Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: PHILIP & SHIRLEY SOLOMONS FOUNDATION

A Employer identification number: 58-2273251

Number and street (or P O box number if mail is not delivered to street address): 31 EAST 49TH STREET | Room/suite:

B Telephone number: 912-352-7163

City or town, state, and ZIP code: SAVANNAH, GA 31405

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 [X] Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 1,399,326.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	692,843.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	167.	167.		STATEMENT 1
	4 Dividends and interest from securities	17,593.	17,593.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,470.			
	b Gross sales price for all assets on line 6a 335,959.				
	7 Capital gain net income (from Part IV, line 2)		10,470.		
	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	721,073.	28,230.		
Operating and Administrative Expenses	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	2,850.	1,425.		1,425.
	c Other professional fees STMT 4	4,825.	4,825.		0.
	17 Interest				
	18 Taxes STMT 5	202.	202.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	7,877.	6,452.		1,425.
	25 Contributions, gifts, grants paid	50,000.			50,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	57,877.	6,452.		51,425.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	663,196.			
	b **Net investment income** (if negative, enter -0-)		21,778.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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25

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			
	2 Savings and temporary cash investments	44,029.	422,694.	422,694.
	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 6	667,386.	902,972.	976,632.
	c Investments - corporate bonds			
	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)	711,415.	1,325,666.	1,399,326.
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.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] 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	711,415.	1,325,666.	
	30 **Total net assets or fund balances**	711,415.	1,325,666.	
	31 **Total liabilities and net assets/fund balances**	711,415.	1,325,666.	

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	711,415.
2	Enter amount from Part I, line 27a	2	663,196.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,374,611.
5	Decreases not included in line 2 (itemize) ▶ BOOK / TAX ADJUSTMENT	5	48,945.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,325,666.

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	335,959.		325,489.	10,470.

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				
b				
c				
d				
e				10,470.

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** 10,470.

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	36,425.	728,302.	.050014
2009	36,187.	657,936.	.055001
2008	84,724.	1,102,735.	.076831
2007	72,361.	1,460,989.	.049529
2006	58,977.	1,260,613.	.046784

2	**Total** of line 1, column (d)	2	.278159
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	.055632
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	814,233.
5	Multiply line 4 by line 3	5	45,297.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	218.
7	Add lines 5 and 6	7	45,515.
8	Enter qualifying distributions from Part XII, line 4	8	51,425.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	218.
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	218.
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	218.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 3,915.		
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	3,915.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	3,697.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 3,697. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ PHILIP SOLOMONS, JR. Telephone no. ▶ 912-352-7163

Located at ▶ 39 EAST 49TH STREET, SAVANNAH, GA ZIP+4 ▶ 31405

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

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

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

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

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

Form **990-PF** (2011)

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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 **5b**
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X
If "Yes" to 6b, file Form 8870.
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 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
PHILIP SOLOMONS, SR. 5 MAD ANTHONY LANE SAVANNAH, GA 31411	CHAIRMAN / PRESIDENT 0.50	0.	0.	0.
PHILIP SOLOMONS, JR. 31 EAST 49TH STREET SAVANNAH, GA 31405	SECRETARY / TREASURER 0.50	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	639,747.
b	Average of monthly cash balances	1b	186,885.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	826,632.
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	826,632.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,399.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	814,233.
6	**Minimum investment return.** Enter 5% of line 5	6	40,712.

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	40,712.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 218.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	218.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,494.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	40,494.
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	40,494.

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	51,425.
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	51,425.
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	218.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	51,207.

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				40,494.
2 Undistributed income, if any, as of the end of 2011.				
a Enter amount for 2010 only			11,361.	
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: ▶ $ 51,425.				
a Applied to 2010, but not more than line 2a			11,361.	
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				40,064.
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				430.
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				

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	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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).)

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:

PHILIP SOLOMONS, JR., 912-352-7163
31 EAST 49TH STREET, SAVANNAH, GA 31405

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

ANY FORM IS ACCEPTABLE

c Any submission deadlines:

NO DEADLINES AT THIS TIME

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

NO RESTRICTIONS AT THIS TIME

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
THE SAVANNAH COMMUNITY FOUNDATION, INC. 7393 HODGSON MEMORIAL DRIVE SAVANNAH, GA 31406		PUBLIC CHARITY	CHARITABLE	50,000.
Total ▶ 3a				50,000.
b Approved for future payment NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	167.	
4 Dividends and interest from securities			14	17,593.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	10,470.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		28,230.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 28,230.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

Signature of officer or trustee	Date	Title
[signature]	5-16-12	PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
TIFFANY SCALES	TIFFANY SCALES	05/15/12		P01059609

Firm's name ▶ BENNETT THRASHER PC — Firm's EIN ▶ 58-1673613

Firm's address ▶ 3625 CUMBERLAND BOULEVARD, #1000 ATLANTA, GA 30339 — Phone no. 770-396-2200

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization	Employer identification number
PHILIP & SHIRLEY SOLOMONS FOUNDATION	58-2273251

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
PHILIP & SHIRLEY SOLOMONS FOUNDATION	58-2273251

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PHILIP SOLOMONS, SR. CHARITABLE REMAINDER ANNUITY TRUST 31 EAST 49TH STREET SAVANNAH, GA 31405	$ 241,228.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	PHILIP SOLOMONS, SR. CHARITABLE REMAINDER ANNUITY TRUST 31 EAST 49TH STREET SAVANNAH, GA 31405	$ 451,615.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
PHILIP & SHIRLEY SOLOMONS FOUNDATION	58-2273251

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	VARIOUS STOCKS	$ 451,615.	VARIOUS
		$	
		$	
		$	
		$	
		$	

Name of organization: PHILIP & SHIRLEY SOLOMONS FOUNDATION

Employer identification number: 58-2273251

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	RAYMOND JAMES [78415804]-SEE ATTACHMENT A	P	VARIOUS	VARIOUS
b	RAYMOND JAMES [78415804]-SEE ATTACHMENT A	P	VARIOUS	VARIOUS
c	RAYMOND JAMES [79916032]-SEE ATTACHMENT B	P	VARIOUS	VARIOUS
d	RAYMOND JAMES [79916032]-SEE ATTACHMENT B	P	VARIOUS	VARIOUS
e	RAYMOND JAMES [79916386]-SEE ATTACHMENT C	P	VARIOUS	VARIOUS
f	RAYMOND JAMES [79916386]-SEE ATTACHMENT C	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	88,778.		81,619.	7,159.
b	119,718.		128,928.	<9,210.>
c	7,388.		7,155.	233.
d	26,789.		22,616.	4,173.
e	7,507.		7,730.	<223.>
f	85,757.		77,441.	8,316.
g	22.			22.
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				7,159.
b				<9,210.>
c				233.
d				4,173.
e				<223.>
f				8,316.
g				22.
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	10,470.
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

123591
05-01-11

Raymond James & Associates, Inc.

Account 78415804

Proceeds from Broker and Barter Exchange Transactions

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part I with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional information
ADVANCED SEMICONDUCTOR ENGR / CUSIP 00756M404						
04/01/11	197 000	1,097 28	03/23/11	1,093 35	3 93	Sale
AEGON N V NY REGISTRY SH / CUSIP 007924103						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	146 000	*1,127 24*	*02/11/11*	*1,102 56*	*24 68*	*Sale*
	101 000	*779 81*	*03/23/11*	*743 36*	*36 45*	*Sale*
04/01/11	247 000	1,907 05	VARIOUS	1,845 92	61 13	Total of 2 lots
AGRIUM INCORPORATED / CUSIP 008916108						
04/01/11	28 000	2,637 11	09/14/10	2,069 48	567 63	Sale
ALLIANZ SE SP ADR 1/10 SH / CUSIP 018805101						
04/01/11	23 000	327 28	04/06/10	293 90	33 38	Sale
ASAHI GLASS / CUSIP 043393206						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	93 000	*1,158 49*	*09/15/10*	*976 50*	*181 99*	*Sale*
	118 000	*1,469 91*	*10/11/10*	*1,268 50*	*201 41*	*Sale*
	70 000	*871 98*	*12/07/10*	*804 72*	*67 26*	*Sale*
04/01/11	281 000	3,500 38	VARIOUS	3,049 72	450 66	Total of 3 lots
ASTRAZENECA PLC / CUSIP 046353108						
04/01/11	27 000	1,250 65	01/06/11	1,270 81	-20 16	Sale
AUSTRALIA&NEW ZEALAND BKG GRP / CUSIP 052528304						
04/01/11	75 000	1,852 46	02/11/11	1,891 79	-39 33	Sale
AVIVA PLC / CUSIP 05382A104						
04/01/11	94 000	1,350 76	08/02/10	1,130 46	220 30	Sale
BAE SYSTEMS PLC SPONSORED ADR / CUSIP 05523R107						
04/01/11	36 000	758 15	05/20/10	679 13	79 02	Sale

Raymond James & Associates, Inc.

Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part I, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of* stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
BASF SE SPONSORED ADR / CUSIP 055262505						
04/01/11	17 000	1,485 09	09/14/10	1,001 90	483.19	Sale
BHP BILLITON PLC / CUSIP 05545E209						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	8 000	*638 79*	*04/08/10*	*556 75*	*82 04*	*Sale*
	7 000	*558 95*	*12/07/10*	*548 11*	*10 84*	*Sale*
04/01/11	15 000	1,197 74	VARIOUS	1,104 86	92 88	Total of 2 lots
BP PLC SPONSORED ADR / CUSIP 055622104						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	18 000	*817 21*	*08/02/10*	*708 84*	*108 37*	*Sale*
	26 000	*1,180 41*	*12/07/10*	*1,130 15*	*50 26*	*Sale*
04/01/11	44 000	1,997 62	VARIOUS	1,838 99	158 63	Total of 2 lots
BNP PARIBAS SPONSORED ADR / CUSIP 05565A202						
04/01/11	6.000	225.30	04/08/10	222 96	2 34	Sale
BANK OF CHINA / CUSIP 06426M104						
04/01/11	74 000	1,037 46	05/20/10	940 62	96 84	Sale
BRIDGESTONE CORPORATION ADR / CUSIP 108441205						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	34 000	*1,390 57*	*02/11/11*	*1,347 59*	*42 98*	*Sale*
	17 000	*695 28*	*03/23/11*	*728 79*	*-33 51*	*Sale*
04/01/11	51 000	2,085.85	VARIOUS	2,076 38	9 47	Total of 2 lots
BRITISH AMERN TOB PLC / CUSIP 110448107						
02/11/11	11 000	855 14	06/11/10	693 00	162 14	Sale
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	2 000	*162 86*	*06/11/10*	*126 00*	*36 86*	*Sale*
	10 000	*814 32*	*06/17/10*	*657 03*	*157 29*	*Sale*
04/01/11	12 000	977 18	VARIOUS	783 03	194 15	Total of 2 lots

Raymond James & Associates, Inc.

Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part I with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
Security total		1,832 32		1,476 03	356.29	
CHINA PETE & CHEMICAL / CUSIP 16941R108						
04/01/11	9 000	908 21	06/11/10	707 45	200 76	Sale
CGG VERITAS SPONSORED ADR / CUSIP 204386106						
04/01/11	37 000	1,342 18	06/11/10	709 66	632 52	Sale
EDP ENERGIAS DE PORTUGAL S A / CUSIP 268353109						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	29 000	*1,136 61*	*02/11/11*	*1,115 63*	*20 98*	*Sale*
	18 000	*705 49*	*03/23/11*	*688 50*	*16 99*	*Sale*
04/01/11	47 000	1,842 10	VARIOUS	1,804 13	37 97	Total of 2 lots
E ON AG SPONSORED ADR / CUSIP 268780103						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	14 000	*429 79*	*04/06/10*	*516 85*	*-87 06*	*Sale*
	36 000	*1,105 17*	*12/07/10*	*1,075 32*	*29 85*	*Sale*
04/01/11	50 000	1,534 96	VARIOUS	1,592 17	-57 21	Total of 2 lots
ELECTRICITE DE FRANCE / CUSIP 285039103						
03/23/11	57 000	459 98	03/23/10	591 95	-131 97	Sale
ESPRIT HLDGS LIMITED ADR / CUSIP 29666V204						
04/01/11	52 000	470 59	05/20/10	596 26	-125 67	Sale
ETABLISSEMENTS DELHAIZE FRERES / CUSIP 29759W101						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	14 000	*1,133 34*	*09/14/10*	*985 03*	*148 31*	*Sale*
	16 000	*1,295 25*	*10/11/10*	*1,122 73*	*172 52*	*Sale*
	11 000	*890 49*	*11/11/10*	*800 32*	*90 17*	*Sale*
04/01/11	41 000	3,319 08	VARIOUS	2,908 08	411 00	Total of 3 lots

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS
Report on Form 8949, Part I, with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of* stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
FUJITSU LIMITED / CUSIP. 359590304						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	32 000	*888 99*	*12/07/10*	*1,053 55*	*-164 56*	*Sale*
	38 000	*1,055 67*	*02/11/11*	*1,224 74*	*-169 07*	*Sale*
04/01/11	70 000	1,944 66	VARIOUS	2,278 29	-333 63	Total of 2 lots
GAZPROM O A O / CUSIP 368287207						
04/01/11	38 000	1,258 91	11/11/10	861 08	397 83	Sale
IMPERIAL TOBACCO GROUP PLC / CUSIP 453142101						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	31 000	*1,926 61*	*06/11/10*	*1,711 62*	*214 99*	*Sale*
	11 000	*683 63*	*06/17/10*	*644 60*	*39 03*	*Sale*
	13 000	*807 93*	*11/11/10*	*840 72*	*-32 79*	*Sale*
	4 000	*248 60*	*02/11/11*	*251 24*	*-2 64*	*Sale*
04/01/11	59 000	3,666 77	VARIOUS	3,448 18	218 59	Total of 4 lots
ING GROEP N V SPONSORED ADR / CUSIP 456837103						
04/01/11	240.000	3,098 58	03/23/11	3,081 53	17 05	Sale
ISHARES INCORPORATED MSCI / CUSIP 464286848						
04/01/11	170 000	1,744 16	10/11/10	1,737 40	6 76	Sale
KB FINANCIAL GROUP / CUSIP 48241A105						
04/01/11	8 000	419 21	04/06/10	393 30	25 91	Sale
KDDI CORPORATION ADR / CUSIP 48667L106						
04/01/11	15 000	907 18	05/20/10	720 92	186 26	Sale
KONAMI CORPORATION SPONSORED / CUSIP 50046R101						
04/01/11	39.000	707 26	11/11/10	753 03	-45 77	Sale
LG DISPLAY COMPANY LIMITED / CUSIP 50186V102						
04/01/11	71.000	1,154 67	03/23/11	1,091 25	63 42	Sale

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions

2011 (continued)

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part I with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of * stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
LLOYDS BANKING GROUP PLC / CUSIP 539439109						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	215 000	*832 03*	*01/06/11*	*892 25*	*-60 22*	*Sale*
	200 000	*773 98*	*03/23/11*	*774 00*	*-0 02*	*Sale*
04/01/11	415 000	1,606 01	VARIOUS	1,666 25	-60 24	Total of 2 lots
MAGNA INTERNATIONAL / CUSIP 559222401						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	16 000	*770 80*	*01/06/11*	*930 30*	*-159 50*	*Sale*
	28 000	*1,348 89*	*03/23/11*	*1,369 73*	*-20 84*	*Sale*
04/01/11	44 000	2,119 69	VARIOUS	2,300 03	-180 34	Total of 2 lots
MARKS & SPENCER GROUP PLC / CUSIP 570912105						
02/11/11	22 000	258 93	04/08/10	249 70	9 23	Sale
MITSUBISHI CORPORATION / CUSIP 606769305						
04/01/11	15 000	829 92	05/20/10	655 54	174 38	Sale
MITSUBISHI UFJ FINL GROUP / CUSIP 606822104						
04/01/11	176 000	815 04	10/11/10	875 14	-60 10	Sale
MITSUI & COMPANY LIMITED ADR / CUSIP 606827202						
04/01/11	3 000	1,075 88	07/09/10	795 00	280 88	Sale
NATIONAL AUSTRALIA BK LIMITED / CUSIP 632525408						
04/01/11	50 000	1,342 47	01/06/11	1,182 00	160 47	Sale
NEW WORLD DEV LIMITED / CUSIP 649274305						
04/01/11	260 000	889 18	03/23/11	933 40	-44 22	Sale
NEXEN INCORPORATED / CUSIP 65334H102						
04/01/11	44 000	1,106 19	12/08/10	966 39	139 80	Sale
NISSAN MOTORS SPONSORED ADR / CUSIP 654744408						
04/01/11	56 000	976 62	02/11/11	1,183 64	-207 02	Sale

