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: TRUSTEE FOR ROBERT M WYNNE FDN

A Employer identification number: 58-6360989

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

B Telephone number (see instructions): (404) 813-1315

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

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,882,913

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	48,700	49,118		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	33,871			
	b Gross sales price for all assets on line 6a 751,325				
	7 Capital gain net income (from Part IV, line 2)		33,871		
	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	82,571	82,989	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	26,507	13,254		13,253
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	2,732	378		
	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	29,239	13,632	0	13,253
	25 Contributions, gifts, grants paid	89,303			89,303
	26 **Total expenses and disbursements** Add lines 24 and 25	118,542	13,632	0	102,556
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-35,971			
	b **Net investment income** (if negative, enter -0-)		69,357		
	c **Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions. HTA

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	88,789	80,061	80,061
	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)		424,412	577,520
	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)	1,633,052	1,180,462	1,225,327
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶		1	4
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,721,841	1,684,936	1,882,912
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	1,721,841	1,684,936	
	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)	1,721,841	1,684,936	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,721,841	1,684,936	

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	1,721,841
2	Enter amount from Part I, line 27a	2	-35,971
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,685,870
5	Decreases not included in line 2 (itemize) ▶ PRIOR YEAR RETURN OF CAPITAL ADJUSTMENT	5	934
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,684,936

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** 33,871

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	112,854	1,849,586	0 061016
2010	100,772	1,804,884	0 055833
2009	95,503	1,676,348	0 056971
2008	119,658	1,884,506	0 063496
2007	191,878	2,113,869	0 090771

2 **Total** of line 1, column (d)	2	0.328087
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 065617
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,841,813
5 Multiply line 4 by line 3	5	120,854
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	694
7 Add lines 5 and 6	7	121,548
8 Enter qualifying distributions from Part XII, line 4	8	102,556

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	1,387
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	1,387
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	1,387
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,007		
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	2,007
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	620
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 620 **Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (404) 813-1315			
	Located at ▶ MACON GA ZIP+4 ▶ 31201			
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____ , 20_____ , 20_____ , 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

				Yes	No
5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No			
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*		**6b**		X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**	N/A	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANKS, INC 606 CHERRY STREET MACON, GA 31201	TRUSTEE AS REQ'D	26,507		

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	1,802,224
	b	Average of monthly cash balances	1b	67,637
	c	Fair market value of all other assets (see instructions)	1c	
	d	**Total** (add lines 1a, b, and c)	1d	1,869,861
	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	1,869,861
4		Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	28,048
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,841,813
6		**Minimum investment return.** Enter 5% of line 5	6	92,091

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	92,091
2a		Tax on investment income for 2012 from Part VI, line 5	2a 1,387		
	b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
	c	Add lines 2a and 2b		2c	1,387
3		Distributable amount before adjustments Subtract line 2c from line 1		3	90,704
4		Recoveries of amounts treated as qualifying distributions		4	
5		Add lines 3 and 4		5	90,704
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	90,704

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	102,556
	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	102,556
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	102,556

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					90,704
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only				0	
b	Total for prior years 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2012					
a	From 2007	91,685				
b	From 2008	26,635				
c	From 2009	12,502				
d	From 2010	12,188				
e	From 2011	22,382				
f	**Total** of lines 3a through e		165,392			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 102,556					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2012 distributable amount					90,704
e	Remaining amount distributed out of corpus		11,852			
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		177,244			
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					0
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)		91,685			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		85,559			
10	Analysis of line 9					
a	Excess from 2008	26,635				
b	Excess from 2009	12,502				
c	Excess from 2010	12,188				
d	Excess from 2011	22,382				
e	Excess from 2012	11,852				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) **N/A**

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

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

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total . . .			▶ **3a**	89,303
b *Approved for future payment* NONE				
Total . . .			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	48,700	
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	33,871	
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		82,571	0

13 Total. Add line 12, columns (b), (d), and (e) 13 82,571

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

		Line	Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Barbara Allred | 4/29/2013 | TRUSTEE

Signature of officer or trustee | Date | 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	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		4/29/2013		P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA 15219			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name	HEPHZIBAH CHILDRENS HOME
Street	6601 ZEBULON ROAD
City	MACON
State	GA
Zip Code	31220
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL CHARITABLE PURPOSES
Amount	44,651

Name	GEORGIA INDUSTRIAL CHILDRENS HOME FOUNDATION, INC
Street	PO BOX 28077
City	MACON
State	GA
Zip Code	21221
Foreign Country	
Relationship	NONE
Foundation Status	501(C)(3) PUBLIC CHARITY
Purpose of grant/contribution	GENERAL CHARITABLE PURPOSES
Amount	44,652

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

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

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

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

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	751,325	717,454	33,871
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	FORUM ABSOLUTE STRATEG	34984T600			12/13/2011		8/6/2012	403	406				0	-3
2	X	FORUM ABSOLUTE STRATEG	34984T600			2/6/2012		8/6/2012	2,097	2,050				0	47
3	X	FORUM ABSOLUTE STRATEG	34984T600			2/6/2012		11/19/2012	1,433	1,404				0	29
4	X	FREEPORT-MCMORAN COPP	35671D857			7/18/2011		8/6/2012	337	552				0	-215
5	X	FREEPORT-MCMORAN COPP	35671D857			7/18/2011		11/19/2012	377	552				0	-175
6	X	FREEPORT-MCMORAN COPP	35671D857			2/6/2012		11/19/2012	189	230				0	-41
7	X	GENERAL ELECTRIC CO COM	369604103			1/30/2004		11/19/2012	1,340	2,196				0	-856
8	X	GENERAL ELECTRIC CO COM	369604103			8/18/2008		11/19/2012	516	751				0	-235
9	X	GENERAL MILLS INC COM	370334104			2/6/2012		8/6/2012	771	796				0	-25
10	X	GENERAL MILLS INC COM	370334104			8/12/2011		8/17/2012	6,144	5,785				0	359
11	X	GENERAL MILLS INC COM	370334104			10/19/2011		8/17/2012	2,496	2,581				0	-85
12	X	GENERAL MILLS INC COM	370334104			2/6/2012		8/17/2012	384	398				0	-14
13	X	GOLDMAN SACHS GROUP IN	38141G104			1/21/2011		8/6/2012	506	829				0	-323
14	X	FLOWSERVE CORP COM	34354P105			2/6/2012		11/19/2012	684	568				0	116
15	X	FLOWSERVE CORP COM	34354P105			7/18/2011		11/19/2012	684	521				0	163
16	X	GOLDMAN SACHS GROUP IN	38141G104			1/21/2011		11/19/2012	1,181	1,658				0	-477
17	X	HARTFORD FINL SVCS GROU	416515104			4/29/2010		8/6/2012	170	296				0	-126
18	X	HARTFORD FINL SVCS GROU	416515104			4/29/2010		11/19/2012	1,140	1,627				0	-487
19	X	HOME DEPOT INC COM	437076102			2/6/2012		8/6/2012	1,047	903				0	144
20	X	HOME DEPOT INC COM	437076102			7/18/2011		9/7/2012	2,569	1,609				0	960
21	X	HOME DEPOT INC COM	437076102			10/25/2010		11/19/2012	625	316				0	309
22	X	HOME DEPOT INC COM	437076102			7/18/2011		11/19/2012	625	358				0	267
23	X	HOME DEPOT INC COM	437076102			8/15/2011		11/19/2012	625	311				0	314
24	X	HOME DEPOT INC COM	437076102			9/30/2008		12/20/2012	2,655	1,075				0	1,580
25	X	HOME DEPOT INC COM	437076102			2/27/2009		12/20/2012	741	250				0	491
26	X	HUNT JB TRANSPORT SVCS I	445658107			7/18/2011		1/30/2012	1,267	1,200				0	67
27	X	HUNT JB TRANSPORT SVCS I	445658107			8/15/2011		1/30/2012	760	619				0	141
28	X	HUNT JB TRANSPORT SVCS I	445658107			5/24/2010		1/30/2012	253	170				0	83
29	X	HUNT JB TRANSPORT SVCS I	445658107			5/24/2010		8/6/2012	164	102				0	62
30	X	HUNT JB TRANSPORT SVCS I	445658107			12/23/2009		8/6/2012	384	233				0	151
31	X	HUNT JB TRANSPORT SVCS I	445658107			9/28/2009		9/7/2012	3,563	2,224				0	1,339
32	X	HUNT JB TRANSPORT SVCS I	445658107			12/23/2009		9/7/2012	2,685	1,729				0	956
33	X	INTERNATIONAL BUSINESS M	459200101			2/6/2012		11/19/2012	943	962				0	-19
34	X	INTERNATIONAL BUSINESS M	459200101			8/18/2011		11/19/2012	1,886	1,627				0	259
35	X	INTUIT INC COM	461202103			7/18/2011		11/19/2012	1,482	1,220				0	262
36	X	JP MORGAN CHASE & CO CO	46625H100			7/18/2011		8/6/2012	363	397				0	-34
37	X	JP MORGAN CHASE & CO CO	46625H100			7/18/2011		11/19/2012	2,214	2,181				0	33
38	X	JANUS PERKINS SMALL CAP	47103C183			8/15/2011		2/6/2012	505	525				0	-20
39	X	MACY'S INC COM	55616P104			2/6/2012		8/6/2012	1,111	1,080				0	31
40	X	MACY'S INC COM	55616P104			2/6/2012		9/7/2012	605	540				0	65
41	X	MACY'S INC COM	55616P104			10/19/2011		9/7/2012	1,816	1,338				0	478
42	X	MACY'S INC COM	55616P104			10/19/2011		11/19/2012	1,014	744				0	270
43	X	MACY'S INC COM	55616P104			9/9/2011		11/19/2012	811	502				0	309
44	X	MANNING & NAPIER WORLD (	563821545			10/25/2010		2/6/2012	18,841	22,346				0	-3,505
45	X	MANNING & NAPIER WORLD (	563821545			12/15/2010		2/6/2012	1,676	1,931				0	-255
46	X	MANNING & NAPIER WORLD (	563821545			4/18/2011		2/6/2012	11,533	14,151				0	-2,618
47	X	MANNING & NAPIER WORLD (	563821545			7/18/2011		2/6/2012	16,978	20,415				0	-3,437
48	X	MANNING & NAPIER WORLD (	563821545			8/15/2011		2/6/2012	6,792	7,573				0	-781
49	X	MANNING & NAPIER WORLD (	563821545			10/26/2009		2/6/2012	23,543	25,894				0	-2,351
50	X	MATTEL INC COM	577081102			1/30/2012		8/6/2012	527	444				0	83
51	X	MATTEL INC COM	577081102			1/30/2012		11/19/2012	1,421	1,183				0	238
52	X	MERCK & CO INC COM	58933Y105			4/28/2008		8/6/2012	133	123				0	10
53	X	MERCK & CO INC COM	58933Y105			1/30/2012		8/6/2012	753	660				0	93
54	X	MERCK & CO INC COM	58933Y105			1/30/2012		11/19/2012	2,806	2,522				0	284
55	X	MICROSOFT CORP COM	594918104			4/27/2012		11/19/2012	1,737	2,082				0	-345
56	X	MORGAN STANLEY COM NEW	617446448			5/11/2009		2/6/2012	611	796				0	-185
57	X	MORGAN STANLEY COM NEW	617446448			5/11/2009		8/6/2012	277	531				254	0
58	X	MORGAN STANLEY COM	617446448			5/11/2009		11/19/2012	249	398				0	-149
59	X	MORGAN STANLEY COM	617446448			10/25/2010		11/19/2012	332	493				0	-161
60	X	MORGAN STANLEY COM	617446448			5/29/2009		11/19/2012	332	547				0	-215
61	X	MORGAN STANLEY COM	617446448			4/22/2009		11/19/2012	83	116				0	-33
62	X	NATIONAL OILWELL VARCO II	637071101			2/6/2012		8/6/2012	753	826				0	-73
63	X	NATIONAL OILWELL VARCO II	637071101			7/18/2011		11/19/2012	1,090	1,178				0	-88
64	X	NATIONAL OILWELL VARCO II	637071101			8/15/2011		11/19/2012	727	702				0	25
65	X	NEUBERGER BERMAN HIGH I	64128K868			2/6/2012		8/6/2012	3,269	3,185				0	84
66	X	NEUBERGER BERMAN HIGH I	64128K868			9/12/2011		8/6/2012	8,342	7,871				0	471
67	X	NEUBERGER BERMAN HIGH I	64128K868			9/12/2011		11/19/2012	1,202	1,134				0	68
68	X	OCCIDENTAL PETROLEUM CO	674599105			7/18/2011		1/30/2012	2,974	3,147				0	-173

