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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation T & T FAMILY FOUNDATION		A Employer identification number 62-6324206
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 101444	Room/suite	B Telephone number (615) 360-3698
City or town, state, and ZIP code NASHVILLE, TN 37224-1444		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 9,046,193.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	241,494.	241,494.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	41,097.			
	b Gross sales price for all assets on line 6a	2,142,332.			
	7 Capital gain net income (from Part IV, line 2)		41,097.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	282,591.	282,591.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	12,786.	12,786.		0.
	c Other professional fees STMT 3	45,760.	45,760.		0.
	17 Interest				
	18 Taxes STMT 4	1,843.	1,843.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	939.	939.		0.
	22 Printing and publications				
	23 Other expenses STMT 5	778.	778.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	62,106.	62,106.		0.
	25 Contributions, gifts, grants paid	442,800.			442,800.
26 Total expenses and disbursements. Add lines 24 and 25	504,906.	62,106.		442,800.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-222,315.				
b Net investment income (if negative, enter -0-)		220,485.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	262,584.	842,544.	842,543.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	312.		
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	4,145,489.	4,265,436.	4,870,516.
	c Investments - corporate bonds STMT 7	4,168,979.	3,247,069.	3,333,134.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	8,577,364.	8,355,049.	9,046,193.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	8,577,364.	8,355,049.	
30 Total net assets or fund balances	8,577,364.	8,355,049.		
31 Total liabilities and net assets/fund balances	8,577,364.	8,355,049.		

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	8,577,364.
2 Enter amount from Part I, line 27a	2	-222,315.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,355,049.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,355,049.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 2,142,332.		2,101,235.	41,097.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			41,097.	
2 Capital gain net income or (net capital loss)		2		41,097.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3		N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	404,625.	8,918,059.	.045371
2009	392,200.	8,259,025.	.047487
2008	594,239.	9,557,368.	.062176
2007	500,810.	10,622,308.	.047147
2006	483,302.	10,150,164.	.047615
2 Total of line 1, column (d)			.249796
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			.049959
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			9,207,897.
5 Multiply line 4 by line 3			460,017.
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,205.
7 Add lines 5 and 6			462,222.
8 Enter qualifying distributions from Part XII, line 4			442,800.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4,410.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	4,410.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	4,410.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,164.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,164.	
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	754.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>TN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11. At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12. Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14. The books are in care of ► LESTER L. TURNER, JR. Located at ► P.O. BOX 101444, NASHVILLE, TN Telephone no. ► (615) 360-3698 ZIP+4 ► 37224-1444			
15. Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16. At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		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? 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
LESTER L. TURNER, JR. P.O. BOX 101444 NASHVILLE, TN 372241444	TRUSTEE 0.00	0.	0.	0.
CURREY TURNER THORNTON P.O. BOX 101444 NASHVILLE, TN 372241444	TRUSTEE 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A**Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 THE PURPOSE OF THE T & T FAMILY FOUNDATION IS TO MAKE CONTRIBUTIONS TO QUALIFYING CHARITABLE ORGANIZATIONS AS APPROVED BY THE BOARD.	0.
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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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	8,576,052.
b	Average of monthly cash balances	1b	772,067.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	9,348,119.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,348,119.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	140,222.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,207,897.
6	Minimum investment return. Enter 5% of line 5	6	460,395.

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	460,395.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,410.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,410.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	455,985.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	455,985.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	455,985.

Part XIII 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	442,800.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	442,800.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	442,800.

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				455,985.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			442,621.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 442,800.				
a Applied to 2010, but not more than line 2a			442,621.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				179.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				455,806.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XV Supplementary Information (continued)**3. Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHMENT 3				442,800.
Total			▶ 3a	442,800.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
100 Black Men of Middle Tennessee, Inc 615-248-2721 fx 3156		1 Vantage Way, Suite E200 Nashville, Tn 37228	501(c)(3) 509 (a)(1)	100 Kings Program	\$ 1,000
100 Club of Nashville (250-4234)		P O. Box 190428, Nash, Tn 37219-0428	501(c)(3) 509(a)(2)	General Funds	\$ 1,000
AAEP Foundation (61-1259683) Phone Jodie 859-233-0147		4075 Iron Works Parkway, Lexington, Ky 40511	501(c)(3) 509(a)(2)	General Funds	\$ 500
Adventure Science Center		800 Fort Negley Blvd, Nash, Tn 37203	501(c)(3) 509 (a)(1)	General Funds	\$ 1,000
Affordable Housing (251-0025 E Lattimer)		1011 Cherry Ave, Nash, Tn 37203	501(c)(3) 509 (a)(1)	Homes for deserving Individuals	\$ -
Agape Animal Recsue (84-1650678)		P.O. Box 292766, Nash, Tn 37229	501C3, Public charity	Abandoned animal Rescue	\$ -
Alcohol & Drug Council Closed 6/24/11		P.O. Box 330189, Nash, Tn 37203-7501	501(c)(3) 509 (a)(1)	NARA	\$ -
Alive Hospice		1718 Patterson St, Nash, Tn 37203-9622	501(c)(3) 509 (a)(1)	General Funds	\$ 1,000
Alzheimer's Association		4004 Hillsboro Pk Suite 219B, Nashville, Tn 37215	501(c)(3) 509 (a)(1)	Caring for victims of alzheimers	\$ -
American Cancer Society		2000 Charlotte Ave, Nashville, Tn 37203	501(c)(3) 509 (a)(1)		\$ -
American Cancer Society, Memorial Foundation Hope Lodge		2000 Charlotte Avenue, Nashville, TN 37203	501(c)(3) 509 (a)(1)	General Operations	\$ 10,000
American Heart Association		1818 Patterson St Nash, Tn 37203-2111	501(c)(3) 170 (b)(1)(A)(vi) OK	General Funds	\$ 1,000
American Red Cross		2201 Charlotte Ave, Nash, Tn 37203	501(c)(3) Publ 78	General Funds for Nashville Area	\$ 1,000
American Tort Reform Foundation		1101 Connecticut Ave, NW Suite 400, Washington, DC 20036	501(c)(3) 509 (a)(1)	General Funds	\$ -
AMREF		4 West 43rd St, 2nd Fl, New York, NY 10036		African Medical Work	\$ -
Amvets		P O. Box 110324, Nash, Tn 37222	501©(19)	Helping American Armed forces Veterans	\$ -
Angel Heart Farm (566-4976-Tracy)		P O. Box 11652, Lexington, Ky 40511	501(c)(3) 509 (a)(1)	Equine Assisted therapy for children	\$ -
Ballet on Wheels		2085 Monroe Ave, memphis, Tn 38104		Dance Projects for under seved youth	\$ -
Belcourt YES! Phone 615-848-3150		2102 Belcourt Ave, Nash, Tn 37212	501(c)(3) 170 (b)(A)(vi) Public Charity	General Operations	\$ -

