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: THOMAS M GARROTT FOUNDATION 49-7906337

A Employer identification number: 62-6289645

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): (901) 415-6410

City or town, state, and ZIP code: ORLANDO, FL 32802-1908

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) ▶ $ 8,880,166.

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

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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	365,845.	365,646.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	272,643.			
	b Gross sales price for all assets on line 6a 1,236,652.				
	7 Capital gain net income (from Part IV, line 2)		272,641.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)		-33.		STMT 2
	12 **Total.** Add lines 1 through 11	638,488.	638,254.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	6,831.	3,416.		3,415.
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	915.	1,273.		
	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)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,246.	4,689.	NONE	5,915.
	25 Contributions, gifts, grants paid	513,400.			513,400.
	26 **Total expenses and disbursements** Add lines 24 and 25	523,646.	4,689.	NONE	519,315.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	114,842.			
	b **Net investment income** (if negative, enter -0-)		633,565.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	27,652.	90,817.	90,817.
	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)			
	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 5	6,655,529.	6,709,206.	8,789,349.
	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)	6,683,181.	6,800,023.	8,880,166.
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. ▶ X			
	27	Capital stock, trust principal, or current funds	6,656,910.	6,727,908.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	26,271.	72,115.	
	30	**Total net assets or fund balances** (see instructions)	6,683,181.	6,800,023.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,683,181.	6,800,023.	

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	6,683,181.
2	Enter amount from Part I, line 27a	2	114,842.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	2,000.
4	Add lines 1, 2, and 3	4	6,800,023.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,800,023.

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	1,232,827.		964,011.	268,816.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				268,816.
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	272,641.
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	393,443.	8,128,173.	0.048405
2009	261,194.	6,798,052.	0.038422
2008	159,407.	6,001,555.	0.026561
2007	176,767.	8,151,330.	0.021686
2006	456,251.	7,006,896.	0.065115

2	**Total** of line 1, column (d)	2	0.200189
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	0.040038
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	8,974,138.
5	Multiply line 4 by line 3	5	359,307.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,336.
7	Add lines 5 and 6	7	365,643.
8	Enter qualifying distributions from Part XII, line 4	8	519,315.

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	6,336.
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	6,336.
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	6,336.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 9,139.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c 605.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	9,744.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	3,408.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **Refunded** ▶		11	3,408.

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	N/A	
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) ▶ TN			
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 Telephone no ▶ (919)918-2449

Located at ▶ 1414 RALEIGH RD, STE 150, CHAPEL HILL, NC ZIP + 4 ▶ 27517

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

			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 ▶ ____, ____, ____, ____

			Yes	No
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

			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	N/A	
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**	N/A	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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**	N/A	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 7		6,831.	-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	8,795,973.
b	Average of monthly cash balances	1b	314,827.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	9,110,800.
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	9,110,800.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	136,662.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,974,138.
6	**Minimum investment return.** Enter 5% of line 5	6	448,707.

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	448,707.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,336.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,336.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	442,371.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	442,371.
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	442,371.

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	519,315.
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	519,315.
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	6,336.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	512,979.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				442,371.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			57,673.	
b Total for prior years: 20____,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: ▶ $ 519,315.				
a Applied to 2010, but not more than line 2a			57,673.	
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				442,371.
e Remaining amount distributed out of corpus	19,271.			
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	19,271.			
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				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	19,271.			
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 ... 19,271.				

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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 9				
Total . . . . ▶ **3a**				513,400.
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	365,845.	
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	272,643.	
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)				638,488.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 638,488.

(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
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee	Date	Title
C. William Wohlford (signature)	09/05/2012	TRUSTEE

WILLIAM WOHLFORD

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin (signature)	09/05/2012		P00353001

Firm's name ▶ KPMG LLP — Firm's EIN ▶ 13-5565207

Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605 — Phone no. 888-942-3272

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		365,845.	365,646.
	TOTAL	365,845.	365,646.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MOVIE INVESTORS 1 LP			-33.
	TOTALS		-33.

FORM 990PF, PART I - ACCOUNTING FEES

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

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES	915.	
FOREIGN TAXES		1,273.
TOTALS	915.	1,273.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	6,655,529.	6,709,206.	8,789,349.
TOTALS		6,655,529.	6,709,206.	8,789,349.

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

DESCRIPTION		AMOUNT
ACCRETION		2,000.
	TOTAL	2,000.

STATEMENT 6

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

OFFICER NAME:
SUNTRUST BANK
ADDRESS:
1414 RALEIGH ROAD, STE 150
CHAPEL HILL, NC 27517
TITLE:
TRUSTEE, AS REQ'D
COMPENSATION .... 6,831.

TOTAL COMPENSATION: 6,831.

