ENVELOPE POSTMARK DATE SEP 11 2012

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 06/01 **, 2011, and ending** 05/31, 20 12

Name of foundation: DR. HARRY J. HEEB FOUNDATION 43-5601439

A Employer identification number: 59-6618905

Number and street (or P O box number if mail is not delivered to street address): 300 S. ORANGE AVE, SUITE 1600

Room/suite:

B Telephone number (see instructions): ( ) -

City or town, state, and ZIP code: ORLANDO, FL 32801

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)* ▶ $ 2,000,552.

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	58,964.	59,626.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	32,935.			
	b Gross sales price for all assets on line 6a 689,207.				
	7 Capital gain net income (from Part IV, line 2)		32,937.		
	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	91,899.	92,563.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	37,583.	18,987.		18,596.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule) STMT 2	984.	NONE	NONE	984.
	b Accounting fees (attach schedule) STMT 3	2,500.	NONE	NONE	2,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	139.	688.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	603.	NONE	NONE	603.
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	5.		5.	
	24 Total operating and administrative expenses. Add lines 13 through 23	41,814.	19,675.	5.	22,683.
	25 Contributions, gifts, grants paid	71,940.			71,940.
	26 **Total expenses and disbursements** Add lines 24 and 25	113,754.	19,675.	5.	94,623.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-21,855.			
	b **Net investment income** (if negative, enter -0-)		72,888.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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For Paperwork Reduction Act Notice, see instructions. JSA Form **990-PF** (2011)

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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
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	126,154.	18,898.	18,898.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less. allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less· allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U S and state government obligations (attach schedule)			
b	Investments - corporate stock (attach schedule)			
c	Investments - corporate bonds (attach schedule)			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 6	1,727,544.	1,812,553.	1,981,654.
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)	1,853,698.	1,831,451.	2,000,552.
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)			
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
27	Capital stock, trust principal, or current funds	126,154.	1,831,451.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	1,727,544.	NONE	
30	**Total net assets or fund balances** (see instructions)	1,853,698.	1,831,451.	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,853,698.	1,831,451.	

(Side labels: Assets, lines 1–16; Liabilities, lines 17–23; Net Assets or Fund Balances, lines 24–31.)

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	1,853,698.
2	Enter amount from Part I, line 27a	2	-21,855.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,831,843.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	392.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,831,451.

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	667,626.		656,270.	11,356.
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				11,356.
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** 32,937.

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	90,948.	2,078,835.	0.043750
2009	92,138.	196,127.	0.469787
2008	77,913.	1,852,854.	0.042050
2007	126,977.	2,362,715.	0.053742
2006	121,924.	2,352,146.	0.051835

2	**Total** of line 1, column (d)	2	0.661164
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	0.132233
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,038,625.
5	Multiply line 4 by line 3	5	269,573.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	729.
7	Add lines 5 and 6	7	270,302.
8	Enter qualifying distributions from Part XII, line 4	8	94,623.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,458.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	1,458.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,458.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 1,691.		
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	1,691.
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	233.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 233. **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?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ FL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUNTRUST BANK Telephone no. ▶ (407)237-4354

Located at ▶ 300 S. ORANGE AVE, SUITE 1600, ORLANDO, FL ZIP + 4 ▶ 32801

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		37,583.	-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	1,911,326.
b	Average of monthly cash balances	1b	158,344.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,069,670.
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	2,069,670.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,045.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,038,625.
6	**Minimum investment return.** Enter 5% of line 5	6	101,931.

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	101,931.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,458.		
b	Income tax for 2011. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,458.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	100,473.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	100,473.
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	100,473.

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	94,623.
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	94,623.
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	94,623.

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					100,473.
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	7,114.				
c From 2008	NONE				
d From 2009	NONE				
e From 2010	NONE				
f **Total** of lines 3a through e		7,114.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 94,623.					
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					94,623.
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).)*		5,850.			5,850.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		1,264.			
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		1,264.			
10 Analysis of line 9					
a Excess from 2007	1,264.				
b Excess from 2008	NONE				
c Excess from 2009	NONE				
d Excess from 2010	NONE				
e Excess from 2011	NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total . . . . . . ▶ **3a**				71,940.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	58,964.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	32,935.	
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)				91,899.	

13 Total Add line 12, columns (b), (d), and (e) . . . . . . 13 91,899.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: SUNTRUST BANK — Date: 08/22/2012 — Title: CO-TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN		08/22/2012		P00353001
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605			Phone no 888-942-3272	

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		58,964.	59,626.
	TOTAL	58,964.	59,626.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEE	984.			984.
TOTALS	984.	NONE	NONE	984.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEES	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	47.	688.
CURRENT YEAR ESTIMATES	92.	
TOTALS	139.	688.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	ADJUSTED NET INCOME
ADR FEES	5.	5.
TOTALS	5.	5.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	1,727,544.	1,812,553.	1,981,654.
TOTALS		1,727,544.	1,812,553.	1,981,654.

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

DESCRIPTION		AMOUNT
RIDGEWORTH TAX COST ADJUSTMENT		392.
	TOTAL	392.

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

OFFICER NAME:
SUNTRUST BANK
ADDRESS:
300 S. ORANGE AVE, STE 1600
ORLANDO, FL 32801
TITLE:
CO-TRUSTEE, VAR
COMPENSATION .... 18,726.

OFFICER NAME:
DIANE E. PURSE
ADDRESS:
15231 WATERTOWN PLANK RD
ELM GROVE, WI 53122
TITLE:
CO-TRUSTEE, VAR.

OFFICER NAME:
VALERIE L. SWENSON
ADDRESS:
705 SUNNYSLOPE ROAD
ELM GROVE, WI 53122
TITLE:
CO-TRUSTEE,VAR.
COMPENSATION .... 18,857.

TOTAL COMPENSATION: 37,583.

DR. HARRY J. HEEB FOUNDATION 43-5601439 59-6618905
FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
CANDACE MARSHALL
ADDRESS:
SUNTRUST BANK, 300 S ORANGE AVE. STE 1600
ORLANDO, FL 32801
FORM, INFORMATION AND MATERIALS:
LETTER FORM STATING APLLICANT'S REQUEST
MAY 1ST EACH YEAR
RESTRICTIONS OR LIMITATIONS ON AWARDS:
ORGANIZATIONS MUST BE EXEMPT FROM TAX UNDER
THE INTERNAL REVENUE CODE.

STATEMENT 9

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

RECIPIENT NAME:
SEE ATTACHED SCHEDULE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSES
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 71,940.

TOTAL GRANTS PAID: 71,940.

FEDERAL FOOTNOTES

==

PLEASE NOTE THAT THIS TRUST IS A 4947(A)(1) TRUST AND NOT A 4947(A)(2).

STATEMENT 11

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: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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	-10,270.
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	-10,270.

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS					21,581.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	21,626.
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	43,207.

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

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-10,270.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			43,207.
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			32,937.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2011

