Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

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

Name of foundation SARTAIN LANIER FAMILY FDN 49-1122948	**A Employer identification number** 58-6045056
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 1908 — Room/suite	**B** Telephone number (see instructions) (404) 230-5479
City or town, state, and ZIP code ORLANDO, FL 32802-1908	**C** If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 87,364,623.

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	2,013,178.	1,966,375.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	3,053,845.			
	b	Gross sales price for all assets on line 6a 4,178,788.				
	7	Capital gain net income (from Part IV, line 2)		3,038,964.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	410,672.	254,360.		STMT 2
	12	**Total.** Add lines 1 through 11	5,477,695.	5,259,699.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	160,974.	80,487.		80,487.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	2,500.	NONE	NONE	2,500.
	c	Other professional fees (attach schedule) STMT 4	179,874.	179,874.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	161,846.	48,898.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	322,721.	226,330.		55,726.
	24	**Total operating and administrative expenses** Add lines 13 through 23	827,915.	535,589.	NONE	138,713.
	25	Contributions, gifts, grants paid	3,460,083.			3,460,083.
	26	**Total expenses and disbursements** Add lines 24 and 25	4,287,998.	535,589.	NONE	3,598,796.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,189,697.			
	b	**Net investment income** (if negative, enter -0-)		4,724,110.		
	c	**Adjusted net income** (if negative, enter -0-)				

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28

Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing		50,753.	50,753.
2	Savings and temporary cash investments	683,483.	2,043,094.	2,043,094.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule) STMT 7	1,178,507.	1,609,563.	1,632,566.
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 8	74,037,691.	73,743,630.	83,638,210.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	75,899,681.	77,447,040.	87,364,623.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	75,899,681.	77,447,040.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	75,899,681.	77,447,040.	
31	**Total liabilities and net assets/fund balances** (see instructions)	75,899,681.	77,447,040.	

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	75,899,681.
2	Enter amount from Part I, line 27a	2	1,189,697.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	531,677.
4	Add lines 1, 2, and 3	4	77,621,055.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	174,015.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	77,447,040.

Form **990-PF** (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,401,536.		3,549,081.	2,852,455.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				2,852,455.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,038,964.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	3,232,784.	76,537,847.	0.042238
2009	3,727,282.	64,977,877.	0.057362
2008	5,217,057.	73,392,989.	0.071084
2007	5,071,354.	105,511,653.	0.048064
2006	4,699,232.	104,454,599.	0.044988

2	**Total** of line 1, column (d)	2	0.263736
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052747
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	82,417,434.
5	Multiply line 4 by line 3	5	4,347,272.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	47,241.
7	Add lines 5 and 6	7	4,394,513.
8	Enter qualifying distributions from Part XII, line 4	8	3,598,796.

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	94,482.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	94,482.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	94,482.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	89,364.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	18,401.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	107,765.
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	13,283.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 13,283. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶$ ____________ **(2)** On foundation managers ▶$ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
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 ▶ SUNTRUST BANK, ATL Telephone no. ▶ (404)230-5479

Located at ▶ 25 PARK PLACE, ATLANTA, GA ZIP + 4 ▶ 30303

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
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)

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53 4945-5(d).*			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*	**6b**		X
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		160,974.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over $50,000 ▶ NONE

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

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

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

Total number of others receiving over $50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	81,578,349.
b	Average of monthly cash balances	1b	2,094,173.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	83,672,522.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	83,672,522.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,255,088.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	82,417,434.
6	**Minimum investment return.** Enter 5% of line 5	6	4,120,872.

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	4,120,872.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	94,482.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	94,482.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	4,026,390.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	4,026,390.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	4,026,390.

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	3,598,796.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,598,796.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,598,796.

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					4,026,390.
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only				3,392,291.	
b	Total for prior years: 20 09 ,20____,20____			NONE		
3	Excess distributions carryover, if any, to 2011:					
a	From 2006	NONE				
b	From 2007	NONE				
c	From 2008	NONE				
d	From 2009	NONE				
e	From 2010	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 3,598,796.					
a	Applied to 2010, but not more than line 2a				3,392,291.	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2011 distributable amount					206,505.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b	Prior years' undistributed income Subtract line 4b from line 2b			NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d	Subtract line 6c from line 6b Taxable amount - see instructions			NONE		
e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions					
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012					3,819,885.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9.					
a	Excess from 2007	NONE				
b	Excess from 2008	NONE				
c	Excess from 2009	NONE				
d	Excess from 2010	NONE				
e	Excess from 2011	NONE				

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

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

J. HICKS LANIER, CHAIRMAN

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:

SEE STATEMENT 13

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 36				
Total . . . . ▶ 3a				3,460,083.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	900000	16,588.	14	1,996,590.	
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	900000	14,881.	18	3,038,964.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b PARTNERSHIP INCOME			01	254,360.	
c FED TAX REFUND			01	156,312.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		31,469.		5,446,226.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 5,477,695.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date 11/15/12

Title ~~Trustee~~ Director

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

Paid Preparer Use Only

Print/Type preparer's name DONALD J ROMAN	Preparer's signature	Date 11/14/2012	Check ☒ if self-employed	PTIN P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219			Phone no 412-355-6000	

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS		
COUSINS PPTYS INC COM	2,144.00	
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	182,055.00	
LITIGATION PROCEEDS	355.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		184,554.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		184,554.00