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Big Brothers / Big Sisters of Middle Tennessee (329-9191)		1704 charlotte Ave, Suite 130, Nash, Tn 37203	501(c)(3) 509 (a) (1)	make a positive difference in lives of children	\$ 1,000
Blair School of Music at Vanderbilt		2400 Blakemore Ave, Nash, Tn 37212-3499	501(c)(3) Vanderbilt	general operations	\$ 1,000
Boy Scouts		3414 Hillsboro Pike, Nash, Tn 37215	501(c)(3) 509 (a) (1)	quality scouting programs	\$ 10,000
Boys & Girls Club of Maury County		210 West 8th St, Columbia, Tn 38401			\$ -
Boys & Girls Clubs, Middle Tennessee		1704 Charlotte Ave, Ste 200, Nash, Tn 37203-2979	501(c)(3) 509 (a) (1)	After School Programs	\$ 1,000
Bread of Life Rescue Mission		P.O. Box 1414, Crossville, Tn 38557	501©(3)	Ministering to Homeless	\$ -
Brown Dog Foundation, Inc (20-5387062)		3715 Brighton Rd, Nashville, Tn 37205	501(c)(3) 509 (a) (1)	Helping Families in Temporary financial Crisis take care of Pet	\$ 1,000
Camp Sea Gull / Seafarer (YMCA of the Triangle Area Inc)		218 Sea Gull Landing, Arapahoe, NC 28510	501(c)(3) 509 (a) (1)	quality scouting programs	\$ 4,000
Carl Perkins Center for the Prevention of Child Abuse		213 Cheyenne, Jackson, Tn 38305	501(c)(3) 509 (a) (1)	helping abused children	\$ -
CASA (615-425-2383) (62-1203459)		601 Woodland St Nashville, Tn 37206	501(c)(3) 509 (a) (1)	Court Appointed Special Advocates	\$ -
Center for Living & Learning		P.O Box 50272, Nashville, Tn 37205			\$ 1,000
Centerstone Development (Dede Wallace)		1101 6th Ave North, Nashville, Tn 37208	501(c)(3) Metro	general funds	\$ 1,000
Characters of Characters, NFP, Inc		P O. Box 391, McHenry, Il 60050	501 ©93)	Building Character in Children	\$ -
Charles Davis Foundation, 254-0396		615 Main St, Nash, Tn 37206	501(c)(3) 509 (a) (1)	general funds	\$ 1,000
Cheekwood (Swan Ball)		P.O Box 50438, Nashville, Tn 37205	501(c)(3) 509 (a) (1)	General Funds	\$ 2,000
Cheekwood / Tennessee Botanical Gardens		1200 Forrest Park Dr, Nash, Tn 37205			\$ -
Child Care Alliance Inc (Kid's Klub)		P.O. Box 60013, Nashville, TN 37206	501(c)(3) 509 (a) (1)	Quality Academic Child Care	\$ -
Children's Hope Foundation 43-1932814 (314-890-0086-Phone)		11780 Borman Dr, St Louis, Mo 63146	501(c)(3) 509 (a) (1)	Warm Clothes for Orphans	\$ -
Christian Church In Tn (Disciples of christ)		7980 Coley Davis Road, Suite 102, Nashville, Tn 37221		Bethany Hills	\$ -
Christian Leadership Concepts Inc		P O Box 3645, Brentwood, Tn 37024-3645	501(c)(3) Religious	disciple Christian Men	\$ -
Community Foundation Abilene, TX		P O Box 1001, Abilene, Tx 79604	501(c)(3) 509 (a) (1)	Suppport Abilene, Texas Chanties	\$ 100,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Community Foundation of Middle TN		3833 Cleghorn Ave Suite 400 Nashville, Tn 37215-2519	501(c)(3) 509 (a) (1)	Support Various Charities	\$ -
Comprehensive Care Center (Nashville Health Management Foundation & Comprehensive Care Center)		719 Thompson Lane Suite 37189, Nash, Tn 37204 / Vandy Acknowledged	501 (c) (3) 509 (a) (1)	General Funds for Quality Medical Care (HIV/Aids)	\$ 1,000
Covenant Christian Church (919-481-4715)		2911 Southwest Cary Parkway, Cary, N.C 27513	501(c)(3) Religious	General Funds	\$ 2,000
Cumberland Heights Foundation (615-354-1571) Fx 353-4317		P O. Box 90727 Nash, Tn 37209	501 (c) (3) 509 (a) (2)	general funds	\$ 1,000
Cumberland River Compact		P.O Box 41721, Nashville, Tn 37204	501 (c) (3) 509 (a) (1)	general funds	\$ -
Currey Ingram Academy		6544 Murray Lane, Brentwood, Tn 37027	501 © 3	Changing Lives of Children	\$ -
Cystic Fibrosis Foundation		4825 Trousdale Dr, Nashville, Tn 37220	501 (c) (3) 509 (a) (1)	general funds	\$ 3,000
Diver's Alert Network		Peter Bennett Ctr,6 West Colony Pl, Durham, NC 27705	501(c)(3) 509(a)(2)	general funds	\$ 2,000
Donelson "Diamond Dawgs"		2625 Windemere Dr, Nash, Tn 37214	501 c 3	Chidren's Baseball 7 Year olds	\$ -
Down Syndrome Association of Middle TN		111 North Wilson Blvd, Nashville, Tn 37205	501(c)(3) 509(a)(1)	General Funds	\$ 1,000
East Nashville Hope Exchange (62-06075442)		% St Ann's Episcopal church, 419 woodland St., Nashville, Tn 37206	501(c)(3) 509(a)(1) Religious)	Summer Education Program	\$ -
Elephant Sanctuary		P O Box 393 , Hohenwald, Tn 38462	501(c)(3) 509(a)(1)	general funds	\$ -
Ensworth School - Annual Fund		Attn Development Office, 7401 Highway 100, Nashville, Tn 37221	501(c)(3) Education	general funds	\$ 5,000
Ensworth School - Building Funds		Attn Development Office, 7401 Highway 100, Nashville, Tn 37221	501(c)(3) Education	Capital Improvements	\$ 20,000
Eve of Janus (Tri Delta Pediatric H/O Program)		P O Box 158855, Nashville, Tn 37215	501(c)(3) 509(a)(1)	Children's Hospital help	\$ 1,000
Exchange Club Family Center, Inc		139 Thompson Lane, Nash, Tn 37211	501(c)(3) 509(a)(1)	general funds	\$ 1,500
Faith Family Medical Clinic, Phone #341-0808		326 21st Ave N, Nash, Tn 37203	501(c)(3) 509(a)(1)	Medical facility for Medically Poor	\$ 2,500
Family & Childrens' Services - Crisis Center		201 23rd Ave North, Nash, Tn 37203	501(c)(3)	general funds	\$ 1,000
Family & Children's Services (6 Divisions)		201 23rd Ave, North, Nash, Tn 37203	501(c)(3) Educational	General Funds	\$ 1,000
Fannie Battle Day Home		108 Chapel Avenue, Nash, Tn 37206	501(c)(3) 509(a)(2)	General Funds	\$ 1,000
Fellowship of Christian Athletes		2603 Elm Hill Pk, Nash, Tn 37214	501(c)(3) 509(a)(1)	General Funds - scholarships for camp	\$ 1,000

