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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, and ending

2013

08

MAY 08

ENVELOPE DATE

POSTMARK DATE

MAY 15 2013

Name of foundation <b>LOUIS D MYERLEY TES TR</b>			A Employer identification number <b>54-6029980</b>
Number and street (or P O box number if mail is not delivered to street address) <b>P O BOX 1908</b>			B Telephone number (see instructions) <b>(804) 273-7448</b>
City or town, state, and ZIP code <b>ORLANDO FL 32802-1908</b>			C If exemption application is pending, check here ► <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
H Check type of organization <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>450,593</b> (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 ► <input type="checkbox"/>

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)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	9,134	9,250		
	5 a Gross rents				RECEIVED
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-880			MAY 13 2013
	b Gross sales price for all assets on line 6a	202,874			OGDEN, UT
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a 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	8,254	9,250	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	484	242		242
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	2,500			2,500
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	390	125		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	616	616		
	24 Total operating and administrative expenses.	3,990	983	0	2,742
Add lines 13 through 23					
25 Contributions, gifts, grants paid	13,762			13,762	
26 Total expenses and disbursements. Add lines 24 and 25	17,752	983	0	16,504	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-9,498				
b Net investment income (if negative, enter -0-)		8,267			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

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		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )			
	1 Cash—non-interest-bearing	168		
	2 Savings and temporary cash investments	12,635	14,771	14,771
	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 ►			
	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)	426,703	415,237	435,822
	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)	439,506	430,008	450,593
<b>Liabilities</b>	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 ► )	0	0	
<b>Net Assets or Fund Balances</b>	23 Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	439,506	430,008	
	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)	439,506	430,008	
	31 Total liabilities and net assets/fund balances (see instructions)	439,506	430,008	

**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	439,506
2 Enter amount from Part I, line 27a	2	-9,498
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	430,008
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	430,008

**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.)
<b>1a</b> See Attached Statement				
<b>b</b> See Attached Statement				
<b>c</b> See Attached Statement				
<b>d</b> See Attached Statement				
<b>e</b> See Attached Statement				
(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)	
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
<b>2</b> 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 }		<b>2</b>	-880
<b>3</b> 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			<b>3</b>	0

**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))
2011	19,935	436,872	0.045631
2010	22,841	448,157	0.050967
2009	16,623	427,992	0.038840
2008	18,220	413,322	0.044082
2007			0.000000

**2** Total of line 1, column (d) 2 0 179520

**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 044880

**4** Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 437,264

**5** Multiply line 4 by line 3 5 19,624

**6** Enter 1% of net investment income (1% of Part I, line 27b) 6 83

**7** Add lines 5 and 6 7 19,707

**8** Enter qualifying distributions from Part XII, line 4 8 16,504  
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)****1 a** 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**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-)**3** Add lines 1 and 2**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)**5 Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-**6 Credits/Payments****a** 2012 estimated tax payments and 2011 overpayment credited to 2012

6a 276

**b** Exempt foreign organizations—tax withheld at source

6b

**c** Tax paid with application for extension of time to file (Form 8868)

6c

**d** Backup withholding erroneously withheld

6d

**7 Total credits and payments** Add lines 6a through 6d

7 276

**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 0

**10 Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 111

**11 Enter the amount of line 10 to be Credited to 2013 estimated tax** ►

11 Refunded

11 0

**Part VII-A Statements Regarding Activities****1 a** 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?

	Yes	No
1a		X

**b** Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

	X
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*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?

	X
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**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 ► \$ \_\_\_\_\_

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**e** Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

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**2** Has the foundation engaged in any activities that have not previously been reported to the IRS?

	X
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*If "Yes," attach a detailed description of the activities***3** Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

	X
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**4 a** Did the foundation have unrelated business gross income of \$1,000 or more during the year?

	X
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**b** If "Yes," has it filed a tax return on Form 990-T for this year?

	X
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**5** Was there a liquidation, termination, dissolution, or substantial contraction during the year?