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					184,554.	
		27. ABERCROMBIE & FITCH CO CL A COM					04/27/2011	11/18/2011
		PROPERTY TYPE: SECURITIES						
1,292.00		1,938.00					-646.00	
		284. ABERCROMBIE & FITCH CO CL A COM					06/23/2011	11/18/2011
		PROPERTY TYPE: SECURITIES						
13,540.00		16,449.00					-2,909.00	
		73. ABERCROMBIE & FITCH CO CL A COM					02/03/2011	11/18/2011
		PROPERTY TYPE: SECURITIES						
3,478.00		3,615.00					-137.00	
		190. AMGEN INC					10/24/2008	04/25/2011
		PROPERTY TYPE: SECURITIES						
10,174.00		10,406.00					-232.00	
		115. AMGEN INC					04/05/2011	04/25/2011
		PROPERTY TYPE: SECURITIES						
6,158.00		6,215.00					-57.00	
		15. AMGEN INC					10/25/2010	04/25/2011
		PROPERTY TYPE: SECURITIES						
803.00		851.00					-48.00	
		157. BED BATH & BEYOND INC COM					04/20/2010	12/20/2011
		PROPERTY TYPE: SECURITIES						
9,683.00		6,989.00					2,694.00	
		21. BED BATH & BEYOND INC COM					03/30/2010	12/20/2011
		PROPERTY TYPE: SECURITIES						
1,297.00		931.00					366.00	
		55. BORG-WARNER AUTOMOTIVE INC COM					10/25/2010	11/09/2011
		PROPERTY TYPE: SECURITIES						
3,615.00		2,163.00					1,452.00	
		58. BORG-WARNER AUTOMOTIVE INC COM					01/14/2010	11/09/2011
		PROPERTY TYPE: SECURITIES						
3,812.00		2,194.00					1,618.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		25. CAMERON INTL CORP COM					06/20/2007	01/26/2011
		PROPERTY TYPE: SECURITIES						
1,334.00		903.00					431.00	
		30. CAMERON INTL CORP COM					10/25/2010	01/26/2011
		PROPERTY TYPE: SECURITIES						
1,600.00		1,262.00					338.00	
		192. CARNIVAL CORP PANAMA COM					06/15/2010	08/04/2011
		PROPERTY TYPE: SECURITIES						
6,034.00		7,100.00					-1,066.00	
		277. CARNIVAL CORP PANAMA COM					06/23/2011	08/04/2011
		PROPERTY TYPE: SECURITIES						
8,716.00		10,644.00					-1,928.00	
		118. CARNIVAL CORP PANAMA COM					06/28/2010	08/04/2011
		PROPERTY TYPE: SECURITIES						
3,713.00		4,321.00					-608.00	
		145. CHURCH & DWIGHT INC COM					01/29/2010	02/08/2011
		PROPERTY TYPE: SECURITIES						
9,903.00		8,297.00					1,606.00	
		5. CHURCH & DWIGHT INC COM					09/27/2010	02/08/2011
		PROPERTY TYPE: SECURITIES						
341.00		323.00					18.00	
		775. CISCO SYSTEMS COM STK					04/20/2010	06/02/2011
		PROPERTY TYPE: SECURITIES						
12,568.00		18,649.00					-6,081.00	
		640. CISCO SYSTEMS COM STK					04/27/2011	06/02/2011
		PROPERTY TYPE: SECURITIES						
10,379.00		11,305.00					-926.00	
		148. COACH INC COM					10/25/2010	11/29/2011
		PROPERTY TYPE: SECURITIES						
8,929.00		5,411.00					3,518.00	
		17. CTRIP.COM INTL LTD ADR					04/27/2011	11/18/2011
		PROPERTY TYPE: SECURITIES						
441.00		820.00					-379.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		101. CTRIP.COM INTL LTD ADR PROPERTY TYPE: SECURITIES					04/27/2011	11/18/2011
2,614.00		4,586.00					-1,972.00	
		188. CTRIP.COM INTL LTD ADR PROPERTY TYPE: SECURITIES					06/23/2011	11/18/2011
4,835.00		7,830.00					-2,995.00	
		87. DOVER CORP COM PROPERTY TYPE: SECURITIES					10/25/2010	11/09/2011
4,655.00		3,695.00					960.00	
		55. EOG RESOURCES INC COM PROPERTY TYPE: SECURITIES					09/27/2010	02/02/2011
5,900.00		5,908.00					-8.00	
		289. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					06/23/2011	10/24/2011
13,627.00		16,976.00					-3,349.00	
		350. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES					09/27/2010	10/24/2011
16,503.00		12,341.00					4,162.00	
		99. GUESS? INC COM PROPERTY TYPE: SECURITIES					06/23/2011	08/25/2011
3,254.00		4,061.00					-807.00	
		210. GUESS? INC COM PROPERTY TYPE: SECURITIES					05/28/2010	08/25/2011
6,902.00		7,713.00					-811.00	
		19. GUESS? INC COM PROPERTY TYPE: SECURITIES					04/05/2011	08/25/2011
608.00		759.00					-151.00	
		14. GUESS? INC COM PROPERTY TYPE: SECURITIES					04/05/2011	08/25/2011
446.00		559.00					-113.00	
		42. GUESS? INC COM PROPERTY TYPE: SECURITIES					04/05/2011	08/25/2011
1,339.00		1,677.00					-338.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		11. GUESS? INC COM					04/05/2011	08/25/2011
		PROPERTY TYPE: SECURITIES						
361.00		437.00					-76.00	
		60. HALLIBURTON CO COM					10/25/2010	01/26/2011
		PROPERTY TYPE: SECURITIES						
2,601.00		1,911.00					690.00	
		65. HANSEN NATURAL CORP COM					01/29/2010	04/25/2011
		PROPERTY TYPE: SECURITIES						
4,209.00		2,415.00					1,794.00	
		95. HANSEN NATURAL CORP COM					10/25/2010	11/02/2011
		PROPERTY TYPE: SECURITIES						
8,361.00		3,638.00					4,723.00	
		20. ILLINOIS TOOL WKS INC COM					10/25/2010	04/15/2011
		PROPERTY TYPE: SECURITIES						
1,067.00		958.00					109.00	
		250. ILLINOIS TOOL WKS INC COM					01/29/2010	04/15/2011
		PROPERTY TYPE: SECURITIES						
13,333.00		8,532.00					4,801.00	
		150. ILLINOIS TOOL WKS INC COM					04/05/2011	04/15/2011
		PROPERTY TYPE: SECURITIES						
8,000.00		8,215.00					-215.00	
		30. INTEL CORP COM					06/28/2010	01/06/2011
		PROPERTY TYPE: SECURITIES						
618.00		670.00					-52.00	
		230. INTEL CORP COM					10/09/2009	01/06/2011
		PROPERTY TYPE: SECURITIES						
4,742.00		4,657.00					85.00	
		400. INTEL CORP COM					10/09/2009	03/17/2011
		PROPERTY TYPE: SECURITIES						
7,945.00		8,100.00					-155.00	
		550. INTEL CORP COM					01/29/2010	03/17/2011
		PROPERTY TYPE: SECURITIES						
10,973.00		11,135.00					-162.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		50. INTEL CORP COM					10/25/2010	03/17/2011
		PROPERTY TYPE: SECURITIES						
998.00		986.00					12.00	
		11829. ISHARES TR RUSSELL 1000 VALUE IND					07/31/2007	12/07/2011
		PROPERTY TYPE: SECURITIES						
750,062.00		885,789.00					-135727.00	
		56. JOY GLOBAL INC-WI COM					10/25/2010	11/09/2011
		PROPERTY TYPE: SECURITIES						
4,658.00		2,931.00					1,727.00	
		51. KOHL'S CORP COM STK					10/25/2010	11/22/2011
		PROPERTY TYPE: SECURITIES						
2,741.00		2,431.00					310.00	
		154. KOHL'S CORP COM STK					05/06/2009	11/22/2011
		PROPERTY TYPE: SECURITIES						
8,284.00		6,001.00					2,283.00	
		20. KOHL'S CORP COM STK					03/04/2009	11/22/2011
		PROPERTY TYPE: SECURITIES						
1,077.00		707.00					370.00	
		84. KOHL'S CORP COM STK					04/05/2011	11/22/2011
		PROPERTY TYPE: SECURITIES						
4,521.00		4,580.00					-59.00	
		91. KOHL'S CORP COM STK					06/23/2011	11/22/2011
		PROPERTY TYPE: SECURITIES						
4,891.00		4,867.00					24.00	
		15. ESTEE LAUDER CL A COM					10/25/2010	02/02/2011
		PROPERTY TYPE: SECURITIES						
1,197.00		979.00					218.00	
		8. ESTEE LAUDER CL A COM					01/21/2010	02/02/2011
		PROPERTY TYPE: SECURITIES						
638.00		424.00					214.00	
		32. ESTEE LAUDER CL A COM					01/21/2010	02/02/2011
		PROPERTY TYPE: SECURITIES						
2,552.00		1,695.00					857.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		65. LUBRIZOL CORP COM					04/05/2011	04/07/2011
		PROPERTY TYPE: SECURITIES						
8,709.00		8,709.00						
		120. LUBRIZOL CORP COM					10/25/2010	04/07/2011
		PROPERTY TYPE: SECURITIES						
16,077.00		10,540.00					5,537.00	
		5. MICROSOFT CORP COM					04/20/2010	02/18/2011
		PROPERTY TYPE: SECURITIES						
135.00		157.00					-22.00	
		210. MICROSOFT CORP COM					01/29/2010	02/18/2011
		PROPERTY TYPE: SECURITIES						
5,673.00		5,439.00					234.00	
		229. MICROSOFT CORP COM					07/01/2009	02/25/2011
		PROPERTY TYPE: SECURITIES						
6,128.00		5,777.00					351.00	
		264. MICROSOFT CORP COM					07/01/2009	02/25/2011
		PROPERTY TYPE: SECURITIES						
7,047.00		5,917.00					1,130.00	
		26. MICROSOFT CORP COM					02/03/2009	02/25/2011
		PROPERTY TYPE: SECURITIES						
697.00		484.00					213.00	
		31. MICROSOFT CORP COM					02/03/2009	02/25/2011
		PROPERTY TYPE: SECURITIES						
827.00		577.00					250.00	
		20. MICROSOFT CORP COM					09/27/2010	02/25/2011
		PROPERTY TYPE: SECURITIES						
534.00		493.00					41.00	
		48. OCCIDENTAL PETE CORP COM					10/25/2010	11/09/2011
		PROPERTY TYPE: SECURITIES						
4,619.00		3,899.00					720.00	
		150. ORACLE CORPORATION COM					04/20/2010	04/25/2011
		PROPERTY TYPE: SECURITIES						
5,197.00		3,330.00					1,867.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		16. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/27/2011	07/26/2011
722.00		869.00					-147.00	
		94. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/27/2011	07/26/2011
4,221.00		4,912.00					-691.00	
		12. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
539.00		616.00					-77.00	
		1. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
45.00		51.00					-6.00	
		6. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
268.00		308.00					-40.00	
		6. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
269.00		308.00					-39.00	
		55. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
2,458.00		2,823.00					-365.00	
		9. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
402.00		462.00					-60.00	
		29. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
1,312.00		1,489.00					-177.00	
		8. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
358.00		411.00					-53.00	
		93. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
4,148.00		4,774.00					-626.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		33. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
1,472.00		1,694.00					-222.00	
		11. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
492.00		565.00					-73.00	
		23. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
1,030.00		1,181.00					-151.00	
		9. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
403.00		462.00					-59.00	
		6. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
268.00		308.00					-40.00	
		22. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
987.00		1,129.00					-142.00	
		23. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
1,038.00		1,181.00					-143.00	
		4. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
178.00		205.00					-27.00	
		6. PACCAR INC COM PROPERTY TYPE: SECURITIES					04/15/2011	07/26/2011
270.00		308.00					-38.00	
		6. PACCAR INC COM PROPERTY TYPE: SECURITIES					06/23/2011	07/26/2011
268.00		304.00					-36.00	
		20. PACCAR INC COM PROPERTY TYPE: SECURITIES					06/23/2011	07/26/2011
892.00		982.00					-90.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		19. PACCAR INC COM					06/23/2011	07/26/2011
		PROPERTY TYPE: SECURITIES						
850.00		909.00					-59.00	
		81. PACCAR INC COM					06/17/2011	07/26/2011
		PROPERTY TYPE: SECURITIES						
3,611.00		3,870.00					-259.00	
		11. PACCAR INC COM					06/17/2011	07/26/2011
		PROPERTY TYPE: SECURITIES						
492.00		526.00					-34.00	
		5. PARKER HANNIFIN CORP COM					10/25/2010	01/20/2011
		PROPERTY TYPE: SECURITIES						
441.00		386.00					55.00	
		11. PARKER HANNIFIN CORP COM					10/26/2009	01/20/2011
		PROPERTY TYPE: SECURITIES						
970.00		638.00					332.00	
		52. PARKER HANNIFIN CORP COM					10/26/2009	01/20/2011
		PROPERTY TYPE: SECURITIES						
4,593.00		2,849.00					1,744.00	
		5. PARKER HANNIFIN CORP COM					01/29/2010	01/20/2011
		PROPERTY TYPE: SECURITIES						
442.00		284.00					158.00	
		26. PARKER HANNIFIN CORP COM					10/14/2009	01/20/2011
		PROPERTY TYPE: SECURITIES						
2,301.00		1,394.00					907.00	
		56. PARKER HANNIFIN CORP COM					10/14/2009	01/20/2011
		PROPERTY TYPE: SECURITIES						
4,964.00		3,003.00					1,961.00	
		75. RENREN INC ADR					06/23/2011	09/19/2011
		PROPERTY TYPE: SECURITIES						
480.00		1,035.00					-555.00	
		156.1 RIDGEWORTH FD-INTERMEDIATE BD #RGC					08/31/2010	01/12/2011
		PROPERTY TYPE: SECURITIES						
1,625.00		1,722.00					-97.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		125000. RIDGEWORTH FD-INTERMEDIATE BD #R					02/26/2010	03/22/2011
		PROPERTY TYPE: SECURITIES						
1300000.00		1320493.00					-20,493.00	
		29. SCHLUMBERGER LTD COM					04/23/2010	01/26/2011
		PROPERTY TYPE: SECURITIES						
2,534.00		2,112.00					422.00	
		6. SCHLUMBERGER LTD COM					04/23/2010	01/26/2011
		PROPERTY TYPE: SECURITIES						
525.00		436.00					89.00	
		200. THERMO ELECTRON CORP COM					01/29/2010	10/07/2011
		PROPERTY TYPE: SECURITIES						
10,092.00		9,694.00					398.00	
		10. THERMO ELECTRON CORP COM					08/12/2009	10/07/2011
		PROPERTY TYPE: SECURITIES						
501.00		456.00					45.00	
		82. THERMO ELECTRON CORP COM					06/23/2011	10/07/2011
		PROPERTY TYPE: SECURITIES						
4,110.00		4,798.00					-688.00	
		10. THERMO ELECTRON CORP COM					04/05/2011	10/07/2011
		PROPERTY TYPE: SECURITIES						
507.00		550.00					-43.00	
		6. THERMO ELECTRON CORP COM					04/05/2011	10/07/2011
		PROPERTY TYPE: SECURITIES						
304.00		330.00					-26.00	
		39. THERMO ELECTRON CORP COM					04/05/2011	10/07/2011
		PROPERTY TYPE: SECURITIES						
1,972.00		2,144.00					-172.00	
		37. THERMO ELECTRON CORP COM					04/05/2011	10/07/2011
		PROPERTY TYPE: SECURITIES						
1,875.00		2,010.00					-135.00	
		75. UNITED PARCEL SVC INC CL B					01/08/2010	06/17/2011
		PROPERTY TYPE: SECURITIES						
5,211.00		4,572.00					639.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		68. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					09/27/2010	02/03/2011
2,307.00		2,449.00					-142.00	
		55. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					08/17/2010	02/03/2011
1,861.00		1,799.00					62.00	
		22. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					08/17/2010	02/03/2011
745.00		719.00					26.00	
		138. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					01/29/2010	02/03/2011
4,674.00		4,464.00					210.00	
		5. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					10/25/2010	02/03/2011
169.00		156.00					13.00	
		22. URBAN OUTFITTERS INC COM PROPERTY TYPE: SECURITIES					01/29/2010	02/03/2011
745.00		698.00					47.00	
		138. VISA INC CL A COM PROPERTY TYPE: SECURITIES					06/28/2010	07/07/2011
12,413.00		9,207.00					3,206.00	
		205. VISA INC CL A COM PROPERTY TYPE: SECURITIES					10/25/2010	10/27/2011
19,169.00		12,827.00					6,342.00	
		83. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/07/2011	08/04/2011
7,911.00		11,645.00					-3,734.00	
		9. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/07/2011	08/04/2011
793.00		1,262.00					-469.00	
		9. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/07/2011	08/04/2011
806.00		1,262.00					-456.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		11. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/07/2011	08/04/2011
988.00		1,543.00					-555.00	
		11. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/07/2011	08/04/2011
1,002.00		1,543.00					-541.00	
		9. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/07/2011	08/04/2011
850.00		1,262.00					-412.00	
		9. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/27/2011	08/04/2011
820.00		1,226.00					-406.00	
		8. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					04/27/2011	08/04/2011
705.00		1,074.00					-369.00	
		7. WALTER INDUSTRIES INC COM PROPERTY TYPE: SECURITIES					06/23/2011	08/04/2011
632.00		819.00					-187.00	
		. LONG TERM SALES FROM OUTSIDE ACCT PROPERTY TYPE: SECURITIES					01/01/2000	12/31/2011
858,908.00							858,908.00	
		. LONG TERM SALES FROM OUTSIDE ACCT PROPERTY TYPE: SECURITIES						12/31/2011
490,740.00							490,740.00	
		. LONG TERM SALES FROM OUTSIDE ACCT PROPERTY TYPE: SECURITIES						12/31/2011
46,588.00							46,588.00	
		. LONG TERM SALES FROM OUTSIDE ACCT PROPERTY TYPE: SECURITIES						12/31/2011
275,789.00							275,789.00	
		. LONG TERM SALES FROM OUTSIDE ACCT PROPERTY TYPE: SECURITIES						12/31/2011
1,312.00							1,312.00	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		. LONG TERM CAPITAL GAIN DIVIDENDS PROPERTY TYPE: SECURITIES						12/31/2011
187,216.00							187,216.00	
		. 100 VALLEY ROAD PROPERTY TYPE: SECURITIES						12/31/2011
2700000.00		911,302.00					1788698.00	
		. SHORT TERM SALE FROM OUTSIDE ACCT PROPERTY TYPE: SECURITIES					01/01/2011	12/31/2011
-664012.00							-664012.00	
TOTAL GAIN(LOSS)		....					---------- 3,038,964. ==========	

