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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 TR UW R D BUCHAN		A Employer identification number 58-6141637
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (866) 763-0588
P.O. BOX 1908 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 ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 951,802	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)	6,000			
	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	25,363	25,408		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	11,682			
	b Gross sales price for all assets on line 6a 345,232				
	7 Capital gain net income (from Part IV, line 2)		11,682		
	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	43,045				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	16,486			8,243
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	952			952
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	238	160		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	17,676	8,403	0	9,195
	25 Contributions, gifts, grants paid	55,000			55,000
26 Total expenses and disbursements. Add lines 24 and 25	72,676	8,403	0	64,195	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-29,631				
b Net investment income (if negative, enter -0-)		28,687			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments		16,495	44,469	44,469
	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) ▶ 146,975				
		Less allowance for doubtful accounts ▶		157,030	146,975	146,975
	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)		724,621	672,303	760,359	
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)		898,146	863,747	951,803	
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		898,146	863,747	
	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)		898,146	863,747		
31	Total liabilities and net assets/fund balances (see instructions)		898,146	863,747		

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	898,146
2	Enter amount from Part I, line 27a	2	-29,631
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	453
4	Add lines 1, 2, and 3	4	868,968
5	Decreases not included in line 2 (itemize) ▶ Cost Basis Adjustment	5	5,221
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	863,747

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	11,682
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	74,729	819,894	0.091145
2010	52,301	778,564	0.067176
2009	47,777	694,395	0.068804
2008	43,952	763,870	0.057539
2007	217,511	1,004,918	0.216447

2 Total of line 1, column (d)	2	0.501111
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	0.100222
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	961,020
5 Multiply line 4 by line 3	5	96,315
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	287
7 Add lines 5 and 6	7	96,602
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	8	64,195

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	574
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	574
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	574
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	471	
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	471
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	103
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ FL, 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (866) 763-0588 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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes No	X X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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	
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)?☒

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?
If "Yes" to 6b, file Form 8870☐ Yes ☒ No**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 BANK P.O. BOX 1908 ORLANDO, FL 32802-1908 0	TRUSTEE AS REQ'D	16,486		

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	936,089
b	Average of monthly cash balances	1b	39,566
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	975,655
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	975,655
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	14,635
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	961,020
6	Minimum investment return. Enter 5% of line 5	6	48,051

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	48,051
2a	Tax on investment income for 2012 from Part VI, line 5	2a	574
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	574
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	47,477
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	47,477
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	47,477

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	64,195
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	64,195
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	64,195

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				47,477
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			54,264	
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 ▶ \$ 64,195				
a Applied to 2011, but not more than line 2a			54,264	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				9,931
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				37,546
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

Recipient 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	55,000
b Approved for future payment NONE				
Total			▶ 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	
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	25,363	
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	11,682	
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		37,045	0
13	Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)				13 37,045	37,045

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

[illegible]

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

- | | | | | |
|----------|--|--------------|------------|-----------|
| 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? | | Yes | No |
| 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. | | | |

[illegible]

- 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.

Barbara Alfred
Signature of officer or trustee

4/26/2013
Date

TRUSTEE
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

DONALD J ROMAN

Preparer's signature

[Handwritten signature]

Date _____

4/26/2013

Check ☒ if
self-employed

PTIN

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
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TR UW R D BUCHAN

