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

2011

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 , 2011, and ending , 20

Name of foundation
B. ANTON MEMORIAL FOUNDATION 55-7938478

Number and street (or P O box number if mail is not delivered to street address) Room/suite
P.O. BOX 1908

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

A Employer identification number
 65-6473083

B Telephone number (see instructions)
 () -

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 2,576,635.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		76,861.	80,104.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		406,869.			
b Gross sales price for all assets on line 6a		4,681,470.			
7 Capital gain net income (from Part IV, line 2)			406,881.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		483,730.	486,985.		
13 Compensation of officers, directors, trustees, etc.		13,438.	12,317.		1,121.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 2		2,500.	NONE	NONE	2,500.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 3		1,112.	1,355.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		17,050.	13,672.	NONE	3,621.
25 Contributions, gifts, grants paid		100,948.			100,948.
26 Total expenses and disbursements. Add lines 24 and 25		117,998.	13,672.	NONE	104,569.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		365,732.			
b Net investment income (if negative, enter -0-)			473,313.		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)			
		Beginning of year (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	48,660.	77,118.	77,118.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)	2,341,945.	2,680,363.	2,499,517.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶ (attach schedule)			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,390,605.	2,757,481.	2,576,635.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	2,390,605.	2,757,481.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	2,390,605.	2,757,481.		
31	Total liabilities and net assets/fund balances (see instructions)	2,390,605.	2,757,481.		

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 2,390,605.
2	Enter amount from Part I, line 27a	2 365,732.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3 1,308.
4	Add lines 1, 2, and 3	4 2,757,645.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5 164.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 2,757,481.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 4,681,470.		4,289,841.	391,629.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			391,629.		
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	406,881.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	144,582.	2,522,021.	0.057328
2009	95,000.	1,827,914.	0.051972
2008			
2007			
2006			

2 Total of line 1, column (d)	2	0.109300
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	0.054650
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,654,041.
5 Multiply line 4 by line 3	5	145,043.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,733.
7 Add lines 5 and 6	7	149,776.
8 Enter qualifying distributions from Part XII, line 4 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.	8	104,569.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	9,466.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	9,466.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,466.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a 816.		
b Exempt foreign organizations - tax withheld at source	6b NONE		
c Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	816.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 <i>Paid by EFTPS</i>		9	8,650.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		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?		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)? <i>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.</i>		X
c 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> FL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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? 13 X
Website address N/A
14 The books are in care of SUNTRUST BANK Telephone no.
Located at P.O. BOX 1908, ORLANDO, FL ZIP + 4 32802
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? 16 Yes No 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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? Yes No X
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) 3b N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? 4b X

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

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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		13,438.	-0-	-0-

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	

2	

3	

4	

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

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

	Amount
1 NONE	

2	

All other program-related investments See instructions.	
3 NONE	

Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	-18,802.
b	Average of monthly cash balances	1b	2,713,260.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,694,458.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,694,458.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,417.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,654,041.
6	Minimum investment return. Enter 5% of line 5	6	132,702.

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	132,702.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	9,466.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,466.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	123,236.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	123,236.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	123,236.

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	104,569.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	104,569.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	104,569.

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				123,236.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	4,121.			
e From 2010	20,113.			
f Total of lines 3a through e	24,234.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 104,569.				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				104,569.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	18,667.			18,667.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	5,567.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	5,567.			
10 Analysis of line 9				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	5,567.			
e Excess from 2011				

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

NOT APPLICABLE

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

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

Table with 5 columns: (a) 2011, (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3d (Alternative tests).

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).

N/A

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

N/A

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

Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>SEE STATEMENT 8</p>				
Total				▶ 3a 100,948.
<p>b <i>Approved for future payment</i></p>				
Total				▶ 3b

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	76,861.	80,104.
TOTAL	76,861.	80,104.

FORM 990PF, PART I - ACCOUNTING FEES
=====

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

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES PAID		1,355.
2010 990PF BAL DUE PAID	296.	
2011 990PF ESTIMATES PAID	816.	
TOTALS	----- 1,112. =====	----- 1,355. =====

B. ANTON MEMORIAL FOUNDATION 55-7938478
 FORM 990PF, PART II - OTHER INVESTMENTS
 =====

65-6473083

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	C	2,680,363.	2,499,517.
TOTALS		2,680,363.	2,499,517.