DISTRIBUTIONS 2011

NAME	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Fifty Forward - Senior Center for the Arts	108 Donelson Pike, Donelson, Tn 37214	501(c)(3) 509 (a) (1)	Service Support for Senior citizens	\$ -
Fifty Forward Inc. / Senior Citizen's Inc (Donelson)	174 Rains Ave Nashville, Tn 37203	501(c)(3) 509 (a) (1)	Service Support for Senior citizens (Outreach , Meals on wheels, Living at Home	\$ 5,000
First Presbyterian Church	4815 Franklin Rd. Nash, Tn 37220	501(c)(3) Religious	General Funds	\$ -
First Steps (298-5619)	1900 Graybar Lane, Nashville, Tn 37215	501(c)(3) 509(a)(1)	General Funds	\$ 1,000
Friends of Radnor Lake (V Jackson 251-1471)	P.O. Box 40324, Nash, Tn 37204	501(c)(3) 509(a)(1)	Continuing Protection of Radnor Lake	\$ 5,000
Friends of Warner Park (370-8053)	50 Vaughn Rd, Nash, Tn 37221	501(c)(3) 509(a)(1)	Continuing protection of Warner Park	\$ 1,000
Gilda's Club, Nashville, Adolescent & Young Adult Program 615-329-1124,	1707 Division St, Nashville, TN 37203	501(c)(3) 509(a)(1)	Supporting a Place for people with cancer and their families	\$ 4,000
GINA For Missing Persons foundation	P O. Box 627, Anaheim, Ca 92815	501(c)(3) Section 170	Help Find Missing Persons	\$ -
Girl Scouts of Middle Tennessee	4522 Granny White Pike, Nashville, TN 37204	501(c)(3) 509(a)(1)	quality scouting programs	\$ 1,000
Global Connections FBO UHURU ID20-8241793	P.O. Box 9630, Columbus, MS 39705	501(c)(3) Public Charity Advance Ruling 11/30,2006	High schools in Kenya slums	\$ 5,000
Global Outreach International	P O Box 1, Tupelo, Ms 38802			\$ 2,000
Goodwill Industries			Career Solutions	\$ -
Grace On Wings	7073 Stonecreek Dr, Plainfield, Indiana 46168	501 C 3	Christian Ambulance air Service	\$ -
Greater Kingsport Family YMCA	1100 Franklin Square, Kingsport, Tn 37664	501 C 3	For Youth Development, Healthy Living & Etc	\$ -
Greenhouse Ministries	410 West Lytle St, Murfreesboro, Tn 37130	501(c)(3) 509(a)(1)	Serving all who need	\$ -
Hands On Nashville - Lisa Davis 298-1108 Ext 108 (62-1461078	209 10th Ave South Suite 318 Nash, Tn 37203	501(c)(3) 509(a)(1)	Community Help	\$ 20,000
Hands With Heart Foundation (C Sandefur) (62-1741903) Phone 677-7007)	P O Box 157, Pleasant Shade, TN 37145	501(c)(3) 509(a)(1)	Helping Deaf Scouts	\$ 4,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Happy Tales Humane		230 Franklin Rd Suite 1303, Franklin, TN 37064	501(c)(3) 509(a)(1)	Rescuing Dogs and Finding homes for them	\$ 2,000
Harding Academy		170 Windsor Dr, Nash, TN 37205-1997	501(c)(3) Educational	General Funds	\$ -
Harpeth Hall School		P O. Box 150207, Nash, TN 37215-9713	501(c)(3) Educational	General Funds	\$ 2,000
Harpeth River Watershed Association		P O. Box 1127, Franklin, TN 37065		Protecting Harpeth River	\$ 1,000
Heritage Foundation Of Williamson County		P O. Box 723, Franklin, TN 37065	501(c)(3) 509 (a)(2)	General Funds	\$ 1,000
Hollins University		P O Box 9629, Roanoke, Va 24020	501(c)(3) Educational	General Funds	\$ 1,000
Hope Clinic for Women		1810 Hayes St, Nash, tn 37203	501(c)(3) 509(a)(1)	Wendy's Place: a Home for Moms and Babies	\$ -
HOPE Family Health Service		12124 Hwy 52 W, Suite 5, Westmoreland, Tn 37186	501 C 3	Primary Health Care for Rural Macon C, Northern Sumner and Trousdale c	\$ -
Hope Restoration Ministries 34-2010535 Phone 753-3323		P.O. Box 68107, Nash, Tn 37206-8107	501(c)(3) 509 (a) (2)	Helping Aged-out Foster Youth	\$ -
Hope Through Healing Hands		2033 Richard Jones Rd, Nash, Tn 37215	501(c)(3) 509(a)(1)	Funding for Students in Health Services	\$ -
Hospital Hospitality House		214 Reidhurst Ave, Nashville, Tn 37203	501(c)(3) 509(a)(1)	General Funds	\$ 1,000
Humane Association of Wilson County, Inc (New Leash on Life)		P.O. Box 247, Lebanon TN 37087	501(c)(3)	General Funds	\$ 2,000
Humane Society of US		P O Box 52137, Phoenix, AZ 85072-9995		General Funds	\$ -
HustedDance(45-1495469)		209 Harpeth Wood dr, Nash, Tn 37221	501 C 3	New, Offer Students Affordable Arts Performances, & ETC	\$ -
Interfaith Dental Clinic (62-1567615)		1721 Patterson St, Nash, Tn 37203	501(c)(3) 509(a)(1)	Helping Low Income people with dental care	\$ 2,000
Junior Achievement of Middle Tn Inc (Doris Shacklett)		120 Powell Place, Nash, Tn 37204	501(c)(3) 509(a)(1)	Inspiring Young people to the business world	\$ 1,000
Junior League of Nashville ("Tis The Season Holiday Marketplace")		2405 Crestmore Rd, Nashville, Tn 37215	501(c)(3) 509(a)(2)	General Funds	\$ 1,000
Juvenile Diabetes Research Foundation International		105 Westpark Dr Suite 415, Brentwood, Tn 37027	501(c)(3) 509(a)(1)	Helping Find a cure for Diabetes	\$ 5,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Kappa Alpha Theta Bal D'Hiver Benefit, Inc 62-1368312 (Dec 7, 1989)		P O Box 150327, Nashville, Tn 37215	501(c)(3) 509(a)(2)	FCS & CASA	\$ 1,000
King's Daughters Day Home (Fein 62-0729602)501(c)(3)		590 N Dupont St, Madison, Tn 37115	501(c)(3) 509(a)(1)	Child Care for Low Income Families	\$ 4,000
King's Mountain Parent Center		105 E Ridge Street, Kings Mountain, NC 28086	501(c)(3) Education	General Operations	\$ 3,000
Land Trust for Tennessee		P O Box 23473, Nash, Tn 37202	501(c)(3) Public Charity	Supporting charitable activities in Land Conservation	\$ -
Legal Aid Society		300 Deaderick St Nashville, Tn 37201	501(c)(3) 509(a)(1)	legal aid for low income people	\$ 1,000
Lone Oak Day Camp		820 Glen Leven Drive, Nash, Tn 37204	501(c)(3) Operating Private F	Day Camp for children of low income families	\$ 50,000
Lovie's Legacy		P O Box 120272, Nash, Tn 37212		Creature Care Ed Programs	\$ -
March of Dimes (13-1846366)		1101 Kermit Dr, Suite 201, Nashville, Tn 37217	501(c)(3) 509 (a)(1)	Birth Defect Prevention	\$ -
Martha O'Bryan Center		711 S 7th St, Nash, Tn 37206-3895	501(c)(3) 509 (a)(1)	Day care for children of low income families	\$ 1,000
Matthew 25(58-1673641)		P O Box 158461, Nash, Tn 37215-8461	501 C 3	Helping the Homeless	\$ -
Maury County Arts Guild		P O box 676, columbia, Tn 38402		Polk Theatre Renovation	\$ -
McNeily Center for Children		400 Meridian St, Nashville, Tn 37207		high Quality, Affordable Early childhood Education	\$ 1,000
Medical Missions for Children (508-697-5821) (04-3519422 ID)		10G Rossler Rd Suite 500, Woburn, MA 01801 (Dennis Snyder)	501(c)(3) 170 (b)(A)(vi) ok	General Funds- Reconstructive surgery for children	\$ 20,000
Mental Health Association of Middle TN (62-0637710)		295 Plus Park Blvd, Suite 201, Nashville, Tn 37217	501(c)(3) 170 (b)(A)(vi) ok	Children Education for dangerous effects of alcohol	\$ -
Middle Tennessee School of Anesthesia (58-1494136)		P O Box 417-315 Hospital Dr, Madison, TN 37115	501©(3) Education	General Funds	\$ -
Midtown Fellowship		2415 12th Ave S, Nashville, Tn 37204-2415	501(c)(3) Religion	General Funds	\$ 1,000
Minnie Pearl Cancer Foundation (Phone #615-467- 1936 Ext 106		310 25th Ave N, Suite 103, Nash, Tn 37203			\$ -
Mission Possible - St Stephen's Catholic Church, Old Hickory, Tn 37138		% Dr Janet Clodfelter, 226 Shady Grove road, Nashville, TN 37214	501(c)(3) religion	School in Haiti destroyed by Earthquake	\$ 1,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Mobile Loaves & Fishes (74-2956081)		3605 Hillsboro Pike, Nash, Tn 37215	501(c)(3) 509 (a) (2)	Feed the Hungry thru Mobile Programs & Gardens	\$ 1,000
Monroe Harding Inc		1120 Glendale Lane, Nashville, Tn 37204	501(c)(3) Educational	General Funds	\$ -
Montgomery Bell Academy		4001 Harding Rd, Nash Tn 37205	501(c)(3) Educational	General Funds	\$ 2,000
MTSNC		P O Box 353, Shelbyville, Tn 37162		Low Cost Spay & Neuter Surgery Bedford Co	\$ -
Muscular Distrophy Association		3354 Perimeter Hill Dr #305, Nash Tn 37211	501(c)(3) 509(a)(1)	General Funds	\$ -
NAACP		1300 jefferson Street, Nash, Tn 37208			\$ -
Nashvegas Rollers Chapter of Ambucs		P.O. Box 40882, Nash, Tn 37204	501c3	Therapeutic tricycles for Children with Disabilities	\$ 1,000
Nashville Public Education Foundation (783-2810)		2400 Fairfax Ave, Nashville, Tn 37212	501(c)(3) 509 (a) (1)	Private / Public School Partnership	\$ -
Nashville Area Habitat for Humanity		2950 Kraft Dr, Suite 100, Nash, Tn	501(c)(3) 509 (a) (1)	General Funds	\$ 3,000
Nashville CARES, 259-4866		501 Brick Church Park Dr, Nashville, Tn 37207	501(c)(3) 509 (a) (1)	General Funds	\$ 1,000
Nashville Cat Rescue		P.O Box 140898, Nashville, Tn 37214	501(c)(3) Public charity Advance Ruling)	General Funds	\$ -