ATTACHMENT A

Raymond James & Associates, Inc. — Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - *SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Report on Form 8949, Part I, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of* stocks, bonds, etc.	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
NOVARTIS A G SPONSORED ADR / CUSIP 66987V109						
04/01/11	15 000	805 64	07/09/10	738.45	67 19	Sale
OIL COMPANY LUKOIL SPONSORED / CUSIP 677862104						
04/01/11	15 000	1,091 08	03/23/11	1,066 35	24.73	Sale
PENN WEST PETE LIMITED NEW / CUSIP· 707887105						
03/23/11	34 000	932 30	05/20/10	625 76	306.54	Sale
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	6 000	*167 16*	*05/20/10*	*110 43*	*56 73*	*Sale*
	34 000	*947 25*	*06/11/10*	*661 83*	*285 42*	*Sale*
04/01/11	40 000	1,114 41	VARIOUS	772.26	342 15	Total of 2 lots
Security total		2,046 71		1,398 02	648 69	
RIO TINTO PLC SPONSORED ADR / CUSIP 767204100						
04/01/11	16 000	1,136 48	06/17/10	784 19	352.29	Sale
ROCHE HLDG LIMITED SPONSORED / CUSIP 771195104						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	36 000	*1,290 69*	*02/11/11*	*1,322 64*	*-31 95*	*Sale*
	41 000	*1,469 96*	*03/23/11*	*1,466 57*	*3 39*	*Sale*
04/01/11	77 000	2,760 65	VARIOUS	2,789 21	-28.56	Total of 2 lots
ROYAL DSM N V / CUSIP 780249108						
04/01/11	108 000	1,664 16	11/11/10	1,440 24	223 92	Sale
SANOFI SPONSORED ADR / CUSIP: 80105N105						
04/01/11	25 000	887 49	04/06/10	914 07	-26 58	Sale
SHARP CORPORATION ADR / CUSIP 819882200						
04/01/11	111.000	1,100.02	12/07/10	1,106 67	-6 65	Sale
SONY CORPORATION ADR NEW / CUSIP 835699307						
04/01/11	21 000	667 86	08/02/10	673 95	-6 09	Sale

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part I with Box B checked

6 - Tax lots. NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
SUMITOMO CORPORATION SPONSORED / CUSIP 865613103						
03/23/11	62 000	882 33	12/07/10	885 98	-3 65	Sale
TELECOM ITALIA S P A NEW / CUSIP 87927Y102						
04/01/11	81 000	1,244 33	12/07/10	1,052 10	192 23	Sale
TELENOR ASA SPONSORED ADR / CUSIP 87944W105						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	20 000	*989 98*	*02/11/11*	*942 20*	*47 78*	*Sale*
	18 000	*890 98*	*03/23/11*	*863 12*	*27 86*	*Sale*
04/01/11	38 000	1,880 96	VARIOUS	1,805 32	75 64	Total of 2 lots
TOYOTA MOTOR CORPORATION SP / CUSIP 892331307						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	15 000	*1,202 45*	*11/11/10*	*1,128 47*	*73 98*	*Sale*
	20 000	*1,603 27*	*12/07/10*	*1,577 91*	*25 36*	*Sale*
04/01/11	35 000	2,805 72	VARIOUS	2,706 38	99 34	Total of 2 lots
TURKIYE GARANTI BANKASI A S / CUSIP 900148701						
04/01/11	265 000	1,256 13	05/21/10	1,131 95	124 18	Sale
VALE S A / CUSIP 91912E204						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	37 000	*1,087 04*	*08/02/10*	*922 55*	*164 49*	*Sale*
	25 000	*734 49*	*10/11/10*	*720 01*	*14 48*	*Sale*
04/01/11	62 000	1,821 53	VARIOUS	1,642 56	178 97	Total of 2 lots
VIVENDI SA / CUSIP 92852T201						
04/01/11	106 000	3,059 17	01/19/11	3,062.37	-3.20	Sale
XSTRATA PLC / CUSIP 98418K105						
02/11/11	39 000	181 74	05/20/10	100 90	80 84	Sale

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part I with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis (not reported to the IRS)	Gain or loss (not reported to the IRS)	Additional Information (not reported to the IRS)
XSTRATA PLC / CUSIP 98418K105 (Cont'd)						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	298 000	*1,400 57*	*05/20/10*	*770 95*	*629 62*	*Sale*
	179 000	*841 28*	*08/02/10*	*610 39*	*230 89*	*Sale*
04/01/11	477 000	2,241 85	VARIOUS	1,381 34	860 51	Total of 2 lots
Security total		2,423 59		1,482 24	941 35	
UBS AG SHS NEW / CUSIP· H89231338						
04/01/11	50.000	903 48	11/11/10	870 50	32 98	Sale
	Totals:	88,778.26		81,618.62	7,159.64	

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part II, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	Cost or other basis (not reported to the IRS)	Gain or loss (not reported to the IRS)	Additional Information (not reported to the IRS)
AU OPTRONICS CORPORATION / CUSIP 002255107						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	154 000	*1,327 46*	*11/26/08*	*907 19*	*420 27*	*Sale*
	67 000	*577 53*	*01/12/10*	*870 00*	*-292 47*	*Sale*
	77 000	*663 73*	*03/19/10*	*899 71*	*-235 98*	*Sale*
04/01/11	298 000	2,568 72	VARIOUS	2,676 90	-108 18	Total of 3 lots
AEON COMPANY LIMITED ADR / CUSIP 007627102						
02/11/11	39 000	488 66	06/09/09	365 46	123 20	Sale
2 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	40 000	*453 59*	*06/09/09*	*374 83*	*78 76*	*Sale*
	48 000	*544 31*	*06/30/09*	*475 83*	*68 48*	*Sale*
03/23/11	88 000	997 90	VARIOUS	850 66	147 24	Total of 2 lots
Security total		1,486 56		1,216 12	270 44	

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions

2011 (continued)

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II with Box B checked

6 - Tax lots. NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
ALLIANZ SE SP ADR 1/10 SH / CUSIP 018805101						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	115 000	1,636 42	02/21/07	2,372 54	-736 12	Sale
	92 000	1,309 13	03/26/07	1,907 61	-598 48	Sale
	77 000	1,095 69	05/22/07	1,695 33	-599 64	Sale
	15 000	213 45	02/12/10	160 32	53 13	Sale
04/01/11	299 000	4,254 69	VARIOUS	6,135 80	-1,881 11	Total of 4 lots
ASTRAZENECA PLC / CUSIP 046353108						
5 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	25 000	1,158 01	04/03/09	883 83	274 18	Sale
	7 000	324 24	05/08/09	252 23	72 01	Sale
	9 000	416 88	06/30/09	395 60	21 28	Sale
	20 000	926 41	08/07/09	934 83	-8 42	Sale
	16 000	741 13	03/23/10	716 67	24 46	Sale
04/01/11	77 000	3,566 67	VARIOUS	3,183 16	383 51	Total of 5 lots
BAE SYSTEMS PLC SPONSORED ADR / CUSIP 05523R107						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	38 000	800 26	01/12/10	904 78	-104 52	Sale
	44 000	926 62	02/03/10	964 53	-37 91	Sale
04/01/11	82 000	1,726 88	VARIOUS	1,869 31	-142 43	Total of 2 lots
BHP BILLITON PLC / CUSIP 05545E209						
04/01/11	15 000	1,197 73	11/26/08	515 74	681 99	Sale
BP PLC SPONSORED ADR / CUSIP 055622104						
01/06/11	9 000	416.25	10/20/08	437 87	-21 62	Sale
3 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	8 000	366 40	10/20/08	389 21	-22 81	Sale
	10 000	458 01	11/26/08	465 80	-7 79	Sale
	1 000	45 80	01/16/09	43 86	1 94	Sale
03/23/11	19 000	870 21	VARIOUS	898 87	-28 66	Total of 3 lots

