Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: Allen B. Puckett, Jr. Family Foundation

A Employer identification number: 64-0732703

Number and street (or P O box number if mail is not delivered to street address): P O Box 9630 | Room/suite:

B Telephone number (see instructions): 662-328-4931

City or town, state, and ZIP code: Columbus MS 39705

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 169,004

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

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

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc , received (attach schedule)	14,721			
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	691	691	691	
4	Dividends and interest from securities	4,688	4,688	4,688	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	4,754			
b	Gross sales price for all assets on line 6a 4,754				
7	Capital gain net income (from Part IV, line 2)		4,754		
8	Net short-term capital gain			4,754	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	24,854	10,133	10,133	
13	Compensation of officers, directors, trustees, etc	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 1	2,116	2,116	2,116	
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 2	50	50	50	
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) Stmt 3	1,844	1,844	1,844	
24	**Total operating and administrative expenses.** Add lines 13 through 23	4,010	4,010	4,010	0
25	Contributions, gifts, grants paid	30,830			30,830
26	**Total expenses and disbursements.** Add lines 24 and 25	34,840	4,010	4,010	30,830
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	-9,986			
b	**Net investment income** (if negative, enter -0-)		6,123		
c	**Adjusted net income** (if negative, enter -0-)			6,123	

Revenue | Operating and Administrative Expenses

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Form 990-PF (2011) Allen B. Puckett, Jr. Family 64-0732703 Page 2

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	12,276	3,948	3,948
	2	Savings and temporary cash investments			
	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 (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	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 sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 4	162,762	161,104	165,056
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	175,038	165,052	169,004
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)	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	175,038	165,052	
	30	**Total net assets or fund balances** (see instructions)	175,038	165,052	
	31	**Total liabilities and net assets/fund balances** (see instructions)	175,038	165,052	

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	175,038
2	Enter amount from Part I, line 27a	2	-9,986
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	165,052
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	165,052

Form 990-PF (2011) Allen B. Puckett, Jr. Family 64-0732703 Page 3

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	See Schedule Attached	P	Various	Various
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	4,754			4,754
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				4,754
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	4,754
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	4,754

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	29,540	168,600	0.175208
2009	49,214	151,417	0.325023
2008	144,029	129,535	1.111893
2007	174,421	273,685	0.637306
2006	163,485	295,348	0.553533

2	**Total** of line 1, column (d)	2	2.802963
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	0.560593
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	167,494
5	Multiply line 4 by line 3	5	93,896
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	61
7	Add lines 5 and 6	7	93,957
8	Enter qualifying distributions from Part XII, line 4	8	30,830

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.

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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	122
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	122
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	122
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	999		
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	999
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	877
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 877 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____ **(2)** On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MS			
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

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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 ▶ Lucy Anne Walker Telephone no ▶
P O Box 9630
Located at ▶ Columbus MS ZIP+4 ▶ 39705

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	N/A	1c		
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 ▶ 20 , 20 , 20 , 20	☐ 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	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Allen B Puckett, III 424 Taylor Thurston Road	Columbus MS 39701	Trustee 0.00	0	0	0
Lucy Anne Puckett Walker 1418 Jolly Road	Columbus MS 39705	Trustee 1.00	0	0	0
Mary Puckett Pannell 1326 Jolly Road	Columbus MS 39705	Trustee 0.00	0	0	0
Susan Puckett Jones #305, 1334 13th Avenue SW	Calgary, AB Canada CA	Trustee 0.00	0	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				

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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	161,933
b	Average of monthly cash balances	1b	8,112
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	170,045
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	170,045
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	2,551
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	167,494
6	**Minimum investment return.** Enter 5% of line 5	6	8,375

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	8,375
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 122		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	122
3	Distributable amount before adjustments Subtract line 2c from line 1	3	8,253
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,253
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	8,253

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	30,830
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	
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	30,830
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	30,830

