



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



Form 990-PF

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation

TR EGLESTON SUPPORT FUND UW

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

P.O. BOX 1908

City or town, state, and ZIP code

ORLANDO

FL

32802-1908

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 17,926,900 (Part I, column (d) must be on cash basis)

**A Employer identification number**

58-6026009

**B Telephone number (see instructions)**

(404)230-5390

**C If exemption application is pending, check here ►** **D 1. Foreign organizations, check here ►** 2. Foreign organizations meeting the 85% test, check here and attach computation **E If private foundation status was terminated under section 507(b)(1)(A), check here ►** **F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►** 

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5 a	Gross rents				
5 b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	108,972			
6 b	Gross sales price for all assets on line 6a	4,044,376			
7	Capital gain net income (from Part IV, line 2)		108,972		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
10 b	Less Cost of goods sold				
10 c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	449,217	449,944	0	
13	Compensation of officers, directors, trustees, etc	54,715	27,358		27,358
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16 a	Legal fees (attach schedule)				
16 b	Accounting fees (attach schedule)	2,500			2,500
16 c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	37,986	4,610		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	<b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23	95,201	31,968	0	29,858
25	Contributions, gifts, grants paid	728,382			728,382
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	823,583	31,968	0	758,240
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-374,366			
b	Net investment income (if negative, enter -0-)		417,976		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2012)

25

<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )		<b>Beginning of year</b>	<b>End of year</b>	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing		3,909	3,909
	2 Savings and temporary cash investments	182,716	220,775	220,775
	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)			
<b>Liabilities</b>	11 Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	17,392,160	16,975,826	17,702,216
	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)	17,574,876	17,200,510	17,926,900
	17 Accounts payable and accrued expenses			
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	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	
	23 Total liabilities (add lines 17 through 22)	0	0	
	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			
<b>Net Assets or Fund Balances</b>	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	17,633,789	17,200,510	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-58,913		
	30 Total net assets or fund balances (see instructions)	17,574,876	17,200,510	
	31 Total liabilities and net assets/fund balances (see instructions)	17,574,876	17,200,510	

**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	17,574,876
2 Enter amount from Part I, line 27a	2	-374,366
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	17,200,510
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	17,200,510

**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				
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<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				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>		
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
<b>2 Capital gain net income or (net capital loss)</b>	<b>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</b>		<b>2</b>	108,972
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>	<b>{ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }</b>		<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**

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2011	683,317	17,406,249	0 039257
2010	719,173	16,252,533	0 044250
2009	769,329	14,329,421	0 053689
2008	351,744	17,907,303	0 019642
2007			0 000000

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

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

**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 10,807

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 10,807

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 6,627

11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ► 6,627 Refunded ► 11 0

1	4,180
2	0
3	4,180
4	
5	4,180
7	10,807
8	
9	0
10	6,627
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? 1a Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes 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 Yes 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? 2 Yes X

*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 3 Yes X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes 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? 5 Yes X

*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  
• 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 Yes 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 Yes X

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

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

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

11		X
12		X
13	X	
14	The books are in care of ► SUNTRUST BANK Located at ► P.O. BOX 1908 ORLANDO FL	
	Telephone no ► (404)230-5390	
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	
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 ►	

**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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	<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 ►	
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?	
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? 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)	
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?	
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)	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	
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?	

**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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<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)? Organizations relying on a current notice regarding disaster assistance check here	<input checked="" type="checkbox"/>	<b>5b</b>	N/A
<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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<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		<b>6b</b>	X
<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?		<b>7b</b>	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 AS REQ'D	54,715		
-----				
-----				
-----				
-----				

**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				
-----				
-----				
-----				
-----				
-----				
<b>Total number of other employees paid over \$50,000</b>				►

**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		

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)**

Part IV. Summary of Program-Related Investments (See Instructions)		Amount
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		
<b>1</b>	<b>NONE</b>	
<b>2</b>		
All other program-related investments 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	17,453,741
b	Average of monthly cash balances	1b	193,895
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	17,647,636
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	17,647,636
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	264,715
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,382,921
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	869,146

**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	869,146
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,180
b	Income tax for 2012 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	4,180
3	Distributable amount before adjustments Subtract line 2c from line 1	3	864,966
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	864,966
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	864,966