	Totals	Suntrust	M&T 2001	M&T 2035	Powershares DB Commodity	SSARIS MULTI-MANAGER ABSOLUT	UBS CARLYLE FUND	Wilmington International Equity Fund	DTC Private Equity LP	ComonFund Multi Strategy Global	The LCM Trust Large Cap Equity Fund	Tiff Private Equity Partners 2005	Williams Realty Fund I, LLC	Commonfund Capital International Partners	Commonfund Capital Private Equity	Commonfund Capital Venture
L/T Capital Gain Dividends	187,216 00	185,198 00		2 018												
Unrecaptured Section 1250 Gain	47,900 00	1,312 00											46 588			
Section 1231 Gain	275,789 00											22 540	253 273		(24)	
K-1 Sales Adjustment	490 740 00															
Short Term Gain (Loss) from Sales	(664 012 00)				(4 854)			(645 215)	176		(14 310)	987		(1,626)	(1,911)	2,741
Long Term Gain (Loss) from Sales	858 908 00		(64 385)	37 284	17 373	4,664	91 469	(92 060)	72 463	(168 801)	562,893	139 965	1 381	34,090	168 921	53 651

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND & INTEREST		2,013,178.	1,966,375.
	TOTAL	2,013,178.	1,966,375.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX REFUUND	156,312.	
SSARIS MULTI MANAGER	3,846.	3,846.
WILMINGTON INTERNATIONAL EQUITY FUND	-9,414.	-9,414.
DTC PRIVATE EQUITY LP	-3,452.	-3,452.
COMMONFUND MULTI STRATEGY GLOBAL HEDGE	611,984.	611,984.
CASCO ASSOCIATES	17,211.	17,211.
THE LCM TRUST LARGE CAP EQUITY	-1,422.	-1,422.
TIFF PRIVATE EQUITY	-1,881.	-1,881.
WILLIAMS REALTY FUND	-363,260.	-363,260.
COMMONFUND CAPIUTAL INTERNATIONAL	-355.	-355.
COMMON FUND CAPITAL PRIVATE EQUITY	637.	637.
COMMONFUND CAPITAL VENTURE PARTNERS	466.	466.
TOTALS	410,672.	254,360.

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CONSULTING/INVESTMENT FEE	179,874.	179,874.
TOTALS	179,874.	179,874.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX WITHHELD	20.	20.
PRIOR YEAR EXCISE TAX DUE	45,463.	
ESTIMATED EXCISE PAYMENTS	67,485.	
WILMINGTON INT. FOREIGN TAX WI	48,300.	48,300.
DTC PRIVATE EQUITY FOREIGN TAX	15.	15.
LCM TRUST LARGE CAP FOREIGN TA	25.	25.
TIFF PRIVATE EQUITY FOREIGN TA	464.	464.
COMMONFUND CAP. INT. FOREIGN T	29.	29.
COMMONFUND PRIVATE EQ. FOREIGN	12.	12.
COMMONFUND CAP VENT. FOREIGN T	33.	33.
TOTALS	161,846.	48,898.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADR FEES	18.	18.	
MISC FEES	55,726.		55,726.
SSARIS MULTI-MANAGER OTHER EXP	5,925.	5,925.	
UBS CARLLE FUND OTHER EXP	14,378.	14,378.	
WILMINGTON INTERNATIONAL OTHER	55,886.	55,886.	
DTC PRIVATE QUITY OTHER EXP	15,436.	15,436.	
COMMONFUND MULTI STRATEGY OTHE	54,845.	54,845.	
TIFF PRIVATE EQUITY OTHER EXP	37,812.	37,812.	
WILLIAMS REALTY FUND OTHER EXP	420.	420.	
COMMONFUND CAPITAL INTERNATION	17,029.	17,029.	
COMMONFUND CAPITAL PRIVATE EQU	28,068.	28,068.	
COMMONFUND CAPITAL VENTURE	28,153.	28,153.	
POWERSHARES DB COMMODITY	9,025.	9,025.	
990-T EXPENSE ADJUSTMENT		-40,665.	
TOTALS	322,721.	226,330.	55,726.

SARTAIN LANIER FAMILY FDN 49-1122948 58-6045056

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SMITH BARNEY	1,178,507.	1,609,563.	1,632,566.
TOTALS	1,178,507.	1,609,563.	1,632,566.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
OTHER INVESTEMENTS	C	67,645,131.	27,092,289.	44,032,025.
VANGUARD INFLTN PROT SEC ADM	C	1,142,031.		
ISHARES TR COHEN & STEERS	C	1,241,945.		
ISHARES & POWERSHARES FD	C	4,008,584.		
M&T ACCOUNT - 942001	C		4,582,212.	4,433,648.
M&T ACCOUNT - 942027	C		1,363,014.	1,049,649.
M&T ACCOUNT - 942035	C		1,445,882.	1,624,065.
WILMINGTON INTERNATIONAL EQ.FD	C		15,013,182.	14,277,757.
COMMONFUND GLOBAL HEDGE FD	C			
COMMONFUND CAPITAL INT.	C			
COMMONFUND GLOBAL-MULTIHEDGE	C		8,306,530.	6,683,944.
COMMONFUND CAP. INTERNATIONAL	C		679,643.	1,147,925.
COMMONFUND CAP PRIVATE EQUITY	C		2,266,771.	1,564,898.
COMMONFUND CAP VENTURE	C		848,837.	1,431,302.
DTC PRIVATE EQUITY	C		448,753.	441,029.
CASCO ASSOCIATES	C		1,018,275.	-215,819.
WILLIAMS REALTY FUND	C		2,721,598.	-52,747.
TIFF PRIVATE EQUITY PARTNERS	C		2,003,419.	1,879,154.
UBS CARLYLE FUND	C		609,433.	1,032,136.
SSARIS MULTI-MANAGER	C		1,015,667.	957,961.
SILVER CREEK LOW VOL STRATEGIE	C		4,328,125.	3,351,283.
TOTALS		74,037,691.	73,743,630.	83,638,210.

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

DESCRIPTION	AMOUNT
COST BASIS ADJUSTMENT	183,643.
NONRECOURSE FROM PARTNERSHIPS	206,562.
PARTNERSHIP WITHDRAWAL ADJ	19,272.
PARTNERSHIP CONTRIBUTIONS ADJ	122,200.
TOTAL	531,677.

STATEMENT 9

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

DESCRIPTION		AMOUNT
PARTNERSHIP INCOME ADJUSTMENT		174,015.
	TOTAL	174,015.

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

DESCRIPTION	AMOUNT
PARTNERSHIP INCOME ADJUSTMENT	174,015.
TOTAL	174,015.

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

OFFICER NAME:
J. HICKS LANIER C/O OXFORD
ADDRESS:
222 PIEDMONT AVENUE
ATLANTA, GA 30308
TITLE:
CHAIRMAN & CEO
COMPENSATION .... 2,000.

OFFICER NAME:
JOHN B. ELLIS
ADDRESS:
3747 PEACHTREE ROAD, UNIT 1423
ATLANTA, GA 30319
TITLE:
TRUSTEE PT
COMPENSATION .... 2,000.

