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: ROBERT LEE & THOMAS M CHASTAIN

A Employer identification number: 59-6171294

Number and street (or P O box number if mail is not delivered to street address): 1525 W W.T. HARRIS BLVD. D1114-044 Room/suite

B Telephone number (see instructions): (336) 747-8202

City or town, state, and ZIP code: CHARLOTTE, NC 28288

C If exemption application is pending, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ $ 3,391,403.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [X] if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	116,357.	115,884.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	53,335.			
	b Gross sales price for all assets on line 6a 745,634.				
	7 Capital gain net income (from Part IV, line 2)		53,335.		
	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)				
	12 **Total.** Add lines 1 through 11	169,692.	169,219.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	30,014.	22,511.		7,504.
	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 4	3,349.	NONE	NONE	3,349.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	6,646.	1,812.		
	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	297.			297.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	40,306.	24,323.	NONE	11,150.
	25 Contributions, gifts, grants paid	200,000.			200,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	240,306.	24,323.	NONE	211,150.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-70,614.			
	b **Net investment income** (if negative, enter -0-)		144,896.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED MAY 15 2012 OGDEN, UT IRS-OSC

ENVELOPE POSTMARK DATE MAY 11 2012

SCANNED MAY 18 2012

4NE 15 P -

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	903.	12,006.	12,006.
	2 Savings and temporary cash investments	267,327.	76,457.	76,457.
	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	518,589.	2,045,394.	2,067,556.
	c Investments - corporate bonds (attach schedule) STMT 10		1,233,181.	1,235,384.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 11	2,653,101.		
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,439,920.	3,367,038.	3,391,403.
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	3,439,920.	3,367,038.	
	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)	3,439,920.	3,367,038.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,439,920.	3,367,038.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,439,920.
2 Enter amount from Part I, line 27a	2	-70,614.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	13,601.
4 Add lines 1, 2, and 3	4	3,382,907.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	15,869.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,367,038.

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	720,752.		692,299.	28,453.
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				28,453.
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	53,335.
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	166,340.	3,475,837.	0.047856
2009	122,000.	3,159,398.	0.038615
2008	198,263.	3,762,766.	0.052691
2007	230,500.	4,517,813.	0.051020
2006	223,000.	4,415,928.	0.050499

2 **Total** of line 1, column (d)	2	0.240681
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	0.048136
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,636,034.
5 Multiply line 4 by line 3	5	175,024.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,449.
7 Add lines 5 and 6	7	176,473.
8 Enter qualifying distributions from Part XII, line 4	8	211,150.

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 ▶ [X] and enter 1% of Part I, line 27b	1	1,449.
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	1,449.
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	1,449.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 3,216.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	3,216.
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	1,767.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 1,452. **Refunded** ▶	11	315.

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		
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) ▶ FL			
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 ▶ WELLS FARGO BANK, N.A. Telephone no. ▶ (336) 747-8202

Located at ▶ 4 W 4TH ST, - 6TH FLOOR, WINSTON SALEM, NC ZIP + 4 ▶ 27101-3818

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

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

		Yes	No
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? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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 14		30,014.	-0-	-0-

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,588,042.
b	Average of monthly cash balances	1b	103,363.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,691,405.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,691,405.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	55,371.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,636,034.
6	**Minimum investment return.** Enter 5% of line 5	6	181,802.

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	181,802.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,449.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,449.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	180,353.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	180,353.
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	180,353.

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	211,150.
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	211,150.
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	1,449.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	209,701.

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				180,353.
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only			NONE	
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 10,135.				
d	From 2009 NONE				
e	From 2010 NONE				
f	**Total** of lines 3a through e	10,135.			
4	Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 211,150.				
a	Applied to 2010, but not more than line 2a			NONE	
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				180,353.
e	Remaining amount distributed out of corpus	30,797.			
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	40,932.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
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	40,932.			
10	Analysis of line 9:				
a	Excess from 2007 NONE				
b	Excess from 2008 10,135.				
c	Excess from 2009 NONE				
d	Excess from 2010 NONE				
e	Excess from 2011 30,797.				