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	758,240
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	758,240
b	Cash distribution test (attach the required schedule)	5	4,180
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	754,060
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	<b>Adjusted qualifying distributions.</b> 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 Distrbutable amount for 2012 from Part XI, line 7				864,966
2 Undistributed income, if any, as of the end of 2012			728,382	
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 ► \$ 758,240			728,382	
a Applied to 2011, but not more than line 2a				
b Applied to undistrbuted 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				29,858
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			835,108
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				►		
1 b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)
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						
2 b	85% of line 2a				0		
2 c	Qualifying distributions from Part XII, line 4 for each year listed				0		
2 d	Amounts included in line 2c not used directly for active conduct of exempt activities				0		
2 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				0		
3 a	"Assets" alternative test—enter				0		
3 a (1)	Value of all assets				0		
3 a (2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0		
3 b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0		
3 c	"Support" alternative test—enter				0		
3 c (1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0		
3 c (2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)				0		
3 c (3)	Largest amount of support from an exempt organization				0		
3 c (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
<b>a Paid during the year</b> See Attached Statement				
<b>Total</b>				► 3a 728,382
<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.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1 Program service revenue</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					
<b>4 Dividends and interest from securities</b>				14	340,245
<b>5 Net rental income or (loss) from real estate</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>				18	108,972
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue</b> a					
b					
c					
d					
e					
<b>12 Subtotal Add columns (b), (d), and (e)</b>	•	0	•	449,217	0
<b>13 Total Add line 12, columns (b), (d), and (e)</b>	13			449,217	

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



TR EGGLESTON SUPPORT FUND UW

58-6026009 Page 1 of 1

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year****Recipient(s) paid during the year****Name**