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

Form 990-PF (2011) Allen B. Puckett, Jr. Family 64-0732703 Page 9

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					8,253
2	Undistributed income, if any, as of the end of 2011.					
a	Enter amount for 2010 only					
b	Total for prior years. 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2011					
a	From 2006	149,144				
b	From 2007	160,951				
c	From 2008	137,608				
d	From 2009	41,643				
e	From 2010	21,110				
f	**Total** of lines 3a through e		510,456			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 30,830					
a	Applied to 2010, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2011 distributable amount					8,253
e	Remaining amount distributed out of corpus		22,577			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5		533,033			
b	Prior years' undistributed income Subtract line 4b from line 2b					
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					
d	Subtract line 6c from line 6b. Taxable amount—see instructions					
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					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		149,144			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		383,889			
10	Analysis of line 9					
a	Excess from 2007	160,951				
b	Excess from 2008	137,608				
c	Excess from 2009	41,643				
d	Excess from 2010	21,110				
e	Excess from 2011	22,577				

DAA

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

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

N/A

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

Check here ▶ ☐ 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

Allen B. Puckett III 662-328-4931
P. O. Box 9630 Columbus MS 39705

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

See Statement 5

c Any submission deadlines

See Statement 6

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

See Statement 7

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 8				30,830
Total			▶ 3a	30,830
b Approved for future payment				
N/A				
Total			▶ 3b	

Form 990-PF (2011) Allen B. Puckett, Jr. Family 64-0732703 Page 12

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			14	691	
4 Dividends and interest from securities			14	4,688	
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					4,754
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		5,379	4,754

13 Total. Add line 12, columns (b), (d), and (e) 13 10,133

(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)
N/A	

DAA

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

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

Lucy Anne P. Walker — Signature of officer or trustee | 8/13/12 — Date | Secretary — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Michael Kerby Jr.	Michael Kerby Jr.	08/06/12	

Firm's name ▶	Thomas, Kerby & Brown	PTIN	P00028938
Firm's address ▶	326 Military Road (P.O. Box 1404) Columbus, MS 39703	Firm's EIN ▶	64-0585361
		Phone no	662-328-4140

DAA

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization
Allen B. Puckett, Jr. Family Foundation

Employer identification number
64-0732703

Organization type (check one):

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

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

General Rule

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

Special Rules

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

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

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization: Allen B. Puckett, Jr. Family

Employer identification number: 64-0732703

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Columbus Brick Company P O Box 9630 Columbus MS 39705	$ 5,320	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	Others less than $5,000 P O Box 9630 Columbus MS 39705	$ 9,401	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

DAA

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax preparation fees	$ 2,116	$ 2,116	$ 2,116	$
Total	$ 2,116	$ 2,116	$ 2,116	$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Registration Fees	$ 50	$ 50	$ 50	$
Total	$ 50	$ 50	$ 50	$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Bank Fees	70	70	70	
Investment Management Fees	1,774	1,774	1,774	
Total	$ 1,844	$ 1,844	$ 1,844	$ 0

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Mutual Fund - Equities	$ 162,762	$ 161,104	Cost	$ 165,056
Total	$ 162,762	$ 161,104		$ 165,056

Federal Statements

Statement 5 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
Individual applications should include a summary of the applicant's qualifications for the charitable award and circumstances regarding financial needs.

Statement 6 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
Applications are accepted by mail only. Notice approval, rejection, or requests for information are usually sent in 90 days.

Statement 7 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
Preference is given to charitable and religious organizations. Most gifts are limited to religious/charitable purposes, but grants may be made to individuals during times of special need.

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
All Pro Plumbing Columbus MS 39702	534 Fowler Dr None		Plumbing repair for needy	428
Annie Harrison Columbus MS 39701	123 Wren Road None		Needy	1,201
Donnie Bradford Columbus MS 39701	405 10th Street North None		Needy	256
Andrew Baker Columbus OH 43219	3415 Vision Drive None		Needy	54
Tillman Baker Columbus MS 39701	1614 22nd Street N None		Needy	200
Sammie Beard Columbus MS 39701	1420 11th Ave. N None		Needy	2,459
Devonya Bell Columbus MS 39701	709 21st Street N None		Needy	200
J C Brooks Brooksville MS 39739	143 Bush Quarters Road None		Needy	200
Carters Funeral Home Columbus MS 39701	602 14th Street N None		Funeral expense for needy	275
Eugene Chapman Columbus MS 39701	2027 17th Street N None		Christman baskets for needy	2,200
Pam Cobb Columbus MS 39701	1420 11th Ave. N None		Needy	300
Columbus Light & Water Columbus MS 39701	420 4th Ave. S None		Utitilies for needy	215
Danny Colvin Columbus MS 39701	14th Ave. N None		Needy	917
Father's Child Ministry Columbus MS 39705	P O Box 9251 None		Donation	1,000
Fellowship of Christian Atheletes MS State Univ MS 39762	P O Box 5327 None		Donation	5,000
First Baptist Church Columbus MS 39701	202 7th Street N Nopne		Donation	200
Global Connections Columbus MS 39705	P O Box 9630 None		Donation	850