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).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 24				
Total . . . . ▶ **3a**				200,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	116,357.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	53,335.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				169,692.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 169,692.

(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] | 05/02/2012 ▶Trustee

Signature of officer or trustee | Date | Title

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

WELLS FARGO BANK, N.A.

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AFLAC INC COM	369.	369.
ACADIAN EMERGING MARKETS PTF-1 #1260	2,099.	2,099.
AMERICAN EXPRESS CO COM	209.	209.
AMERIPRISE FINANCIAL INC	261.	261.
AMGEN INC COM W/RTS ATTACHED EXP 03/21/2	92.	92.
ARTISAN FDS INC INTL FD INVESTOR CLASS	659.	659.
ARTIO GLOBAL HIGH INCOME-I #1525	7,405.	7,405.
BAKER HUGHES INC COM	33.	33.
BRISTOL-MYERS SQUIBB CO COM	601.	601.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	71.	71.
CARDINAL HLTH INC COM	287.	287.
CENTURYTEL INC COM	1,073.	1,073.
CHEVRONTEXACO CORP COM	525.	525.
CIMAREX ENERGY CO	49.	49.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	92.	92.
COCA-COLA CO COM	395.	395.
COMCAST CORP NEW CL A	101.	101.
CONOCOPHILLIPS COM	496.	496.
CONSTELLATION ENERGY GRP INC COM	90.	90.
COSTCO WHOLESALE CORP COM	38.	38.
DANAHER CORP COM	27.	27.
DOW CHEM CO COM	144.	144.
EII INTERNATIONAL PROPERTY-I #30	6,625.	6,625.
EATON VANCE FLOATING RATE FD-I #924	2,666.	2,560.
EATON VANCE GLOBAL MACRO - I #0088	2,600.	2,390.
EXXON MOBIL CORP COM	390.	390.
FID ADV EMER MKTS INC- CL I #607	3,848.	3,848.
GENERAL ELEC CO COM	435.	435.
HEWLETT-PACKARD CO COM	20.	20.
HOME DEPOT INC COM	416.	416.
HONEYWELL INTL INC COM	206.	206.
HUSSMAN STRATEGIC GROWTH FD	490.	490.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ING REAL ESTATE FUND CL-I #2190	2,761.	2,761.
INTEL CORP COM	446.	446.
INTL BUSINESS MACHINES CORP COM	264.	264.
INTL FLAVORS & FRAGRANCES INC COM	95.	95.
ISHARES RUSSELL 2000 VALUE INDEX FUND	1,221.	1,221.
