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 07/01 , 2011, and ending 06/30, 2012

Name of foundation: CHESLEY G MAGRUDER FOUNDATION 52-5636229

A Employer identification number: 59-1920736

Number and street (or P O. box number if mail is not delivered to street address): SUNTRUST BANK, 200 S ORANGE AVE, SOAB 10

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: [X] 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)* ▶ $ 15,670,308.

J Accounting method: [X] 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 ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	397,923.	399,771.		STMT 1
	5a Gross rents	330,705.	330,705.	NONE	
	b Net rental income or (loss) 330,608				
	6a Net gain or (loss) from sale of assets not on line 10	252,131.			
	b Gross sales price for all assets on line 6a 1,647,620.				
	7 Capital gain net income (from Part IV, line 2)		252,132.		
	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)	65.	65.		STMT. 2
	12 Total. Add lines 1 through 11	980,824.	982,673.	NONE	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	9,650.	NONE	NONE	9,650.
	c Other professional fees (attach schedule) STMT 4	67,573.	33,786.		33,787.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 5	18,588.	3,656.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT. 6	1,228.	97.		1,131.
	24 Total operating and administrative expenses. Add lines 13 through 23	97,039.	37,539.	NONE	44,568.
	25 Contributions, gifts, grants paid	799,300.			799,300.
	26 Total expenses and disbursements. Add lines 24 and 25	896,339.	37,539.	NONE	843,868.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	84,485.			
	b Net investment income (if negative, enter -0-)		945,134.		
	c Adjusted net income (if negative, enter -0-)			NONE	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	14,788.	16,809.	16,809.
2 Savings and temporary cash investments	45,515.	59,557.	59,557.
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 7	13,260,814.	13,304,236.	15,593,942.
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)	13,321,117.	13,380,602.	15,670,308.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable	25,000.	NONE	
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)	25,000.	NONE	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
27 Capital stock, trust principal, or current funds	13,296,117.	13,380,602.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	13,296,117.	13,380,602.	
31 Total liabilities and net assets/fund balances (see instructions)	13,321,117.	13,380,602.	

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	13,296,117.
2 Enter amount from Part I, line 27a	2	84,485.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	25,000.
4 Add lines 1, 2, and 3	4	13,405,602.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	25,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,380,602.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,542,160.		1,395,488.	146,672.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				146,672.
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	252,132.
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			
2009			
2008			
2007			
2006			

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

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	18,903.
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	18,903.
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	18,903.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 14,924.		
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	14,924.
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** Paid by EFTPS ▶	9	3,979.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ **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)237-4293

Located at ▶ 200 S. ORANGE AVE, 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.) STMT 10	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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		-0-	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		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
SEE STATEMENT 13		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	15,618,713.
b	Average of monthly cash balances	1b	570,924.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	16,189,637.
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	16,189,637.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	242,845.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,946,792.
6	**Minimum investment return.** Enter 5% of line 5	6	797,340.

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	797,340.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	18,903.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	18,903.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	778,437.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	778,437.
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	778,437.

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	843,868.
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	843,868.
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	843,868.

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				778,437.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			795,040.	
b Total for prior years: 20 09 ,20 ,20		8,525.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 .... NONE				
b From 2007 .... NONE				
c From 2008 .... NONE				
d From 2009 .... NONE				
e From 2010 .... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 843,868.				
a Applied to 2010, but not more than line 2a			795,040.	
b Applied to undistributed income of prior years (Election required - see instructions)		8,525.		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				40,303.
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).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
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				
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				738,134.
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	NONE			
10 Analysis of line 9:				
a Excess from 2007 ... NONE				
b Excess from 2008 ... NONE				
c Excess from 2009 ... NONE				
d Excess from 2010 ... NONE				
e Excess from 2011 ... 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 (a) 2011	Prior 3 years (b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 14

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 15				
Total ▶ 3a				799,300.
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	397,923.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			15	330,608.	
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	252,131.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b OTHER INCOME			01	65.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				980,727.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 980,727.

(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

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

Sign Here

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

Signature of officer or trustee | Date | PRESIDENT Title

DR. SCOTT GREENWOOD

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		09/25/2012		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	

FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

INVESCO SMALL CAP GROWTH-I	5,829.00	
FORUM ABSOLUTE STRATEGIES-I	3,961.00	
GOLDMAN SACHS TRGROWTH OPPORTUNITIES FD INSTL	47,623.00	
JANUS PERKINS SMALL CAP VALUE-I	24,374.00	
PIMCO FDS LOW DURATION FD INSTL CL	4.00	
PIMCO COMMODITY REALRTN STRATEGY-I	1,501.00	
PIMCO INVT GRADE CORP BD-I	9,101.00	
RIDGEWORTH FD-MIDCAP VAL EQTY #RGD5	9,608.00	
TEMPLETON GLOBAL BD-ADV	2,037.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		104,038.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		104,038.00

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					104,038.	
		4120. IPATH DJ-UBS COMMDTY TTL RTRN ETN PROPERTY TYPE: SECURITIES					06/24/2009	07/01/2011
194,543.00		164,050.00					30,493.00	
		405. ISHARES TR BARCLAYS TIPS BD ETF PROPERTY TYPE: SECURITIES					12/02/2009	09/01/2011
46,364.00		42,975.00					3,389.00	
		9637.317 THE JENSEN PORTFOLIO-I PROPERTY TYPE: SECURITIES					06/14/2010	05/25/2012
266,183.00		229,850.00					36,333.00	
		23097.327 LEGG MASON BATTERYMRC EMRG MKT PROPERTY TYPE: SECURITIES					01/28/2011	02/27/2012
496,593.00		422,324.00					74,269.00	
		6772.302 PIMCO FDS LOW DURATION FD INSTL PROPERTY TYPE: SECURITIES					01/28/2011	09/01/2011
70,906.00		70,500.00					406.00	
		21183.71 PACIFIC INVESTMENT MANAGEMENT I PROPERTY TYPE: SECURITIES					06/14/2010	09/01/2011
234,080.00		235,351.00					-1,271.00	
		6618.471 PIMCO INVT GRADE CORP BD-I PROPERTY TYPE: SECURITIES					01/28/2011	09/01/2011
70,950.00		69,626.00					1,324.00	
		1706.933 RIDGEWORTH FD-SEIX HIGH YIELD # PROPERTY TYPE: SECURITIES					09/20/2010	09/01/2011
16,250.00		16,472.00					-222.00	
		3940.468 RIDGEWORTH FD-SEIX FLT HGH INCM PROPERTY TYPE: SECURITIES					01/28/2011	09/01/2011
33,691.00		35,661.00					-1,970.00	
		5383.921 RIDGEWORTH FD-LTD MTG SECS #RGC PROPERTY TYPE: SECURITIES					01/28/2011	09/01/2011
59,600.00		57,177.00					2,423.00	