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Relationship	Address / Status	Purpose	Amount
Goodwill Ambulance Pottstown PA 19464	None	714 Hifer Street	Ambulance bill for needy	465
Hattie Mitchell Columbus MS 39701	None	309 22nd Street N	Needy	1,346
Ruthie Hodo Columbus MS 39701	None	811 18th Street N	Needy	100
Hugh Huto Columbus MS 39701	None	114 Brickyard Road	Evangelist Donation	4,220
Kim Johnson Smithville MS 38870	None	60023 Brasfield Lane	Needy	200
Sam Lawrence Columbus MS 39701	None	2204 6th Street N	Donation	200
Lee Sykes Funeral Home Columbus MS 39701	None	422 12th Street N	Expenses for needy	1,500
Lowndes County Sheriffs Dept Columbus MS 39701	None	527 MLK Drive S	Donation	100
M U W Foundation Columbus MS 39701	None	1100 College MUW 1618	Donation	500
Bobbie Morgan Columbus MS 39701	None	708 12th Street N	Needy	100
Cassandra Neal Columbus MS 39702	None	145 Lella Lane	Needy	150
Odessa Perkins Columbus MS 39701	None	1831 10th Ave. N	Needy	307
Pottstown Memorial Medical St. Louis MO 63150	None	P O Box 501144	Medical bill for needy	475
Lisa Powell Columbus MS 39701	None	1420 11th Ave. N	Needy	250
Lynn Sloan Columbus MS 39701	None	1623 23rd Street North	Needy	200
Christine Spann Columbus MS 39701	None	2201 22nd Street N	Needy	200
Mike Sullivan Wesson MS 39191	None	1002 Greenbriar Circle	Needy	500

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
Sidney Walls Columbus MS 39701	1913 7th Ave. North None		Needy	2,064
Tri County ER Philadelphia PA 25388	P O Box 512536 None		Medical bill for needy	187
David Turner Columbus MS 39701	1608 21st Street N None		Needy	500
University of Southern MS Hattiesburg MS 39406	118 College Drive None		Donation	1,000
Violet Weatherby Columbus MS 39701	706 Warpath Road None		Needy	150
WalMart Columbus MS 39701	Hwy 45 North None		Needy	161
Total				30,830