RECIPIENT NAME:
ARTHUR OLIVER, NATIONAL BANK OF COMMERCE
FORM, INFORMATION AND MATERIALS:
LETTER STATING REQUEST
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

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

RECIPIENT NAME:
SEE ATTACHED LIST
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 513,400.

TOTAL GRANTS PAID: 513,400.

STATEMENT 9

01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR· PAID TO: SECOND PRESBYTERIAN CHURCH TR TRAN#=FL000417000002 TR CD=105 REG=0 PORT=PRIN	-600 00	-600 00 1101000029 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR. PAID TO. PRESBYTERIAN DAY SCHOOL 4025 POPLAR AVENUE MEMOHIS, TN 38111 TR TRAN#=FL000417000003 TR CD=105 REG=0 PORT=PRIN	-1000 00	-1000.00 1101000030 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR: PAID TO: MEMPHIS ZOO TR TRAN#=FL000417000004 TR CD=105 REG=0 PORT=PRIN	-1000.00	-1000 00 1101000031 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR: PAID TO· BOY SCOUTS OF AMERICA/ CHICKASAW COUNCIL TR TRAN#=FL000417000005 TR CD=105 REG=0 PORT=PRIN	-1000 00	-1000.00 1101000032 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR. PAID TO: NEIGHBORHOOD CHRISTIAN CENTER TR TRAN#=FL000417000001 TR CD=105 REG=0 PORT=PRIN	-500.00	-500 00 1101000028 **CHANGED** 05/24/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR PAID TO. ST. MARY'S EPISCOPAL SCHOOL 60 PERKINS EXT MEMPHIS, TN 38117 TR TRAN#=FL000417000010 TR CD=105 REG=0 PORT=PRIN	-5000.00	-5000 00 1101000037 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR· PAID TO DIXON GALLERY AND GARDENS TR TRAN#=FL000417000006 TR CD=105 REG=0 PORT=PRIN	-1000 00	-1000 00 1101000033 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR PAID TO MEMPHIS UNIVERSITY SCHOOL 6191 PARK AVENUE MEMPHIS, TN 38119 TR TRAN#=FL000417000007 TR CD=105 REG=0 PORT=PRIN	-2500.00	-2500.00 1101000034 **CHANGED** 05/25/11 BJB
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT	-3000.00	-3000 00 1101000035 **CHANGED** 05/25/11 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)** 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR. PAID TO. ST. MARY'S EPISCOPAL SCHOOL 60 PERKINS EXT MEMPHIS, TN 38117 TR TRAN#=FL000417000008 TR CD=105 REG=0 PORT=PRIN				
01/26/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 DONATION ON BEHALF OF JOE & BRANDON MORRISON FOR PAID TO MEMPHIS UNIVERSITY SCHOOL 6191 PARK AVENUE MEMPHIS, TN 38119 TR TRAN#=FL000417000009 TR CD=105 REG=0 PORT=PRIN	-4400 00		-4400 00 **CHANGED** 05/25/11 BJB	1101000036
01/26/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION WIRE TO MARANGU SECONDAY SCHOOL WIRE REF #2011012600006146 FOR PAID TO NBC BANK LTD-KIBO BRANCH SWIFT CODE NLCBTZTX A/C #017101006052 - FBO UID 014975 GARROTT ABBY SAWAYA TR TRAN#=CR000925000001 TR CD=079 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 05/25/11 BJB	1101000039
01/31/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO BOYS AND GIRLS CLUB OF INDIAN RIVER COUNTY P O BOX 643068 VERO BEACH, FL 32964 TR TRAN#=DC000454000009 TR CD=072 REG=0 PORT=INC	-1000 00	-1000 00	**CHANGED** 05/25/11 BJB	1101000047
01/31/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GAIL OBENOUR SUPPORT ON BEHALF OF MURRAY GARROTT FOR PAID TO WOMEN OF THE HARVEST P.O BOX 151297 LAKEWOOD, CO 80215-9297 TR TRAN#=DC000461000015 TR CD=072 REG=0 PORT=PRIN	-600 00		-600 00 **CHANGED** 05/25/11 BJB	1101000048
02/23/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO TRIBUTE TO LIFE CHARITY, INC 1764 CAMPDEN DRIVE COLLIERVILLE, TN 38017 TR TRAN#=DC000362000012 TR CD=105 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 05/25/11 BJB	1102000018
03/01/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT BEHALF OF MURRAY GARROTT, WAR EAGLE AAU BASKETBALL FOR PAID TO MEMPHIS FCA WAR EAGLES C/O JOHN WILFONG 1717 WEST MASSEY ROAD MEMPHIS, TN 38120 TR TRAN#=DC000022000001 TR CD=105 REG=0 PORT=PRIN	-2000 00		-2000 00 **CHANGED** 05/25/11 BJB	1103000007
03/01/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT BEHALF OF MURRAY GARROTT, FD 1 PRESCL SHYIRA DIOCE FOR PAID TO MUSTARD SEED PROJECT 1305 MERCHANT STREET AMBRIDGE, PA 15003 TR TRAN#=DC000021000002 TR CD=105 REG=0 PORT=PRIN	-1500 00		-1500 00 **CHANGED** 05/25/11 BJB	1103000006
03/03/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT GIFT FROM MR & MRS THOMAS M. GARROTT III FOR PAID TO THE WOMEN'S REFUGE OF VERO BEACH PO BOX 1484 VERO BEACH, FL 32961 TR TRAN#=DC000064000007 TR CD=105 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 05/25/11 BJB	1103000010