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)	
		3840.579 TEMPLETON GLOBAL BD-ADV PROPERTY TYPE: SECURITIES					01/28/2011	09/01/2011
53,000.00		51,502.00					1,498.00	
TOTAL GAIN(LOSS)		....					252,132.	

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
CHESLEY G MAGRUDER FOUNDATION 52-5636229	59-1920736

DESCRIPTION OF PROPERTY
2155 W COLONIAL DR, ORLANDO, FLORIDA

☐ Yes ☐ No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 4 - COMMERCIAL

RENTAL INCOME		330,705.	
OTHER INCOME:			
TOTAL GROSS INCOME			330,705.
OTHER EXPENSES:			
INSURANCE		97.	
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			97.
TOTAL RENT OR ROYALTY INCOME (LOSS)			330,608.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			330,608.
Deductible Rental Loss (If Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus. %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA
1E7000 2.000

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	397,923.	399,771.
TOTAL	397,923.	399,771.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME		65.	65.
	TOTALS	65.	65.

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.
AUDIT FEES	7,150.			7,150.
TOTALS	9,650.	NONE	NONE	9,650.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	67,573.	33,786.	33,787.
TOTALS	67,573.	33,786.	33,787.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX		3,656.
FEDERAL EXCISE TAX	14,924.	
PRIOR YEAR BALANCE DUE	3,664.	
TOTALS	18,588.	3,656.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
RENT AND ROYALTY EXPENSES	97.		
RENT AND ROYALTY EXPENSES		97.	
P.O BOX RENTAL FEE	1,070.		1,070.
ANNUAL REPORT	61.		61.
TOTALS	1,228.	97.	1,131.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENTS	C	13,260,814.	13,304,236.	15,593,942.
TOTALS		13,260,814.	13,304,236.	15,593,942.

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

DESCRIPTION	AMOUNT
REDUCTION IN LIABILITIES-TRINITY PREP SCHOOL SET ASIDE	25,000.
TOTAL	25,000.

STATEMENT 8

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

DESCRIPTION	AMOUNT
BV ADJ TRINITY PREP SCHOOL	25,000.
TOTAL	25,000.

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

THE FOUNDATION DID NOT HAVE ANY UNDISTRIBUTED INCOME FROM PRIOR TAX YEARS. THIS QUESTION DOES NOT APPLY.

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

OFFICER NAME:
ROBERT N. BLACKFORD ESQ.
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
TRUSTEE, AS REQ'D

OFFICER NAME:
DR. G BROCK MAGRUDER, SR., MD
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
TRUSTEE, AS REQ'D

OFFICER NAME:
DR. SCOTT GREENWOOD, MD
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
PRESIDENT, AS REQ'D

OFFICER NAME:
DR. ALLEN K. HOLCOMB, MD
ADDRESS:
200 S ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
VICE PRESIDENT, AS REQ'D

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

OFFICER NAME:
LEON H. HANDLEY, ESQ
ADDRESS:
200 SOUTH ORANGE AVE, SOAB 10
ORLANDO, FL 32801
TITLE:
SECRETARY/TREASURER, AS REQ'D

STATEMENT 12

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
===

NAME:
SUNTRUST BANK
ADDRESS:
200 S ORANGE AVE, SOAB-10
ORLANDO, FL
TYPE OF SERVICE:
INVESTMENT MANAGEMEN

RECIPIENT NAME:
CHESLEY G MAGRUDER FOUNDATION
ADDRESS:
P.O BOX 4926
ORLANDO, FL 32802
FORM, INFORMATION AND MATERIALS:
SEE ATTACHED GRANT APPLICATION GUIDELINES &
GRANT PROPOSAL SHEET
RESTRICTIONS OR LIMITATIONS ON AWARDS:
LIMITED TO 501(C) 3 ORGANIZATIONS WITH CENTRAL
FLORIDA OPERATIONS

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

RECIPIENT NAME:
SEE ATTACHED STATEMENT
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 799,300.

TOTAL GRANTS PAID: 799,300.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
2155 W COLONIAL DR,	330,705.		97.	330,608.
TOTALS	330,705.		97.	330,608.

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: CHESLEY G MAGRUDER FOUNDATION 52-5636229

Employer identification number: 59-1920736

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	3,459.
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	3,459.

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					104,038.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	143,213.
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	1,422.
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	248,673.

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

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

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			3,459.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			248,673.
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			252,132.