Name of estate or trust: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 88. ABB LTD SPONS ADR	08/29/2011	05/08/2012	1,528.00	1,808.00	-280.00
217.881 ABERDEEN EQUITY LO	03/23/2011	08/29/2011	2,434.00	2,509.00	-75.00
4. AMAZON COM INC COM	08/29/2011	10/17/2011	977.00	811.00	166.00
2. AMAZON COM INC COM	08/29/2011	03/01/2012	356.00	406.00	-50.00
59. AUTODESK INC COM	08/29/2011	10/17/2011	1,897.00	1,596.00	301.00
22. BANK OF NEW YORK MELLO	10/27/2010	08/29/2011	451.00	547.00	-96.00
17. COACH INC COM	08/29/2011	10/17/2011	1,053.00	940.00	113.00
35. WALT DISNEY CO	08/29/2011	10/17/2011	1,188.00	1,146.00	42.00
100. EMC CORP MASS COM	08/29/2011	05/18/2012	2,569.00	2,190.00	379.00
48. EXPRESS SCRIPTS INC	08/29/2011	03/01/2012	2,550.00	2,200.00	350.00
6. EXPRESS SCRIPTS HLDG CO	08/29/2011	05/18/2012	309.00	275.00	34.00
681.096 FORUM ABSOLUTE STR	10/27/2010	08/29/2011	7,458.00	7,390.00	68.00
6. GENERAL ELEC CO COM	08/29/2011	05/18/2012	113.00	95.00	18.00
14. GOLDMAN SACHS GROUP IN	03/23/2011	10/17/2011	1,333.00	2,241.00	-908.00
3. GOOGLE INC CL A COM	08/29/2011	10/17/2011	1,751.00	1,604.00	147.00
92. HARTFORD FINANCIAL SVC COM	03/23/2011	10/17/2011	1,673.00	2,420.00	-747.00
35. HEWLETT PACKARD COM	03/23/2011	08/29/2011	875.00	1,458.00	-583.00
58. HUNT J B TRANS SVCS	08/29/2011	03/01/2012	2,984.00	2,312.00	672.00
42. INTEL CORP COM	10/27/2010	08/29/2011	836.00	839.00	-3.00
758. ISHARES TR S&P MIDCAP FD	03/23/2011	08/29/2011	64,148.00	72,336.00	-8,188.00
27. J P MORGAN CHASE & CO	08/29/2011	10/17/2011	854.00	1,000.00	-146.00
109. KOHL'S CORP COM STK	08/29/2011	10/17/2011	5,467.00	5,537.00	-70.00
7301.511 MANNING & NAPIER OPPTYS-A	08/29/2011	03/01/2012	56,368.00	60,134.00	-3,766.00
13. NATIONAL OILWELL INC C	08/29/2011	10/17/2011	855.00	850.00	5.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 17. NUCOR CORP COM	10/27/2010	08/29/2011	590.00	638.00	-48.00
31. OCCIDENTAL PETE CORP C	08/29/2011	03/01/2012	3,255.00	2,590.00	665.00
21. ORACLE CORPORATION C	03/23/2011	10/17/2011	663.00	643.00	20.00
57. ORACLE CORPORATION C	08/29/2011	05/18/2012	1,497.00	1,545.00	-48.00
78.794 OPPENHEIMER DEVELOP INSTL-Y	03/23/2011	08/29/2011	2,510.00	2,726.00	-216.00
600.767 PIMCO FDS LOW DURA INSTL CL	03/25/2011	08/29/2011	6,260.00	6,260.00	
26. PNC BANK CORPORATION C	03/23/2011	10/17/2011	1,314.00	1,590.00	-276.00
16. PARKER HANNIFIN CORP C	08/29/2011	03/01/2012	1,437.00	1,109.00	328.00
37. PEPSICO INC COM	08/29/2011	05/18/2012	2,528.00	2,357.00	171.00
43.339 PIMCO INVT GRADE CO	10/27/2010	08/29/2011	457.00	514.00	-57.00
2525.778 RIDGEWORTH FD-SEI INCM#RGCJ	03/25/2011	08/29/2011	21,292.00	22,732.00	-1,440.00
397.407 RIDGEWORTH FD-SEIX INCM#RGCJ	10/27/2010	10/17/2011	3,406.00	3,525.00	-119.00
560.26 RIDGEWORTH FD-INTER #RGCF	12/13/2010	08/29/2011	6,023.00	5,821.00	202.00
1184.834 RIDGEWORTH FD-INT #RGCF	03/01/2012	05/18/2012	12,500.00	12,441.00	59.00
14. SCHLUMBERGER LTD COM	08/29/2011	10/17/2011	976.00	1,069.00	-93.00
1460.368 TEMPLETON GLOBAL	10/27/2010	08/29/2011	20,051.00	19,861.00	190.00
530.752 TEMPLETON GLOBAL B	03/25/2011	03/01/2012	7,070.00	7,197.00	-127.00
19. TERADATA CORP DEL COM	03/23/2011	10/17/2011	1,120.00	954.00	166.00
12. THERMO ELECTRON CORP C	08/29/2011	03/01/2012	684.00	650.00	34.00
32. UNITED TECHNOLOGIES CO	08/29/2011	10/17/2011	2,383.00	2,334.00	49.00
32. VERIZON COMMUNICATIONS	10/17/2011	05/18/2012	1,331.00	1,194.00	137.00
11. WALMART STORES INC C	10/27/2010	08/29/2011	584.00	597.00	-13.00
149. WHIRLPOOL CORP COM	08/29/2011	03/01/2012	11,279.00	8,947.00	2,332.00
55. WILLIAMS COMPANIES INC	08/29/2011	05/18/2012	1,644.00	1,156.00	488.00

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

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

OMB No 1545-0092

2011

Name of estate or trust: DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number: 59-6618905

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 29.6667 WPX ENERGY INC COM	08/29/2011	05/08/2012	492.00	417.00	75.00
45. INVESCO LTD BERMUDA CO	08/29/2011	10/17/2011	807.00	939.00	-132.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . -10,270.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2011**

JSA
1F1221 2 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number
DR. HARRY J. HEEB FOUNDATION 43-5601439	59-6618905

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 427. ABB LTD SPONS ADR	05/03/2010	05/08/2012	7,413.00	6,548.00	865.00
38.105 ABERDEEN EQUITY LON	12/09/2009	08/29/2011	426.00	415.00	11.00
6. AMAZON COM INC COM	05/03/2010	03/01/2012	1,068.00	830.00	238.00
69. AMAZON COM INC COM	05/24/2010	05/08/2012	15,387.00	9,280.00	6,107.00
44. BB&T CORPORATION COM	09/15/2010	10/17/2011	977.00	1,035.00	-58.00
187. BANK OF AMERICA CORP	12/09/2009	10/17/2011	1,155.00	2,897.00	-1,742.00
272. BANK OF NEW YORK MELL	05/24/2010	08/29/2011	5,570.00	7,599.00	-2,029.00
248. CARNIVAL CORP PANAMA	05/24/2010	08/29/2011	7,807.00	8,851.00	-1,044.00
26. EXPRESS SCRIPTS INC	10/27/2010	03/01/2012	1,381.00	1,283.00	98.00
59. EXPRESS SCRIPTS HLDG C	03/27/2008	05/18/2012	3,040.00	1,875.00	1,165.00
215. EXXON MOBIL CORP	07/29/2003	08/29/2011	15,763.00	8,882.00	6,881.00
79. GENERAL ELEC CO COM	10/27/2010	05/18/2012	1,493.00	1,275.00	218.00
373. HEWLETT PACKARD COM	05/14/2009	08/29/2011	9,321.00	13,006.00	-3,685.00
543. INTEL CORP COM	05/24/2010	08/29/2011	10,811.00	11,447.00	-636.00
123. JOHNSON & JOHNSON COM	05/14/2009	08/29/2011	7,941.00	6,777.00	1,164.00
140. KOHL'S CORP COM STK	05/14/2009	10/17/2011	7,022.00	5,838.00	1,184.00
6505.341 MANNING & NAPIER OPPTYS-A	12/15/2010	03/01/2012	50,221.00	53,295.00	-3,074.00
83. MORGAN STANLEY DEAN WI DISCOVER & CO	12/09/2009	10/17/2011	1,254.00	2,499.00	-1,245.00
203. NUCOR CORP COM	05/24/2010	08/29/2011	7,046.00	8,836.00	-1,790.00
6. OCCIDENTAL PETE CORP CO	05/24/2010	03/01/2012	630.00	470.00	160.00
18. ORACLE CORPORATION C	10/27/2010	05/18/2012	473.00	515.00	-42.00
107. PARKER HANNIFIN CORP	12/09/2009	03/01/2012	9,609.00	5,764.00	3,845.00
63. PEPSICO INC COM	05/24/2010	05/18/2012	4,304.00	3,222.00	1,082.00
188.164 PIMCO COMMODITY RE STRATEGY-I	05/14/2009	08/29/2011	1,695.00	1,323.00	372.00
523.58 PIMCO INVT GRADE CO	12/22/2009	08/29/2011	5,524.00	5,738.00	-214.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

DR. HARRY J. HEEB FOUNDATION 43-5601439

Employer identification number

59-6618905

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 4970.55 RIDGEWORTH FD-MIDC #RGD5	12/09/2009	08/29/2011	52,390.00	47,817.00	4,573.00
407.948 RIDGEWORTH FD-SHOR #RGCX	12/22/2009	08/29/2011	4,055.00	4,026.00	29.00
138.635 RIDGEWORTH FD-SEIX INCM#RGCJ	04/10/2008	08/29/2011	1,169.00	1,244.00	-75.00
5049.384 RIDGEWORTH FD-SEI INCM#RGCJ	05/24/2010	10/17/2011	43,273.00	44,668.00	-1,395.00
1759.833 RIDGEWORTH FD-INT #RGCF	12/22/2009	08/29/2011	18,918.00	18,402.00	516.00
204.715 SENTINEL SMALL CO-	12/09/2009	08/29/2011	1,632.00	1,249.00	383.00
973.791 TEMPLETON GLOBAL B	05/03/2010	08/29/2011	13,370.00	13,224.00	146.00
3715.494 TEMPLETON GLOBAL	05/24/2010	03/01/2012	49,490.00	50,332.00	-842.00
137. THERMO ELECTRON CORP	10/27/2010	03/01/2012	7,810.00	5,145.00	2,665.00
178. UNITED TECHNOLOGIES C	05/24/2010	10/17/2011	13,255.00	6,765.00	6,490.00
23. VERIZON COMMUNICATIONS	03/23/2011	05/18/2012	957.00	845.00	112.00
151. WALMART STORES INC	05/24/2010	08/29/2011	8,019.00	7,340.00	679.00
55. WELLS FARGO & CO NEW C	03/23/2011	05/18/2012	1,736.00	1,723.00	13.00
.6667 WPX ENERGY INC COM	05/03/2010	01/10/2012	11.00	9.00	2.00
122.3333 WPX ENERGY INC CO	10/27/2010	05/08/2012	2,030.00	1,531.00	499.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 21,626.00