58-6141637 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

PULASKI COUNTY EDUCATION FND, INC

Street

206 MCCOMRICK AVE

City

HAWKINSVILLE

State

GA

Zip Code

31036

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING

Amount

17,500

Name

MIDDLE GA TECHNICAL INSTITUTE FDN

Street

80 COHEN WALKER DR

City

WARNER ROBINS

State

GA

Zip Code

31088

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING

Amount

12,500

Name

FRIENDS OF THE LIBRARY FOUNDATION

Street

151 COMMERCE ST

City

HAWKINSVILLE

State

GA

Zip Code

31036

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

FRIENDS OF THE ORHCESTRA, INC

Street

2250 STILESBORO ROAD NW

City

KENNESAW

State

GA

Zip Code

30152

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

HAWKINSVILLE-PULASKI CNTY ARTS

Street

LUMPKIN ST

City

HAWKINSVILLE

State

GA

Zip Code

31036

Foreign Country**Relationship**

NONE

Foundation Status

501(c)(3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

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

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory												
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss
								Capital Gains/Losses				
								Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	
Long Term CG Distributions								3,532				11,682
Short Term CG Distributions								0		0		
137	X	RIDGEWORTH FD-SHORT TERM			2/6/2012		11/16/2012	1,468	1,461			7
138	X	RIDGEWORTH FD-SEIX FLT H			11/24/2008		8/6/2012	3,560	2,912			648
139	X	RIDGEWORTH FD-SEIX FLT H			5/18/2009		8/6/2012	13,594	12,072			1,522
140	X	RIDGEWORTH FD-SEIX FLT H			10/26/2009		8/6/2012	1,410	1,365			45
141	X	RIDGEWORTH FD-SEIX FLT H			1/19/2010		8/6/2012	1,234	1,216			18
142	X	RIDGEWORTH FD-SEIX FLT H			10/25/2010		8/6/2012	562	563			-1
143	X	RIDGEWORTH FD-INTERMED			12/15/2011		11/16/2012	3,388	3,322			66
144	X	RIDGEWORTH FD-INTERMED			2/6/2012		11/16/2012	954	942			12
145	X	RIDGEWORTH FD-INTERMED			8/6/2012		11/16/2012	2,604	2,594			10
146	X	RIDGEWORTH FD-INTERMED			4/28/2008		11/16/2012	3,019	2,875			144
147	X	SCHLUMBERGER LTD COM			9/18/2008		11/15/2012	552	648			-96
148	X	SCHLUMBERGER LTD COM			7/18/2011		11/15/2012	483	613			-130
149	X	SCHRODER US SMALL MID C			2/22/2011		2/6/2012	455	453			2
150	X	SCHRODER US SMALL MID C			2/22/2011		8/6/2012	7,222	7,310			-88
151	X	EXPRESS SCRIPTS HLDG CO			10/16/2007		11/15/2012	506	290			216
152	X	FLUOR CORP COM NEW			7/18/2011		11/15/2012	518	650			-132
153	X	FLOWERVE CORP COM			2/6/2012		11/15/2012	659	568			91
154	X	FORUM ABSOLUTE STRATEG			12/13/2011		11/16/2012	185	182			3
155	X	FORUM ABSOLUTE STRATEG			2/6/2012		11/16/2012	543	531			12
156	X	FORUM ABSOLUTE STRATEG			8/6/2012		11/16/2012	404	404			0
157	X	FORUM ABSOLUTE STRATEG			10/25/2010		11/16/2012	2,500	2,424			76
158	X	HARTFORD FINL SVCS GROU			4/29/2010		11/15/2012	713	1,035			-322
159	X	HOMER DEPOT INC COM			2/6/2012		9/7/2012	285	226			59
160	X	HOMER DEPOT INC COM			7/18/2011		9/7/2012	856	536			320
161	X	HOMER DEPOT INC COM			10/25/2010		11/15/2012	488	253			235
162	X	HOMER DEPOT INC COM			7/18/2011		11/15/2012	916	536			380
163	X	HOMER DEPOT INC COM			9/30/2008		11/15/2012	122	50			72
164	X	HUNT JB TRANSPORT SVCS			5/24/2010		1/30/2012	253	170			83
165	X	HUNT JB TRANSPORT SVCS			7/18/2011		1/30/2012	253	240			13
166	X	HUNT JB TRANSPORT SVCS			8/15/2011		1/30/2012	253	206			47
167	X	HUNT JB TRANSPORT SVCS			9/28/2009		9/7/2012	1,549	967			582
168	X	HUNT JB TRANSPORT SVCS			12/23/2009		9/7/2012	1,239	798			441
169	X	INTERNATIONAL BUSINESS M			8/18/2011		11/15/2012	928	814			114
170	X	INTUIT INC COM			7/18/2011		11/15/2012	293	244			49
171	X	INTUIT INC COM			2/6/2012		11/15/2012	293	290			3
172	X	INTUIT INC COM			10/14/2010		11/15/2012	293	236			57
173	X	JP MORGAN CHASE & CO CO			10/23/2010		11/15/2012	186	189			7
174	X	JP MORGAN CHASE & CO CO			7/18/2011		11/15/2012	785	793			-8
175	X	JP MORGAN CHASE & CO CO			2/6/2012		11/15/2012	393	382			11
176	X	MACY'S INC COM			2/6/2012		8/6/2012	185	180			5
177	X	MACY'S INC COM			2/6/2012		9/7/2012	605	540			65
178	X	MACY'S INC COM			10/19/2011		9/7/2012	605	446			159
179	X	MACY'S INC COM			10/19/2011		11/15/2012	196	149			47
180	X	MACY'S INC COM			9/9/2011		11/15/2012	784	502			282
181	X	MANNING & NAPIER WORLD			10/25/2010		2/6/2012	9,477	11,240			-1,763
182	X	MANNING & NAPIER WORLD			12/15/2010		2/6/2012	739	852			-113
183	X	MANNING & NAPIER WORLD			4/18/2011		2/6/2012	6,719	8,244			-1,525
184	X	SENTINEL SMALL CO-I			8/15/2011		2/6/2012	242	234			8
185	X	SENTINEL SMALL CO-I			12/22/2011		2/6/2012	1,039	949			90
186	X	SENTINEL SMALL CO-I			7/20/2009		9/4/2012	8,218	5,567			2,651
187	X	SENTINEL SMALL CO-I			10/26/2009		9/4/2012	7,182	5,483			1,699
188	X	SENTINEL SMALL CO-I			12/22/2011		9/4/2012	428	398			30
189	X	SENTINEL SMALL CO-I			8/23/2012		9/4/2012	2	2			0
190	X	TEMPLETON GLOBAL BD-ADV			2/22/2011		2/6/2012	1,114	1,144			-30
191	X	TEMPLETON GLOBAL BD-ADV			11/4/2011		2/6/2012	1,808	1,804			4
192	X	SCHRODER US SMALL MID C			8/15/2011		8/6/2012	612	562			50
193	X	SCHRODER US SMALL MID C			12/9/2011		8/6/2012	114	107			7
194	X	TEMPLETON GLOBAL BD-ADV			1/19/2010		8/6/2012	29,392	28,968			424
195	X	TEMPLETON GLOBAL BD-ADV			5/24/2010		8/6/2012	9,052	8,894			158
196	X	TEMPLETON GLOBAL BD-ADV			12/15/2011		8/6/2012	14,734	14,232			502
197	X	TEMPLETON GLOBAL BD-ADV			7/18/2011		11/15/2012	929	857			72
198	X	TEVA PHARMACEUTICAL IND			1/19/2010		11/15/2012	423	644			-221
199	X	TEVA PHARMACEUTICAL IND			4/29/2010		11/15/2012	346	526			-180
200	X	TEXAS INSTRS INC COM			7/18/2011		11/15/2012	575	614			-39
201	X	TEXAS INSTRS INC COM			2/6/2012		11/15/2012	144	169			-25
202	X	TEXAS INSTRS INC COM			10/19/2011		11/15/2012	144	153			-9
203	X	TEXAS INSTRS INC COM			7/25/2008		1/30/2012	1,099	1,238			-139

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

Part I. Line 6 1990-PF - Gain/Loss from Sale of Assets Other than Inventory															
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Cost Other Basis and Expenses		Net Gain or Loss			
								Capital Gains/Losses		Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Gross Sales	Other sales						
	Long Term CG Distributions	Amount													
	Short Term CG Distributions	3,532													
		0													
205	X THERMO FISHER SCIENTIFIC	883556102			11/24/2008		1/30/2012	680	400					280	
206	X THERMO FISHER SCIENTIFIC	883556102			5/24/2010		1/30/2012	262	254					8	
207	X THERMO FISHER SCIENTIFIC	883556102			7/18/2011		1/30/2012	262	316					-54	
208	X THERMO FISHER SCIENTIFIC	883556102			8/15/2011		1/30/2012	262	271					-9	
209	X UNITED PARCEL SVC INC CL	911312106			7/18/2011		1/15/2012	700	726					-26	
210	X VERIZON COMMUNICATIONS	92343V104			7/18/2011		1/15/2012	1,040	914					126	
211	X VERIZON COMMUNICATIONS	92343V104			8/15/2011		1/15/2012	208	173					35	
212	X VISA INC CL A COM	92826C839			7/18/2011		1/15/2012	1,398	886					512	
213	X WAL-MART STORES INC COM	931142103			8/17/2012		1/15/2012	342	361					-19	
214	X WASATCH LONG/SHORT FD	936793835			8/6/2012		1/16/2012	1,244	1,256					-12	
215	X WELLS FARGO & CO COM NE	949746101			1/21/2011		8/6/2012	172	163					9	
216	X WELLS FARGO & CO COM NE	949746101			3/26/2008		1/15/2012	755	734					21	
217	X WELLS FARGO & CO COM NE	949746101			1/21/2011		1/15/2012	472	488					-16	
218	X WELLS FARGO & CO COM NE	949746101			8/18/2008		1/15/2012	31	30					1	
219	X WHIRLPOOL CORP COM	963320106			4/15/2011		1/30/2012	1,889	3,001					-1,112	
220	X WHIRLPOOL CORP COM	963320106			8/15/2011		1/30/2012	540	628					-88	
221	X WILLIAMS COS INC COM	969457100			2/6/2012		8/6/2012	159	148					11	
222	X WILLIAMS COS INC COM	969457100			7/18/2011		1/15/2012	308	247					61	

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

		952	0	0	952
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	952			952

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

		238	160	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	160	160		
2	CURRENT YEAR ESTIMATES	78			

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FEDERAL TAX REFUND 2006	1	311
2	FEDERAL TAX REFUND 2008	2	142
3	Total	3	453