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: CHESLEY G MAGRUDER FOUNDATION 52-5636229

Employer identification number: 59-1920736

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 6772.302 PIMCO FDS LOW DUR INSTL CL	01/28/2011	09/01/2011	70,906.00	70,500.00	406.00
6618.471 PIMCO INVT GRADE	01/28/2011	09/01/2011	70,950.00	69,626.00	1,324.00
1706.933 RIDGEWORTH FD-SEI #RGCL	09/20/2010	09/01/2011	16,250.00	16,472.00	-222.00
3940.468 RIDGEWORTH FD-SEI INCM#RGCJ	01/28/2011	09/01/2011	33,691.00	35,661.00	-1,970.00
5383.921 RIDGEWORTH FD-LTD #RGCM	01/28/2011	09/01/2011	59,600.00	57,177.00	2,423.00
3840.579 TEMPLETON GLOBAL	01/28/2011	09/01/2011	53,000.00	51,502.00	1,498.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 3,459.00

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.
CHESLEY G MAGRUDER FOUNDATION 52-5636229

Employer identification number
59-1920736

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 4120. IPATH DJ-UBS COMMDTY ETN	06/24/2009	07/01/2011	194,543.00	164,050.00	30,493.00
405. ISHARES TR BARCLAYS T	12/02/2009	09/01/2011	46,364.00	42,975.00	3,389.00
9637.317 THE JENSEN PORTFO	06/14/2010	05/25/2012	266,183.00	229,850.00	36,333.00
23097.327 LEGG MASON BATTE MKTS-I	01/28/2011	02/27/2012	496,593.00	422,324.00	74,269.00
21183.71 PACIFIC INVESTMEN INSTITUTIONAL TRUST TOTAL R	06/14/2010	09/01/2011	234,080.00	235,351.00	-1,271.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 143,213.00

IRC §4942(h)(2) Election
(Form 990-PF, Part XIII)

Name:	CHESLEY G MAGRUDER FOUNDATION
Address:	SUNTRUST BANK, 300 S. ORANGE AVE, STE 1600
	ORLANDO, FL 32801
EIN:	59-1920736
Year Ending	JUNE 30, 2012

Pursuant to IRC §4942(h)(2) and Regulation 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of:

_X_ a. Undistributed income from tax year(s) ending:

Tax Year	Amount
2010	8,525

___ b. Corpus.

________________ (Signature)

________________ (Name)

________________ (Title)

311 CASH CONTRIBUTIONS

07/28/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MULTI YEAR GRANT-CARDIO TOWER FOR: PAID TO: ORLANDO HEALTH FOUNDATION TR TRAN#=IN003141000006 TR CD=072 REG=0 PORT=PRIN	-50000.00	-50000.00 1107000025 **CHANGED** 08/25/11 SXH
07/28/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MULTI YEAR GRANT-CAMP LA-NO-CHE FOR: PAID TO: BOYS SCOUTS OF AMERICA CENTRAL FLORIDA COUNCIL TR TRAN#=IN003141000007 TR CD=072 REG=0 PORT=PRIN	-20000.00	-20000.00 1107000026 **CHANGED** 08/25/11 SXH
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ANNUAL CAREGIVER EDUCATIONAL CONFERENCE FOR: PAID TO: ALZHEIMER RESOURCE CENTER INC. TR TRAN#=IN001185000001 TR CD=072 REG=0 PORT=PRIN	-5000.00	-5000.00 1109000022 **CHANGED** 01/10/12 SXH
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PRIVATE COUNSELING FOR LOCAL SOLIDERS AND THEIR FAMILIES FOR: PAID TO: CAMARADERIE FOUNDATION INC. TR TRAN#=IN001185000003 TR CD=072 REG=0 PORT=PRIN	-5000.00	-5000.00 1109000024 **CHANGED** 01/10/12 SXH
09/13/11	CASH DISBURSEMENT	-5000.00	-5000.00 1109000025

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) CHARITABLE CONTRIBUTIONS FAMILY RETREAT PROGRAMS FOR: PAID TO: CAMP BOGGY CREEK TR TRAN#=IN001185000005 TR CD=072 REG=0 PORT=PRIN			**CHANGED** 01/10/12 SXH	
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CASE MANAGER POSITION FOR: PAID TO: COALITION FOR THE HOMELESS OF CENTRAL TR TRAN#=IN001185000006 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1109000026
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OPERATING EXPENSES FOR: PAID TO: BACH FESTIVAL SOCIETY OF WINTER PARK TR TRAN#=IN001185000002 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1109000023
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS UPSTANDERS: STAND UP TO BULLYING FOR: PAID TO: HOLOCAUST MEMORIAL RESOURCE AND EDUCATION CENTER OF CENTRAL FLORIDA INC TR TRAN#=IN001185000008 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1109000028
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS FREE HOME REPAIR SERVICES PROGRAM FOR THE NEEDY FOR: PAID TO: IMPACT MINISTRIES OF CENTRAL FLORIDA TR TRAN#=IN001185000009 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 01/10/12 SXH	1109000029
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS THE WEEKDAY SCHOOL FOR: PAID TO: FIRST PRESBYTERIAN CHURCH OF ORLANDO TR TRAN#=IN001185000007 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000.00 **CHANGED** 01/10/12 SXH	1109000027
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS BULLY PREVENTION PROGRAM FOR: PAID TO: MICHELEE PUPPETS INC TR TRAN#=IN001185000010 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1109000030
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS NO EMPTY BUS PROGRAM FOR: PAID TO: ORLANDO REPERTORY THEATRE TR TRAN#=IN001185000011 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1109000031
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS STEPPING STONE-DURABLE MEDICAL EQUIPMENT FOR SENIORS FOR. PAID TO: SENIORS FIRST TR TRAN#=IN001185000013 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1109000033
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS FLORIDA OPPORTUNITY SCHOLARS PROGRAM FOR: PAID TO: UNIVERSITY OF FLORIDA FOUNDATION INC TR TRAN#=IN001185000015 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1109000034
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ORLANDO SHAKESPEARE THEATER''S 2011-2012 FOR· PAID TO: ORLANDO SHAKESPEARE FESTIVAL INC	-5000.00		-5000 00 **CHANGED** 01/10/12 SXH	1109000032

