See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

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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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: T STANLEY FBO STANLEYTOWN UMC-TE

A Employer identification number: 54-6102928

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

B Telephone number (see instructions): (804) 273-7448

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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 663,303

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	18,394	18,516		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	26,956			
b	Gross sales price for all assets on line 6a 379,498				
7	Capital gain net income (from Part IV, line 2)		26,956		
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	45,350	45,472	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	9,829	4,914		4,914
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	121	121		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	87	87		
24	**Total operating and administrative expenses.** Add lines 13 through 23	10,037	5,122	0	4,914
25	Contributions, gifts, grants paid	26,968			26,968
26	**Total expenses and disbursements.** Add lines 24 and 25	37,005	5,122	0	31,882
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	8,345			
b	**Net investment income** (if negative, enter -0-)		40,350		
c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

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P 13

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash—non-interest-bearing	367		
	2 Savings and temporary cash investments	28,980	12,013	12,013
	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)	568,347	594,344	651,290
	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)	597,694	606,357	663,303
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	597,694	606,357	
	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)	597,694	606,357	
	31 **Total liabilities and net assets/fund balances** (see instructions)	597,694	606,357	

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	597,694
2	Enter amount from Part I, line 27a	2	8,345
3	Other increases not included in line 2 (itemize) ▶ FEDERAL EXCISE TAX REFUND	3	318
4	Add lines 1, 2, and 3	4	606,357
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	606,357

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	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)
a				0
b				0
c				0
d				0
e				0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				0
b				0
c				0
d				0
e				0

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	26,956
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	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	50,612	658,778	0 076827
2010	20,405	646,323	0 031571
2009	18,125	588,167	0.030816
2008	23,063	647,444	0 035622
2007			0 000000

2 **Total** of line 1, column (d)	2	0.174836
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 043709
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	646,408
5 Multiply line 4 by line 3	5	28,254
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	404
7 Add lines 5 and 6	7	28,658
8 Enter qualifying distributions from Part XII, line 4	8	31,882

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	1	404
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	404
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	404
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 404		
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	404
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	0
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ Refunded ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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
4 a	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	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA			
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 2012 or the taxable year beginning in 2012 (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 ▶ (804) 273-7448

Located at ▶ P.O. BOX 1908 ORLANDO FL 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

			Yes	No
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?	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

			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 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? ☐ Yes ☒ No

If "Yes," list the years ▶ 20______ , 20______ , 20______ , 20______

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 20______ , 20______ , 20______ , 20______

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

			Yes	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)*

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** No: X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANKS, INC. P O. BOX 1908 ORLANDO, FL 32802-1908 0	TRUSTEE VARIOUS	9,829		

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

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

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
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. 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	634,715
b	Average of monthly cash balances	1b	21,537
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	656,252
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	656,252
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	9,844
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	646,408
6	**Minimum investment return.** Enter 5% of line 5	6	32,320

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	32,320
2a	Tax on investment income for 2012 from Part VI, line 5	2a	404		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	404
3	Distributable amount before adjustments Subtract line 2c from line 1			3	31,916
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	31,916
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	31,916

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	31,882
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	31,882
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	404
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,478

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				31,916
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only			12,177	
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 ▶ $ 31,882				
a	Applied to 2011, but not more than line 2a			12,177	
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				19,705
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:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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			0	
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				12,211
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9) **N/A**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total . . . . ▶ **3a**				26,968
b *Approved for future payment* NONE				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	18,394	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	26,956	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		45,350	0

13 Total. Add line 12, columns (b), (d), and (e) 13 45,350

(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
		Not Applicable	

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

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

Barbara Allred | 5/6/2013 | TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		5/6/2013		P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name					
STANLEYTOWN U METHODIST CH					
Street					
PO BOX 206					
City	**State**	**Zip Code**	**Foreign Country**		
STANLEYTOWN	VA	24168			
Relationship	**Foundation Status**				
501(C) (3) GRANT PAID	PUBLIC CHARITY				
Purpose of grant/contribution				**Amount**	
GENERAL OPERATING				26,968	

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**

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**

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

	Amount		Totals:	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	1,470		Capital Gains/Losses	379,498	352,542	26,956
Short Term CG Distributions	0		Other sales	0	0	0