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	751,325	717,454	33,871
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	OCCIDENTAL PETROLEUM C(	674599105			8/15/2011		1/30/2012	496	432				0	64
70	X	OCCIDENTAL PETROLEUM C(	674599105			8/15/2011		8/6/2012	446	432				0	14
71	X	OCCIDENTAL PETROLEUM C(	674599105			5/20/2010		8/6/2012	446	393				0	53
72	X	OCCIDENTAL PETROLEUM C(	674599105			5/20/2010		11/19/2012	1,122	1,180				0	-58
73	X	ORACLE CORP COM	68389X105			7/18/2011		8/6/2012	772	796				24	0
74	X	ORACLE CORP COM	68389X105			8/24/2012		11/19/2012	150	159				0	-9
75	X	ORACLE CORP COM	68389X105			8/5/2011		11/19/2012	752	822				0	-70
76	X	ORACLE CORP COM	68389X105			7/18/2011		11/19/2012	902	955				0	-53
77	X	PIMCO LOW DURATION-I	693390304			2/6/2012		8/6/2012	1,247	1,230				0	17
78	X	PIMCO LOW DURATION-I	693390304			2/6/2012		11/19/2012	1,838	1,802				0	36
79	X	PIMCO FOREIGN BD US$ HEI	693390882			2/6/2012		8/6/2012	57,903	55,656				0	2,247
80	X	PNC FINL SVCS GROUP INC (	693475105			5/20/2010		2/6/2012	307	305				0	2
81	X	PNC FINL SVCS GROUP INC (	693475105			5/20/2010		8/6/2012	907	916				0	-9
82	X	SENTINEL SMALL CO-I	81728B825			8/23/2012		9/4/2012	4	4				0	0
83	X	TEMPLETON GLOBAL BD-ADV	880208400			1/19/2010		2/6/2012	64,869	63,932				0	937
84	X	TEMPLETON GLOBAL BD-ADV	880208400			1/19/2010		8/6/2012	18,398	18,078				0	320
85	X	TEMPLETON GLOBAL BD-ADV	880208400			5/24/2010		8/6/2012	36,290	35,053				0	1,237
86	X	TEMPLETON GLOBAL BD-ADV	880208400			12/15/2011		8/6/2012	772	717				0	55
87	X	TERADATA CORP DEL COM	88076W103			7/18/2011		8/6/2012	727	571				0	156
88	X	TERADATA CORP DEL COM	88076W103			7/18/2011		11/19/2012	935	857				0	78
89	X	TERADATA CORP DEL COM	88076W103			2/6/2012		11/19/2012	623	565				0	58
90	X	TEVA PHARMACEUTICAL IND	881624209			1/19/2010		8/6/2012	588	878				0	-290
91	X	TEVA PHARMACEUTICAL IND	881624209			1/19/2010		11/19/2012	1,357	2,049				0	-692
92	X	TEXAS INSTRS INC COM	882508104			10/3/2005		8/6/2012	565	694				0	-129
93	X	TEXAS INSTRS INC COM	882508104			10/3/2005		11/19/2012	1,203	1,457				0	-254
94	X	TEXAS INSTRS INC COM	882508104			2/6/2012		11/19/2012	86	101				0	-15
95	X	TEXAS INSTRS INC COM	882508104			11/15/2007		12/20/2012	312	310				0	2
96	X	TEXAS INSTRS INC COM	882508104			8/18/2008		12/20/2012	375	310				0	65
97	X	TEXAS INSTRS INC COM	882508104			11/24/2008		12/20/2012	1,780	839				0	941
98	X	TEXAS INSTRS INC COM	882508104			5/24/2010		12/20/2012	937	735				0	202
99	X	TEXAS INSTRS INC COM	882508104			7/18/2011		12/20/2012	1,249	1,228				0	21
100	X	TEXAS INSTRS INC COM	882508104			8/15/2011		12/20/2012	312	273				0	39
101	X	TEXAS INSTRS INC COM	882508104			10/19/2011		12/20/2012	2,186	2,143				0	43
102	X	TEXAS INSTRS INC COM	882508104			2/6/2012		12/20/2012	999	1,079				0	-80
103	X	THERMO FISHER SCIENTIFIC	883556102			7/25/2008		1/30/2012	2,040	2,300				0	-260
104	X	THERMO FISHER SCIENTIFIC	883556102			11/24/2008		1/30/2012	1,622	953				0	669
105	X	THERMO FISHER SCIENTIFIC	883556102			1/19/2010		1/30/2012	105	96				0	9
106	X	THERMO FISHER SCIENTIFIC	883556102			5/24/2010		1/30/2012	785	761				0	24
107	X	THERMO FISHER SCIENTIFIC	883556102			7/18/2011		1/30/2012	785	947				0	-162
108	X	THERMO FISHER SCIENTIFIC	883556102			8/15/2011		1/30/2012	262	271				0	-9
109	X	UNION PACIFIC CORP COM	907818108			2/6/2012		8/6/2012	625	580				0	45
110	X	UNION PACIFIC CORP COM	907818108			2/6/2012		11/19/2012	593	580				0	13
111	X	UNION PACIFIC CORP COM	907818108			7/18/2011		11/19/2012	593	502				0	91
112	X	UNITED PARCEL SVC INC CL	911312106			2/6/2012		11/19/2012	353	383				0	-30
113	X	UNITED PARCEL SVC INC CL	911312106			7/18/2011		11/19/2012	1,058	1,089				0	-31
114	X	VERIZON COMMUNICATIONS	92343V104			2/6/2012		8/6/2012	669	568				0	101
115	X	VERIZON COMMUNICATIONS	92343V104			7/18/2011		8/6/2012	223	183				0	40
116	X	PNC FINL SVCS GROUP INC (	693475105			5/20/2010		11/19/2012	1,651	1,831				0	-180
117	X	PACCAR INC COM	693718108			7/22/2011		8/6/2012	399	502				0	-103
118	X	PACCAR INC COM	693718108			7/22/2011		11/19/2012	847	1,003				0	-156
119	X	PEPSICO INC COM	713448108			5/24/2010		4/12/2012	326	315				0	11
120	X	PEPSICO INC COM	713448108			7/18/2011		4/12/2012	1,631	1,712				0	-81
121	X	PEPSICO INC COM	713448108			8/15/2011		4/12/2012	652	634				0	18
122	X	PEPSICO INC COM	713448108			2/6/2012		4/12/2012	652	664				0	-12
123	X	PEPSICO INC COM	713448108			1/30/2004		4/12/2012	978	710				0	268
124	X	PEPSICO INC COM	713448108			1/30/2004		11/19/2012	1,370	947				0	423
125	X	PFIZER INC COM	717081103			2/6/2012		8/6/2012	849	741				0	108
126	X	PFIZER INC COM	717081103			2/6/2012		11/19/2012	602	529				0	73
127	X	PFIZER INC COM	717081103			10/19/2011		11/19/2012	1,686	1,326				0	360
128	X	PHILIP MORRIS INTL INC CON	718172109			8/15/2011		8/6/2012	1,382	1,006				0	376
129	X	PHILIP MORRIS INTL INC CON	718172109			8/15/2011		11/19/2012	429	336				0	93
130	X	PHILIP MORRIS INTL INC CON	718172109			7/18/2011		11/19/2012	2,145	1,675				0	470
131	X	PIMCO COMMODITY REALRTI	722005667			2/2/2009		8/6/2012	23,840	21,470				0	2,370
132	X	PIMCO COMMODITY REALRTI	722005667			7/20/2009		8/6/2012	406	424				0	-18
133	X	PIMCO COMMODITY REALRTI	722005667			5/24/2010		8/6/2012	2,933	3,177				0	-244
134	X	PIMCO COMMODITY REALRTI	722005667			12/7/2011		8/6/2012	646	717				0	-71
135	X	PIMCO COMMODITY REALRTI	722005667			2/6/2012		8/6/2012	8,829	8,958				0	-129
136	X	PIMCO EMERGING LOCAL BD	72201F516			8/6/2012		11/19/2012	536	535				0	1