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) TR TRAN#=IN001185000012 TR CD=072 REG=0 PORT=PRIN				
09/13/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OPERATING EXPENSES FOR: PAID TO: YOUTH MINISTRY INSTITUTE TR TRAN#=IN001185000016 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1109000035
10/24/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GENERAL OPERATING EXPENSES FOR: PAID TO: THE SALVATION ARMY CENTRAL FLORIDA TR TRAN#=IN002370000001 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1110000022
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION TO PROVIDE AFTER-SCHOOL PROGRAM SCHOLARSHIPS TO CHILDREN OF LOW-INCOME FAMILIES FOR: PAID TO: BOYS & GIRLS CLUBS OF CENTRAL FLORIDA TR TRAN#=IN002547000004 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000027
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION FOOD PROGRAM FOR UNEMPLOYED AND THEIR CHILDREN FOR: PAID TO: CHRISTIAN HELP, INC. TR TRAN#=IN002547000007 TR CD=079 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 01/10/12 SXH	1111000029
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION DOG PLACEMENT AND FOLLOW-UP SERVICE FOR: PAID TO: CANINE COMPANIONS FOR INDEPENDENCE TR TRAN#=IN002547000006 TR CD=079 REG=0 PORT=PRIN	-6000.00		-6000.00 **CHANGED** 01/10/12 SXH	1111000028
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION COTTAGE LIFE PROGRAM FOR: PAID TO: EDGEWOOD CHILDREN'S RANCH TR TRAN#=IN002547000010 TR CD=079 REG=0 PORT=PRIN	-50000.00		-50000.00 **CHANGED** 01/10/12 SXH	1111000031
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION BASEBALL RENOVATIONS FOR: PAID TO: EDGEWATER HIGH SCHOOL TR TRAN#=IN002547000011 TR CD=079 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 01/10/12 SXH	1111000032
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION FIRST HOPE; A UNIQUE EDUCATION PROGRAM FOR SPECIAL NEEDS CHILDREN FOR: PAID TO: FIRST ACADEMY TR TRAN#=IN002547000012 TR CD=079 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1111000033
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION PROGRAM SUPPORT TO MANAGE 40,000+ ARTIFACTS FOR: PAID TO: HISTORICAL SOCIETY OF CENTRAL FLORIDA TR TRAN#=IN002547000014 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000034
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION FAMILY AND EMERGENCY SERVICES; DAILY BREAD AND LOVE PANTRY PROJECT FOR. PAID TO: CHRISTIAN SERVICE CENTER FOR CENTRAL FLORIDA TR TRAN#=IN002547000008 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000030
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION ROBISON RESIDENCE PROGRAMMING	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000036

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) FOR: PAID TO: HOSPICE OF THE COMFORTER TR TRAN#=IN002547000016 TR CD=079 REG=0 PORT=PRIN		/		
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION OPERATING EXPENSE TO SUPPORT KIDS IN MOTION PROGRAM FOR: PAID TO JUSTICE AND PEACE OFFICE, INC. TR TRAN#=IN002547000017 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000037
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION TO PROVIDE FUNDS FOR HOUSING, PROGRAM CLASSES, JOB READINESS FINANCIAL MANAGEMENT, ETC FOR: PAID TO: LIVING HOPE INTERNATIONAL MINISTRY, INC. TR TRAN#=IN002547000019 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000038
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION MENTAL HEALTH THERAPY SERVICES FOR: PAID TO: LUTHERAN COUNSELING SERVICE TR TRAN#=IN002547000021 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000039
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION MATH SCIENCE TECHNOLOGY EDUCATION PROGRAM FOR: PAID TO: HI-TECH TUTORING CENTER, INC. TR TRAN#=IN002547000015 TR CD=079 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1111000035
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION 2011 FALL YOUNG PEOPLE'S CONCERT FOR: PAID TO: ORLANDO PHILHARMONIC TR TRAN#=IN002547000022 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 01/10/12 SXH	1111000040
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION OPERATIONAL EXPENSES FOR. PAID TO: RUSSELL HOME FOR ATYPICAL CHILDREN TR TRAN#=IN002547000023 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000 00 **CHANGED** 01/10/12 SXH	1111000041
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION FUNDING FOR NURSING SCHOLARSHIPS FOR: PAID TO: UNITED NEGRO COLLEGE FUND TR TRAN#=IN002547000024 TR CD=079 REG=0 PORT=PRIN	-10000.00		-10000 00 **CHANGED** 01/10/12 SXH	1111000042
11/25/11	CASH DISBURSEMENT BENEFICIARY DISTRIBUTION BEST BUDDIES CENTRAL FLORIDA HIGH SCHOOL FRIENDSHIP & MENTORING PROJECT FOR: PAID TO: BEST BUDDIES FLORIDA TR TRAN#=IN002547000002 TR CD=079 REG=0 PORT=PRIN	-5000.00		-5000.00 **CHANGED** 01/10/12 SXH	1111000026
12/15/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GRANT PAYMENT FOR: PAID TO: M0008618 ROLLINS COLLEGE TR TRAN#=ZY000543000245 TR CD=072 REG=0 PORT=PRIN	-50000 00		-50000 00 **CHANGED** 01/10/12 SXH	1112000039
12/15/11	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GRANT COMMITMENT SCHEDULE 11/26/08 FOR: PAID TO: F5636229 DR. PHILLIPS ORLANDO PERFORMING ARTS CENTER TR TRAN#=ZY000543000246 TR CD=072 REG=0 PORT=PRIN	-10000 00		-10000.00 **CHANGED** 01/10/12 SXH	1112000040