	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	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	ACCO BRANDS CORP COM	00081T108			7/10/1970		8/22/2012	1,150	99				0	1,051
2	X	ABERDEEN EQUITY LONG SH	003020336			3/2/2011		11/29/2012	138	138				0	0
3	X	ABERDEEN EQUITY LONG SH	003020336			8/21/2012		11/29/2012	204	201				0	3
4	X	FEDERATED STRATEGIC VAL	314172560			7/18/2011		2/17/2012	4,000	3,827				0	173
5	X	FEDERATED STRATEGIC VAL	314172560			10/29/2010		8/21/2012	7,890	6,763				0	1,127
6	X	FEDERATED STRATEGIC VAL	314172560			7/18/2011		8/21/2012	3,010	2,733				0	277
7	X	FEDERATED STRATEGIC VAL	314172560			10/4/2010		8/21/2012	2,907	2,423				0	484
8	X	FEDERATED STRATEGIC VAL	314172560			10/4/2010		11/29/2012	17,000	14,398				0	2,602
9	X	FORUM ABSOLUTE STRATEG	34984T600			12/13/2011		11/29/2012	132	131				0	1
10	X	FORUM ABSOLUTE STRATEG	34984T600			10/29/2010		11/29/2012	233	227				0	6
11	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		1/20/2012	124	127				0	-3
12	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		2/20/2012	143	147				0	-4
13	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		3/20/2012	152	155				0	-3
14	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		4/20/2012	192	197				0	-5
15	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		5/20/2012	134	137				0	-3
16	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		6/20/2012	168	172				0	-4
17	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		7/20/2012	103	106				0	-3
18	X	ACCO BRANDS CORP COM	00081T108			7/10/1970		5/15/2012	10	1				0	9
19	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		8/20/2012	105	107				0	2
20	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		9/20/2012	87	89				0	2
21	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		10/20/2012	93	96				0	-3
22	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		11/20/2012	149	153				0	-4
23	X	GNMA II POOL 003545 6.000%	36202D5E7			5/14/2004		12/20/2012	129	132				0	-3
24	X	T ROWE PRICE INSTL LARGE	45775L408			4/3/2008		11/29/2012	2,831	2,169				0	662
25	X	JANUS PERKINS SMALL CAP	47103C183			8/21/2012		11/29/2012	370	384				0	8
26	X	MANNING & NAPIER WORLD	563821545			9/15/2010		2/17/2012	159	169				0	-10
27	X	MANNING & NAPIER WORLD	563821545			12/15/2010		2/17/2012	433	485				0	52
28	X	MANNING & NAPIER WORLD	563821545			3/2/2011		2/17/2012	5,665	6,817				0	-1,152
29	X	MANNING & NAPIER WORLD	563821545			4/18/2011		2/17/2012	4,888	5,830				0	942
30	X	MANNING & NAPIER WORLD	563821545			7/18/2011		2/17/2012	3,259	3,809				0	550
31	X	MANNING & NAPIER WORLD	563821545			11/2/2009		2/17/2012	7,973	8,143				0	-170
32	X	NEUBERGER BERMAN HIGH	64128K868			2/17/2012		8/21/2012	125	122				0	3
33	X	NEUBERGER BERMAN HIGH	64128K868			11/15/2011		8/21/2012	4,426	4,204				0	222
34	X	PIMCO LOW DURATION-I	693390304			3/2/2011		8/21/2012	565	559				0	6