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	751,325	717,454	33,871
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	PRAXAIR INC COM	74005P104			2/6/2012		8/6/2012	530	538				0	-8
138	X	PRAXAIR INC COM	74005P104			2/6/2012		11/19/2012	525	538				0	-13
139	X	PRAXAIR INC COM	74005P104			7/18/2011		11/19/2012	1,050	1,066				0	-16
140	X	PROCTER & GAMBLE CO COM	742718109			11/3/2010		8/2/2012	1,585	1,602				0	-17
141	X	PROCTER & GAMBLE CO COM	742718109			7/18/2011		8/2/2012	1,902	1,938				0	-36
142	X	PROCTER & GAMBLE CO COM	742718109			2/6/2012		8/2/2012	317	314				0	3
143	X	PROCTER & GAMBLE CO COM	742718109			8/15/2011		11/19/2012	670	618				0	52
144	X	PROCTER & GAMBLE CO COM	742718109			2/6/2012		11/19/2012	335	314				0	21
145	X	VERIZON COMMUNICATIONS	92343V104			7/18/2011		11/19/2012	1,886	1,645				0	241
146	X	VISA INC CL A COM	92826C839			2/6/2012		8/6/2012	655	535				0	120
147	X	VISA INC CL A COM	92826C839			2/6/2012		11/19/2012	721	535				0	186
148	X	VISA INC CL A COM	92826C839			7/18/2011		11/19/2012	2,164	1,329				0	835
149	X	WAL-MART STORES INC COM	931142103			8/17/2012		11/19/2012	681	722				0	-41
150	X	WASATCH LONG/SHORT FD	936793835			8/6/2012		11/19/2012	313	312				0	1
151	X	WELLS FARGO & CO COM NE	949746101			1/21/2011		8/6/2012	688	650				0	38
152	X	WELLS FARGO & CO COM NE	949746101			1/21/2011		11/19/2012	649	650				0	-1
153	X	WELLS FARGO & CO COM NE	949746101			3/26/2008		11/19/2012	1,298	1,223				0	75
154	X	WHIRLPOOL CORP COM	963320106			4/15/2011		1/30/2012	4,047	6,431				0	-2,384
155	X	WHIRLPOOL CORP COM	963320106			7/18/2011		1/30/2012	809	1,148				0	-339
156	X	WHIRLPOOL CORP COM	963320106			8/15/2011		1/30/2012	540	628				0	-88
157	X	PROCTER & GAMBLE CO COM	742718109			5/24/2010		11/19/2012	335	307				0	28
158	X	QUALCOMM CORP COM	747525103			2/6/2012		8/6/2012	604	609				0	-5
159	X	QUALCOMM CORP COM	747525103			6/14/2011		11/19/2012	1,874	1,672				0	202
160	X	QUANTA SVCS INC COM	74762E102			4/1/2011		8/6/2012	620	569				0	51
161	X	QUANTA SVCS INC COM	74762E102			4/1/2011		11/19/2012	1,010	910				0	100
162	X	RIDGEWORTH FD-SHORT TEI	76628T611			2/6/2012		8/6/2012	18,940	18,864				0	76
163	X	RIDGEWORTH FD-SHORT TEI	76628T611			7/31/2000		11/19/2012	345	335				0	10
164	X	RIDGEWORTH FD-SHORT TEI	76628T611			7/25/2000		11/19/2012	28,739	27,936				0	803
165	X	RIDGEWORTH FD-SHORT TEI	76628T611			2/4/2009		11/19/2012	38,011	36,001				0	2,010
166	X	RIDGEWORTH FD-SHORT TEI	76628T611			7/20/2009		11/19/2012	3,856	3,729				0	127
167	X	RIDGEWORTH FD-SHORT TEI	76628T611			2/6/2012		11/19/2012	3,204	3,192				0	12
168	X	RIDGEWORTH FD-SEIX FLT H	76628T678			11/24/2008		8/6/2012	8,640	7,066				0	1,574
169	X	RIDGEWORTH FD-SEIX FLT H	76628T678			2/2/2009		8/6/2012	1,037	854				0	183
170	X	RIDGEWORTH FD-SEIX FLT H	76628T678			5/18/2009		8/6/2012	28,702	25,488				0	3,214
171	X	RIDGEWORTH FD-SEIX FLT H	76628T678			10/26/2009		8/6/2012	3,388	3,281				0	107
172	X	RIDGEWORTH FD-SEIX FLT H	76628T678			1/19/2010		8/6/2012	2,716	2,676				0	40
173	X	RIDGEWORTH FD-SEIX FLT H	76628T678			2/6/2012		8/6/2012	2,146	2,136				0	10
174	X	RIDGEWORTH FD-INTERMED	76628T702			2/6/2012		8/6/2012	3,026	2,998				0	28
175	X	RIDGEWORTH FD-INTERMED	76628T702			2/6/2012		11/19/2012	5,285	5,220				0	65
176	X	SCHLUMBERGER LTD COM	806857108			1/15/2008		8/6/2012	654	808				0	-154
177	X	SCHLUMBERGER LTD COM	806857108			7/18/2011		8/6/2012	73	88				0	-15
178	X	SCHLUMBERGER LTD COM	806857108			7/18/2011		11/19/2012	1,657	2,101				0	-444
179	X	SCHLUMBERGER LTD COM	806857108			9/18/2008		11/19/2012	69	81				0	-12
180	X	SCHRODER US SMALL/MID C/	80809R204			2/22/2011		2/6/2012	1,466	1,459				0	7
181	X	SCHRODER US SMALL/MID C/	80809R204			2/22/2011		8/6/2012	16,912	17,120				0	-208
182	X	SCHRODER US SMALL/MID C/	80809R204			8/15/2011		8/6/2012	1,331	1,223				0	108
183	X	SENTINEL SMALL CO-I	81728B825			8/15/2011		2/6/2012	3,007	2,896				0	111
184	X	SENTINEL SMALL CO-I	81728B825			12/22/2011		2/6/2012	1,048	959				0	89
185	X	SENTINEL SMALL CO-I	81728B825			7/20/2009		9/4/2012	19,025	12,889				0	6,136
186	X	SENTINEL SMALL CO-I	81728B825			10/26/2009		9/4/2012	14,914	11,385				0	3,529
187	X	SENTINEL SMALL CO-I	81728B825			12/22/2011		9/4/2012	2,390	2,220				0	170
188	X	WILLIAMS COS INC COM	969457100			2/6/2012		8/6/2012	793	739				0	54
189	X	WILLIAMS COS INC COM	969457100			7/18/2011		11/19/2012	1,301	988				0	313
190	X	WILLIAMS COS INC COM	969457100			2/6/2012		11/19/2012	163	148				0	15
191	X	WPX ENERGY INC COM	98212B103			3/1/2010		1/10/2012	6	4				0	2
192	X	WPX ENERGY INC COM	98212B103			3/1/2010		4/12/2012	1,030	763				0	267
193	X	WPX ENERGY INC COM	98212B103			5/24/2010		4/12/2012	244	158				0	86
194	X	WPX ENERGY INC COM	98212B103			10/25/2010		4/12/2012	54	39				0	15
195	X	APACHE CORP COM	037411105			7/18/2011		11/19/2012	765	1,225				0	-460
196	X	APACHE CORP COM	037411105			8/15/2011		11/19/2012	382	524				0	-142
197	X	APPLE INC COM	037833100			7/18/2011		11/19/2012	2,703	1,827				0	876
198	X	APPLE INC COM	037833100			10/19/2011		11/19/2012	2,703	2,030				0	673
199	X	APPLE INC COM	037833100			2/6/2012		11/19/2012	2,703	2,292				0	411
200	X	AUTODESK INC COM	052769106			7/18/2011		8/6/2012	348	357				0	-9
201	X	AUTODESK INC COM	052769106			6/8/2010		8/24/2012	5,104	4,435				0	669
202	X	AUTODESK INC COM	052769106			7/18/2011		8/24/2012	901	1,070				0	-169
203	X	AUTODESK INC COM	052769106			8/15/2011		8/24/2012	601	588				0	13
204	X	BB&T CORP COM	054937107			7/18/2011		2/6/2012	434	375				0	59