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					21,581.	
		88. ABB LTD SPONS ADR PROPERTY TYPE: SECURITIES					08/29/2011	05/08/2012
1,528.00		1,808.00					-280.00	
		427. ABB LTD SPONS ADR PROPERTY TYPE: SECURITIES					05/03/2010	05/08/2012
7,413.00		6,548.00					865.00	
		217.881 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES					03/23/2011	08/29/2011
2,434.00		2,509.00					-75.00	
		38.105 ABERDEEN EQUITY LONG SHORT-I PROPERTY TYPE: SECURITIES					12/09/2009	08/29/2011
426.00		415.00					11.00	
		4. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
977.00		811.00					166.00	
		2. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
356.00		406.00					-50.00	
		6. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					05/03/2010	03/01/2012
1,068.00		830.00					238.00	
		69. AMAZON COM INC COM PROPERTY TYPE: SECURITIES					05/24/2010	05/08/2012
15,387.00		9,280.00					6,107.00	
		59. AUTODESK INC COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
1,897.00		1,596.00					301.00	
		44. BB&T CORPORATION COM PROPERTY TYPE: SECURITIES					09/15/2010	10/17/2011
977.00		1,035.00					-58.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		187. BANK OF AMERICA CORP COM PROPERTY TYPE: SECURITIES					12/09/2009	10/17/2011
1,155.00		2,897.00					-1,742.00	
		22. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
451.00		547.00					-96.00	
		272. BANK OF NEW YORK MELLON CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	08/29/2011
5,570.00		7,599.00					-2,029.00	
		248. CARNIVAL CORP PANAMA COM PROPERTY TYPE: SECURITIES					05/24/2010	08/29/2011
7,807.00		8,851.00					-1,044.00	
		17. COACH INC COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
1,053.00		940.00					113.00	
		35. WALT DISNEY CO PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
1,188.00		1,146.00					42.00	
		100. EMC CORP MASS COM PROPERTY TYPE: SECURITIES					08/29/2011	05/18/2012
2,569.00		2,190.00					379.00	
		48. EXPRESS SCRIPTS INC CLASS A PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
2,550.00		2,200.00					350.00	
		26. EXPRESS SCRIPTS INC CLASS A PROPERTY TYPE: SECURITIES					10/27/2010	03/01/2012
1,381.00		1,283.00					98.00	
		59. EXPRESS SCRIPTS HLDG CO COM PROPERTY TYPE: SECURITIES					03/27/2008	05/18/2012
3,040.00		1,875.00					1,165.00	
		6. EXPRESS SCRIPTS HLDG CO COM PROPERTY TYPE: SECURITIES					08/29/2011	05/18/2012
309.00		275.00					34.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		215. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES					07/29/2003	08/29/2011
15,763.00		8,882.00					6,881.00	
		681.096 FORUM ABSOLUTE STRATEGIES-I PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
7,458.00		7,390.00					68.00	
		79. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					10/27/2010	05/18/2012
1,493.00		1,275.00					218.00	
		6. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES					08/29/2011	05/18/2012
113.00		95.00					18.00	
		14. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES					03/23/2011	10/17/2011
1,333.00		2,241.00					-908.00	
		3. GOOGLE INC CL A COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
1,751.00		1,604.00					147.00	
		92. HARTFORD FINANCIAL SVCS GROUP IN C PROPERTY TYPE: SECURITIES					03/23/2011	10/17/2011
1,673.00		2,420.00					-747.00	
		373. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					05/14/2009	08/29/2011
9,321.00		13,006.00					-3,685.00	
		35. HEWLETT PACKARD COM PROPERTY TYPE: SECURITIES					03/23/2011	08/29/2011
875.00		1,458.00					-583.00	
		58. HUNT J B TRANS SVCS PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
2,984.00		2,312.00					672.00	
		42. INTEL CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
836.00		839.00					-3.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		543. INTEL CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	08/29/2011
10,811.00		11,447.00					-636.00	
		758. ISHARES TR S&P MIDCAP 400 INDEX FD PROPERTY TYPE: SECURITIES					03/23/2011	08/29/2011
64,148.00		72,336.00					-8,188.00	
		27. J P MORGAN CHASE & CO PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
854.00		1,000.00					-146.00	
		123. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES					05/14/2009	08/29/2011
7,941.00		6,777.00					1,164.00	
		109. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
5,467.00		5,537.00					-70.00	
		140. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES					05/14/2009	10/17/2011
7,022.00		5,838.00					1,184.00	
		7301.511 MANNING & NAPIER WORLD OPPTYS-A PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
56,368.00		60,134.00					-3,766.00	
		6505.341 MANNING & NAPIER WORLD OPPTYS-A PROPERTY TYPE: SECURITIES					12/15/2010	03/01/2012
50,221.00		53,295.00					-3,074.00	
		83. MORGAN STANLEY DEAN WITTER DISCOVE PROPERTY TYPE: SECURITIES					12/09/2009	10/17/2011
1,254.00		2,499.00					-1,245.00	
		13. NATIONAL OILWELL INC COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
855.00		850.00					5.00	
		203. NUCOR CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	08/29/2011
7,046.00		8,836.00					-1,790.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		17. NUCOR CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
590.00		638.00					-48.00	
		31. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
3,255.00		2,590.00					665.00	
		6. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	03/01/2012
630.00		470.00					160.00	
		21. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES					03/23/2011	10/17/2011
663.00		643.00					20.00	
		57. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES					08/29/2011	05/18/2012
1,497.00		1,545.00					-48.00	
		18. ORACLE CORPORATION COM PROPERTY TYPE: SECURITIES					10/27/2010	05/18/2012
473.00		515.00					-42.00	
		78.794 OPPENHEIMER DEVELOPING MKTS INSTL PROPERTY TYPE: SECURITIES					03/23/2011	08/29/2011
2,510.00		2,726.00					-216.00	
		600.767 PIMCO FDS LOW DURATION FD INSTL PROPERTY TYPE: SECURITIES					03/25/2011	08/29/2011
6,260.00		6,260.00						
		26. PNC BANK CORPORATION COM PROPERTY TYPE: SECURITIES					03/23/2011	10/17/2011
1,314.00		1,590.00					-276.00	
		107. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					12/09/2009	03/01/2012
9,609.00		5,764.00					3,845.00	
		16. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
1,437.00		1,109.00					328.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		63. PEPSICO INC COM PROPERTY TYPE: SECURITIES					05/24/2010	05/18/2012
4,304.00		3,222.00					1,082.00	
		37. PEPSICO INC COM PROPERTY TYPE: SECURITIES					08/29/2011	05/18/2012
2,528.00		2,357.00					171.00	
		188.164 PIMCO COMMODITY REALRTN STRATEGY PROPERTY TYPE: SECURITIES					05/14/2009	08/29/2011
1,695.00		1,323.00					372.00	
		523.58 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES					12/22/2009	08/29/2011
5,524.00		5,738.00					-214.00	
		43.339 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
457.00		514.00					-57.00	
		4970.55 RIDGEWORTH FD-MIDCAP VAL EQTY #R PROPERTY TYPE: SECURITIES					12/09/2009	08/29/2011
52,390.00		47,817.00					4,573.00	
		407.948 RIDGEWORTH FD-SHORT TERM BD #RGC PROPERTY TYPE: SECURITIES					12/22/2009	08/29/2011
4,055.00		4,026.00					29.00	
		138.635 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES					04/10/2008	08/29/2011
1,169.00		1,244.00					-75.00	
		2525.778 RIDGEWORTH FD-SEIX FLT HGH INCM PROPERTY TYPE: SECURITIES					03/25/2011	08/29/2011
21,292.00		22,732.00					-1,440.00	
		397.407 RIDGEWORTH FD-SEIX FLT HGH INCM# PROPERTY TYPE: SECURITIES					10/27/2010	10/17/2011
3,406.00		3,525.00					-119.00	
		5049.384 RIDGEWORTH FD-SEIX FLT HGH INCM PROPERTY TYPE: SECURITIES					05/24/2010	10/17/2011
43,273.00		44,668.00					-1,395.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		560.26 RIDGEWORTH FD-INTERMEDIATE BD #RG PROPERTY TYPE: SECURITIES					12/13/2010	08/29/2011
6,023.00		5,821.00					202.00	
		1759.833 RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES					12/22/2009	08/29/2011
18,918.00		18,402.00					516.00	
		1184.834 RIDGEWORTH FD-INTERMEDIATE BD # PROPERTY TYPE: SECURITIES					03/01/2012	05/18/2012
12,500.00		12,441.00					59.00	
		14. SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
976.00		1,069.00					-93.00	
		204.715 SENTINEL SMALL CO-I PROPERTY TYPE: SECURITIES					12/09/2009	08/29/2011
1,632.00		1,249.00					383.00	
		1460.368 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
20,051.00		19,861.00					190.00	
		973.791 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES					05/03/2010	08/29/2011
13,370.00		13,224.00					146.00	
		3715.494 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES					05/24/2010	03/01/2012
49,490.00		50,332.00					-842.00	
		530.752 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES					03/25/2011	03/01/2012
7,070.00		7,197.00					-127.00	
		19. TERADATA CORP DEL COM PROPERTY TYPE: SECURITIES					03/23/2011	10/17/2011
1,120.00		954.00					166.00	
		137. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					10/27/2010	03/01/2012
7,810.00		5,145.00					2,665.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		12. THERMO ELECTRON CORP COM PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
684.00		650.00					34.00	
		32. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
2,383.00		2,334.00					49.00	
		178. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES					05/24/2010	10/17/2011
13,255.00		6,765.00					6,490.00	
		23. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					03/23/2011	05/18/2012
957.00		845.00					112.00	
		32. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES					10/17/2011	05/18/2012
1,331.00		1,194.00					137.00	
		11. WALMART STORES INC COM PROPERTY TYPE: SECURITIES					10/27/2010	08/29/2011
584.00		597.00					-13.00	
		151. WALMART STORES INC COM PROPERTY TYPE: SECURITIES					05/24/2010	08/29/2011
8,019.00		7,340.00					679.00	
		55. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES					03/23/2011	05/18/2012
1,736.00		1,723.00					13.00	
		149. WHIRLPOOL CORP COM PROPERTY TYPE: SECURITIES					08/29/2011	03/01/2012
11,279.00		8,947.00					2,332.00	
		55. WILLIAMS COMPANIES INC PROPERTY TYPE: SECURITIES					08/29/2011	05/18/2012
1,644.00		1,156.00					488.00	
		.6667 WPX ENERGY INC COM PROPERTY TYPE: SECURITIES					05/03/2010	01/10/2012
11.00		9.00					2.00	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		29.6667 WPX ENERGY INC COM PROPERTY TYPE: SECURITIES					08/29/2011	05/08/2012
492.00		417.00					75.00	
		122.3333 WPX ENERGY INC COM PROPERTY TYPE: SECURITIES					10/27/2010	05/08/2012
2,030.00		1,531.00					499.00	
		45. INVESCO LTD BERMUDA COM PROPERTY TYPE: SECURITIES					08/29/2011	10/17/2011
807.00		939.00					-132.00	
TOTAL GAIN(LOSS)							32,937.	