Nashville Chess Center (62-1625902) 501(c)(3) Pat McPherson-329-1493)		2911 Belmont Blvd Nash, TN 37212	501(c)(3)	Teaching Chess in 2 Area Schools	\$ 4,800
Nashville Children's Theatre		724 Second Ave South, Nash, TN 37210	501(c)(3) 509 (a) (2)	Helping with Live Theatre for children	\$ 2,000
Nashville Dolphins		801 Percy Warner Blvd, Nash, Tn 37205		Swim Program	\$ -
Nashville Humane Association (62-0672999)		213 Oceola Ave, Nashville, Tn 37209	501(c)(3) 509 (a) (1)	Pet Care Operations	\$ 1,000
Nashville Public TV		161 Rains Ave Nashville, Tn 37203	501(c)(3) 509 (a) (1)	Good Public TV programming	\$ -
Nashville Rescue Mission		639 Lafayette St , Nashville, Tn 37203-4226	501(c)(3) 509 (a) (1)	Helping the Homeless of Nashville	\$ 1,000
Nashville Rescue Mission (Back To School) Phone #312-1574		639 Lafayette St., Nashville, Tn 37203-4226	501(c)(3) 509 (a) (1)	Helping clothe the children for back to school at the mission	\$ 6,000
Nashville Rotary Foundation (781-2700)		P O Box 110102, Nash, Tn 37222-0102	501(c)(3) 509 (a) (1)	General Operations	\$ 3,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Nashville Symphony Association		2000 Glen Echo Rd, Suite 204, Nashville, Tn 37215	501(c)(3) 509 (a) (1)	General Support for Symphony	\$ -
Nashville Zoo at Grassmere		3777 Nolensville Rd, Nash, Tn 37211-9631	501(c)(3) 509 (a) (2)	General Funds	\$ 1,000
National Auto Dealers Charitable Foundation Phone #703-821-7000		8400 Westpark Drive, McLean, Va 22102	501(c)(3) 170(b)(1)(a)(v) i) OK	General Support	\$ -
NatureStage		P.O Box 1101, Watertown, Ma 02471-1101		Live Performance of Elephantasia	\$ -
New Hope Academy		1820 Downs Boulevard, Franklin, Tn 37065	501(c)(3) Educational	General Funds	\$ -
NSC College Foundation		120 White Bridge Rd, Nash, Tn 37209-4515		Educating Real People for Real Jobs	\$ -
Oasis Center (327-4455) (62-0968273)		1704 Charlotte Pike, Suite 200, Nashville, Tn 37203	501(c)(3) 509 (a) (1)	Youth In Crisis Housing a complex of Agencies	\$ 1,000
Our Kids Inc		1804 Hayes Street, Nashville, Tn 37203	501(c)(3) 509 (a) (1)	Medical and Crisis Counseling services for children	\$ 4,000
Pathfinders For Cancer (20-1710899)		P O box 11799, Aspen, co 81612		Support in Cancer Journey	\$ -
Paul Anderson Youth Home		P O Box 525, Vidalia, Ga 30475		Bringing Hope and Life to Troubled Young Men	\$ -
Pencil Foundation		421 Geat Circle Rd, Suite 100, Nash Tn 37228	501(c)(3) 1982 Exemption	Basic School Supplies for Low Income Children	\$ 1,000
Prevent Blindness of Tennessee		95 White Bridge Rd, Suite 513, Nash, Tn 37205	501(c)(3) 509 (a) (1)	Children's Operation I Care	\$ 1,000
PTO Of Glendale Spanish Immersion Elem School		4025 Overbrook Dr, Nash, Tn 37204		Garden at School	\$ -
Renewal House		P O Box 280356, Nash, Tn 37228	501(c)(3) 509 (a) (1)	General Funds - Drug Abuse Help - Women	\$ 1,000
ReSurge (Formerly Interplast)		857 Maude Ave, Mountain View, Ca 94043	501(c)(3) 509(a)(1)	Helping with Life-changing surgeries for children around the world	\$ 10,000
Rocketown Phone 843-4002		P O Box 331129, Nashville, Tn 37203	501(c)(3) 509 (a) (1)	General Operations	\$ 2,000
Ronald McDonald House		2144 Fairfax Ave, Nash, Tn 37212	501(c)(3) 509 (a) (1)	Helping care for families of sick children	\$ 1,000
Rotary Foundation of Rotary International (36-3245072)		%The Rotary Club of Nash, P O Box 110102, Nash, Tn 37222-0102	501(c)(3) 509 (a) (1)	Many projects of Rotarians	\$ 1,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
S T.A.R S (Center for Youth Issues-Nashville, Inc)		Youth Opportunity Center, 1704 Charlotte Ave, Suite 200, Nashville, Tn 37203	501(c)(3) 509 (a) (1)	Student Counseling	\$ 2,000
Saddle Up		1549 Old Hillsboro Rd, Franklin, Tn 37069	501(c)(3) 509 (a) (1)	Equine therapy for special needs children	\$ 2,000
Safe Haven Family Shelters		1234 3rd Ave South, Nashville, Tn 37210		Shelter, guidance and Education for Homeless f	\$ -
Salvation Army		631 Dickerson Pike, Nash, Tn 37207, 5606	501(c)(3) 509 (a) (1)	Support for Needy Families in Nashville Area	\$ -
Samaritan Ministries of the Temple Church		1041 28th Ave North, Nashville, Tn 37208	501(c)(3) 509 (a) (1)	Food Program for the needy	\$ 1,000
Second Harvest Food Bank 329-3491		331 Great Circle Rd Nashville, Tn 37228	501(c)(3) 509 (a) (1)	General Operations	\$ 7,000
Second Harvest Food Bank-Middle Tn's Table Inc (62-1434091)		331 Great Circle Rd. Nashville, Tn 37228	501(c)(3) 509 (a) (1)	General Operations	\$ 3,000
Seed Space		1710 Beechwood Ave, Nash, Tn 37212	501 c 3	Lab for Site-Specific Art Projects	\$ -
Sexual Assault Center (Formerly Rape and Sexual Abuse Center)		101 French Landing Dr 37228	501(c)(3) 509 (a) (1)	Safe @ Last Program	\$ -
Siloam Family Health Center (58-1867940)(298-5406)		820 Gale Lane, Nashville, Tn 37204	501(c)(3) 509 (a) (1)	Medical Care for Low Income Families	\$ -
Snooty Giggles Dog Rescue (27-3376620)		2754 Buckner Lane, Thompson's Station, TN 37179	501(c)(3) 170(b)(1)(a)(v i) OK	Rescuing Dogs	\$ 2,000
Society of St Andrew, Nashville Area (54-1285793)		3511 Gallatin Pike, Nashville, Tn 37216	501(c)(3) 509 (a) (1)	Gleaning fresh Produce to help feed the Hungry	\$ 1,000
Southbridge Fellowship-Raleigh Phone 919-789-9955		9311 Focal Point, Suite 101, Raleigh, NC 27617			\$ -
Special Olympics Tn (329-1375)		1900-12th Ave S, Nash, Tn 37203	501(c)(3) 170(b)(1)(a)(v i) OK	General Funds	\$ -
Summit, The (Tim Jackson 919-383-7100)		2335-114 Presidential Dr, Durham, NC 27703	501(c)(3) Religious	General funds	\$ 1,000
Tennessee Baptist Children's Home		P O. Box 2206 Brentwood, TN 37024-9885	501(c)(3) Religious	General Needs for children	\$ -
Tennessee Central Railway Museum (Cumberland Division Ser-NMRA)		220 Willow Street, Nash, Tn 37210	501(c)(3) 509 (a)(2)	General Funds	\$ 1,000
Tennessee Children's Home (62-0482363) (Bill Alsop)		Main Street, P.O Box 10, Spring Hill, Tn 37174 Phone 931-486-2274	501(c)(3) 509 (a) (1)	16% toward Cost of Box Truck	\$ 7,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Tennessee Children's Home (62-0482363) (Bill Alsup)		Main Street, P O Box 10, Spring Hill, Tn 37174 Phone 931-486-2274)	501(c)(3) 509 (a) (1)	19% New comm Equipment June 2011 Target	\$ -
Tennessee Lions Charities		505 Fessler's Lane, Nash, Tn 37210	501(c)(3) 509 (a) (1)	Sight Screenings for children	\$ 6,000
The Family Center (62- 15971220		921 South Beckett St, Columbia, Tn 38401	501 c 3	Preventing child Abuse	\$ -
The Hermitage (Ladies Hermitage Association)(62- 0478087)		4580 Rachel's Lane, Hermitage, Tn. 37076	501(c)(3) 1/24/1938	General Funds	\$ -
The Next Door		P.O Box 23336, Nashville, Tn 37202	501(c)(3) 509 (a) (1)	Clothes and shelter recover program for women leaving prison	\$ -
Travelers Rest Plantation & Museum		635 Farrell Parkway, Nashville, Tn 37220	501(c)(3) 509 (a) (2)	General Funds	\$ 1,000
Vanderbilt - Tennessee Poison Center		501 Oxford House 1161 21st Ave S, Nash, Tn 37232-4632	501(c)(3) 509 (a) (1)	General Operations	\$ 1,000
Vanderbilt Children's' Hospital - Friends of Monroe Carell Jr Children's Hospital at Vanderbilt,		2525 West End Ave Suite 450, Nashville, Tn 37203	501(c)(3) 509(a)(1)	General Funds	\$ -
Vanderbilt Childrens' Hospital - Books From Birth of Middle Tennessee		3401 West end Ave, Suite 460W, Nashville, Tn 37203	501(c)(3) Education Vanderbilt	Books for Children	\$ 2,000
Vanderbilt Children's Hospital (Monroe Carroll)		Vanderbilt University Gift Processing VU-St B 357727 2301 Vanderbilt Place, Nashville, Tn 37235-7727	501(c)(3) Vanderbilt	General Funds	\$ -
Vanderbilt Life Flight		1211 22nd Ave S, Skyport 13200, Nash, Tn 37232- 7430	501 (c)(3) 509 (a)(1)	Medical Flights	\$ 1,000
Vanderbilt Medical Center		2525 West End Ave, Suite 450, Nash, Tn 37203-1775	501 (c)(3) 509 (a)(1)		\$ -
Vanderbilt Peabody College		Peabody #329, 230 Appleton Place, Nash, Tn 37203-9418	Education		\$ -
Vine Street Christian Church (269-5614)		4101 Harding Rd, Nash, Tn 37205	501(c)(3) Religious	General Funds	\$ -
Volunteers For America Randy Brothers 885-2552 Ext 104		275 Jackson Meadows Drive, Ste 104, Hermitage TN 37076		Fire sprinkler systems - people w/ development difficulties	\$ 1,000
W O Smith Community Music School Frank Chalfant		P.O. Box 121348, Nashville, Tn 37212	501(c)(3) Educational	Music lessons for children of low income families	\$ 2,000
Wake Forest University		Winston-Salem, NC 27109	501(c)(3) Educational	General Funds	\$ 2,000