OFFICER NAME:
WILTON D. LOONEY C/O GENUINE PARTS
ADDRESS:
3646 HADDEN HALL ROAD, NW
ATLANTA, GA 30327
TITLE:
TRUSTEE PT
COMPENSATION .... 2,000.

OFFICER NAME:
CECIL D. CONLEE C/O CGR ADVISORS
ADDRESS:
3050 PEACHTREE ROAD NW, SUITE 370
ATLANTA, GA 30305
TITLE:
TRUSTEE PT
COMPENSATION .... 2,000.

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

OFFICER NAME:
JULIA LANIER BALLOUN
ADDRESS:
3521 NORTHSIDE DRIVE, NW
ATLANTA, GA 30305
TITLE:
TRUSTEE PT
COMPENSATION .... 2,000.

OFFICER NAME:
MARK B. RILEY
ADDRESS:
656 COLLIER COMMONS CIRCLE
ATLANTA, GA 30318
TITLE:
DIRECTOR
COMPENSATION .... 148,974.

OFFICER NAME:
MRS. CLAUDIA M. LIVINGSTON
ADDRESS:
880 CURLEW CT., NW
ATLANTA, GA 30327-476
TITLE:
TRUSTEE PT
COMPENSATION .... 2,000.

TOTAL COMPENSATION: 160,974.
==============

STATEMENT 12

FORM 990PF, PART XV - LINES 2a - 2d
==================================

RECIPIENT NAME:
THE SARTAIN LANIER FAMILY FOUNDATION INC.
ADDRESS:
C/O SUNTRUST BANK ATTN: JACQUELINE TUCKER
P.O. BOX 4655, ATLANTA, GA 30302

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

RECIPIENT NAME:
EMORY UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 250,000.

RECIPIENT NAME:
UNITED WAY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 175,000.

RECIPIENT NAME:
VANDERBILT UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARIBALTE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID ....1,000,000.

RECIPIENT NAME:
PARKINSONS DISEASE RESEARCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 500,000.

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

RECIPIENT NAME:
SOUTHEASTERN COUNCIL OF FOUNDATIONS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
GEORGIA CENTER FOR NONPROFITS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 6,900.

RECIPIENT NAME:
BOYS & GIRLS CLUBS OF METRO ATLANTA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
EAGLE RANCH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

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

RECIPIENT NAME:
PATH
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
EAST LAKE FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
HEARTBOUND MINISTRIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
GEORGIA METH PROJECT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

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

RECIPIENT NAME:
GEORGIA JUSTICE PROJECT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
PUNCH LISTED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
GIGIS PLAYHOUSE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ATLANTA CENTER FOR SELF-SUFFICIENCY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

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

RECIPIENT NAME:
ATLANTA INTERNATIONAL SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
ATLANTA SPEECH SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 70,000.

RECIPIENT NAME:
BOBBY DODD INSTITUTE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
100 BLACK MEN OF ATLANTA INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS ATLANTA CHAPTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ATLANTA ALLIANCE ON DEVELOPMENTAL DISABILITIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ATLANTA BALLET
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
BOY SCOUTS OF AMERICAN ATLANTA AREA COUNCIL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

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

RECIPIENT NAME:
BREAKTHROUGH ATLANTA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CENTER FOR PUPPETRY ARTS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
CENTER FOR WORKING FAMILIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
EATING DISORDERS INFORMATION NETWOR
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GEORGIA CENTER FOR CHILD ADVOCACY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GEORGIA CONSERVANCY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GEORGIA LIONS LIGHTHOUSE FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
GIRL SCOUTS OF GREATER ATLANTA INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

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

RECIPIENT NAME:
GOOD SAMARITAN HEALTH CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 37,500.

RECIPIENT NAME:
GRADY MEMORIAL HOSPITAL CORPORATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
HILLSIDE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 12,500.

RECIPIENT NAME:
GEORGIA SOFT GOODS EDUCATION
FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
JUNIOR ACHIEVEMENT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 8,000.

RECIPIENT NAME:
LITERACY ACTION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
LOVETT SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
MIDTOWN ASSISTANCE CENTER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
JUMPSTART
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
OUR HOUSE INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
POSSE FOUNDATION INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
PRESBYTERIAN HOMES OF GEORGIA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
REACH FOR EXCELLENCE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MUSEUM OF CONTEMPORARY ART OF GEORGIA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
YOUNG MENS CHRISTIAN ASSOCIATION OF METROPOLITAN ATLANTA INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
BEN FRANKLIN ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

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

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RECIPIENT NAME:
CANINE ASSISTANTS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
FOUNDATION CENTER - ATLANTA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
STUDY HALL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
TEACH FOR AMERICA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
TRINITY COMMUNITY MINISTRIES
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
TRUANCY INTERVENTION PROJECT
GEORGIA INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
TRUST FOR PUBLIC LAND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
UPPER CHATTAHOOCHEE RIVERKEEPER
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
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RECIPIENT NAME:
WHITEFIELD ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
WHITEFOORD COMUNITY PROGRAM
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
WREN'S NEST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
YEAR UP INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 66,667.

RECIPIENT NAME:
ATLANTA YOUTH ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 25,000.

RECIPIENT NAME:
KIPP METRO ATLANTA COLLABORATIVE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 75,000.

RECIPIENT NAME:
ODYSSEY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
SOPHIA ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

SARTAIN LANIER FAMILY FDN 49-1122948 58-6045056
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
COOL GIRLS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
GEORGIA PARTNERSHIP FOR EXCELLENCE IN EDUCATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
ATLANTA BELTLINE PARTNERSHIP
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
AMERICAN RED CROSS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 50,000.

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

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RECIPIENT NAME:
TRAINING & COUNSELING CENTER AT
ST. LUKE'S
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
FRIENDS OF ENGLISH AVENUE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
YEAR UP, INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
GEORGE WEST MENTAL HEALTH
FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

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

RECIPIENT NAME:
HANDS ON ATLANTA, INC
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,016.

RECIPIENT NAME:
ATLANTA EDUCATION FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 45,000.

RECIPIENT NAME:
FERNBANK MUSEUM OF NATURAL HISTORY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
THE EMPTY STOCKING FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,000.

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

RECIPIENT NAME:
ATLANTA GIRLS' SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
INTOWN ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
CHEMOFLAGE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE LIONHEART SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

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

RECIPIENT NAME:
THE WESTMINSTER SCHOOLS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
THE LOVETT SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
ATLANTA NEIGHBORHOOD DECELOPMENT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
COMMUNITIES IN SCHOOLS OF ATLANTA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

SARTAIN LANIER FAMILY FDN 49-1122948 58-6045056
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
METROPOLITAN ATLANTA ARTS FUND
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

RECIPIENT NAME:
MILL SPRINGS ACADEMY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
OUTWARD BOUND ATLANTA
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FORWARD ARTS FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,000.

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

RECIPIENT NAME:
WOODRUFF
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 85,000.

RECIPIENT NAME:
CENTRAL ATLANTA PROGRESS
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 8,000.

TOTAL GRANTS PAID: 3,460,083.
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SunTrust

CUST S LANIER FAM FDN/GRANT ACCT
ACCOUNT NO. 1122948

PORTFOLIO SUMMARY

AS OF 12/31/11

MAJOR INVESTMENT CLASS	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	158,614.59-	0.34-%	158,614.59-			
STIF & MONEY MARKET FUNDS	1,966,945.50	4.27 %	1,966,945.50	0.00	3,647	0.19 %
MUNICIPAL OBLIGATIONS	80,248.00	0.17 %	99,561.00	19,313.00-	4,650	5.79 %
EQUITY SECURITIES	28,293,065.17	61.46 %	11,744,976.89	16,548,088.28	373,886	1.32 %
MUTUAL FUNDS	6,883,374.40	14.95 %	6,439,496.54	443,877.86	522,002	7.58 %
PROPRIETARY FUNDS	8,762,893.81	19.04 %	8,793,056.78	30,162.97-	205,249	2.34 %
MISCELLANEOUS ASSETS	0.00	0.00 %	1.00	1.00-	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL	45,827,912.29	99.55 %	28,885,423.12	16,942,489.17	1,109,435	2.41 %
INCOME PORTFOLIO						
INCOME CASH	158,614.59	0.34 %	158,614.59			
STIF & MONEY MARKET FUNDS	35,381.38	0.08 %	35,381.38	0.00	37	0.10 %
EQUITY SECURITIES	12,443.20	0.03 %	15,196.62	2,753.42-	349	2.80 %
INCOME PORTFOLIO TOTAL	206,439.17	0.45 %	209,192.59	2,753.42-	387	0.81 %
TOTAL ASSETS	46,034,351.46	100.00 %	29,094,615.71	16,939,735.75	1,109,821	2.41 %

Ref 00007475 00055962

MorganStanley
SmithBarney

Reserved
Client Statement

December 1 - December 31, 2011

THE SARTAIN LANIER FAMILY **Account number 410-1950E-10 545**

Gain/loss summary		This period	This year
Realized gain or (loss)		$ 45,015.92	$ 85,468.56 LT ($ 15,972.05) ST
Unrealized gain or (loss) to date	23,003.15		

PORTFOLIO DETAILS

Your holdings are valued using the most current prices available to Citigroup Global Markets Inc. (CGMI). In most cases, these values are as of 12/31/11, but in some cases CGMI's sources are unable to provide timely information. To see the date of the most recent price update, please view your account online at www.smithbarney.com.

Securities purchased or sold are included or excluded in this section as of the trade-date. This section may include securities that have not settled as of this statement closing date. Please see the "Unsettled Purchases/Sales" section for more information. Dividend yield is the estimated annual income, assuming the current dividend, divided by the security's market price at the end of the statement period. We do not guarantee the accuracy of the prices reflected on the statement nor do these prices represent levels at which securities can be bought or sold.
Please Note: *unrealized gain/(loss) is being shown for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor*

Money fund

An investment in a money market fund is neither insured nor guaranteed by the FDIC or any other government agency. Although money market funds seek to preserve the value of your investment at $1.00 per share, there can be no assurance that will occur and it is possible to lose money should the fund value per share fall. Moreover, in some circumstances money market funds may be forced to cease operations when the value of a fund drops below $1.00 per share. In that event, the fund's holdings would be liquidated and distributed to the fund's shareholders This liquidation process could take up to one month or more During that time, these funds would not be available to you to support purchases, withdrawals, and if applicable, check writing or ATM debits from your account.