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

DESCRIPTION	AMOUNT
ACCRUED MARKET DISCOUNT	1,308.
TOTAL	1,308.

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

=====

DESCRIPTION

AMOUNT

RETURN OF CAPITAL TAX COST ADJUSTMENT MAINSTAY HIGH YLD

164.

TOTAL

164.

=====

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

OFFICER NAME:

SUNTRUST BANK

ADDRESS:

ORLANDO

, FL 32802-1906

TITLE:

TRUSTEE

COMPENSATION 13,438.

TOTAL COMPENSATION: 13,438.
=====

B. ANTON MEMORIAL FOUNDATION 55-7938478

65-6473083

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

=====

RECIPIENT NAME:

CHRISTIAN CHILDREN'S FUND

ATTN: GARY DUNCAN

ADDRESS:

2821 EMERYWOOD PARKWAY

RICHMOND, VA 23294

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL CHARITABLE PURPOSES

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 100,948.

TOTAL GRANTS PAID:

100,948.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No. 1545-0092

2011

Name of estate or trust: **B. ANTON MEMORIAL FOUNDATION 55-7938478**
Employer identification number: **65-6473083**

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	51,510.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	51,510.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					15,252.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	340,119.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	355,371.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)			51,510.
14	Net long-term gain or (loss):			
a	Total for year	14a		355,371.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		406,881.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

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

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

**SCHEDULE D-1
(Form 1041)**

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No. 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust: **B. ANTON MEMORIAL FOUNDATION 55-7938478**
Employer identification number: **65-6473083**

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co.)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 27.599 INVESCO SMALL CAP G	04/27/2011	06/22/2011	900.00	951.00	-51.00
1250. INVESCO SMALL CAP GR	04/27/2011	07/18/2011	41,275.00	43,075.00	-1,800.00
20.216 ADVISORS CAMBIAR SM	04/27/2011	06/22/2011	375.00	398.00	-23.00
1466.115 ADVISORS CAMBIAR	04/27/2011	07/18/2011	27,475.00	28,853.00	-1,378.00
365.449 EATON VANCE FLTG-R	05/26/2011	06/22/2011	3,300.00	3,318.00	-18.00
1292.913 EATON VANCE FLTG-	05/26/2011	07/18/2011	11,675.00	11,738.00	-63.00
330.135 EATON VANCE FLTG-R	05/26/2011	08/08/2011	2,925.00	2,997.00	-72.00
2373.708 EATON VANCE FLTG-	05/26/2011	10/18/2011	20,675.00	21,540.00	-865.00
138.833 GOLDMAN SACHS TRGR OPPORTUNITIES FD INSTL	04/27/2011	07/18/2011	3,475.00	3,696.00	-221.00
308.478 GOLDMAN SACHS TRGR OPPORTUNITIES FD INSTL	04/27/2011	10/18/2011	6,950.00	8,212.00	-1,262.00
465. ISHARES TR BARCLAYS T	04/27/2011	05/26/2011	51,530.00	49,945.00	1,585.00
166. ISHARES TR S&P 500 IN	02/02/2011	04/27/2011	22,430.00	21,755.00	675.00
63. ISHARES TR S&P 500 IND	02/02/2011	06/22/2011	8,226.00	8,257.00	-31.00
2164. ISHARES TR S&P 500 I	02/02/2011	07/18/2011	282,855.00	283,605.00	-750.00
87. ISHARES IBOXX INVT GRA ETF	05/26/2011	06/22/2011	9,663.00	9,675.00	-12.00
125. ISHARES IBOXX INVT GR ETF	07/18/2011	08/08/2011	14,011.00	13,909.00	102.00
2954. ISHARES TR MSCI EAFE	02/02/2011	04/27/2011	184,589.00	179,426.00	5,163.00
2429. ISHARES RUSSELL MIDC INDEX	02/02/2011	04/27/2011	118,245.00	113,210.00	5,035.00
2386. ISHARES RUSSELL MIDC INDEX	02/02/2011	04/27/2011	148,988.00	139,700.00	9,288.00
322. ISHARES TR RUSSELL 10 INDEX FD	02/02/2011	04/27/2011	22,357.00	21,675.00	682.00
135. ISHARES TR RUSSELL 10 INDEX FD	02/02/2011	06/22/2011	9,091.00	9,087.00	4.00
155. ISHARES TR RUSSELL 10 INDEX FD	02/02/2011	07/18/2011	10,326.00	10,434.00	-108.00
135. ISHARES TR RUSSELL 10 INDEX FD	02/02/2011	10/18/2011	8,044.00	9,087.00	-1,043.00
600. ISHARES TR RUSSELL 10 INDEX	02/02/2011	04/27/2011	37,041.00	35,750.00	1,291.00