Schedule D

Covering the Period 01/01/2011 To 12/31/2011

Date Run : 01/24/2012   Processing Date : 01/24/2012   Time Printed : 1:41:05 PM

Taxpayer I D : 64-0732703

Account Name : Allen B. Puckett, Jr. Family Foundation   Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
138.908	Federated Total Return Bond Fund	Buy	05/04/2010	03/29/2011	Short	1,541.88	1,543.27	-1.39
152 880	Federated Total Return Bond Fund	Buy	10/13/2010	03/29/2011	-Short	1,696 97	1,752 00	-55.03
9.920	Federated Total Return Bond Fund	Buy	11/15/2010	03/29/2011	Short	110.11	112 00	-1.89
16.109	Federated Total Return Bond Fund	Buy	12/16/2010	03/29/2011	Short	178.81	178.00	0.81
8 438	Federated Total Return Bond Fund	Buy	01/18/2011	03/29/2011	Short	93.66	94.00	-0.34
14.015	Federated Total Return Bond Fund	Buy	02/23/2011	03/29/2011	Short	155.57	155.85	-0.28
158 409	Federated Total Return Bond Fund	Buy	02/23/2011	08/10/2011	Short	1,810.61	1,761.51	49 10
7.522	Federated Total Return Bond Fund	Buy	02/23/2011	06/06/2011	Short	85.00	83.64	1.36
6 044	Federated Total Return Bond Fund	Buy	05/03/2011	08/10/2011	Short	69.08	68.00	1.08
2 674	Federated Total Return Bond Fund	Buy	07/07/2011	08/10/2011	Short	30.56	30 00	0 56
132.275	Federated Total Return Bond Fund	Buy	07/25/2011	12/21/2011	Short	1,500.00	1,489.42	10.58
130.336	Federated Total Return Bond Fund	Buy	07/25/2011	08/10/2011	Short	1,489.75	1,467.58	22.17
8.546	Federated Total Return Bond Fund	Buy	07/25/2011	12/13/2011	Short	97 00	96.23	0.77
29.037	Fidelity Advisor Small Cap Value Fund	Buy	09/20/2011	11/08/2011	Short	410.00	371.38	38 62
73.625	Fidelity Advisor Strategic Real Return I	Buy	05/04/2010	03/29/2011	Short	723.00	650.11	72.89
16.872	Goldman Sachs High Yield Fund	Buy	10/13/2010	09/20/2011	Short	115.91	123 00	-7 09
6.840	Goldman Sachs High Yield Fund	Buy	11/15/2010	09/20/2011	Short	46 99	50.00	-3.01
18.759	Goldman Sachs High Yield Fund	Buy	12/16/2010	09/20/2011	Short	128.87	136.00	-7 13
7 724	Goldman Sachs High Yield Fund	Buy	01/18/2011	09/20/2011	Short	53.06	57.00	-3 94
8.199	Goldman Sachs High Yield Fund	Buy	02/23/2011	09/20/2011	Short	56.33	61.00	-4.67
18.048	Goldman Sachs High Yield Fund	Buy	05/03/2011	09/20/2011	Short	123.99	135 00	-11 01
10 190	Goldman Sachs High Yield Fund	Buy	07/07/2011	09/20/2011	Short	70.01	75.00	-4.99
4 484	Goldman Sachs High Yield Fund	Buy	07/25/2011	09/20/2011	Short	30.81	33.00	-2 19

This Schedule D contains cost basis information for the assets listed on your 1099-B and is for informational purposes only. This information is NOT supplied to the IRS.

Schedule D

Covering the Period 01/01/2011 To 12/31/2011

Date Run : 01/24/2012 Processing Date : 01/24/2012 Time Printed : 1:41:05 PM

Taxpayer I D : 64-0732703

Account Name : Allen B. Puckett, Jr. Family Foundation Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
74.642	Goldman Sachs Inflation Protected Sec Fd	Buy	03/29/2011	08/17/2011	Short	886.00	817.33	68.67
6.667	Goldman Sachs Inflation Protected Sec Fd	Buy	03/29/2011	06/06/2011	Short	75.00	73.00	2.00
91.280	Invesco Van Kampen Small Cap Fund	Buy	10/13/2010	09/20/2011	Short	1,396.58	1,580.00	-183.42
9 726	Invesco Van Kampen Small Cap Fund	Buy	03/29/2011	09/20/2011	Short	148.81	199.00	-50.19
1.236	Invesco Van Kampen Small Cap Fund	Buy	05/03/2011	09/20/2011	Short	18.91	26 00	-7.09
50 246	Invesco Van Kampen Small Cap Fund	Buy	06/06/2011	09/20/2011	Short	768.76	918.00	-149.24
30 274	Invesco Van Kampen Small Cap Fund	Buy	08/17/2011	09/20/2011	Short	463.19	475.00	-11.81
24 175	Loomis Sayles Global Bond Fund	Buy	07/25/2011	08/17/2011	Short	425.00	420.89	4.11
95 924	Loomis Sayles Global Bond Fund	Buy	07/25/2011	09/20/2011	Short	1,624.00	1,670.04	-46.04
136 813	Pimco Total Return Fund	Buy	05/04/2010	03/29/2011	Short	1,485.79	1,522 73	-36.94
79 099	Pimco Total Return Fund	Buy	10/13/2010	08/17/2011	Short	878.00	927 83	-49 83
6.962	Pimco Total Return Fund	Buy	10/13/2010	06/06/2011	Short	77.00	81 66	-4.66
39 338	Pimco Total Return Fund	Buy	10/13/2010	03/29/2011	Short	427.21	461 44	-34.23
56.381	Black Rock Equity Dividend Fund	Buy	05/07/2008	09/20/2011	Long	972.00	1,109.01	-137.01
11.648	Black Rock Equity Dividend Fund	Buy	05/07/2008	11/08/2011	Long	212 00	229.12	-17 12
3 695	Black Rock Equity Dividend Fund	Buy	05/07/2008	01/18/2011	Long	66.00	72 68	-6.68
82 783	Black Rock Equity Dividend Fund	Buy	05/07/2008	07/25/2011	Long	1,553 00	1,628 34	-75 34
29 562	Black Rock Equity Dividend Fund	Buy	05/07/2008	12/13/2011	Long	520 00	581.48	-61 48
18 102	Black Rock Equity Dividend Fund	Buy	05/07/2008	08/17/2011	Long	311 00	356 07	-45 07
24 890	Dodge & Cox International Fund	Buy	12/11/2007	02/23/2011	Long	902 76	1,232 80	-330 04
51 664	Dodge & Cox International Fund	Buy	01/09/2008	02/23/2011	Long	1,873 86	2,313 00	-439 14
59.516	Dodge & Cox International Fund	Buy	02/11/2008	09/20/2011	Long	1,768 81	2,399.09	-630.28
39 923	Dodge & Cox International Fund	Buy	02/11/2008	07/25/2011	Long	1,454.00	1,609.30	-155 30