CHILDREN'S HEALTHCARE OF ATLANTA

**Street**

1584 TULLIE CIRCLE

**City**

ATLANTA

**State**

GA

**Zip Code**

30329

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL CHARITABLE PURPOSE

**Amount**

727,782

**Name**

AMERICAN LUNG ASSN OF GA

**Street**

2452 SPRING ROAD

**City**

SMYRNA

**State**

GA

**Zip Code**

30080

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL CHARITABLE PURPOSE

**Amount**

200

**Name**

FAMILY FIRST

**Street**

1105 W PEACHTREE ST NW

**City**

ATLANTA

**State**

GA

**Zip Code**

30309

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL CHARITABLE PURPOSE

**Amount**

100

**Name**

THE A G RHODES HOME INC

**Street**

350 BOULEVARD SE

**City**

ATLANTA

**State**

GA

**Zip Code**

30312

**Foreign Country****Relationship**

NONE

**Foundation Status**

501(C)(3) PUBLIC CHARITY

**Purpose of grant/contribution**

GENERAL CHARITABLE PURPOSE

**Amount**

300

**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	Data Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Capital Gain/Losses		Cost, Other Basis and Expenses		Net Gain or Loss	
											Other sales	0	Gross Sales	4,044,376	3,935,404	
1 X ISHARES RUSSELL MIDCAP G 484287481					4/15/2011		3/29/2012	7,323		7,208						0
2 X ISHARES RUSSELL MIDCAP G 484287481					4/15/2011		12/20/2012	5,387	5,559	5,742						-345
3 X ISHARES RUSSELL MIDCAP G 484287481					4/15/2011		3/23/2012	308,232		302,583						179
4 X ISHARES TR RUSSELL 1000 V 484287598					4/15/2011		3/29/2012	24,088		23,818						5,849
5 X ISHARES TR RUSSELL 1000 V 484287598					4/15/2011		6/25/2012	5,532		5,529						270
6 X ISHARES TR RUSSELL 1000 V 484287598					4/15/2011		9/24/2012	38,710		36,274						-97
7 X ISHARES TR RUSSELL 1000 V 484287598					4/15/2011		12/20/2012	24,475		22,860						2,436
8 X ISHARES TR RUSSELL 1000 V 484287598					4/15/2011		3/29/2012	52,228		39,313						6,615
9 X ISHARES TR RUSSELL 1000 V 484287614					12/4/2009		6/25/2012	38,328		39,115						-578
10 X ISHARES TR RUSSELL 1000 V 484287614					12/4/2009		3/29/2012	1,805		17,316						7,213
11 X ISHARES TR RUSSELL 2000 V 484287639					3/8/2012		6/25/2012	6,745		7,039						489
12 X ISHARES TR RUSSELL 2000 V 484287639					3/8/2012		12/20/2012	4,150		3,871						-294
13 X ISHARES TR RUSSELL 2000 V 484287639					3/8/2012		3/29/2012	8,790		8,823						279
14 X ISHARES TR RUSSELL 2000 V 484287646					4/15/2011		6/25/2012	6,824		7,400						-43
15 X ISHARES TR RUSSELL 2000 V 484287646					4/15/2011		3/4/2011	2,160		2,208						-48
16 X ISHARES BOXX \$HIGHLYL C 484288513					3/4/2011		9/14/2012	9,993		9,005						88
17 X ISHARES BOXX \$HIGHLYL C 484288513					3/4/2011		12/20/2012	12,362		12,146						219
18 X ISHARES BOXX \$HIGHLYL C 484288513					3/4/2011		3/26/2012	853,400		844,877						48,723
19 X MFS RESEARCH INT'L 552983470					9/17/2010		3/29/2012	173,098		204,197						-31,101
20 X PIMCO COMMODITY REALITI 722005667					3/17/2010		3/29/2012	5,525		5,257						-1,825
21 X PIMCO COMMODITY REALITI 722005667					3/17/2010		6/25/2012	4,835		6,257						-1,422
22 X PIMCO COMMODITY REALITI 722005667					3/17/2010		9/24/2012	12,407		14,157						-1,750
23 X PIMCO COMMODITY REALITI 722005667					3/17/2010		3/8/2012	138,574		138,574						8,444
24 X RIDGEWORTH FD-MIDCAP VA 76828R615					9/15/2008		3/8/2012	214,443		188,900						27,543
25 X RIDGEWORTH FD-MIDCAP VA 76828R615					12/3/2009		3/8/2012	309,474		273,132						36,342
26 X RIDGEWORTH FD-MIDCAP VA 76828R615					3/4/2011		6/25/2012	2,128		2,303						-175
27 X TEMPLETON GLOBAL BD-ADV 880208400					3/4/2011		9/24/2012	6,850		6,999						-149
28 X TEMPLETON GLOBAL BD-ADV 880208400					3/4/2011		12/20/2012	10,707		10,949						-242
29 X VANGUARD BD INDEX SHOR 92193735					3/29/2012		409,791	407,313								2,478
30 X VANGUARD BD INDEX TOTAL 92193735					3/29/2012		7,036									304
31 X VANGUARD BD INDEX TOTAL 92193735					3/4/2011		6/25/2012	10,369		9,829						540
32 X VANGUARD BD INDEX TOTAL 92193735					3/4/2011		9/24/2012	30,358		28,609						1,749
33 X VANGUARD BD INDEX TOTAL 92193735					3/4/2011		12/20/2012	47,967		45,391						2,576
34 X VANGUARD INSTL INDEX-I 922040100					4/18/2011		3/29/2012	35,382		32,887						2,475
35 X VANGUARD INSTL INDEX-I 922040100					4/18/2011		6/26/2012	30,455		29,956						499
36 X VANGUARD INSTL INDEX-I 922040100					4/18/2011		9/25/2012	22,359		20,130						2,228
37 X VANGUARD INTL EQUITY M 922042056					4/15/2011		3/26/2012	6,626		7,728						-1,102
38 X VANGUARD INTL EQUITY M 922042056					4/15/2011		6/25/2012	8,471		8,471						-980
39 X VANGUARD INTL EQUITY M 922042056					4/15/2011		12/20/2012	29,372		33,290						-3,918
40 X VANGUARD INTL EQUITY M 922042056					4/15/2011		3/6/2012	392,269		413,195						-20,928
41 X VANGUARD INTL EQUITY M 922042056					12/9/2011		3/8/2012	1,706		0						1,706
42 X CONVERSE TECHNOLOGY IN 277911491					3/26/2012		9/24/2012	1,095		1,100						-5
43 X EATON VANCE FLTG-RT-1 277911491					3/26/2012		9/24/2012	2,879		2,850						29
44 X EATON VANCE FLTG-RT-1 277911491					3/26/2012		3/23/2012	5,985		5,870						85
45 X ISHARES TR BARTCL'S TIPS 484287742					3/4/2011		3/29/2012	88,860		81,725						875
46 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		6/25/2012	8,458		7,902						556
47 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		9/25/2012	12,455		16,108						442
48 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		12/20/2012	61,023		65,965						802
49 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		3/23/2012	146,823		144,586						360
50 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		12/20/2012	28,933		25,872						357
51 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		3/23/2012	89,943		100,693						-1,750
52 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		12/20/2012	20,261		22,968						-2,707
53 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		6/25/2012	12,455		16,108						3,653
54 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		12/20/2012	61,023		65,965						492
55 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		3/23/2012	146,823		144,586						2,027
56 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		3/26/2012	7,516		7,458						29
57 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		3/26/2012	5,401		5,759						358
58 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		9/24/2012	347		330						17
59 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		12/20/2012	13,898		12,992						919
60 X ISHARES TR MSCI EAFE INDE 484287742					3/4/2011		3/23/2012	310,518		303,671						847