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Walden's Puddle		P O Box 641, Joelton, Tn 37080-0641	501(c)(3) 509 (a) (1)	Helping funds to care for injured wildlife	\$ 10,000
Way-FM Media Group Inc		1095 West McEwen Dr, Franklin, Tn 37067	501(c)(3) 509 (a) (1)	Christian Broadcasting Media	\$ 1,000
Webb School		P O Box 488, Bell Buckle, Tn 37020	501 c 3	School	\$ -
YMCA (We Build People)		900 Church St, Nash, Tn 37203	501(c)(3) Religious	General Funds	\$ -
Young Life - Durham/Chapel Hill		P.O Box 4621, Chapel Hill, NC 27515	501 (c)(3) 509 (a)(1)	General Funds	\$ 2,000
Young Life - Nashville		P.O Box 120681, Nash, Tn 37212-0681	501 (c)(3) 509 (a)(1)	General Funds	\$ -
Youth Encouragement Services		521 McIver St, Nashville, Tn 37211	501(c)(3) 509 (a) (2)	General Funds	\$ 1,000
YWCA		1608 Woodmont Blvd, Nash, Tn 37215-1599	501(c)(3) Religious	Weaver Domestic Violence Center	\$ 1,000
					\$ -
					\$ -
					\$ -
					\$ -
					\$ -
					\$ -
Total Grants:		Totals			\$ 440,300
					109
Memorials				In Memory of	
Nash Humane Association - Kala Macleod		213 Ocoola Ave, Nash, Tn 37209			\$ 500
ALS Association, Nashville Chapter - M McLaughlin		P.O. Box 40244, Nash, Tn 37204			\$ 500
Belle Meade United Methodist - L. Leroy		121 Davidson Road, Nash, Tn 37205			\$ 500
Professional Bull Riders - Mack Anderton		Attn Bull Rider Relief Fund, 101 West Riverwalk, Pueblo, CO 81003			\$ 500
Cheekwood - Sue Sumner		1200 Forrest Park Dr, Nashville, Tn 37215			\$ 500
Memorials					\$ 2,500
					5
TOTALS WITH MEMORIALS					\$ 442,800