ISHARES RUSSELL 2000 GROWTH INDEX FUND	426.	426.
JP MORGAN CHASE & CO COM	248.	248.
PERKINS MID CAP VALUE F/C I #1167	833.	833.
JOHNSON & JOHNSON COM	383.	383.
JP MORGAN INTL EQUITY FD - SEL #694	2,286.	2,286.
JPMORGAN HIGH YIELD FUND SS #3580	7,434.	7,434.
KRAFT FOODS INC-A COM	447.	447.
MCDONALDS CORP COM	445.	445.
MCKESSON HBOC INC COM	163.	163.
MEADWESTVACO CORP COM W/RTS EXP 1/29/200	375.	375.
MICROSOFT CORP COM	318.	318.
NATIONAL OILWELL INC COM	63.	63.
NIKE INC CL B COM	51.	51.
OCCIDENTAL PETE CORP COM	286.	286.
ORACLE CORP COM	115.	115.
PIMCO FDS PAC INVT MGMT SER LOW DURATION	3,130.	3,130.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	17,010.	16,853.
PIMCO FOREIGN BOND FUND-INST	2,941.	2,941.
PNC FINL SVCS GROUP INC COM W/RIGHTS ATT	27.	27.
PIMCO COMMODITY REAL RET STRAT-I#45	20,871.	20,871.
PIMCO EMERGING LOCAL BOND IS #332	1,698.	1,698.
T ROWE PRICE GRP INC COM	136.	136.
PROCTER & GAMBLE CO COM	453.	453.
PUBLIC SVC ENTERPRISE GRP INC COM	133.	133.
QUALCOMM INC COM W/RTS ATTACHED	86.	86.
ROSS STORES INC COM	88.	88.
TARGET CORP COM	191.	191.
TEMPLETON CHINA WORLD FUND	692.	692.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TEMPLETON FOREIGN FD - ADV #604	1,674.	1,674.
TEMPLETON GLOBAL BOND FD-ADV #616	7,556.	7,556.
TEXAS INSTRS INC COM	263.	263.
3M CO COM	248.	248.
TIMKEN CO COM	56.	56.
TWEEDY BROWNE FD INC GLOBAL VALUE FD	4,583.	4,583.
UNITED TECHNOLOGIES CORP COM	367.	367.
UNITEDHEALTH GRP INC COM	244.	244.
UNUMPROVIDENT CORP COM	217.	217.
WAL MART STORES INC COM	348.	348.
WYNN RESORTS LTD	600.	600.
ACCENTURE PLC	169.	169.
PARTNERRE LTD COM	178.	178.
ACE LIMITED	383.	383.
TE CONNECTIVITY LTD	75.	75.
TYCO INTERNATIONAL LTD NEW	345.	345.
TYCO ELECTRONICS LTD F	66.	66.
FEDERATED TREAS OBL FD 68	3.	3.
WF ADV HERITAGE MM FD-INSTL #3106	54.	54.
TOTAL	116,357.	115,884.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	3,349.			3,349.
TOTALS	3,349.	NONE	NONE	3,349.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	34.	34.
FEDERAL TAX PAYMENT - PRIOR YE	1,618.	
FEDERAL ESTIMATES - PRINCIPAL	3,216.	
FOREIGN TAXES ON QUALIFIED FOR	1,323.	1,323.
FOREIGN TAXES ON NONQUALIFIED	455.	455.
TOTALS	6,646.	1,812.