Line 5 - Decreases not included in Part III, Line 2

1	Cost Basis Adjustment	1	5,221
2	Total	2	5,221

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

1. *Introduction*

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

Long Term CG Distributions															3,532	Short Term CG Distributions														
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			
85	BEAM INC COM														073730103		8/17/2012	11/15/2012	535		0	601	-66	0	0	0	0	-66		
86	CVS CAREMARK CORP COM														126650100		8/2/2012	11/15/2012	1,114		0	1,120	-6	0	0	0	0	-6		
87	CVS CAREMARK CORP COM														126650100		26/2012	11/15/2012	223		0	217	-6	0	0	0	0	-6		
88	CAMERON INTL CORP COM														133428105		7/18/2011	8/2/2012	490		0	503	-13	0	0	0	0	-13		
89	CAMERON INTL CORP COM														133428105		8/18/2011	8/2/2012	490		0	460	30	0	0	0	0	30		
90	CAMERON INTL CORP COM														133428105		8/18/2011	11/15/2012	525		0	460	65	0	0	0	0	65		
91	CAPITAL ONE FINL CORP COM														140400105		26/2012	11/15/2012	545		0	488	57	0	0	0	0	57		
92	CAPITAL ONE FINL CORP COM														140400105		7/18/2011	11/15/2012	817		0	728	89	0	0	0	0	89		
93	CHEVRON CORP COM														168784100		7/18/2011	11/15/2012	1,008		0	1,056	-48	0	0	0	0	-48		
94	COACH INC COM														189754104		7/18/2011	11/15/2012	263		0	329	-66	0	0	0	0	-66		
95	COACH INC COM														189754104		8/15/2011	11/15/2012	263		0	272	-9	0	0	0	0	-9		
96	COACH INC COM														189754104		26/2012	11/15/2012	527		0	722	-195	0	0	0	0	-195		
97	DARDEN RESTAURANTS INC COM														237194105		7/18/2011	11/15/2012	754		0	769	-35	0	0	0	0	-35		
98	WALT DISNEY CO COM														254687106		7/18/2011	9/7/2012	518		0	389	129	0	0	0	0	129		
99	WALT DISNEY CO COM														254687106		26/2012	11/15/2012	518		0	400	118	0	0	0	0	118		
100	WALT DISNEY CO COM														254687106		7/18/2011	11/15/2012	1,182		0	841	341	0	0	0	0	341		
101	EMC CORP COM														268848102		7/18/2011	11/15/2012	704		0	802	-98	0	0	0	0	-98		
102	EMC CORP COM														268848102		26/2012	11/15/2012	352		0	394	-42	0	0	0	0	-42		
103	ECOLAB INC COM														278851100		7/18/2011	11/15/2012	688		0	594	92	0	0	0	0	92		
104	EMERSON ELEC CO COM														291011104		7/18/2011	11/15/2012	480		0	551	-71	0	0	0	0	-71		
105	EXPRESS SCRIPTS HLDG CO COM														718172109		26/2012	11/15/2012	506		0	520	-14	0	0	0	0	-14		
106	PHILIP MORRIS INTL INC COM														722055667		7/18/2011	11/15/2012	1,254		0	1,005	249	0	0	0	0	249		
107	PIMCO COMMODITY REALTN STRATE														722055667		2/2/2009	8/6/2012	10,307		0	9,282	1,025	0	0	0	0	1,025		
108	GENERAL ELECTRIC CO COM														369604103		2/18/2005	11/15/2012	319		0	575	-256	0	0	0	0	-256		
109	GENERAL ELECTRIC CO COM														369604103		8/18/2008	11/15/2012	359		0	541	-182	0	0	0	0	-182		
110	GENERAL ELECTRIC CO COM														369604103		8/2/2012	11/15/2012	419		0	428	-9	0	0	0	0	-9		
111	GENERAL MILLS INC COM														370334104		8/12/2011	8/17/2012	2,688		0	2,531	157	0	0	0	0	157		
112	GENERAL MILLS INC COM														370334104		10/19/2011	8/17/2012	1,344		0	1,390	-46	0	0	0	0	-46		
113	PIMCO COMMODITY REALTN STRATE														722055667		7/20/2009	8/6/2012	166		0	174	-8	0	0	0	0	-8		
114	PIMCO COMMODITY REALTN STRATE														722055667		10/25/2009	8/6/2012	538		0	643	-105	0	0	0	0	-105		
115	PIMCO COMMODITY REALTN STRATE														722055667		12/9/2009	8/6/2012	154		0	181	-27	0	0	0	0	-27		
116	PIMCO COMMODITY REALTN STRATE														722055667		5/24/2010	8/6/2012	1,178		0	1,276	-98	0	0	0	0	-98		
117	PIMCO COMMODITY REALTN STRATE														722055667		11/4/2011	8/6/2012	1,225		0	1,443	-218	0	0	0	0	-218		
118	PIMCO COMMODITY REALTN STRATE														722055667		12/7/2011	8/6/2012	322		0	358	-36	0	0	0	0	-36		
119	GENERAL MILLS INC COM														370334104		26/2012	8/17/2012	192		0	189	-7	0	0	0	0	-7		
120	PIMCO COMMODITY REALTN STRATE														722055667		26/2012	8/6/2012	2,086		0	2,116	-30	0	0	0	0	-30		
121	GOLDMAN SACHS GROUP INC COM														38141G104		12/1/2011	11/15/2012	1,151		0	1,658	-507	0	0	0	0	-507		
122	PIMCO EMERGING LOCAL BD-I														72201F516		2/23/2011	26/2012	228		0	226	2	0	0	0	0	2		
123	PIMCO EMERGING LOCAL BD-I														72201F516		8/6/2012	11/16/2012	1,392		0	1,397	-5	0	0	0	0	-5		
124	PRAXAIR INC COM														74005P104		11/4/2011	11/15/2012	528		0	499	29	0	0	0	0	29		
125	PROCTER & GAMBLE CO COM														742718109		7/18/2011	8/2/2012	1,268		0	1,292	-24	0	0	0	0	-24		
126	PROCTER & GAMBLE CO COM														742718109		11/3/2010	8/2/2012	317		0	320	-3	0	0	0	0	-3		
127	PROCTER & GAMBLE CO COM														742718109		10/25/2010	11/15/2012	331		0	319	12	0	0	0	0	12		
128	PROCTER & GAMBLE CO COM														742718109		11/3/2010	11/15/2012	331		0	320	11	0	0	0	0	11		
129	PROCTER & GAMBLE CO COM														742718109		11/4/2011	11/15/2012	331		0	312	19	0	0	0	0	19		
130	QUALCOMM CORP COM														747525103		8/14/2011	11/15/2012	918		0	836	82	0	0	0	0	82		
131	QUANTA SVCS INC COM														74762E102		4/1/2011	11/15/2012	747		0	683	64	0	0	0	0	64		
132	RIDGEWORTH FD-SHORT TERM BD														R176628T611		26/2012	8/6/2012	7,045		0	7,017	28	0	0	0	0	28		
133	RIDGEWORTH FD-SHORT TERM BD														R176628T611		8/26/2009	11/16/2012	14,003		0	13,542	461	0	0	0	0	461		
134	RIDGEWORTH FD-SHORT TERM BD														R176628T611		24/2/2009	11/16/2012	15,085		0	14,273	812	0	0	0	0	812		
135	RIDGEWORTH FD-SHORT TERM BD														R176628T611		5/18/2009	11/16/2012	1,407		0	1,344	63	0	0	0	0	63		
136	RIDGEWORTH FD-SHORT TERM BD														R176628T611		7/20/2009	11/16/2012	1,581		0	1,527	54	0	0	0	0	54		
137	RIDGEWORTH FD-SHORT TERM BD														R176628T611		26/2012	11/16/2012	1,468		0	1,461	7	0	0	0	0	7		
138	RIDGEWORTH FD-SEK FLT HIGH INCM														76628T678		11/24/2008	8/6/2012	3,560		0	2,912	648	0	0	0	0	648		
139	RIDGEWORTH FD-SEK FLT HIGH INCM														76628T678		5/18/2009	8/6/2012	13,594		0	12,072	1,522	0	0	0	0	1,522		
140	RIDGEWORTH FD-SEK FLT HIGH INCM														76628T678		10/26/2009	8/6/2012	1,410		0	1,365	45	0	0	0	0	45		
141	RIDGEWORTH FD-SEK FLT HIGH INCM														76628T678		11/9/2010	8/6/2012	1,234		0	1,216	18	0	0	0	0	18		
142	RIDGEWORTH FD-SEK FLT HIGH INCM														76628T678		10/25/2010	8/6/2012	582		0	563	-19	0	0	0	0	-19		
143	RIDGEWORTH FD-INTERMEDIATE BD														76628T702		12/15/2011	11/16/2012	3,388		0	3,322	66	0	0	0	0	66		
144	RIDGEWORTH FD-INTERMEDIATE BD														76628T702		26/2012	11/16/2012	954		0	942	12	0	0	0	0	12		
145	RIDGEWORTH FD-INTERMEDIATE BD														76628T702		8/6/2012	11/16/2012	2,604		0	2,594	10	0	0	0	0	10		
146	RIDGEWORTH FD-INTERMEDIATE BD														76628T702		4/28/2008	11/16/2012	3,019		0	2,875	144	0	0	0	0	144		
147	SCHLUMBERGER LTD COM														806657108		9/18/2008	11/15/2012	552		0	646	-96	0	0	0	0	-96		
148	SCHLUMBERGER LTD COM														806657108		7/18/2011	11/15/2012	483		0	813	-330	0	0	0	0	-330		
149	SCHRODER US SMALLMID CAP OPTTY														80809R204		2/22/2011	26/2012	455		0	453	2	0	0	0	0	2		
150	SCHRODER US SMALLMID CAP OPTTY														80809R204		10/16/2007	8/6/2012	7,222		0	7,310	-88	0	0	0	0	-88		
151	EXPRESS SCRIPTS HLDG CO COM														302193108		7/18/2011	11/15/2012	506		0	290	216	0	0	0	0	216		
152	EXPRESS SCRIPTS HLDG CO COM														302193108		7/18/2011	11/15/2012	518		0	650	-132	0	0	0	0	-132		
153	FLOWSERVE CORP COM														343412102		26/2012	11/15/2012	659		0	568	91	0	0	0	0	91		
154	FLOWSERVE CORP COM														343412102		12/1/2011	11/16/2012	185		0	182	3	0	0	0	0	3		
155	FORUM ABSOLUTE STRATEGIES-I														34894T600		26/2012	11/16/2012	543		0	531	12	0	0	0	0	12		
156	FORUM ABSOLUTE STRATEGIES-I														34894T600		8/6/2012	11/16/2012	404		0	404	0	0	0	0	0	0		
157	FORUM ABSOLUTE STRATEGIES-I														34894T600		10/25/2010	11/16/2012	2,500		0	2,424	76	0	0	0	0	76		
158	HARTFORD FINL SVCS GROUP INC COM														418515104		4/29/2010	11/15/2012	713		0	1,035	-322	0	0	0	0	-322		
159	HOME DEPOT INC COM														437076102		26/2012	9/7/2012	285		0	226	59	0	0	0	0	59		
160	HOME DEPOT INC COM														437076102		7/18/2011	11/15/2012	488		0	536	-320	0	0	0	0	-320		
161	HOME DEPOT INC COM														437076102		10/25/2010	11/15/2012	488		0	253	235	0	0	0	0	235		
162	HOME DEPOT INC COM														437076102		9/30/2008	11/15/2012	916		0	536	380	0	0	0	0	380		
163	HOME DEPOT INC COM														437076102		5/24/2010	13/02/2012	253		0	50	72	0	0	0	0	72		
164	HUNT JB TRANSPORT SVCS INC COM														445658107		7/18/2011	13/02/2012	253		0	170	83	0	0	0	0	83		
165	HUNT JB TRANSPORT SVCS INC COM														445658107		8/15/2011	13/02/2012	253		0	240	13	0	0	0	0	13		
166	HUNT JB TRANSPORT SVCS INC COM														445658107															