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

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

Schedule D-1 (Form 1041) 2011

JSA
1F1221 2 000

**SCHEDULE D-1
(Form 1041)**

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2011

Department of the Treasury
Internal Revenue Service

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

Name of estate or trust

B. ANTON MEMORIAL FOUNDATION 55-7938478

Employer identification number

65-6473083

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

(a) Description of property (Example 100 sh. 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 164. ISHARES TR RUSSELL 10 INDEX	02/02/2011	06/22/2011	9,743.00	9,772.00	-29.00
97. ISHARES TR RUSSELL 100 INDEX	07/18/2011	10/18/2011	5,451.00	5,912.00	-461.00
837. ISHARES TR RUSSELL 20 INDEX FD	02/02/2011	04/27/2011	63,226.00	60,574.00	2,652.00
842. ISHARES TR RUSSELL 20 INDEX FD	02/02/2011	04/27/2011	81,698.00	74,702.00	6,996.00
778. ISHARES IBOXX \$HIGHYL ETF	04/27/2011	05/26/2011	71,476.00	71,398.00	78.00
13. ISHARES IBOXX \$HIGHYLD	02/02/2011	06/22/2011	1,170.00	1,190.00	-20.00
1. ISHARES IBOXX \$HIGHYLD	02/02/2011	07/18/2011	91.00	92.00	-1.00
447. ISHARES IBOXX \$HIGHYL ETF	02/02/2011	08/08/2011	37,726.00	40,901.00	-3,175.00
78. ISHARES BARCLAYS MBS B	05/26/2011	06/22/2011	8,339.00	8,342.00	-3.00
144. ISHARES BARCLAYS MBS	05/26/2011	07/18/2011	15,387.00	15,400.00	-13.00
1. ISHARES BARCLAYS MBS BD	05/26/2011	08/08/2011	107.00	107.00	
86. ISHARES BARCLAYS MBS B	05/26/2011	08/08/2011	9,246.00	9,197.00	49.00
141. ISHARES BARCLAYS MBS	05/26/2011	10/18/2011	15,141.00	15,079.00	62.00
225.599 MFS RESEARCH INTL-	04/27/2011	06/22/2011	3,675.00	3,860.00	-185.00
680.459 PIMCO COMMODITY RE STRATEGY-I	02/02/2011	04/27/2011	6,825.00	6,485.00	340.00
122.817 PIMCO COMMODITY RE STRATEGY-I	02/02/2011	07/18/2011	1,125.00	1,170.00	-45.00
87.209 PIMCO COMMODITY REA STRATEGY-I	02/02/2011	08/08/2011	750.00	831.00	-81.00
5855.876 PIMCO COMMODITY R STRATEGY-I	06/22/2011	10/18/2011	45,500.00	55,559.00	-10,059.00
21.236 RS INVT TR VALUE-Y	04/27/2011	06/22/2011	550.00	587.00	-37.00
262.85 RS INVT TR VALUE-Y	04/27/2011	07/18/2011	6,750.00	7,260.00	-510.00
214.852 RS INVT TR VALUE-Y	04/27/2011	10/18/2011	4,875.00	5,934.00	-1,059.00
395.214 TEMPLETON GLOBAL B	04/27/2011	06/22/2011	5,450.00	5,525.00	-75.00
467.033 TEMPLETON GLOBAL B	04/27/2011	08/08/2011	6,375.00	6,529.00	-154.00
1361. VANGUARD BD INDEX SH ETF	04/27/2011	05/26/2011	110,233.00	109,522.00	711.00