	X
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*If "Yes," attach the statement required by General Instruction T***6** Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

	X
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- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

	X
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**7** Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

	X
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**8 a** Enter the states to which the foundation reports or with which it is registered (see instructions) ►

	X
--	---

*VA*

	X
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**b** If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

	X
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**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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV

	X
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**10** Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► SUNTRUST BANK Located at ► P.O. BOX 1908 ORLANDO FL	Telephone no ► (804) 273-7448 ZIP+4 ► 32802-1908	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ►	16	Yes X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20_____ , 20_____ , 20_____ , 20_____		
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 ► 20_____ , 20_____ , 20_____ , 20_____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 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 2012)	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 2012?	4b	X

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

<b>5a</b> During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?							
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?							
(3) Provide a grant to an individual for travel, study, or other similar purposes?							
(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)							
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?							
<b>b</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)?	► <input type="checkbox"/>						
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>						
<b>c</b> 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 <input type="checkbox"/> Yes <input type="checkbox"/> No						
If "Yes," attach the statement required by Regulations section 53.4945–5(d)							
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANK P.O. BOX 1908 ORLANDO, FL 32802-1908 0	TRUSTEE AS REQ'D	484		
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**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				
-----				
-----				
-----				
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-----				

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

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

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

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

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

## Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	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
<b>1</b>	<b>NONE</b>	
<b>2</b>		
<b>All other program-related investments</b> See instructions		
<b>3</b>	<b>NONE</b>	
<b>Total.</b> Add lines 1 through 3		►
		0

**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	431,162
b	Average of monthly cash balances	1b	12,761
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	443,923
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	
3	Subtract line 2 from line 1d	3	443,923
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	6,659
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	437,264
6	Minimum investment return. Enter 5% of line 5	6	21,863

**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	21,863
2a	Tax on investment income for 2012 from Part VI, line 5	2a	165
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	165
3	Distributable amount before adjustments Subtract line 2c from line 1	3	21,698
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	21,698
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	21,698

**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	16,504
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	16,504
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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)	6	16,504
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				21,698
2 Undistributed income, if any, as of the end of 2012			6,613	
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 16,504			6,613	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				9,891
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b	0			
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013	0			11,807
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> See Attached Statement				
<b>Total</b>				► 3a 13,762
<b>b Approved for future payment</b> NONE				
<b>Total</b>				► 3b 0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

**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****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****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)****13 Total Add line 12, columns (b), (d), and (e)**

(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



LOUIS D MYERLEY TES TR

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**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