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS
Report on Form 8949, Part II, with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of* stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
BP PLC SPONSORED ADR / CUSIP 055622104 (Cont'd)						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	27 000	1,225 82	01/16/09	1,184 15	41 67	Sale
	9 000	408 61	04/21/09	355 68	52 93	Sale
04/01/11	36 000	1,634 43	VARIOUS	1,539 83	94 60	Total of 2 lots
Security total		2,920 89		2,876 57	44 32	
BNP PARIBAS SPONSORED ADR / CUSIP 05565A202						
01/06/11	24 000	774.07	08/07/06	1,216 59	-442 52	Sale
2 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	14 000	515 76	08/07/06	709 68	-193 92	Sale
	18 000	663 12	09/05/06	971 84	-308 72	Sale
03/23/11	32.000	1,178 88	VARIOUS	1,681 52	-502 64	Total of 2 lots
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	17 000	638 34	09/05/06	917 85	-279 51	Sale
	9 000	337 94	04/18/07	512 55	-174 61	Sale
	10 000	375 49	05/23/07	612 86	-237 37	Sale
	7 000	262 84	02/12/10	227 03	35 81	Sale
04/01/11	43 000	1,614 61	VARIOUS	2,270 29	-655 68	Total of 4 lots
Security total		3,567 56		5,168.40	-1,600 84	
BANCO DO BRASIL S A / CUSIP 059578104						
04/01/11	104.000	1,949 96	02/03/10	1,746 83	203 13	Sale
BARCLAYS PLC / CUSIP 06738E204						
5 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	46 000	860 72	11/04/05	1,882 92	-1,022 20	Sale
	13 000	243 25	04/18/07	778 20	-534 95	Sale
	23 000	430 36	08/30/07	1,093 51	-663 15	Sale
	31 000	580 05	07/14/08	714 86	-134 81	Sale
	33 000	617 47	03/19/10	718 68	-101 21	Sale
04/01/11	146 000	2,731 85	VARIOUS	5,188 17	-2,456 32	Total of 5 lots

ATTACHMENT A

Raymond James & Associates, Inc.

Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Report on Form 8949 Part II, with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of* stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional information
BAYER A G SPONSORED ADR / CUSIP 072730302						
2 tax lots for 02/11/11 Total proceeds (and cost when required) reported to the IRS						
	11 000	*831 41*	*01/16/09*	*631 73*	*199 68*	*Sale*
	10 000	*755 83*	*03/30/09*	*483 56*	*272 27*	*Sale*
02/11/11	21 000	1,587 24	VARIOUS	1,115 29	471 95	Total of 2 lots
3 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	6 000	*445 79*	*03/30/09*	*290 13*	*155 66*	*Sale*
	6 000	*445 79*	*04/14/09*	*298 28*	*147 51*	*Sale*
	10 000	*742 98*	*02/12/10*	*671 02*	*71 96*	*Sale*
03/23/11	22 000	1,634 56	VARIOUS	1,259 43	375 13	Total of 3 lots
Security total		3,221 80		2,374 72	847 08	
COMPANHIA DE SANEAMENTO BASICO / CUSIP 20441A102						
04/01/11	23 000	1,358 60	01/12/10	899.58	459 02	Sale
DANSKE BK A/S / CUSIP 236363107						
01/06/11	59 000	736 41	09/03/09	734 94	1 47	Sale
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	16 000	*193 92*	*09/03/09*	*199 31*	*-5 39*	*Sale*
	55 000	*666 58*	*10/07/09*	*706 75*	*-40 17*	*Sale*
	67 000	*812 02*	*11/02/09*	*824 12*	*-12 10*	*Sale*
04/01/11	138 000	1,672.52	VARIOUS	1,730 18	-57 66	Total of 3 lots
Security total		2,408 93		2,465 12	-56 19	
ENI S P A SPONSORED ADR / CUSIP 26874R108						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	7 000	*348 11*	*11/04/05*	*374 56*	*-26 45*	*Sale*
	20 000	*994 59*	*02/09/07*	*1,283 84*	*-289 25*	*Sale*
	3 000	*149 19*	*05/07/07*	*204 24*	*-55 05*	*Sale*
	17 000	*845 39*	*03/19/10*	*787 35*	*58 04*	*Sale*
04/01/11	47 000	2,337 28	VARIOUS	2,649 99	-312 71	Total of 4 lots

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS
Report on Form 8949, Part II with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
E ON AG SPONSORED ADR / CUSIP 268780103						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	35 000	1,074 48	09/28/05	1,083 25	-8 77	Sale
	50 000	1,534 97	11/08/05	1,472 56	62 41	Sale
	6 000	184 20	04/18/07	292 92	-108 72	Sale
04/01/11	91 000	2,793 65	VARIOUS	2,848 73	-55 08	Total of 3 lots
EAST JAPAN RAILWAY COMPANY ADR / CUSIP 273202101						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	40 000	359 99	11/26/08	530 00	-170 01	Sale
	15 000	135 00	02/17/09	156 69	-21 69	Sale
04/01/11	55 000	494 99	VARIOUS	686 69	-191 70	Total of 2 lots
ELECTRICITE DE FRANCE / CUSIP 285039103						
2 tax lots for 02/11/11 Total proceeds (and cost when required) reported to the IRS						
	81 000	677 15	08/07/09	788 99	-111 84	Sale
	29 000	242 43	11/02/09	331 98	-89 55	Sale
02/11/11	110 000	919.58	VARIOUS	1,120 97	-201 39	Total of 2 lots
03/23/11	53.000	427.70	11/02/09	606 71	-179 01	Sale
	Security total	1,347.28		1,727 68	-380 40	
ESPRIT HLDGS LIMITED ADR / CUSIP· 29666V204						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	88 000	796 38	12/08/09	1,209 12	-412 74	Sale
	48 000	434 39	01/12/10	724 80	-290 41	Sale
04/01/11	136 000	1,230 77	VARIOUS	1,933 92	-703 15	Total of 2 lots
FRANCE TELECOM / CUSIP 35177Q105						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	42 000	938 26	06/13/07	1,188 77	-250 51	Sale
	33 000	737 20	03/05/09	724 40	12 80	Sale

Raymond James & Associates, Inc.

Account 78415804

2011

Proceeds from Broker and Barter Exchange Transactions
(continued)

8 - LONG-TERM GAINS AND LOSSES - *Cost basis is NOT reported to the IRS*
Report on Form 8949, Part II with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of# stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
FRANCE TELECOM / CUSIP 35177Q105 (Cont'd)						
	45 000	1,005 28	12/08/09	1,169 83	-164 55	Sale
04/01/11	120 000	2,680 74	VARIOUS	3,083 00	-402 26	Total of 3 lots
GAZPROM O A O / CUSIP 368287207						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	33 000	1,093 27	11/02/09	824 61	268 66	Sale
	47 000	1,557 08	03/19/10	1,070 41	486 67	Sale
04/01/11	80 000	2,650 35	VARIOUS	1,895 02	755 33	Total of 2 lots
KB FINANCIAL GROUP / CUSIP 48241A105						
2 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	1 000	49 01	08/05/05	50 22	-1 21	Sale
	19 000	931 19	09/12/05	1,020 53	-89 34	Sale
03/23/11	20 000	980 20	VARIOUS	1,070 75	-90 55	Total of 2 lots
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	26 000	1,362 44	09/12/05	1,396 52	-34 08	Sale
	6 000	314 41	03/17/09	139 88	174 53	Sale
	4 000	209 60	09/09/09	190 35	19 25	Sale
04/01/11	36 000	1,886 45	VARIOUS	1,726 75	159 70	Total of 3 lots
Security total		2,866 65		2,797 50	69 15	
KDDI CORPORATION ADR / CUSIP 48667L106						
02/11/11	22 000	1,375 63	02/03/10	1,193 50	182 13	Sale
KONINKLIJKE AHOLD N V / CUSIP 500467402						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	28 000	379 95	04/14/09	304 78	75 17	Sale
	33 000	447 80	10/12/09	415 14	32 66	Sale
04/01/11	61 000	827 75	VARIOUS	719 92	107 83	Total of 2 lots