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

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

Schedule D-1 (Form 1041) 2011

ACCT 5892 3420898486
 FROM 01/01/2011
 TO 12/31/2011

WELLS FARGO BANK, N A
 STATEMENT OF CAPITAL GAINS AND LOSSES
 B ANTON MEMORIAL FOUNDATION
 TRUST YEAR ENDING 12/31/2011

PAGE 13
 RUN 10/24/2011
 03 24 14 PM

TAX PREPARER 518
 TRUST ADMINISTRATOR 1691
 INVESTMENT OFFICER 3412

LEGEND. F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
50000 0000 ABBOTT LABORATORIES	5 875	5/15/16	002824AT7 - MINOR = 23				
SOLD		01/12/2011	57850 00				
ACQ	50000 0000	07/24/2007	57850 00	50422 00	7428 00	LT15	Y
8577 1940 ARTIO INTERNATIONAL EQ	FD 3# 1529	-	04315J837 - MINOR = 41				
SOLD		01/12/2011	107643 78				
ACQ	8577 1940	05/12/2009	107643 78	85000 00	22643 78	LT15	Y
935 0000 AUTOMATIC DATA PROCESSING INC COM			053015103 - MINOR = 31001				
SOLD		01/12/2011	45770 28				
ACQ	100 0000	02/28/2008	4895 22	4036 00	859 22	LT15	Y
	835 0000	07/18/2007	40875 06	39879 60	995 46	LT15	Y
535 0000 AVERY DENNISON CORP COM			053611109 - MINOR = 3101				
SOLD		01/12/2011	22315 49				
ACQ	100 0000	02/28/2008	4171 12	5181 00	-1009 88	LT15	Y
	435 0000	07/18/2007	18144 37	29262 45	-11118 08	LT15	Y
500 0000 BERKSHIRE HATHAWAY INC			084670702 - MINOR = 61				
SOLD		01/12/2011	40270 79				
ACQ	500 0000	07/18/2007	40270 79	36590 00	3680 79	LT15	Y
4180 9400 BLACKROCK MCR CP EQ INST			091929760 - MINOR = 41				
SOLD		01/12/2011	175599 48				
ACQ	0200	05/27/2010	0 84	0 69	0 15	ST	Y
	4180 9200	05/12/2009	175598 64	110000 00	65598 64	LT15	Y
450 0000 CHEVRONTXACO CORP COM			166764100 - MINOR = 3101				
SOLD		01/12/2011	41544 52				
ACQ	450 0000	07/18/2007	41544 52	41701 50	-156 98	LT15	Y
50000 0000 CONOCOPHILLIPS	4 750	10/15/12	20825CAE4 - MINOR = 23				
SOLD		01/12/2011	53386 00				
ACQ	50000 0000	07/31/2007	53386 00	48886 45	4499 55	LT15	Y
645 0000 DIAGEO PLC SPONSORED ADR NEW			25243Q205 - MINOR = 3161				
SOLD		01/12/2011	48839 34				
ACQ	645 0000	05/12/2009	48839 34	33810 90	15028 44	LT15	Y
460 0000 EXXON MOBIL CORP COM			30231G102				
SOLD		01/12/2011	35146 18				
ACQ	460 0000	07/18/2007	35146 18	41625 40	-6479 22	LT15	Y
355 0000 FEDEX CORP COM			31428X106 - MINOR = 3101				
SOLD		01/12/2011	33675 40				
ACQ	355 0000	07/18/2007	33675 40	40998 95	-7323 55	LT15	Y
5985 6350 FORWARD HOOVER SM CAP EQ-I #103			349913889 - MINOR = 41				
SOLD		01/12/2011	107202 72				
ACQ	5985 6350	05/12/2009	107202 72	75000 00	32202 72	LT15	Y