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

Long Term CG Distributions	3,532
Short Term CG Distributions	0

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

[illegible]

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

	Date	Amount
1 Credit from prior year return		1 393
2 First quarter estimated tax payment		2 78
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		7 471

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	<u>54,264</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>54,264</u>



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PRINCIPAL PORTFOLIO

STIF & MONEY MARKET FUNDS

41,200.94	FEDERATED MONEY MKT OBLIGS TR GOVT OBLIG INSTL CL #5 FFS CUSIP: 609005DF7	41,200.94 1.000 4.33 %	41,200.94 1.00	0.00		6 0.01 % 0.00 %
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EQUITY SECURITIES

ENERGY

35	APACHE CORP COM CUSIP: 037411105	2,747.50 78.500 0.29 %	2,211.59 63.19	535.91	24	0.87 % 0.00 %
49	CAMERON INTL CORP COM CUSIP: 13342B105	2,766.54 56.460 0.29 %	1,902.94 38.84	863.60	0	0.00 % 0.00 %
51	CHEVRON CORP COM CUSIP: 166764100	5,515.14 108.140 0.58 %	3,061.53 60.03	2,453.61	184	3.34 % 0.00 %
52	NATIONAL OILWELL VARCO INC COM CUSIP: 637071101	3,554.20 68.350 0.37 %	3,359.17 64.60	195.03	27	0.76 % 0.00 %
45	OCCIDENTAL PETROLEUM CORP COM CUSIP: 674599105	3,447.45 76.610 0.36 %	2,963.62 65.86	483.83	97	2.81 % 0.00 %



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62	SCHLUMBERGER LTD COM CUSIP: 806857108	4,296.51 69.299 0.45 %	4,184.73 67.50	111.78	68	1.58 % 0.00 %
113	WILLIAMS COS INC COM CUSIP: 969457100	3,699.62 32.740 0.39 %	2,017.34 17.85	1,682.28	147	3.97 % 0.00 %
TOTAL ENERGY		26,026.96	19,700.92	6,326.04	547	2.10 %
MATERIALS						
40	ECOLAB INC COM CUSIP: 278865100	2,876.00 71.900 0.30 %	2,374.71 59.37	501.29	37	1.29 % 0.00 %
50	FREEPORT-MCMORAN COPPER & GOLD INC COM CUSIP: 35671D857	1,710.00 34.200 0.18 %	1,178.88 23.58	531.12	63	3.68 % 0.00 %
29	PRAXAIR INC COM CUSIP: 74005P104	3,174.05 109.450 0.33 %	1,870.95 64.52	1,303.10	64	2.02 % 0.00 %
TOTAL MATERIALS		7,760.05	5,424.54	2,335.51	163	2.10 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
95	B/E AEROSPACE INC COM CUSIP: 073302101	4,693.00 49.400 0.49 %	3,434.75 36.16	1,258.25	0	0.00 % 0.00 %
52	EMERSON ELEC CO COM CUSIP: 291011104	2,753.92 52.960 0.29 %	2,197.33 42.26	556.59	85	3.09 % 0.00 %
25	FLOWSERVE CORP COM CUSIP: 34354P105	3,670.00 146.800 0.39 %	2,053.25 82.13	1,616.75	36	0.98 % 0.00 %
48	FLUOR CORP COM NEW CUSIP: 343412102	2,819.52 58.740 0.30 %	2,139.85 44.58	679.67	31	1.10 % 0.00 %
228	GENERAL ELECTRIC CO COM CUSIP: 369604103	4,785.72 20.990 0.50 %	3,728.24 16.35	1,057.48	173	3.61 % 0.00 %
45	PACCAR INC COM CUSIP: 693718108	2,034.45 45.210 0.21 %	2,067.12 45.94	32.67-	36	1.77 % 0.00 %
105	QUANTA SVCS INC COM CUSIP: 74762E102	2,865.45 27.290 0.30 %	2,270.63 21.63	594.82	0	0.00 % 0.00 %
27	UNION PACIFIC CORP COM CUSIP: 907818108	3,394.44 125.720 0.36 %	1,333.87 49.40	2,060.57	75	2.21 % 0.00 %