This Schedule D contains cost basis information for the assets listed on your 1099-B and is for informational purposes only. This information is NOT supplied to the IRS

Schedule D

Covering the Period 01/01/2011 To 12/31/2011

Date Run : 01/24/2012 Processing Date : 01/24/2012 Time Printed : 1:41:05 PM

Taxpayer I D : 64-0732703

Account Name : Allen B. Puckett, Jr. Family Foundation Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
12.898	Dodge & Cox International Fund	Buy	02/11/2008	05/03/2011	Long	498.00	519.92	-21.92
25 817	Dodge & Cox International Fund	Buy	02/11/2008	02/23/2011	Long	936.38	1,040.69	-104 31
18 035	Dodge & Cox International Fund	Buy	06/10/2008	09/20/2011	Long	536.00	769.00	-233.00
11.211	Dodge & Cox International Fund	Buy	07/10/2008	09/20/2011	Long	333.19	442.51	-109.32
0.691	Dodge & Cox International Fund	Buy	07/10/2008	11/08/2011	Long	22.00	27.27	-5.27
6.109	Fidelity Advisor New Insights Fund	Buy	11/06/2006	07/25/2011	Long	131.95	111.49	20.46
183 734	Fidelity Advisor New Insights Fund	Buy	11/06/2006	07/07/2011	Long	3,976.00	3,353.15	622.85
10.521	Fidelity Advisor New Insights Fund	Buy	12/05/2006	07/25/2011	Long	227.25	198.00	29.25
48 358	Fidelity Advisor New Insights Fund	Buy	01/04/2007	07/25/2011	Long	1,044 53	898.00	146.53
13 627	Fidelity Advisor New Insights Fund	Buy	03/12/2007	07/25/2011	Long	294.34	254.00	40.34
20.502	Fidelity Advisor New Insights Fund	Buy	04/11/2007	07/25/2011	Long	442.84	392 00	50 84
193.204	Fidelity Advisor New Insights Fund	Buy	05/08/2007	08/17/2011	Long	3,781.00	3,835.10	-54.10
81.766	Fidelity Advisor New Insights Fund	Buy	05/08/2007	12/13/2011	Long	1,609.97	1,623.05	-13 08
25.727	Fidelity Advisor New Insights Fund	Buy	05/08/2007	09/20/2011	Long	513.00	510.68	2 32
115.374	Fidelity Advisor New Insights Fund	Buy	05/08/2007	07/25/2011	Long	2,492.09	2,290.17	201.92
2.877	Fidelity Advisor New Insights Fund	Buy	08/06/2007	12/13/2011	Long	56.65	58.00	-1 35
35.650	Fidelity Advisor New Insights Fund	Buy	01/09/2008	12/13/2011	Long	701 95	749.00	-47.05
28.773	Fidelity Advisor New Insights Fund	Buy	04/09/2008	12/13/2011	Long	566 54	572.00	-5.46
109.746	Fidelity Advisor New Insights Fund	Buy	09/10/2008	12/13/2011	Long	2,160.90	1,943 60	217 30
62.020	Fidelity Advisor Strategic Real Return I	Buy	05/04/2010	06/06/2011	Long	614.00	547.64	66.36
137.990	Fidelity Advisor Strategic Real Return I	Buy	05/04/2010	07/07/2011	Long	1,373 00	1,218.45	154.55
90 238	Fidelity Advisor Strategic Real Return I	Buy	05/04/2010	08/17/2011	Long	877.11	796.80	80.31
13.566	Fidelity Advisor Strategic Real Return I	Buy	06/07/2010	12/13/2011	Long	127.93	114.90	13.03