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

	Amount		Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	8,447		Capital Gains/Losses	751,325	717,454	33,871
Short Term CG Distributions	0		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
205	X	BB&T CORP COM	054937107			7/18/2011		8/6/2012	318	250				0	68
206	X	BB&T CORP COM	054937107			7/18/2011		11/19/2012	427	375				0	52
207	X	BB&T CORP COM	054937107			8/17/2010		11/19/2012	569	478				0	91
208	X	BANK OF AMERICA CORP CO	060505104			10/28/2009		2/6/2012	389	759				0	-370
209	X	BANK OF AMERICA CORP CO	060505104			10/28/2009		8/6/2012	89	182				0	-93
210	X	BANK OF AMERICA CORP CO	060505104			10/25/2010		8/6/2012	245	381				0	-136
211	X	BANK OF AMERICA CORP CO	060505104			10/25/2010		11/19/2012	19	23				0	-4
212	X	BANK OF AMERICA CORP CO	060505104			5/28/2009		11/19/2012	1,057	1,246				0	-189
213	X	BAXTER INTL INC COM	071813109			1/19/2010		8/6/2012	589	612				0	-23
214	X	BAXTER INTL INC COM	071813109			1/19/2010		11/19/2012	1,063	979				0	84
215	X	B/E AEROSPACE INC COM	073302101			2/6/2012		11/19/2012	432	459				0	-27
216	X	B/E AEROSPACE INC COM	073302101			7/18/2011		11/19/2012	1,295	1,205				0	90
217	X	BEAM INC COM	073730103			8/17/2012		11/19/2012	809	902				0	-93
218	X	CVS CAREMARK CORP COM	126650100			8/2/2012		11/19/2012	2,031	2,016				0	15
219	X	CAMERON INTL CORP COM	13342B105			7/18/2011		8/2/2012	980	1,006				0	-26
220	X	CAMERON INTL CORP COM	13342B105			8/15/2011		8/2/2012	490	492				0	-2
221	X	CAMERON INTL CORP COM	13342B105			2/6/2012		8/2/2012	735	834				0	-99
222	X	CAMERON INTL CORP COM	13342B105			8/18/2011		8/2/2012	735	691				0	44
223	X	CAMERON INTL CORP COM	13342B105			8/18/2011		11/19/2012	806	691				0	115
224	X	CAPITAL ONE FINL CORP CO	14040H105			2/6/2012		8/6/2012	863	732				0	131
225	X	CAPITAL ONE FINL CORP CO	14040H105			2/6/2012		11/19/2012	566	488				0	78
226	X	CAPITAL ONE FINL CORP CO	14040H105			7/18/2011		11/19/2012	1,698	1,455				0	243
227	X	CHEVRON CORP COM	166764100			7/18/2011		8/6/2012	1,109	1,056				0	53
228	X	CHEVRON CORP COM	166764100			7/18/2011		11/19/2012	1,038	1,056				0	-18
229	X	CHEVRON CORP COM	166764100			2/6/2012		11/19/2012	519	523				0	-4
230	X	CHEVRON CORP COM	166764100			8/15/2011		11/19/2012	519	488				0	31
231	X	COACH INC COM	189754104			2/6/2012		8/6/2012	265	361				0	-96
232	X	COACH INC COM	189754104			7/18/2011		11/19/2012	1,680	1,973				0	-293
233	X	COMCAST CORP COM CL A	20030N101			9/7/2012		11/19/2012	713	691				0	22
234	X	DARDEN RESTAURANTS INC	237194105			7/18/2011		8/6/2012	524	526				0	-2
235	X	DARDEN RESTAURANTS INC	237194105			7/18/2011		11/19/2012	774	789				0	-15
236	X	DARDEN RESTAURANTS INC	237194105			2/6/2012		11/19/2012	258	242				0	16
237	X	WALT DISNEY CO COM	254687106			7/18/2011		8/6/2012	749	584				0	165
238	X	WALT DISNEY CO COM	254687106			7/18/2011		9/7/2012	2,329	1,752				0	577
239	X	WALT DISNEY CO COM	254687106			10/17/2007		11/19/2012	1,670	1,244				0	426
240	X	EMC CORP COM	268648102			7/18/2011		8/6/2012	668	668				0	0
241	X	EMC CORP COM	268648102			7/18/2011		11/19/2012	1,200	1,336				0	-136
242	X	EMC CORP COM	268648102			2/6/2012		11/19/2012	240	262				0	-22
243	X	ECOLAB INC COM	278865100			3/6/2012		11/19/2012	1,389	1,187				0	202
244	X	EMERSON ELEC CO COM	291011104			7/18/2011		8/6/2012	489	551				0	-62
245	X	EMERSON ELEC CO COM	291011104			7/18/2011		11/19/2012	736	827				0	-91
246	X	EMERSON ELEC CO COM	291011104			10/17/2007		11/19/2012	245	265				0	-20
247	X	BAXTER INTL INC COM	071813109			7/18/2011		11/19/2012	598	547				0	51
248	X	B/E AEROSPACE INC COM	073302101			2/6/2012		8/6/2012	557	688				0	-131
249	X	EXPRESS SCRIPTS HLDG CO	30219G108			2/6/2012		8/6/2012	855	780				0	75
250	X	EXPRESS SCRIPTS HLDG CO	30219G108			2/6/2012		11/19/2012	262	260				0	2
251	X	WPX ENERGY INC COM	98212B103			7/18/2011		4/12/2012	217	220				0	-3
252	X	WPX ENERGY INC COM	98212B103			8/15/2011		4/12/2012	108	103				0	5
253	X	WPX ENERGY INC COM	98212B103			3/1/2010		4/12/2012	5	4				0	1
254	X	INVESCO LTD BERMUDA CON	G491BT108			5/23/2008		2/6/2012	236	271				0	-35
255	X	INVESCO LTD BERMUDA CON	G491BT108			5/23/2008		8/6/2012	340	407				0	-67
256	X	INVESCO LTD BERMUDA CON	G491BT108			5/23/2008		11/19/2012	952	1,086				0	-134
257	X	ABB LTD SPONS ADR	000375204			7/8/2008		4/27/2012	226	324				0	-98
258	X	ABB LTD SPONS ADR	000375204			8/18/2008		4/27/2012	339	436				0	-97
259	X	ABB LTD SPONS ADR	000375204			11/24/2008		4/27/2012	1,018	579				0	439
260	X	ABB LTD SPONS ADR	000375204			10/2/2009		4/27/2012	2,545	2,628				0	-83
261	X	ABB LTD SPONS ADR	000375204			5/24/2010		4/27/2012	660	589				0	71
262	X	ABB LTD SPONS ADR	000375204			10/25/2010		4/27/2012	471	568				0	-97
263	X	ABB LTD SPONS ADR	000375204			7/18/2011		4/27/2012	1,225	1,609				0	-384
264	X	ABB LTD SPONS ADR	000375204			8/15/2011		4/27/2012	94	109				0	-15
265	X	ABB LTD SPONS ADR	000375204			2/6/2012		4/27/2012	566	646				0	-80
266	X	ABBOTT LABS COM	002824100			2/6/2012		8/6/2012	999	824				0	175
267	X	ABBOTT LABS COM	002824100			10/26/2007		8/6/2012	333	271				0	62
268	X	ABBOTT LABS COM	002824100			10/26/2007		11/19/2012	2,216	1,897				0	319
269	X	ABERDEEN EQUITY LONG SH	003020336			2/6/2012		11/19/2012	238	239				0	-1
270	X	ABERDEEN EQUITY LONG SH	003020336			8/6/2012		11/19/2012	641	635				0	6
271	X	ABERDEEN EQUITY LONG SH	003020336			12/20/2011		11/19/2012	18	17				0	1
272	X	ALLSTATE CORP COM	020002101			9/7/2012		11/19/2012	786	770				0	16

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	751,325	717,454	33,871
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
273	X	AMAZON INC COM	023135106			2/9/2010		3/6/2012	3,261	2,133				0	1,128
274	X	AMAZON INC COM	023135106			2/9/2010		3/6/2012	4,317	2,844				0	1,473
275	X	AMGEN INC COM	031162100			5/13/2011		8/6/2012	411	303				0	108
276	X	AMGEN INC COM	031162100			5/13/2011		11/19/2012	2,134	1,514				0	620
277	X	APACHE CORP COM	037411105			7/18/2011		8/6/2012	426	612				0	-186
278	X	EXPRESS SCRIPTS HLDG CO	30219G108			10/17/2007		11/19/2012	1,048	581				0	467
279	X	FLUOR CORP COM NEW	343412102			7/18/2011		8/6/2012	527	650				0	-123
280	X	FLUOR CORP COM NEW	343412102			7/18/2011		11/19/2012	782	974				0	-192
281	X	FLOWSERVE CORP COM	34354P105			2/6/2012		8/6/2012	621	568				0	53

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		2,732	378	0	0
1	FOREIGN TAXES PAID	378	378		
2	ESTIMATED EXCISE PAYMENTS	2,007			
3	PY EXCISE TAX DUE	347			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
			0	424,412	0	577,520
1						
2	MORGAN STANLEY COM	0		7,203		7,610
3	NATIONAL OILWELL VARCO INC COM	0		7,907		8,339
4	OCCIDENTAL PETE CORP COM	0		6,846		8,044
5	ORACLE CORP COM	0		8,243		12,728
6	PNC FINL SVCS GROUP INC COM	0		9,778		9,913
7	PACCAR INC COM	0		5,262		4,973
8	PEPSICO INC COM	0		4,118		5,953
9	PFIZER INC COM	0		9,894		13,167
10	PRAXAIR INC COM	0		3,870		6,786
11	PROCTER & GAMBLE CO COM	0		5,980		7,807
12	QUALCOMM CORP COM	0		8,006		8,970
13	QUANTA SVCS INC COM	0		5,451		6,822
14	SCHLUMBERGER LTD COM	0		9,672		9,979
15	TEVA PHARMACEUTICAL INDS LTD ADR	0		9,892		7,244
16	UNION PACIFIC CORP COM	0		3,119		7,292
17	UNITED PARCEL SVC INC CL B COM	0		3,738		5,456
18	VERIZON COMMUNICATIONS COM	0		8,035		11,293
19	WAL-MART STORES INC COM	0		5,778		5,458
20	WELLS FARGO & CO COM NEW	0		8,678		11,108
21	WILLIAMS COS INC COM	0		4,801		8,742
22	CAMERON INTL CORP COM	0		4,410		6,380
23	MACY'S INC COM	0		7,648		11,901
24	TERADATA CORP DEL COM	0		5,973		7,427
25	INVESCO LTD BERMUDA COM	0		3,523		5,479
26	PHILIP MORRIS INTL COM	0		8,850		15,390
27	VISA INC CL A COM	0		6,226		13,491
28	MERCK AND INC COM	0		11,512		14,779
29	BEAM INC COM	0		6,027		6,414
30	EXPRESS SCRIPTS HLDG CO COM	0		4,560		8,694
31	ABBOTT LABS COM	0		11,033		14,214
32	ALLSTATE CORP COM	0		5,965		6,226
33	AMGEN INC COM	0		7,432		12,240
34	APACHE CORP COM	0		4,215		6,830
35	APPLE INC COM	0		7,339		27,141
36	BB&T CORP COM	0		4,548		5,676
37	BANK OF AMERICA CORP COM	0		6,419		7,384
38	BAXTER INTL INC COM	0		7,194		8,532
39	B/E AEROSPACE INC COM	0		8,155		11,115
40	CVS CAREMARK CORP COM	0		8,409		13,345
41	CAPITAL ONE FINL CORP COM	0		8,843		12,571
42	CHEVRON CORP COM	0		8,913		12,436
43	COACH INC COM	0		5,087		8,104
44	COMCAST CORP COM CL A	0		4,317		4,670
45	DARDEN RESTAURANTS INC COM	0		5,628		5,634
46	WALT DISNEY CO COM	0		6,546		11,253