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED)				
		-411000.00	0.00	-411000 00	
	DISTRIBUTIONS NOT MATCHED TO BENEFICIARY				
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MARKETING SUPPORT FOR: PAID TO: ITN ORLANDO TR TRAN#=IN001127000004 TR CD=072 REG=0 PORT=PRIN	-6300.00		-6300.00 **CHANGED** 06/25/12 SXH	1203000021
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SCHOLARSHIP FUNDING FOR: PAID TO: JOBS PARTNERSHIP OF FLORIDA TR TRAN#=IN001127000005 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1203000022
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OCPS VISION INITIATIVE FOR: PAID TO: FLORIDA'S VISION QUEST, INC. TR TRAN#=IN001127000003 TR CD=072 REG=0 PORT=PRIN	-5000.00		-5000 00 **CHANGED** 06/25/12 SXH	1203000020
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS JUNIOR ACHIEVEMENT PROGRAMS FOR: PAID TO: JUNIOR ACHIEVEMENT OF CENTRAL FLORIDA TR TRAN#=IN001127000007 TR CD=072 REG=0 PORT=PRIN	-20000.00		-20000.00 **CHANGED** 06/25/12 SXH	1203000024
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS DISCOVERY LAB CLASSROOM UPGRADES FOR. PAID TO: ORLANDO SCIENCE CENTER TR TRAN#=IN001127000008 TR CD=072 REG=0 PORT=PRIN	-20000.00		-20000 00 **CHANGED** 06/25/12 SXH	1203000025
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS TUESDAY LUNCH SERIES FOR: PAID TO: THE GATHERING USA TR TRAN#=IN001127000009 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1203000026
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CLASSROOM MATERIALS AND CURRICULUM FOR: PAID TO: UCP CHILD DEVELOPMENT CENTERS TR TRAN#=IN001127000010 TR CD=072 REG=0 PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1203000027
03/12/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EARLY INTERVENTION PROGRAM FOR: PAID TO: LIGHTHOUSE OF CENTRAL FLORIDA TR TRAN#=IN001127000006 TR CD=072 REG=0 PORT=PRIN	-20000.00		-20000.00 **CHANGED** 06/25/12 SXH	1203000023
03/26/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MULTI YEAR GRANT-ENDOWED SCHOLARSHIP FOR: PAID TO: FSC5636229 FLORIDA SOUTHERN COLLEGE TR TRAN#=ZY000888000338 TR CD=072 REG=0 PORT=PRIN	-12000.00		-12000.00 **CHANGED** 06/25/12 SXH	1203000036
03/26/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MULTI YEAR GRANT-CHRISTIAN MINISTRY FOR: PAID TO. FBC5636229 FIRST PRESBYTERIAN CHURCH OF GAINESVILLE TR TRAN#=ZY000888000339 TR CD=072 REG=0 PORT=PRIN	-25000.00		-25000.00 **CHANGED** 06/25/12 SXH	1203000037
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS TEEN PARENT PROGRAM	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000024

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
	FOR: PAID TO: BETA CENTER INC. TR TRAN#=IN002669000002 TR CD=072 REG= PORT=PRIN				
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS THE ELEVATE MORE STUDENTS PROJECT FOR: PAID TO: ELEVATE ORLANDO TR TRAN#=IN002669000004 TR CD=072 REG= PORT=PRIN	-20000.00		-20000.00 **CHANGED** 06/25/12 SXH	1205000026
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EQUIPMENT TRAINING AND RESOURCES FOR. PAID TO: THE CHRIST SCHOOL TR TRAN#=IN002669000010 TR CD=072 REG= PORT=PRIN	-25000.00		-25000 00 **CHANGED** 06/25/12 SXH	1205000032
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS POSITIVE BEHAVIOR SUPPORT FOR: PAID TO: WINTER PARK DAY NURSERY INC. TR TRAN#=IN002669000011 TR CD=072 REG= PORT=PRIN	-10000.00		-10000 00 **CHANGED** 06/25/12 SXH	1205000033
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS YOUTH SCHOLARSHIP FUND FOR: PAID TO: CENTRAL FLORIDA YMCA - DOWNTOWN CENTER TR TRAN#=IN002672000001 TR CD=072 REG= PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000034
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS CMIT SOLUTIONS OR TERRITO SYSTEMS FOR: PAID TO: LEGAL AID SOCIETY OF THE ORANGE COUNTY BAR TR TRAN#=IN002672000002 TR CD=072 REG= PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000035
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS GENERAL OPERATING SUPPORT FOR: PAID TO: ORLANDO UNION RESCUE MISSION TR TRAN#=IN002669000009 TR CD=072 REG= PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000031
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS PROTECT OUR CHILDREN FOR: PAID TO: CHILDRENS HOME SOCIETY OF CF TR TRAN#=IN002669000003 TR CD=072 REG= PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000025
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ENGLISH LANGUAGE AND LITERACY INSTRUCTION FOR: PAID TO: ADULT LITERACY LEAGUE TR TRAN#=IN002669000001 TR CD=072 REG= PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000023
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS EMR MAINTENANCE FEES FOR 2 YEARS FOR: PAID TO: GRACE MEDICAL HOME TR TRAN#=IN002669000005 TR CD=072 REG= PORT=PRIN	-25000.00		-25000.00 **CHANGED** 06/25/12 SXH	1205000027
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS SERVICES AT THE ORANGE BLOSSOM FAMILY HEALTH CTR FOR: PAID TO: HEALTH CARE CENTER FOR THE HOMELESS INC. TR TRAN#=IN002669000006 TR CD=072 REG= PORT=PRIN	-10000.00		-10000.00 **CHANGED** 06/25/12 SXH	1205000028

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
311	CASH CONTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS OMA'S FISCAL YEAR 2012-2013 FOR: PAID TO: ORLANDO MUSEUM OF ART TR TRAN#=IN002669000007 TR CD=072 REG= PORT=PRIN	-25000.00		-25000.00 **CHANGED** 06/25/12 SXH	1205000029
05/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS ORLANDO SHAKESPEARE THEATER'S 2012-2013 SEASON FOR: PAID TO: ORLANDO SHAKESPEARE FESTIVAL TR TRAN#=IN002669000008 TR CD=072 REG= PORT=PRIN	-5000.00		-5000 00 **CHANGED** 06/25/12 SXH	1205000030
06/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MULTI YEAR GRANT-CARDIO TOWER FOR: PAID TO: ORLANDO HEALTH FOUNDATION TR TRAN#=IN002394000001 TR CD=072 REG= PORT=PRIN	-50000.00		-50000.00 **CHANGED** 07/31/12 SXH	1206000030
06/25/12	CASH DISBURSEMENT CHARITABLE CONTRIBUTIONS MULTI YEAR GRANT CAMP LA-NO-CHE FOR: PAID TO: BOY SCOUTS OF AMERICA CENTRAL FLORIDA COUNCIL TR TRAN#=IN002394000002 TR CD=072 REG= PORT=PRIN	-20000.00		-20000.00 **CHANGED** 07/31/12 SXH	1206000031
		-388300.00	0.00	-388300.00	
	TOTAL CODE 311 - CASH CONTRIBUTIONS	-799300.00	0.00	-799300.00	

THE CHESLEY G. MAGRUDER FOUNDATION, INC.