Number of shares	Description	Current value	Accrued dividends	Annualized % dividend yield	Anticipated Income (annualized)
40,766.87	MORGAN STANLEY LIQUID ASSET FUND INC	$ 40,766.87		.01%	$ 4.07
Total money fund		$ 40,766.87	$ 0.00		$ 4.07

Common stocks & options

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
125	ALLIED WORLD ASSURANCE CO HLDGS	AWH	04/20/09	$ 4,736.71	$ 37.893	$ 62.93	$ 7,866.25	$ 3,129.54 LT		
50			03/04/10	2,302.92	46.058	62.93	3,146.50	843.58 LT		
50			04/08/10	2,218 00	44.36	62.93	3,146 50	928.50 LT		
38			05/14/10	1,715.84	45.153	62.93	2,391 34	675.50 LT		
20			05/17/10	906.18	45.309	62 93	1,258.60	352.42 LT		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
42	ALLIED WORLD ASSURANCE CO HLDGS	AWH	05/18/10	$ 1,925.44	$ 45.843	$ 62.93	$ 2,643.06	$ 717.62 LT		
145			04/06/11	9,234.44	63.625	62.93	9,124.85	(109.59) ST		
470				**23,039.53**	**49.02**		**29,577.10**	**6,537.57**	**2.383**	**705.00**
335	AT&T INC	T	06/12/09	8,356.98	24.886	30.24	10,130.40	1,773.42 LT		
205			02/23/10	5,117.83	24.905	30.24	6,199.20	1,081.37 LT		
325			07/29/11	9,512.33	29 208	30.24	9,828.00	315.67 ST		
865				**22,987.14**	**26.575**		**26,157.60**	**3,170.46**	**5.82**	**1,522.40**
272	APPLIED MATERIALS INC DELAWARE	AMAT	12/08/08	2,719.21	9.997	10.71	2,913.12	193.91 LT		
888			12/22/08	8,875.12	9.994	10.71	9,510.48	635.36 LT		
810			03/23/10	10,628.42	13.121	10.71	8,675.10	(1,953.32) LT		
1,400			05/03/11	21,275.38	15.196	10.71	14,994.00	(6,281.38) ST		
570			07/29/11	7,096.27	12.449	10.71	6,104.70	(991.57) ST		
3,940				**50,594.40**	**12.841**		**42,197.40**	**(8,397.00)**	**2.987**	**1,260.80**
355	BAKER HUGHES INC	BHI	11/05/08	12,312.36	34.622	48.64	17,267.20	4,954.84 LT		
110			06/02/10	4,336.13	39.359	48.64	5,350.40	1,014.27 LT		
65			08/10/11	3,813.02	58.601	48.64	3,161.60	(651.42) ST		
530				**20,461.51**	**38.607**		**25,779.20**	**5,317.69**	**1.233**	**318.00**
195	BHP BILLITON LTD SPONS ADR	BHP	12/23/09	14,712.07	75.386	70.63	13,772.85	(939.22) LT		
55			07/28/11	5,107.60	92.805	70.63	3,884 65	(1,222.95) ST		
250				**19,819.67**	**79.279**		**17,657.50**	**(2,162.17)**	**2.859**	**505.00**
70	BLACKROCK INC	BLK	11/09/10	11,643.52	166.276	178.24	12,476.80	833.28 LT		
35			04/06/11	6,976.20	199.26	178.24	6,238.40	(737.80) ST		
105				**18,619.72**	**177.331**		**18,715.20**	**95.48**	**3.085**	**577.50**
120	BOEING CO	BA	08/19/08	7,561.67	62.953	73.35	8,802.00	1,240 33 LT		
137			09/21/10	8,807.51	64.228	73.35	10,048.95	1,241.44 LT		
53			03/16/11	3,606.49	67.987	73.35	3,887.55	281.06 ST		
205			07/27/11	14,821.85	72.241	73.35	15,036.75	214.90 ST		
515				**34,797.52**	**67.568**		**37,775.25**	**2,977.73**	**2.399**	**906.40**
6	CARNIVAL CORP (PAIRED STOCK)	CCL	04/17/09	163.50	27.19	32.64	195.84	32.34 LT		
189			04/20/09	4,834.26	25.518	32.64	6,168.96	1,334.70 LT		
125			06/28/10	4,055.35	32.382	32.64	4,080.00	24.65 LT		
315			04/06/11	12,265.47	38.878	32.64	10,281.60	(1,983.87) ST		
145			11/02/11	4,915.40	33 899	32.64	4,732.80	(182.60) ST		
780				**26,233.98**	**33.633**		**25,459.20**	**(774.78)**	**3.063**	**780.00**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
235	CHUBB CORP	CB	02/05/08	$ 12,223.76	$ 51.956	$ 69.22	$ 16,266.70	$ 4,042 94 LT		
175			05/20/09	6,773.29	38.644	69.22	12,113.50	5,340.21 LT		
290			04/06/11	19,074.63	62.266	69 22	20,073.80	1,999.17 ST		
700				**37,071.68**	**52.96**		**48,454.00**	**11,382.32**	2.253	1,092.00
25	CISCO SYS INC	CSCO	07/16/08	527.45	21.098	18.08	452.00	(75.45) LT		
2,255			06/28/11	36,705.09	16.277	18.08	40,770.40	4,065.31 ST		
2,280				**37,232.54**	**16.33**		**41,222.40**	**3,989.86**	1.327	547.20
20	CONOCOPHILLIPS	COP	08/25/09	908.93	45.386	72.87	1,457.40	548.47 LT		
305			12/31/09	15,614.60	51.135	72.87	22,225.35	6,610.75 LT		
120			05/04/11	8,867.15	73.832	72.87	8,744.40	(122.75) ST		
445				**25,390.68**	**57.058**		**32,427.15**	**7,036.47**	3.622	1,174.80
25	DEERE & CO	DE	12/03/09	1,360.86	54.374	77.35	1,933.75	572.89 LT		
259			12/04/09	14,276.21	55.06	77.35	20,033.65	5,757.44 LT		
101			05/27/11	8,648.51	85.568	77.35	7,812.35	(836.16) ST		
385				**24,285.58**	**63.079**		**29,779.75**	**5,494.17**	2.12	631.40
315	DEVON ENERGY CORP NEW	DVN	08/11/09	20,257 40	64.249	62.00	19,530 00	(727.40) LT		
120			04/25/11	10,567 15	87.999	62.00	7,440.00	(3,127.15) ST		
130			11/02/11	8,485.75	66.275	62.00	8,060.00	(425.75) ST		
565				**39,310.30**	**69.576**		**35,030.00**	**(4,280.30)**	1.096	384.20
435	WALT DISNEY CO	DIS	01/04/06	10,493.20	24.122	37.50	16,312.50	5,819.30 LT		
295			06/03/11	11,639.14	39.394	37.50	11,062.50	(576.64) ST		
730				**22,132.34**	**30.318**		**27,375.00**	**5,242.66**	1.60	438.00
50	DOVER CORP	DOV	08/09/07	2,501.35	49.967	58.05	2,902.50	401.15 LT		
195			01/10/08	7,693.04	39.391	58.05	11,319.75	3,626.71 LT		
65			05/31/11	4,340.59	66.718	58.05	3,773.25	(567.34) ST		
310				**14,534.98**	**46.887**		**17,995.50**	**3,460.52**	2.17	390.60
105	EBAY INC	EBAY	02/04/08	3,034.22	28.897	30.33	3,184.65	150.43 LT		
1,160			07/17/08	27,780.72	23.948	30.33	35,182.80	7,402.08 LT		
195			08/03/11	6,145.89	31.517	30.33	5,914.35	(231.54) ST		
1,460				**36,960.83**	**25.316**		**44,281.80**	**7,320.97**		
110	EMCOR GROUP INC	EME	08/27/10	2,491.87	22.593	26.81	2,949.10	457.23 LT		
65			06/29/11	1,866.57	28.656	26.81	1,742.65	(123.92) ST		
175				**4,358.44**	**24.905**		**4,691.75**	**333.31**	.745	35.00