DISTRIBUTIONS 2011

NAME	HIDE	ADDRESS	Foundation Status of Recipient	Purpose of Grant or Contribution	Total 2011
Number of receipts for year:					
FUNDING TARGET FOR YEAR					

T & T FAMILY FOUNDATION

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	BAIRD #8250-0591 (SEE ATTACHMENT 1)	P	VARIOUS	
b	NOVARTIS AG SPONS ADR - CASH IN LIEU	P	04/12/11	04/12/11
c	CEMEX SAB SPONS 10 ORDIN - CASH IN LIEU	P	VARIOUS	03/30/11
d	CITIGROUP INC NEW - CASH IN LIEU	P	VARIOUS	05/09/11
e	MARRIOTT VAC WRLDWD CORP - CASH IN LIEU	P	VARIOUS	11/22/11
f	MOTOROLA SOLUTIONS INC - CASH IN LIEU	P	VARIOUS	01/07/11
g	MOTOROLA MOBILITY HLDGS - CASH IN LIEU	P	VARIOUS	01/04/11
h	ALCON INC - CASH IN LIEU	P	VARIOUS	04/12/11
i	SEC CONG AGRE SETTLEMENT	P	VARIOUS	VARIOUS
j	FAIR ACCT (BAC) SETTLEMENT	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,083,600.		2,063,000.	20,600.
b 12.		12.	0.
c		1.	-1.
d 13.		121.	-108.
e 12.		6.	6.
f 22.		47.	-25.
g 24.		52.	-28.
h 56,092.		37,996.	18,096.
i 29.			29.
j 55.			55.
k 2,473.			2,473.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			20,600.
b			0.
c			-1.
d			-108.
e			6.
f			-25.
g			-28.
h			18,096.
i			29.
j			55.
k			2,473.
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	41,097.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BAIRD EQUITY FUND - DIVIDENDS	106,230.	2,473.	103,757.
BAIRD EQUITY FUND - INTEREST	32.	0.	32.
BAIRD FIXED INCOME - ACCRUED INTEREST PAID	-312.	0.	-312.
BAIRD FIXED INCOME - BOND PREMIUM AMORTIZATION	-9,538.	0.	-9,538.
BAIRD FIXED INCOME - DIVIDENDS	1,939.	0.	1,939.
BAIRD FIXED INCOME - INTEREST	145,616.	0.	145,616.
TOTAL TO FM 990-PF, PART I, LN 4	243,967.	2,473.	241,494.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	2,425.	2,425.		0.
BOOKKEEPING FEES	10,361.	10,361.		0.
TO FORM 990-PF, PG 1, LN 16B	12,786.	12,786.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BAIRD MANAGEMENT FEES	45,760.	45,760.		0.
TO FORM 990-PF, PG 1, LN 16C	45,760.	45,760.		0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID - BAIRD STATEMENTS	1,843.	1,843.			0.
TO FORM 990-PF, PG 1, LN 18	1,843.	1,843.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	80.	80.			0.
MISCELLANEOUS EXPENSE	698.	698.			0.
TO FORM 990-PF, PG 1, LN 23	778.	778.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHMENT 2	4,265,436.	4,870,516.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,265,436.	4,870,516.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
SEE ATTACHMENT 2	3,247,069.	3,333,134.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,247,069.	3,333,134.		