35	X	PIMCO LOW DURATION-I	693390304			3/2/2011		11/29/2012	21,945	21,458				0	487
36	X	GNMA II POOL 003545 6 000%	36202D5E7			5/14/2004		12/31/2012	173	177				0	-4
37	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		1/15/2012	30	31				0	-1
38	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		2/15/2012	30	31				0	-1
39	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		3/15/2012	28	28				0	0
40	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		4/15/2012	26	26				0	0
41	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		5/15/2012	25	26				0	-1
42	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		6/15/2012	25	26				0	-1
43	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		7/15/2012	26	26				0	0
44	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		8/15/2012	29	30				0	-1
45	X	GNMA I POOL 638189 5,500%	36291T7A0			12/20/2004		9/15/2012	29	30				0	-1
46	X	GNMA I POOL 638189 5,500%	36291T7A0			12/20/2004		10/15/2012	647	663				0	16
47	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		11/15/2012	24	24				0	0
48	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		12/15/2012	24	25				0	-1
49	X	GNMA I POOL 638189 5 500%	36291T7A0			12/20/2004		12/31/2012	25	26				0	-1
50	X	HARBOR CAP APPRECIATION	411511504			8/21/2012		11/29/2012	6,789	6,695				0	94
51	X	T ROWE PRICE INSTL LARGE	45775L408			7/18/2011		2/17/2012	3,233	3,066				0	167
52	X	T ROWE PRICE INSTL LARGE	45775L408			7/18/2011		11/29/2012	5,344	4,917				0	427
53	X	T ROWE PRICE INSTL LARGE	45775L408			8/21/2012		11/29/2012	1,531	1,511				0	20
54	X	RIDGEWORTH FD-SHORT TE	76628T611			3/26/2009		11/29/2012	3,165	2,954				0	211
55	X	RIDGEWORTH FD-SHORT TE	76628T611			11/15/2011		11/29/2012	5,241	5,189				0	52
56	X	RIDGEWORTH FD-SHORT TE	76628T611			2/17/2012		11/29/2012	553	549				0	4
57	X	RIDGEWORTH FD-SEIX FLT H	76628T678			3/12/2009		8/21/2012	6,474	5,282				0	1,192
58	X	RIDGEWORTH FD-SEIX FLT H	76628T678			3/26/2009		8/21/2012	1,309	1,086				0	223
59	X	RIDGEWORTH FD-SEIX FLT H	76628T678			6/3/2009		8/21/2012	6,459	5,853				0	606
60	X	RIDGEWORTH FD-SEIX FLT H	76628T678			11/15/2011		8/21/2012	3,039	2,984				0	55
61	X	RIDGEWORTH FD-SEIX FLT H	76628T678			2/17/2012		8/21/2012	417	415				0	2
62	X	RIDGEWORTH FD-INTERMED	76628T702			11/15/2011		8/21/2012	1,480	1,509				0	-29
63	X	RIDGEWORTH FD-INTERMED	76628T702			4/3/2008		11/29/2012	39,640	38,003				0	1,637
64	X	RIDGEWORTH FD-INTERMED	76628T702			12/11/2008		11/29/2012	1,677	1,588				0	89
65	X	RIDGEWORTH FD-INTERMED	76628T702			3/12/2009		11/29/2012	29,193	27,850				0	1,343
66	X	RIDGEWORTH FD-INTERMED	76628T702			11/15/2011		11/29/2012	15,181	15,366				0	-185
67	X	RIDGEWORTH FD-INTERMED	76628T702			12/15/2011		11/29/2012	2,890	2,835				0	55
68	X	RIDGEWORTH FD-INTERMED	76628T702			2/17/2012		11/29/2012	2,844	2,801				0	43