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num. Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
			0	424,412	0	577,520
47	EMC CORP COM	0		5,358		8,906
48	ECOLAB INC COM	0		5,640		6,830
49	EMERSON ELEC CO COM	0		5,647		6,726
50	FLUOR CORP COM NEW	0		5,224		6,638
51	FLOWSERVE CORP COM	0		5,038		8,808
52	FREEPORT-MCMORAN COPPER AND CO	0		1,774		3,352
53	GENERAL ELEC CO COM	0		9,012		11,293
54	GOLDMAN SACHS GROUP INC COM	0		8,784		8,291
55	GOOGLE INC CL A COM	0		8,689		15,562
56	HARTFORD FINL SVCS GROUP INC COM	0		7,857		6,710
57	HOME DEPOT INC COM	0		3,348		10,143
58	INTEL CORP COM	0		9,884		9,691
59	INTERNATIONAL BUSINESS MACHS COM	0		9,114		10,727
60	INTUIT INC COM	0		5,374		6,840
61	JP MORGAN CHASE AND COM	0		10,213		13,718
62	MATTEL INC COM	0		5,917		7,324
63	MICROSOFT CORP COM	0		12,496		10,951

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

			1,633,052	1,180,462	1,225,327
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			1,633,052	0	
2	PIMCO LOW DURATION-I		0	71,146	71,828
3	FORUM ABSOLUTE STRATEGIES-I		0	85,690	89,839
4	MANNING & NAPIER WORLD OPPTYS-A		0	141,157	144,044
5	RIDGEWORTH FD-INTERMEDIATE BD RG		0	228,326	235,526
6	PIMCO INVT GRADE CORP BD-I		0	118,358	127,122
7	JANUS PERKINS SMALL CAP VALUE-I		0	37,304	37,903
8	ABERDEEN EQUITY LONG SHORT-I		0	35,205	36,952
9	OPPENHEIMER DEVELOPING MKTS INSTI		0	83,923	96,271
10	DOUBLELINE TOTAL RETURN BD-I		0	90,105	90,415
11	PIMCO EMERGING LOCAL BD-I		0	36,496	37,070
12	NEUBERGER BERMAN HIGH INCOME BD-		0	68,835	73,652
13	WASATCH 1ST SOURCE LONG/SHORT		0	36,719	38,257
14	VANGUARD MTG BACKED SECS INDEX-S		0	109,214	108,622
15	T ROWE PRICE DIVRSFD SMALLCAP GRO		0	37,984	37,826

Part II, Line 14 (990-PF) - Land, Buildings, and Equipment

	Asset Description	Cost or Other Basis	Accumulated Depreciation Beg of Year	Accumulated Depreciation End of Year	Book Value Beg of Year	Book Value End of Year	FMV End of Year
		0	0	0	0	1	4
1					0	0	
2					0	1	1
3					0	0	3
4					0	0	0
5					0	0	0
6					0	0	0

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						742,878	0	278	717,732	25,424	0	0	0	25,424
1	FORUM ABSOLUTE STRATEGIES-I	34984T600		12/13/2011	8/6/2012	403		0	406	-3	0	0	0	-3
2	FORUM ABSOLUTE STRATEGIES-I	34984T600		2/6/2012	8/6/2012	2,097		0	2,050	47	0	0	0	47
3	FORUM ABSOLUTE STRATEGIES-I	34984T600		2/6/2012	11/19/2012	1,433		0	1,404	29	0	0	0	29
4	FREEPORT-MCMORAN COPPER & GOL	35671D857		7/18/2011	8/6/2012	337		0	552	-215	0	0	0	-215
5	FREEPORT-MCMORAN COPPER & GOL	35671D857		7/18/2011	11/19/2012	377		0	552	-175	0	0	0	-175
6	FREEPORT-MCMORAN COPPER & GOL	35671D857		2/6/2012	11/19/2012	189		0	230	-41	0	0	0	-41
7	GENERAL ELECTRIC CO COM	369604103		1/30/2004	11/19/2012	1,340		0	2,196	-856	0	0	0	-856
8	GENERAL ELECTRIC CO COM	369604103		8/18/2008	11/19/2012	516		0	751	-235	0	0	0	-235
9	GENERAL MILLS INC COM	370334104		2/6/2012	8/6/2012	771		0	796	-25	0	0	0	-25
10	GENERAL MILLS INC COM	370334104		8/12/2011	8/17/2012	6,144		0	5,785	359	0	0	0	359
11	GENERAL MILLS INC COM	370334104		10/19/2011	8/17/2012	2 496		0	2,581	-85	0	0	0	-85
12	GENERAL MILLS INC COM	370334104		2/6/2012	8/17/2012	384		0	398	-14	0	0	0	-14
13	GOLDMAN SACHS GROUP INC COM	38141G104		1/21/2011	8/6/2012	506		0	829	-323	0	0	0	-323
14	FLOWSERVE CORP COM	34354P105		2/6/2012	11/19/2012	684		0	568	116	0	0	0	116
15	FLOWSERVE CORP COM	34354P105		7/18/2011	11/19/2012	684		0	521	163	0	0	0	163
16	GOLDMAN SACHS GROUP INC COM	38141G104		1/21/2011	11/19/2012	1 181		0	1,658	-477	0	0	0	-477
17	HARTFORD FINL SVCS GROUP INC CO	416515104		4/29/2010	8/6/2012	170		0	296	-126	0	0	0	-126
18	HARTFORD FINL SVCS GROUP INC CO	416515104		4/29/2010	11/19/2012	1 140		0	1,627	-487	0	0	0	-487
19	HOME DEPOT INC COM	437076102		2/6/2012	8/6/2012	1 047		0	903	144	0	0	0	144
20	HOME DEPOT INC COM	437076102		7/18/2011	9/7/2012	2 569		0	1,609	960	0	0	0	960
21	HOME DEPOT INC COM	437076102		10/25/2010	11/19/2012	625		0	316	309	0	0	0	309
22	HOME DEPOT INC COM	437076102		7/18/2011	11/19/2012	625		0	358	267	0	0	0	267
23	HOME DEPOT INC COM	437076102		8/15/2011	11/19/2012	625		0	311	314	0	0	0	314
24	HOME DEPOT INC COM	437076102		9/30/2008	12/20/2012	2,655		0	1,075	1,580	0	0	0	1,580
25	HOME DEPOT INC COM	437076102		2/27/2009	12/20/2012	741		0	250	491	0	0	0	491
26	HUNT JB TRANSPORT SVCS INC COM	445658107		7/18/2011	1/30/2012	1,267		0	1,200	67	0	0	0	67
27	HUNT JB TRANSPORT SVCS INC COM	445658107		8/15/2011	1/30/2012	760		0	619	141	0	0	0	141
28	HUNT JB TRANSPORT SVCS INC COM	445658107		5/24/2010	1/30/2012	253		0	170	83	0	0	0	83
29	HUNT JB TRANSPORT SVCS INC COM	445658107		5/24/2010	8/6/2012	164		0	102	62	0	0	0	62
30	HUNT JB TRANSPORT SVCS INC COM	445658107		12/23/2009	8/6/2012	384		0	233	151	0	0	0	151
31	HUNT JB TRANSPORT SVCS INC COM	445658107		9/28/2009	9/7/2012	3,563		0	2 224	1,339	0	0	0	1,339
32	HUNT JB TRANSPORT SVCS INC COM	445658107		12/23/2009	9/7/2012	2,685		0	1 729	956	0	0	0	956
33	INTERNATIONAL BUSINESS MACHS CO	459200101		2/6/2012	11/19/2012	943		0	962	-19	0	0	0	-19
34	INTERNATIONAL BUSINESS MACHS CO	459200101		8/18/2011	11/19/2012	1,886		0	1,627	259	0	0	0	259
35	INTUIT INC COM	461202103		7/18/2011	11/19/2012	1,482		0	1,220	262	0	0	0	262
36	JP MORGAN CHASE & CO COM	46625H100		7/18/2011	8/6/2012	363		0	397	-34	0	0	0	-34
37	JP MORGAN CHASE & CO COM	46625H100		7/18/2011	11/19/2012	2,214		0	2 181	33	0	0	0	33
38	JANUS PERKINS SMALL CAP VALUE-I	47103C183		8/15/2011	2/6/2012	505		0	525	-20	0	0	0	-20
39	MACY'S INC COM	55616P104		2/6/2012	8/6/2012	1,111		0	1 080	31	0	0	0	31
40	MACY'S INC COM	55616P104		2/6/2012	9/7/2012	605		0	540	65	0	0	0	65
41	MACY'S INC COM	55616P104		10/19/2011	9/7/2012	1,816		0	1,338	478	0	0	0	478
42	MACY'S INC COM	55616P104		10/19/2011	11/19/2012	1,014		0	744	270	0	0	0	270
43	MACY'S INC COM	55616P104		9/9/2011	11/19/2012	811		0	502	309	0	0	0	309
44	MANNING & NAPIER WORLD OPPTYS-A	563821545		10/25/2010	2/6/2012	18,841		0	22,346	-3,505	0	0	0	-3,505
45	MANNING & NAPIER WORLD OPPTYS-A	563821545		12/15/2010	2/6/2012	1,676		0	1 931	-255	0	0	0	-255
46	MANNING & NAPIER WORLD OPPTYS-A	563821545		4/18/2011	2/6/2012	11,533		0	14,151	-2,618	0	0	0	-2,618
47	MANNING & NAPIER WORLD OPPTYS-A	563821545		7/18/2011	2/6/2012	16,978		0	20,415	-3,437	0	0	0	-3,437
48	MANNING & NAPIER WORLD OPPTYS-A	563821545		8/15/2011	2/6/2012	6,792		0	7,573	-781	0	0	0	-781
49	MANNING & NAPIER WORLD OPPTYS-A	563821545		10/26/2009	2/6/2012	23,543		0	25,894	-2,351	0	0	0	-2,351
50	MATTEL INC COM	577081102		1/30/2012	8/6/2012	527		0	444	83	0	0	0	83
51	MATTEL INC COM	577081102		1/30/2012	11/19/2012	1,421		0	1,183	238	0	0	0	238
52	MERCK & CO INC COM	58933Y105		4/28/2008	8/6/2012	133		0	123	10	0	0	0	10
53	MERCK & CO INC COM	58933Y105		1/30/2012	8/6/2012	753		0	660	93	0	0	0	93
54	MERCK & CO INC COM	58933Y105		1/30/2012	11/19/2012	2,806		0	2,522	284	0	0	0	284
55	MICROSOFT CORP COM	594918104		4/27/2012	11/19/2012	1,737		0	2,082	-345	0	0	0	-345
56	MORGAN STANLEY COM NEW	617446448		5/11/2009	2/6/2012	611		0	796	-185	0	0	0	-185
57	MORGAN STANLEY COM NEW	617446448		5/11/2009	8/6/2012	277		254	531	0	0	0	0	0
58	MORGAN STANLEY COM	617446448		5/11/2009	11/19/2012	249		0	398	-149	0	0	0	-149
59	MORGAN STANLEY COM	617446448		10/25/2010	11/19/2012	332		0	493	-161	0	0	0	-161
60	MORGAN STANLEY COM	617446448		5/29/2009	11/19/2012	332		0	547	-215	0	0	0	-215
61	MORGAN STANLEY COM	617446448		4/22/2009	11/19/2012	83		0	116	-33	0	0	0	-33
62	NATIONAL OILWELL VARCO INC COM	637071101		2/6/2012	8/6/2012	753		0	826	-73	0	0	0	-73
63	NATIONAL OILWELL VARCO INC COM	637071101		7/18/2011	11/19/2012	1,090		0	1,178	-88	0	0	0	-88
64	NATIONAL OILWELL VARCO INC COM	637071101		8/15/2011	11/19/2012	727		0	702	25	0	0	0	25
65	NEUBERGER BERMAN HIGH INCOME B	64128K868		2/6/2012	8/6/2012	3 269		0	3,185	84	0	0	0	84
66	NEUBERGER BERMAN HIGH INCOME B	64128K868		9/12/2011	8/6/2012	8,342		0	7,871	471	0	0	0	471
67	NEUBERGER BERMAN HIGH INCOME B	64128K868		9/12/2011	11/19/2012	1,202		0	1,134	68	0	0	0	68
68	OCCIDENTAL PETROLEUM CORP COM	674599105		7/18/2011	1/30/2012	2 974		0	3,147	-173	0	0	0	-173
69	OCCIDENTAL PETROLEUM CORP COM	674599105		8/15/2011	1/30/2012	496		0	432	64	0	0	0	64
70	OCCIDENTAL PETROLEUM CORP COM	674599105		8/15/2011	8/6/2012	446		0	432	14	0	0	0	14
71	OCCIDENTAL PETROLEUM CORP COM	674599105		5/20/2010	8/6/2012	446		0	393	53	0	0	0	53
72	OCCIDENTAL PETROLEUM CORP COM	674599105		5/20/2010	11/19/2012	1 122		0	1,180	-58	0	0	0	-58
73	ORACLE CORP COM	68389X105		7/18/2011	8/6/2012	772		24	796	0	0	0	0	0
74	ORACLE CORP COM	68389X105		8/24/2012	11/19/2012	150		0	159	-9	0	0	0	-9
75	ORACLE CORP COM	68389X105		8/5/2011	11/19/2012	752		0	822	-70	0	0	0	-70
76	ORACLE CORP COM	68389X105		7/18/2011	11/19/2012	902		0	955	-53	0	0	0	-53
77	PIMCO LOW DURATION-I	693390304		2/6/2012	8/6/2012	1,247		0	1,230	17	0	0	0	17
78	PIMCO LOW DURATION-I	693390304		2/6/2012	11/19/2012	1,838		0	1 802	36	0	0	0	36
79	PIMCO FOREIGN BD US$ HEDGED-I	693390882		2/6/2012	8/6/2012	57,903		0	55,656	2,247	0	0	0	2,247
80	PNC FINL SVCS GROUP INC COM	693475105		5/20/2010	2/6/2012	307		0	305	2	0	0	0	2
81	PNC FINL SVCS GROUP INC COM	693475105		5/20/2010	8/6/2012	907		0	916	-9	0	0	0	-9
82	SENTINEL SMALL CO-I	81728B825		8/23/2012	9/4/2012	4		0	4	0	0	0	0	0
83	TEMPLETON GLOBAL BD-ADV	880208400		1/19/2010	2/6/2012	64,869		0	63,932	937	0	0	0	937
84	TEMPLETON GLOBAL BD-ADV	880208400		1/19/2010	8/6/2012	18,398		0	18,078	320	0	0	0	320