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ABERDEEN EQUITY LONG SHORT-I	370.00	
FORUM ABSOLUTE STRATEGIES-I	250.00	
JANUS PERKINS SMALL CAP VALUE-I	3,941.00	
MANNING & NAPIER WORLD OPPTYS-A	8,189.00	
NEUBERGER BERMAN HIGH INCOME BD-I	344.00	
PIMCO FDS LOW DURATION FD INSTL CL	1.00	
PIMCO COMMODITY REALRTN STRATEGY-I	165.00	
PIMCO INVT GRADE CORP BD-I	1,175.00	
RIDGEWORTH FD-INTERMEDIATE BD #RGCF	2,835.00	
SCHRODER US SMALL/MID CAP OPPTY-I	397.00	
SENTINEL SMALL CO-I	3,301.00	
TEMPLETON GLOBAL BD-ADV	613.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		21,581.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		21,581.00

STATEMENT 1

102 CHARITABLE DEDUCTION - CURRENT INCOME

05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BRAILLE TRANSCRIPTION PAID TO: AUDIO & BRAILLE LITERACY ENHANCEMENT TR TRAN#=IN001395000001 TR CD=072 REG= PORT=PRIN	-2500.00	-2500 00	1205000034
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SINGLE PARENTS OPTING FOR CHRIST PROGRAM PAID TO: CHRISTIAN HOME & BIBLE SCHOOL TR TRAN#=IN001395000004 TR CD=072 REG= PORT=PRIN	-5000 00	-5000 00	1205000037
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PROJECT LEARN 2012 PAID TO. BOYS & GIRLS CLUBS OF LAKE & SUMTER TR TRAN#=IN001395000002 TR CD=072 REG= PORT=PRIN	-5000 00	-5000.00	1205000035
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EXCEPTIONAL DOGS FOR EXCEPTIONAL PEOPLE PAID TO: CANINE COMPANIONS FOR INDEPENDENCE TR TRAN#=IN001395000003 TR CD=072 REG= PORT=PRIN	-3000.00	-3000.00	1205000036
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS LAKE COUNTY BACK TO SCHOOL FAIR VISION PAID TO FLORIDA'S VISION QUEST	-5000 00	-5000.00	1205000039

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102	**CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)**				
	TR TRAN#=IN001395000006 TR CD=072 REG= PORT=PRIN				
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SURGERY WEEKEND PROGRAM PAID TO: FRESH START TR TRAN#=IN001395000007 TR CD=072 REG= PORT=PRIN	-1000.00		-1000.00	1205000040
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS TUTITION ASSISTANCE FOR CHILDREN W/SPECIAL NEEDS PAID TO· FIRST ACADEMY TR TRAN#=IN001395000005 TR CD=072 REG= PORT=PRIN	-5000.00		-5000.00	1205000038
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EARLY INTERVENTION SERVICES PROGRAM PAID TO: LIGHTHOUSE CENTRAL FLORIDA TR TRAN#=IN001395000009 TR CD=072 REG= PORT=PRIN	-10000 00		-10000 00	1205000042
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DR HARRY HEEB SCHOLARSHP AT STETSON UNIV PAID TO: SETSON UNIVERSITY TR TRAN#=IN001395000010 TR CD=072 REG= PORT=PRIN	-11000.00		-11000.00	1205000043
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PURCHASE OAE AUDIOLOGY EQUIPMENT PAID TO: UNIVERSITY OF CENTRAL FLORIDA FDN TR TRAN#=IN001395000011 TR CD=072 REG= PORT=PRIN	-7940.00		-7940.00	1205000044
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS VISION REHABILITATION PROGRAMS PAID TO: VISION FORWARD ASSOCIATION TR TRAN#=IN001395000012 TR CD=072 REG= PORT=PRIN	-12500.00		-12500 00	1205000045
05/14/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS 2 YEAR FL COLLEGE PLAN TUITION SCHOLARSHIPS PAID TO· LAKE/SUMTER TAKE STOCK IN CHILDREN TR TRAN#=IN001395000008 TR CD=072 REG= PORT=PRIN	-4000.00		-4000 00	1205000041
	TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-71940.00	0.00	-71940 00	

Investment Review (82 Items) - as of 07/11/2012 (Settle Date View)

print | expand | contract | save | ticker | accounts | trade date

Click on an investment class to show investment information or select a date from the drop-down listbox to view historical investment information (if available) **Disclaimer Pricing changes made since the last statement may not be reflected in Investment Review values

Assets as of: 05/31/2012 Account. 5601439 - HEEB, DR HARRY J FDN CO-TA

	P/I	Units	Market Value	% Mkt Value	Accrued Income	Tax Cost	Est Annual Income	Yield at Mkt	Market Price
CASH EQUIVALENTS			**$633.47**	**0.032%**	**$0.00**	**$633.47**	**$0.00**	**0.000%**	
COINS AND CURRENCY			**$633.47**	**0.032%**	**$0.00**	**$633.47**	**$0.00**	**0.000%**	
999999998 UNINVESTED CASH		*633 4700*	*$633 47*	*0 032%*	*$0 00*	*$633 47*	*$0 00*	*0 000%*	*$1 00*
STIF & MONEY MARKET FUNDS			**$18,264.25**	**0.913%**	**$0.27**	**$18,264.25**	**$1.83**	**0.010%**	
GOVERNMENT			**$18,264.25**	**0.913%**	**$0.27**	**$18,264.25**	**$1.83**	**0.010%**	
609068DF5 FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS		*18,264 2500*	*$18,264 25*	*0 913%*	*$0 27*	*$18,264 25*	*$1 83*	*0 010%*	*$1 00*
EQUITY SECURITIES			**$793,741.56**	**39.676%**	**$1,449.49**	**$611,130.64**	**$15,628.01**	**1.969%**	
AEROSPACE & DEFENSE			**$16,071.72**	**0.803%**	**$0.00**	**$12,659.37**	**$0.00**	**0.000%**	
073302101 BE AEROSPACE INC COM Rating B-		*371 0000*	*$16,071 72*	*0 803%*	*$0 00*	*$12,659 37*	*$0 00*	*0 000%*	*$43 32*
AIR FREIGHT & LOGISTICS			**$9,442.44**	**0.472%**	**$0.00**	**$6,840.17**	**$287.28**	**3.042%**	
911312106 UNITED PARCEL SVC INC CL B COM Rating B+		*126 0000*	*$9,442 44*	*0 472%*	*$0 00*	*$6,840 17*	*$287 28*	*3 042%*	*$74 94*
APPAREL, ACCESSORIES & LUXURY			**$15,985.65**	**0.799%**	**$71.10**	**$8,637.25**	**$284.40**	**1.779%**	
189754104 COACH INC COM Rating B+		*237 0000*	*$15,985 65*	*0 799%*	*$71 10*	*$8,637 25*	*$284 40*	*1 779%*	*$67 45*
APPLICATION SOFTWARE			**$19,230.70**	**0.961%**	**$0.00**	**$16,101.42**	**$106.80**	**0.555%**	
052769106 AUTODESK INC COM Rating B		*288 0000*	*$9,221 76*	*0 461%*	*$0 00*	*$7,676 16*	*$0 00*	*0 000%*	*$32 02*
461202103 INTUIT INC COM Rating B+		*178 0000*	*$10,008 94*	*0 500%*	*$0 00*	*$8,425 26*	*$106 80*	*1 067%*	*$56 23*
ASSET MGMT & CUSTODY BANKS			**$7,286.25**	**0.364%**	**$57.79**	**$5,150.99**	**$231.15**	**3.172%**	
G491BT108 INVESCO LTD USD0 2 BERMUDA COM		*335 0000*	*$7,286 25*	*0 364%*	*$57 79*	*$5,150 99*	*$231 15*	*3 172%*	*$21 75*
BIOTECHNOLOGY			**$16,545.76**	**0.827%**	**$85.68**	**$12,274.09**	**$342.72**	**2.071%**	
031162100 AMGEN INC COM Rating B+		*238 0000*	*$16,545 76*	*0 827%*	*$85 68*	*$12,274 09*	*$342 72*	*2 071%*	*$69 52*
BROADCASTING & CABLE TV			**$19,152.49**	**0.957%**	**$0.00**	**$10,725.72**	**$251.40**	**1.313%**	
254687106 WALT DISNEY CO COM Rating A+		*419 0000*	*$19,152 49*	*0 957%*	*$0 00*	*$10,725 72*	*$251 40*	*1 313%*	*$45 71*
COMMUNICATIONS EQUIPMENT			**$14,556.74**	**0.728%**	**$63.50**	**$12,623.80**	**$254.00**	**1 745%**	