FORM.990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	8
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. LESTER L. TURNER, JR.
P.O. BOX 101444
NASHVILLE, TN 372241444

TELEPHONE NUMBER

615-360-3698

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE IN WRITING, SHOULD INCLUDE THE NAME AND ADDRESS OF THE CHARITABLE ORGANIZATION, THE AMOUNT OF THE GIFT REQUESTED AND THE PURPOSE FOR WHICH THE GIFT IS TO BE USED.

ANY SUBMISSION DEADLINES

APPLICATIONS NEED TO BE RECEIVED BY THE ANNUAL MEETING WHICH IS TRADITIONALLY HELD IN OCTOBER.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THERE IS NO STATED LIMITATION ON INDIVIDUAL AWARDS.

ATTACHMENT 1

T & T Family Foundation
 EIN: 62-6324206
 Schedule D - Attachment 1

#Shares	Company Symbol	Gross Sales Price	Cost	Gain (Loss)	Date Acquired	Date Sold
LONG TERM SALES						
Baird Fixed Income Account #8250-0591 - Long Term						
275,000	Alcoa, Inc	\$ 295,600.25	\$ 275,000.00	\$ 20,600.25	1/21/03	6/28/11
50,000	Bankers Tr NY 7 25	\$ 50,000.00	\$ 50,000.00	\$ -	4/6/98	10/17/11
247,000	Century Bank 1.25	\$ 247,000.00	\$ 247,000.00	\$ -	10/2/09	4/26/11
247,000	Commonwlth 1 3	\$ 247,000.00	\$ 247,000.00	\$ -	9/25/09	12/26/82
200,000	FNMA Note	\$ 200,000.00	\$ 200,000.00	\$ -	7/30/10	11/10/11
247,000	First UTD BK 0 85	\$ 247,000.00	\$ 247,000.00	\$ -	12/7/09	3/14/11
125,000	GECC Intrnts	\$ 125,000.00	\$ 125,000.00	\$ -	8/23/05	9/15/11
150,000	Morgan Stanlys 05	\$ 150,000.00	\$ 150,000.00	\$ -	8/23/06	1/21/11
150,000	SLMB Corp.	\$ 150,000.00	\$ 150,000.00	\$ -	8/16/04	9/15/11
247,000	Valley Natl 1.25	\$ 247,000.00	\$ 247,000.00	\$ -	10/2/09	4/8/11
125,000	Wal-mart Str4.125	\$ 125,000.00	\$ 125,000.00	\$ -	11/28/06	2/15/11
		<u>\$ 2,083,600.25</u>	<u>\$ 2,063,000.00</u>	<u>\$ 20,600.25</u>		
GRAND TOTAL		\$ 2,083,600.25	\$ 2,063,000.00	\$ 20,600.25		

ATTACHMENT 2

T & T FAMILY FOUNDATION
EIN 62-6324206 INVESTMENT COST/FMV
DECEMBER 31, 2011

EQUITIES						
STOCK SYMBOL	QUANTITY		COST	FAIR MKT VALUE	UnRealized Gain	Original Cost
A	1,000		\$ 28,269 90	\$ 30,240 00	\$ 1,970 10	
ABT	1,330		\$ 50,944 80	\$ 74,785 90	\$ 23,841 10	
ADBE	822		\$ 17,989 13	\$ 23,237 94	\$ 5,248 81	
AA	2,140		\$ 83,488 12	\$ 18,511 00	\$ (64,977 12)	
AXP	2,055		\$ 100,397 74	\$ 96,934 35	\$ (3,463 39)	
AMGN	581		\$ 46,320 36	\$ 37,306 01	\$ (9,014 35)	
AOL	173		\$ 4,608 90	\$ 2,612 30	\$ (1,996 60)	
APA	250		\$ 14,086 37	\$ 22,645 00	\$ 8,558 63	
AAPL	475		\$ 26,261 77	\$ 192,375 00	\$ 166,113 23	
ADSK	706		\$ 31,626 10	\$ 21,412 98	\$ (10,213 12)	
BHI	893		\$ 64,346 56	\$ 43,435 52	\$ (20,911 04)	
BAC	1,800		\$ 59,560 20	\$ 10,008 00	\$ (49,552 20)	
BCR	225		\$ 5,311 45	\$ 19,237 50	\$ 13,926 05	
BF/B	937		\$ 49,595 72	\$ 75,437 87	\$ 25,842 15	
CVS	1,880		\$ 53,050 03	\$ 76,666 40	\$ 23,616 37	
COF	1,747		\$ 135,198 87	\$ 73,880 63	\$ (61,318 24)	
CAT	465		\$ 13,204 50	\$ 42,129 00	\$ 28,924 50	
CX	2,419		\$ 63,683 62	\$ 13,038 41	\$ (50,645 21)	
CVX	1,090		\$ 45,267 39	\$ 115,976 00	\$ 70,708 61	
CSCO	3,842		\$ 96,060 13	\$ 69,463 36	\$ (26,596 77)	
C	315		\$ 126,696 95	\$ 8,287 65	\$ (118,409 30)	
CL	1,838		\$ 106,103 37	\$ 169,812 82	\$ 63,709 45	
CMCSK	3,245		\$ 64,321 68	\$ 76,452 20	\$ 12,130 52	
COP	1,577		\$ 88,564 15	\$ 114,915 99	\$ 26,351 84	
ED	975		\$ 38,824 34	\$ 60,479 25	\$ 21,654 91	
COST	770		\$ 23,430 00	\$ 64,156 40	\$ 40,726 40	
COV	1,375		\$ 52,573 27	\$ 61,888 75	\$ 9,315 48	xxxx 01
DVN	640		\$ 11,824 00	\$ 39,680 00	\$ 27,856 00	
DRE	2,000		\$ 44,724 36	\$ 24,100 00	\$ (20,624 36)	
EMR	1,486		\$ 49,291 75	\$ 69,232 75	\$ 19,941 00	
EXC	565		\$ 13,610 85	\$ 24,504 05	\$ 10,893 20	
XOM	538		\$ 16,265 95	\$ 45,600 88	\$ 29,334 93	
GCI	380		\$ 25,207 38	\$ 5,080 60	\$ (20,126 78)	
GE	2,700		\$ 83,422 54	\$ 48,357 00	\$ (35,065 54)	
GILD	570		\$ 9,889 41	\$ 23,330 10	\$ 13,440 69	
HNZ	870		\$ 33,505 71	\$ 47,014 80	\$ 13,509 09	
HII	25		\$ 522 75	\$ 782 00	\$ 259 25	xxxx 01
INFY	637		\$ 15,150 60	\$ 32,729 06	\$ 17,578 46	
IBM	370		\$ 37,009 62	\$ 68,035 60	\$ 31,025 98	
JDSU	668		\$ 14,674 96	\$ 6,973 92	\$ (7,701 04)	
JNJ	1,836		\$ 112,479 69	\$ 120,404 88	\$ 7,925 19	
KFT	384		\$ 9,480 65	\$ 14,346 24	\$ 4,865 59	xxxx 02
LANC	425		\$ 15,704 30	\$ 29,469 50	\$ 13,765 20	
LMT	648		\$ 40,856 40	\$ 52,423 20	\$ 11,566 80	
LOW	3,554		\$ 91,400 50	\$ 90,200 52	\$ (1,199 98)	
VAC	80		\$ 685 63	\$ 1,372 80	\$ 687 17	xxx 01
MMC	670		\$ 28,204 31	\$ 21,185 40	\$ (7,018 91)	
MAR	807		\$ 11,593 14	\$ 23,540 19	\$ 11,947 05	xxx 1
MLM	375		\$ 15,536 32	\$ 28,278 75	\$ 12,742 43	
MAS	950		\$ 21,847 67	\$ 9,956 00	\$ (11,891 67)	
MNI	161		\$ 6,450 47	\$ 384 79	\$ (6,065 68)	
MCD	440		\$ 10,719 72	\$ 44,145 20	\$ 33,425 48	
MCK	970		\$ 48,290 53	\$ 75,572 70	\$ 27,282 17	
MDT	712		\$ 38,356 32	\$ 27,234 00	\$ (11,122 32)	
MSFT	2,210		\$ 55,980 92	\$ 57,371 60	\$ 1,390 68	