AUGUSTA HEALTH CARE INC

**Street**

PO BOX 1000

**City**

FISHERVILLE

**State**

VA

**Zip Code**

22939

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

13,762

**Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		Cost, Other Basis and Expenses		Net Gain or Loss	
											Capital Gains/Losses		Gross Sales		203.754	
											Other sales		202,874		0	
1 X ABERDEEN EQUITY LONG SH	003020336				1/18/2011		11/19/2012	228	237						0	-9
2 X ADVISORS CAMBIAR SMALL C	0075W0593				4/27/2011		2/6/2012	563	587						0	-24
3 X ADVISORS CAMBIAR SMALL C	0075W0593				5/27/2011		2/6/2012	895	916						0	-21
4 X ADVISORS CAMBIAR SMALL C	0075W0593				5/27/2011		8/6/2012	420	458						0	-48
5 X ADVISORS CAMBIAR SMALL C	0075W0593				2/15/2011		8/6/2012	825	914						0	-89
6 X ADVISORS CAMBIAR SMALL C	0075W0593				2/15/2011		11/19/2012	235	254						0	-18
7 X FEDERATED STRATEGIC VAL	314172560				4/27/2011		2/6/2012	1,218	1,213						0	5
8 X FEDERATED STRATEGIC VAL	314172560				5/27/2011		2/6/2012	450	456						0	4
9 X FEDERATED STRATEGIC VAL	314172560				5/27/2011		8/6/2012	4,004	3,692						0	312
10 X FEDERATED STRATEGIC VAL	314172560				5/27/2011		11/19/2012	542	520						0	22
11 X FEDERATED STRATEGIC VAL	314172560				7/18/2011		11/19/2012	10,443	9,809						0	634
12 X FORUM ABSOLUTE STRATEG	349847800				8/6/2012		11/19/2012	232	232						0	0
13 X HARBOR CAP APPRECIATION	411511504				8/6/2012		11/19/2012	8,266	8,286						0	20
14 X T ROWE PRICE INSTL LARGE	457751408				2/15/2011		2/6/2012	590	584						0	6
15 X T ROWE PRICE INSTL LARGE	457751408				4/27/2011		2/6/2012	4,240	4,192						0	48
16 X T ROWE PRICE INSTL LARGE	457751408				2/28/2011		2/6/2012	742	725						0	17
17 X T ROWE PRICE INSTL LARGE	457751408				2/28/2011		8/6/2012	1,150	1,104						0	46
18 X T ROWE PRICE INSTL LARGE	457751408				2/28/2011		11/19/2012	5,093	4,880						0	213
19 X T ROWE PRICE INSTL LARGE	457751408				5/27/2011		11/19/2012	9,738	9,309						0	429
20 X T ROWE PRICE INSTL LARGE	457751408				7/18/2011		11/19/2012	3,517	3,343						0	174
21 X T ROWE PRICE INSTL LARGE	457751408				1/18/2011		11/19/2012	3,152	2,959						0	193
22 X MANNING & NAPIER WORLD	583821545				1/27/2011		2/6/2012	3,619	4,623						0	-804
23 X MANNING & NAPIER WORLD	583821545				2/15/2011		2/6/2012	745	920						0	-175
24 X MANNING & NAPIER WORLD	583821545				2/28/2011		2/6/2012	2,639	3,292						0	-653
25 X MANNING & NAPIER WORLD	583821545				3/10/2011		2/6/2012	5,049	6,127						0	-1,078
26 X MANNING & NAPIER WORLD	583821545				4/27/2011		2/6/2012	1,532	1,899						0	-467
27 X MANNING & NAPIER WORLD	583821545				5/27/2011		2/6/2012	4,515	5,762						0	-1,247
28 X MANNING & NAPIER WORLD	583821545				7/18/2011		2/6/2012	2,311	2,779						0	-468
29 X NEUBERGER BERMAN HIGH	64128K668				8/6/2012		11/19/2012	175	175						0	0
30 X PIMCO LOW DURATION-I	693390304				5/27/2011		8/6/2012	256	255						0	1
31 X PIMCO LOW DURATION-I	693390304				5/27/2011		11/19/2012	253	250						0	3
32 X PIMCO FOREIGN BD US\$ HED	693390882				2/6/2012		8/6/2012	9,185	8,829						0	356