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Report on Form 8949, Part II with **Box B** checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc.	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional information
MARKS & SPENCER GROUP PLC / CUSIP 570912105						
02/11/11	51 000	600 26	01/12/10	617.10	-16 84	Sale
MITSUBISHI CORPORATION / CUSIP 606769305						
01/06/11	6 000	339 27	01/14/08	319 66	19 61	Sale
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	14 000	*774 59*	*01/14/08*	*745 88*	*28 71*	*Sale*
	21 000	*1,161 89*	*01/12/10*	*1,137 57*	*24 32*	*Sale*
	12 000	*663 93*	*03/19/10*	*619 56*	*44 37*	*Sale*
04/01/11	47 000	2,600 41	VARIOUS	2,503 01	97 40	Total of 3 lots
Security total		2,939 68		2,822 67	117 01	
MITSUI & COMPANY LIMITED ADR / CUSIP 606827202						
03/23/11	4 000	1,401 59	09/10/08	1,140 74	260 85	Sale
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	1 000	*358 63*	*09/10/08*	*285 18*	*73 45*	*Sale*
	1 000	*358 63*	*03/19/10*	*341 54*	*17 09*	*Sale*
04/01/11	2 000	717 26	VARIOUS	626 72	90 54	Total of 2 lots
Security total		2,118 85		1,767 46	351 39	
MUNICH RE GROUP / CUSIP: 626188106						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	2 000	*32 16*	*11/26/08*	*28 10*	*4 06*	*Sale*
	56 000	*900 46*	*01/16/09*	*845 60*	*54 86*	*Sale*
	27 000	*434 15*	*05/08/09*	*377 46*	*56 69*	*Sale*
	30 000	*482 39*	*11/16/09*	*483 00*	*-0 61*	*Sale*
04/01/11	115 000	1,849 16	VARIOUS	1,734.16	115 00	Total of 4 lots
NATIONAL AUSTRALIA BK LIMITED / CUSIP 632525408						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	82 000	*2,201 66*	*03/06/09*	*893 42*	*1,308 24*	*Sale*
	12 000	*322 19*	*05/08/09*	*210 61*	*111 58*	*Sale*

Raymond James & Associates, Inc.

Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II with Box B checked

6 - Tax lots. NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
NATIONAL AUSTRALIA BK LIMITED / CUSIP 632525408 (Cont'd)						
	29 000	778 64	02/12/10	622 80	155 84	Sale
04/01/11	123 000	3,302 49	VARIOUS	1,726 83	1,575 66	Total of 3 lots
NEW WORLD DEV LIMITED / CUSIP 649274305						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	198 000	677 14	10/07/09	869 20	-192 06	Sale
	63 000	215 46	10/13/09	274 36	-58 90	Sale
04/01/11	261 000	892 60	VARIOUS	1,143 56	-250 96	Total of 2 lots
NEXEN INCORPORATED / CUSIP 65334H102						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	31 000	779 37	06/09/09	769 91	9 46	Sale
	44 000	1,106 20	11/02/09	971 95	134 25	Sale
04/01/11	75 000	1,885 57	VARIOUS	1,741 86	143 71	Total of 2 lots
NIPPON TELEG & TEL CORPORATION / CUSIP 654624105						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	33 000	735 80	10/26/06	855 84	-120 04	Sale
	40 000	891 88	11/16/06	975 69	-83 81	Sale
	42 000	936 47	05/29/07	965 31	-28 84	Sale
	34 000	758 09	12/08/09	726 87	31 22	Sale
04/01/11	149 000	3,322 24	VARIOUS	3,523 71	-201 47	Total of 4 lots
NISSAN MOTORS SPONSORED ADR / CUSIP 654744408						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	80 000	1,395 17	10/29/07	1,793 66	-398 49	Sale
	25 000	435 99	01/14/08	505 78	-69 79	Sale
	91 000	1,587 01	04/22/08	1,583 79	3 22	Sale
04/01/11	196 000	3,418 17	VARIOUS	3,883 23	-465 06	Total of 3 lots

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS
Report on Form 8949, Part II with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
NOVARTIS A G SPONSORED ADR / CUSIP: 66987V109						
04/01/11	60 000	3,222.54	09/10/08-	3,230 85	-8 31	Sale
OIL COMPANY LUKOIL SPONSORED / CUSIP 677862104						
04/01/11	11 000	800 12	11/16/09	682 00	118 12	Sale
OLD MUT PLC / CUSIP 680031200						
02/11/11	58 000	966 84	11/02/09	842 68	124 16	Sale
ORIX CORPORATION SPONSORED ADR / CUSIP 686330101						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	38 000	*1,740 48*	*08/07/09*	*1,258 22*	*482 26*	*Sale*
	24 000	*1,099 25*	*11/02/09*	*822 54*	*276 71*	*Sale*
04/01/11	62.000	2,839 73	VARIOUS	2,080 76	758 97	Total of 2 lots
RIO TINTO PLC SPONSORED ADR / CUSIP 767204100						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	8 000	*568 24*	*12/08/09*	*405 59*	*162 65*	*Sale*
	16 000	*1,136 48*	*01/12/10*	*921 94*	*214 54*	*Sale*
	16 000	*1,136 48*	*02/03/10*	*828 64*	*307 84*	*Sale*
	12 000	*852 36*	*03/19/10*	*668 69*	*183 67*	*Sale*
04/01/11	52 000	3,693 56	VARIOUS	2,824 86	868 70	Total of 4 lots
ROYAL DUTCH SHELL PLC / CUSIP 780259206						
2 tax lots for 02/11/11 Total proceeds (and cost when required) reported to the IRS						
	7 000	*479 04*	*09/06/07*	*561 58*	*-82 54*	*Sale*
	14 000	*958 07*	*09/28/07*	*1,158 50*	*-200 43*	*Sale*
02/11/11	21 000	1,437.11	VARIOUS	1,720 08	-282 97	Total of 2 lots
2 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	3 000	*214 27*	*09/28/07*	*248 25*	*-33 98*	*Sale*
	17 000	*1,214 19*	*10/30/07*	*1,479 90*	*-265 71*	*Sale*
03/23/11	20 000	1,428 46	VARIOUS	1,728 15	-299 69	Total of 2 lots

Raymond James & Associates, Inc.

Account 78415804

Proceeds from Broker and Barter Exchange Transactions

2011 (continued)