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)**				
03/03/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION IN MEMORY OF ANNA BOYCE LINEBERGER FOR PAID TO HOLY COMFORTER LUTHERAN CHURCH 216 NORTH MAIN STREET BELMONT, NC 28012 TR TRAN#=DC000065000001 TR CD=079 REG=0 PORT=PRIN	-100 00		-100 00	1103000011 **CHANGED** 05/25/11 BJB
03/09/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION WIRE TO KIFARU SECONDAY SCHOOL WIRE REF #2011030900009297 FOR PAID TO CITIBANK ABA #021000089 NATIONAL MICROFINANCE BANK A/C#36142828,F/F/C KIFARU SECONDARY A/C#4021100020 FOR SIA ABBY SAWAYA TR TRAN#=CR000309000001 TR CD=079 REG=0 PORT=PRIN	-450 00		-450 00	1103000013 **CHANGED** 05/25/11 BJB
03/14/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR PAID TO DESOTO COUNTY FOUNDATION FOR EXCELLENCE IN EDUCATION TR TRAN#=DC000223000012 TR CD=072 REG=0 PORT=PRIN	-250 00		-250 00	1103000018 **CHANGED** 05/25/11 BJB
03/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO EXCEPTIONAL FOUNDATION OF WEST TN ATTN K C HUTCHINSON 1780 MORIAH WOODS BLVD SUITE 4 MEMPHIS, TN 38117 TR TRAN#=DC000410000003 TR CD=072 REG=0 PORT=INC	-50000 00	-50000 00		1103000028 **CHANGED** 05/25/11 BJB
04/06/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO CAMPUS CRUSADE FOR CHRIST TR TRAN#=DC000082000007 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00	1104000006 **CHANGED** 05/25/11 BJB
04/18/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PER REQUEST FOR PAID TO SECOND PRESBYTERIAN CHURCH TR TRAN#=DC000268000002 TR CD=072 REG=0 PORT=PRIN	-250 00		-250 00	1104000016 **CHANGED** 05/25/11 BJB
04/27/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR· PAID TO RUF TR TRAN#=DC000425000007 TR CD=072 REG=0 PORT=PRIN	-500 00		-500.00	1104000023 **CHANGED** 05/25/11 BJB
04/27/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO RUF TR TRAN#=DC000425000010 TR CD=072 REG=0 PORT=PRIN	-500 00		-500 00	1104000024 **CHANGED** 05/25/11 BJB
04/27/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO CAMPUS FOR CRUSADES FOR CHRIST TR TRAN#=DC000425000011 TR CD=072 REG=0 PORT=PRIN	-200 00		-200 00	1104000025 **CHANGED** 05/25/11 BJB
05/18/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT 2011 CHARITABLE GIFT FOR PAID TO TEACH FOR AMERICA TR TRAN#=DC000297000002 TR CD=105 REG=0 PORT=PRIN	-5000 00		-5000 00	1105000016 **CHANGED** 06/24/11 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)**				
06/08/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT FOR ALLISON & TOM GARROTT FOR PAID TO PORTER LEATH C/O DIANNE HARMON 868 N MANASSAS MEMPHIS, TN 38107 TR TRAN#=DC000130000024 TR CD=105 REG=0 PORT=PRIN	-500 00		-500 00 **CHANGED** 01/06/12 BJB	1106000009
07/28/11	CASH DISBURSEMENT MISCELLANEOUS EXPENSE DONATION ON BEHALF OF TOM & ALLISON GARROTT OFFICIAL CHECK #4133220993 FOR PAID TO AVA MARIA FOUNDATION DONATION IN MEMORY OF MAX BOSTIAN TR TRAN#=MA000333000003 TR CD=045 REG=0 PORT=PRIN	-250 00		-250 00 **CHANGED** 04/09/12 BJB	1107000027
08/04/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT IN MEMORY OF SHEA BUCHIGNANI DONATION ON BEHALF OF MR & MRS TOM GARROTT CK# 1118302002 ORIGINAL TRANSACTION DTD 8/3/11 FOR PAID TO CHRISTIAN BROTHERS HIGH SCHOOL 5900 WALNUT GROVE MEMPHIS, TN 38120 TR TRAN#=CR000169000005 TR CD=105 REG=0 PORT=PRIN	-100 00		-100.00 **CHANGED** 01/06/12 BJB	1108000017
08/04/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT HONOR OF JEANNE C ARTHUR & SUZANNE MALLORY'S BDAYS DONATION ON BEHALF OF MR & MRS TOM GARROTT CK# 1118301957 ORIGINAL TRANSACTION DTD 8/3/11 FOR PAID TO DIXON GALLERY & GARDENS 4339 PARK AVENUE MEMPHIS, TN 38117 TR TRAN#=CR000169000003 TR CD=105 REG=0 PORT=PRIN	-100 00		-100 00 **CHANGED** 01/06/12 BJB	1108000016
10/03/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR PAID TO CHRISTIAN STUDY CENTER TR TRAN#=DC000005000007 TR CD=072 REG=0 PORT=PRIN	-500 00		-500 00 **CHANGED** 01/06/12 BJB	1110000007
10/03/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR PAID TO ST MARY'S RALEIGH ANNUAL FUND TR TRAN#=DC000005000004 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 01/06/12 BJB	1110000004
10/03/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR. PAID TO SWEET BRIAR COLLEGE TR TRAN#=DC000005000005 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1110000005
10/03/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR PAID TO MEMPHIS SYMPHONY ORCHESTRA TR TRAN#=DC000005000006 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1110000006
10/19/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR PAID TO MUS (FOR 2011-12) ANNUAL FUND TR TRAN#=DC000259000021 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1110000024
10/19/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM AND ALLISON GARROTT FOR	-600 00		-600 00 **CHANGED** 01/06/12 BJB	1110000023