INDUSTRIALS



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31	UNITED PARCEL SVC INC CL B COM CUSIP: 911312106	2,285.63 73.730 0.24 %	1,524.28 49.17	761.35	71	3.11 % 0.00 %
TOTAL INDUSTRIALS		29,302.13	20,749.32	8,552.81	506	1.73 %
CONSUMER DISCRETIONARY						
60	COACH INC COM CUSIP: 189754104	3,330.60 55.510 0.35 %	1,985.52 33.09	1,345.08	72	2.16 % 0.00 %
65	COMCAST CORP COM CL A CUSIP: 20030N101	2,428.40 37.360 0.26 %	2,244.76 34.53	183.64	42	1.73 % 0.00 %
50	DARDEN RESTAURANTS INC COM CUSIP: 237194105	2,253.50 45.070 0.24 %	2,236.88 44.74	16.62	100	4.44 % 0.00 %
90	HOME DEPOT INC COM CUSIP: 437076102	5,566.50 61.850 0.58 %	1,886.67 20.96	3,679.83	104	1.87 % 0.00 %
130	MACY'S INC COM CUSIP: 55616P104	5,072.60 39.020 0.53 %	3,260.01 25.08	1,812.59	104	2.05 % 0.00 %
85	MATTEL INC COM CUSIP: 577081102	3,112.70 36.620 0.33 %	2,514.67 29.58	598.03	105	3.37 % 0.00 %
94	WALT DISNEY CO COM CUSIP: 254687106	4,680.26 49.790 0.49 %	2,715.12 28.88	1,965.14	71	1.52 % 0.00 %
TOTAL CONSUMER DISCRETIONARY		26,444.56	16,843.63	9,600.93	599	2.27 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
CONSUMER STAPLES						
45	BEAM INC COM CUSIP: 073730103	2,749.05 61.090 0.29 %	2,578.47 57.30	170.58	37	1.35 % 0.00 %
114	CVS CAREMARK CORP COM CUSIP: 126650100	5,511.90 48.350 0.58 %	3,289.84 28.86	2,222.06	103	1.87 % 0.00 %
36	PEPSICO INC COM CUSIP: 713448108	2,463.48 68.430 0.26 %	1,951.51 54.21	511.97	77	3.13 % 0.00 %
79	PHILIP MORRIS INTL INC COM CUSIP: 718172109	6,607.56 83.640 0.69 %	3,830.36 48.49	2,777.20	269	4.07 % 0.00 %
47	PROCTER & GAMBLE CO COM CUSIP: 742718109	3,190.83 67.890 0.34 %	2,217.79 47.19	973.04	106	3.32 % 0.00 %
35	WAL-MART STORES INC COM CUSIP: 931142103	2,388.05 68.230 0.25 %	2,527.74 72.22	139.69-	56	2.35 % 0.00 %
TOTAL CONSUMER STAPLES		22,910.87	16,395.71	6,515.16	647	2.82 %



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO Maturity
HEALTH CARE						
89	ABBOTT LABS COM CUSIP: 002824100	5,829.50 65.500 0.61 %	4,493.00 50.48	1,336.50	50	0.86 % 0.00 %
60	AMGEN INC COM CUSIP: 031162100	5,172.00 86.200 0.54 %	3,114.78 51.91	2,057.22	113	2.18 % 0.00 %
54	BAXTER INTL INC COM CUSIP: 071813109	3,599.64 66.660 0.38 %	2,967.41 54.95	632.23	97	2.69 % 0.00 %
65	EXPRESS SCRIPTS HLDG CO COM CUSIP: 30219G108	3,510.00 54.000 0.37 %	1,843.55 28.36	1,666.45	0	0.00 % 0.00 %
153	MERCK & CO INC PAR 0.5 COM CUSIP: 58933Y105	6,263.82 40.940 0.66 %	4,906.88 32.07	1,356.94	263	4.20 % 0.00 %
220	PFIZER INC COM CUSIP: 717081103	5,517.45 25.079 0.58 %	4,144.37 18.84	1,373.08	211	3.82 % 0.00 %
83	TEVA PHARMACEUTICAL INDS LTD SPONS ADR CUSIP: 881624209	3,099.22 37.340 0.33 %	4,072.64 49.07	973.42-	67	2.16 % 0.00 %
TOTAL HEALTH CARE				7,449.00	801	2.43 %



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65	ALLSTATE CORP COM CUSIP: 020002101	2,611.05 40.170 0.27 %	2,501.35 38.48	109.70	57	2.18 % 0.00 %
267	BANK OF AMERICA CORP COM CUSIP: 060505104	3,099.87 11.610 0.33 %	2,529.53 9.47	570.34	11	0.35 % 0.00 %
83	BB&T CORP COM CUSIP: 054937107	2,416.13 29.110 0.25 %	1,921.70 23.15	494.43	66	2.73 % 0.00 %
94	CAPITAL ONE FINL CORP COM CUSIP: 14040H105	5,445.42 57.930 0.57 %	3,834.34 40.79	1,611.08	19	0.35 % 0.00 %
25	GOLDMAN SACHS GROUP INC COM CUSIP: 38141G104	3,189.00 127.560 0.34 %	3,138.93 125.56	50.07	50	1.57 % 0.00 %
126	HARTFORD FINL SVCS GROUP INC COM CUSIP: 416515104	2,827.44 22.440 0.30 %	3,242.44 25.73	415.00-	50	1.77 % 0.00 %
88	INVESCO LTD USD0.2 BERMUDA COM CUSIP: G491BT108	2,295.92 26.090 0.24 %	1,468.77 16.69	827.15	61	2.66 % 0.00 %
131	JP MORGAN CHASE & CO COM CUSIP: 46625H100	5,759.95 43.969 0.61 %	4,338.17 33.12	1,421.78	157	2.73 % 0.00 %

FINANCIALS



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165	MORGAN STANLEY COM CUSIP: 617446448	3,154.80 19.120 0.33 %	2,855.30 17.30	299.50	33	1.05 % 0.00 %
70	PNC FINL SVCS GROUP INC COM CUSIP: 693475105	4,081.70 58.310 0.43 %	3,975.94 56.80	105.76	112	2.74 % 0.00 %
136	WELLS FARGO & CO COM NEW CUSIP. 949746101	4,648.48 34.180 0.49 %	3,541.96 26.04	1,106.52	120	2.58 % 0.00 %
TOTAL FINANCIALS		39,529.76	33,348.43	6,181.33	736	1.86 %
INFORMATION TECHNOLOGY						
23	APPLE INC COM CUSIP: 037833100	12,239.98 532.173 1.29 %	3,716.79 161.60	8,523.19	244	1.99 % 0.00 %
146	EMC CORP COM CUSIP: 268648102	3,693.80 25.300 0.39 %	2,188.34 14.99	1,505.46	0	0.00 % 0.00 %
7	GOOGLE INC CL A COM CUSIP: 38259P508	4,951.66 707.380 0.52 %	2,332.73 333.25	2,618.93	0	0.00 % 0.00 %
25	INTERNATIONAL BUSINESS MACHS CORP COM CUSIP: 459200101	4,788.75 191.550 0.50 %	4,068.71 162.75	720.04	85	1.77 % 0.00 %
48	INTUIT INC COM CUSIP. 461202103	2,854.82 59.475 0.30 %	2,239.42 46.65	615.40	33	1.16 % 0.00 %



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170	MICROSOFT CORP COM CUSIP: 594918104	4,540.65 26.710 0.48 %	5,156.74 30.33	616.09-	156	3.44 % 0.00 %
161	ORACLE CORP COM CUSIP: 68389X105	5,364.52 33.320 0.56 %	3,377.85 20.98	1,986.67	39	0.73 % 0.00 %
60	QUALCOMM CORP COM CUSIP: 747525103	3,711.58 61.860 0.39 %	3,331.26 55.52	380.32	60	1.62 % 0.00 %
50	TERADATA CORP DEL COM CUSIP: 88076W103	3,094.50 61.890 0.33 %	2,474.31 49.49	620.19	0	0.00 % 0.00 %
110	TEXAS INSTRS INC COM CUSIP: 882508104	3,397.90 30.890 0.36 %	2,798.56 25.44	599.34	92	2.71 % 0.00 %
37	VISA INC CL A COM CUSIP: 92826C839	5,608.46 151.580 0.59 %	2,552.64 68.99	3,055.82	49	0.87 % 0.00 %
TOTAL INFORMATION TECHNOLOGY		54,246.62	34,237.35	20,009.27	758	1.40 %