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						742,878	0	278	717,732	25,424	0	0	0	25,424
85	TEMPLETON GLOBAL BD-ADV	880208400		5/24/2010	8/6/2012	36,290		0	35,053	1,237	0	0	0	1,237
86	TEMPLETON GLOBAL BD-ADV	880208400		12/15/2011	8/6/2012	772		0	717	55	0	0	0	55
87	TERADATA CORP DEL COM	88076W103		7/18/2011	8/6/2012	727		0	571	156	0	0	0	156
88	TERADATA CORP DEL COM	88076W103		7/18/2011	11/19/2012	935		0	857	78	0	0	0	78
89	TERADATA CORP DEL COM	88076W103		2/6/2012	11/19/2012	623		0	565	58	0	0	0	58
90	TEVA PHARMACEUTICAL INDS LTD ADR	881624209		1/19/2010	8/6/2012	588		0	878	-290	0	0	0	-290
91	TEVA PHARMACEUTICAL INDS LTD ADR	881624209		1/19/2010	11/19/2012	1,357		0	2,049	-692	0	0	0	-692
92	TEXAS INSTRS INC COM	882508104		10/3/2005	8/6/2012	565		0	694	-129	0	0	0	-129
93	TEXAS INSTRS INC COM	882508104		10/3/2005	11/19/2012	1,203		0	1,457	-254	0	0	0	-254
94	TEXAS INSTRS INC COM	882508104		2/6/2012	11/19/2012	86		0	101	-15	0	0	0	-15
95	TEXAS INSTRS INC COM	882508104		11/15/2007	12/20/2012	312		0	310	2	0	0	0	2
96	TEXAS INSTRS INC COM	882508104		8/18/2008	12/20/2012	375		0	310	65	0	0	0	65
97	TEXAS INSTRS INC COM	882508104		11/24/2008	12/20/2012	1,780		0	839	941	0	0	0	941
98	TEXAS INSTRS INC COM	882508104		5/24/2010	12/20/2012	937		0	735	202	0	0	0	202
99	TEXAS INSTRS INC COM	882508104		7/18/2011	12/20/2012	1 249		0	1,228	21	0	0	0	21
100	TEXAS INSTRS INC COM	882508104		8/15/2011	12/20/2012	312		0	273	39	0	0	0	39
101	TEXAS INSTRS INC COM	882508104		10/19/2011	12/20/2012	2 186		0	2,143	43	0	0	0	43
102	TEXAS INSTRS INC COM	882508104		2/6/2012	12/20/2012	999		0	1,079	-80	0	0	0	-80
103	THERMO FISHER SCIENTIFIC INC COM	883556102		7/25/2008	1/30/2012	2 040		0	2,300	-260	0	0	0	-260
104	THERMO FISHER SCIENTIFIC INC COM	883556102		11/24/2008	1/30/2012	1,622		0	953	669	0	0	0	669
105	THERMO FISHER SCIENTIFIC INC COM	883556102		1/19/2010	1/30/2012	105		0	96	9	0	0	0	9
106	THERMO FISHER SCIENTIFIC INC COM	883556102		5/24/2010	1/30/2012	785		0	761	24	0	0	0	24
107	THERMO FISHER SCIENTIFIC INC COM	883556102		7/18/2011	1/30/2012	785		0	947	-162	0	0	0	-162
108	THERMO FISHER SCIENTIFIC INC COM	883556102		8/15/2011	1/30/2012	262		0	271	-9	0	0	0	-9
109	UNION PACIFIC CORP COM	907818108		2/6/2012	8/6/2012	625		0	580	45	0	0	0	45
110	UNION PACIFIC CORP COM	907818108		2/6/2012	11/19/2012	593		0	580	13	0	0	0	13
111	UNION PACIFIC CORP COM	907818108		7/18/2011	11/19/2012	593		0	502	91	0	0	0	91
112	UNITED PARCEL SVC INC CL B COM	911312106		2/6/2012	11/19/2012	353		0	383	-30	0	0	0	-30
113	UNITED PARCEL SVC INC CL B COM	911312106		7/18/2011	11/19/2012	1,058		0	1,089	-31	0	0	0	-31
114	VERIZON COMMUNICATIONS INC COM	92343V104		2/6/2012	8/6/2012	669		0	568	101	0	0	0	101
115	VERIZON COMMUNICATIONS INC COM	92343V104		7/18/2011	8/6/2012	223		0	183	40	0	0	0	40
116	PNC FINL SVCS GROUP INC COM	693475105		5/20/2010	11/19/2012	1,651		0	1,831	-180	0	0	0	-180
117	PACCAR INC COM	693718108		7/22/2011	8/6/2012	399		0	502	-103	0	0	0	-103
118	PACCAR INC COM	693718108		7/22/2011	11/19/2012	847		0	1,003	-156	0	0	0	-156
119	PEPSICO INC COM	713448108		5/24/2010	4/12/2012	326		0	315	11	0	0	0	11
120	PEPSICO INC COM	713448108		7/18/2011	4/12/2012	1,631		0	1,712	-81	0	0	0	-81
121	PEPSICO INC COM	713448108		8/15/2011	4/12/2012	652		0	634	18	0	0	0	18
122	PEPSICO INC COM	713448108		2/6/2012	4/12/2012	652		0	664	-12	0	0	0	-12
123	PEPSICO INC COM	713448108		1/30/2004	4/12/2012	978		0	710	268	0	0	0	268
124	PEPSICO INC COM	713448108		1/30/2004	11/19/2012	1,370		0	947	423	0	0	0	423
125	PFIZER INC COM	717081103		2/6/2012	8/6/2012	849		0	741	108	0	0	0	108
126	PFIZER INC COM	717081103		2/6/2012	11/19/2012	602		0	529	73	0	0	0	73
127	PFIZER INC COM	717081103		10/19/2011	11/19/2012	1,686		0	1 326	360	0	0	0	360
128	PHILIP MORRIS INTL INC COM	718172109		8/15/2011	8/6/2012	1,382		0	1,006	376	0	0	0	376
129	PHILIP MORRIS INTL INC COM	718172109		8/15/2011	11/19/2012	429		0	336	93	0	0	0	93
130	PHILIP MORRIS INTL INC COM	718172109		7/18/2011	11/19/2012	2,145		0	1,675	470	0	0	0	470
131	PIMCO COMMODITY REALRTN STRATE	722005667		2/2/2009	8/6/2012	23,840		0	21,470	2,370	0	0	0	2 370
132	PIMCO COMMODITY REALRTN STRATE	722005667		7/20/2009	8/6/2012	406		0	424	-18	0	0	0	-18
133	PIMCO COMMODITY REALRTN STRATE	722005667		5/24/2010	8/6/2012	2,933		0	3 177	-244	0	0	0	-244
134	PIMCO COMMODITY REALRTN STRATE	722005667		12/7/2011	8/6/2012	646		0	717	-71	0	0	0	-71
135	PIMCO COMMODITY REALRTN STRATE	722005667		2/6/2012	8/6/2012	8,829		0	8,958	-129	0	0	0	-129
136	PIMCO EMERGING LOCAL BD-I	72201F516		8/6/2012	11/19/2012	536		0	535	1	0	0	0	1
137	PRAXAIR INC COM	74005P104		2/6/2012	8/6/2012	530		0	538	-8	0	0	0	-8
138	PRAXAIR INC COM	74005P104		2/6/2012	11/19/2012	525		0	538	-13	0	0	0	-13
139	PRAXAIR INC COM	74005P104		7/18/2011	11/19/2012	1,050		0	1,066	-16	0	0	0	-16
140	PROCTER & GAMBLE CO COM	742718109		11/3/2010	8/2/2012	1,585		0	1,602	-17	0	0	0	-17
141	PROCTER & GAMBLE CO COM	742718109		7/18/2011	8/2/2012	1,902		0	1,938	-36	0	0	0	-36
142	PROCTER & GAMBLE CO COM	742718109		2/6/2012	8/2/2012	317		0	314	3	0	0	0	3
143	PROCTER & GAMBLE CO COM	742718109		8/15/2011	11/19/2012	670		0	618	52	0	0	0	52
144	PROCTER & GAMBLE CO COM	742718109		2/6/2012	11/19/2012	335		0	314	21	0	0	0	21
145	VERIZON COMMUNICATIONS INC COM	92343V104		7/18/2011	11/19/2012	1,886		0	1 645	241	0	0	0	241
146	VISA INC CL A COM	92826C839		2/6/2012	8/6/2012	655		0	535	120	0	0	0	120
147	VISA INC CL A COM	92826C839		2/6/2012	11/19/2012	721		0	535	186	0	0	0	186
148	VISA INC CL A COM	92826C839		7/18/2011	11/19/2012	2,164		0	1 329	835	0	0	0	835
149	WAL-MART STORES INC COM	931142103		8/17/2012	11/19/2012	681		0	722	-41	0	0	0	-41
150	WASATCH LONG/SHORT FD	936793835		8/6/2012	11/19/2012	313		0	312	1	0	0	0	1
151	WELLS FARGO & CO COM NEW	949746101		1/21/2011	8/6/2012	688		0	650	38	0	0	0	38
152	WELLS FARGO & CO COM NEW	949746101		1/21/2011	11/19/2012	649		0	650	-1	0	0	0	-1
153	WELLS FARGO & CO COM NEW	949746101		3/26/2008	11/19/2012	1,298		0	1,223	75	0	0	0	75
154	WHIRLPOOL CORP COM	963320106		4/15/2011	1/30/2012	4,047		0	6,431	-2,384	0	0	0	-2,384
155	WHIRLPOOL CORP COM	963320106		7/18/2011	1/30/2012	809		0	1 148	-339	0	0	0	-339
156	WHIRLPOOL CORP COM	963320106		8/15/2011	1/30/2012	540		0	628	-88	0	0	0	-88
157	PROCTER & GAMBLE CO COM	742718109		5/24/2010	11/19/2012	335		0	307	28	0	0	0	28
158	QUALCOMM CORP COM	747525103		2/6/2012	8/6/2012	604		0	609	-5	0	0	0	-5
159	QUALCOMM CORP COM	747525103		6/14/2011	11/19/2012	1,874		0	1,672	202	0	0	0	202
160	QUANTA SVCS INC COM	74762E102		4/1/2011	8/6/2012	620		0	569	51	0	0	0	51
161	QUANTA SVCS INC COM	74762E102		4/1/2011	11/19/2012	1,010		0	910	100	0	0	0	100
162	RIDGEWORTH FD-SHORT TERM BD_RC	76628T611		2/6/2012	8/6/2012	18,940		0	18 864	76	0	0	0	76
163	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		7/31/2000	11/19/2012	345		0	335	10	0	0	0	10
164	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		7/25/2000	11/19/2012	28,739		0	27 936	803	0	0	0	803
165	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		2/4/2009	11/19/2012	38,011		0	36 001	2 010	0	0	0	2,010
166	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		7/20/2009	11/19/2012	3,856		0	3 729	127	0	0	0	127
167	RIDGEWORTH FD-SHORT TERM BD RC	76628T611		2/6/2012	11/19/2012	3 204		0	3,192	12	0	0	0	12
168	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		11/24/2008	8/6/2012	8,640		0	7,066	1,574	0	0	0	1,574