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)** PAID TO KINGS DAUGHTERS AND SONS TR TRAN#=DC000259000013 TR CD=072 REG=0 PORT=PRIN				
10/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MR AND MRS THOMAS GARROTT FOR PAID TO RHODES COLLEGE TR TRAN#=DC000337000004 TR CD=072 REG=0 PORT=PRIN	-170000 00		-170000 00 **CHANGED** 01/06/12 BJB	1110000029
10/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO CHICKASAW COUNCIL TR TRAN#=DC000368000001 TR CD=079 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1110000032
10/28/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO YOUNG LIFE TR TRAN#=DC000432000002 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 01/06/12 BJB	1110000037
11/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DONATION ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO CHRIST THE KING PRESBYTERIAN CHURCH PO BOX 643937 VERO BEACH, FL 32964 TR TRAN#=DC000110000005 TR CD=072 REG=0 PORT=INC	-10000 00	-10000 00	**CHANGED** 01/06/12 BJB	1111000013
11/09/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GIFT ON BEHALF OF MURRAY GARROTT-ANNUAL FUND FOR PAID TO HUTCHISON SCHOOL 1740 RIDGEWAY ROAD MEMPHIS, TN 38119 TR TRAN#=DC000157000008 TR CD=072 REG=0 PORT=INC	-1500 00	-1500 00	**CHANGED** 01/06/12 BJB	1111000016
11/09/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GIFT ON BEHALF OF MURRAY GARROTT-ANNUAL FUND FOR. PAID TO MEMPHIS UNIVERSITY SCHOOL 6191 PARK AVENUE MEMPHIS, TN 38119 TR TRAN#=DC000152000018 TR CD=072 REG=0 PORT=INC	-1500 00	-1500 00	**CHANGED** 01/06/12 BJB	1111000015
11/09/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GIFT ON BEHALF OF MURRAY GARROTT-PHASE 3 FACILITY FUND FOR PAID TO THE CHURCH OF THE GOOD SHEPHERD 3741 GARRETT ROAD DURHAM, NC 27707 TR TRAN#=DC000159000001 TR CD=072 REG=0 PORT=INC	-5000 00	-5000 00	**CHANGED** 01/06/12 BJB	1111000017
11/22/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GIFT ON BEHALF OF TOM AND ALLISON GARROTT FOR PAID TO MEMPHIS CHARITABLE FOUNDATION TR TRAN#=DC000350000003 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1111000023
11/30/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ANNUAL FUND GIFT, BEHALF OF TOM & ALLISON GARROTT FOR PAID TO ST MARY'S EPISCOPAL SCHOOL 60 PERKINS EXT MEMPHIS, TN 38117 TR TRAN#=DC000457000007 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 01/06/12 BJB	1111000027
11/30/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF ALLISON & BO BRASWELL FOR	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1111000028