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
395	EMERSON ELECTRIC CO	EMR	05/07/03	$ 9,689.08	$ 24.499	$ 46.59	$ 18,403.05	$ 8,713.97 LT		
305			05/31/11	16,486.50	53.994	46.59	14,209.95	(2,276.55) ST		
700				**26,175.58**	**37.394**		**32,613.00**	**6,437.42**	**3.434**	**1,120.00**
165	ERICSSON L M TEL CO CL B ADR NEW -USD-	ERIC	12/23/09	1,527.12	9.255	10.13	1,671.45	144.33 LT		
2,030			01/28/10	19,742.77	9.725	10.13	20,563.90	821.13 LT		
1,145			07/22/11	15,038.54	13.134	10.13	11,598.85	(3,439.69) ST		
3,340				**36,308.43**	**10.871**		**33,834.20**	**(2,474.23)**	**2.546**	**861.72**
310	FIRST REPUBLIC BANK	FRC	07/01/11	**9,741.22**	31.363	30.61	**9,489.10**	**(252.12)** ST		
49	FLUOR CORP NEW	FLR	01/08/09	2,325.60	47.401	50.25	2,462.25	136.65 LT		
22			01/09/09	1,057.11	47.99	50.25	1,105.50	48.39 LT		
118			01/12/09	5,629.38	47.646	50.25	5,929 50	300.12 LT		
46			02/09/09	1,918.13	41.638	50.25	2,311.50	393.37 LT		
95			08/10/11	5,137.83	54.022	50.25	4,773.75	(364.08) ST		
330				**16,068.05**	**48.691**		**16,582.50**	**514.45**	**.995**	**165.00**
49	FRANKLIN RESOURCES INC	BEN	10/31/08	3,321.10	67.717	96.06	4,706.94	1,385.84 LT		
116			11/05/08	8,076.26	69.562	96.06	11,142.96	3,066.70 LT		
100			04/06/11	12,508.52	125.025	96.06	9,606.00	(2,902.52) ST		
265				**23,905.88**	**90.211**		**25,455.90**	**1,550.02**	**1.124**	**286.20**
305	GAP INC DELAWARE	GPS	01/10/08	5,505.56	17.991	18.55	5,657.75	152.19 LT		
150			10/21/10	2,860.74	19.011	18.55	2,782.50	(78.24) LT		
500			07/27/11	9,677.40	19.294	18.55	9,275.00	(402.40) ST		
955				**18,043.70**	**18.894**		**17,715.25**	**(328.45)**	**2.425**	**429.75**
195	GLAXOSMITHKLINE PLC SP ADR	GSK	01/20/10	8,205.71	42.02	45.63	8,897.85	692.14 LT		
235			04/06/11	9,338.38	39.677	45.63	10,723.05	1,384.67 ST		
430				**17,544.09**	**40.80**		**19,620.90**	**2,076.81**	**4.834**	**948.58**
80	GREENHILL & CO INC	GHL	07/15/11	4,114.49	51.371	36.37	2,909 60	(1,204.89) ST		
140			07/27/11	6,599.78	47.081	36.37	5,091.80	(1,507.98) ST		
220				**10,714.27**	**48.701**		**8,001.40**	**(2,712.87)**	**4.949**	**396.00**
480	HALLIBURTON CO HOLDINGS CO	HAL	12/31/09	14,603.09	30.363	34.51	16,564.80	1,961.71 LT		
100			08/23/11	3,939.54	39.335	34.51	3,451.00	(488.54) ST		
160			10/17/11	5,564.02	34.775	34.51	5,521 60	(42.42) ST		
155			10/17/11	5,390.14	34.775	34.51	5,349.05	(41.09) ST		
135			10/18/11	4,748.38	35.173	34.51	4,658.85	(89.53) ST		
1,030				**34,245.17**	**33.248**		**35,545.30**	**1,300.13**	**1.043**	**370.80**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)		Average % yield	Anticipated Income (annualized)
180	HESS CORP	HES	07/31/09	$ 9,954.27	$ 55.241	$ 56.80	$ 10,224.00	$ 269.73	LT		
115			08/17/09	5,660.63	49.162	56.80	6,532.00	871.37	LT		
45			08/24/10	2,463.25	54.678	56.80	2,556.00	92.75	LT		
350			08/18/11	19,305.51	55.098	56.80	19,880.00	574.49	ST		
690				**37,383.66**	**54.179**		**39,192.00**	**1,808.34**		**.704**	**276.00**
410	HOME DEPOT INC	HD	06/26/08	10,247.87	24.934	42.04	17,236.40	6,988.53	LT		
535			06/15/11	18,209.05	33.975	42.04	22,491.40	4,282.35	ST		
945				**28,456.92**	**30.113**		**39,727.80**	**11,270.88**		**2.759**	**1,096.20**
480	HONEYWELL INTL INC	HON	11/05/08	15,292.22	31.798	54.35	26,088.00	10,795.78	LT		
195			04/06/11	11,498.72	58.907	54.35	10,598.25	(900.47)	ST		
675				**26,790.94**	**39.69**		**36,686.25**	**9,895.31**		**2.741**	**1,005.75**
68	JPMORGAN CHASE & CO	JPM	02/05/08	3,043.45	44.696	33.25	2,261.00	(782.45)	LT		
544			08/20/08	19,327.61	35.468	33.25	18,088.00	(1,239.61)	LT		
58			09/18/08	2,032.88	34.989	33.25	1,928.50	(104.38)	LT		
255			12/16/10	10,182.97	39.873	33.25	8,478.75	(1,704.22)	LT		
20			12/17/10	801.03	39.991	33.25	665.00	(136.03)	LT		
545			04/06/11	25,995.41	47.638	33.25	18,121.25	(7,874.16)	ST		
1,490				**61,383.35**	**41.197**		**49,542.50**	**(11,840.85)**		**3.007**	**1,490.00**
5	JACOBS ENGINEERING GROUP INC	JEC	12/30/08	226.43	45.226	40.58	202.90	(23.53)	LT		
25			12/31/08	1,231.30	49.191	40.58	1,014.50	(216.80)	LT		
65			08/17/09	2,768.08	42.525	40.58	2,637.70	(130.38)	LT		
120			06/29/11	5,088.92	42.347	40.58	4,869.60	(219.32)	ST		
215				**9,314.73**	**43.324**		**8,724.70**	**(590.03)**			
65	JOHNSON & JOHNSON	JNJ	04/15/04	3,546.19	54.496	65.58	4,262.70	716.51	LT		
210			04/19/07	13,616.93	64.782	65.58	13,771.80	154.87	LT		
460			04/06/11	27,485.00	59.69	65.58	30,166.80	2,681.80	ST		
735				**44,648.12**	**60.746**		**48,201.30**	**3,553.18**		**3.476**	**1,675.80**
55	JONES LANG LASALLE INC	JLL	07/02/09	1,821.20	33.052	61.26	3,369.30	1,548.10	LT		
65			07/06/09	2,096.86	32.199	61.26	3,981.90	1,885.04	LT		
105			06/14/11	9,613.39	91.496	61.26	6,432.30	(3,181.09)	ST		
70			06/15/11	6,361.93	90.824	61.26	4,288.20	(2,073.73)	ST		
80			11/22/11	4,680.05	58.50	61.26	4,900.80	220.75	ST		
375				**24,573.43**	**65.529**		**22,972.50**	**(1,600.93)**		**.489**	**112.50**
35	KLA-TENCOR CORP	KLAC	09/26/11	1,380.51	39.443	48.25	1,688.75	308.24	ST		
125			09/27/11	5,052.69	40.421	48.25	6,031.25	978.56	ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
125	KLA-TENCOR CORP	KLAC	09/29/11	$ 4,887.41	$ 39.099	$ 48.25	$ 6,031.25	$ 1,143.84 ST		
285				**11,320.61**	**39.721**		**13,751.25**	**2,430.64**	**2.901**	**399.00**
700	KEYCORP -NEW	KEY	08/11/09	4,239.13	5.995	7.69	5,383.00	1,143.87 LT		
680			10/28/09	3,834.93	5.579	7.69	5,229.20	1,394.27 LT		
1,030			04/06/11	9,300.90	8.97	7.69	7,920.70	(1,380.20) ST		
2,410				**17,374.96**	**7.21**		**18,532.90**	**1,157.94**	**1.56**	**289.20**
35	MATTEL INC DE	MAT	12/22/09	699.95	19.998	27.76	971.60	271.65 LT		
120			10/19/10	2,750.34	22.919	27.76	3,331.20	580.86 LT		
78			10/27/10	1,805.58	23.148	27.76	2,165.28	359.70 LT		
52			10/28/10	1,203.79	23.149	27.76	1,443.52	239.73 LT		
715			04/06/11	18,316.87	25.618	27.76	19,848.40	1,531.53 ST		
1,000				**24,776.53**	**24.777**		**27,760.00**	**2,983.47**	**3.314**	**920.00**
235	MERCK & CO INC NEW	MRK	03/24/08	10,412.85	44.31	37.70	8,859.50	(1,553.35) LT		
310			05/13/09	8,000.79	25.809	37.70	11,687.00	3,686.21 LT		
785			04/06/11	26,224.65	33.347	37.70	29,594.50	3,369.85 ST		
1,330				**44,638.29**	**33.563**		**50,141.00**	**5,502.71**	**4.456**	**2,234.40**
490	MICROSOFT CORP	MSFT	04/28/06	11,852.12	24.188	25.96	12,720.40	868.28 LT		
140			10/06/10	3,415.90	24.399	25.96	3,634.40	218.50 LT		
785			04/06/11	20,582.46	26.219	25.96	20,378.60	(203.86) ST		
375			06/30/11	9,745.43	25.987	25.96	9,735 00	(10.43) ST		
1,790				**45,595.91**	**25.473**		**46,468.40**	**872.49**	**3.081**	**1,432.00**
30	MORGAN STANLEY	MS	01/13/10	949.00	31.573	15.13	453.90	(495.10) LT		
820			01/21/10	23,969.26	29 17	15.13	12,406.60	(11,562.66) LT		
375			04/09/10	11,624.89	30 939	15.13	5,673.75	(5,951.14) LT		
120			10/20/10	3,049.39	25.351	15.13	1,815.60	(1,233.79) LT		
145			04/04/11	3,955.73	27 22	15.13	2,193.85	(1,761.88) ST		
775			04/06/11	21,589.95	27 798	15.13	11,725.75	(9,864.20) ST		
2,265				**65,138.22**	**28.759**		**34,269.45**	**(30,868.77)**	**1.321**	**453.00**
5	NOBLE ENERGY INC	NBL	06/29/10	302.22	60.385	94.39	471.95	169.73 LT		
50			06/30/10	3,045.00	60.839	94.39	4,719.50	1,674.50 LT		
50			07/01/10	3,061.96	61.179	94.39	4,719.50	1,657.54 LT		
40			07/02/10	2,475.38	61.824	94.39	3,775.60	1,300.22 LT		
45			08/02/11	4,356.90	96.76	94.39	4,247.55	(109.35) ST		
190				**13,241.46**	**69.692**		**17,934.10**	**4,692.64**	**.932**	**167.20**