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						742,878	0	278	717,732	25,424	0	0	0	25,424
169	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		2/2/2009	8/6/2012	1 037		0	854	183	0	0	0	183
170	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		5/18/2009	8/6/2012	28,702		0	25,488	3 214	0	0	0	3,214
171	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		10/26/2009	8/6/2012	3,388		0	3,281	107	0	0	0	107
172	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		1/19/2010	8/6/2012	2,716		0	2,676	40	0	0	0	40
173	RIDGEWORTH FD-SEIX FLT HGH INCM	76628T678		2/6/2012	8/6/2012	2,146		0	2,136	10	0	0	0	10
174	RIDGEWORTH FD-INTERMEDIATE BD F	76628T702		2/6/2012	8/6/2012	3,026		0	2,998	28	0	0	0	28
175	RIDGEWORTH FD-INTERMEDIATE BD F	76628T702		2/6/2012	11/19/2012	5 285		0	5,220	65	0	0	0	65
176	SCHLUMBERGER LTD COM	806857108		1/15/2008	8/6/2012	654		0	808	-154	0	0	0	-154
177	SCHLUMBERGER LTD COM	806857108		7/18/2011	8/6/2012	73		0	88	-15	0	0	0	-15
178	SCHLUMBERGER LTD COM	806857108		7/18/2011	11/19/2012	1,657		0	2,101	-444	0	0	0	-444
179	SCHLUMBERGER LTD COM	806857108		9/18/2008	11/19/2012	69		0	81	-12	0	0	0	-12
180	SCHRODER US SMALL/MID CAP OPPTY	80809R204		2/22/2011	2/6/2012	1,466		0	1,459	7	0	0	0	7
181	SCHRODER US SMALL/MID CAP OPPTY	80809R204		2/22/2011	8/6/2012	16 912		0	17,120	-208	0	0	0	-208
182	SCHRODER US SMALL/MID CAP OPPTY	80809R204		8/15/2011	8/6/2012	1,331		0	1,223	108	0	0	0	108
183	SENTINEL SMALL CO-I	81728B825		8/15/2011	2/6/2012	3 007		0	2,896	111	0	0	0	111
184	SENTINEL SMALL CO-I	81728B825		12/22/2011	2/6/2012	1,048		0	959	89	0	0	0	89
185	SENTINEL SMALL CO-I	81728B825		7/20/2009	9/4/2012	19,025		0	12 889	6,136	0	0	0	6,136
186	SENTINEL SMALL CO-I	81728B825		10/26/2009	9/4/2012	14 914		0	11 385	3,529	0	0	0	3,529
187	SENTINEL SMALL CO-I	81728B825		12/22/2011	9/4/2012	2 390		0	2,220	170	0	0	0	170
188	WILLIAMS COS INC COM	969457100		2/6/2012	8/6/2012	793		0	739	54	0	0	0	54
189	WILLIAMS COS INC COM	969457100		7/18/2011	11/19/2012	1,301		0	988	313	0	0	0	313
190	WILLIAMS COS INC COM	969457100		2/6/2012	11/19/2012	163		0	148	15	0	0	0	15
191	WPX ENERGY INC COM	98212B103		3/1/2010	1/10/2012	6		0	4	2	0	0	0	2
192	WPX ENERGY INC COM	98212B103		3/1/2010	4/12/2012	1,030		0	763	267	0	0	0	267
193	WPX ENERGY INC COM	98212B103		5/24/2010	4/12/2012	244		0	158	86	0	0	0	86
194	WPX ENERGY INC COM	98212B103		10/25/2010	4/12/2012	54		0	39	15	0	0	0	15
195	APACHE CORP COM	037411105		7/18/2011	11/19/2012	765		0	1,225	-460	0	0	0	-460
196	APACHE CORP COM	037411105		8/15/2011	11/19/2012	382		0	524	-142	0	0	0	-142
197	APPLE INC COM	037833100		7/18/2011	11/19/2012	2,703		0	1,827	876	0	0	0	876
198	APPLE INC COM	037833100		10/19/2011	11/19/2012	2,703		0	2,030	673	0	0	0	673
199	APPLE INC COM	037833100		2/6/2012	11/19/2012	2,703		0	2,292	411	0	0	0	411
200	AUTODESK INC COM	052769106		7/18/2011	8/6/2012	348		0	357	-9	0	0	0	-9
201	AUTODESK INC COM	052769106		6/8/2010	8/24/2012	5,104		0	4,435	669	0	0	0	669
202	AUTODESK INC COM	052769106		7/18/2011	8/24/2012	901		0	1,070	-169	0	0	0	-169
203	AUTODESK INC COM	052769106		8/15/2011	8/24/2012	601		0	588	13	0	0	0	13
204	BB&T CORP COM	054937107		7/18/2011	2/6/2012	434		0	375	59	0	0	0	59
205	BB&T CORP COM	054937107		7/18/2011	8/6/2012	318		0	250	68	0	0	0	68
206	BB&T CORP COM	054937107		7/18/2011	11/19/2012	427		0	375	52	0	0	0	52
207	BB&T CORP COM	054937107		8/17/2010	11/19/2012	569		0	478	91	0	0	0	91
208	BANK OF AMERICA CORP COM	060505104		10/28/2009	2/6/2012	389		0	759	-370	0	0	0	-370
209	BANK OF AMERICA CORP COM	060505104		10/28/2009	8/6/2012	89		0	182	-93	0	0	0	-93
210	BANK OF AMERICA CORP COM	060505104		10/25/2010	8/6/2012	245		0	381	-136	0	0	0	-136
211	BANK OF AMERICA CORP COM	060505104		10/25/2010	11/19/2012	19		0	23	-4	0	0	0	-4
212	BANK OF AMERICA CORP COM	060505104		5/28/2009	11/19/2012	1,057		0	1,246	-189	0	0	0	-189
213	BAXTER INTL INC COM	071813109		1/19/2010	8/6/2012	589		0	612	-23	0	0	0	-23
214	BAXTER INTL INC COM	071813109		1/19/2010	11/19/2012	1,063		0	979	84	0	0	0	84
215	B/E AEROSPACE INC COM	073302101		2/6/2012	11/19/2012	432		0	459	-27	0	0	0	-27
216	B/E AEROSPACE INC COM	073302101		7/18/2011	11/19/2012	1,295		0	1,205	90	0	0	0	90
217	BEAM INC COM	073730103		8/17/2012	11/19/2012	809		0	902	-93	0	0	0	-93
218	CVS CAREMARK CORP COM	126650100		8/2/2012	11/19/2012	2,031		0	2,016	15	0	0	0	15
219	CAMERON INTL CORP COM	13342B105		7/18/2011	8/2/2012	980		0	1,006	-26	0	0	0	-26
220	CAMERON INTL CORP COM	13342B105		8/15/2011	8/2/2012	490		0	492	-2	0	0	0	-2
221	CAMERON INTL CORP COM	13342B105		2/6/2012	8/2/2012	735		0	834	-99	0	0	0	-99
222	CAMERON INTL CORP COM	13342B105		8/18/2011	8/2/2012	735		0	691	44	0	0	0	44
223	CAMERON INTL CORP COM	13342B105		8/18/2011	11/19/2012	806		0	691	115	0	0	0	115
224	CAPITAL ONE FINL CORP COM	14040H105		2/6/2012	8/6/2012	863		0	732	131	0	0	0	131
225	CAPITAL ONE FINL CORP COM	14040H105		2/6/2012	11/19/2012	566		0	488	78	0	0	0	78
226	CAPITAL ONE FINL CORP COM	14040H105		7/18/2011	11/19/2012	1,698		0	1,455	243	0	0	0	243
227	CHEVRON CORP COM	166764100		7/18/2011	8/6/2012	1,109		0	1,056	53	0	0	0	53
228	CHEVRON CORP COM	166764100		7/18/2011	11/19/2012	1,038		0	1,056	-18	0	0	0	-18
229	CHEVRON CORP COM	166764100		2/6/2012	11/19/2012	519		0	523	-4	0	0	0	-4
230	CHEVRON CORP COM	166764100		8/15/2011	11/19/2012	519		0	488	31	0	0	0	31
231	COACH INC COM	189754104		2/6/2012	8/6/2012	265		0	361	-96	0	0	0	-96
232	COACH INC COM	189754104		7/18/2011	11/19/2012	1,680		0	1,973	-293	0	0	0	-293
233	COMCAST CORP COM CL A	20030N101		9/7/2012	11/19/2012	713		0	691	22	0	0	0	22
234	DARDEN RESTAURANTS INC COM	237194105		7/18/2011	8/6/2012	524		0	526	-2	0	0	0	-2
235	DARDEN RESTAURANTS INC COM	237194105		7/18/2011	11/19/2012	774		0	789	-15	0	0	0	-15
236	DARDEN RESTAURANTS INC COM	237194105		2/6/2012	11/19/2012	258		0	242	16	0	0	0	16
237	WALT DISNEY CO COM	254687106		7/18/2011	8/6/2012	749		0	584	165	0	0	0	165
238	WALT DISNEY CO COM	254687106		7/18/2011	9/7/2012	2 329		0	1,752	577	0	0	0	577
239	WALT DISNEY CO COM	254687106		10/17/2007	11/19/2012	1,670		0	1,244	426	0	0	0	426
240	EMC CORP COM	268648102		7/18/2011	8/6/2012	668		0	668	0	0	0	0	0
241	EMC CORP COM	268648102		7/18/2011	11/19/2012	1,200		0	1,336	-136	0	0	0	-136
242	EMC CORP COM	268648102		2/6/2012	11/19/2012	240		0	262	-22	0	0	0	-22
243	ECOLAB INC COM	278865100		3/6/2012	11/19/2012	1,389		0	1,187	202	0	0	0	202
244	EMERSON ELEC CO COM	291011104		7/18/2011	8/6/2012	489		0	551	-62	0	0	0	-62
245	EMERSON ELEC CO COM	291011104		7/18/2011	11/19/2012	736		0	827	-91	0	0	0	-91
246	EMERSON ELEC CO COM	291011104		10/17/2007	11/19/2012	245		0	265	-20	0	0	0	-20
247	BAXTER INTL INC COM	071813109		7/18/2011	11/19/2012	598		0	547	51	0	0	0	51
248	B/E AEROSPACE INC COM	073302101		2/6/2012	8/6/2012	557		0	688	-131	0	0	0	-131
249	EXPRESS SCRIPTS HLDG CO COM	30219G108		2/6/2012	8/6/2012	855		0	780	75	0	0	0	75
250	EXPRESS SCRIPTS HLDG CO COM	30219G108		2/6/2012	11/19/2012	262		0	260	2	0	0	0	2
251	WPX ENERGY INC COM	98212B103		7/18/2011	4/12/2012	217		0	220	-3	0	0	0	-3
252	WPX ENERGY INC COM	98212B103		8/15/2011	4/12/2012	108		0	103	5	0	0	0	5