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)** PAID TO. COACHES' HONOR PO BOX 51139 JACKSONVILLE BEACH, FL 32240 TR TRAN#=DC000457000013 TR CD=072 REG=0 PORT=PRIN				
11/30/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION GIFT FROM BO & ALLISON BRASWELL FOR PAID TO· THE NEIGHBORHOOD SCHOOL PO BOX 11109 MEMPHIS, TN 38111 TR TRAN#=DC000459000001 TR CD=079 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1111000029
11/30/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION GIFT FROM BO & ALLISON BRASWELL FOR PAID TO DIXON GALLERY & GARDENS 4339 PARK AVENUE MEMPHIS, TN 38117 TR TRAN#=DC000459000010 TR CD=079 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1111000030
11/30/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BLDG CAPITAL CAM , GIFT FROM BO & ALLISON BRASWELL BUILDING CAPITAL CAMPAIGN FOR PAID TO SECOND PRESBYTERIAN CHURCH TR TRAN#=DC000466000007 TR CD=072 REG=0 PORT=PRIN	-5000 00		-5000 00 **CHANGED** 01/06/12 BJB	1111000031
11/30/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BLDG CAPITAL CAM , GIFT FROM BO & ALLISON BRASWELL MONEY FOR THE BUILDING CAPITAL CAMPAIGN FOR PAID TO PRESBYTERIAN DAY SCHOOL 4025 POPLAR AVENUE MEMOHIS, TN 38111 TR TRAN#=DC000467000014 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000 00 **CHANGED** 01/06/12 BJB	1111000032
12/06/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO INDEPENDENT PRESBYTERIAN CHURCH TR TRAN#=DC000095000006 TR CD=105 REG=0 PORT=PRIN	-25000 00		-25000 00 **CHANGED** 01/06/12 BJB	1112000009
12/06/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO RHODES COLLEGE TR TRAN#=DC000095000007 TR CD=105 REG=0 PORT=PRIN	-150000 00		-150000 00 **CHANGED** 01/06/12 BJB	1112000010
12/06/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO VOLUNTEER MID-SOUTH TR TRAN#=DC000096000001 TR CD=105 REG=0 PORT=PRIN	-100 00		-100 00 **CHANGED** 01/06/12 BJB	1112000011
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BONGINKOSI SCHOOL, ON BEHALF OF MURRAY GARROTT FOR PAID TO CHRIST COMMUNITY CHURCH (BONGINKOSI SCHOOL) PO BOX 2314 CHAPEL HILL, NC 27515 TR TRAN#=DC000112000008 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00 **CHANGED** 01/06/12 BJB	1112000013
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO THIRD MILLENNIUM PO BOX 300769 FERN PARK, FL 32730-0769 TR TRAN#=DC000112000006 TR CD=072 REG=0 PORT=PRIN	-2000 00		-2000 00 **CHANGED** 01/06/12 BJB	1112000012

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)**				
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO TENNIS MEMPHIS LEFTWICH TENNIS CENTER 4145 SOUTHERN AVENUE MEMPHIS, TN 38117 TR TRAN#=DC000115000005 TR CD=072 REG=0 PORT=INC	-1000 00	-1000 00		1112000014 **CHANGED** 01/06/12 BJB
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO STREETS MINISTRIES KEN BENNETT PO BOX 42181 MEMPHIS, TN 38174-2181 TR TRAN#=DC000116000002 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00	1112000015 **CHANGED** 01/06/12 BJB
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD, STE 300 JACKSONVILLE, FL 32256 TR TRAN#=DC000118000008 TR CD=072 REG=0 PORT=PRIN	-900 00		-900 00	1112000017 **CHANGED** 01/06/12 BJB
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO DELTA WATERFOWL WILL YANDELL M D C 5350 POPLAR AVENUE, STE 730 TR TRAN#=DC000118000017 TR CD=072 REG=0 PORT=PRIN	-500 00		-500 00	1112000018 **CHANGED** 01/06/12 BJB
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO SU CASA 1302 N GRAHAM STREET MEMPHIS, TN 38112 TR TRAN#=DC000118000019 TR CD=072 REG=0 PORT=PRIN	-500 00		-500 00	1112000019 **CHANGED** 01/06/12 BJB
12/07/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ON BEHALF OF MURRAY GARROTT FOR PAID TO ST JUDE CHILDREN'S RESEARCH HOSPITAL PO BOX 50 MEMPHIS, TN 38101-99929 TR TRAN#=DC000117000014 TR CD=072 REG=0 PORT=PRIN	-1000 00		-1000 00	1112000016 **CHANGED** 01/06/12 BJB
12/19/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO MEMPHIS ATHLETIC MINISTRIES 2107 BALL ROAD MEMPHIS, TN 38114 TR TRAN#=DC000297000018 TR CD=105 REG=0 PORT=PRIN	-500 00		-500 00	1112000031 **CHANGED** 01/06/12 BJB
12/19/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO THE SOULSVILLE CHARTER SCHOOL SOULSVILLE FOUNDATTION DEVELOPMENT OFFICE 926 EAST MCLEMORE AVENUE TR TRAN#=DC000297000005 TR CD=105 REG=0 PORT=PRIN	-1000 00		-1000 00	1112000029 **CHANGED** 01/06/12 BJB
12/19/11	CASH DISBURSEMENT BENEFICIARY CHARITABLE GIFT ON BEHALF OF TOM & ALLISON GARROTT FOR PAID TO ADVANCE MEMPHIS P O BOX 2201	-500 00		-500 00	1112000030 **CHANGED** 01/06/12 BJB

