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

2011

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

THE COLE FOUNDATION TRUST

REGIONS TRUST ACCOUNT NO. 60-4047-01-9

A Employer identification number

56-2547408

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

P.O. BOX 2527

Room/suite

B Telephone number

251-690-1440

City or town, state, and ZIP code

MOBILE, AL 36622-0001

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE 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 ☐

Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 868,836. (Part I, column (d) must be on cash basis)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

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).)

(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

N/A

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

16,353.

16,353.

STATEMENT 1

4 Dividends and interest from securities

7,914.

7,914.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

39,710.

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a

416,346.

7 Capital gain net income (from Part IV, line 2)

39,710.

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

63,977.

63,977.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 3

1,600.

1,600.

136

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IRS-OSC

0.

c Other professional fees

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 4

12,238.

12,238.

0.

24 Total operating and administrative expenses. Add lines 13 through 23

13,838.

13,838.

0.

25 Contributions, gifts, grants paid

32,000.

32,000.

26 Total expenses and disbursements. Add lines 24 and 25

45,838.

13,838.

32,000.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

18,139.

b Net investment income (if negative, enter -0-)

50,139.

c Adjusted net income (if negative, enter -0-)

N/A

22
214

THE COLE FOUNDATION TRUST

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56-2547408

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			57,462.	42,429.	42,429.
	2 Savings and temporary cash investments					
	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 STMT 5			720,517.	753,689.	826,407.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment, basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			777,979.	796,118.	868,836.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	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 ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds			777,979.	796,118.		
30 Total net assets or fund balances			777,979.	796,118.		
31 Total liabilities and net assets/fund balances			777,979.	796,118.		

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	777,979.
2 Enter amount from Part I, line 27a	2	18,139.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	796,118.
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	796,118.

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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 THRU REGIONS BANK	P	VARIOUS	VARIOUS
b THRU REGIONS BANK	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 154,211.		148,621.	5,590.
b 259,780.		228,015.	31,765.
c 2,355.			2,355.
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			5,590.
b			31,765.
c			2,355.
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	39,710.
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

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	31,698.	844,371.	.037540
2009	20,000.	676,015.	.029585
2008	24,871.	474,437.	.052422
2007	24,775.	519,317.	.047707
2006	25,164.	502,528.	.050075

2 Total of line 1, column (d)	2	.217329
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	.043466
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	882,284.
5 Multiply line 4 by line 3	5	38,349.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	501.
7 Add lines 5 and 6	7	38,850.
8 Enter qualifying distributions from Part XII, line 4 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.	8	32,000.

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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	1,003.
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	1,003.
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	1,003.
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		6.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,009.
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 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?		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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

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

Website address ► N/A

14 The books are in care of ► REGIONS MORGAN KEEGAN TRUST Telephone no. ► 251-690-1440
 Located at ► P.O. BOX 2527, MOBILE, AL ZIP+4 ► 36622

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 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 ►

16	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>	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
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
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

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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)? ☐ 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? **6b** ☐ Yes ☒ 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? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
HERBERT PHALON COLE 216-D PORTIER COURT EAST MOBILE, AL 36607	TRUSTEE 0.00	0.	0.	0.
BRANDLY C. COLE 2301 N.W. 82ND AVENUE PEMBROKE PINES, FL 33024	TRUSTEE 0.00	0.	0.	0.
LAURA J.C. MENARD 1965 TABLE MESA DRIVE BOULDER, CO 80305	TRUSTEE 0.00	0.	0.	0.
ROGER E. COLE 208 WEST LAKEWOOD DRIVE MOBILE, AL 36608	TRUSTEE 0.00	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 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	862,915.
b Average of monthly cash balances	1b	32,805.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	895,720.
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	895,720.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,436.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	882,284.
6 Minimum investment return. Enter 5% of line 5	6	44,114.

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

1 Minimum investment return from Part X, line 6	1	44,114.
2a Tax on investment income for 2011 from Part VI, line 5	2a	1,003.
b Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,003.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	43,111.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	43,111.
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	43,111.

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	32,000.
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	32,000.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,000.

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.

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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				43,111.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			23,071.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 32,000.				
a Applied to 2010, but not more than line 2a			23,071.	
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				8,929.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				34,182.
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	0.			
9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

N/A

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

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 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(i)(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**

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines:

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

THE COLE FOUNDATION TRUST

REGIONS TRUST ACCOUNT NO. 60-4047-01-9

56-2547408

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				
JUBILEE CENTER HOLLYWOOD, FL	NONE	N/A	UNRESTRICTED CONTRIBUTION	2,000.
ORANGE BEACH VOLUNTEER FIRE DEPT ORANGE BEACH, AL	NONE	N/A	UNRESTRICTED CONTRIBUTION	4,000.
ST JOHNS EPISCOPAL CHURCH MOBILE, AL	NONE	N/A	UNRESTRICTED CONTRIBUTION	6,000.
ST PAUL'S EPISCOPAL CHURCH MOBILE, AL	NONE	N/A	UNRESTRICTED CONTRIBUTION	4,000.
THE NATURE CONSERVANCY OF ALABAMA MOBILE, AL	NONE	N/A	UNRESTRICTED CONTRIBUTION	8,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				32,000.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

56-2547408

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MORGAN KEEGAN	16,353.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16,353.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN KEEGAN	10,269.	2,355.	7,914.
TOTAL TO FM 990-PF, PART I, LN 4	10,269.	2,355.	7,914.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,600.	1,600.		0.
TO FORM 990-PF, PG 1, LN 16B	1,600.	1,600.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEE	11,758.	11,758.		0.
TAXES	480.	480.		0.
TO FORM 990-PF, PG 1, LN 23	12,238.	12,238.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT

5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	397,776.	405,313.
EQUITIES	355,913.	421,094.
TOTAL TO FORM 990-PF, PART II, LINE 10B	753,689.	826,407.