33 X PIMCO COMMODITY REALRT	722005667				12/16/2010		8/6/2012	1,126	1,465						0	-339
34 X PIMCO COMMODITY REALRT	722005667				12/29/2010		8/6/2012	1,033	1,415						0	-382
35 X PIMCO COMMODITY REALRT	722005667				1/18/2011		8/6/2012	901	1,232						0	-331
36 X PIMCO COMMODITY REALRT	722005667				1/27/2011		8/6/2012	922	1,238						0	-316
37 X PIMCO COMMODITY REALRT	722005667				2/15/2011		8/6/2012	213	289						0	-76
38 X PIMCO COMMODITY REALRT	722005667				2/28/2011		8/6/2012	470	664						0	-194
39 X PIMCO COMMODITY REALRT	722005667				3/10/2011		8/6/2012	380	538						0	-156
40 X PIMCO COMMODITY REALRT	722005667				4/27/2011		8/6/2012	133	196						0	-63
41 X PIMCO COMMODITY REALRT	722005667				5/27/2011		8/6/2012	1,157	1,829						0	472
42 X PIMCO COMMODITY REALRT	722005667				7/18/2011		8/6/2012	158	211						0	-53
43 X PIMCO INV/ GRADE CORP BD	722005818				2/6/2012		8/6/2012	2,238	2,271						0	-33
44 X PIMCO INV/ GRADE CORP BD	722005818				2/6/2012		8/6/2012	689	859						0	30
45 X PIMCO INV/ GRADE CORP BD	722005818				2/6/2012		11/19/2012	3	2						0	1
46 X PIMCO INV/ GRADE CORP BD	722005818				2/22/2009		11/19/2012	472	417						0	55
47 X PIMCO EMERGING LOCAL BD	72201F518				8/6/2012		11/19/2012	77	77						0	0
48 X RIDGEWORTH FD-LARGECAF	76628R672				2/15/2011		8/6/2012	1,059	1,062						0	-3
49 X RIDGEWORTH FD-LARGECAF	76628R672				2/28/2011		8/6/2012	4,442	4,459						0	-17
50 X RIDGEWORTH FD-LARGECAF	76628R672				4/27/2011		8/6/2012	3,365	3,436						0	71
51 X RIDGEWORTH FD-LARGECAF	76628R672				5/27/2011		8/6/2012	6,602	6,841						0	39
52 X RIDGEWORTH FD-LARGECAF	76628R672				2/6/2012		8/6/2012	6,877	6,857						0	20
53 X RIDGEWORTH FD-LARGECAF	76628R672				3/10/2011		11/19/2012	3,036	2,914						0	122
54 X RIDGEWORTH FD-LARGECAF	76628R672				2/6/2012		11/19/2012	911	883						0	28
55 X RIDGEWORTH FD-LARGECAF	76628R672				4/27/2011		11/19/2012	1,421	1,358						0	63
56 X RIDGEWORTH FD-SHORT TEE	76628T611				2/6/2012		8/6/2012	6,712	6,685						0	27
57 X RIDGEWORTH FD-SHORT TEE	76628T611				2/22/2009		11/19/2012	8,487	8,046						0	441
58 X RIDGEWORTH FD-SHORT TEE	76628T611				2/6/2012		11/19/2012	314	313						0	1
59 X RIDGEWORTH FD-SEIX FLT-H	76628T578				1/12/2008		8/6/2012	6,398	5,233						0	1,165
60 X RIDGEWORTH FD-SEIX FLT-H	76628T578				2/6/2012		8/6/2012	253	252						0	1
61 X RIDGEWORTH FD-INTERMED	76628T702				2/6/2012		8/6/2012	2,751	2,725						0	26
62 X RIDGEWORTH FD-INTERMED	76628T702				4/17/2007		8/6/2012	15,432	14,458						0	-973
63 X RIDGEWORTH FD-INTERMED	76628T702				4/17/2007		11/19/2012	359	335						0	24
64 X SCHRODER US SMALL/MID C	80809R204				2/15/2011		2/6/2012	557	559						0	2
65 X SCHRODER US SMALL/MID C	80809R204				2/15/2011		8/6/2012	6,048	8,172						0	-124
66 X SCHRODER US SMALL/MID C	80809R204				8/15/2011		8/6/2012	451	414						0	37
67 X SENTINEL SMALL CO-I	81728B25				4/27/2011		2/6/2012	159	175						0	16
68 X SENTINEL SMALL CO-I	81728B25				12/16/2010		9/4/2012	1,496	1,465						0	31

## Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" - to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		Cost, Other Basis and Expenses		Net Gain or Loss		
								Capital Gains/Losses		202,874		203,754	0	-880			
								Other sales		0		0	0	0			
69 X	SENTINEL SMALL CO-I	817288825			12/29/2010		8/4/2012	1,482	1,467					0	0	15	
70 X	SENTINEL SMALL CO-I	817288825			1/18/2011		8/4/2012	1,183	1,191					0	0	-8	
71 X	SENTINEL SMALL CO-I	817288825			1/27/2011		8/4/2012	1,206	1,213					0	0	-7	
72 X	SENTINEL SMALL CO-I	817288825			2/15/2011		8/4/2012	57	59					0	0	-2	
73 X	SENTINEL SMALL CO-I	817288825			2/28/2011		8/4/2012	658	697					0	0	-39	
74 X	SENTINEL SMALL CO-I	817288825			3/10/2011		8/4/2012	585	582					0	0	-3	
75 X	SENTINEL SMALL CO-I	817288825			4/27/2011		8/4/2012	0	0					0	0	0	
76 X	SENTINEL SMALL CO-I	817288825			5/27/2011		8/4/2012	1,171	1,294					0	0	-123	
77 X	SENTINEL SMALL CO-I	817288825			8/15/2011		8/4/2012	639	625					0	0	14	
78 X	TEMPLETON GLOBAL BD-ADV	880208400			1/19/2010		2/6/2012	9,645	9,702					0	0	143	
79 X	TEMPLETON GLOBAL BD-ADV	880208400			5/24/2010		2/6/2012	3,982	3,858					0	0	124	
80 X	TEMPLETON GLOBAL BD-ADV	880208400			5/24/2010		8/6/2012	8,581	6,357					0	0	224	
81 X	WASATCH LONG/SHORT FD	936793835			8/5/2012		11/19/2012	74	74					0	0	0	