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TELECOMMUNICATION SERVICES						
109	VERIZON COMMUNICATIONS INC COM CUSIP: 92343V104	4,716.43 43.270 0.50 %	3,333.34 30.58	1,383.09	225	4.77 % 0.00 %
2,090	MULTI-LINE INDS INC CAP COM CUSIP: 625990106	0.21 0.000 0.00 %	1.00 0.00	0.79-	0	0.00 % 0.00 %
LTD PARTNERSHIP & CLOSELY HELD						
TOTAL EQUITY SECURITIES			175,576.87	68,352.35	4,981	2.04 %
MUTUAL FUNDS						
1,354.991	ABERDEEN FDS EQUITY LONG SHORT FD INSTL CL CUSIP: 003020336	15,541.75 11.470 1.63 %	14,805.37 10.93	736.38	0	0.00 % 0.00 %
3,350.34	DOUBLELINE FDS TR TOTAL RETURN BD FD CL I CUSIP: 258620103	37,959.35 11.330 3.99 %	37,804.00 11.28	155.35	2,409	6.35 % 0.00 %
3,397.534	FORUM FDS ABSOLUTE STRATEGIES FD INSTL CL CUSIP: 34984T600	37,644.68 11.080 3.96 %	35,935.29 10.58	1,709.39	10	0.03 % 0.00 %
764.243	JANUS FDS PERKINS SMALL CAP VALUE FD CL I CUSIP: 47103C183	16,087.32 21.050 1.69 %	15,707.60 20.55	379.72	247	1.54 % 0.00 %



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7,888.81	MANNING & NAPIER FDS WORLD OPPTYS SER CL A CUSIP: 563821545	61,138.28 7.750 6.42 %	59,399.03 7.53	1,739.25	955	1.56 % 0.00 %
3,279.683	NEUBERGER BERMAN INCOME FDS HIGH INCOME BD FD CL INSTL CUSIP: 64128K868	31,091.39 9.480 3.27 %	29,081.39 8.87	2,010.00	1,942	6.25 % 0.00 %
1,160.585	OPENHEIMER FDS DEVELOPING MKTS INSTL FD CL Y CUSIP: 683974505	40,481.20 34.880 4.25 %	35,187.13 30.32	5,294.07	289	0.71 % 0.00 %
1,418.763	PIMCO FDS EMERGING LOCAL BD FD INSTL CL CUSIP: 72201F516	15,578.02 10.980 1.64 %	15,336.83 10.81	241.19	674	4.33 % 0.00 %
4,794.941	PIMCO FDS INVT GRADE CORP BD FD INSTL CL CUSIP: 722005816	53,319.74 11.120 5.60 %	49,467.98 10.32	3,851.76	2,254	4.23 % 0.00 %
2,900.956	PIMCO FDS LOW DURATION FD INSTL CL CUSIP: 693390304	30,489.05 10.510 3.20 %	30,202.36 10.41	286.69	780	2.56 % 0.00 %
927.064	T ROWE PRICE FDS DIVERSIFIED SMALL CAP GROWTH FD CUSIP: 779917103	16,168.00 17.440 1.70 %	16,239.91 17.52	71.91-	0	0.00 % 0.00 %
2,195.3	VANGUARD SCOTTSDALE FDS MTG-BACKED SECS INDEX FD CL SIGNAL CUSIP: 92206C755	45,881.77 20.900 4.82 %	46,141.83 21.02	260.06-	509	1.11 % 0.00 %
1,160.457	WASATCH FDS LONG/SHORT FD CUSIP: 936793835	16,165.17 13.930 1.70 %	15,516.63 13.37	648.54	26	0.16 % 0.00 %



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TOTAL MUTUAL FUNDS		417,545.72	400,825.35	16,720.37	10,094	2.42 %
PROPRIETARY FUNDS						
9,581.814	RIDGEWORTH FD-INTERMEDIATE BD I SHS #RGCF CUSIP: 76628T702	98,884.32 10.320 10.39 %	95,900.85 10.01	2,983.47	1,782	1.80 % 0.00 %
PRIVATE DEBT OBLIGATIONS						
2,028.41	ABNEY, CHRISTY L CASTLEBERRY STUDENT LOAN F/A \$7000 DTD 05/01/99 6.000% DUE 07/01/19 CUSIP: 9900105Q9	2,028.41 100.000 0.21 %	2,028.41 100.00	0.00	0	0.00 % 0.00 %
1,000	ANDERSON, AMYE STUDENT LN ORIG AMT \$1,000.00 DTD 08/13/12 6.000% DUE @GRADUATION CUSIP: 994929ZB6	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,000	ARNOLD, ANDREW STUDENT LN ORIG AMT \$2,000.00 DTD 08/19/10 6.000% DUE @GRADUATION CUSIP: 993805WE6	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,000	BRANNEN, JACOB STUDENT LN ORIG AMT \$1,000.00 DTD 06/19/12 6.000% DUE @GRADUATION CUSIP: 994929SG3	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %



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3,933.55	CAPE, NANCY D STUDENT LOAN F/A \$4500 DTD 01/15/10 6.000% DUE 01/01/20 DUE ON GRADUATION CUSIP: 992091VU9	3,933.55 100.000 0.41 %	3,933.55 100.00	0.00	0	0.00 % 0.00 %
722	CARRUTHERS, TORY LN DEFAULT JUDGMENT DTD 08/10/10 18.000% ORG AMT 722.00 CUSIP: 993808EJ9	722.00 100.000 0.08 %	722.00 100.00	0.00	0	0.00 % 0.00 %
4,500	CARUTHERS, TANAKA B STUDENT LOAN F/A \$3500 DTD 07/29/08 6.000% DUE ON GRADUATION CUSIP: 9911228X3	4,500.00 100.000 0.47 %	4,500.00 100.00	0.00	0	0.00 % 0.00 %
1,410.86	DAVIS, KIMBERLY D STUDENT LOAN F/A \$2030 DTD 12/15/92 6.000% DUE 11/01/96 CUSIP: 9964001Q0	1,410.86 100.000 0.15 %	1,410.86 100.00	0.00	0	0.00 % 0.00 %
750	DORTCH, JILL BARNES STUDENT LOAN F/A \$750 DTD 08/05/02 6.000% DUE ON GRADUATION CUSIP: 992040FW0	750.00 100.000 0.08 %	750.00 100.00	0.00	0	0.00 % 0.00 %
3,726.89	DUNAWAY, COLE C STUDENT LOAN F/A \$6000 DTD 02/01/10 6.000% DUE 04/15/25 CUSIP: 9911229B0	3,726.89 100.000 0.39 %	3,726.89 100.00	0.00	0	0.00 % 0.00 %



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3,750	EVE, MATTHEW STUDENT LOAN F/A \$3750 DTD 02/24/04 6.000% DUE ON GRADUATION CUSIP: 99103CRN3	3,750.00 100.000 0.39 %	3,750.00 100.00	0.00	0	0.00 % 0.00 %
1,500	FOREHAND, JEREMY DEREK STUDENT LOAN F/A \$1500 DTD 08/19/04 6.000% DUE ON GRADUATION CUSIP: 99103EUA3	1,500.00 100.000 0.16 %	1,500.00 100.00	0.00	0	0.00 % 0.00 %
2,288.85	FOWLER, TOMMIE STUDENT LOAN F/A \$8120 DTD 11/08/91 6.000% DUE 11/01/19 CUSIP: 996401402	2,288.85 100.000 0.24 %	2,288.85 100.00	0.00	0	0.00 % 0.00 %
2,000	GIDDENS, KRISTEN STUDENT LN ORIG AMT \$7,000.00 DTD 07/20/12 6.000% DUE @GRADUATION CUSIP: 993805SW1	2,000.00 100.000 0.21 %	2,000.00 100.00	0.00	0	0.00 % 0.00 %
2,504.07	HAIR, TONYA HENDRIX STUDENT LOAN F/A \$5465.45 DTD 05/24/04 6.000% DUE 08/01/17 CUSIP: 99103DPW3	2,504.07 100.000 0.26 %	2,504.07 100.00	0.00	0	0.00 % 0.00 %
2,096.7	HOLT, BRITTANY STUDENT LOAN F/A \$3000 DTD 12/15/10 6.000% DUE 09/01/14 CUSIP: 993804KY8	2,096.70 100.000 0.22 %	2,096.70 100.00	0.00	0	0.00 % 0.00 %
2,000	HOWARD, RAMSEY W STUDENT LOAN DTD 12/02/97 6.000% DUE @ GRADUATION CUSIP: 9964107N0	2,000.00 100.000 0.21 %	2,000.00 100.00	0.00	0	0.00 % 0.00 %