SunTrust Bank
Foundations and Endowments Specialty Practice
Attn: Nicole D'Alessandro
PO Box 4926
Orlando, Florida 32802-4926
Or
200 S. Orange Avenue, SOAB – 10th Floor
Orlando, FL 32801

GRANT APPLICATION GUIDELINES

THE CHESLEY G. MAGRUDER FOUNDATION, INC. GENERALLY RESTRICTS ITS FUNDING POLICY TO LOCAL (CENTRAL FLORIDA) ENDEAVORS.

APPLICANTS MUST BE TAX EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

DIRECT SUPPORT TO INDIVIDUALS IS NOT PERMITTED.

ONLY ONE GRANT REQUEST WILL BE CONSIDERED DURING THE FOUNDATION'S FISCAL YEAR (JULY 1 – JUNE 30).

HOW TO APPLY

INSTITUTIONS/ORGANIZATIONS WISHING TO APPLY FOR FUNDS SHOULD SUPPLY THE FOUNDATION WITH ONE ORIGINAL AND FIVE (5) COPIES OF A FULLY DEVELOPED PROPOSAL. PLEAE DO NOT SUBMIT PROPOSALS IN THREE RING BINDERS.

THE PROPOSAL SHOULD INCLUDE THE FOLLOWING AND BE FORWARDED TO THE ADDRESS ABOVE ON OR BEFORE THE SCHEDULED DEADLINE.

- COMPLETE THE APPLICATION PROVIDED AND ATTACH A COPY TO EACH OF THE SIX GRANT PROPOSALS
- DESCRIPTION OF THE ORGANIZATION'S/INSTITUTION'S PRINCIPAL OBJECTIVES
- BRIEF HISTORY OF THE ORGANIZATION, INCLUDING STATEMENT OF <u>SPECIFIC</u> <u>LOCAL</u> IMPACT OF THE ORGANIZATION'S ACTIVITIES IN EACH OF THE PRIOR 3 YEARS
- QUALIFICATIONS OF THE ORGANIZATION/INSTITUTION
- LIST OF THE BOARD OF DIRECTORS
- BRIEF DESCRIPTION OF SPECIFIC PROPOSAL OR PURPOSE OF THE GRANT
- PROVIDE PROOF OF TAX EXEMPT STATUS
- EXPECTED OUTCOME OF THE PROJECT INCLUDING STATEMENT OF <u>SPECIFIC</u> <u>LOCAL</u> IMPACT OF ORGANIZATION
- FINANCIAL INFORMATION FOR PRIOR 3 YEARS (FINANCIAL STATEMENTS; AUDITED OR UNAUDITED)
- PROPOSED ORGANIZATIONAL BUDGET FOR CURRENT YEAR AND PROJECT BUDGET
- SOURCE(S) OF OTHER FUNDING (IF APPLICABLE)

FOLLOW-UP PROCESS

PROPOSALS WILL BE REVIEWED UPON RECEIPT. ADDITIONAL INFORMATION MAY BE REQUESTED. ONCE ALL REQUIRED INFORMATION IS RECEIVED, THE PROPOSAL WILL BE PRESENTED AT THE NEXT REGULARLY SCHEDULED MEETING OF THE BOARD OF TRUSTEES.

ONCE A DECISION IS MADE BY THE TRUSTEES, THE FOUNDATION PRESIDENT WILL COMMUNICATE THE DECISION TO THE APPLICANT FORMALLY IN WRITING.

FOR FURTHER INFORMATION, PLEASE CALL MELANIE CIANCIOTTO OR NICOLE D'ALESSANDRO AT SUNTRUST BANK FOUNDATION AND ENDOWMENT SPECIALTY PRACTICE, (407) 237-4500.

THE CHESLEY G. MAGRUDER FOUNDATION, INC.
SunTrust Bank
Foundations and Endowments Specialty Practice
Attn: Melanie Cianciotto
PO Box 4926
Orlando, Florida 32802-4926

GRANT PROPOSAL APPLICATION

DATE: ____________________

NAME OF ORGANIZATION: ____________________

NAME, TITLE & ADDRESS CONTACT:
(PERSON) ____________________

(TITLE) ____________________

(STREET ADDRESS) ____________________

(CITY / STATE / ZIP) ____________________

(PHONE NUMBER) ____________________ (FAX) ____________________

(E-MAIL ADDRESS) ____________________

AMOUNT OF CURRENT GRANT REQUEST: $ ____________________

PURPOSE OF GRANT REQUEST: ____________________

PRIOR GRANTS RECEIVED FROM THE CHESLEY G. MAGRUDER FOUNDATION

PURPOSE OF GRANT REQUEST: ____________________

DATE: ____________________ AMOUNT: $ ____________________

PURPOSE OF GRANT REQUEST: ____________________

DATE: ____________________ AMOUNT: $ ____________________

PURPOSE OF GRANT REQUEST: ____________________

DATE: ____________________ AMOUNT: $ ____________________

Investment Review (33 Items) - as of 07/24/2012 (Settle Date View)