747525103 QUALCOMM CORP COM Rating B+	254 0000	$14,556 74	0 728%	$63 50	$12,623 80	$254 00	1 745%	$57 31
COMPUTER HARDWARE		**$78,476.60**	**3.923%**	**$79.05**	**$38,882.81**	**$316.20**	**0.403%**	
037833100 APPLE INC COM Rating B	82 0000	$47,373 86	2 368%	$0 00	$13,096 79	$0 00	0 000%	$577 73
459200101 INTERNATIONAL BUSINESS MACHS CORP COM Rating A+	93 0000	$17,939 70	0 897%	$79 05	$15,875 10	$316 20	1 763%	$192 90
88076W103 TERADATA CORP DEL COM	198 0000	$13,163 04	0 658%	$0 00	$9,910 92	$0 00	0 000%	$66 48
COMPUTER STORAGE & PERIPHERALS		**$12,115.80**	**0.606%**	**$0.00**	**$6,398.10**	**$0.00**	**0 000%**	
268648102 EMC CORP MASS COM Rating B+	508 0000	$12,115 80	0 606%	$0 00	$6,398 10	$0 00	0 000%	$23 85
CONSTRUCTION & ENGINEERING		**$17,373.20**	**0.868%**	**$28.16**	**$16,154.37**	**$112.64**	**0.648%**	
343412102 FLUOR CORP COM NEW Rating A-	176 0000	$8,250 88	0 412%	$28 16	$8,680 37	$112 64	1 365%	$46 88
74762E102 QUANTA SVCS INC COM Rating B-	404 0000	$9,122 32	0 456%	$0 00	$7,474 00	$0 00	0 000%	$22 58
CONSTRUCTION/FARM/HEAVY TRUCKS		**$7,288.58**	**0.364%**	**$38.80**	**$7,055.78**	**$155.20**	**2.129%**	
693718108 PACCAR INC COM Rating B+	194 0000	$7,288 58	0 364%	$38 80	$7,055 78	$155 20	2 129%	$37 57
CONSUMER FINANCE		**$17,568.54**	**0.878%**	**$0.00**	**$15,162.79**	**$68.40**	**0.389%**	
14040H105 CAPITAL ONE FINL CORP COM Rating A-	342 0000	$17,568 54	0 878%	$0 00	$15,162 79	$68 40	0 389%	$51 37
DATA PROCESSING & OUTSOURCING		**$17,395.20**	**0.870%**	**$33.22**	**$12,312.37**	**$132.88**	**0.764%**	
92826C839 VISA INC CL A COM	151 0000	$17,395 20	0 870%	$33 22	$12,312 37	$132 88	0 764%	$115 20
DEPARTMENT STORES		**$17,236.65**	**0.862%**	**$0.00**	**$13,143.80**	**$362.40**	**2.102%**	
55616P104 MACY'S INC COM Rating B	453 0000	$17,236 65	0 862%	$0 00	$13,143 80	$362 40	2 102%	$38 05
DIVERSIFIED BANKS		**$65,637.44**	**3.281%**	**$129.60**	**$67,698.16**	**$1,748.40**	**2.664%**	
060505104 BANK OF AMERICA CORP COM Rating B-	1,014 0000	$7,452 90	0 373%	$10 14	$13,110 56	$40 56	0 544%	$7 35
054937107 BB&T CORP COM Rating B+	307 0000	$9,277 54	0 464%	$0 00	$7,018 79	$245 60	2 647%	$30 22
46625H100 JP MORGAN CHASE & CO	494 0000	$16,376 10	0 819%	$0 00	$17,489 01	$592 80	3 620%	$33 15

COM Rating B+								
⊞ 693475105 PNC FINL SVCS GROUP INC COM Rating B+	275 0000	$16,890 50	0 844%	$0 00	$15,827 48	$440 00	2 605%	$61 42
⊞ 949746101 WELLS FARGO & CO COM NEW Rating A-	488 0000	$15,640 40	0 782%	$119 46	$14,252 32	$429 44	2 746%	$32 05
⊟ **DIVERSIFIED METALS & MINING**		**$5,382.72**	**0.269%**	**$0.00**	**$4,640.52**	**$210.00**	**3.901%**	
⊞ 35671D857 FREEPORT-MCMORAN COPPER & GOLD INC COM Rating B	168 0000	$5,382 72	0 269%	$0 00	$4,640 52	$210 00	3 901%	$32 04
⊟ **DRUG RETAIL**		**$15,549.24**	**0.777%**	**$0.00**	**$10,156.86**	**$224.90**	**1.446%**	
⊞ 126650100 CVS CAREMARK CORP COM Rating A+	346 0000	$15,549 24	0 777%	$0 00	$10,156 86	$224 90	1 446%	$44 94
⊟ **ELECTRICAL COMPONENTS & EQUIP**		**$9,400.77**	**0.470%**	**$80.40**	**$7,315.25**	**$321.60**	**3.421%**	
⊞ 291011104 EMERSON ELEC CO COM Rating A+	201 0000	$9,400 77	0 470%	$80 40	$7,315 25	$321 60	3 421%	$46 77
⊟ **EXPLORATION & PRODUCTION**		**$12,207.00**	**0.610%**	**$0.00**	**$12,616.22**	**$102.00**	**0.836%**	
⊞ 037411105 APACHE CORP COM Rating A-	150 0000	$12,207 00	0 610%	$0 00	$12,616 22	$102 00	0 836%	$81 38
⊟ **HEALTH CARE EQUIPMENT**		**$11,389.50**	**0.569%**	**$0.00**	**$9,996.01**	**$301.50**	**2.647%**	
⊞ 071813109 BAXTER INTL INC COM Rating A	225 0000	$11,389 50	0 569%	$0 00	$9,996 01	$301 50	2 647%	$50 62
⊟ **HEALTH CARE SERVICES**		**$12,369.03**	**0.618%**	**$0.00**	**$7,462.12**	**$0.00**	**0.000%**	
⊞ 30219G108 EXPRESS SCRIPTS HLDG CO COM Rating A-	237 0000	$12,369 03	0 618%	$0 00	$7,462 12	$0 00	0 000%	$52 19
⊟ **HOME IMPROVEMENT RETAIL**		**$20,574.78**	**1.028%**	**$120.93**	**$11,022.20**	**$483.72**	**2.351%**	
⊞ 437076102 HOME DEPOT INC COM Rating A	417 0000	$20,574 78	1 028%	$120 93	$11,022 20	$483 72	2 351%	$49 34
⊟ **HOUSEHOLD PRODUCTS**		**$16,257.69**	**0.813%**	**$0.00**	**$14,979.05**	**$586.73**	**3.609%**	
⊞ 742718109 PROCTER & GAMBLE CO COM Rating A+	261 0000	$16,257 69	0 813%	$0 00	$14,979 05	$586 73	3 609%	$62 29
⊟ **INDUSTRIAL CONGLOMERATES**		**$12,007.61**	**0.600%**	**$0.00**	**$1,724.16**	**$427.72**	**3.562%**	
⊞ 369604103 GENERAL ELEC CO COM Rating A-	629 0000	$12,007 61	0 600%	$0 00	$1,724 16	$427 72	3 562%	$19 09
⊟ **INDUSTRIAL GASES**		**$11,473.92**	**0.574%**	**$0.00**	**$8,188.24**	**$237.60**	**2.071%**	
⊞ 74005P104 PRAXAIR INC COM Rating A+	108 0000	$11,473 92	0 574%	$0 00	$8,188 24	$237 60	2 071%	$106 24
⊟ **INDUSTRIAL MACHINERY**		**$9,866.88**	**0.493%**	**$0.00**	**$8,667.24**	**$138.24**	**1.401%**	
⊞ 34354P105 FLOWSERVE CORP	96 0000	$9,866 88	0 493%	$0 00	$8,667 24	$138 24	1 401%	$102 78