Reserved
Client Statement

December 1 - December 31, 2011

THE SARTAIN LANIER FAMILY **Account number 410-1950E-10 545**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
285	NORTHROP GRUMMAN CORP	NOC	06/24/09	$ 11,574.31	$ 40.611	$ 58.48	$ 16,666.80	$ 5,092.49 LT		
350			04/06/11	21,730.73	62.027	58.48	20,468.00	(1,262.73) ST		
635				**33,305.04**	**52.449**		**37,134.80**	**3,829.76**	**3.419**	**1,270.00**
400	NOVARTIS AG ADR	NVS	03/27/08	20,309.52	50.713	57.17	22,868.00	2,558.48 LT		
360			04/06/11	19,863.47	55 116	57.17	20,581.20	717.73 ST		
760				**40,172.99**	**52.859**		**43,449.20**	**3,276.21**	**3.507**	**1,523.80**
92	NUCOR CORP	NUE	12/24/09	4,332.99	47.037	39.57	3,640.44	(692.55) LT		
103			12/28/09	4,928.67	47.791	39.57	4,075.71	(852.96) LT		
190			04/06/11	9,051.18	47.577	39.57	7,518.30	(1,532.88) ST		
70			07/28/11	2,758.32	39.344	39.57	2,769.90	11.58 ST		
455				**21,071.16**	**46.31**		**18,004.35**	**(3,066.81)**	**3.689**	**664.30**
215	OSHKOSH TRUCK CORP	OSK	01/07/11	7,747.57	35.975	21.38	4,596.70	(3,150.87) ST		
44			01/21/11	1,590.99	36 098	21.38	940.72	(650.27) ST		
32			01/24/11	1,156.93	36.094	21.38	684.16	(472.77) ST		
49			02/24/11	1,737.21	35.393	21.38	1,047.62	(689.59) ST		
175			04/06/11	6,290.45	35.885	21.38	3,741.50	(2,548.95) ST		
255			04/29/11	8,089.98	31.665	21.38	5,451.90	(2,638.08) ST		
25			05/03/11	780.53	31.161	21.38	534.50	(246.03) ST		
795				**27,393.66**	**34.457**		**16,997.10**	**(10,396.56)**		
715	**PEBBLEBROOK HOTEL TRUST**	PEB	07/14/11	**14,363.21**	20.028	19.18	**13,713.70**	**(649.51)** ST	**2.502**	**343.20**
130	**PLANTRONICS INC NEW**	PLT	08/15/11	**4,285.60**	32.906	35.64	**4,633.20**	**347.60** ST	**.561**	**26.00**
525	SAFEWAY INC NEW	SWY	08/28/09	10,268.74	19 499	21.04	11,046.00	777.26 LT		
435			09/16/09	8,399.85	19.25	21.04	9,152.40	752.55 LT		
360			12/06/10	7,782.73	21.558	21.04	7,574.40	(208.33) LT		
1,140			07/21/11	25,029.84	21.896	21.04	23,985.60	(1,044.24) ST		
2,460				**51,481.16**	**20.927**		**51,758.40**	**277.24**	**2.756**	**1,426.80**
280	SCHLUMBERGER LTD	SLB	10/17/08	14,361.04	51.229	68.31	19,126 80	4,765.76 LT		
190			06/10/11	15,992.89	84.113	68.31	12,978.90	(3,013.99) ST		
470				**30,353.93**	**64.583**		**32,105.70**	**1,751.77**	**1.463**	**470.00**
55	SOTHEBYS DELAWARE	BID	10/19/11	1,717.02	31.218	28.53	1,569.15	(147.87) ST		
60			10/21/11	1,922.24	32.037	28.53	1,711.80	(210.44) ST		
115				**3,639.26**	**31.646**		**3,280.95**	**(358.31)**	**1.121**	**36.80**
65	SOUTHWESTERN ENERGY CO DEL	SWN	08/11/11	2,418.63	37.149	31.94	2,076.10	(342.53) ST		
135			08/12/11	5,148.97	38.08	31.94	4,311.90	(837.07) ST		

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated Income (annualized)
160	SOUTHWESTERN ENERGY CO	SWN	08/18/11	$ 5,854.64	$ 36.531	$ 31.94	$ 5,110 40	($ 744.24) ST		
360	DEL			**13,422.24**	**37.284**		**11,498.40**	**(1,923.84)**		
85	SYMANTEC CORP	SYMC	03/10/11	1,553.27	18.273	15.65	1,330 25	(223.02) ST		
235			03/22/11	4,153.63	17.675	15.65	3,677.75	(475.88) ST		
455			05/16/11	9,090.63	19.979	15.65	7,120.75	(1,969.88) ST		
315			05/18/11	6,181.40	19.623	15.65	4,929.75	(1,251.65) ST		
1,090				**20,978.93**	**19.247**		**17,058.50**	**(3,920.43)**		
962	TEXAS INSTRUMENTS INC	TXN	07/23/08	24,095.31	24.987	29.11	28,003.82	3,908.51 LT		
178			07/24/08	4,324.03	24.232	29.11	5,181.58	857.55 LT		
320			06/06/11	10,733.28	33.481	29.11	9,315.20	(1,418.08) ST		
1,460				**39,152.62**	**26.817**		**42,500.60**	**3,347.98**	**2.335**	**992.80**
70	US BANCORP DEL NEW	USB	12/16/10	1,826.49	26.032	27.05	1,893 50	67.01 LT		
140			12/20/10	3,668.63	26.144	27.05	3,787.00	118 37 LT		
130			12/30/10	3,511 21	26.949	27.05	3,516.50	5.29 ST		
135			01/03/11	3,652.84	26.998	27.05	3,651.75	(1.09) ST		
160			01/04/11	4,301.81	26.826	27.05	4,328.00	26.19 ST		
955			04/06/11	25,744.13	26.897	27.05	25,832.75	88.62 ST		
1,590				**42,705.11**	**26.859**		**43,009.50**	**304.39**	**1.848**	**795.00**
390	UNILEVER PLC SPONS ADR NEW	UL	05/24/05	8,807.31	22.549	33.52	13,072.80	4,265 49 LT		
270			05/21/08	8,680.18	32.088	33.52	9,050.40	370.22 LT		
440			08/02/11	13,904 97	31.542	33.52	14,748.80	843.83 ST		
1,100				**31,392.46**	**28.539**		**36,872.00**	**5,479.54**	**3.699**	**1,364.00**
54	UNITED STATES STEEL CORP NEW	X	12/24/09	3,041.72	56 268	26.46	1,428.84	(1,612.88) LT		
161			01/26/10	8,239.21	51.115	26.46	4,260.06	(3,979.15) LT		
150			02/02/10	7,206.69	47.984	26.46	3,969.00	(3,237.69) LT		
80			02/17/10	4,061.02	50.702	26.46	2,116.80	(1,944.22) LT		
410			04/18/11	20,423 58	49.753	26.46	10,848.60	(9,574.98) ST		
155			07/28/11	6,296.57	40.563	26.46	4,101.30	(2,195.27) ST		
1,010				**49,268.79**	**48.781**		**28,724.60**	**(22,544.19)**	**.755**	**202.00**
249.4821	VODAFONE GROUP PLC SPONS	VOD	01/20/06	5,952.59	23.863	28.03	6,992.98	1,040.39 LT		
136.479	ADR NEW		01/23/06	3,359.58	24.619	28.03	3,825.51	465.93 LT		
559.0389			02/09/06	13,399.88	23.973	28.03	15,669.86	2,269.98 LT		
405			04/06/11	11,845.44	29.248	28.03	11,352.15	(493.29) ST		
1,350				**34,557.49**	**25.598**		**37,840.50**	**3,283.01**	**5.148**	**1,948.05**

Common stocks & options *continued*

Quantity	Description	Symbol	Date acquired	Cost	Share cost	Current price	Current value	Unrealized gain/(loss)	Average % yield	Anticipated income (annualized)
28	WEYERHAEUSER CO	WY	03/14/01	$ 1,428.23 *R*	$ 50.948	$ 18.67	$ 522.76	($ 905.47) LT		
140			04/06/01	6,848.25 *R*	48 856	18.67	2,613.80	(4,234.45) LT		
77			04/28/08	5,063.56 *R*	65.70	18.67	1.437.59	(3,625.97) LT		
996			07/22/10	15,477.46 *R*	15.54	18.67	18,595.32	3,117.86 LT		
429			04/06/11	10,363.44	24.097	18.67	8,009.43	(2,354 01) ST		
400			08/02/11	7,623.80	18.999	18.67	7,468.00	(155.80) ST		
2,070				**46,804.74**	**22.611**		**38,646.90**	**(8,167.84)**	**3.213**	**1,242.00**
Total common stocks and options				**$ 1,609,662.75**			**$ 1,632,665.90**	**($ 73,664.91) ST** **$ 96,668.06 LT**	**2.43**	**$ 39,702.15**
Total portfolio value				**$ 1,650,329.62**			**$ 1,673,332.77**	**($ 73,664.91) ST** **$ 96,668.06 LT**	**2.37**	**$ 39,706.22**

R *The basis for this tax lot has been adjusted due to a reclassification of income.*

TRANSACTION DETAILS *All transactions appearing are based on trade date.*

Investment activity

Date	Activity	Description	Quantity	Price	Amount
12/07/11	Sold	ALLIED WORLD ASSURANCE CO HLDGS	-115	$ 57.572	$ 6,620.65
12/07/11	Sold	AT&T INC	-205	29.074	5,960.05
12/07/11	Sold	APPLIED MATERIALS INC DELAWARE CGMI AND/OR ITS AFFILIATES	-690	11.2341	7,751.38
12/07/11	Sold	BLACKROCK INC	-20	172.36	3,447.13
12/07/11	Sold	BOEING CO	-145	70.62	10,239.70
12/07/11	Sold	CARNIVAL CORP (PAIRED STOCK)	-160	34.312	5,489.81
12/07/11	Sold	CHUBB CORP	-300	68.3737	20,511.71
12/07/11	Sold	CISCO SYS INC CGMI AND/OR ITS AFFILIATES	-1,380	18.9541	26,156.15
12/07/11	Sold	CONOCOPHILLIPS	-135	72.244	9,752.75
12/07/11	Sold	DEERE & CO	-100	78.344	7,834.24
12/07/11	Sold	DEVON ENERGY CORP NEW	-120	66.0722	7,928.50
12/07/11	Sold	WALT DISNEY CO	-170	36.962	6,283.41
12/07/11	Sold	DOVER CORP	-50	57.53	2,876.44

Schedule of Realized Gains and Losses Year-to-Date *(continued)*

warranties with respect to the accuracy of any information that you report to the IRS or other taxing authorities, and, accordingly, disclaims any and all liability that may arise with respect to your use and reliance on the information provided herein for such reporting

Tax Lot Disposition Methods:

FI = First In First Out

Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method The disposition method is the method which you have selected to use in the disposal of each tax lot of the securities held in your account If you do not select a method, your account will be defaulted to First In, First Out (FIFO) Your account's selected tax lot method will be used to determine the cost basis for calculating gain and/or loss, unless another method was selected at the time of the security disposal, and this may be reported on the IRS Form 1099-B

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	26,426 32	0.00	49,615.79	0 00
Money Market	1 06	0 00	1 31	0 00
Total Dividends, Interest, Income and Expenses	**$26,427.38**	**$0.00**	**$49,617.10**	**$0.00**

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits 1.00% of Portfolio									
Money Market									
WILMINGTON PRIME MNY MKT CL S									
10,699 050	10/01/11	0000002160	12/30/11	35,515 66	10,699 05	0 00	1 31	0 01%	0.01%
Total Money Market				**$35,515.66**	**$10,699.05**	**$0.00**	**$1.31**		
Total Cash, Money Funds, and FDIC Deposits				**$35,515.66**	**$10,699.05**	**$0 00**	**$1.31**		

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 35.00% of Portfolio								
Mutual Funds								
DODGE & COX INCOME FUND CUSIP· 256210105 Open End Fund Dividend Option Reinvest, Capital Gains Option. Reinvest			*Security Identifier:* DODIX					
116,614.714	Average*	13 5240	$1,577,103.61	13.3000	1,550,975 70	-26,127 91	67,053 46	4 32%
Total Mutual Funds			$1,577,103.61		$1,550,975.70	-$26,127 91	$67,053.46	
Total Mutual Funds			$1,577,103.61		$1,550,975 70	-$26,127.91	$67,053.46	