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TRUST YEAR ENDING 12/31/2011

TAX PREPARER. 6990
TRUST ADMINISTRATOR 544
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1000 0000 AT&T INC DTD 05/13/08 5 6% 05/15/2018 - 00206RAM4 - MINOR = 45							
SOLD		11/04/2011	1170 27				
ACQ	1000 0000	06/08/2009	1170 27	1016 38	153 89	LT15	Y
115 0000 ABBOTT LABORATORIES - 002824100 - MINOR = 31001							
SOLD		04/06/2011	5814 31				
ACQ	115.0000	05/29/2009	5814 31	5140 29	674 02	LT15	Y
15.0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001							
SOLD		05/16/2011	740.53				
ACQ	15.0000	05/29/2009	740.53	364 47	376 06	LT15	Y
107 6430 ARTISAN FDS INC SMALL CAP VALUE FD-INV - 04314H501 - MINOR = 62							
SOLD		04/06/2011	2002 16				
ACQ	107.6430	03/17/2010	2002 16	1646 94	355 22	LT15	Y
59 6210 ARTISAN FDS INC SMALL CAP VALUE FD-INV - 04314H501 - MINOR = 62							
SOLD		05/16/2011	1076 76				
ACQ	36 5460	12/11/2009	660 02	507 99	152 03	LT15	Y
	23.0750	03/17/2010	416.74	353 05	63 69	LT15	Y
265 4870 ARTISAN FDS INC MID CAP VALUE FD INV SHS - 04314H709 - MINOR = 62							
SOLD		04/06/2011	6013 28				
ACQ	209 0540	05/29/2009	4735 07	3022 92	1712 15	LT15	Y
	56.4330	12/11/2009	1278.21	1000 00	278 21	LT15	Y
65 9920 ARTISAN FDS INC MID CAP VALUE FD INV SHS - 04314H709 - MINOR = 62							
SOLD		05/16/2011	1484 82				
ACQ	65 9920	05/29/2009	1484 82	954 25	530 57	LT15	Y
30 0000 AUTO DESK INC - 052769106 - MINOR = 50							
SOLD		05/16/2011	1355 07				
ACQ	30 0000	08/24/2010	1355 07	813 65	541 42	ST	Y
4000 0000 BB& T CORPORATION DTD 7/27/09 3 85% 07/2 - 05531FAC7 - MINOR = 45							
SOLD		10/28/2011	4090 63				
ACQ	3000.0000	04/27/2010	3067 97	3125 04	-57 07	LT15	Y
	1000.0000	04/29/2010	1022.66	1044 62	-21 96	LT15	Y
330 0000 BANK AMER CORP - 060505104							
SOLD		08/19/2011	2227 46				
ACQ	330.0000	12/10/2009	2227 46	5029 20	-2801 74	LT15	Y
536 7230 BLACKROCK US OPPORTUNITIES-I - 091929760 - MINOR = 62							
SOLD		04/06/2011	23717.79				
ACQ	536.7230	06/15/2010	23717 79	18999 99	4717 80	ST	Y
35 5490 BUFFALO SMALL CAP FUND - 119804102 - MINOR = 62							
SOLD		04/06/2011	1002 48				
ACQ	35 5490	03/17/2010	1002.48	894 06	108 42	LT15	Y
48 9850 BUFFALO SMALL CAP FUND - 119804102 - MINOR = 62							
SOLD		05/16/2011	1360 80				
ACQ	5 0120	12/11/2009	139 23	110 01	29 22	LT15	Y
	43 9730	03/17/2010	1221 57	1105 93	115 64	LT15	Y
20 0000 CATERPILLAR INC - 149123101 - MINOR = 456							
SOLD		04/28/2011	2250.15				
ACQ	20 0000	02/08/2010	2250.15	1017 40	1232 75	LT15	Y
10 0000 CATERPILLAR INC - 149123101 - MINOR = 456							
SOLD		05/16/2011	1055.68				
ACQ	10 0000	02/08/2010	1055.68	508 70	546 98	LT15	Y
15 0000 CHEVRON CORP COM - 166764100 - MINOR = 50							
SOLD		05/16/2011	1531 47				
ACQ	15 0000	05/29/2009	1531 47	996 60	534 87	LT15	Y
8000 0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2 25% 12/10/2012 - 17313YAJ0 - MINOR = 30							
SOLD		01/28/2011	8232.73				
ACQ	8000.0000	12/15/2009	8232 73	8153 76	78 97	LT15	Y
1000 0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012 - 17313YAJ0 - MINOR = 30							
SOLD		06/07/2011	1027.61				
ACQ	1000 0000	12/15/2009	1027 61	1019 22	8 39	LT15	Y
1000 0000 COMCAST CORP DTD 06/18/09 5 7% 07/01/201 - 20030NAZA - MINOR = 45							
SOLD		11/04/2011	1175.71				
ACQ	1000 0000	07/08/2009	1175.71	1011 07	164 64	LT15	Y
1000 0000 JOHN DEERE CAPITAL CORP INSD FDIC DTD 12/19/08 2 875% 06/19/2012 - 24424DAA7 - MINOR = 30							
SOLD		04/07/2011	1029 16				
ACQ	1000.0000	10/06/2009	1029 16	1035 22	-6 06	LT15	Y
65 0000 E M C CORP MASS COM - 268648102 - MINOR = 50							
SOLD		04/28/2011	1812 81				
ACQ	65.0000	05/29/2009	1812 81	762 33	1050 48	LT15	Y
30 0000 E M C CORP MASS COM - 268648102 - MINOR = 50							
SOLD		05/16/2011	821 38				
ACQ	30.0000	05/29/2009	821 38	351 85	469 53	LT15	Y
75 0000 EATON CORP - 278058102 - MINOR = 50							
SOLD		01/28/2011	7878 22				
ACQ	75 0000	05/29/2009	7878 22	3279 62	4598 60	LT15	Y
167 3700 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35							
SOLD		09/15/2011	167 37				
ACQ	167 3700	08/11/2011	167 37	181 94	-14 57	ST	Y
181 9800 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35							
SOLD		10/17/2011	181 98				
ACQ	181.9800	08/11/2011	181 98	197 82	-15 84	ST	Y
218 7300 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35							
SOLD		11/15/2011	218 73				
ACQ	218.7300	08/11/2011	218 73	237 77	-19 04	ST	Y
223 8000 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35							
SOLD		12/15/2011	223 80				
ACQ	223 8000	08/11/2011	223.80	243 28	-19 48	ST	Y