**Part I, Line 16b (990-PF) - Accounting Fees**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEE	2,500			2,500

**Part I, Line 18 (990-PF) - Taxes**

	390	125	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1 FOREIGN TAX WITHHELD	125	125		
2 ESTIMATED EXCISE PAYMENTS	265			

**Part I, Line 23 (990-PF) - Other Expenses**

	616	616	0	0
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	616	616		

## Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
<b>1</b>			<b>426,703</b>		
<b>2</b>	HARBOR CAP APPRECIATION-I		0	<b>38,097</b>	<b>41,382</b>
<b>3</b>	PIMCO LOW DURATION-I		0	<b>12,860</b>	<b>12,854</b>
<b>4</b>	T ROWE PRICE INSTL LARGE-CAP GRWT		0	<b>40,930</b>	<b>46,560</b>
<b>5</b>	FORUM ABSOLUTE STRATEGIES-I		0	<b>21,293</b>	<b>21,435</b>
<b>6</b>	MANNING & NAPIER WORLD OPPTYS-A		0	<b>58,344</b>	<b>57,308</b>
<b>7</b>	RIDGEWORTH FD-LARGE CAP VAL EQTY		0	<b>37,269</b>	<b>41,231</b>
<b>8</b>	RIDGEWORTH FD-INTERMEDIATE BD RG		0	<b>20,234</b>	<b>20,995</b>
<b>9</b>	FEDERATED STRATEGIC VALUE-I		0	<b>31,922</b>	<b>35,714</b>
<b>10</b>	PIMCO INV T GRADE CORP BD-I		0	<b>11,466</b>	<b>12,737</b>
<b>11</b>	ABERDEEN EQUITY LONG SHORT-I		0	<b>13,192</b>	<b>13,083</b>
<b>12</b>	OPPENHEIMER DEVELOPING MKTS INST		0	<b>33,664</b>	<b>34,443</b>
<b>13</b>	DOUBLELINE TOTAL RETURN BD-I		0	<b>25,837</b>	<b>25,887</b>
<b>14</b>	PIMCO EMERGING LOCAL BD-I		0	<b>8,708</b>	<b>8,845</b>
<b>15</b>	ADVISORS CAMBIAR SMALL CAP-I		0	<b>9,300</b>	<b>9,367</b>
<b>16</b>	NEUBERGER BERMAN HIGH INCOME BD		0	<b>16,777</b>	<b>17,573</b>
<b>17</b>	WASATCH 1ST SOURCE LONG/SHORT		0	<b>26,281</b>	<b>27,382</b>
<b>18</b>	T ROWE PRICE DIVRSFD SMALLCAP GRD		0	<b>9,063</b>	<b>9,026</b>

## Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allocated	Cost or Other Base Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis or Losses	Gains Minus Losses	
												Amount	1,095
1. ABERDEEN EQUITY FUND CAP-I	002030280	1/1/2011	1/1/2012	228	0	0	237	9	0	0	0	0	9
2. ADVISORS CAMBAR SMALL CAP-I	0075W0583	4/27/2011	2/6/2012	563	0	0	587	24	0	0	0	0	24
3. ADVISORS CAMBAR SMALL CAP-I	0075W0583	5/27/2011	2/6/2012	896	0	0	916	20	0	0	0	0	20
4. ADVISORS CAMBAR SMALL CAP-I	0075W0583	5/27/2011	2/6/2012	420	0	0	468	-48	0	0	0	0	-48
5. ADVISORS CAMBAR SMALL CAP-I	0075W0583	2/15/2011	2/6/2012	825	0	0	814	-11	0	0	0	0	-11
6. ADVISORS CAMBAR SMALL CAP-I	0075W0583	2/15/2011	1/1/9/2012	236	0	0	254	18	0	0	0	0	18
7. FEDERATED STRATEGIC VALUE-I	314172560	4/27/2011	2/6/2012	1,218	0	0	1,213	5	0	0	0	0	5
8. FEDERATED STRATEGIC VALUE-I	314172560	5/27/2011	2/6/2012	60	0	0	456	0	0	0	0	0	0
9. FEDERATED STRATEGIC VALUE-I	314172560	5/27/2011	2/6/2012	60	0	0	3,070	312	0	0	0	0	312
10. FEDERATED STRATEGIC VALUE-I	314172560	5/27/2011	1/1/9/2012	243	0	0	530	22	0	0	0	0	22
11. FEDERATED STRATEGIC VALUE-I	314172560	7/16/2011	1/1/9/2012	10,443	0	0	9,809	634	0	0	0	0	634
12. FORUM ABSOLUTE STRATEGIES-I	349861600	8/6/2012	1/1/9/2012	232	0	0	232	0	0	0	0	0	0
13. HARBOR CAP APPRECIATION-I	411511504	8/6/2012	1/1/9/2012	8,266	0	0	8,266	29	0	0	0	0	29
14. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	2/15/2011	2/6/2012	500	0	0	584	6	0	0	0	0	6
15. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	4/27/2011	2/6/2012	4,240	0	0	4,192	48	0	0	0	0	48
16. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	2/28/2011	2/6/2012	42	0	0	1,104	46	0	0	0	0	46
17. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	2/28/2011	1/1/9/2012	1,104	0	0	4,880	213	0	0	0	0	213
18. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	2/28/2011	1/1/9/2012	5,003	0	0	9,306	429	0	0	0	0	429
19. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	5/27/2011	1/1/9/2012	9,738	0	0	3,343	174	0	0	0	0	174
20. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	7/16/2011	1/1/9/2012	3,517	0	0	2,959	193	0	0	0	0	193
21. T. ROWE PRICE INSTL LARGE CAP GRV	437751408	1/1/2011	1/1/9/2012	3,152	0	0	4,623	-804	0	0	0	0	-804
22. MANNING & NAPIER WORLD OPPRTYS-I	563821545	1/27/2011	2/6/2012	3,819	0	0	225	175	0	0	0	0	175
23. MANNING & NAPIER WORLD OPPRTYS-I	563821545	2/15/2011	2/6/2012	745	0	0	3,424	-269	0	0	0	0	-269
24. MANNING & NAPIER WORLD OPPRTYS-I	563821545	2/28/2011	2/6/2012	2,639	0	0	1,078	0	0	0	0	0	0
25. MANNING & NAPIER WORLD OPPRTYS-I	563821545	3/27/2011	2/6/2012	5,071	0	0	1,906	467	0	0	0	0	467
26. MANNING & NAPIER WORLD OPPRTYS-I	563821545	3/27/2011	1/1/9/2012	1,537	0	0	5,763	1,247	0	0	0	0	1,247
27. MANNING & NAPIER WORLD OPPRTYS-I	563821545	5/27/2011	2/6/2012	4,515	0	0	2,778	-468	0	0	0	0	-468
28. MANNING & NAPIER WORLD OPPRTYS-I	563821545	7/16/2011	2/6/2012	2,311	0	0	179	0	0	0	0	0	0
29. NEUBERGER BERMAN HIGH INCOME	654125068	8/6/2012	1/1/9/2012	173	0	0	255	1	0	0	0	0	1
30. PIMCO LOW DURATION-I	693390304	5/27/2011	2/6/2012	253	0	0	250	3	0	0	0	0	3
31. PIMCO LOW DURATION-I	693390304	2/28/2011	1/1/9/2012	253	0	0	5,826	0	0	0	0	0	0
32. PIMCO FOREIGN BD USA HEDGED-I	693390885	2/26/2011	2/6/2012	8,185	0	0	3,234	512	0	0	0	0	512
33. PIMCO COMMODITY REALITY STRATE	722005667	1/26/2010	8/6/2012	1,025	0	0	1,415	382	0	0	0	0	382
34. PIMCO COMMODITY REALITY STRATE	722005667	1/26/2010	8/6/2012	1,025	0	0	1,233	331	0	0	0	0	331
35. PIMCO COMMODITY REALITY STRATE	722005667	1/16/2011	8/6/2012	961	0	0	1,238	316	0	0	0	0	316
36. PIMCO COMMODITY REALITY STRATE	722005667	1/27/2011	8/6/2012	822	0	0	289	70	0	0	0	0	70
37. PIMCO COMMODITY REALITY STRATE	722005667	2/15/2011	8/6/2012	213	0	0	664	194	0	0	0	0	194
38. PIMCO COMMODITY REALITY STRATE	722005667	2/28/2011	8/6/2012	470	0	0	530	156	0	0	0	0	156
39. PIMCO COMMODITY REALITY STRATE	722005667	3/10/2011	8/6/2012	380	0	0	196	-52	0	0	0	0	-52
40. PIMCO COMMODITY REALITY STRATE	722005667	4/27/2011	8/6/2012	133	0	0	417	-54	0	0	0	0	-54