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 64.00% of Portfolio								
Exchange-Traded Products								
ISHARES TR RUSSELL 1000 GROWTH INDEX FD CUSIP 464287614 Dividend Option: Cash, Capital Gains Option· Cash			*Security Identifier:* IWF					
5,636 000	01/04/06*	52 0110	$293,133 05	57.7900	325,704 43	32,571.38	4,535 19	1 39%
36,636 000	01/03/07*	55 4860	$2,032,771.12	57 7900	2,117,194 45	84,423.33	29,480 36	1 39%
42,272.000	Total		$2,325,904.17		$2,442,898.88	$116,994.71	$34,015.55	
POWERSHARES DB COMMODITY INDEX TRACKING FD CUSIP· 73935S105 Dividend Option Cash; Capital Gains Option Cash			*Security Identifier:* DBC					
16,385.000	05/29/08*	40 8000	$668,505.40	26.8400	439,773.40	-228,732 00		
Total Exchange-Traded Products			$2,994,409.57		$2,882,672.28	-$111,737.29	$34,015.55	
Total Exchange-Traded Products			$2,994,409 57		$2,882,672 28	-$111,737.29	$34,015.55	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	$4,582,212.23	$4,444,347.03	-$137,865.20	$0.00	$101,070.32

* Uncovered under the cost basis rules as defined below

Securities acquired *before 2011 are generally not subject to the new cost basis reporting rules set forth in the* Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P L 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered " uncovered," under the new cost basis reporting rules, and marked or denoted as such All other securities in this section are securities which are "covered" under the new cost basis reporting rules Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed

[redacted]

Summary of Gains and Losses

	Realized		
	This Period	Year-to-Date	Unrealized
Long-Term Gain/Loss	0 00	0 00	-274,011 76
Net Gain/Loss	**0.00**	**0 00**	**-274,011.76**

This summary excludes transactions where cost basis information is not available

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	8,671 51	0 00	16,450.43	0 00
Money Market	0 52	0 00	0.99	0 00
Total Dividends, Interest, Income and Expenses	**$8,672.03**	**$0.00**	**$16,451.42**	**$0.00**

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits 4.00% of Portfolio									
Money Market									
WILMINGTON PRIME MNY MKT CL S									
39,353 940	11/01/11	0000002162	12/30/11	30,681 91	39,353 94	0.00	0 99	0.01%	0.01%
Total Money Market				**$30,681.91**	**$39,353.94**	**$0.00**	**$0.99**		
Total Cash, Money Funds, and FDIC Deposits				**$30,681.91**	**$39,353.94**	**$0.00**	**$0.99**		

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 96.00% of Portfolio								
Exchange-Traded Products								
ISHARES TR COHEN & STEERS REALTY MAJORS INDEX FD CUSIP. 464287564 Dividend Option Cash; Capital Gains Option· Cash		*Security Identifier:* ICF						
256 000	09/27/06 *	91 4400	³23,408 66	70.2200	17,976 32	-5,432 34	533.69	2 96%
2,972 000	01/03/07 *	100 9680	³300,076 41	70.2200	208,693 83	-91,382 58	6,195.79	2 96%

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Brokerage
Account Statement

Statement Period: 11/01/2011 - 12/31/2011

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products *(continued)*								
Exchange-Traded Products *(continued)*								
ISHARES TR COHEN & STEERS REALTY MAJORS *(continued)*								
11,720 000	05/30/08*	85 3390	31,000,175.25	70.2200	822,978.41	-177,196 84	24,432.91	2 96%
14,948.000	Total		$1,323,660 32		$1,049,648.56	-$274,011.76	$31,162.39	
Total Exchange-Traded Products			$1,323,660.32		$1,049,648.56	-$274,011.76	$31,162.39	
Total Exchange-Traded Products			$1,323,660.32		$1,049,648.56	-$274,011.76	$31,162.39	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	$1,363,014.26	$1,089,002.50	-$274,011.76	$0.00	$31,163.38

* Uncovered under the cost basis rules as defined below

Securities acquired before 2011 are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L.110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered " uncovered," under the new cost basis reporting rules, and marked or denoted as such All other securities in this section are securities which are "covered" under the new cost basis reporting rules Securities which are "covered" under the new cost basis reporting rules are defined as securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury.

3 The cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information

Disclosures and Other Information

Pricing - This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period The market prices have been obtained from quotation services, which we believe to be reliable, however, we cannot guarantee their accuracy Securities for which a price is not available are marked "N/A" and are omitted from the Total

The estimated annual income (EAI) and estimated current yield (ECY) figures are estimates and for informational purposes only. These figures are not considered to be a forecast or guarantee of future results These figures are computed using information from providers believed to be reliable: however, no assurance can be made as to the accuracy Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them. Refer to www pershing com/business_continuity html for specific details as to formulas used to calculate the figures. Accrued interest represents interest earned but not yet received

M&T Securities, Inc.
285 Delaware Avenue Suite 2000
Buffalo, NY 14202-1885
1 800 724 7788

[redacted]

Brokerage
Account Statement

Statement Period: 10/01/2011 - 12/31/2011

Schedule of Realized Gains and Losses Year-to-Date *(continued)*

Tax Lot Disposition Methods:

AV = Average Cost (Using First In First Out)

Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method The disposition method is the method which you have selected to use in the disposal of each tax lot of the securities held in your account If you do not select a method, your account will be defaulted to First In, First Out (FIFO) Your account's selected tax lot method will be used to determine the cost basis for calculating gain and/or loss, unless another method was selected at the time of the security disposal, and this may be reported on the IRS Form 1099-B

Income and Expense Summary

	Current Period		Year-to-Date	
	Taxable	Non Taxable	Taxable	Non Taxable
Dividend Income				
Equities	23,933.51	0 00	36,222 31	0.00
Money Market	0 33	0 00	0 33	0 00
Total Dividends, Interest, Income and Expenses	**$23,933.84**	**$0.00**	**$36,222.64**	**$0.00**
Distributions				
Long - Term Capital Gain Distributions	2,018 49	0 00	2,018 49	0 00
Total Distributions	**$2,018.49**	**$0.00**	**$2,018 49**	**$0.00**

Portfolio Holdings

Quantity	Opening Date	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and FDIC Deposits 1.00% of Portfolio									
Money Market									
WILMINGTON PRIME MNY MKT CL S									
1 970	10/01/11	0000002163	12/30/11	1 64	1.97	0.00	0 33	0.01%	0 01%
Total Money Market				**$1.64**	**$1.97**	**$0.00**	**$0 33**		
Total Cash, Money Funds, and FDIC Deposits				**$1.64**	**$1.97**	**$0.00**	**$0.33**		

[redacted]

Portfolio Holdings *(continued)*

Quantity	Acquisition Date	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 99.00% of Portfolio								
Mutual Funds								
VANGUARD INFLATION PROTECTED FUND ADMIRAL SHARES CUSIP· 922031737 Open End Fund Dividend Option: Reinvest, Capital Gains Option Reinvest			*Security Identifier:* VAIPX					
58,609 358	Average*	24 6700	[3]1,445,880.38	27 7100	1,624,065 31	178,184 93	66,638.84	4 10%
Total Mutual Funds			$1,445,880.38		$1,624,065.31	$178,184.93	$66,638.84	
Total Mutual Funds			$1,445,880.38		$1,624,065.31	$178,184.93	$66,638.84	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	$1,445,882.35	$1,624,067.28	$178,184.93	$0.00	$66,639.17

* Uncovered under the cost basis rules as defined below
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- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Other securities, principally debt securities and options, acquired on or after January 1, 2013, or later, as determined by the Secretary of the Treasury.

[3] *The cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information.*

Disclosures and Other Information

Pricing - This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period The market prices have been obtained from quotation services, which we believe to be reliable; however, we cannot guarantee their accuracy. Securities for which a price is not available are marked "N/A" and are omitted from the Total

The estimated annual income (EAI) and estimated current yield (ECY) figures are estimates and for informational purposes only These figures are not considered to be a forecast or guarantee of future results These figures are computed using information from providers believed to be reliable; however, no assurance can be made as to the accuracy. Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them Refer to www pershing.com/business_continuity html for specific details as to formulas used to calculate the figures Accrued interest represents interest earned but not yet received.

The Estimated Price as of Date only appears when the price date does not equal the statement date and the price indicated is estimated since it is not reflective of a last trade price on a recognized exchange

Reinvestment - The dollar amount of Mutual Fund distributions, Money Market Fund dividend income, Bank Deposit interest income, or dividends for other securities shown on your Statement may have been reinvested. You will not receive confirmation of these reinvestments. However, information pertaining to these transactions which would otherwise appear on confirmations, including the time of execution and the

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 . . . . ▶ ☒
- 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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions SARTAIN LANIER FAMILY FDN 49-1122948	Employer identification number (EIN) or ☒ 58-6045056
	Number, street, and room or suite no If a P O box, see instructions P.O. BOX 1908	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions ORLANDO, FL 32802-1908	

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 ▶ SUNTRUST BANK, ATL

Telephone No. ▶ (404)230-5479 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 08/15 , 20 12 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 20 11 or

▶ ☐ tax year beginning ______, 20 ___, and ending ______, 20 ___.

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**	$ 107,765.
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**	$ 89,364.
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**	$ 18,401.

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions SARTAIN LANIER FAMILY FDN 49-1122948	Employer identification number (EIN) or ☒ 58-6045056
	Number, street, and room or suite no. If a P O box, see instructions P.O. BOX 1908	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions ORLANDO, FL 32802-1908	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ SUNTRUST BANK, ATL
  Telephone No. ▶ (404)230-5479 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.

4 I request an additional 3-month extension of time until 11/15, 20 12 .

5 For calendar year 2011 , or other tax year beginning ______, 20 ___, and ending ______, 20 ___ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS REQUIRED TO OBTAIN PARTNERSHIP K-1S FOR THE VARIOUS PRTNRSHPS THAT THIS TRUST INVESTS IN (SEE ATTACHED).

8a	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.	**8a**	$ 107,765.
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 and any amount paid previously with Form 8868.	**8b**	$ 107,765.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Date ▶ 07/24/2012

Form **8868** (Rev 1-2012)

KPMG LLP

100 WESTMINSTER ST, 6TH FL, SUITE A

PROVIDENCE, RI 02903-9605