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4,283.68	HUNTER, AMY R SINYARD STUDENT LOAN F/A \$6500 DTD 11/01/99 6.000% DUE 06/01/17 CUSIP: 991011YQ4	4,283.68 100.000 0.45 %	4,283.68 100.00	0.00	0	0.00 % 0.00 %
6,218.82	JOHNSON, JEREMY FRANKLIN STUDENT LOAN F/A \$6750 DTD 12/30/09 6.000% DUE 09/15/28 CUSIP: 992070UG5	6,218.82 100.000 0.65 %	6,218.82 100.00	0.00	0	0.00 % 0.00 %
750	JONES, MARCO C STUDENT LOAN F/A \$750 DTD 03/08/02 6.000% DUE ON GRADUATION CUSIP: 990999QW7	750.00 100.000 0.08 %	750.00 100.00	0.00	0	0.00 % 0.00 %
2,000	JONES, SONYA STUDENT LN ORIG AMT \$2,000.00 DTD 08/10/12 6.000% DUE @GRADUATION CUSIP: 994929MN4	2,000.00 100.000 0.21 %	2,000.00 100.00	0.00	0	0.00 % 0.00 %
1,000	LAND, ASHLEY STUDENT LN ORIG AMT \$1,000 DTD 07/19/12 6.000% DUE @GRADUATION CUSIP: 991050AW5	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
2,730.34	LEE, JAMES R, JR STUDENT LOAN F/A \$881.25 DTD 06/02/92 6.000% DUE 02/01/98 CUSIP: 996403044	2,730.34 100.000 0.29 %	2,730.34 100.00	0.00	0	0.00 % 0.00 %
700.1	LEWIS, HEATHER A LN CONSENT JUDGMENT DTD 05/28/10 6.000% ORIG AMT \$1,828.10 CUSIP: 993808FB5	700.10 100.000 0.07 %	700.10 100.00	0.00	0	0.00 % 0.00 %



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4,302.31	LORD, JASON CLARK STUDENT LOAN F/A \$5250 DTD 01/15/10 6.000% DUE 06/01/22 CUSIP: 99103ETV9	4,302.31 100.000 0.45 %	4,302.31 100.00	0.00	0	0.00 % 0.00 %
1,608.17	LOWE CHARLES STUDENT LOAN F/A \$3000 DTD 12/15/09 6.000% DUE 12/01/15 CUSIP: 99104ZU56	1,608.17 100.000 0.17 %	1,608.17 100.00	0.00	0	0.00 % 0.00 %
3,945.33	MARTIN, MITZI E STUDENT LOAN F/A \$7000 DTD 03/01/01 6.000% DUE 05/01/21 CUSIP: 9900214V6	3,945.33 100.000 0.41 %	3,945.33 100.00	0.00	0	0.00 % 0.00 %
455.35	MARTIN, MONICA E STUDENT LOAN F/A \$6597.50 DTD 08/29/95 6.000% DUE 10/01/13 CUSIP: 996406799	455.35 100.000 0.05 %	455.35 100.00	0.00	0	0.00 % 0.00 %
689.9	MASHBURN, MARVIN B III STUDENT LOAN F/A \$1500 DTD 02/01/10 6.000% DUE 10/15/12 CUSIP: 992005YZ5	689.90 100.000 0.07 %	689.90 100.00	0.00	0	0.00 % 0.00 %
451.66	MATHIS, GEORGE P III STUDENT LOAN F/A \$1500 DTD 09/20/06 6.000% DUE ON GRADUATION CUSIP: 992099MT5	451.66 100.000 0.05 %	451.66 100.00	0.00	0	0.00 % 0.00 %
5,029.99	MATHIS, HEATHER M STUDENT LOAN F/A \$6,000 DTD 02/25/05 6.000% DUE 07/01/22 CUSIP: 9911229E4	5,029.99 100.000 0.53 %	5,029.99 100.00	0.00	0	0.00 % 0.00 %



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1,000	MAYS, STEPHEN STUDENT LN ORIG AMT \$1,000.00 DTD 08/11/11 6.000% DUE @ GRADUATION CUSIP: 994909UK3	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,000	MILLER DEANGELO STUDENT LOAN F/A \$1000 DTD 08/27/08 DUE UPON GRADUATION CUSIP: 991042U49	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
750	NEWMAN SAMUEL C STUDENT LOAN F/A \$750 DTD 09/01/01 6.000% DUE ON GRADUATION CUSIP: 991018U26	750.00 100.000 0.08 %	750.00 100.00	0.00	0	0.00 % 0.00 %
5,000	OWENS, HEATHER STUDENT LOAN F/A \$7000 DTD 04/20/10 6.000% DUE UPON GRADUATION CUSIP: 991125709	5,000.00 100.000 0.53 %	5,000.00 100.00	0.00	0	0.00 % 0.00 %
6,726.54	POPKEN, SONYA LN DEFAULT JUDGMENT DTD 12/14/10 ORIG AMT \$58,526.54 CUSIP: 993908HZ8	6,726.54 100.000 0.71 %	6,726.54 100.00	0.00	0	0.00 % 0.00 %
2,533.71	PORTIVENT, JUSTIN M STUDENT LOAN F/A \$6250 DTD 03/01/01 6.000% DUE 08/01/17 CUSIP: 992006AY2	2,533.71 100.000 0.27 %	2,533.71 100.00	0.00	0	0.00 % 0.00 %



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26.25	POSEY, MINNIE A LN CONSENT JUDGMENT DTD 04/26/10 6.000% ORIG AMT \$3,217.50 CUSIP: 993808FA7	26.25 100.000 0.00 %	26.25 100.00	0.00	0	0.00 % 0.00 %
2,524.65	RHODES, SANDRA J STUDENT LOAN F/A \$3363.09 DTD 02/15/10 6.000% DUE 12/01/16 CUSIP: 9900059P7	2,524.65 100.000 0.27 %	2,524.65 100.00	0.00	0	0.00 % 0.00 %
750	ROGERS, JOHNATHON STUDENT LOAN F/A \$750 DTD 09/08/03 6.000% DUE ON GRADUATION CUSIP: 992091VT2	750.00 100.000 0.08 %	750.00 100.00	0.00	0	0.00 % 0.00 %
1,747.57	RYAN, SONYA MADDOCK STUDENT LOAN F/A \$1,792.49 DTD 01/15/10 6.000% DUE 05/01/13 CUSIP: 9963998N4	1,747.57 100.000 0.18 %	1,747.57 100.00	0.00	0	0.00 % 0.00 %
1,000	SAMPSON, MIRANDA STUDENT LN ORIG AMT \$1,000 DTD 07/11/12 6.000% DUE @GRADUATION CUSIP: 991050AX3	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,000	SANGSTER, VALERIE STUDENT LOAN F/A \$1000 DTD 07/29/08 6.000% DUE UPON GRADUATION CUSIP: 991125717	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
2,763.2	SAPP, JASON B STUDENT LOAN F/A \$6000 DTD 10/01/98 6.000% DUE 02/01/14 CUSIP: 9900070M9	2,763.20 100.000 0.29 %	2,763.20 100.00	0.00	0	0.00 % 0.00 %