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	**CASH CONTRIBUTIONS (CONTINUED)** MEMPHIS, TN 38101 TR TRAN#=DC000297000014 TR CD=105 REG=0 PORT=PRIN				
	TOTAL CODE 311 - CASH CONTRIBUTIONS	-513400.00	-70000 00	-443400 00	

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: THOMAS M GARROTT FOUNDATION 49-7906337

Employer identification number: 62-6289645

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					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-6,337.
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	-6,337.

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					3,805.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	275,153.
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	20.
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	278,978.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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			-6,337.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			278,978.
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			272,641.

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: THOMAS M GARROTT FOUNDATION 49-7906337

Employer identification number: 62-6289645

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 3652.301 TEMPLETON GLOBAL	12/14/2010	08/15/2011	50,000.00	49,781.00	219.00
3652.301 TEMPLETON GLOBAL	12/14/2010	08/16/2011	50,000.00	49,781.00	219.00
1992.032 TEMPLETON GLOBAL	12/14/2010	11/29/2011	25,000.00	27,151.00	-2,151.00
5376.881 TEMPLETON GLOBAL	12/14/2010	12/01/2011	68,663.00	73,287.00	-4,624.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -6,337.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side
THOMAS M GARROTT FOUNDATION 49-7906337

Employer identification number
62-6289645

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 1682. AVERY DENNISON CORP	11/12/2008	01/05/2011	70,931.00	51,342.00	19,589.00
10715. BANK OF AMERICA COR	05/25/2010	12/01/2011	57,177.00	161,261.00	-104,084.00
534. CATERPILLAR INC COM	10/21/2008	01/03/2011	50,500.00	21,008.00	29,492.00
540. CATERPILLAR INC COM	10/22/2008	01/05/2011	50,406.00	20,535.00	29,871.00
1600. CATERPILLAR INC COM	10/22/2008	01/05/2011	151,065.00	58,574.00	92,491.00
1170. CELGENE CORP COM	05/11/2009	12/01/2011	73,071.00	48,785.00	24,286.00
100000. CITIGROUP INC SENI	01/28/2009	01/18/2011	100,000.00	100,000.00	
3033. DEERE & CO COM	10/23/2008	01/05/2011	254,554.00	100,190.00	154,364.00
993. LILLY ELI & CO COM	11/21/2008	07/05/2011	36,929.00	29,762.00	7,167.00
2754. MEDTRONIC INC COMMON	10/16/2008	10/25/2011	94,783.00	100,126.00	-5,343.00
5000. TRIANGLE CAP CORP CO	05/24/2007	02/01/2011	99,748.00	72,428.00	27,320.00

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 275,153.00

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

PRINCIPAL PFD SECS-A	2,035.00	
TEMPLETON GLOBAL BD-ADV	1,771.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		3,805.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		3,805.00

STATEMENT 1

SUNTRUST

GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

PORTFOLIO DETAIL
AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
PRINCIPAL PORTFOLIO						
STIF & MONEY MARKET FUNDS						
18,701.07	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	18,701.07 1.000 0.21 %	18,701.07 1.00	0.00	2	0.01 % 0.00 %
CORPORATE OBLIGATIONS						
200,000	CORRECTIONS CORP AMER NEW SR NT DTD 01/23/06 6.750% DUE 01/31/14 CALLABLE CUSIP: 22025YAJ9 MOODY'S RATING: BA1	200,000.00 100.000 2.25 %	191,500.00 95.75	8,500.00	13,500	6.75 % 6.75 %
300,000	CORRECTIONS CORP AMER NEW GLOBAL SR NT DTD 03/23/05 6.250% DUE 03/15/13 ANNUAL CALL BEG 03/15/2009 CUSIP: 22025YAH3 MOODY'S RATING: BA1	300,000.00 100.000 3.38 %	288,000.00 96.00	12,000.00	18,750	6.25 % 6.24 %
100,000	GENERAL ELEC CAP CORP GLOBAL SR UNSECD MTN SER A DTD 10/19/07 5.250% DUE 10/19/12 CUSIP: 36962G3K8 MOODY'S RATING: AA2	103,497.00 103.497 1.17 %	92,873.00 92.87	10,624.00	5,250	5.07 % 0.87 %
100,000	MORGAN STANLEY NTS GLOBAL DTD 10/21/05 5.375% DUE 10/15/15 CUSIP: 61746SBR9 MOODY'S RATING: A2	97,713.00 97.713 1.10 %	87,040.00 87.04	10,673.00	5,375	5.50 % 6.06 %