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TRUST YEAR ENDING 12/31/2011

TAX PREPARER 6990
TRUST ADMINISTRATOR 544
INVESTMENT OFFICER 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
218.8600 FEDERAL HOME LOAN MTG CORP POOL #G01840 DTD 06/01/2005 5% 07/01/2035 - 3128LXBH2 - MINOR = 35							
SOLD		12/31/2011	218.86				
ACQ	218 8600	08/11/2011	218.86	237 91	-19 05	ST	Y
CHANGED 02/19/12 MK							
211 6300 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		01/31/2011	211.63				
ACQ	211 6300	10/07/2009	211.63	223 10	-11 47	LT15	Y
CHANGED 02/19/11 MK							
243 0800 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		03/15/2011	243.08				
ACQ	243 0800	10/07/2009	243.08	256 26	-13 18	LT15	Y
210 9700 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		04/15/2011	210.97				
ACQ	210 9700	10/07/2009	210.97	222 41	-11 44	LT15	Y
186 0600 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		05/16/2011	186.06				
ACQ	186.0600	10/07/2009	186.06	196 15	-10 09	LT15	Y
128 7300 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		06/15/2011	128.73				
ACQ	128 7300	10/07/2009	128.73	135 71	-6 98	LT15	Y
166 9100 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		07/15/2011	166.91				
ACQ	166 9100	10/07/2009	166.91	175 96	-9 05	LT15	Y
4656 8800 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		08/09/2011	5019.98				
ACQ	4656 8800	10/07/2009	5019.98	4909 37	110 61	LT15	Y
109 4500 FEDERAL HOME LOAN MTG CORP POOL#G13273 5 - 3128MB2E6 - MINOR = 35							
SOLD		08/15/2011	109.45				
ACQ	109 4500	10/07/2009	109.45	115 38	-5 93	LT15	Y
917 5500 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		01/31/2011	917.55				
ACQ	917 5500	06/08/2009	917.55	943 07	-25 52	LT15	Y
CHANGED 02/19/11 MK							
822 0100 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		03/15/2011	822.01				
ACQ	822 0100	06/08/2009	822.01	844.87	-22 86	LT15	Y
933 9300 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		04/15/2011	933.93				
ACQ	933 9300	06/08/2009	933.93	959 90	-25 97	LT15	Y
553 8300 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		05/16/2011	553.83				
ACQ	553 8300	06/08/2009	553.83	569 23	-15 40	LT15	Y
549 8800 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		06/15/2011	549.88				
ACQ	549 8800	06/08/2009	549.88	565 17	-15 29	LT15	Y
515 5800 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		07/15/2011	515.58				
ACQ	515 5800	06/08/2009	515.58	529 92	-14 34	LT15	Y
23230 7100 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		08/09/2011	25041.98				
ACQ	23230 7100	06/08/2009	25041.98	23876 81	1165 17	LT15	Y
742 3500 FEDERAL HOME LOAN MTG CORP POOL #G13174 DTD 05/01/08 5% 06/01/2023 - 3128MBXB8 - MINOR = 35							
SOLD		08/15/2011	742.35				
ACQ	742 3500	06/08/2009	742.35	763 00	-20 65	LT15	Y
434.3800 FEDERAL HOME LOAN MORTGAGE CORP POOL #G13485 DTD 02/01/2009 5% 01/01/2024 - 3128MCCW3 - MINOR = 35							
SOLD		06/15/2011	434.38				
ACQ	434 3800	05/06/2011	434.38	465 13	-30 75	ST	Y
382 6000 FEDERAL HOME LOAN MORTGAGE CORP POOL #G13485 DTD 02/01/2009 5% 01/01/2024 - 3128MCCW3 - MINOR = 35							
SOLD		07/15/2011	382.60				
ACQ	382 6000	05/06/2011	382.60	409 68	-27 08	ST	Y
12666 9400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G13485 DTD 02/01/2009 5% 01/01/2024 - 3128MCCW3 - MINOR = 35							
SOLD		08/09/2011	13654.57				
ACQ	12666 9400	05/06/2011	13654.57	13563 52	91 05	ST	Y
407 4400 FEDERAL HOME LOAN MORTGAGE CORP POOL #G13485 DTD 02/01/2009 5% 01/01/2024 - 3128MCCW3 - MINOR = 35							
SOLD		08/15/2011	407.44				
ACQ	407 4400	05/06/2011	407.44	436 28	-28 84	ST	Y
160 1900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35							
SOLD		09/15/2011	160.19				
ACQ	160 1900	08/11/2011	160.19	169 50	-9 31	ST	Y
256 4900 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35							
SOLD		10/17/2011	256.49				
ACQ	256 4900	08/11/2011	256.49	271 40	-14 91	ST	Y
307 7600 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35							
SOLD		11/15/2011	307.76				
ACQ	307 7600	08/11/2011	307.76	325 65	-17 89	ST	Y
259 2600 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35							
SOLD		12/15/2011	259.26				
ACQ	259 2600	08/11/2011	259.26	274 33	-15 07	ST	Y
229.0700 FEDERAL HOME LOAN MORTGAGE CORP POOL #G14056 DTD 02/01/2011 4% 08/01/2025 - 3128MCWR2 - MINOR = 35							
SOLD		12/31/2011	229.07				
ACQ	229 0700	08/11/2011	229.07	242 38	-13 31	ST	Y
CHANGED 02/19/12 MK							
32 5800 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3 5% 08/01/2026 - 3128PWBW7 - MINOR = 35							
SOLD		09/15/2011	32.58				
ACQ	32.5800	08/11/2011	32.58	34 08	-1 50	ST	Y