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3,269.3	SAPP, JOSEPH M STUDENT LOAN F/A \$7358.75 DTD 02/06/95 6.000% DUE 09/01/17 CUSIP: 996405627	3,269.30 100.000 0.34 %	3,269.30 100.00	0.00	0	0.00 % 0.00 %
1,500	SCOTT, CALVIN B STUDENT LOAN DTD 01/24/01 6.000% DUE 01/24/02 DUE ON GRADUATION CUSIP: 992006AX4	1,500.00 100.000 0.16 %	1,500.00 100.00	0.00	0	0.00 % 0.00 %
1,000	SEWELL, LOGAN STUDENT LN ORIG AMT \$1,000.00 DTD 02/13/12 6.000% DUE @GRADUATION CUSIP: 994919XY9	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,987.29	SHEFFIELD, MISTY GRIFFIN STUDENT LOAN F/A \$5000 DTD 01/12/98 6.000% DUE 08/01/09 CUSIP: 9964135J5	1,987.29 100.000 0.21 %	1,987.29 100.00	0.00	0	0.00 % 0.00 %
3,741	SIMMONS, KAREN LN DEFAULT JUDGMENT DTD 07/07/10 ORIG AMT \$3,741.00 CUSIP: 993808FN9	3,741.00 100.000 0.39 %	3,741.00 100.00	0.00	0	0.00 % 0.00 %
4,577.89	SLADE, ROBYN STUDENT LOAN F/A \$5500 DTD 01/15/10 6.000% DUE 05/01/23 CUSIP: 990999DW1	4,577.89 100.000 0.48 %	4,577.89 100.00	0.00	0	0.00 % 0.00 %
2,750	SMITH, HOLLY COLLINS STUDENT LOAN F/A \$2750 DTD 06/15/00 6.000% DUE ON GRADUATION CUSIP: 992002YX7	2,750.00 100.000 0.29 %	2,750.00 100.00	0.00	0	0.00 % 0.00 %



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2,000	SPARROW, JAMES ALLEN STUDENT LOAN F/A \$2000 DTD 07/06/98 6.000% DUE ON GRADUATION CUSIP: 9964128A3	2,000.00 100.000 0.21 %	2,000.00 100.00	0.00	0	0.00 % 0.00 %
1,000	THOMPSON DAVID STUDENT LN ORIG AMT \$4,000.00 DTD 08/01/12 6.000% DUE ON GRADUATN CUSIP: 993909XQ8	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,255.47	THOMPSON, VIRGINIA STUDENT LOAN F/A \$1750 DTD 12/17/09 6.000% DUE 03/15/13 CUSIP: 993701NJ6	1,255.47 100.000 0.13 %	1,255.47 100.00	0.00	0	0.00 % 0.00 %
3,000	THOMPSON, LISA STUDENT LOAN F/A \$4000 DTD 08/19/10 6.000% DUE GRADUATION CUSIP: 993804KZ5	3,000.00 100.000 0.32 %	3,000.00 100.00	0.00	0	0.00 % 0.00 %
750	VAUGHN, RHIANNON MARIE STUDENT LOAN F/A \$750 DTD 01/09/04 6.000% DUE ON GRADUATION CUSIP: 992091NQ7	750.00 100.000 0.08 %	750.00 100.00	0.00	0	0.00 % 0.00 %
1,000	WEHUNT, STEPHANIE STUDENT LOAN F/A \$1000 DTD 07/29/08 6.000% DUE UPON GRADUATION CUSIP: 991125725	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
1,384.05	WILSON, HEIDI BLAIR STUDENT LOAN F/A \$3000 DTD 12/21/10 6.000% DUE 09/21/14 CUSIP: 99103EUD7	1,384.05 100.000 0.15 %	1,384.05 100.00	0.00	0	0.00 % 0.00 %



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4,932.56	WILSON, REBECCA C STUDENT LOAN F/A \$5250 DTD 02/01/10 6.000% DUE 08/01/22 CUSIP: 992091NJ3	4,932.56 100.000 0.52 %	4,932.56 100.00	0.00	0	0.00 % 0.00 %
240	WOOD, JOHN K STUDENT LOAN F/A \$500 DTD 09/20/95 6.000% DUE ON GRADUATION CUSIP: 9964076W7	240.00 100.000 0.03 %	240.00 100.00	0.00	0	0.00 % 0.00 %
1,000	WOODARD, THOMAS STUDENT LOAN F/A \$1000 DTD 08/27/08 6.000% DUE UPON GRADUATION CUSIP: 991125733	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
5,589.36	WOODARD, MELINDA E STUDENT NOTE DTD 01/01/11 6.000% DUE 08/01/19 CUSIP: 9911229D6	5,589.36 100.000 0.59 %	5,589.36 100.00	0.00	0	0.00 % 0.00 %
6,724.69	WOODS, MARIA STUDENT LOAN F/A \$7250 DTD 02/17/04 6.000% DUE 10/01/25 CUSIP: 99103CQX2	6,724.69 100.000 0.71 %	6,724.69 100.00	0.00	0	0.00 % 0.00 %
1,000	WYNN CARRIE M STUDENT LN ORIG AMT \$1,000.00 DTD 08/29/12 6.000% DUE @GRADUATION CUSIP: 994990N21	1,000.00 100.000 0.11 %	1,000.00 100.00	0.00	0	0.00 % 0.00 %
914.94	YATES, PORTIA N STUDENT LOAN F/A \$2250 DTD 06/26/06 6.000% DUE ON GRADUATION CUSIP: 992097QJ7	914.94 100.000 0.10 %	914.94 100.00	0.00	0	0.00 % 0.00 %



TR UW R D BUCHAN
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PORTFOLIO DETAIL

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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
159.2	YOUNGBLOOD KENNETH E JR STUDENT LOAN F/A \$5500 DTD 11/01/99 6.000% DUE 04/01/13 CUSIP: 991011YR2	159.20 100.000 0.02 %	159.20 100.00	0.00	0	0.00 % 0.00 %
TOTAL PRIVATE DEBT OBLIGATIONS		146,974.65	146,974.65	0.00	0	0.00 %
<u>MISCELLANEOUS ASSETS</u>						
1	CLASS ACTION PENDING CISCO SYSTEMS ON RCPT OF FINAL PMT CUSIP: 997000ND2	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING FANNIE MAE ON RCPT OF FINAL PMT CUSIP: 997000SS4	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
1	CLASS ACTION PENDING INTERNATIONAL GAME TECHNOLOGY ON RCPT OF FINAL PMT CUSIP: 997001QP0	0.00 0.000 0.00 %	0.00 0.00	0.00	0	0.00 % 0.00 %
TOTAL MISCELLANEOUS ASSETS		0.00	0.00	0.00	0	0.00 %
PRINCIPAL PORTFOLIO TOTAL		948,534.85	860,478.66	88,056.19	16,863	1.78 %
<u>INCOME PORTFOLIO</u>						



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PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE MARKET PRICE % OF MARKET	FED TAX COST COST PER UNIT	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET/ YIELD TO MATURITY
3,267.56	FEDERATED MONEY MKT OBLIGS TR	3,267.56	3,267.56	0.00	0	0.00 %
	GOVT OBLIG INSTL CL #5 FFS	1.000	1.00			0.00 %
	CUSIP: 609005DF7	0.34 %				
		3,267.56	3,267.56	0.00	0	0.00 %

STIF & MONEY MARKET FUNDS

INCOME PORTFOLIO TOTAL

TOTAL ASSETS 951,802.41 863,746.22 88,056.19 16,863 1.77 %