**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 FEES	2,500			2,500

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

		37,986	4,610	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	4,610	4,610		
2	PY EXCISE TAX DUE	22,569			
3	ESTIMATED EXCISE PAYMENTS	10,807			

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV
<b>1</b>	<b>BEGINNING BOOK VALUE</b>		<b>17,392,160</b>	<b>16,955,826</b>	<b>17,702,216</b>
<b>2</b>	ISHARES iBOXX INV GRADE CORP BD E		17,392,160	0	432,661
<b>3</b>	ISHARES TR MSCI EAFE INDEX ETF		0	1,273,242	1,187,066
<b>4</b>	ISHARES RUSSELL MIDCAP VALUE INDEX		0	451,678	480,696
<b>5</b>	ISHARES RUSSELL MIDCAP GROWTH INDEX		0	467,353	480,232
<b>6</b>	ISHARES TR RUSSELL 1000 VALUE INDEX		0	2,006,520	2,134,864
<b>7</b>	ISHARES TR RUSSELL 1000 GROWTH INDEX		0	2,780,410	3,196,894
<b>8</b>	ISHARES TR RUSSELL 2000 VALUE INDEX		0	575,230	609,290
<b>9</b>	ISHARES TR RUSSELL 2000 GROWTH INDEX		0	606,397	608,268
<b>10</b>	LHP DIVERSIFIED LTD OFFSHR		0	3,500,000	3,679,853
<b>11</b>	PIMCO COMMODITY REALRTN STRATEG		0	591,085	444,073
<b>12</b>	VANGUARD INSTL INDEX-I		0	2,482,632	2,645,094
<b>13</b>	VANGUARD INTL EQTY IDX MSCI EMRG N		0	678,586	614,069
<b>14</b>	TEMPLETTON GLOBAL BD-ADV		0	169,362	167,306
<b>15</b>	ISHARES iBOXX HIGHYLD CORP BD ETF		0	163,387	165,883
<b>16</b>	VANGUARD BD INDEX TOTAL BD MKT ET		0	746,108	772,824
<b>17</b>	EATON VANCE FLTG-RT-I		0	81,957	83,143