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

	Amount
Long Term CG Distributions	1,470
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	379,498	352,542	26,956
Other sales	0	0	0

	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	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	SCHRODER US SMALL/MID C	80809R204			3/2/2011		8/21/2012	5,669	5,614				0	55
70	X	SCHRODER US SMALL/MID C	80809R204			12/9/2011		8/21/2012	78	72				0	6
71	X	SENTINEL SMALL CO-I	81728B825			7/27/2009		9/7/2012	5,631	3,839				0	1,792
72	X	SENTINEL SMALL CO-I	81728B825			9/8/2009		9/7/2012	728	517				0	211
73	X	PIMCO LOW DURATION-I	693390304			11/15/2011		11/29/2012	5,281	5,098				0	183
74	X	PIMCO LOW DURATION-I	693390304			12/7/2011		11/29/2012	0	0				0	0
75	X	PIMCO LOW DURATION-I	693390304			2/17/2012		11/29/2012	766	749				0	17
76	X	PIMCO FOREIGN BD US$ HED	693390882			2/17/2012		8/21/2012	22,015	21,120				0	895
77	X	PIMCO COMMODITY REALRT	722005667			3/13/2009		8/21/2012	5,670	4,785				0	885
78	X	PIMCO COMMODITY REALRT	722005667			4/9/2009		8/21/2012	1,083	1,014				0	69
79	X	PIMCO COMMODITY REALRT	722005667			9/8/2009		8/21/2012	1,401	1,538				0	-137
80	X	PIMCO COMMODITY REALRT	722005667			5/24/2010		8/21/2012	320	343				0	-23
81	X	PIMCO COMMODITY REALRT	722005667			12/7/2011		8/21/2012	201	221				0	20
82	X	PIMCO COMMODITY REALRT	722005667			2/17/2012		8/21/2012	2,592	2,592				0	0
83	X	RIDGEWORTH FD-LARGECAP	76628R748			12/11/2008		2/17/2012	269	144				0	125
84	X	RIDGEWORTH FD-LARGECAP	76628R748			3/13/2009		2/17/2012	4,922	2,493				0	2,429
85	X	RIDGEWORTH FD-LARGECAP	76628R748			4/9/2009		2/17/2012	10,054	5,690				0	4,364
86	X	RIDGEWORTH FD-LARGECAP	76628R748			6/3/2009		2/17/2012	2,010	1,231				0	779
87	X	RIDGEWORTH FD-LARGECAP	76628R748			9/8/2009		2/17/2012	435	293				0	142
88	X	RIDGEWORTH FD-SHORT TE	76628T611			2/17/2012		8/21/2012	7,413	7,391				0	22
89	X	RIDGEWORTH FD-SHORT TE	76628T611			4/3/2008		11/29/2012	8,730	8,582				0	148
90	X	RIDGEWORTH FD-SHORT TE	76628T611			3/12/2009		11/29/2012	10,287	9,559				0	728
91	X	SENTINEL SMALL CO-I	81728B825			11/2/2009		9/7/2012	4,071	2,929				0	1,142
92	X	SENTINEL SMALL CO-I	81728B825			12/22/2011		9/7/2012	967	880				0	87
93	X	SENTINEL SMALL CO-I	81728B825			8/23/2012		9/7/2012	1	1				0	0
94	X	TEMPLETON GLOBAL BD-ADV	880208400			11/15/2011		2/17/2012	8,760	8,527				0	233
95	X	TEMPLETON GLOBAL BD-ADV	880208400			1/21/2010		2/17/2012	18,838	18,322				0	516
96	X	TEMPLETON GLOBAL BD-ADV	880208400			1/21/2010		8/21/2012	1,632	1,588				0	44
97	X	TEMPLETON GLOBAL BD-ADV	880208400			5/24/2010		8/21/2012	16,881	16,355				0	526
98	X	TEMPLETON GLOBAL BD-ADV	880208400			9/29/2011		8/21/2012	2,405	2,321				0	84
99	X	TEMPLETON GLOBAL BD-ADV	880208400			12/15/2011		8/21/2012	313	291				0	22
100	X	WASATCH LONG/SHORT FD	936793835			8/21/2012		11/29/2012	133	133				0	0

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

		121	121	0	0
	Descnption	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Chantable Purposes
1	FOREIGN TAXES	121	121		

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

		87	87	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	87	87		

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

			568,347	594,344	651,290
	Asset Descnption	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENT		568,347	594,344	651,290