41. PIMCO EMERGING LOCAT-I	722015156	8/6/2012	1/1/9/2012	77	0	0	77	0	0	0	0	0	0
42. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	2/15/2011	2/6/2012	1,059	0	0	1,062	0	0	0	0	0	0
43. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	2/26/2011	2/6/2012	4,423	0	0	4,423	117	0	0	0	0	117
44. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	3/27/2011	2/6/2012	3,365	0	0	3,436	71	0	0	0	0	71
45. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	5/27/2011	2/6/2012	6,602	0	0	8,941	39	0	0	0	0	39
46. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	2/26/2012	8/6/2012	6,877	0	0	6,857	29	0	0	0	0	29
47. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	3/10/2011	1/1/9/2012	3,036	0	0	2,914	123	0	0	0	0	123
48. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	2/6/2012	8/6/2012	911	0	0	883	28	0	0	0	0	28
49. RIDGEWORTH FD-LARGECAP VAL EOT	76628R572	1/27/2011	1/1/9/2012	1,421	0	0	1,356	63	0	0	0	0	63
50. RIDGEWORTH FD SHORT TERM BD-I	76628R572	2/15/2010	8/6/2012	8,732	0	0	8,663	24	0	0	0	0	24
51. RIDGEWORTH FD SHORT TERM BD-I	76628R572	2/26/2010	8/6/2012	8,732	0	0	8,645	24	0	0	0	0	24
52. RIDGEWORTH FD SHORT TERM BD-I	76628R572	3/12/2010	8/6/2012	8,732	0	0	8,645	24	0	0	0	0	24
53. RIDGEWORTH FD SHORT TERM BD-I	76628R572	4/12/2010	8/6/2012	314	0	0	319	1	0	0	0	0	1
54. RIDGEWORTH FD SHORT TERM BD-I	76628R572	1/16/2012	1/1/9/2012	8,398	0	0	5,233	1,163	0	0	0	0	1,163
55. RIDGEWORTH FD SEIX FLT HIGH INCM	766281678	2/6/2012	8/6/2012	253	0	0	252	1	0	0	0	0	1
56. RIDGEWORTH FD INTERMEDIATE BD	766281702	2/6/2012	8/6/2012	2,751	0	0	2,725	26	0	0	0	0	26
57. RIDGEWORTH FD INTERMEDIATE BD	766281702	4/17/2007	8/6/2012	15,432	0	0	14,456	973	0	0	0	0	973
58. RIDGEWORTH FD INTERMEDIATE BD	766281702	4/17/2007	1/1/9/2012	359	0	0	335	24	0	0	0	0	24
59. SCHRODER US MIDL/MD CAP OPTY	8002094204	2/15/2011	2/6/2012	557	0	0	533	24	0	0	0	0	24
60. SCHRODER US MIDL/MD CAP OPTY	8002094204	2/26/2011	2/6/2012	6,039	0	0	6,173	124	0	0	0	0	124
61. SCHRODER US SMALL/MIDL CAP OPTY	8002094204	5/15/2011	2/6/2012	451	0	0	416	37	0	0	0	0	37
62. SENTINEL SMALL CO-I	817288252	4/27/2011	8/6/2012	159	0	0	175	16	0	0	0	0	-16
63. SENTINEL SMALL CO-I	817288252	12/16/2010	8/6/2012	1,496	0	0	1,465	31	0	0	0	0	31
64. SENTINEL SMALL CO-I	817288252	12/29/2010	8/6/2012	1,492	0	0	1,467	15	0	0	0	0	15
65. SENTINEL SMALL CO-I	817288252	1/8/2011	8/6/2012	1,183	0	0	1,181	8	0	0	0	0	8
66. SENTINEL SMALL CO-I	817288252	1/27/2011	8/6/2012	1,295	0	0	1,213	7	0	0	0	0	7
67. SENTINEL SMALL CO-I	817288252	2/26/2011	8/6/2012	1,023	0	0	1,033	1	0	0	0	0	1
68. SENTINEL SMALL CO-I	817288252	2/28/2011	8/6/2012	854	0	0	857	38	0	0	0	0	38
69. SENTINEL SMALL CO-I	817288252	3/10/2011	8/6/2012	563	0	0	582	17	0	0	0	0	17
70. SENTINEL SMALL CO-I	817288252	4/27/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
71. SENTINEL SMALL CO-I	817288252	5/27/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
72. SENTINEL SMALL CO-I	817288252	6/27/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
73. SENTINEL SMALL CO-I	817288252	7/28/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
74. SENTINEL SMALL CO-I	817288252	10/10/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
75. SENTINEL SMALL CO-I	817288252	4/27/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
76. SENTINEL SMALL CO-I	817288252	5/27/2011	8/6/2012	0	0	0	0	0	0	0	0	0	0
77. SENTINEL SMALL CO-I	817288252	8/15/2011	8/6/2012	639	0	0	625	14	0	0	0	0	14
78. TEMPLETON GLOBAL BD-ADV	880208400	1/19/2010	2/6/2012	9,645	0	0	9,702	143	0	0	0	0	143
79. TEMPLETON GLOBAL BD-ADV	880208400</td												

**Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers**

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**Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return	12/31/2012	11
2 First quarter estimated tax payment	5/9/2012	265
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6
7 Total		276

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	6,613
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	6,613