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

Autumn										101,978		0		0		0		0	
Long Term CG Distributions		Short Term CG Distributions		6,394		0		4,037,382		0		Cost or Other Basis Plus		F M V as of 12/31/69		Adjusted Basis as of 12/31/69		Excess of F M V Over Adj Basis	
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Date Sold	Gross Sales Price	Depreciation Allocated	Adjustments	Expense or Loss	Gain or Loss	F M V as of 12/31/69	Cost or Other Basis Plus	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of F M V Over Adj Basis	Gains Minus Excess of F M V Over Adjusted Basis or Losses			
1 ISHARES RUSSELL MIDCAP GROWTH	462877681	41/15/2011	1/22/2012	5/39/11	5/39/11	7,723			-7,700	115	0								
2 ISHARES RUSSELL MIDCAP GROWTH	462877481	41/15/2011	1/22/2012	5/73/11	5/73/11	5,348			-5,342	5,539	173								
3 ISHARES RUSSELL MIDCAP GROWTH	462877598	41/15/2011	3/23/2012	24/08/11	24/08/11	308,233			-302,983	5,649	0								
4 ISHARES TR RUSSELL 1000 VALUE IND	462877598	41/15/2011	3/23/2012	24/53/11	24/53/11	24,532			-25,529	-997	0								
5 ISHARES TR RUSSELL 1000 VALUE IND	462877598	41/15/2011	3/23/2012	38,710	38,710	38,774			-36,774	2,436	0								
6 ISHARES TR RUSSELL 1000 VALUE IND	462877598	41/15/2011	9/24/2012			0			-22,60	1,615	0								
7 ISHARES TR RUSSELL 1000 VALUE IND	462877598	41/15/2011	9/24/2012	12/4/2012	12/4/2012	24,473			-23,816	270	0								
8 ISHARES TR RUSSELL 1000 VALUE IND	462877598	41/15/2011	12/4/2012	52,228	52,228	0			-23,816	270	0								
9 ISHARES TR RUSSELL 1000 GROWTH	462877614	3/14/2011	6/25/2012	17,805	17,805	0			-17,316	489	0								
10 ISHARES TR RUSSELL 1000 GROWTH	462877614	3/14/2011	3/29/2012	6,745	6,745	0			-7,039	-284	0								
11 ISHARES TR RUSSELL 2000 VALUE IND	462876310	3/14/2011	6/25/2012	4,150	4,150	0			-204,871	3,871	0								
12 ISHARES TR RUSSELL 2000 VALUE IND	462876310	3/14/2012	12/20/2012	8,781	8,781	0			-18,821	-43	0								
13 ISHARES TR RUSSELL 2000 VALUE IND	462876310	41/15/2011	3/23/2012	12/4/2012	12/4/2012	24,473			-23,816	270	0								
14 ISHARES TR RUSSELL 2000 GROWTH	462876310	41/15/2011	9/24/2012	52,228	52,228	0			-23,816	270	0								
15 ISHARES TR RUSSELL 2000 GROWTH	462876310	41/15/2011	12/4/2012	17,805	17,805	0			-17,316	489	0								
16 ISHARES IXBOX SHIGYLD CORP BD E	462885113	3/14/2011	6/25/2012	8,093	8,093	0			-6,005	88	0								
17 ISHARES IXBOX SHIGYLD CORP BD E	462885113	3/14/2011	9/24/2012	12,362	12,362	0			-12,146	216	0								
18 MFS RESEARCH LTJ	5528831470	9/17/2010	3/26/2012	683,409	683,409	0			-644,677	-48,723	0								
19 PIMCO COMMODITY REALTN STRATE	7220055667	9/17/2010	3/26/2012	173,986	173,986	0			-204,871	31,101	0								
20 PIMCO COMMODITY REALTN STRATE	7220055667	9/17/2010	3/26/2012	3,709	3,709	0			-5,526	-1,236	0								
21 PIMCO COMMODITY REALTN STRATE	7220055667	9/17/2010	3/26/2012	4,835	4,835	0			-6,257	-1,122	0								
22 PIMCO COMMODITY REALTN STRATE	7220055667	9/17/2010	12/4/2012	145,518	145,518	0			-14,157	-1,750	0								
23 RIDGEWORTH FD-MIDCAP VAL EQUITY	668228615	1/30/2008	3/18/2012	214,443	214,443	0			-138,574	8,944	0								
24 RIDGEWORTH FD-MIDCAP VAL EQUITY	668228615	1/30/2008	3/18/2012	209,474	209,474	0			-186,900	27,543	0								
25 RIDGEWORTH FD-MIDCAP VAL EQUITY	668228615	1/30/2009	3/18/2012	2,128	2,128	0			-273,132	36,342	0								
26 RIDGEWORTH FD-MIDCAP VAL EQUITY	668228615	1/30/2011	3/18/2012	6,850	6,850	0			-2,103	-175	0								
27 TEMPELTON GLOBAL BD ADV	802080400	3/14/2011	3/26/2012	10,707	10,707	0			-10,949	-149	0								
28 TEMPLETON GLOBAL BD ADV	802080400	3/14/2011	12/20/2012	409,791	409,791	0			-407,313	2,478	0								
29 VANGUARD BD INDEX SHORT TERM BD	921937827	3/14/2011	3/28/2012	7,335	7,335	0			-7,032	304	0								