ROBERT LEE & THOMAS M CHASTAIN 59-6171294

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSE-INCOME	297.	297.
TOTALS	297.	297.

ROBERT LEE & THOMAS M CHASTAIN 59-6171294

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
437076102 HOME DEPOT INC	9,992.	16,816.
580135101 MCDONALDS CORP	7,790.	17,658.
654106103 NIKE INC CL B		
778296103 ROSS STORES INC		
191216100 COCA COLA CO	13,625.	14,694.
50075N104 KRAFT FOODS INC	10,356.	14,384.
742718109 PROCTOR & GAMBLE CO	9,566.	14,676.
931142103 WALMART STORES		
166764100 CHEVRON CORP	11,652.	15,960.
171798101 CIMAREX ENERGY		
30231G102 EXXON MOBIL CORP	4,457.	17,884.
974599105 OCCIDENTAL PETE CORP	9,969.	13,118.
14040H105 CAPITAL ONE FINANCIA	14,400.	14,379.
46625H100 JPMORGAN CHASE & CO	10,859.	10,308.
693475105 PNC FINANCIAL		
91529Y106 UNUM GROUP	11,831.	11,589.
031162100 AMGEN INC	9,377.	10,595.
110122108 BRISTOL MYERS	8,509.	14,977.
14149Y108 CARDINAL HEALTH	12,667.	14,214.
478160104 JOHNSON & JOHNSON	6,747.	11,149.
58155Q103 MCKESSON CORP	10,351.	13,245.
58405U102 MEDCO HEALTH		
91324P102 UNITEDHEALTH GROUP	11,557.	16,471.
235851102 DANAHER CORP	13,395.	13,642.
369604103 GENERAL ELECTRIC	11,505.	13,433.
438516106 HONEYWELL INTERN	7,949.	8,153.
913017109 UNITED TECHNOLGIES	12,082.	14,399.
88579Y101 3M COM		
001055102 AFLAC INC		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
025816109 AMERICAN EXPRESS CO		
03076C106 AMERIPRISE FINL INC		
20825C104 CONOCOPHILLIPS	12,419.	13,700.
037833100 APPLE INC	12,784.	20,250.
055921100 BMC SOFTWARE INC		
17275R102 CISCO SYSTEMS INC	12,061.	9,221.
428236103 HEWLETT PACKARD		
458140100 INTEL CORP	15,076.	13,823.
459200101 IBM	7,117.	16,733.
594918104 MICROSOFT CORP	11,484.	12,123.
68389X105 ORACLE CORP	14,120.	12,825.
882508104 TEXAS INSTRUMENTS	11,285.	13,682.
459506101 INTERNAL FLAVORS & F		
81211K100 SEALED AIR CORP		
156700106 CENTURYLINK INC	9,693.	13,764.
00758M162 ACADIAN EMERGING MAR	100,000.	80,761.
03524A108 ANHEUSER-BUSCH INBEV	13,435.	13,723.
04314H204 ARTISAN INTERNATIONA	41,636.	46,307.
04351G101 ASCENA RETAIL GROUP	12,250.	10,699.
057224107 BAKER HUGHES INC COM	12,521.	10,701.
20030N101 COMCAST CORP CLASS A	11,253.	10,670.
22160K105 COSTCO WHOLESALE COR	13,157.	13,331.
22544R305 CREDIT SUISSE COMM R	95,000.	86,110.
26852M105 EII INTERNATIONAL PR	120,000.	90,369.
277923728 EATON VANCE GLOBAL M	65,000.	62,166.
278865100 ECOLAB INC	13,242.	13,585.
345370860 FORD MOTOR COMPANY	14,070.	10,061.
375558103 GILEAD SCIENCES INC	13,123.	13,507.
38142Y401GOLDMAN SACHS GRTH OP	80,979.	93,809.