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TRUST YEAR ENDING 12/31/2011

TAX PREPARER: 6990
TRUST ADMINISTRATOR: 544
INVESTMENT OFFICER: 91

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
118 4700 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3 5% 08/01/2026 - 3128PWBW7 - MINOR = 35							
SOLD		10/17/2011	118.47				
ACQ	118 4700	08/11/2011	118.47	123.91	-5.44	ST	Y
198 5400 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3 5% 08/01/2026 - 3128PWBW7 - MINOR = 35							
SOLD		11/15/2011	198.54				
ACQ	198 5400	08/11/2011	198.54	207.66	-9.12	ST	Y
224 8100 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3 5% 08/01/2026 - 3128PWBW7 - MINOR = 35							
SOLD		12/15/2011	224.81				
ACQ	224 8100	08/11/2011	224.81	235.14	-10.33	ST	Y
114 4200 FEDERAL HOME LOAN MORTGAGE CORP POOL #J16353 DTD 08/01/2011 3 5% 08/01/2026 - 3128PWBW7 - MINOR = 35							
SOLD		12/31/2011	114.42				
ACQ	114 4200	08/11/2011	114.42	119.68	-5.26	ST	Y
CHANGED 02/19/12 MK							
1000 0000 FEDERAL HOME LOAN MORTGAGE CORP 5 75% DTD 1/14/02 DUE 1/15/2012 - 3134A4JT2 - MINOR = 30							
SOLD		01/07/2011	1053.92				
ACQ	1000.0000	10/06/2009	1053.92	1102.02	-48.10	LT15	Y
1000 0000 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/1 - 31359MH89 - MINOR = 35							
SOLD		07/07/2011	1140.34				
ACQ	1000.0000	04/07/2011	1140.34	1119.44	20.90	ST	Y
609 2500 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		06/27/2011	609.25				
ACQ	609 2500	05/06/2011	609.25	671.03	-61.78	ST	Y
617 2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		07/25/2011	617.23				
ACQ	617.2300	05/06/2011	617.23	679.82	-62.59	ST	Y
483 1400 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		08/25/2011	483.14				
ACQ	483.1400	05/06/2011	483.14	532.13	-48.99	ST	Y
506 0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		09/26/2011	506.08				
ACQ	506 0800	05/06/2011	506.08	557.40	-51.32	ST	Y
404 7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		10/25/2011	404.70				
ACQ	404 7000	05/06/2011	404.70	445.74	-41.04	ST	Y
385 8900 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		11/25/2011	385.89				
ACQ	385 8900	05/06/2011	385.89	425.02	-39.13	ST	Y
524 9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		12/27/2011	524.96				
ACQ	524.9600	05/06/2011	524.96	578.19	-53.23	ST	Y
482 0100 FEDERAL NATIONAL MORTGAGE ASSN POOL #190370 DTD 05/01/2006 6% 06/01/2036 - 31368HMT7 - MINOR = 35							
SOLD		12/31/2011	482.01				
ACQ	482 0100	05/06/2011	482.01	530.89	-48.88	ST	Y
CHANGED 02/19/12 MK							
160 1200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		09/26/2011	160.12				
ACQ	160 1200	08/09/2011	160.12	168.23	-8.11	ST	Y
336 6900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		10/25/2011	336.69				
ACQ	336 6900	08/09/2011	336.69	353.73	-17.04	ST	Y
258 4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		11/25/2011	258.48				
ACQ	258 4800	08/09/2011	258.48	271.57	-13.09	ST	Y
300 9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		12/27/2011	300.94				
ACQ	300 9400	08/09/2011	300.94	316.17	-15.23	ST	Y
186 3100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 - 3138A8SR8 - MINOR = 35							
SOLD		12/31/2011	186.31				
ACQ	186.3100	08/09/2011	186.31	195.74	-9.43	ST	Y
CHANGED 02/19/12 MK							
51 4500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		12/27/2011	51.45				
ACQ	51 4500	11/04/2011	51.45	54.73	-3.28	ST	Y
45 2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4 5% 06/01/2041 - 3138EGNK6 - MINOR = 35							
SOLD		12/31/2011	45.28				
ACQ	45.2800	11/04/2011	45.28	48.17	-2.89	ST	Y
CHANGED 02/19/12 MK							
1000 0000 FANNIE MAE DTD 03/07/08 2 75% 04/11/2011 - 31398APG1 - MINOR = 30							
SOLD		01/07/2011	1006.25				
ACQ	1000.0000	10/06/2009	1006.25	1030.76	-24.51	LT15	Y
17000 0000 FANNIE MAE DTD 03/07/08 2 75% 04/11/2011 - 31398APG1 - MINOR = 30							
SOLD		04/11/2011	17000.00				
ACQ	15000 0000	06/08/2009	15000.00	15360.00	-360.00	LT15	Y
	1000 0000	10/06/2009	1000.00	1030.76	-30.76	LT15	Y
	1000 0000	04/07/2010	1000.00	1022.49	-22.49	LT15	Y
172 2200 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35							
SOLD		09/26/2011	172.22				
ACQ	172 2200	08/09/2011	172.22	185.76	-13.54	ST	Y
169 5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35							
SOLD		10/25/2011	169.53				
ACQ	169.5300	08/09/2011	169.53	182.85	-13.32	ST	Y
208 4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35							
SOLD		11/25/2011	208.42				
ACQ	208 4200	08/09/2011	208.42	224.80	-16.38	ST	Y

