,806.

Form 990-PF	Corporate Bonds	Statement	5
<u>Description</u>	<u>Book Value</u>	<u>Fair Market Value</u>	
Corporate Bonds	142,335.	142,474.	
Total to Form 990-PF, Part II, line 10c	142,335.	142,474.	

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement	6
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<u>Name and Address</u>	<u>Title and Avrg Hrs/Wk</u>	<u>Compen-sation</u>	<u>Employee Ben Plan Contrib</u>	<u>Expense Account</u>
Charles J. Cooley 2548 Roswell Avenue Charlotte, NC 28209	Secretary/Treasurer 0.00	0.	0.	0.
Bernadette K. Cooley 2548 Roswell Avenue Charlotte, NC 28209	President 0.00	0.	0.	0.
Charles Jennings Cooley, II 4124 Morrowick Road Charlotte, NC 28226	Vice President 0.00	0.	0.	0.
Christopher Young Cooley 2812 Forest Drive Charlotte, NC 28211	Vice President 0.00	0.	0.	0.
Kathryn Cooley Heiser 436 Longridge Drive Pittsburg, PA 15243	Vice President 0.00	0.	0.	0.
Nancy D. Dry Bank of America, 100 N. Tryon Street Charlotte, NC 28202	Assistant Secretary 0.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.