COM Rating B								
INTEGRATED OIL & GAS		**$34,393.40**	**1.719%**	**$171.90**	**$23,199.07**	**$1,113.12**	**3.236%**	
166764100 CHEVRON CORP COM Rating A+	191 0000	$18,777 21	0 939%	$171 90	$10,151 85	$687 60	3 662%	$98 31
674599105 OCCIDENTAL PETROLEUM CORP COM Rating A-	197 0000	$15,616 19	0 781%	$0 00	$13,047 22	$425 52	2 725%	$79 27
INTEGRATED TELECOM SVCS		**$15,781.56**	**0.789%**	**$0.00**	**$11,437.90**	**$758.00**	**4.803%**	
92343V104 VERIZON COMMUNICATIONS COM Rating B	379 0000	$15,781 56	0 789%	$0 00	$11,437 90	$758 00	4 803%	$41 64
INTERNET SOFTWARE & SERVICES		**$18,587.52**	**0.929%**	**$0.00**	**$13,300.06**	**$0 00**	**0.000%**	
38259P508 GOOGLE INC CL A COM	32 0000	$18,587 52	0 929%	$0 00	$13,300 06	$0 00	0 000%	$580 86
INVESTMENT BANKING & BROKERAGE		**$14,341.70**	**0.717%**	**$46.46**	**$22,432.29**	**$255.84**	**1.784%**	
38141G104 GOLDMAN SACHS GROUP INC COM Rating B+	101 0000	$9,665 70	0 483%	$46 46	$14,198 33	$185 84	1 923%	$95 70
617446448 MORGAN STANLEY COM NEW Rating B-	350 0000	$4,676 00	0 234%	$0 00	$8,233 96	$70 00	1 497%	$13 36
MULTI-LINE INSURANCE		**$8,056.78**	**0.403%**	**$47.90**	**$11,267.54**	**$191.60**	**2.378%**	
416515104 HARTFORD FINL SVCS GROUP INC COM Rating B-	479 0000	$8,056 78	0 403%	$47 90	$11,267 54	$191 60	2 378%	$16 82
OIL & GAS EQUIPMENT & SERVICES		**$39,854.06**	**1.992%**	**$64.90**	**$37,712.02**	**$357.04**	**0.896%**	
13342B105 CAMERON INTL CORP COM Rating B+	249 0000	$11,376 81	0 569%	$0 00	$10,779 28	$0 00	0 000%	$45 69
637071101 NATIONAL OILWELL VARCO INC COM Rating B+	203 0000	$13,550 25	0 677%	$0 00	$13,270 11	$97 44	0 719%	$66 75
806857108 SCHLUMBERGER LTD COM	236 0000	$14,927 00	0 746%	$64 90	$13,662 63	$259 60	1 739%	$63 25
PACKAGED FOODS & MEATS		**$8,038.80**	**0.402%**	**$0.00**	**$7,770.00**	**$256.20**	**3.187%**	
370334104 GENERAL MILLS INC COM Rating A+	210 0000	$8,038 80	0 402%	$0 00	$7,770 00	$256 20	3 187%	$38 28
PHARMACEUTICALS		**$66,237.84**	**3.311%**	**$206.39**	**$58,962.42**	**$2,318.04**	**3.500%**	
002824100 ABBOTT LABS COM Rating A	363 0000	$22,429 77	1 121%	$0 00	$17,107 67	$740 52	3 302%	$61 79
58933Y105 MERCK & CO INC PAR 0 5 COM Rating B	452 0000	$16,986 16	0 849%	$0 00	$13,327 53	$759 36	4 470%	$37 58

717081103 PFIZER INC COM Rating B+	653 0000	$14,281 11	0 714%	$143 66	$12,374 35	$574 64	4 024%	$21 87
881624209 TEVA PHARMACEUTICAL INDS LTD SPONS ADR	320 0000	$12,540 80	0 627%	$62 73	$16,152 87	$243 52	1 942%	$39 19
RAILROADS		**$10,694.40**	**0.535%**	**$57.60**	**$5,133.48**	**$230.40**	**2.154%**	
907818108 UNION PACIFIC CORP COM Rating A	96 0000	$10,694 40	0 535%	$57 60	$5,133 48	$230 40	2 154%	$111 40
REFINING MRKTING & TRANSPORTN		**$12,303.59**	**0.615%**	**$0.00**	**$7,623.22**	**$483.60**	**3.931%**	
969457100 WILLIAMS COS INC COM Rating B	403 0000	$12,303 59	0 615%	$0 00	$7,623 22	$483 60	3 931%	$30 53
RESTAURANTS		**$10,449.46**	**0.522%**	**$0.00**	**$9,147.10**	**$347.44**	**3.325%**	
237194105 DARDEN RESTAURANTS INC COM Rating A	202 0000	$10,449 46	0 522%	$0 00	$9,147 10	$347 44	3 325%	$51 73
SEMICONDUCTORS		**$8,999.68**	**0.450%**	**$0.00**	**$6,093.86**	**$214.88**	**2.388%**	
882508104 TEXAS INSTRS INC COM Rating B+	316 0000	$8,999 68	0 450%	$0 00	$6,093 86	$214 88	2 388%	$28 48
SOFT DRINKS		**$8,345.55**	**0.417%**	**$66.11**	**$6,239.57**	**$264.45**	**3.169%**	
713448108 PEPSICO INC COM Rating A+	123 0000	$8,345 55	0 417%	$66 11	$6,239 57	$264 45	3 169%	$67 85
SYSTEMS SOFTWARE		**$13,261.47**	**0.663%**	**$0.00**	**$9,843.79**	**$120.24**	**0.907%**	
68389X105 ORACLE CORP COM Rating A-	501 0000	$13,261 47	0 663%	$0 00	$9,843 79	$120 24	0 907%	$26 47
TOBACCO		**$25,183.98**	**1.259%**	**$0.00**	**$15,484.97**	**$917.84**	**3.645%**	
718172109 PHILIP MORRIS INTL COM	298 0000	$25,183 98	1 259%	$0 00	$15,484 97	$917 84	3 645%	$84 51
TRUCKING		**$11,368.87**	**0.568%**	**$0.00**	**$6,894.49**	**$111.44**	**0.980%**	
445658107 HUNT JB TRANSPORT SVCS INC COM Rating B+	199 0000	$11,368 87	0 568%	$0 00	$6,894 49	$111 44	0 980%	$57 13
MUTUAL FUNDS		**$897,554.87**	**44.865%**	**$431.48**	**$917,754.28**	**$33,948.95**	**3.782%**	
ALTERNATIVE INVT FDS		**$107,050.06**	**5.351%**	**$0.00**	**$102,592.13**	**$129.57**	**0.121%**	
003020336 ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL Rating N/A	3,715 3170	$41,202 87	2 060%	$0 00	$40,733 19	$0 00	0 000%	$11 09
34984T600 FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL Rating N/A	5,889 7310	$65,847 19	3.291%	$0 00	$61,858 94	$129 57	0 197%	$11 18
COMMODITY		**$40,750.72**	**2.037%**	**$0.00**	**$46,738.46**	**$11,861.96**	**29.109%**	
722005667 PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL Rating N/A	6,604 6540	$40,750 72	2 037%	$0 00	$46,738 46	$11,861 96	29 109%	$6 17
FIXED INCOME		**$183,692.66**	**9.182%**	**$428.31**	**$182,514.90**	**$8,152.75**	**4.438%**	
64128K868	5,854 2040	$52,746 38	2 637%	$19 47	$51,703 74	$3,600 34	6 826%	$9 01

NEUBERGER BERMAN INCOME FDS HIGH INCOME BD FD CL INSTL Rating N/A								
⊞ *693390304 PIMCO FDS LOW DURATION FD INSTL CL Rating N/A*	*6,206 1030*	*$64,977 90*	*3 248%*	*$163 48*	*$64,667 59*	*$1,458 43*	*2 245%*	*$10 47*
⊞ *722005816 PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL Rating N/A*	*6,102 5330*	*$65,968 38*	*3 298%*	*$245 36*	*$66,143 57*	*$3,093 98*	*4 690%*	*$10 81*
⊟ **INTL EMERGING**		**$78,856.63**	**3.942%**	**$0.00**	**$81,644.69**	**$1,794.61**	**2.276%**	
⊞ *683974505 OPPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y Rating N/A*	*2,658 6860*	*$78,856 63*	*3 942%*	*$0 00*	*$81,644 69*	*$1,794 61*	*2 276%*	*$29 66*
⊟ **LARGE CAP GROWTH**		**$69,819.04**	**3.490%**	**$0.00**	**$73,668.00**	**$74.55**	**0.107%**	
⊞ *411511504 HARBOR FD CAP APPRECIATION FD INSTL CL Rating N/A*	*1,733 7730*	*$69,819 04*	*3 490%*	*$0 00*	*$73,668 00*	*$74 55*	*0 107%*	*$40 27*
⊟ **LARGE CAP VALUE**		**$122,334.67**	**6.115%**	**$0.00**	**$124,787.00**	**$4,898.52**	**4.004%**	
⊞ *314172560 FEDERATED EQUITY FDS STRATEGIC VALUE FD CL INSTL Rating N/A*	*25,646 6810*	*$122,334 67*	*6 115%*	*$0 00*	*$124,787 00*	*$4,898 52*	*4 004%*	*$4 77*
⊟ **MID CAP GROWTH**		**$30,216.59**	**1.510%**	**$0.00**	**$31,537.05**	**$481.97**	**1.595%**	
⊞ *80809R204 SCHRODER FDS US SMALL & MIDCAP OPPORTUNITES FD IV Rating N/A*	*2,576 0090*	*$30,216 59*	*1 510%*	*$0 00*	*$31,537 05*	*$481 97*	*1 595%*	*$11 73*
⊟ **OTHER INTL EQUITY**		**$97,872.54**	**4.892%**	**$0.00**	**$114,290.29**	**$3,575 25**	**3.653%**	
⊞ *563821545 MANNING & NAPIER FDS WORLD OPPTYS SER CL A Rating N/A*	*14,896 8860*	*$97,872 54*	*4 892%*	*$0 00*	*$114,290 29*	*$3,575 25*	*3 653%*	*$6 57*
⊟ **OTHER INTL FIXED INCOME**		**$74,253.85**	**3.712%**	**$3.17**	**$74,674.38**	**$2,729.63**	**3.676%**	
⊞ *693390882 PIMCO FDS FOREIGN BD US$ HEDGED FD INSTL CL Rating N/A*	*4,032 3340*	*$43,750 82*	*2 187%*	*$3 17*	*$43,025 00*	*$1,157 28*	*2 645%*	*$10 85*
⊞ *880208400 TEMPLETON INCOME TR GLOBAL BD FD ADVISOR CL Rating N/A*	*2,483 9600*	*$30,503 03*	*1 525%*	*$0 00*	*$31,649 38*	*$1,572 35*	*5 155%*	*$12.28*
⊟ **SMALL CAP GROWTH**		**$40,609.16**	**2.030%**	**$0.00**	**$32,729.36**	**$0.00**	**0.000%**	
⊞ *81728B825 SENTINEL FDS SMALL CO FD INSTL CL Rating N/A*	*5,253 4490*	*$40,609 16*	*2 030%*	*$0 00*	*$32,729 36*	*$0 00*	*0 000%*	*$7 73*
⊟ **SMALL CAP VALUE**		**$52,098.97**	**2.604%**	**$0.00**	**$52,578.02**	**$250.14**	**0.480%**	
⊞ *47103C183 JANUS FDS PERKINS SMALL CAP VALUE FD CL I Rating N/A*	*2,526 6230*	*$52,098 97*	*2 604%*	*$0 00*	*$52,578 02*	*$250 14*	*0 480%*	*$20 62*
PROPRIETARY FUNDS		**$290,357.51**	**14.514%**	**$506.74**	**$283,668.82**	**$6,913.72**	**2.381%**	
⊟ **FIXED INCOME**		**$290,357.51**	**14.514%**	**$506.74**	**$283,668.82**	**$6,913.72**	**2.381%**	
⊞ *76628T702 RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCF Rating N/A*	*17,291 5490*	*$182,944 59*	*9 145%*	*$274 54*	*$177,135 52*	*$3,631 23*	*1 985%*	*$10 58*
⊞ *76628T678 RIDGEWORTH FD-SEIX FLTG RT HIGH INCM I SHS #RGCJ*	*3,663 3190*	*$32,054 04*	*1 602%*	*$135 36*	*$31,629 80*	*$1,674 14*	*5 223%*	*$8 75*