8 - *LONG-TERM GAINS AND LOSSES* - *Cost basis is NOT reported to the IRS*

Report on Form 8949, Part II with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	Cost or other basis	Gain or loss	Additional Information
				These columns are not reported to the IRS		
ROYAL DUTCH SHELL PLC / CUSIP 780259206 (Cont'd)						
4 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	14 000	*1,022 12*	*10/30/07*	*1,218 74*	*-196 62*	*Sale*
	20 000	*1,460 17*	*11/15/07*	*1,599 00*	*-138 83*	*Sale*
	10 000	*730 09*	*03/18/08*	*688 54*	*41 55*	*Sale*
	12 000	*876 10*	*05/29/08*	*1,037 78*	*-161 68*	*Sale*
04/01/11	56 000	4,088 48	VARIOUS	4,544 06	-455 58	Total of 4 lots
Security total		6,954 05		7,992 29	-1,038 24	
SPDR INDEX SHS FUNDS / CUSIP 78463X863						
04/01/11	48 000	1,880 74	02/03/10	1,645 45	235 29	Sale
SANOFI SPONSORED ADR / CUSIP 80105N105						
01/06/11	30 000	981 28	09/12/05	1,233 90	-252 62	Sale
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	30 000	*1,064 98*	*09/12/05*	*1,233 90*	*-168 92*	*Sale*
	10 000	*354 99*	*11/04/05*	*399 40*	*-44 41*	*Sale*
04/01/11	40 000	1,419 97	VARIOUS	1,633 30	-213 33	Total of 2 lots
Security total		2,401 25		2,867 20	-465 95	
SHARP CORPORATION ADR / CUSIP 819882200						
5 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	32 000	*317 12*	*09/05/06*	*582 45*	*-265 33*	*Sale*
	15 000	*148 65*	*10/02/06*	*264 00*	*-115 35*	*Sale*
	16 000	*158 56*	*10/26/06*	*280 14*	*-121 58*	*Sale*
	78 000	*772 99*	*05/29/07*	*1,516 66*	*-743 67*	*Sale*
	43 000	*426 13*	*08/06/07*	*752 50*	*-326 37*	*Sale*
04/01/11	184 000	1,823 45	VARIOUS	3,395 75	-1,572 30	Total of 5 lots
SOCIETE GENERALE FRANCE / CUSIP 83364L109						
5 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	78 000	*1,028 82*	*09/12/05*	*1,758 90*	*-730 08*	*Sale*
	12 000	*158 28*	*04/18/07*	*471 60*	*-313 32*	*Sale*

ATTACHMENT A

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Report on Form 8949, Part II, with **Box B** checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
SOCIETE GENERALE FRANCE / CUSIP: 83364L109 (Cont'd)						
	26 000	342 94	05/29/07	1,019 20	-676 26	Sale
	60 000	791 41	11/29/07	1,823 26	-1,031 85	Sale
	37 000	488 03	01/14/08	1,084 23	-596 20	Sale
04/01/11	213 000	2,809 48	VARIOUS	6,157.19	-3,347 71	Total of 5 lots
SONY CORPORATION ADR NEW / CUSIP· 835699307						
3 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	20 000	636 06	08/01/07	1,040 55	-404 49	Sale
	26 000	826 88	11/06/08	578 15	248 73	Sale
	23 000	731 47	03/19/10	887 29	-155 82	Sale
04/01/11	69 000	2,194 41	VARIOUS	2,505 99	-311 58	Total of 3 lots
SUMITOMO MITSUI FINL GROUP / CUSIP 86562M209						
5 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	83 500	519 65	09/12/05	1,417 83	-898 18	Sale
	88 500	550 77	02/09/07	1,699 06	-1,148 29	Sale
	20 000	124 47	04/18/07	374 00	-249 53	Sale
	52 500	326 73	05/07/07	938 93	-612 20	Sale
	113 500	706 35	11/02/09	793 55	-87 20	Sale
04/01/11	358 000	2,227 97	VARIOUS	5,223 37	-2,995 40	Total of 5 lots
SUNCOR ENERGY INCORPORATED NEW / CUSIP 867224107						
2 tax lots for 03/23/11 Total proceeds (and cost when required) reported to the IRS						
	6 520	292 29	02/21/08	232 66	59 63	Sale
	52 480	2,352 71	05/01/08	2,002 96	349 75	Sale
03/23/11	59 000	2,645 00	VARIOUS	2,235 62	409 38	Total of 2 lots
TELECOM ITALIA S P A NEW / CUSIP 87927Y102						
2 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	70 000	1,075 35	09/10/08	1,097 68	-22 33	Sale

Raymond James & Associates, Inc. Account 78415804

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*
Report on Form 8949, Part II, with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
TELECOM ITALIA S P A NEW / CUSIP 87927Y102 (Cont'd)						
	90 000	1,382 59	04/03/09	1,262 78	119 81	Sale
04/01/11	160 000	2,457 94	VARIOUS	2,360 46	97 48	Total of 2 lots
TELSTRA CORPORATION LIMITED / CUSIP 87969N204						
04/01/11	64 000	924 78	03/19/10	934 40	-9 62	Sale
VALE S A / CUSIP 91912E204						
04/01/11	66 000	1,939 04	03/19/10	1,731 43	207 61	Sale
VODAFONE GROUP PLC NEW / CUSIP 92857W209						
5 tax lots for 04/01/11 Total proceeds (and cost when required) reported to the IRS						
	36 375	1,046 21	08/05/05	1,078 36	-32 15	Sale
	96 250	2,768 33	09/12/05	3,021 70	-253 37	Sale
	4 375	125 83	11/04/05	130 75	-4 92	Sale
	21 000	604 00	08/07/09	450 53	153 47	Sale
	23 000	661 52	11/02/09	514 47	147 05	Sale
04/01/11	181 000	5,205 89	VARIOUS	5,195 81	10 08	Total of 5 lots
XSTRATA PLC / CUSIP 98418K105						
2 tax lots for 02/11/11 Total proceeds (and cost when required) reported to the IRS						
	181 000	843 44	12/08/09	617 21	226 23	Sale
	277 000	1,290 79	02/03/10	950 91	339 88	Sale
02/11/11	458 000	2,134 23	VARIOUS	1,568 12	566 11	Total of 2 lots
YUE YUEN INDL HLDGS LIMITED / CUSIP 988415105						
04/01/11	43 000	702 17	08/07/09	640 72	61 45	Sale
	Totals:	119,718.14		128,927 90	-9,209.76	

ATTACHMENT B

Raymond James & Associates, Inc. | Account 79916032

Proceeds from Broker and Barter Exchange Transactions

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part I with **Box B** checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
HEALTHSPRING INCORPORATED / CUSIP 42224N101						
11/08/11	71 000	3,841 20	05/26/11	2,978 20	863 00	Sale
WESTERN DIGITAL CORPORATION / CUSIP 958102105						
09/07/11	125 000	3,530 46	11/29/10	4,177 16	-646 70	Sale
	Totals.	7,371 66		7,155.36	216.30	

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II with **Box B** checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
COGNIZANT TECHNOLOGY SOLUTIONS / CUSIP 192446102						
01/04/11	17 000	1,256 87	05/12/09	430 07	826 80	Sale
DISNEY WALT COMPANY COM DISNEY / CUSIP 254687106						
2 tax lots for 09/01/11 Total proceeds (and cost when required) reported to the IRS						
	93 000	*3,155 70*	*05/29/08*	*3,164 18*	*-8 48*	*Sale*
	5 000	*169 66*	*05/22/09*	*119 25*	*50 41*	*Sale*
09/01/11	98 000	3,325 36	VARIOUS	3,283 43	41 93	Total of 2 lots
DRESSER-RAND GROUP / CUSIP 261608103						
09/21/11	75 000	3,463 63	08/10/09	2,285 20	1,178 43	Sale
FRANKLIN RES INCORPORATED / CUSIP 354613101						
01/04/11	34 000	3,830 89	11/02/09	3,558 84	272 05	Sale
HASBRO INCORPORATED / CUSIP 418056107						
09/07/11	92 000	3,327 70	05/18/10	3,875 21	-547 51	Sale
JEFFERIES GROUP INCORPORATED / CUSIP 472319102						
04/19/11	134 000	3,088 89	10/27/09	3,588 74	-499 85	Sale

ATTACHMENT B

Raymond James & Associates, Inc.