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

	Amount
Long Term CG Distributions	1,470
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						378 028	0	0	352,542	25,486	0	0	0	25,486
1	ACCO BRANDS CORP COM	00081T108		7/10/1970	8/22/2012	1 150		0	99	1,051	0	0	0	1 051
2	ABERDEEN EQUITY LONG SHORT-I	003020336		3/2/2011	11/29/2012	138		0	138	0	0	0	0	0
3	ABERDEEN EQUITY LONG SHORT-I	003020336		8/21/2012	11/29/2012	204		0	201	3	0	0	0	3
4	FEDERATED STRATEGIC VALUE-I	314172560		7/18/2011	2/17/2012	4 000		0	3,827	173	0	0	0	173
5	FEDERATED STRATEGIC VALUE I	314172560		10/29/2010	8/21/2012	7 890		0	6 763	1,127	0	0	0	1,127
6	FEDERATED STRATEGIC VALUE-I	314172560		7/18/2011	8/21/2012	3 010		0	2 733	277	0	0	0	277
7	FEDERATED STRATEGIC VALUE-I	314172560		10/4/2010	8/21/2012	2,907		0	2 423	484	0	0	0	484
8	FEDERATED STRATEGIC VALUE-I	314172560		10/4/2010	11/29/2012	17,000		0	14,398	2,602	0	0	0	2 602
9	FORUM ABSOLUTE STRATEGIES-I	34984T600		12/13/2011	11/29/2012	132		0	131	1	0	0	0	1
10	FORUM ABSOLUTE STRATEGIES-I	34984T600		10/29/2010	11/29/2012	233		0	227	6	0	0	0	6
11	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	1/20/2012	124		0	127	3	0	0	0	3
12	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	2/20/2012	143		0	147	-4	0	0	0	-4
13	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	3/20/2012	152		0	155	3	0	0	0	3
14	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	4/20/2012	192		0	197	5	0	0	0	5
15	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	5/20/2012	134		0	137	3	0	0	0	3
16	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	6/20/2012	188		0	172	-4	0	0	0	-4
17	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	7/20/2012	103		0	106	3	0	0	0	3
18	ACCO BRANDS CORP COM	00081T108		7/10/1970	5/15/2012	10		0	1	9	0	0	0	9
19	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	8/20/2012	105		0	107	2	0	0	0	2
20	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	9/20/2012	87		0	89	2	0	0	0	2
21	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	10/20/2012	93		0	96	3	0	0	0	3
22	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	11/20/2012	149		0	153	-4	0	0	0	-4
23	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	12/20/2012	129		0	132	3	0	0	0	3
24	T ROWE PRICE INSTL LARGE-CAP GRW	45775L408		4/3/2006	11/29/2012	2,831		0	2,169	662	0	0	0	662
25	JANUS PERKINS SMALL CAP VALUE-I	47103C183		8/21/2012	11/29/2012	370		0	364	6	0	0	0	6
26	MANNING & NAPIER WORLD OPPTYS-A	563821545		9/15/2010	2/17/2012	159		0	169	10	0	0	0	10
27	MANNING & NAPIER WORLD OPPTYS-A	563821545		12/15/2010	2/17/2012	433		0	485	52	0	0	0	52
28	MANNING & NAPIER WORLD OPPTYS-A	563821545		3/2/2011	2/17/2012	5,665		0	6,817	1,152	0	0	0	1,152
29	MANNING & NAPIER WORLD OPPTYS-A	563821545		4/18/2011	2/17/2012	4 888		0	5 830	942	0	0	0	942
30	MANNING & NAPIER WORLD OPPTYS-A	563821545		7/18/2011	2/17/2012	3 259		0	3 809	550	0	0	0	550
31	MANNING & NAPIER WORLD OPPTYS-A	563821545		11/2/2009	2/17/2012	7 973		0	8,143	170	0	0	0	170
32	NEUBERGER BERMAN HIGH INCOME B	64128K868		2/17/2012	8/21/2012	125		0	122	3	0	0	0	3
33	NEUBERGER BERMAN HIGH INCOME B	64128K868		11/15/2011	8/21/2012	4 426		0	4,204	222	0	0	0	222
34	PIMCO LOW DURATION-I	693390304		3/2/2011	8/21/2012	565		0	559	6	0	0	0	6
35	PIMCO LOW DURATION-I	693390304		3/2/2011	11/29/2012	21 945		0	21,458	487	0	0	0	487
36	GNMA II POOL 003545 6 000% 4/20/34	36202D5E7		5/14/2004	12/31/2012	173		0	177	-4	0	0	0	-4
37	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	1/15/2012	30		0	31	1	0	0	0	-1
38	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	2/15/2012	30		0	31	1	0	0	0	1
39	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	3/15/2012	28		0	28	0	0	0	0	0
40	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	4/15/2012	26		0	26	0	0	0	0	0
41	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	5/15/2012	25		0	26	1	0	0	0	1
42	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	6/15/2012	25		0	26	1	0	0	0	1