295 0000 FRANKLIN RES INC COM			354613101 - MINOR = 31001				
SOLD		01/12/2011	34727 61				
ACQ	295 0000	07/18/2007	34727 61	41652 23	-6924 62	LT15	Y
50000 0000 GEORGIA POWER COMPAN	4 250	12/01/19	373334JP7 - MINOR = 23				
SOLD		01/12/2011	51472 00				
ACQ	50000 0000	02/24/2010	51472 00	49816 50	1655 50	ST	Y
50000 0000 GOLDMAN SACHS GROUP	5 500	11/15/14	38141GCM4 - MINOR = 23				
SOLD		01/12/2011	54545 50				
ACQ	50000 0000	07/24/2007	54545 50	48841 56	5703 94	LT15	Y
315 0000 W W GRAINGER INC COM			W/RIGHTS ATTACHED EXP 5/15/2009 - 384802104 - MINOR = 3101				
SOLD		01/12/2011	42353 55				
ACQ	315 0000	07/18/2007	42353 55	29833 65	12519 90	LT15	Y
9423 5030 HARBOR FD INTL GROWTH FD			411511801 - MINOR = 41				
SOLD		01/12/2011	117888 02				
ACQ	9423 5030	05/12/2009	117888 02	85000 00	32888 02	LT15	Y
1105 0000 HENRY JACK & ASSOC INC COM			426281101 - MINOR = 61				
SOLD		01/12/2011	32717 39				
ACQ	1105 0000	07/18/2007	32717 39	28926 47	3790 92	LT15	Y
50000 0000 HEWLETT-PACKARD CO	5 250	3/01/12	428236AL7 - MINOR = 23				
SOLD		01/12/2011	52513 00				
ACQ	50000 0000	07/31/2007	52513 00	49757 50	2755 50	LT15	Y
1345 0000 HOME DEPOT INC COM			437076102				
SOLD		01/12/2011	46807 90				
ACQ	1345 0000	05/12/2009	46807 90	33813 30	12994 60	LT15	Y
1175 0000 ISHARES DJ US TELECOMMUNICATION			464287713 - MINOR = 90				
SOLD		01/12/2011	27283 15				
ACQ	1175 0000	07/18/2007	27283 15	40709 99	-13426 84	LT15	Y
595 0000 JP MORGAN CHASE & CO COM			46625H100 - MINOR = 3101				
SOLD		01/12/2011	26562 14				
ACQ	595 0000	11/16/2009	26562 14	25864 59	697 55	LT15	Y
645 0000 JOHNSON & JOHNSON COM			478160104 - MINOR = 31001				
SOLD		01/12/2011	40255 05				
ACQ	645 0000	07/18/2007	40255 05	40086 75	168 30	LT15	Y
5478 8000 KEELEY SMALL CAP VAL FD			CL I #2251 - 487300808 - MINOR = 41				
SOLD		01/12/2011	139599 82				
ACQ	5478 8000	03/08/2010	139599 82	115000 00	24599 82	ST	Y
785 0000 KELLOGG CO COM			487836108 - MINOR = 3101				
SOLD		01/12/2011	40104 12				
ACQ	785 0000	05/12/2009	40104 12	33753 98	6350 14	LT15	Y
2189 4090 MANAGERS EMERGING MKTS EQUITY #890			561717828 - MINOR = 41				
SOLD		01/12/2011	34329.93				
ACQ	2189 4090	05/12/2009	34329.93	21500 00	12829 93	LT15	Y
615 0000 MCDONALDS CORP COM			580135101 - MINOR = 3101				
SOLD		01/12/2011	45270 61				
ACQ	615 0000	05/12/2009	45270 61	33628 20	11642 41	LT15	Y

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TRUST YEAR ENDING 12/31/2011