Rating N/A									
76628T611 RIDGEWORTH FD-SHORT TERM BD I SHS #RGCX Rating N/A	*7,550 9900*	*$75,358 88*	*3 767%*	*$96 84*	*$74,903 50*	*$1,608 36*	*2 134%*	*$9 98*
MISCELLANEOUS ASSETS		**$0.00**	**0.000%**	**$0.00**	**$0.00**	**$0.00**	**0.000%**	
ACCOUNT RECEIVABLES		**$0.00**	**0.000%**	**$0.00**	**$0.00**	**$0.00**	**0.000%**	
997001LP5 CLASS ACTION PENDING BANK OF AMERICA CORP ON RCPT OF FINAL PMT	*1 0000*	*$0 00*	*0 000%*	*$0 00*	*$0 00*	*$0 00*	*0 000%*	*$0 00*
997001HY1 CLASS ACTION PENDING DELL INC ON RCPT OF FINAL PMT	*1 0000*	*$0 00*	*0 000%*	*$0 00*	*$0 00*	*$0 00*	*0 000%*	*$0 00*
997000TT1 CLASS ACTION PENDING XEROX CORP ON RCPT OF FINAL PMT	*1 0000*	*$0 00*	*0 000%*	*$0 00*	*$0 00*	*$0 00*	*0 000%*	*$0 00*
TOTAL:		**$2,000,551.66**	**100%**	**$2,387.98**	**$1,831,451.46**	**$56,492.51**	**2.824%**	

Please note. Market values and transactions reflect beginning of current business day's pricing and activities. Month end values may differ from your month end Statement of Account due to retroactive pricing

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O.R. BOOK 614 PAGE 1788

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Last Will and Testament

OF

HARRY J. HEEB

I, HARRY J. HEEB, a citizen and resident of Howey-in-the-Hills, County of Lake, State of Florida, being possessed of a sound and disposing mind, memory and understanding, and under no restraint whatsoever, do hereby make, publish and declare this to be my Last Will and Testament, hereby revoking any and all former Wills or Codicils thereto, or testamentary dispositions of whatever nature which I may have heretofore made.

ARTICLE I.

I direct my Co-Executors hereinafter named to pay out of my general estate all of my just debts, funeral expenses and the charges of administering my estate as promptly as possible after my demise, including all inheritance or estate taxes, if any, which may become due and payable by my estate by reason of my death, and that no portion of said taxes, debts and expenses shall be apportioned to or against any beneficiary of this my Last Will and Testament.

AUG 20 9 36 AM '76

CLERK CIRCUIT COURT
LAKE COUNTY, FLA

ARTICLE II.

I give and bequeath to my cousin, MABEL H. SCHWARZE, all of my wearing apparel, jewelry, personal effects, and any automobile owned by me at the time of my death, for her unrestricted use and ownership. In the event that she shall not be living at the time of my death, the bequest herein made shall pass to the surviving issue of her body, in equal shares, share and share alike; but if she shall leave no such surviving issue, said bequest shall be distributed to her heirs at law or next of kin in accordance with the laws of Florida relating to the descent of property in the case of intestacy.

ARTICLE III.

All the rest, residue and remainder of the property which I may own at the time of my death, real or personal, I give, devise and bequeath to THE

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FIRST NATIONAL BANK OF LEESBURG, Leesburg, Florida, and MABEL H. SCHWARZE, not individually but as Co-Trustees, to be held by them IN TRUST NEVERTHELESS, as a perpetual Charitable Trust to be known as "THE DR. HARRY J. HEEB FOUNDATION", and so far as practicable my Co-Trustees shall allocate, administer and distribute the net earnings, and conduct the activities of the trust in that name. In the event of the death or inability of the said MABEL H. SCHWARZE to serve as Co-Trustee, her successor shall be selected from her lineal descendants, or if ever there are no lineal descendants of her body, then the said First National Bank of Leesburg shall serve alone in the capacity of Trustee.

In order to accomplish the greatest good by charitable use of the funds at my command, I hereby direct that my Co-Trustees shall not unreasonably accumulate the net earnings of this Trust but that the same shall be distributed at least annually for the use and purpose of charitable organizations, to be selected and determined by my Co-Trustees. By way of explanation, I am leaving a list of charities which I have favored during my lifetime in my safe deposit box and it is my desire that my Co-Trustees shall be guided by said list.

The net earnings of the trust estate shall be used exclusively for contributions to organizations, including governmental bodies, operated exclusively for religious, charitable, educational, veteran rehabilitation service, literary or scientific purposes, or for the prevention of cruelty to children; no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation or the election of public officials; provided, however, that such contributions may be made only for use within the United States or its possessions; and provided also, that the organizations to which the contributions are made are exempt from taxation under the Internal Revenue Code of the United States of America.

Harry J. Heeb

In the administration of the Trust, my Co-Trustees shall not engage in any activities which are unlawful under the laws of the United States of America, or any State, District, Territory or Possession of the United States where its activities are carried on; nor shall my Co-Trustees engage in any transaction described as "prohibited" by requirements of the Internal Revenue Code relating to the exemption of organizations from income and profit taxes.

This Trust shall never be operated for the purpose of carrying on a trade or business for profit; and no payment of net earnings shall ever be made to any private shareholder or individual, unless the shareholder or individual be entitled to receive contributions hereunder, or to the Co-Trustees of this trust, except as a reasonable allowance for actual expenditures or services actually rendered, it being my intent that no part of the trust fund or the net earnings thereof shall ever inure to the benefit of any private individual within the meaning of the tax-exemption requirements of the laws of the United States of America.

This Trust shall be perpetual with only the net earnings from said Trust assets distributable at least annually to charitable organizations as hereinabove set forth.

ARTICLE IV.

In addition to any powers and duties hereinbefore conferred or imposed, my Co-Executors and Co-Trustees shall have the following powers, to-wit:

(a) To take possession of, hold, improve, manage, deal with, lease, mortgage, repair, release, dispose of or sell any and all property of which I may die possessed or in which I may have an interest, or to carry on and continue any business in which I may have been engaged at the time of my death, or in general, to do any and every act and thing in respect of any property of my estate as the Executors or Trustees would have the right to do if they were the individual owners thereof, without being limited in any way by the grant of specific powers hereinafter enumerated.

(b) To allot to either or any of the trusts established under this Will an undivided interest in any property comprising a portion of the whole trust estate and to hold, manage, invest and account for the respective shares or parts thereof as a single

Harry Steele

fund, making division thereof only upon the Trustee's books of account; and to allocate to each share its proportionate part of the principal and its proportionate part of the receipts, expenses and net income thereof; provided, however, that no such holdings shall defer the vesting of ownership and possession of any share at the time same shall become payable to any beneficiary.

(c) To sell, convey, transfer, exchange or otherwise dispose of all or any part of said estate or trust estate, in such manner, for such consideration and upon such terms and conditions as my Executors and Trustees may deem to be in the best interest of my said estate.

(d) To collect all the income, rents andprofits of said estate and to pay all taxes, assessments, maintenance, up-keep or other charges upon said property and all expenses necessary and incident to its administration.

(e) To invest and reinvest said trust estate in such bonds, stocks, notes, real estate mortgages or other securities or property, real or personal, as my Trustees shall deem prudent, without being limited by any statute or rule of law regarding investments by Trustees.

Specifically including the purchasing and dealing in or with stocks, bonds or debentures of The First at Orlando Corporation, its successors or any association merged therewith. In voting and handling of said stock, the individual Executor or Trustee, as the case may be, shall vote all proxies and shall have exclusive management over said stock. My Corporate Executor or Trustee shall act only in a managerial capacity in keeping the books.

(f) To settle and compound any and all claims in favor of or against said estate as my Executors or Trustees shall deem advisable, and for any such purpose to make, execute and deliver any and all necessary deeds, contracts, mortgages, bills of sale or other instruments.

(g) To borrow money, in such amounts, at such rates and upon such terms and conditions as my Executors or Trustees shall deem advisable and to secure the repayment thereof may mortgage or pledge any part of said trust estate.