43	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	7/15/2012	26		0	26	0	0	0	0	0
44	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	8/15/2012	29		0	30	1	0	0	0	1
45	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	9/15/2012	29		0	30	1	0	0	0	1
46	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	10/15/2012	647		0	663	16	0	0	0	16
47	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	11/15/2012	24		0	24	0	0	0	0	0
48	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	12/15/2012	24		0	25	1	0	0	0	1
49	GNMA I POOL 638189 5 500% 12/15/34	36291T7A0		12/20/2004	12/31/2012	25		0	26	1	0	0	0	1
50	HARBOR CAP APPRECIATION-I	411511504		8/21/2012	11/29/2012	6 789		0	6 695	94	0	0	0	94
51	T ROWE PRICE INSTL LARGE-CAP GRW	45775L408		7/18/2011	2/17/2012	3 233		0	3,066	167	0	0	0	167
52	T ROWE PRICE INSTL LARGE CAP GRW	45775L408		7/18/2011	11/29/2012	5 344		0	4,917	427	0	0	0	427
53	T ROWE PRICE INSTL LARGE-CAP GRW	45775L408		8/21/2012	11/29/2012	1 531		0	1,511	20	0	0	0	20
54	RIDGEWORTH FD-SHORT TERM BD R	76628T611		3/26/2009	11/29/2012	3,165		0	2 954	211	0	0	0	211
55	RIDGEWORTH FD-SHORT TERM BD R	76628T611		11/15/2011	11/29/2012	5 241		0	5,189	52	0	0	0	52
56	RIDGEWORTH FD-SHORT TERM BD R	76628T611		2/17/2012	11/29/2012	553		0	549	4	0	0	0	4
57	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		3/12/2009	8/21/2012	6,474		0	5,282	1,192	0	0	0	1,192
58	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		3/26/2009	8/21/2012	1 309		0	1 086	223	0	0	0	223
59	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		6/3/2009	8/21/2012	6,459		0	5,853	606	0	0	0	606
60	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		11/15/2011	8/21/2012	3 039		0	2,984	55	0	0	0	55
61	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		2/17/2012	8/21/2012	417		0	415	2	0	0	0	2
62	RIDGEWORTH FD-INTERMEDIATE BD I	76628T702		11/15/2011	8/21/2012	1 480		0	1,509	29	0	0	0	29
63	RIDGEWORTH FD-INTERMEDIATE BD I	76628T702		4/3/2008	11/29/2012	39 640		0	38,003	1 637	0	0	0	1,637
64	RIDGEWORTH FD INTERMEDIATE BD I	76628T702		12/11/2008	11/29/2012	1 677		0	1 588	89	0	0	0	89
65	RIDGEWORTH FD-INTERMEDIATE BD I	76628T702		3/12/2009	11/29/2012	29,193		0	27,850	1 343	0	0	0	1 343
66	RIDGEWORTH FD-INTERMEDIATE BD I	76628T702		11/15/2011	11/29/2012	15 181		0	15,366	185	0	0	0	185
67	RIDGEWORTH FD-INTERMEDIATE BD I	76628T702		12/15/2011	11/29/2012	2,890		0	2,835	55	0	0	0	55
68	RIDGEWORTH FD-INTERMEDIATE BD I	76628T702		2/17/2012	11/29/2012	2 844		0	2,801	43	0	0	0	43
69	SCHRODER US SMALL/MID CAP OPPTY	80809R204		3/2/2011	8/21/2012	5,669		0	5 614	55	0	0	0	55
70	SCHRODER US SMALL/MID CAP OPPTY	80809R204		12/9/2011	8/21/2012	78		0	72	6	0	0	0	6
71	SENTINEL SMALL CO-I	81728B825		7/27/2009	9/7/2012	5,631		0	3,839	1,792	0	0	0	1,792
72	SENTINEL SMALL CO-I	81728B825		8/8/2009	9/7/2012	728		0	517	211	0	0	0	211
73	PIMCO LOW DURATION-I	693390304		11/15/2011	11/29/2012	5 281		0	5,098	183	0	0	0	183
74	PIMCO LOW DURATION-I	693390304		12/7/2011	11/29/2012	0		0		0	0	0	0	0
75	PIMCO LOW DURATION-I	693390304		2/17/2012	11/29/2012	766		0	749	17	0	0	0	17
76	PIMCO FOREIGN BD US$ HEDGED-I	693390882		2/17/2012	8/21/2012	22,015		0	21 120	895	0	0	0	895
77	PIMCO COMMODITY REALRTN STRATE	722005667		3/13/2009	8/21/2012	5,670		0	4,785	885	0	0	0	885
78	PIMCO COMMODITY REALRTN STRATE	722005667		4/9/2009	8/21/2012	1 083		0	1,014	69	0	0	0	69
79	PIMCO COMMODITY REALRTN STRATE	722005667		9/8/2009	8/21/2012	1,401		0	1,538	137	0	0	0	137
80	PIMCO COMMODITY REALRTN STRATE	722005667		5/24/2010	8/21/2012	320		0	343	23	0	0	0	23
81	PIMCO COMMODITY REALRTN STRATE	722005667		12/7/2011	8/21/2012	201		0	221	20	0	0	0	20
82	PIMCO COMMODITY REALRTN STRATE	722005667		2/17/2012	8/21/2012	2,592		0	2 592	0	0	0	0	0
83	RIDGEWORTH FD-LARGECAP GRTH SI	76628R748		12/11/2008	2/17/2012	269		0	144	125	0	0	0	125
84	RIDGEWORTH FD-LARGECAP GRTH SI	76628R748		3/13/2009	2/17/2012	4,922		0	2 493	2 429	0	0	0	2,429