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Schedule D

Covering the Period 01/01/2011 To 12/31/2011

Date Run : 01/24/2012 Processing Date : 01/24/2012 Time Printed : 1:41:05 PM

Taxpayer I D : 64-0732703

Account Name : Allen B. Puckett, Jr. Family Foundation Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
304.309	Fidelity Advisor Strategic Real Return I	Buy	06/07/2010	08/17/2011	Long	2,957.89	2,577.50	380.39
10.696	Fidelity Advisor Strategic Real Return I	Buy	06/07/2010	09/20/2011	Long	103 00	90 60	12.40
326 021	Fidelity Advisor Strategic Real Return I	Buy	07/08/2010	12/13/2011	Long	3,074.38	2,794.00	280 38
193.605	Fidelity Advisor Strategic Real Return I	Buy	08/09/2010	12/13/2011	Long	1,825 69	1,728 89	96.80
56 376	Goldman Sachs High Yield Fund	Buy	03/10/2009	09/20/2011	Long	387.30	279.06	108.24
29.185	Goldman Sachs High Yield Fund	Buy	03/10/2009	08/17/2011	Long	204.00	144.47	59 53
15 924	Goldman Sachs High Yield Fund	Buy	03/10/2009	06/06/2011	Long	118.00	78 82	39.18
3 108	Goldman Sachs High Yield Fund	Buy	03/10/2009	03/29/2011	Long	23.00	15.38	7.62
46 429	Goldman Sachs High Yield Fund	Buy	04/13/2009	09/20/2011	Long	318.97	247.00	71.97
224 437	Goldman Sachs High Yield Fund	Buy	05/14/2009	09/20/2011	Long	1,541 89	1,295 00	246.89
25.117	Goldman Sachs High Yield Fund	Buy	08/18/2009	09/20/2011	Long	172.55	161.00	11.55
6 676	Goldman Sachs High Yield Fund	Buy	01/21/2010	09/20/2011	Long	45 86	47.00	-1.14
9 887	Goldman Sachs High Yield Fund	Buy	03/29/2010	09/20/2011	Long	67.92	70.00	-2 08
1.674	Goldman Sachs High Yield Fund	Buy	05/04/2010	09/20/2011	Long	11 50	12 00	-0 50
24 965	Goldman Sachs High Yield Fund	Buy	08/09/2010	09/20/2011	Long	171.51	178 00	-6 49
2.623	Goldman Sachs Mid-Cap Value Fund	Buy	08/13/2008	02/23/2011	Long	98.00	87.27	10.73
5 584	Goldman Sachs Mid-Cap Value Fund	Buy	08/13/2008	01/18/2011	Long	209.00	185.78	23.22
37 469	Goldman Sachs Mid-Cap Value Fund	Buy	08/13/2008	07/25/2011	Long	1,428.70	1,246.58	182.12
1.728	Goldman Sachs Mid-Cap Value Fund	Buy	08/13/2008	07/07/2011	Long	68.00	57 49	10 51
8 951	Goldman Sachs Mid-Cap Value Fund	Buy	10/16/2008	07/25/2011	Long	341 30	206.86	134 44
6.756	Goldman Sachs Mid-Cap Value Fund	Buy	10/16/2008	08/17/2011	Long	222.48	156.14	66.34
3.088	Goldman Sachs Mid-Cap Value Fund	Buy	11/18/2008	08/17/2011	Long	101.69	65 00	36 69
2.041	Goldman Sachs Mid-Cap Value Fund	Buy	01/06/2009	08/17/2011	Long	67.21	47.00	20 21