30 VANGUARD BD INDEX TOTAL BD MKT E	921937835	3/14/2011	3/28/2012	12,362	12,362	0			-9,829	540	0								
31 VANGUARD BD INDEX TOTAL BD MKT E	921937835	3/14/2011	6/25/2012	30,358	30,358	0			-26,669	1,749	0								
32 VANGUARD BD INDEX TOTAL BD MKT E	921937835	3/14/2011	9/24/2012	47,957	47,957	0			-45,181	2,576	0								
33 VANGUARD INSTL INDEX-1	922040100	4/18/2011	3/29/2012	35,362	35,362	0			-32,867	2,175	0								
34 VANGUARD INSTL INDEX-1	922040100	4/18/2011	6/25/2012	30,455	30,455	0			-29,956	1,999	0								
35 VANGUARD INSTL INDEX-1	922040100	4/18/2011	9/24/2012	28,359	28,359	0			-20,130	2,229	0								
36 VANGUARD INSTL INDEX-1	922040100	4/18/2011	12/20/2012	6,407	6,407	0			-7,728	-1,102	0								
37 VANGUARD INSTL INDEX-1	922040100	4/18/2011	3/29/2012	6,926	6,926	0			-8,471	-1,980	0								
38 VANGUARD INTL EQUITY IDX MSCI EMERG	922042858	4/15/2011	6/25/2012	6,491	6,491	0			-30,260	-3,916	0								
39 VANGUARD INTL EQUITY IDX MSCI EMERG	922042858	4/15/2011	9/24/2012	26,717	26,717	0			-41,155	-20,926	0								
40 VANGUARD INTL EQUITY IDX MSCI EMERG	922042858	4/15/2011	12/20/2012	392,189	392,189	0			-41,155	-1,706	0								
41 VANGUARD 2030 VALUE IND CG049	4152011	3/18/2012	1/29/2011	1,065	1,065	0			-1,100	5	0								
42 CONVERGE TECHNOLOGY INC COM	277911491	3/26/2012	6/25/2012	1,095	1,095	0			-2,650	29	0								
43 EATON VANCE FLT-RT-1	277911491	3/26/2012	9/24/2012	2,679	2,679	0			-5,870	65	0								
44 EATON VANCE FLT-RT-1	277911491	3/26/2012	12/20/2012	5,055	5,055	0			-8,125	556	0								
45 ISHARES TR BARCLAYS INV GRADE CORP BD	464287242	3/14/2011	3/29/2012	88,000	88,000	0			-7,932	556	0								
46 ISHARES TRX INV GRADE CORP BD	464287242	3/14/2011	6/25/2012	8,558	8,558	0			-9,304	442	0								
47 ISHARES IXBOX INV GRADE CORP BD	464287242	3/14/2011	9/24/2012	26,942	26,942	0			-25,872	3,061	0								
48 ISHARES IXBOX INV GRADE CORP BD	464287242	3/14/2011	12/20/2012	28,333	28,333	0			-10,653	-10,750	0								
49 ISHARES IXBOX INV GRADE CORP BD	464287242	3/14/2011	3/23/2012	89,943	89,943	0			-22,968	-2,707	0								
50 ISHARES IXBOX INV GRADE CORP BD	464287242	3/14/2011	6/25/2012	20,361	20,361	0			-16,108	-3,653	0								
51 ISHARES TR MSCI EAFE INDEX EFT	464287465	3/14/2011	3/29/2012	6,103	6,103	0			-6,965	-4,942	0								
52 ISHARES TR MSCI EAFE INDEX EFT	464287465	3/14/2011	6/25/2012	146,523	146,523	0			-144,536	-2,027	0								
53 ISHARES TR MSCI EAFE INDEX EFT	464287465	3/14/2011	9/24/2012	7,516	7,516	0			-7,459	-557	0								
54 ISHARES TR MSCI EAFE INDEX EFT	464287465	3/14/2011	12/20/2012	5,401	5,401	0			-5,358	-1,647	0								
55 ISHARES RUSSELL MIDCAP VALUE IND	464287473	3/14/2011	3/29/2012	7,347	7,347	0			-7,347	17	0								
56 ISHARES RUSSELL MIDCAP VALUE IND	464287473	3/14/2011	6/25/2012	3,300	3,300	0			-12,912	916	0								
57 ISHARES RUSSELL MIDCAP VALUE IND	464287473	3/14/2011	9/24/2012	13,198	13,198	0			-30,671	-6,647	0								
58 ISHARES RUSSELL MIDCAP VALUE IND	464287473	3/14/2011	12/20/2012	310,516	310,516	0			-30,671	0	0								
59 ISHARES RUSSELL MIDCAP GROWTH	464287481	4/15/2011	3/23/2012	6,647	6,647	0			-6,647	0	0								

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

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

	Date	Amount
1 Credit from prior year return		1
2 First quarter estimated tax payment	5/9/2012	23
3 Second quarter estimated tax payment	6/6/2012	5,723
4 Third quarter estimated tax payment	9/4/2012	61
5 Fourth quarter estimated tax payment	12/12/2012	5,000
6 Other payments		6
7 Total		7 10,807

**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	728,382
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	728,382