Account 79916032

Proceeds from Broker and Barter Exchange Transactions

(continued)

2011

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Report on Form 8949 Part II with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of# stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
JOY GLOBAL INCORPORATED / CUSIP 481165108						
04/19/11	12 000	1,116 35	10/06/09	575 80	540 55	Sale
NIKE INCORPORATED CLASS B / CUSIP 654106103						
2 tax lots for 05/02/11 Total proceeds (and cost when required) reported to the IRS						
	46 000	*3,789 42*	*06/11/08*	*3,129 15*	*660 27*	*Sale*
	2 000	*164 76*	*05/22/09*	*103 62*	*61 14*	*Sale*
05/02/11	48 000	3,954 18	VARIOUS	3,232 77	721 41	Total of 2 lots
ORACLE CORPORATION / CUSIP 68389X105						
04/19/11	35 000	1,179 52	11/09/06	655 22	524 30	Sale
SOUTHERN COPPER CORPORATION / CUSIP 84265V105						
01/04/11	21 000	1,019.84	03/20/07	492 73	527 11	Sale
CORE LABORATORIES N V / CUSIP N22717107						
11/08/11	11 000	1,226 05	02/05/10	637 95	588 10	Sale
	Totals.	26,789.28		22,615.96	4,173.32	

8 - *UNDETERMINED TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Consult your investment records for the cost basis and/or the date of acquisition to determine whether the transactions in this section are long term or short term

Report on Form 8949, either Part I or Part II as appropriate with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of# stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
BANCO BRADESCO SA / CUSIP 059460303						
02/08/11	209 958	15 86	N/A			Gross proceeds[03]

Raymond James & Associates, Inc. | Account 79916386

Proceeds from Broker and Barter Exchange Transactions

2011

8 - SHORT-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949 Part I with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of# stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
AUTONATION INCORPORATED / CUSIP 05329W102						
10/26/11	29 000	1,151 73	12/07/10	766 43	385 30	Sale
11/04/11	11 000	403 17	12/07/10	290 71	112 46	Sale
	Security total	1,554 90		1,057 14	497 76	
CB RICHARD ELLIS GROUP / CUSIP 12497T101						
02/15/11	53 000	1,342 79	02/18/10	698 25	644 54	Sale
LOEWS CORPORATION / CUSIP 540424108						
08/16/11	15 000	551 55	08/19/10	548 40	3 15	Sale
09/22/11	21 000	718 19	10/01/10	797 57	-79 38	Sale
3 tax lots for 09/28/11 Total proceeds (and cost when required) reported to the IRS						
	6 000	*212 35*	*10/01/10*	*227 88*	*-15 53*	*Sale*
	24 000	*849 41*	*10/13/10*	*959 28*	*-109 87*	*Sale*
	4 000	*141 57*	*10/28/10*	*157 66*	*-16 09*	*Sale*
09/28/11	34 000	1,203 33	VARIOUS	1,344 82	-141 49	Total of 3 lots
	Security total	2,473 07		2,690 79	-217 72	
SWIRE PAC LIMITED SPON ADR A / CUSIP 870794302						
2 tax lots for 09/30/11 Total proceeds (and cost when required) reported to the IRS						
	76 000	*756 94*	*12/10/10*	*1,236 60*	*-479 66*	*Sale*
	20 000	*199 20*	*01/06/11*	*340 60*	*-141 40*	*Sale*
09/30/11	96 000	956 14	VARIOUS	1,577 20	-621 06	Total of 2 lots
2 tax lots for 12/09/11 Total proceeds (and cost when required) reported to the IRS						
	53 000	*613 19*	*01/06/11*	*902 59*	*-289 40*	*Sale*
	49 000	*566 92*	*01/19/11*	*803 60*	*-236 68*	*Sale*
12/09/11	102 000	1,180 11	VARIOUS	1,706 19	-526 08	Total of 2 lots
	Security total	2,136 25		3,283 39	-1,147 14	
	Totals.	7,507.01		7,729.57	-222.56	

Raymond James & Associates, Inc.

Account 79916386

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*
Report on Form 8949, Part II with Box B checked

6 - Tax lots: NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of * stocks, bonds, etc.	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
ANGLO AMERN PLC / CUSIP 03485P201						
02/03/11	55 000	1,434 37	10/30/08	656 81	777 56	Sale
03/09/11	49 000	1,269 23	10/30/08	585 15	684 08	Sale
	Security total	2,703 60		1,241.96	1,461 64	
BERKSHIRE HATHAWAY / CUSIP 084670702						
06/14/11	40 000	3,014 22	10/17/05	2,232 55	781 67	Sale
07/28/11	18 000	1,352 56	10/17/05	1,004 65	347 91	Sale
	Security total	4,366 78		3,237 20	1,129 58	
CBRE GROUP INCORPORATED CLASS / CUSIP 12504L109						
12/08/11	110 000	1,649 97	02/18/10	1,449 21	200 76	Sale
CNOOC LIMITED SPONSORED ADR / CUSIP 126132109						
03/04/11	5 000	1,138.12	10/17/05	320 45	817 67	Sale
12/21/11	7 000	1,197.38	10/17/05	448 63	748 75	Sale
	Security total	2,335.50		769 08	1,566 42	
CARNIVAL CORPORATION PAIRED / CUSIP 143658300						
03/25/11	34 000	1,323.08	08/28/08	1,259 65	63 43	Sale
03/30/11	36 000	1,395.01	08/28/08	1,333 74	61 27	Sale
04/26/11	35.000	1,302 23	08/28/08	1,296 69	5 54	Sale
10/26/11	36 000	1,288 41	08/28/08	1,333 74	-45 33	Sale
11/02/11	45 000	1,518 27	08/28/08	1,667 18	-148 91	Sale
	Security total	6,827 00		6,891 00	-64 00	
CENOVUS ENERGY INCORPORATED / CUSIP 15135U109						
04/26/11	26 000	971.94	02/19/08	886 14	85 80	Sale
07/27/11	30 000	1,155.02	02/19/08	1,022 47	132 55	Sale
08/03/11	38 000	1,414 82	02/19/08	1,295 13	119 69	Sale
08/09/11	60 000	1,929 79	02/19/08	2,044 94	-115 15	Sale
	Security total	5,471 57		5,248 68	222 89	
CHINA LIFE INS COMPANY LIMITED / CUSIP 16939P106						
02/10/11	16 000	907 19	03/24/09	813 80	93 39	Sale
03/08/11	26 000	1,528 14	03/24/09	1,322 43	205 71	Sale
03/29/11	36 000	1,944 74	03/24/09	1,831 06	113 68	Sale

ATTACHMENT C

Raymond James & Associates, Inc.

Account 79916386

Proceeds from Broker and Barter Exchange Transactions

2011 (continued)

8 - *LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS*

Report on Form 8949, Part II, with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of * stocks, bonds, etc	Date of acquisition	These columns are not reported to the IRS Cost or other basis	Gain or loss	Additional Information
	Security total	4,380 07		3,967 29	412 78	
CHINA UNICOM (HONG KONG) / CUSIP 16945R104						
01/18/11	86 000	1,270 28	03/30/09	933 68	336 60	Sale
01/27/11	87 000	1,436 43	03/30/09	944 53	491 90	Sale
	Security total	2,706 71		1,878 21	828 50	
FOREST CITY ENTERPRISES / CUSIP 345550107						
2 tax lots for 11/18/11 Total proceeds (and cost when required) reported to the IRS						
	82 000	*1,048 87*	*03/29/10*	*1,133 24*	*-84 37*	*Sale*
	23 000	*294 19*	*07/16/10*	*273 00*	*21 19*	*Sale*
11/18/11	105 000	1,343 06	VARIOUS	1,406 24	-63 18	Total of 2 lots
11/25/11	75 000	874 83	07/16/10	890 23	-15 40	Sale
	Security total	2,217 89		2,296 47	-78 58	
FRANCO NEVADA CORPORATION / CUSIP 351858105						
2 tax lots for 10/27/11 Total proceeds (and cost when required) reported to the IRS						
	30 000	*1,225 47*	*07/21/10*	*886 53*	*338 94*	*Sale*
	14 000	*571 89*	*08/11/10*	*438 09*	*133 80*	*Sale*
10/27/11	44 000	1,797 36	VARIOUS	1,324 62	472 74	Total of 2 lots
12/05/11	9 000	374 51	08/11/10	281 63	92 88	Sale
2 tax lots for 12/21/11 Total proceeds (and cost when required) reported to the IRS						
	16 000	*613 38*	*08/11/10*	*500 68*	*112 70*	*Sale*
	20 000	*766 73*	*09/21/10*	*625 33*	*141 40*	*Sale*
12/21/11	36 000	1,380 11	VARIOUS	1,126 01	254 10	Total of 2 lots
	Security total	3,551 98		2,732 26	819 72	
ICICI BK LIMITED ADR / CUSIP 45104G104						
08/02/11	24 000	1,105 42	07/12/07	1,249 52	-144.10	Sale
10/04/11	27 000	837 06	07/12/07	1,405 71	-568 65	Sale
10/11/11	33 000	1,132 57	07/12/07	1,718 09	-585 52	Sale
2 tax lots for 10/20/11 Total proceeds (and cost when required) reported to the IRS						
	16 000	*553 55*	*07/12/07*	*833 01*	*-279 46*	*Sale*

ATTACHMENT C

Raymond James & Associates, Inc.