ROBERT LEE & THOMAS M CHASTAIN 59-6171294

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
448108100 HUSSMAN STRATEGIC GR	100,000.	98,494.
44981V706 ING REAL ESTATE FUND	120,000.	133,749.
45865V100 INTERCONTINENTALEXCH	12,944.	12,658.
461202103 INTUIT COM	13,305.	13,148.
464285105 ISHARES GOLD TRUST	25,007.	23,774.
464287630 ISHARES RUSSELL 2000	53,076.	60,192.
47103C241 PERKINS MID CAP VALU	75,829.	79,699.
4812A0532 JP MORGAN INTL EQUIT	113,823.	102,830.
583334107 MEADWESTVACO CORP	15,186.	14,975.
637071101 NATIONAL OILWELL INC	13,687.	12,578.
722005667 PIMCO COMMODITY REAL	95,000.	68,508.
744573106 PUBLIC SVC ENTERPRIS	12,493.	12,808.
747525103 QUALCOMM INC	11,537.	10,940.
87612E106 TARGET CORP	12,091.	11,525.
88018X102 TEMPLETON CHINA WORL	55,000.	48,032.
880196506 TEMPLETON FOREIGN FD	55,229.	46,893.
887389104 TIMKEN CO	10,796.	10,839.
901165100 TWEEDY BROWNE FD GLO	215,000.	210,284.
983134107 WYNN RESORTS LTD	16,179.	11,049.
G1151C101 ACCENTURE PLC	12,370.	13,361.
H0023R105 ACE LIMITED	14,759.	18,371.
H89128104 TYCO INTERNATIONAL L	11,854.	16,349.
464287648 ISHARES RUSSELL 2000	49,888.	62,836.
TOTALS	2,045,394.	2,067,556.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
04315J860 ARTIO GLOBAL HIGH IN	90,000.	91,376.
277911491 EATON VANCE FLOATING	28,974.	28,457.
315920702 FID ADV EMER MKTS IN	70,000.	69,477.
4812C0803 JPMORGAN HIGH YIELD	100,000.	96,334.
693390304 PIMCO LOW DURATION F	44,220.	44,006.
693390551 PIMCO TOTAL RETN FD	600,167.	622,592.
72201F516 PIMCO EMERGING LOCAL	180,000.	172,615.
880208400 TEMPLETON GLOBAL BON	119,820.	110,527.
TOTALS	1,233,181.	1,235,384.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
04315J860 ARTIO GLOBAL HIGH	C
4812C0803 JP MORGAN HIGH	C
693390304 PIMCO LOW DURATION	C
693390551 PIMCO TOTAL RETURN	C
315920702 FIDELITY ADVISORS	C
693390882 PIMCO FOREIGN BOND	C
880208400 TEMPLETON GLOBAL	C
H0023R105 ACE LIMITED	C
G6852T105 PARTNERRE LTD	C
H8912P106 TYCO ELECTRONICS	C
H89128104 TYCO INTERNATIONAL	C
38142Y401 GOLDMAN SACHS GROWTH	C
464287648 ISHARES RUSSELL 2000	C
464287630 ISHARES RUSSELL 2000	C
4812A0532 JPMORGAN INTERN. EQU	C
47103C241 PERKINS MID CAP	C
00758M162 ACADIAN EMERGING MKT	C
04314H204 ARTISAN INTERNATIONA	C
32008F200 FIRST EAGLE OVERSEAS	C
88018X102 TEMPLETON CHINA	C
901165100 TWEEDY BROWNE FD	C
277923728 EATON VANCE GLOBAL	C
589509108 MERGER FD SH	C
22544R305 CREDIT SUISSE COMMOD	C
26852M105 ELL INTERNATIONAL	C
44981V706 ING REAL ESTATE	C
722005667 PIMCO COMMODITY REAL	C
TOTALS	

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

DESCRIPTION	AMOUNT
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	13,601.
TOTAL	13,601.

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

DESCRIPTION		AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE		15,867.
ROUNDING		2.
	TOTAL	15,869.

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

OFFICER NAME:
WELLS FARGO BANK NA
ADDRESS:
1525 W WT Harris Blvd D1114-044
Charlotte, NC 28288-1161
TITLE:
Trustee
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 30,014.

TOTAL COMPENSATION: 30,014.

RECIPIENT NAME:
Pine Jog Environmental
Education Center
ADDRESS:
301 CHILEAN AVE
Palm Beach, FL 33480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
THE NATIVE PLANT SOCIETY OF
PALM BEACH COUNTY
ADDRESS:
15646 89TH AVE N
West Palm Beach, FL 33418
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
EL SOL NEIGHBORHOOD
RESOURCE CENTER
ADDRESS:
PO BOX 7682
Jupiter, FL 33468
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE HARID CONSERVATORY
ADDRESS:
2285 POTOMAC RD
Boca Raton, FL 33431
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
Indiantown Community Outreach, Inc.
ADDRESS:
15516 SW OSCEOLA ST, STE B
Indiantown, FL 34956
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
ALZHEIMER'S COMMUNITY CARE INC
ADDRESS:
800 NORTHPOINT PARKWAY STE 101-B
WEST PALM BEACH, FL 33407
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
O DANCE
ADDRESS:
403 S SAPODINA AVE #416
WEST PALM BEACH, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
C.R.O.S.S. Ministries
ADDRESS:
2202 HIGHWAY 100
Hermann, MT 65041
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
NORTON MUSEUM OF ART
ADDRESS:
301 CHILEAN AVE
PALM BEACH, FL 33480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
Easter Seals of Florida
ADDRESS:
2010 MIZELL AVE.
Winter Park, FL 32792
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 17,500.