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TAX PREPARER 6990
TRUST ADMINISTRATOR 544
INVESTMENT OFFICER 91

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
192 9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35							
SOLD		12/27/2011	192.94				
ACQ	192.9400	08/09/2011	192.94	208 10	-15 16	ST	Y
217 6300 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 - 31402RFV6 - MINOR = 35							
SOLD		12/31/2011	217.63				
ACQ	217 6300	08/09/2011	217 63	234 73	-17 10	ST	Y
CHANGED 02/19/12 MK							
1112 5600 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		02/25/2011	1112.56				
ACQ	1112 5600	06/08/2009	1112.56	1160 71	-48 15	LT15	Y
1462 7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		03/25/2011	1462 70				
ACQ	1462 7000	06/08/2009	1462.70	1526 01	-63 31	LT15	Y
695 6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		04/25/2011	695.64				
ACQ	695.6400	06/08/2009	695.64	725 75	-30 11	LT15	Y
653 6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		05/25/2011	653.62				
ACQ	653.6200	06/08/2009	653.62	681 91	-28 29	LT15	Y
766 2800 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		06/27/2011	766 28				
ACQ	766.2800	06/08/2009	766 28	799 45	-33 17	LT15	Y
501 0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		07/25/2011	501 08				
ACQ	501.0800	06/08/2009	501.08	522.77	-21 69	LT15	Y
511.7200 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		08/25/2011	511 72				
ACQ	511 7200	06/08/2009	511.72	533 87	-22 15	LT15	Y
627 9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		09/26/2011	627 96				
ACQ	627.9600	06/08/2009	627 96	655 14	-27 18	LT15	Y
831 3300 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		10/25/2011	831 33				
ACQ	831.3300	06/08/2009	831.33	867 31	-35 98	LT15	Y
450 6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		11/25/2011	450.61				
ACQ	450.6100	06/08/2009	450.61	470 11	-19 50	LT15	Y
604 9500 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		12/27/2011	604.95				
ACQ	604.9500	06/08/2009	604 95	631 13	-26 18	LT15	Y
764 0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 - 31407JDQ2 - MINOR = 35							
SOLD		12/31/2011	764 02				
ACQ	764 0200	06/08/2009	764.02	797 09	-33 07	LT15	Y
CHANGED 02/19/12 MK							
108 4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		06/27/2011	108 41				
ACQ	108.4100	05/10/2011	108 41	116 30	-7 89	ST	Y
105 3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		07/25/2011	105.35				
ACQ	105 3500	05/10/2011	105.35	113 02	-7 67	ST	Y
155 7000 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		08/25/2011	155 70				
ACQ	155.7000	05/10/2011	155.70	167 04	-11 34	ST	Y
116 9100 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		09/26/2011	116 91				
ACQ	116 9100	05/10/2011	116 91	125 42	-8 51	ST	Y
143 8500 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		10/25/2011	143 85				
ACQ	143 8500	05/10/2011	143 85	154 32	-10 47	ST	Y
147 2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		11/25/2011	147 29				
ACQ	147.2900	05/10/2011	147 29	158 01	-10 72	ST	Y
145 5500 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		12/27/2011	145.55				
ACQ	145 5500	05/10/2011	145 55	156 15	-10 60	ST	Y
142 9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #889291 DTD 03/01/2008 5% 04/01/2023 - 31410G7C1 - MINOR = 35							
SOLD		12/31/2011	142.93				
ACQ	142 9300	05/10/2011	142 93	153 34	-10 41	ST	Y
CHANGED 02/19/12 MK							
26 4900 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		02/25/2011	26 49				
ACQ	26.4900	12/07/2010	26 49	28 82	-2 33	ST	Y
68 3600 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		03/25/2011	68 36				
ACQ	68.3600	12/07/2010	68 36	74 38	-6 02	ST	Y
84 1200 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		04/25/2011	84 12				
ACQ	84 1200	12/07/2010	84 12	91 53	-7 41	ST	Y
58 4700 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		05/25/2011	58 47				
ACQ	58.4700	12/07/2010	58 47	63 62	-5 15	ST	Y
90.2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		06/27/2011	90.24				
ACQ	90 2400	12/07/2010	90 24	98 19	-7 95	ST	Y