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Taxpayer I D : 64-0732703

Account Name : Allen B. Puckett, Jr. Family Foundation Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
1.080	Goldman Sachs Mid-Cap Value Fund	Buy	02/05/2009	08/17/2011	Long	35.56	23.00	12.56
8.488	Goldman Sachs Mid-Cap Value Fund	Buy	03/10/2009	08/17/2011	Long	279.51	155.00	124 51
3.523	Goldman Sachs Mid-Cap Value Fund	Buy	06/15/2009	08/17/2011	Long	116.01	83.00	33.01
7 886	Goldman Sachs Mid-Cap Value Fund	Buy	07/16/2009	08/17/2011	Long	259.69	188.00	71 69
2.612	Goldman Sachs Mid-Cap Value Fund	Buy	05/04/2010	11/08/2011	Long	92.00	84.73	7.27
8.984	Goldman Sachs Mid-Cap Value Fund	Buy	05/04/2010	08/17/2011	Long	295.85	291.44	4.41
4.256	Goldman Sachs Mid-Cap Value Fund	Buy	05/04/2010	09/20/2011	Long	139.00	138.06	0.94
65 635	Invesco International Growth Fund	Buy	02/07/2007	02/23/2011	Long	1,856.16	2,014.99	-158.83
2.883	Invesco International Growth Fund	Buy	06/05/2007	02/23/2011	Long	81.53	98.00	-16.47
11 194	Invesco International Growth Fund	Buy	09/06/2007	02/23/2011	Long	316.57	376.00	-59.43
36.645	Invesco International Growth Fund	Buy	11/06/2007	02/23/2011	Long	1,036.32	1,339.00	-302.68
18.696	Invesco International Growth Fund	Buy	12/11/2007	02/23/2011	Long	528.72	654.00	-125.28
60 421	Invesco International Growth Fund	Buy	01/09/2008	02/23/2011	Long	1,708.70	1,903.27	-194.57
6.689	Invesco International Growth Fund	Buy	01/09/2008	06/06/2011	Long	197.00	210 71	-13.71
19.195	Invesco International Growth Fund	Buy	01/09/2008	05/03/2011	Long	582.00	604.64	-22.64
10.774	Invesco International Growth Fund	Buy	01/09/2008	07/25/2011	Long	322.04	339.38	-17.34
110 370	Invesco International Growth Fund	Buy	02/11/2008	07/25/2011	Long	3,298 96	3,119.05	179.91
16.392	Invesco International Growth Fund	Buy	02/11/2008	11/08/2011	Long	447.00	463.23	-16.23
35.001	Invesco U.S. Small Cap Value Fund	Buy	10/16/2008	02/23/2011	Long	964.63	592 92	371.71
2.924	Invesco U.S. Small Cap Value Fund	Buy	10/16/2008	01/18/2011	Long	81.00	49.53	31.47
14.045	Invesco U.S. Small Cap Value Fund	Buy	11/18/2008	02/23/2011	Long	387.08	208 00	179.08
26.716	Invesco U.S. Small Cap Value Fund	Buy	01/06/2009	02/23/2011	Long	736.29	435.47	300.82
76.102	Invesco Van Kampen Small Cap Fund	Buy	01/06/2009	09/20/2011	Long	1,164.36	896.89	267.47