RECIPIENT NAME:
THE GARDEN CLUB OF PALM BEACH
ADDRESS:
PO BOX 2791
PALM BEACH, FL 33480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
MENTAL HEALTH ASSOCIATION
OF PALM BEACH COUNTY
ADDRESS:
909 FERN ST
WEST PALM BEACH, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Planned Parenthood of
Palm Beaches
ADDRESS:
2300 W FLORIDA MANGO RD. WEST
Palm Beach, FL 33409
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
PRESERVATION FDN OF PALM BEACH
ADDRESS:
301 CHILEAN AVE
PALM BEACH, FL 33480
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
HOPE RURAL SCHOOL INC
ADDRESS:
15929 SW 150TH STREET
INDIANTOWN, FL 34956
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Feeding South Florida
ADDRESS:
5850 NW 32ND AVE.
Miami, FL 33142
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE LORD'S PLACE INC
ADDRESS:
2808 AUSTRALIAN AVE
WEST PALM BEACH, FL 33407
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
The Kravis Center
ADDRESS:
403 S SAPODINA AVE #416
WEST PALM BEACH, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

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

RECIPIENT NAME:
PACE CENTER FOR GIRLS, INC
ADDRESS:
ONE W ADAMS ST STE 301
JACKSONVILLE, FL 32202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
THE MOUNTS BOTANICAL GARDEN
ADDRESS:
559 N MILTARY TRL
WEST PALM BEACH, FL 33415
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
EDUCATION FDN. OF
PALM BEACH COUNTY
ADDRESS:
3300 FORESTHILL BLVD BLDG E 50-116
PALM BEACH, FL 33406
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

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

RECIPIENT NAME:
ARMORY ART CENTER INC
ADDRESS:
1700 PARKER AVE
WEST PALM BEACH, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
LEGAL AID SOCIETY OF PALM
BEACH COUNTY INC
ADDRESS:
423 FERN ST STE 200
WEST PALM BEACH, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Homeless Coalition of Palm
Beach County
ADDRESS:
2100 PALM BEACH LAKES BLVD.
Palm Beach, FL 33409
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
CARIDAD CENTER INC
ADDRESS:
8645 W BOYNTON BEACH BLVD
BOYNTON BEACH, FL 33472
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Palm Beach County Literacy
Coalition
ADDRESS:
551 SE 8TH ST, SUITE 505
Delray Beach, FL 33483
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Dreyfoos School of the Ar
ADDRESS:
PO BOX 552
West Palm Beach, FL 33402
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Bak Middle School of the Arts
ADDRESS:
PO BOX 3475
WEST PALM BEACH, FL 33402
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
Palm Beach DramaWorks
ADDRESS:
322 BANYAN BLVD
West Palm Beach, FL 33401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .... 7,500.

TOTAL GRANTS PAID: 200,000.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: ROBERT LEE & THOMAS M CHASTAIN

Employer identification number: 59-6171294

Note: *Form 5227 filers need to complete* ***only*** *Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					3,228.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-3,501.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-273.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example. 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					21,654.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	31,954.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	53,608.

Part III **Summary of Parts I and II**
Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-273.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			53,608.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			53,335.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.
Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*
- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No. 1545-0092