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TRUST ADMINISTRATOR 544
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LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
40 6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		07/25/2011	40 62				
ACQ	40 6200	12/07/2010	40 62	44 20	-3 58	ST	Y
47 8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		08/25/2011	47 87				
ACQ	47 8700	12/07/2010	47 87	52 09	-4 22	ST	Y
73 6200 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		09/26/2011	73 62				
ACQ	73 6200	12/07/2010	73 62	80 11	-6 49	ST	Y
37 8600 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		10/25/2011	37 86				
ACQ	37 8600	12/07/2010	37 86	41 20	-3 34	ST	Y
54 1900 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		11/25/2011	54 19				
ACQ	54 1900	12/07/2010	54 19	58 97	-4 78	ST	Y
73 7300 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		12/27/2011	73 73				
ACQ	73 7300	12/07/2010	73 73	80 23	-6 50	LT15	Y
58 5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #946391 DTD 08/01/2007 6% 09/01/2037 - 31413H2Y3 - MINOR = 35							
SOLD		12/31/2011	58 53				
ACQ	58 5300	12/07/2010	58 53	63 69	-5 16	LT15	Y
CHANGED 02/19/12 MK							
91 7200 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		02/25/2011	91 72				
ACQ	91 7200	04/07/2010	91 72	97 38	-5 66	ST	Y
88 5600 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		03/25/2011	88 56				
ACQ	88 5600	04/07/2010	88 56	94 03	-5 47	ST	Y
76 5800 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		04/25/2011	76 58				
ACQ	76 5800	04/07/2010	76 58	81 31	-4 73	LT15	Y
47 6300 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		05/25/2011	47 63				
ACQ	47 6300	04/07/2010	47 63	50 57	-2 94	LT15	Y
68 9700 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		06/27/2011	68 97				
ACQ	68 9700	04/07/2010	68 97	73 23	-4 26	LT15	Y
52 3800 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		07/25/2011	52 38				
ACQ	52 3800	04/07/2010	52 38	55 61	-3 23	LT15	Y
61 2100 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		08/25/2011	61 21				
ACQ	61 2100	04/07/2010	61 21	64 99	-3 78	LT15	Y
109 3100 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		09/26/2011	109 31				
ACQ	109 3100	04/07/2010	109 31	116 06	-6 75	LT15	Y
55 8100 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		10/25/2011	55 81				
ACQ	55 8100	04/07/2010	55 81	59 25	-3 44	LT15	Y
100 6700 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		11/25/2011	100 67				
ACQ	100 6700	04/07/2010	100 67	106 88	-6 21	LT15	Y
45 9300 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		12/27/2011	45 93				
ACQ	45 9300	04/07/2010	45 93	48 76	-2 83	LT15	Y
60 8200 FEDERAL NATL MTG ASSN POOL #950796 DTD 10/01/2007 6% 10/01/2037 - 31413NXZ3 - MINOR = 35							
SOLD		12/31/2011	60 82				
ACQ	60 8200	04/07/2010	60 82	64 57	-3 75	LT15	Y
CHANGED 02/19/12 MK							
333 0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		02/25/2011	333 09				
ACQ	333 0900	06/08/2009	333 09	341 99	-8 90	LT15	Y
195 2500 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		03/25/2011	195 25				
ACQ	195 2500	06/08/2009	195 25	200 47	-5 22	LT15	Y
180 5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		04/25/2011	180 57				
ACQ	180 5700	06/08/2009	180 57	185 40	-4 83	LT15	Y
138 3000 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		05/25/2011	138 30				
ACQ	138 3000	06/08/2009	138 30	142 00	-3 70	LT15	Y
177 5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		06/27/2011	177 58				
ACQ	177 5800	06/08/2009	177 58	182 32	-4 74	LT15	Y
96 9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		07/25/2011	96 93				
ACQ	96 9300	06/08/2009	96 93	99 52	-2 59	LT15	Y
76 0200 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		08/25/2011	76 02				
ACQ	76 0200	06/08/2009	76 02	78 05	-2 03	LT15	Y
154 8800 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		09/26/2011	154 88				
ACQ	154 8800	06/08/2009	154 88	159 02	-4 14	LT15	Y

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TAX PREPARER 6990
TRUST ADMINISTRATOR 544
INVESTMENT OFFICER 91

LEGEND P - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
108 8500 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		10/25/2011	108.85				
ACQ	108 8500	06/08/2009	108.85	111 76	-2 91	LT15	Y
59 6000 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		11/25/2011	59 60				
ACQ	59 6000	06/08/2009	59 60	61 19	-1 59	LT15	Y
107 9200 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		12/27/2011	107.92				
ACQ	107 9200	06/08/2009	107.92	110 80	-2 88	LT15	Y
125 4500 FEDERAL NATIONAL MORTGAGE ASSN POOL #963 - 31414DZQ2 - MINOR = 35							
SOLD		12/31/2011	125.45				
ACQ	125 4500	06/08/2009	125.45	128 80	-3 35	LT15	Y
CHANGED 02/19/12 MK							
226 7700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		09/26/2011	226 77				
ACQ	226 7700	08/09/2011	226.77	235 27	-8 50	ST	Y
389 9300 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		10/25/2011	389.93				
ACQ	389 9300	08/09/2011	389.93	404 55	-14 62	ST	Y
345 5600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		11/25/2011	345.56				
ACQ	345 5600	08/09/2011	345.56	358 52	-12 96	ST	Y
293 0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		12/27/2011	293.08				
ACQ	293 0800	08/09/2011	293.08	304 07	-10 99	ST	Y
184 6700 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 - 31419DMQ1 - MINOR = 35							
SOLD		12/31/2011	184.67				
ACQ	184 6700	08/09/2011	184 67	191 60	-6 93	ST	Y
CHANGED 02/19/12 MK							
1000 0000 GENERAL ELECTRIC CO 5% 02/01/2013 - 369604AY9 - MINOR = 45							
SOLD		02/09/2011	1068 25				
ACQ	1000 0000	10/06/2009	1068.25	1063 85	4 40	LT15	Y
3000 0000 GENERAL ELECTRIC CO 5% 02/01/2013 - 369604AY9 - MINOR = 45							
SOLD		02/09/2011	3203.22				
ACQ	3000 0000	06/08/2009	3203.22	3075 48	127.74	LT15	Y
1000 0000 GENERAL ELEC CAP CORP FDIC INSURED DTD 01/08/09 2.2% 06/08/2012 - 36967HAH0 - MINOR = 30							
SOLD		06/07/2011	1019 11				
ACQ	1000 0000	10/06/2009	1019.11	1018 26	0 85	LT15	Y
1000.0000 GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% - 38141EA25 - MINOR = 45							
SOLD		08/09/2011	1154 29				
ACQ	1000.0000	05/20/2010	1154 29	1098 02	56 27	LT15	Y
11000 0000 GOLDMAN SACHS GROUP INC FDIC INSURED DTD 01/21/09 1.625% 07/15/2011 - 38146FAF8 - MINOR = 30							
SOLD		07/07/2011	11001 39				
ACQ	9000 0000	06/08/2009	9001 14	8999 37	1 77	LT15	Y
	2000 0000	10/06/2009	2000.25	2021 44	-21 19	LT15	Y
40 0000 HALLIBURTON CO COM - 406216101 - MINOR = 50							
SOLD		04/28/2011	2002.36				
ACQ	40 0000	05/29/2009	2002.36	927 53	1074 83	LT15	Y
20 0000 HALLIBURTON CO COM - 406216101 - MINOR = 50							
SOLD		05/16/2011	915.98				
ACQ	20 0000	05/29/2009	915 98	463 76	452 22	LT15	Y
10.0000 HESS CORPORATION - 42809H107 - MINOR = 50							
SOLD		05/16/2011	753 08				
ACQ	10.0000	05/29/2009	753 08	662 83	90.25	LT15	Y
33.1950 HIGH MARK GENEVA MID CAP GROWTH FD CL FI - 431113505 - MINOR = 62							
SOLD		05/16/2011	784.07				
ACQ	33 1950	04/06/2011	784.07	790 37	-6 30	ST	Y
70 0000 ISHARES TR RUSSELL 1000 VALUE - 464287598 - MINOR = 62							
SOLD		04/28/2011	4888.00				
ACQ	70 0000	05/29/2009	4888.00	3319 27	1568 73	LT15	Y
50 0000 ISHARES TR RUSSELL 1000 VALUE - 464287598 - MINOR = 62							
SOLD		05/16/2011	3440 43				
ACQ	50 0000	05/29/2009	3440 43	2370 91	1069.52	LT15	Y
10 0000 JOHNSON & JOHNSON COM - 478160104 - MINOR = 31001							
SOLD		05/16/2011	663 08				
ACQ	10.0000	04/06/2011	663 08	597 60	65 48	ST	
45 0000 JUNIPER NETWORKS - 48203R104 - MINOR = 50							
SOLD		05/16/2011	1781.06				
ACQ	45 0000	05/29/2009	1781 06	1110 07	670 99	LT15	Y
25 0000 MCGRAW HILL COS INC COM - 580645109 - MINOR = 3101							
SOLD		05/16/2011	1045.22				
ACQ	25 0000	02/05/2010	1045 22	842 87	202 35	LT15	Y
195 0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001							
SOLD		10/06/2011	5105 96				
ACQ	195 0000	05/29/2009	5105.96	3987 40	1118 56	LT15	Y
10 0000 NORFOLK SOUTHERN CORPORATION - 655844108 - MINOR = 50							
SOLD		05/16/2011	713 08				
ACQ	10 0000	05/29/2009	713 08	368 68	344 40	LT15	Y
60 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010							
SOLD		05/16/2011	2093.35				
ACQ	60 0000	05/29/2009	2093.35	1169 89	923 46	LT15	Y
1000 0000 ORACLE CORPORATION DTD 04/09/08 5.75% 04 - 68389XAC9 - MINOR = 45							
SOLD		08/09/2011	1211.76				
ACQ	1000.0000	10/06/2009	1211.76	1110 76	101.00	LT15	Y