Account 79916386

Proceeds from Broker and Barter Exchange Transactions

2011 (continued)

8 - LONG-TERM GAINS AND LOSSES - Cost basis is NOT reported to the IRS

Report on Form 8949, Part II, with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
ICICI BK LIMITED ADR / CUSIP 45104G104 (Cont'd)						
	29 000	*1,003 30*	*11/25/09*	*1,116 21*	*-112 91*	*Sale*
10/20/11	45 000	1,556 85	VARIOUS	1,949 22	-392 37	Total of 2 lots
	Security total	4,631 90		6,322 54	-1,690 64	
IMPERIAL OIL LIMITED COM NEW / CUSIP 453038408						
08/26/11	38 000	1,487 74	10/17/05	1,188.13	299 61	Sale
10/06/11	52 000	1,907.33	10/17/05	1,625 87	281 46	Sale
12/15/11	24.000	982 28	10/17/05	750 40	231 88	Sale
	Security total	4,377 35		3,564 40	812 95	
LENDER PROCESSING SVCS / CUSIP 52602E102						
01/04/11	49 000	1,489 24	12/08/09	1,973 74	-484 50	Sale
02/03/11	39 000	1,235 91	12/08/09	1,570 94	-335 03	Sale
02/09/11	32.000	1,035 22	12/08/09	1,288 98	-253 76	Sale
	Security total	3,760 37		4,833 66	-1,073 29	
LIBERTY MEDIA CORPORATION / CUSIP 530322106						
12/14/11	0 312	23 68	06/07/10	12 64	11 04	Sale
LOEWS CORPORATION / CUSIP 540424108						
08/08/11	21 000	753 73	07/16/10	751 69	2 04	Sale
3 tax lots for 08/16/11 Total proceeds (and cost when required) reported to the IRS						
	9 000	*330 93*	*07/16/10*	*322 15*	*8 78*	*Sale*
	29 000	*1,066 33*	*08/03/10*	*1,091 82*	*-25 49*	*Sale*
	29 000	*1,066 32*	*08/11/10*	*1,083 64*	*-17 32*	*Sale*
08/16/11	67.000	2,463 58	VARIOUS	2,497.61	-34 03	Total of 3 lots
2 tax lots for 09/08/11 Total proceeds (and cost when required) reported to the IRS						
	14 000	*509 59*	*08/19/10*	*511 84*	*-2 25*	*Sale*
	19 000	*691 58*	*08/27/10*	*665 65*	*25 93*	*Sale*
09/08/11	33 000	1,201 17	VARIOUS	1,177 49	23.68	Total of 2 lots
2 tax lots for 09/14/11 Total proceeds (and cost when required) reported to the IRS						
	11 000	*407 11*	*08/27/10*	*385 37*	*21 74*	*Sale*

ATTACHMENT C

Raymond James & Associates, Inc. Account 79916386

Proceeds from Broker and Barter Exchange Transactions
(continued)

2011

8 - LONG-TERM GAINS AND LOSSES - *Cost basis is NOT reported to the IRS*
Report on Form 8949, Part II, with Box B checked

6 - Tax lots NONCOVERED**

9 - Description / CUSIP/ Symbol 1a - Date of Sale or exchange	Quantity	2 - Proceeds of # stocks, bonds, etc	Date of acquisition	Cost or other basis (These columns are not reported to the IRS)	Gain or loss	Additional Information
LOEWS CORPORATION / CUSIP 540424108 (Cont'd)						
	24 000	*888 24*	*09/03/10*	*877 28*	*10 96*	*Sale*
09/14/11	35 000	1,295 35	VARIOUS	1,262 65	32 70	Total of 2 lots
09/22/11	7 000	239 40	09/03/10	255 87	-16 47	Sale
11/08/11	31 000	1,221 85	10/28/10	1,221 90	-0 05	Sale
Security total		7,175 08		7,167 21	7 87	
NYSE EURONEXT / CUSIP 629491101						
09/20/11	57 000	1,522 53	10/17/05	2,119 03	-596 50	Sale
NASDAQ OMX GROUP INCORPORATED / CUSIP 631103108						
05/04/11	163 000	4,318 14	04/18/06	7,169 43	-2,851 29	Sale
2 tax lots for 06/16/11 Total proceeds (and cost when required) reported to the IRS						
	13 000	*309 28*	*04/18/06*	*571 79*	*-262 51*	*Sale*
	41 000	*975 44*	*03/26/07*	*1,213 60*	*-238 16*	*Sale*
06/16/11	54 000	1,284 72	VARIOUS	1,785 39	-500 67	Total of 2 lots
07/12/11	79 000	1,911 66	03/26/07	2,338 40	-426 74	Sale
Security total		7,514 52		11,293 22	-3,778 70	
DE LA RUE PLC / CUSIP G2702K139						
01/04/11	72 000	911 69	11/13/09	1,197 84	-286 15	Sale
01/18/11	101 000	1,323 07	11/13/09	1,680 29	-357 22	Sale
01/31/11	98 000	1,033 09	11/13/09	1,630 39	-597 30	Sale
Security total		3,267 85		4,508 52	-1,240 67	
BEIJING CAPITAL INTERNATIONAL / CUSIP Y07717104						
06/28/11	5,200 000	2,339 95	01/31/07	5,038 28	-2,698 33	Sale
HONG KONG EXCHANGES & CLEARING / CUSIP Y3506N139						
03/30/11	300 000	6,416 48	12/21/05	1,230 00	5,186 48	Sale
04/05/11	100 000	2,301 95	12/21/05	410 00	1,891 95	Sale
06/15/11	100 000	2,102 31	12/21/05	410 00	1,692 31	Sale
07/25/11	200 000	4,112 26	12/21/05	820 00	3,292 26	Sale
Security total		14,933 00		2,870 00	12,063 00	
Totals·		85,757.30		77,440.86	8,316.44	

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

SOURCE	AMOUNT
RAYMOND JAMES	167.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	167.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RAYMOND JAMES	17,615.	22.	17,593.
TOTAL TO FM 990-PF, PART I, LN 4	17,615.	22.	17,593.

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 FEES	2,850.	1,425.		1,425.
TO FORM 990-PF, PG 1, LN 16B	2,850.	1,425.		1,425.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	4,825.	4,825.		0.
TO FORM 990-PF, PG 1, LN 16C	4,825.	4,825.		0.

FORM 990-PF | TAXES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	202.	202.		0.
TO FORM 990-PF, PG 1, LN 18	202.	202.		0.

FORM 990-PF | CORPORATE STOCK | STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS IN SECURITIES- SEE ATTACHED STATEMENTS	902,972.	976,632.
TOTAL TO FORM 990-PF, PART II, LINE 10B	902,972.	976,632.

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	PHILIP & SHIRLEY SOLOMONS FOUNDATION	[X] 58-2273251
	Number, street, and room or suite no. If a P.O. box, see instructions. 31 EAST 49TH STREET	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAVANNAH, GA 31405	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ PHILIP SOLOMONS, JR. 39 EAST 49TH STREET - SAVANNAH, GA 31405
  Telephone No ▶ 912-352-7163 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2011 or
▶ [ ] tax year beginning ______, and ending ______.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 218.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 3,915.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2012)

123841
01-04-12

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

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Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. PHILIP & SHIRLEY SOLOMONS FOUNDATION	Employer identification number (EIN) or [X] 58-2273251
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 31 EAST 49TH STREET	Social security number (SSN) [ ]
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SAVANNAH, GA 31405	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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39 EAST 49TH STREET - SAVANNAH, GA 31405
Telephone No. ▶ 912-352-7163 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

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