(h) To make distribution in money or in kind, or partly in money and partly in kind, including securities, real property or any undivided interest in real or personal property, making the necessary equalization in cash, at values to be determined by my Trustees, whose judgment as to said values shall be binding and conclusive upon all beneficiaries hereunder.

(i) To employ and compensate out of the principal or income of said estate or trust estate such suppliers, contractors, agents, brokers or attorneys as may be necessary for the proper administration of said estate.

Harry [illegible]

(j) To do all other acts in the judgment of said Executors or Trustees which they may deem necessary or desirable for the proper and advantageous management, investment or distribution of said estate.

ARTICLE V.

To administer my estate and carry out the provisions of this my Last Will and Testament, I hereby nominate and appoint MABEL H. SCHWARZE of Yalaha, Florida, and THE FIRST NATIONAL BANK OF LEESBURG, Leesburg, Florida, to be the Co-Executors and Co-Trustees thereof, to serve without Bond, conferring upon them all the powers and duties hereinabove set forth.

ARTICLE VI.

As compensation for their services hereunder, the Co-Executors shall receive fees as set by the Florida Statute in existence at the time such services are rendered.

In the event that any controversy shall arise between my Co-Executors or Co-Trustees, it is my desire and direction that the matter in question shall be presented to the presiding Judge of the Court having jurisdiction thereof, and the decision and order of such Judge shall be binding and conclusive.

It is my desire that my estate be closed one year from the date of the appointment of my Co-Executors, or as soon as possible after receipt of Tax Release from the Internal Revenue Service.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal to this my Last Will and Testament, consisting of six typewritten pages, the following page included, on each of which I have placed my signature, on this the [illegible] day of [illegible], 1972.

[signature] (SEAL)

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The foregoing instrument, consisting of six typewritten pages, this page included, each page thereof bearing the signature of the above Testator, was, this 22 day of March, 1972, signed, sealed and published by said Testator as and for his Last Will and Testament in the presence of each of us, who, at his request, and in his presence, and in the presence of each other, have hereunto subscribed our names as witnesses thereto, we and each of us believing the said Testator to be of sound and disposing mind and memory at the date hereof.

[illegible] Residing at [illegible]

Leesburg, Florida 32748

Alline S. Allison Residing at Rt 3 Box 53

Leesburg, Fla. 32748

[illegible] Residing at 2026 S Fern Circle

Leesburg, Fla. 32748

I HEREBY CERTIFY that the above is a true and correct copy of the original as it appears on record and that same is in full force and effect.

Dated May 11, 1977

JAMES C. WATKINS, Clerk Circuit Court

By [illegible] Deputy Clerk

Page Six.

[illegible]

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CODICIL NO. I
TO
LAST WILL AND TESTAMENT
OF
HARRY J. HEEB

STATE OF FLORIDA :
:
COUNTY OF LAKE :

WHEREAS, I, HARRY J. HEEB, a citizen and resident of Lake County, Florida, being of sound and disposing mind and memory and of legal age, did on March 6, 1972, sign, seal, declare and publish my Last Will and Testament in the presence of Thelma W. McEwEn, Alline S. Allison and Helen Tomczak, who signed the said Will and Testament as witnesses; and

WHEREAS, I am desirous of adding ARTICLE VII to my Last Will and Testament, as follows:

"ARTICLE VII. I direct that any indebtedness owed by Diane S. Purse, 14245 Juneau Boulevard, Elm Grove, Wisconsin 53122, to me at my death be cancelled, and payment thereof be not required.

I also republish, ratify and reaffirm all the terms of said Will not in conflict with this Codicil.

IN WITNESS WHEREOF, I have signed and published this Codicil to my Last Will and Testament on this 6th day of March, A. D. 1973.

Harry J. Heeb (SEAL)

Signed, sealed, declared and published by HARRY J. HEEB, as a Codicil to his Last Will and Testament, in the presence of us, the undersigned, who subscribe our names hereto in the presence of said Testator, after he has signed his name thereto, and at his special instance and request, and in the presence of each other, this the 6th day of March, A. D. 1973.

Thelma W. McEwen Residing at 811 Lee Street
Leesburg Florida 32748

Nancy M. Kinard Residing at P.O. Box 377
Tavares, Florida 32778

Helen Tomczak Residing at 2026 Fern Circle
Leesburg, Florida 32748

I HEREBY CERTIFY that the above is a true and correct copy of the original as it appears on record and that same is in full force and effect.

Dated May 11, 1977

JAMES C. WATKINS, Clerk Circuit Court

By [signature] Deputy Clerk

SELECTION AND ACCEPTANCE OF SUCCESSOR CO-TRUSTEE TO DR. HARRY J. HEEB PRIVATE FOUNDATION TRUST

WHEREAS, Dr. Harry J. Heeb executed his Last Will and Testament on March 6, 1972; and

WHEREAS, said Last Will and Testament of Dr. Harry J. Heeb was admitted to probate following his death and was probated fully and properly by the Probate Court having jurisdiction over the estate in Lake County, Florida; and

WHEREAS, said Last Will and Testament provided that the residue of the estate of Dr. Harry J. Heeb was to pass to what is now SunBank, N.A., Leesburg, Florida, formerly First National Bank of Leesburg, Leesburg, Florida and Mabel H. Schwarze, cousin of said Dr. Harry J. Heeb, to administer as co-trustees in a charitable trust which has come to be known as the Dr. Harry J. Heeb Private Foundation Trust; and

WHEREAS, Article III of said Last Will and Testament provides that in the event of the inability of said Mabel H. Schwarze to serve as co-trustee, her successor shall be selected from her lineal descendants; and

WHEREAS, the only child of said Mabel H. Schwarze is her daughter, Diane Purse; and

WHEREAS, by virtue of a letter dated February 13, 1992, from Mabel H. Schwarze to Mrs. Karen L. Bent, Vice President and Trust Officer of said SunBank, N.A. (a copy of said letter is attached hereto as Exhibit A), said Mabel H. Schwarze has indicated that she is no longer able to perform the duties of co-trustee and that she requests that her only daughter, said Diane Purse, be substituted as co-trustee to serve in place of said Mabel H. Schwarze; and

WHEREAS, said Diane Purse is willing and able to assume the duties of co-trustee of the said Dr. Harry J. Heeb Private Foundation Trust.

NOW, THEREFORE, said Diane Purse hereby acknowledges her selection and accepts her appointment as co-trustee to succeed Mabel H. Schwarze as a co-trustee of the Dr. Harry J. Heeb Private Foundation Trust, which Trust was established pursuant to the March

6, 1972, Last Will and Testament of Dr. Harry J. Heeb, deceased. This acceptance of said Diane Purse to serve in accordance with her selection shall be effective as of the date when said Diane Purse shall execute this document.

Date: April 6, 1992

Diane E. Purse
DIANE PURSE, A/K/A Diane E. Purse

Date: April 17, 1992

SUNBANK, NATIONAL ASSOCIATION AS CO-TRUSTEE OF THE HARRY J. HEEB FOUNDATION TRUST,

BY: Karen L. Bent
Karen L. Bent, Vice President and Trust Officer

[SGS/HEEB.KLH]

SELECTION AND ACCEPTANCE OF SUCCESSOR CO-TRUSTEE
TO DR. HARRY J. HEEB PRIVATE FOUNDATION TRUST

WHEREAS, Dr Harry J. Heeb executed his Last Will and Testament on March 6, 1972, and

WHEREAS, said Last Will and Testament of Dr. Harry J. Heeb was admitted into probate following his death and was probated fully and properly by the Probate Court having jurisdiction over the estate in Lake County, Florida, and

WHEREAS, said Last Will and Testament provided that the residue of the estate of Dr Harry J. Heeb was to pass to what is now SunTrust Bank, Orlando, Florida, formerly First National Bank of Leesburg, Leesburg, Florida, and Mabel H Schwarze, Cousin of said Dr. Harry J. Heeb, to administer as co-trustees in a charitable trust which has come to be known as the Dr. Harry J Heeb Private Foundation Trust; and

WHEREAS, Article III of said Last Will and Testament provides that in the event of the inability of said Mabel H. Schwarze to serve as co-trustee, her successor shall be selected from her lineal descendants; and

WHEREAS, Diane Purse, the only child of Mabel H Schwarze, by document dated April 17, 1992, was selected and accepted the position of successor co-trustee of the Dr. Harry J. Heeb Private Foundation Trust; and

WHEREAS, Diane Purse died on February 17, 2010, and

WHEREAS, Valerie Swenson is a daughter of Diane Purse and a lineal descendant of Mabel H. Schwarze; and

WHEREAS, said Valerie Swenson is willing and able to assume the duties of co-trustee of the said Dr Harry J. Heeb Private Foundation Trust.

NOW, THEREFORE, said Valerie Swenson hereby acknowledges her selection and accepts her appointment as co-trustee to succeed Diane Purse as co-trustee of the Dr. Harry J. Heeb Private Foundation Trust, which Trust was established pursuant to the March 6, 1972, Last Will and Testament of Dr Harry J. Heeb, deceased. This acceptance of Valerie Swenson to serve in accordance with her selection shall be effective as of the date when Valerie Swenson shall execute this document

Date: 3/4/2010 　　　　Valerie L. Swenson
Valerie Swenson

SunTrust Bank, as Co-Trustee of the Dr. Harry J Heeb Private Foundation Trust

Date 　　　　By:
~~Candace R Marshall, First Vice~~ President