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TAX PREPARER 6990
TRUST ADMINISTRATOR 544
INVESTMENT OFFICER 91

LEGEND P - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
10 0000 PHILIP MORRIS INTERNATIONAL INC - 718172109 - MINOR = 50							
SOLD		05/16/2011	679.68				
ACQ	10 0000	05/29/2009	679.68	424 70	254 98	LT15	Y
10.0000 QUALCOMM INC - 747525103 - MINOR = 3101							
SOLD		05/16/2011	570 18				
ACQ	10.0000	05/29/2009	570 18	429 68	140 50	LT15	Y
200 0000 ROBERT HALF INTL INC COM - 770323103 - MINOR = 50							
SOLD		08/19/2011	4201 92				
ACQ	200.0000	05/29/2009	4201 92	4221 64	-19 72	LT15	Y
20 0000 SPDR GOLD TRUST - 78463V107 - MINOR = 62							
SOLD		05/16/2011	2915.14				
ACQ	20 0000	03/01/2011	2915.14	2790 38	124 76	ST	
0000 SPDR GOLD TRUST - 78463V107 - MINOR = 62							
SOLD		12/31/2011	72 01				
ACQ	0000	03/01/2011	72 01	62 97	9 04	ST	Y
ADDED							
10 0000 SCHLUMBERGER LTD COM - 806857108 - MINOR = 50							
SOLD		05/16/2011	820 48				
ACQ	10 0000	05/29/2009	820 48	571 40	249 08	LT15	Y
10 0000 STRYKER CORP - 863667101 - MINOR = 50							
SOLD		05/16/2011	627 98				
ACQ	10.0000	05/29/2009	627 98	381 58	246 40	LT15	Y
1000 0000 TALISMAN ENERGY INC DTD 6/1/09 7 75% 06/ - 87425EAL7 - MINOR = 45							
SOLD		06/07/2011	1245.83				
ACQ	1000 0000	09/28/2009	1245.83	1181 11	64 72	LT15	Y
1000 0000 TARGET CORP CALLABLE 5 375% 05/01/2017 - 87612EAP1 - MINOR = 45							
SOLD		10/06/2011	1158 80				
ACQ	1000.0000	06/12/2009	1158 80	1022 39	136 41	LT15	Y
10 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 50							
SOLD		05/16/2011	616 48				
ACQ	10 0000	05/29/2009	616 48	390 18	226 30	LT15	Y
120.0000 TIFFANY & CO - 886547108 - MINOR = 50							
SOLD		01/28/2011	6931.86				
ACQ	120.0000	05/29/2009	6931.86	3311 78	3620 08	LT15	Y
1000 0000 TIME WARNER CABLE 6 75% 07/01/2018 - 88732JAL2 - MINOR = 45							
SOLD		08/09/2011	1219 32				
ACQ	1000 0000	08/11/2009	1219 32	1098 83	120 49	LT15	Y
15 0000 TRAVELERS COMPANIES, INC - 89417E109 - MINOR = 50							
SOLD		05/16/2011	935 53				
ACQ	15 0000	05/29/2009	935 53	601 17	334 36	LT15	Y
1014 3900 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/15/08 1 375% 07/15/2018 - 912828JE1 - MINOR = 30							
SOLD		01/07/2011	1074.66				
ACQ	1014 3900	11/10/2009	1074.66	1031 58	43 08	LT15	Y
3088 5600 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/15/08 1 375% 07/15/2018 - 912828JE1 - MINOR = 30							
SOLD		05/06/2011	3350.73				
ACQ	3088 5600	11/10/2009	3350.73	3140 12	210 61	LT15	Y
17798 4900 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/15/08 1 375% 07/15/2018 - 912828JE1 - MINOR = 30							
SOLD		08/25/2011	19977.42				
ACQ	13610 5668	11/10/2009	15276 80	13833.99	1442 81	LT15	Y
	4187 9232	04/07/2010	4700.62	4202.99	497 63	LT15	Y
4000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		01/28/2011	4016 72				
ACQ	2000.0000	12/07/2010	2008 36	2008 98	-0 62	ST	Y
	2000 0000	01/07/2011	2008.36	2008 05	0 31	ST	Y
7000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		02/14/2011	7027 07				
ACQ	6000.0000	04/30/2010	6023 20	5997 65	25 55	ST	Y
	1000.0000	01/07/2011	1003 87	1004 02	-0 15	ST	Y
44000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		05/06/2011	44158 12				
ACQ	44000 0000	04/28/2011	44158.12	44159 84	-1 72	ST	Y
2000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		08/18/2011	2003.91				
ACQ	2000.0000	04/28/2011	2003 91	2007 27	-3 36	ST	Y
2000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		08/24/2011	2003 83				
ACQ	2000 0000	04/28/2011	2003 83	2007 27	-3 44	ST	Y
4000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		09/13/2011	4005 95				
ACQ	1000 0000	04/07/2011	1001.49	1003 55	-2 06	ST	Y
	2000 0000	04/28/2011	2002 97	2007 26	-4 29	ST	Y
	1000 0000	06/07/2011	1001.49	1003 09	-1 60	ST	Y
4000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		09/15/2011	4005.79				
ACQ	3000 0000	06/07/2011	3004.34	3009 25	-4 91	ST	Y
	1000 0000	07/07/2011	1001 45	1002 70	-1 25	ST	Y
38000 0000 UNITED STATES TREASURY N/B DTD 11/30/09 - 912828MM9 - MINOR = 30							
SOLD		10/06/2011	38040 07				
ACQ	26000 0000	03/26/2010	26027 42	25952 27	75 15	LT15	Y
	3000 0000	07/07/2011	3003.16	3008 08	-4 92	ST	Y
	1000.0000	08/09/2011	1001.05	1002 15	-1 10	ST	Y
	8000.0000	09/01/2011	8008.44	8014 06	-5 62	ST	Y
4000.0000 UNITED STATES TREASURY DTD 02/16/2010 3 - 912828MP2 - MINOR = 30							
SOLD		10/06/2011	4615 46				
ACQ	4000 0000	05/03/2010	4615 46	3980 00	635 46	LT15	Y