SUNTRUST

PORTFOLIO DETAIL

GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
100,000	PEPSICO INC SR UNSECD BD DTD 10/24/08 7.900% DUE 11/01/18 CALLABLE CUSIP: 713448BJ6 MOODY'S RATING: AA3	135,007.00 135.007 1.52 %	105,780.00 105.78	29,227.00	7,900	5.85 % 2.33 %
TOTAL CORPORATE OBLIGATIONS		836,217.00	765,193.00	71,024.00	50,775	6.07 %
EQUITY SECURITIES						
ENERGY						
10,000	BP PLC SPONS ADR CUSIP: 055622104	427,400.00 42.740 4.81 %	410,457.00 41.05	16,943.00	16,800	3.93 % 0.00 %
5,481	CONOCOPHILLIPS COM CUSIP: 20825C104	399,400.47 72.870 4.50 %	255,797.56 46.67	143,602.91	14,470	3.62 % 0.00 %
1,795	DEVON ENERGY CORP NEW COM CUSIP: 25179M103	111,290.00 62.000 1.25 %	100,068.03 55.75	11,221.97	1,221	1.10 % 0.00 %
5,759	EXXON MOBIL CORP COM CUSIP: 30231G102	488,132.84 84.760 5.50 %	344,379.42 59.80	143,753.42	10,827	2.22 % 0.00 %
12,000	MARATHON OIL CORP COM CUSIP: 565849106	351,240.00 29.270 3.96 %	231,718.78 19.31	119,521.22	7,200	2.05 % 0.00 %

GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
6,000	MARATHON PETROLEUM CORP COM CUSIP: 56585A102	199,740.00 33.290 2.25 %	156,745.22 26.12	42,994.78	6,000	3.00 % 0.00 %
TOTAL ENERGY		1,977,203.31	1,499,166.01	478,037.30	56,517	2.86 %
MATERIALS						
3,274	AIRGAS INC COM CUSIP: 009363102	255,633.92 78.080 2.88 %	100,170.35 30.60	155,463.57	4,191	1.64 % 0.00 %
2,530	MONSANTO CO NEW COM CUSIP: 61166W101	177,277.10 70.070 2.00 %	200,133.12 79.10	22,856.02-	3,036	1.71 % 0.00 %
TOTAL MATERIALS		432,911.02	300,303.47	132,607.55	7,227	1.67 %
INDUSTRIALS						
6,000	AVERY DENNISON CORP COM CUSIP: 053611109	172,080.00 28.680 1.94 %	164,084.05 27.35	7,995.95	6,000	3.49 % 0.00 %
10,715	GENERAL ELEC CO COM CUSIP: 369604103	191,905.65 17.910 2.16 %	166,082.50 15.50	25,823.15	7,286	3.80 % 0.00 %
TOTAL INDUSTRIALS		363,985.65	330,166.55	33,819.10	13,286	3.65 %

SunTrust

GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
CONSUMER STAPLES						
6,225	ALTRIA GROUP INC COM CUSIP: 02209S103	184,571.25 29.650 2.08 %	100,304.38 16.11	84,266.87	10,209	5.53 % 0.00 %
3,530	GENERAL MILLS INC COM CUSIP: 370334104	142,647.30 40.410 1.61 %	100,068.71 28.35	42,578.59	4,307	3.02 % 0.00 %
1,287	PEPSICO INC COM CUSIP: 713448108	85,392.45 66.350 0.96 %	60,048.78 46.66	25,343.67	2,651	3.10 % 0.00 %
1,880	PROCTER & GAMBLE CO COM CUSIP: 742718109	125,414.80 66.710 1.41 %	100,074.19 53.23	25,340.61	3,948	3.15 % 0.00 %
TOTAL CONSUMER STAPLES		538,025.80	360,496.06	177,529.74	21,115	3.92 %
HEALTH CARE						
598	ABBOTT LABS COM CUSIP: 002824100	33,625.54 56.230 0.38 %	29,988.66 50.15	3,636.88	1,148	3.41 % 0.00 %
6,000	CELGENE CORP COM CUSIP: 151020104	405,600.00 67.600 4.57 %	250,182.00 41.70	155,418.00	0	0.00 % 0.00 %
2,572	COVIDEN PLC COM CUSIP: G2554F113	115,765.72 45.010 1.30 %	100,146.52 38.94	15,619.20	2,315	2.00 % 0.00 %