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

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

Assets as of: 06/30/2012

Account: All Accounts

5636229 / 5640287

	P/I	Units	Market Value	% Mkt Value	Accrued Income	Tax Cost	Est Annual Income	Yield at Mkt	Market Price
CASH EQUIVALENTS			**$16,808.73**	**0.107%**	**$0.00**	**$16,808.73**	**$0.00**	**0.000%**	
COINS AND CURRENCY			**$16,808.73**	**0.107%**	**$0.00**	**$16,808.73**	**$0.00**	**0.000%**	
999999998 UNINVESTED CASH		*16,808.7300*	*$16,808.73*	*0.107%*	*$0.00*	*$16,808.73*	*$0.00*	*0.000%*	*$1*
STIF & MONEY MARKET FUNDS			**$59,556.54**	**0.380%**	**$1.24**	**$59,556.54**	**$5.96**	**0.010%**	
GOVERNMENT			**$59,556.54**	**0.380%**	**$1.24**	**$59,556.54**	**$5.96**	**0.010%**	
609068DF5 FEDERATED MONEY MKT OBLIGS TR TRSY OBLIGS INSTL CL #68 FFS		*59,556.5400*	*$59,556.54*	*0.380%*	*$1.24*	*$59,556.54*	*$5.96*	*0.010%*	*$1.*
EQUITY SECURITIES			**$556,303.64**	**3.550%**	**$0.00**	**$590,263.93**	**$16,776.98**	**3.016%**	
DIVERSIFIED BANKS			**$58,152.00**	**0.371%**	**$0.00**	**$86,460.00**	**$480.00**	**0.825%**	
867914103 SUNTRUST BANKS INC COM Rating: B		*2,400.0000*	*$58,152.00*	*0.371%*	*$0.00*	*$86,460.00*	*$480.00*	*0.825%*	*$24.*
EXCHANGE TRADED FDS GOVT			**$225,036.00**	**1.436%**	**$0.00**	**$197,032.43**	**$6,907.12**	**3.069%**	
464287176 ISHARES TR US TRSY INFLN PROTECTED SECS BD ETF		*1,880.0000*	*$225,036.00*	*1.436%*	*$0.00*	*$197,032.43*	*$6,907.12*	*3.069%*	*$119.*
REAL ESTATE INVESTMENT TRUSTS			**$273,115.64**	**1.743%**	**$0.00**	**$306,771.50**	**$9,389.86**	**3.438%**	
78464A607 SPDR DOW JONES REIT ETF		*2,050.0000*	*$149,424.50*	*0.954%*	*$0.00*	*$136,583.86*	*$4,305.00*	*2.881%*	*$72.*
78463X863 SPDR INDEX FDS DJ WILSHIRE INTL REAL ESTATE ETF		*3,363.0000*	*$123,691.14*	*0.789%*	*$0.00*	*$170,187.64*	*$5,084.86*	*4.111%*	*$36*
MUTUAL FUNDS			**$10,478,675.86**	**66.870%**	**$6,315.18**	**$9,674,591.77**	**$260,958.24**	**2.490%**	
ALTERNATIVE INVT FDS			**$879,596.28**	**5.613%**	**$0.00**	**$831,261.00**	**$1,730.87**	**0.197%**	
34984T600 FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL Rating: N/A		*78,675.8750*	*$879,596.28*	*5.613%*	*$0.00*	*$831,261.00*	*$1,730.87*	*0.197%*	*$11.*
COMMODITY			**$277,865.89**	**1.773%**	**$0.00**	**$365,590.70**	**$59,078.96**	**21.262%**	
722005667 PIMCO FDS COMMODITY REALRETURN STRATEGY INSTL Rating: N/A		*43,281.2920*	*$277,865.89*	*1.773%*	*$0.00*	*$365,590.70*	*$59,078.96*	*21.262%*	*$6.*
FIXED INCOME			**$2,253,427.50**	**14.380%**	**$5,524.72**	**$2,212,515.86**	**$79,193.90**	**3.514%**	
693390304 PIMCO FDS LOW DURATION FD INSTL CL Rating: N/A		*37,585.7200*	*$393,898.35*	*2.514%*	*$842.52*	*$391,267.34*	*$9,208.50*	*2.338%*	*$10.*
693390700 PIMCO FDS TOTAL RETURN FD INSTL CL Rating: N/A		*103,161.5510*	*$1,165,725.53*	*7.439%*	*$3,163.34*	*$1,146,124.83*	*$38,066.61*	*3.265%*	*$11.*
722005816 PIMCO FDS PAC INVT MGMT SER INVT GRADE CORP BD FD INSTL CL		*63,710.1590*	*$693,803.63*	*4.428%*	*$1,518.86*	*$675,123.69*	*$31,918.79*	*4.601%*	*$10.*