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

-	Amount
Long Term CG Distributions	1,470
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						378,028	0	0	352,542	25,486	0	0	0	25,486
85	RIDGEWORTH FD-LARGECAP GRTH ST	76628R748		4/9/2009	2/17/2012	10,054		0	5,690	4,364	0	0	0	4,364
86	RIDGEWORTH FD-LARGECAP GRTH ST	76628R748		6/3/2009	2/17/2012	2,010		0	1,231	779	0	0	0	779
87	RIDGEWORTH FD-LARGECAP GRTH ST	76628R748		9/8/2009	2/17/2012	435		0	293	142	0	0	0	142
88	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		2/17/2012	8/21/2012	7,413		0	7,391	22	0	0	0	22
89	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		4/3/2008	11/29/2012	8,730		0	8,582	148	0	0	0	148
90	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		3/12/2009	11/29/2012	10,287		0	9,559	728	0	0	0	728
91	SENTINEL SMALL CO-I	31728B825		11/2/2009	9/7/2012	4,071		0	2,929	1,142	0	0	0	1,142
92	SENTINEL SMALL CO-I	81728B825		12/22/2011	9/7/2012	967		0	880	87	0	0	0	87
93	SENTINEL SMALL CO-I	81728B825		8/23/2012	9/7/2012	1		0	1	0	0	0	0	0
94	TEMPLETON GLOBAL BD-ADV	880208400		11/15/2011	2/17/2012	8,760		0	8,527	233	0	0	0	233
95	TEMPLETON GLOBAL BD-ADV	880208400		1/21/2010	2/17/2012	18,838		0	18,322	516	0	0	0	516
96	TEMPLETON GLOBAL BD-ADV	880208400		1/21/2010	8/21/2012	1,632		0	1,588	44	0	0	0	44
97	TEMPLETON GLOBAL BD-ADV	880208400		5/24/2010	8/21/2012	16,881		0	16,355	526	0	0	0	526
98	TEMPLETON GLOBAL BD-ADV	880208400		9/29/2011	8/21/2012	2,405		0	2,321	84	0	0	0	84
99	TEMPLETON GLOBAL BD-ADV	880208400		12/15/2011	8/21/2012	313		0	291	22	0	0	0	22
100	WASATCH LONG/SHORT FD	936793835		8/21/2012	11/29/2012	133		0	133	0	0	0	0	0

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										9,829	0	0
1	SUNTRUST BANKS INC		P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	VARIOUS	9 829	0	0
2												

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

		Date		Amount
1	Credit from prior year return	12/31/2012	1	404
2	First quarter estimated tax payment		2	
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	0
7	Total		7	404

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	12,177
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	12,177