ATTACHMENT 2

T & T FAMILY FOUNDATION
EIN 62-6324206 INVESTMENT COST/FMV
DECEMBER 31, 2011

EQUITIES						
STOCK SYMBOL	QUANTITY		COST	FAIR MKT VALUE	UnRealized Gain	Original Cost
MMI	285	\$	19,794 18	\$ 11,058 00	\$ (8,736 18)	xxx 02
MSI	326	\$	27,079 75	\$ 15,090 54	\$ (11,989 21)	xxx 01
NBR	200	\$	1,855 00	\$ 3,468 00	\$ 1,613 00	
NFG	412	\$	9,430 84	\$ 22,898 96	\$ 13,468 12	
NOK	2,204	\$	43,428 25	\$ 10,623 28	\$ (32,804 97)	
NOC	150	\$	4,882 23	\$ 8,772 00	\$ 3,889 77	
NVS	2,455	\$	123,693 48	\$ 140,352 34	\$ 16,658 86	xxx 01
NUE	250	\$	2,269 62	\$ 9,892 50	\$ 7,622 88	
ORCL	3,350	\$	70,126 38	\$ 85,927 50	\$ 15,801 12	
PRE	575	\$	28,806 93	\$ 36,920 75	\$ 8,113 82	
PEP	1,223	\$	47,822 90	\$ 81,146 05	\$ 33,323 15	
PETM	500	\$	14,510 36	\$ 25,645 00	\$ 11,134 64	
PFE	1,176	\$	35,541 53	\$ 25,448 64	\$ (10,092 89)	
PNY	2,000	\$	50,060 00	\$ 67,960 00	\$ 17,900 00	
PNFP	1,000	\$	27,631 98	\$ 16,150 00	\$ (11,481 98)	
PCL	1,472	\$	30,535 02	\$ 53,816 32	\$ 23,281 30	
PX	459	\$	21,937 55	\$ 49,067 10	\$ 27,129 55	
TROW	500	\$	9,515 62	\$ 28,475 00	\$ 18,959 38	
PG	3,611	\$	157,045 94	\$ 240,889 81	\$ 83,843 87	
QCOM	222	\$	3,551 45	\$ 12,143 40	\$ 8,591 95	
SAP	940	\$	18,198 67	\$ 49,773 00	\$ 31,574 33	
SLB	680	\$	15,532 80	\$ 46,450 80	\$ 30,918 00	
SPLS	2,034	\$	33,852 86	\$ 28,252 26	\$ (5,600 60)	xxx 01
SBUX	700	\$	19,313 83	\$ 32,207 00	\$ 12,893 17	
SYMC	2,950	\$	50,492 65	\$ 46,167 50	\$ (4,325 15)	
TRV	600	\$	19,471 08	\$ 35,502 00	\$ 16,030 92	
TGT	801	\$	35,371 07	\$ 41,027 22	\$ 5,656 15	
TEVA	3,128	\$	117,583 60	\$ 126,246 08	\$ 8,662 48	
MMM	440	\$	24,391 70	\$ 35,961 20	\$ 11,569 50	
TWC	477	\$	23,146 51	\$ 30,322 89	\$ 7,176 38	xxxx 03
TWX	1,903	\$	65,641 79	\$ 68,774 42	\$ 3,132 63	xxxx 03
TMK	1,485	\$	34,808 47	\$ 64,434 15	\$ 29,625 68	xxx 01
TSCO	500	\$	18,502 57	\$ 35,075 00	\$ 16,572 43	
RIG	398	\$	12,742 80	\$ 15,279 22	\$ 2,536 42	
TYC	1,675	\$	79,041 92	\$ 78,239 25	\$ (802 67)	xxx 01
UN	1,560	\$	30,770 31	\$ 53,617 20	\$ 22,846 89	
UPS	1,130	\$	80,728 02	\$ 82,704 70	\$ 1,976 68	
UTX	2,000	\$	110,809 54	\$ 146,180 00	\$ 35,370 46	
UNH	1,360	\$	67,182 51	\$ 68,924 80	\$ 1,742 29	
WFC	497	\$	102,477 18	\$ 13,697 32	\$ (88,779 86)	xxx 04
WSM	500	\$	16,659 40	\$ 19,250 00	\$ 2,590 60	
WYN	1,462	\$	46,853 18	\$ 55,307 46	\$ 8,454 28	
XRX	4,370	\$	58,323 18	\$ 34,785 20	\$ (23,537 98)	
ZBRA	500	\$	21,061 06	\$ 17,890 00	\$ (3,171 06)	
ZION	156	\$	8,969 72	\$ 2,539 68	\$ (6,430 04)	
STOCK FUNDS						
EFA	1,000	\$	71,518 00	\$ 49,530 00	\$ (21,988 00)	
ok	TOTAL	\$	4,265,435 30	\$ 4,870,516 30	\$ 605,081 00	
BONDS AND NOTES AND CD'S						
Not Done for 2011	QUANTITY		BASIS	FAIR MKT VALUE	Unrealized Gain	Original Cost

**T & T FAMILY FOUNDATION
EIN 62-6324206 INVESTMENT COST/FMV
DECEMBER 31, 2011**

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