Rating: N/A								
INDEXED EQUITY		**$3,317,595.89**	**21.171%**	**$0.00**	**$2,820,403.93**	**$65,718.93**	**1.981%**	
922040100 *VANGUARD INSTL INDEX FD* *INSTL CL* *Rating, N/A*	*26,596.0870*	*$3,317,595.89*	*21.171%*	*$0.00*	*$2,820,403.93*	*$65,718.93*	*1.981%*	*$124.*
INTL EMERGING		**$471,384.94**	**3.008%**	**$0.00**	**$498,909.97**	**$10,152.68**	**2.154%**	
683974505 *OPPENHEIMER FDS* *DEVELOPING MKTS INSTL FD CL Y* *Rating: N/A*	*15,041.0000*	*$471,384.94*	*3.008%*	*$0.00*	*$498,909.97*	*$10,152.68*	*2.154%*	*$31.*
LARGE CAP GROWTH		**$146,863.39**	**0.937%**	**$0.00**	**$131,933.00**	**$154.33**	**0.105%**	
411511504 *HARBOR FD* *CAP APPRECIATION FD INSTL CL* *Rating: N/A*	*3,589.0370*	*$146,863.39*	*0.937%*	*$0.00*	*$131,933.00*	*$154.33*	*0.105%*	*$40.*
MID CAP GROWTH		**$886,952.92**	**5.660%**	**$0.00**	**$701,303.28**	**$0.00**	**0.000%**	
38142Y401 *GOLDMAN SACHS TR* *GROWTH OPPORTUNITIES FD INSTL CL* *Rating: N/A*	*35,909.0250*	*$886,952.92*	*5.660%*	*$0.00*	*$701,303.28*	*$0.00*	*0.000%*	*$24.*
OTHER INTL EQUITY		**$960,067.40**	**6.127%**	**$0.00**	**$935,977.00**	**$20,012.67**	**2.085%**	
552983470 *MFS FDS* *RESEARCH INTL FD INSTL CL* *Rating: N/A*	*67,610.3800*	*$960,067.40*	*6.127%*	*$0.00*	*$935,977.00*	*$20,012.67*	*2.085%*	*$14.*
OTHER INTL FIXED INCOME		**$657,756.87**	**4.197%**	**$790.46**	**$660,199.48**	**$23,645.86**	**3.595%**	
693390130 *PIMCO FDS* *GLOBAL BD FD US$ HEDGED INSTL CL* *Rating: N/A*	*35,589.1960*	*$372,974.77*	*2.380%*	*$790.46*	*$362,078.64*	*$9,573.49*	*2.567%*	*$10.*
880208400 *TEMPLETON INCOME TR* *GLOBAL BD FD ADVISOR CL* *Rating: N/A*	*22,231.2330*	*$284,782.09*	*1.817%*	*$0.00*	*$298,120.84*	*$14,072.37*	*4.941%*	*$12.*
SMALL CAP GROWTH		**$356,096.85**	**2.272%**	**$0.00**	**$268,521.08**	**$0.00**	**0.000%**	
00141M622 *INVESCO GROWTH SER* *SMALL CAP GROWTH FD CL INSTL* *Rating: N/A*	*11,141.9540*	*$356,096.85*	*2.272%*	*$0.00*	*$268,521.08*	*$0.00*	*0.000%*	*$31.*
SMALL CAP VALUE		**$271,067.92**	**1.730%**	**$0.00**	**$247,976.47**	**$1,270.03**	**0.469%**	
47103C183 *JANUS FDS* *PERKINS SMALL CAP VALUE FD CL I* *Rating: N/A*	*12,828.5810*	*$271,067.92*	*1.730%*	*$0.00*	*$247,976.47*	*$1,270.03*	*0.469%*	*$21.*
PROPRIETARY FUNDS		**$1,480,583.64**	**9.448%**	**$3,179.59**	**$1,506,710.50**	**$60,891.84**	**3.437%**	
FIXED INCOME		**$564,891.63**	**3.605%**	**$2,835.06**	**$527,364.81**	**$35,872.09**	**6.350%**	
76628T678 *RIDGEWORTH FD-SEIX FLTG RT HIGH INCM* *I SHS #RGCJ* *Rating. N/A*	*25,216.1070*	*$221,397.42*	*1.413%*	*$918.04*	*$228,205.77*	*$11,397.68*	*5.148%*	*$8.*
76628T645 *RIDGEWORTH FD-SEIX HIGH YIELD* *I SHS #RGCL* *Rating. N/A*	*35,521.6350*	*$343,494.21*	*2.192%*	*$1,917.02*	*$299,159.04*	*$24,474.41*	*7.125%*	*$9*
GOVERNMENT		**$217,394.03**	**1.387%**	**$344.53**	**$206,689.76**	**$4,379.02**	**2.014%**	
76628T777 *RIDGEWORTH FD-LTD TERM FED MTG SECS* *I SHS #RGCM* *Rating. N/A*	*19,462.3120*	*$217,394.03*	*1.387%*	*$344.53*	*$206,689.76*	*$4,379.02*	*2.014%*	*$11.*
MID CAP VALUE		**$698,297.99**	**4.456%**	**$0.00**	**$772,655.93**	**$10,640.73**	**1.524%**	
76628R615 *RIDGEWORTH FD-MIDCAP VAL EQUITY* *I SHS #RGD5*	*66,504.5700*	*$698,297.99*	*4.456%*	*$0.00*	*$772,655.93*	*$10,640.73*	*1.524%*	*$10*

Rating: N/A								
REAL ESTATE		**$3,078,379.00**	**19.645%**	**$0.00**	**$1,532,669.00**	**$0.00**	**0.000%**	
IMPROVED COMMERCIAL		**$3,078,379.00**	**19.645%**	**$0.00**	**$1,532,669.00**	**$0.00**	**0.000%**	
9901103V8 *2155 W COLONIAL DR,* *ORLANDO, FLORIDA* *COMMERCIAL LAND UNDER LEASE*	*1.0000*	*$3,078,379.00*	*19.645%*	*$0.00*	*$1,532,669.00*	*$0.00*	*0.000%*	*$3,078,379.*
MISCELLANEOUS ASSETS		**$0.00**	**0.000%**	**$0.00**	**$1.00**	**$0.00**	**0.000%**	
ACCOUNT RECEIVABLES		**$0.00**	**0.000%**	**$0.00**	**$1.00**	**$0.00**	**0.000%**	
997000NN0 *CLASS ACTION PENDING* *FEDERAL HOME LOAN MTG CORP* *ON RCPT OF FINAL PMT*	*1.0000*	*$0.00*	*0.000%*	*$0.00*	*$0.00*	*$0.00*	*0.000%*	*$0.*
997000QD9 *CLASS ACTION PENDING* *KING PHARMACEUTICALS* *ON RCPT OF FINAL PMT*	*1.0000*	*$0.00*	*0.000%*	*$0.00*	*$0.00*	*$0.00*	*0.000%*	*$0.*
997000KE3 *CLASS ACTION PENDING* *TENET HEALTHCARE* *ON RCPT OF FINAL PMT*	*1.0000*	*$0.00*	*0.000%*	*$0.00*	*$1.00*	*$0.00*	*0.000%*	*$0.*
997001AH5 *CLASS ACTION PENDING* *TENET HEALTHCARE CORP* *ON RCPT OF FINAL PMT*	*1.0000*	*$0.00*	*0.000%*	*$0.00*	*$0.00*	*$0.00*	*0.000%*	*$0.*
TOTAL:		**$15,670,307.41**	**100%**	**$9,496.01**	**$13,380,601.47**	**$328,633.01**	**2.097%**	

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.