TAX PREPARER 518
 TRUST ADMINISTRATOR 1691
 INVESTMENT OFFICER 3412

LEGEND F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1395 0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001							
SOLD		01/12/2011	39687 77				
ACQ	25 0000	02/28/2008	711 25	700 00	11 25	LT15	Y
	1370 0000	07/18/2007	38976 52	41974 06	-2997 54	LT15	Y
535 0000 OCCIDENTAL PETE CORP COM - 674599105 - MINOR = 3101							
SOLD		01/12/2011	52178 74				
ACQ	535 0000	05/12/2009	52178 74	34309 55	17869 19	LT15	Y
790 0000 PATTERSON COS INC - 703395103 - MINOR = 61							
SOLD		01/12/2011	24853 38				
ACQ	790 0000	07/18/2007	24853 38	29251 33	-4397 95	LT15	Y
50000 0000 PEPSICO INC 3 750% 3/01/14 - 713448BK3 - MINOR = 23							
SOLD		01/12/2011	53091 55				
ACQ	50000 0000	06/17/2009	53091 55	50831 50	2260 05	LT15	Y
1590 0000 PFIZER INC COM W/RTS ATTACHED EXP 10/15/2007 - 717081103							
SOLD		01/12/2011	29146 28				
ACQ	1590 0000	07/18/2007	29146 28	39336 60	-10190 32	LT15	Y
665 0000 PROCTER & GAMBLE CO COM - 742718109							
SOLD		01/12/2011	43165 75				
ACQ	665 0000	05/12/2009	43165 75	33336 45	9829 30	LT15	Y
1030 0000 CYCLICAL/TRANS SEL SECTOR SPDR FD - 81369Y407 - MINOR = 90							
SOLD		01/12/2011	38840 85				
ACQ	1030 0000	07/18/2007	38840 85	40786 35	-1945 50	LT15	Y
350 0000 SECTO SPDR TRUST (ENERGY) SHARES OF BENEFICIAL INTEREST - 81369Y506 - MINOR = 90							
SOLD		01/12/2011	24465 49				
ACQ	350 0000	05/01/2008	24465 49	28164 50	-3699 01	LT15	Y
725 0000 UTILITIES SELECT SECTOR SPDR FD - 81369Y886 - MINOR = 90							
SOLD		01/12/2011	22874 81				
ACQ	725 0000	07/18/2007	22874 81	29201 84	-6327 03	LT15	Y
50000 0000 SHELL INTERNATIONAL 3 250% 9/22/15 - 822582AH5 - MINOR = 23							
SOLD		01/12/2011	51733 50				
ACQ	50000 0000	02/25/2010	51733 50	50655 00	1078 50	ST	Y
665 0000 SIGMA ALDRICH CORP COM - 826552101 - MINOR = 61							
SOLD		01/12/2011	43100 31				
ACQ	665 0000	07/18/2007	43100 31	29408 96	13691 35	LT15	Y
460 0000 SMITH & NEPHEW PLC SPDN ADR NEW - 83175M205 - MINOR = 66							
SOLD		01/12/2011	24719 98				
ACQ	460 0000	07/18/2007	24719 98	28833 72	-4113 74	LT15	Y
640 0000 STATE STR CORP COM - 857477103 - MINOR = 5010							
SOLD		01/12/2011	30592 70				
ACQ	640 0000	11/16/2009	30592 70	26115 97	4476 73	LT15	Y
500 0000 3M CO COM - 88579Y101 - MINOR = SBW							
SOLD		01/12/2011	44245 06				
ACQ	50 0000	02/28/2008	4424 51	3976 00	448 51	LT15	Y
	450 0000	07/18/2007	39820 55	41031 00	-1210 45	LT15	Y
1815 0000 US BANCORP DEL COM NEW W/RIGHTS ATTACHED EXP 2/27/2011 - 902973304 - MINOR = 3101							
SOLD		01/12/2011	48463 31				
ACQ	1815 0000	05/12/2009	48463 31	32488 50	15974 81	LT15	Y
640 0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 456							
SOLD		01/12/2011	50810 02				
ACQ	640 0000	05/12/2009	50810 02	33856 00	16954 02	LT15	Y
665 0000 WAL MART STORES INC COM - 931142103							
SOLD		01/12/2011	36450 03				
ACQ	665 0000	05/12/2009	36450 03	33875 10	2574 93	LT15	Y
480 0000 WATERS CORP COM - 941848103 - MINOR = 3101							
SOLD		01/12/2011	36786 57				
ACQ	480 0000	07/18/2007	36786 57	29260 80	7525 77	LT15	Y
50000 0000 WELLS FARGO & CO BD DTD 01/12/2006 4 875 - 949746NB3 - MINOR = 40							
SOLD		01/12/2011	50000 00				
ACQ	50000 0000	07/31/2007	50000 00	50000 00	0 00	LT15	Y
2000 0000 WESTERN UNION CO/THE - 959802109 - MINOR = 61							
SOLD		01/12/2011	38220 75				
ACQ	2000 0000	07/18/2007	38220 75	40280 00	-2059 25	LT15	Y
7720 2540 ALLIANCEBERNSTEIN INTL VALUE-AD #459 - 018913400 - MINOR = 41							
SOLD		01/13/2011	110631 24				
ACQ	7720 2540	05/12/2009	110631 24	85000 00	25631 24	LT15	Y
14254 3860 EATON VANCE INC FD BOSTON - IN #431 - 277907200 - MINOR = 42							
SOLD		01/13/2011	84100 88				
ACQ	14254 3860	05/14/2009	84100 88	65000 00	19100 88	LT15	Y
3225 8070 MFS EMERGING MKTS DEBT FD-I #833 - 55273E640 - MINOR = 42							
SOLD		01/13/2011	47032 27				
ACQ	3225 8070	05/14/2009	47032 27	40000 00	7032 27	LT15	Y
13374 4860 MAINSTAY HIGH YLD CORP BND-I #1562 - 56062X708 - MINOR = 42							
SOLD		01/13/2011	79578 19				
ACQ	13374 4860	05/14/2009	79578 19	64835 68	14742 51	LT15	Y
CHANGED 07/28/11 MCB PREP NOTE EXISTS							
4352 5570 PIMCO DIVERSIFIED INC-INSTL #106 - 693391880 - MINOR = 42							
SOLD		01/13/2011	50097 93				
ACQ	4352 5570	05/14/2009	50097 93	40000 00	10097 93	LT15	Y
TOTALS			2710541 13	2343088 57			