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TRUST ADMINISTRATOR 544
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LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1000 0000 UNITED STATES TREASURY N/B DTD 06/01/10 - 912828NE6 - MINOR = 30							
SOLD		11/04/2011	1003.71				
ACQ	1000 0000	10/06/2011	1003.71	1004 22	-0 51	ST	Y
4000 0000 UNITED STATES TREASURY N/B DTD 06/01/10 - 912828NE6 - MINOR = 30							
SOLD		11/09/2011	4015.16				
ACQ	4000 0000	10/06/2011	4015.16	4016 88	-1 72	ST	Y
4000 0000 UNITED STATES TREASURY N/B DTD 06/01/10 - 912828NE6 - MINOR = 30							
SOLD		11/14/2011	4014.53				
ACQ	4000.0000	10/06/2011	4014.53	4016 87	-2 34	ST	Y
9000 0000 UNITED STATES TREASURY N/B DTD 11/15/201 - 912828PC8 - MINOR = 30							
SOLD		10/06/2011	9613 48				
ACQ	9000 0000	12/10/2010	9613 48	8551.10	1062 38	ST	Y
10 0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 50							
SOLD		05/16/2011	884.58				
ACQ	10.0000	05/29/2009	884 58	521 66	362 92	LT15	Y
10 0000 V F CORP - 918204108 - MINOR = 50							
SOLD		05/16/2011	1008 58				
ACQ	10 0000	02/08/2010	1008 58	721.26	287 32	LT15	Y
60 0000 V F CORP - 918204108 - MINOR = 50							
SOLD		10/06/2011	7717.10				
ACQ	60.0000	02/08/2010	7717 10	4327 53	3389 57	LT15	Y
20 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 31001							
SOLD		05/16/2011	742 78				
ACQ	20 0000	05/29/2009	742 78	545 98	196 80	LT15	Y
4000 0000 VERIZON COMMUNICATIONS 5 55% 02/15/201 - 92343VAC8 - MINOR = 45							
SOLD		03/10/2011	4493 28				
ACQ	4000 0000	06/08/2009	4493 28	4093 64	399 64	LT15	Y
100 0000 WALMART STORES INC COM - 931142103							
SOLD		03/02/2011	5183 90				
ACQ	100.0000	05/29/2009	5183 90	4935 82	248 08	LT15	Y
25 0000 WALGREEN CO COM - 931422109 - MINOR = 5010							
SOLD		05/16/2011	1118 97				
ACQ	25 0000	05/29/2009	1118.97	742 96	376 01	LT15	Y
TOTALS			413261 60	375906 31			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	5400 21	0.00	31764 84	0 00	0 00	0 00*
COVERED FROM ABOVE	190 24	0 00	0.00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	2355.04			0 00
	5590 45	0 00	34119 88	0 00	0 00	0 00
STATE						
NONCOVERED FROM ABOVE	5400 21	0 00	31764.84	0 00	0 00	0 00*
COVERED FROM ABOVE	190 24	0 00	0.00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	2355.04			0 00
	5590.45	0 00	34119 88	0 00	0 00	0 00
* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE						

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
ALABAMA	N/A	N/A