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Taxpayer I D : 64-0732703

Account Name : Allen B. Puckett, Jr. Family Foundation Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
3 775	Invesco Van Kampen Small Cap Fund	Buy	01/06/2009	07/07/2011	Long	73.00	44.49	28.51
97.167	Invesco Van Kampen Small Cap Fund	Buy	01/06/2009	07/25/2011	Long	1,818 00	1,145.15	672.85
25.570	Invesco Van Kampen Small Cap Fund	Buy	02/05/2009	09/20/2011	Long	391.22	269.00	122.22
6.506	Invesco Van Kampen Small Cap Fund	Buy	06/15/2009	09/20/2011	Long	99 54	78.00	21.54
105.969	Invesco Van Kampen Small Cap Fund	Buy	09/17/2009	09/20/2011	Long	1,621.35	1,550.00	71.35
15.672	Invesco Van Kampen Small Cap Fund	Buy	06/07/2010	09/20/2011	Long	239 78	240.00	-0.22
17 208	Invesco Van Kampen Small Cap Fund	Buy	07/08/2010	09/20/2011	Long	263.28	267.00	-3.72
1.665	Invesco Van Kampen Small Cap Fund	Buy	09/09/2010	09/20/2011	Long	25.47	26.00	-0.53
14.515	J P Morgan Small Cap Growth Fund	Buy	09/17/2009	05/03/2011	Long	190.00	122.51	67.49
1 223	J P Morgan Small Cap Growth Fund	Buy	09/17/2009	07/07/2011	Long	16.25	10.32	5.93
318.362	J P Morgan Small Cap Growth Fund	Buy	09/17/2009	02/23/2011	Long	3,849.00	2,686.97	1,162 03
11 268	J P Morgan Small Cap Growth Fund	Buy	10/19/2009	07/07/2011	Long	149.75	97.36	52 39
7.436	J P Morgan Small Cap Growth Fund	Buy	10/19/2009	09/20/2011	Long	78 00	64.25	13 75
143 950	J P Morgan Small Cap Growth Fund	Buy	10/19/2009	07/25/2011	Long	1,844.00	1,243.72	600.28
17.763	J P Morgan Small Cap Growth Fund	Buy	10/19/2009	11/08/2011	Long	208 00	153.47	54.53
0.890	Morgan Stanley Mid Cap Growth Fund	Buy	05/07/2008	07/07/2011	Long	38.00	28.77	9 23
0 567	Morgan Stanley Mid Cap Growth Fund	Buy	05/07/2008	06/06/2011	Long	23.00	18 33	4.67
3 798	Morgan Stanley Mid Cap Growth Fund	Buy	05/07/2008	03/29/2011	Long	152 00	122 79	29.21
6 363	Morgan Stanley Mid Cap Growth Fund	Buy	05/07/2008	05/03/2011	Long	267.00	205 71	61.29
28 112	Morgan Stanley Mid Cap Growth Fund	Buy	05/07/2008	07/25/2011	Long	1,185 48	908 86	276.62
3.087	Morgan Stanley Mid Cap Growth Fund	Buy	07/10/2008	07/25/2011	Long	130.18	88.00	42.18
10 538	Morgan Stanley Mid Cap Growth Fund	Buy	08/13/2008	07/25/2011	Long	444 39	296.00	148 39
3 959	Morgan Stanley Mid Cap Growth Fund	Buy	11/18/2008	07/25/2011	Long	166.95	64 69	102.26

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Account Name : Allen B. Puckett, Jr. Family Foundation Account Number : AG197

Shares/PV	Asset Sold	How Acq	Date Acquired	Date Sold	Holding Period	Sales Proceeds	Original Cost	Realized Gain/Loss
0.408	Morgan Stanley Mid Cap Growth Fund	Buy	11/18/2008	09/20/2011	Long	15.00	6 67	8.33
0 426	Morgan Stanley Mid Cap Growth Fund	Buy	11/18/2008	08/17/2011	Long	16.00	6.96	9.04
3.128	Pimco Total Return Fund	Buy	10/13/2010	12/13/2011	Long	34 00	36 69	-2.69
						94,066.73	89,313.08	4,753.65

! denotes Asset may qualify for Five-Year Gain Rule

Gain/Loss Summary

Short Term GL		Long Term GL	
Gains From Sales :	272.72	Gains From Sales :	8,594.21
Losses From Sales .	-676.41	Losses From Sales .	-3,436.87
Common Funds :	0.00	Common Funds :	0.00
Short Term Gains :	272.72	Long Term Gains :	8,594.21
Short Term Losses :	-676.41	Long Term Losses :	-3,436.87
Net Short Term G/L:	-403.69	Net Long Term G/L :	5,157.34
Capital Gain Dist :	549.53	Capital Gain Dist :	1,126.12

Account's Fiscal Year Ends Month 12

	Short Term	Long Term	Last Updated
Loss Carry Forward	0.00	0.00	02/06/1997