SUNTRUST

GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
3,095	GLAXOSMITHKLINE PLC SPONS ADR CUSIP: 37733W105	141,224.85 45.630 1.59 %	100,150.14 32.36	41,074.71	6,828	4.83 % 0.00 %
1,858	JOHNSON & JOHNSON COM CUSIP: 478160104	121,847.64 65.580 1.37 %	99,728.22 53.68	22,119.42	4,236	3.48 % 0.00 %
5,646	MERCK & CO INC COM NEW CUSIP: 58933Y105	212,854.20 37.700 2.40 %	117,550.09 20.82	95,304.11	9,485	4.46 % 0.00 %
2,099	ZIMMER HLDGS INC COM CUSIP: 98956P102	112,128.58 53.420 1.26 %	97,617.39 46.51	14,511.19	1,511	1.35 % 0.00 %
TOTAL HEALTH CARE		1,143,046.53	795,363.02	347,683.51	25,523	2.23 %
FINANCIALS						
15,000	TRIANGLE CAP CORP COM CUSIP: 895848109	286,800.00 19.120 3.23 %	217,285.17 14.49	69,514.83	28,200	9.83 % 0.00 %

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AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
INFORMATION TECHNOLOGY						
11,550	INTEL CORP COM CUSIP: 458140100	280,087.50 24.250 3.15 %	149,390.01 12.93	130,697.49	9,702	3.46 % 0.00 %
TELECOMMUNICATION SERVICES						
4,569	AT & T INC COM CUSIP: 00206R102	138,166.56 30.240 1.56 %	107,055.95 23.43	31,110.61	8,041	5.82 % 0.00 %
MUTUAL FUNDS-EQUITY						
4,684	ISHARES TR MSCI EMERGING MKTS INDEX ETF CUSIP: 464287234	177,710.96 37.940 2.00 %	97,778.34 20.87	79,932.62	3,785	2.13 % 0.00 %
4,271	ISHARES INC MSCI PACIFIC EX-JAPAN INDEX FD CUSIP: 464286665	166,270.03 38.930 1.87 %	99,172.74 23.22	67,097.29	7,333	4.41 % 0.00 %
17,075	SPDR SER TR S&P DIVIDEND ETF CUSIP: 78464A763	919,830.25 53.870 10.36 %	900,330.23 52.73	19,500.02	29,676	3.23 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		1,263,811.24	1,097,281.31	166,529.93	40,794	3.23 %

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GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
LTD PARTNERSHIP & CLOSELY HELD						
33.33	MOVIE INVESTORS I LP CUSIP: SU1716012	135,419.79 4,063.000 1.52 %	196,875.00 5,906.84	61,455.21-	0	0.00 % 0.00 %
TOTAL EQUITY SECURITIES		6,559,457.40	5,053,382.55	1,506,074.85	210,406	3.21 %
MUTUAL FUNDS						
40,000	NEUBERGER BERMAN HIGH YIELD STRATEGIES FD CUSIP: 64128C106	546,000.00 13.650 6.15 %	214,004.00 5.35	331,996.00	48,000	8.79 % 0.00 %
60,550.945	PRINCIPAL INVS FD INC PFD SECS FD CL A CUSIP: 74254T252	570,389.90 9.420 6.42 %	376,626.88 6.22	193,763.02	35,120	6.16 % 0.00 %
22,415.944	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	277,285.23 12.370 3.12 %	300,000.00 13.38	22,714.77-	14,212	5.13 % 0.00 %
TOTAL MUTUAL FUNDS		1,393,675.13	890,630.88	503,044.25	97,331	6.98 %
PRINCIPAL PORTFOLIO TOTAL		8,808,050.60	6,727,907.50	2,080,143.10	358,514	4.07 %

INCOME PORTFOLIO

GARROTT,THOMAS GARROTT FOUNDATION
ACCOUNT NO. 7906337

PORTFOLIO DETAIL

AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
STIF & MONEY MARKET FUNDS						
72,115.45	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	72,115.45 1.000 0.81 %	72,115.45 1.00	0.00	7	0.01 % 0.00 %
INCOME PORTFOLIO TOTAL		72,115.45	72,115.45	0.00	7	0.01 %
TOTAL ASSETS		8,880,166.05	6,800,022.95	2,080,143.10	358,572	4.06 %

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

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. THOMAS M GARROTT FOUNDATION 49-7906337	Employer identification number (EIN) or [X] 62-6289645
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O box, see instructions. 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

Telephone No. ▶ (919)918-2449 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:

▶ [X] 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	$ 9900.
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	$ 9295
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	$ 605

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

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

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	Name of exempt organization or other filer, see instructions THOMAS M GARROTT FOUNDATION 49-7906337	Employer identification number (EIN) or [X] 62-6289645
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P O. box, see instructions. 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

Telephone No. ▶ (919)918-2449 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 NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN

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	$ 9,900.
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	$ 9,900.
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 ▶ Jeffrey E Kulkin Title ▶ Managing Director Date ▶ 07/24/2012

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

KPMG LLP

100 WESTMINSTER ST, 6TH FL, SUITE A

PROVIDENCE, RI 02903-9605