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

	Amount
Long Term CG Distributions	8,447
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						742,878	0	278	717,732	25,424	0	0	0	25,424
253	WPX ENERGY INC COM	98212B103		3/1/2010	4/12/2012	5		0	4	1	0	0	0	1
254	INVESCO LTD BERMUDA COM	G491BT108		5/23/2008	2/6/2012	236		0	271	-35	0	0	0	-35
255	INVESCO LTD BERMUDA COM	G491BT108		5/23/2008	8/6/2012	340		0	407	-67	0	0	0	-67
256	INVESCO LTD BERMUDA COM	G491BT108		5/23/2008	11/19/2012	952		0	1,086	-134	0	0	0	-134
257	ABB LTD SPONS ADR	000375204		7/8/2008	4/27/2012	226		0	324	-98	0	0	0	-98
258	ABB LTD SPONS ADR	000375204		8/18/2008	4/27/2012	339		0	436	-97	0	0	0	-97
259	ABB LTD SPONS ADR	000375204		11/24/2008	4/27/2012	1,018		0	579	439	0	0	0	439
260	ABB LTD SPONS ADR	000375204		10/2/2009	4/27/2012	2,545		0	2,628	-83	0	0	0	-83
261	ABB LTD SPONS ADR	000375204		5/24/2010	4/27/2012	660		0	589	71	0	0	0	71
262	ABB LTD SPONS ADR	000375204		10/25/2010	4/27/2012	471		0	568	-97	0	0	0	-97
263	ABB LTD SPONS ADR	000375204		7/18/2011	4/27/2012	1,225		0	1,609	-384	0	0	0	-384
264	ABB LTD SPONS ADR	000375204		8/15/2011	4/27/2012	94		0	109	-15	0	0	0	-15
265	ABB LTD SPONS ADR	000375204		2/6/2012	4/27/2012	566		0	646	-80	0	0	0	-80
266	ABBOTT LABS COM	002824100		2/6/2012	8/6/2012	999		0	824	175	0	0	0	175
267	ABBOTT LABS COM	002824100		10/26/2007	8/6/2012	333		0	271	62	0	0	0	62
268	ABBOTT LABS COM	002824100		10/26/2007	11/19/2012	2,216		0	1,897	319	0	0	0	319
269	ABERDEEN EQUITY LONG SHORT-I	003020336		2/6/2012	11/19/2012	238		0	239	-1	0	0	0	-1
270	ABERDEEN EQUITY LONG SHORT-I	003020336		8/6/2012	11/19/2012	641		0	635	6	0	0	0	6
271	ABERDEEN EQUITY LONG SHORT-I	003020336		12/20/2011	11/19/2012	18		0	17	1	0	0	0	1
272	ALLSTATE CORP COM	020002101		9/7/2012	11/19/2012	786		0	770	16	0	0	0	16
273	AMAZON INC COM	023135106		2/9/2010	3/6/2012	3,261		0	2,133	1,128	0	0	0	1,128
274	AMAZON INC COM	023135106		2/9/2010	3/6/2012	4,317		0	2 844	1,473	0	0	0	1,473
275	AMGEN INC COM	031162100		5/13/2011	8/6/2012	411		0	303	108	0	0	0	108
276	AMGEN INC COM	031162100		5/13/2011	11/19/2012	2,134		0	1 514	620	0	0	0	620
277	APACHE CORP COM	037411105		7/18/2011	8/6/2012	426		0	612	-186	0	0	0	-186
278	EXPRESS SCRIPTS HLDG CO COM	30219G108		10/17/2007	11/19/2012	1,048		0	581	467	0	0	0	467
279	FLUOR CORP COM NEW	343412102		7/18/2011	8/6/2012	527		0	650	-123	0	0	0	-123
280	FLUOR CORP COM NEW	343412102		7/18/2011	11/19/2012	782		0	974	-192	0	0	0	-192
281	FLOWSERVE CORP COM	34354P105		2/6/2012	8/6/2012	621		0	568	53	0	0	0	53

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										26,507	0	0
1	SUNTRUST BANKS, INC	X	606 CHERRY STREET	MACON	GA	31201		TRUSTEE	AS REQ'D	26,507	0	0
2												

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	2	2,007
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	
7	Total		7	2,007