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TAX PREPARER 518
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LEGEND F - FEDERAL S - STATE I - INHERITED
 E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
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SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	27333 97	0 00	340118 59	0 00	0 00	0 00*
COVERED FROM ABOVE	0 00	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0 00	0 00	0 00			0 00
	27333 97	0 00	340118 59	0 00	0 00	0 00
=====						
STATE						
NONCOVERED FROM ABOVE	27333 97	0 00	340118 59	0 00	0 00	0 00*
COVERED FROM ABOVE	0 00	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	0 00			0 00
	27333 97	0 00	340118 59	0 00	0 00	0 00
=====						

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
FLORIDA	N/A	N/A

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.



ANTON MEMORIAL FOUNDATION
ACCOUNT NO. 7938478

PORTFOLIO DETAIL
AS OF 12/31/11

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (SEED TO MKI)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
<u>PRINCIPAL PORTFOLIO</u>						
	PRINCIPAL CASH	63,835.09- 2.48-%	63,835.09-			
	<u>STIF & MONEY MARKET FUNDS</u>					
77,118.12	FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS CUSIP: 609068DF5	77,118.12 1.000 2.99 %	77,118.12 1.00	0.00		8 0.01 % 0.00 %
<u>EQUITY SECURITIES</u>						
<u>MUTUAL FUNDS-EQUITY</u>						
2,730	ISHARES TR DOW JONES SELECT DIVID INDEX CUSIP: 464287168	146,792.10 53.770 5.70 %	142,204.75 52.09	4,587.35	5,045	3.44 % 0.00 %
8,214	ISHARES TR RUSSELL 1000 GROWTH INDEX FD CUSIP: 464287614	474,687.06 57.790 18.42 %	489,213.05 59.56	14,525.99-	6,612	1.39 % 0.00 %
4,106	ISHARES TR RUSSELL 1000 VALUE INDEX FD CUSIP: 464287598	260,648.88 63.480 10.12 %	274,797.88 66.93	14,149.00-	5,987	2.30 % 0.00 %
TOTAL MUTUAL FUNDS-EQUITY		882,128.04	906,215.68	24,087.64-	17,644	2.00 %