2011

Name of estate or trust: ROBERT LEE & THOMAS M CHASTAIN

Employer identification number: 59-6171294

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 60. CAPITAL ONE FINL CORP 11/29/2005	12/13/2010	02/16/2011	3,112.00	2,541.00	571.00
65. COCA-COLA CO COM	12/13/2010	02/16/2011	4,105.00	4,217.00	-112.00
100. DANAHER CORP COM	12/13/2010	02/16/2011	5,129.00	4,619.00	510.00
360. DOW CHEM CO COM	02/16/2011	09/12/2011	9,120.00	13,780.00	-4,660.00
5131.129 EATON VANCE FLOAT FD-I #924	01/04/2011	10/21/2011	45,000.00	46,026.00	-1,026.00
2466.7 FIRST EAGLE OVERSEA	08/23/2010	03/16/2011	54,317.00	50,000.00	4,317.00
100. INTL FLAVORS & FRAGRA	12/13/2010	02/16/2011	5,655.00	5,564.00	91.00
250. INTL FLAVORS & FRAGRA	12/13/2010	02/28/2011	14,209.00	12,843.00	1,366.00
70. MEDCO HEALTH SOLUTIONS	12/13/2010	02/16/2011	4,446.00	4,446.00	
5. MEDCO HEALTH SOLUTIONS	12/13/2010	10/17/2011	243.00	318.00	-75.00
4695.543 MERGER FD SH BEN	01/04/2011	10/21/2011	74,518.00	75,000.00	-482.00
9746.589 PIMCO FDS PAC INV LOW DURATION FD INSTL CL	12/17/2010	11/23/2011	100,000.00	100,780.00	-780.00
265. PNC FINL SVCS GROUP I W/RIGHTS ATTACHED EXP 5/25/	04/21/2010	04/12/2011	16,753.00	17,098.00	-345.00
220. T ROWE PRICE GRP INC	04/12/2011	09/12/2011	10,731.00	14,648.00	-3,917.00
100. UNITEDHEALTH GRP INC	10/14/2010	09/12/2011	4,565.00	3,556.00	1,009.00
155. PARTNERRE LTD COM	08/31/2010	05/27/2011	11,541.00	11,509.00	32.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -3,501.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
ROBERT LEE & THOMAS M CHASTAIN	59-6171294

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 sh 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr.)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 300. AFLAC INC COM	10/22/2009	12/22/2011	12,699.00	13,505.00	-806.00
290. AMERICAN EXPRESS CO C	06/08/2010	10/17/2011	13,136.00	10,959.00	2,177.00
300. AMERIPRISE FINANCIAL	02/17/2010	12/22/2011	14,985.00	11,831.00	3,154.00
320. BMC SOFTWARE INC COM 05/12/2005	11/29/2007	12/22/2011	10,545.00	10,600.00	-55.00
120. BRISTOL-MYERS SQUIBB	06/11/2008	02/16/2011	3,065.00	2,402.00	663.00
20. CHEVRONTEXACO CORP COM	07/25/2008	12/22/2011	2,122.00	1,651.00	471.00
175. CIMAREX ENERGY CO	08/05/2010	09/12/2011	11,051.00	12,867.00	-1,816.00
247. HEWLETT-PACKARD CO CO	03/20/2007	05/27/2011	9,094.00	9,801.00	-707.00
25. MCKESSON HBOC INC COM	10/22/2009	09/12/2011	1,824.00	1,525.00	299.00
250. MEDCO HEALTH SOLUTION	08/05/2010	10/17/2011	12,171.00	11,822.00	349.00
165. NIKE INC CL B COM	11/19/2008	04/12/2011	12,846.00	9,724.00	3,122.00
25. OCCIDENTAL PETE CORP C	11/29/2007	05/27/2011	2,670.00	1,780.00	890.00
4784.689 PIMCO FDS PAC INV TOTAL RETURN FD II INSTL CL	09/16/2008	10/26/2011	50,000.00	48,660.00	1,340.00
12251.158 PIMCO FOREIGN BO	07/27/2009	10/26/2011	130,965.00	125,000.00	5,965.00
200. ROSS STORES INC COM	07/25/2008	07/19/2011	15,594.00	7,520.00	8,074.00
550. SEALED AIR CORP NEW C	06/04/2009	02/16/2011	15,485.00	11,159.00	4,326.00
150. 3M CO COM	12/10/2009	10/17/2011	11,410.00	12,005.00	-595.00
235. WAL MART STORES INC C	07/07/2010	10/17/2011	12,911.00	11,442.00	1,469.00
415. TE CONNECTIVITY LTD	06/08/2010	07/19/2011	14,735.00	11,101.00	3,634.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 31,954.00