ANTON MEMORIAL FOUNDATION
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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
MUTUAL FUNDS-FIXED INCOME						
1,292	ISHARES TR BARCLAYS MBS BD ETF CUSIP: 464288588	139,626.44 108.070 5.42 %	138,171.27 106.94	1,455.17	4,652	3.33 % 0.00 %
1,992	ISHARES TR IBOXX INVT GRADE CORP BD ETF CUSIP: 464287242	226,609.92 113.760 8.79 %	217,568.25 109.22	9,041.67	9,948	4.39 % 0.00 %
1,370	VANGUARD BD INDEX FDS SHORT TERM BD ETF CUSIP: 921937827	110,750.80 80.840 4.30 %	110,165.12 80.41	585.68	2,124	1.92 % 0.00 %
2,012	VANGUARD BD INDEX FD INC TOTAL BD MARKET ETF CUSIP: 921937835	168,082.48 83.540 6.52 %	160,696.64 79.87	7,385.84	5,243	3.12 % 0.00 %
TOTAL MUTUAL FUNDS-FIXED INCOME		645,069.64	626,601.28	18,468.36	21,967	3.41 %
TOTAL EQUITY SECURITIES		1,527,197.68	1,532,816.96	5,619.28	39,611	2.59 %



ANTON MEMORIAL FOUNDATION
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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
1,777.676	ADVISORS INNER CIRCLE FD CAMBIAR SMALL CAP FD INSTL CL CUSIP: 0075W0593	29,953.84 16.850 1.16 %	33,567.26 18.88	3,613.42-	0	0.00 % 0.00 %
4,789.777	EATON VANCE MUT FDS TR FLT6-RT FD CL I CUSIP: 277911491	42,197.94 8.810 1.64 %	43,491.17 9.08	1,293.23-	1,806	4.28 % 0.00 %
5,221.964	GOLDMAN SACHS TR GROWTH OPPORTUNITIES FD INSTL CL CUSIP: 38142Y401	115,300.97 22.080 4.47 %	135,611.70 25.97	20,310.73-	0	0.00 % 0.00 %
973.167	INVESCO GROWTH SER SMALL CAP GROWTH FD CL INSTL CUSIP: 00141M622	28,484.60 29.270 1.11 %	32,349.26 33.24	3,864.66-	0	0.00 % 0.00 %
7,073.186	LEGG MASON GLOBAL TR BATTERYMARCH EMERGING MKTS TR INSTL CUSIP: 52465U607	133,046.63 18.810 5.16 %	170,750.00 24.14	37,703.37-	1,033	0.78 % 0.00 %
18,958.416	MANNING & NAPIER FDS WORLD OPTYS SER CL A CUSIP: 563821545	125,694.30 6.630 4.88 %	161,332.91 8.51	35,638.61-	4,550	3.62 % 0.00 %
15,154.57	MFS FDS RESEARCH INTL FD INSTL CL CUSIP: 552983470	208,072.25 13.730 8.08 %	250,990.00 16.56	42,917.75-	4,486	2.16 % 0.00 %
7,995.64	NEUBERGER BERMAN INCOME FDS HIGH INCOME BD FD CL INSTL CUSIP: 64128K868	71,241.15 8.910 2.76 %	71,022.14 8.88	219.01	5,197	7.29 % 0.00 %

MUTUAL FUNDS



ANTON MEMORIAL FOUNDATION
ACCOUNT NO. 7938478

PORTFOLIO DETAIL
AS OF 12/31/11

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
3,698.218	RS INVT TR VALUE FD CL Y CUSIP: 74972H614	85,761.68 23.190 3.33 X	100,544.33 27.19	14,782.65-	0	0.00 % 0.00 %
10,716.73	TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL CUSIP: 880208400	132,565.95 12.370 5.14 X	147,886.99 13.80	15,321.04-	6,794	5.12 % 0.00 %
TOTAL MUTUAL FUNDS		972,319.31	1,147,545.76	175,226.45-	23,866	2.45 %
PRINCIPAL PORTFOLIO TOTAL		2,512,800.02	2,693,645.75	180,845.73-	63,485	2.46 %
INCOME PORTFOLIO						
	INCOME CASH	63,835.09 2.48 X	63,835.09			

TOTAL ASSETS: 2,576,635.11