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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation FIRST HORIZON FOUNDATION		A Employer identification number 62-1533987
Number and street (or P O box number if mail is not delivered to street address) 1755 LYNNFIELD BLDG D	Room/suite	B Telephone number 901-257-6307
City or town, state, and ZIP code MEMPHIS, TN 38119		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 46,311,463	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received				
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	1,212,089.	1,172,164.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,283,968.			
b	Gross sales price for all assets on line 6a	20,443,652.			
7	Capital gain net income (from Part IV, line 2)		1,283,968.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	2,488,726.	564,281.	0.	STATEMENT 1
12	Total. Add lines 1 through 11	4,984,783.	3,020,413.	0.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	19,390.	19,390.	0.	0.
c	Other professional fees	76,600.	76,600.	0.	0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 4	130,000.	130,000.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	225,990.	225,990.	0.	0.
25	Contributions, gifts, grants paid	5,228,724.			5,228,724.
26	Total expenses and disbursements. Add lines 24 and 25	5,454,714.	225,990.	0.	5,228,724.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<469,931.>			
b	Net investment income (if negative, enter -0-)		2,794,423.		
c	Adjusted net income (if negative, enter -0-)			0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
				(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing		3,794,677.	439,041.	439,041.	
	2	Savings and temporary cash investments					
	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					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations STMT 6		3,354,744.	1,538,907.	1,595,768.	
	b	Investments - corporate stock STMT 7		1,529,559.	0.	0.	
	c	Investments - corporate bonds STMT 8		2,932,628.	2,173,955.	2,337,176.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶					
		Less: accumulated depreciation ▶					
	12	Investments - mortgage loans					
	13	Investments - other STMT 9		34,417,747.	39,468,225.	41,939,478.	
	14	Land, buildings, and equipment basis ▶					
		Less: accumulated depreciation ▶					
	15	Other assets (describe ▶)					
	16	Total assets (to be completed by all filers)		46,029,355.	43,620,128.	46,311,463.	
	17	Accounts payable and accrued expenses					
	18	Grants payable					
Net Assets or Fund Balances	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe ▶)					
23	Total liabilities (add lines 17 through 22)		0.	0.			
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		46,029,355.	43,620,128.	
		28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
		29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
		30	Total net assets or fund balances		46,029,355.	43,620,128.	
	31	Total liabilities and net assets/fund balances		46,029,355.	43,620,128.		

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	46,029,355.
2	Enter amount from Part I, line 27a	2	<469,931.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	45,559,424.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	1,939,296.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	43,620,128.

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 GAIN/(LOSS) ON INV			Various	Various
b				
c				
d				
e				

(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 20,443,652.		19,159,684.	1,283,968.
b			
c			
d			
e			

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			1,283,968.
b			
c			
d			
e			

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	1,283,968.
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). 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	5,080,571.	49,190,099.	.103284
2010	5,251,394.	49,396,141.	.106312
2009	947,250.	47,391,480.	.019988
2008	9,056,950.	58,300,710.	.155349
2007	4,414,334.	68,050,684.	.064868

2 Total of line 1, column (d)	2	.449801
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	.089960
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	46,279,345.
5 Multiply line 4 by line 3	5	4,163,290.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	27,944.
7 Add lines 5 and 6	7	4,191,234.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	5,228,724.

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

1a 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	27,944.
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	27,944.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	27,944.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	42,714.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	60,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	102,714.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	74,770.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 74,770. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		x
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		x
1c Did the foundation file Form 1120-POL for this year?		x
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		x
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		x
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		x
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		x
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	x	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	x	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	x	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		x
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		x

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.FIRSTTENNESSEEFUNDATION.COM</u>	13	X	
14	The books are in care of ► <u>GREGG I. LANSKY</u> Telephone no. ► <u>901-257-6307</u> Located at ► <u>1755 LYNNFIELD BLDG D, MEMPHIS, TN</u> ZIP+4 ► <u>38119</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ► _____, _____, _____		
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.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b**

x

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**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.

(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
SEE STMT 11				
	0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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

0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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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	46,180,802.
b	Average of monthly cash balances	1b	803,305.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	46,984,107.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	46,984,107.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	704,762.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,279,345.
6	Minimum investment return. Enter 5% of line 5	6	2,313,967.

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	2,313,967.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	27,944.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	27,944.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,286,023.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,286,023.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,286,023.

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	5,228,724.
b	Program-related investments - total from Part IX-B	1b	0.
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	5,228,724.
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	5	27,944.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,200,780.

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				2,286,023.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	1,066,465.			
b From 2008	6,160,158.			
c From 2009				
d From 2010	2,812,157.			
e From 2011	2,665,624.			
f Total of lines 3a through e	12,704,404.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$	5,228,724.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				2,286,023.
e Remaining amount distributed out of corpus	2,942,701.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	15,647,105.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	1,066,465.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	14,580,640.			
10 Analysis of line 9:				
a Excess from 2008	6,160,158.			
b Excess from 2009				
c Excess from 2010	2,812,157.			
d Excess from 2011	2,665,624.			
e Excess from 2012	2,942,701.			

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STMT 12			GENERAL OPERATING FUNDS	5,228,724.
Total			▶ 3a	5,228,724.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	1,212,089.		
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			18	2,488,726.		
8 Gain or (loss) from sales of assets other than inventory			18	1,283,968.		
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.		4,984,783.		0.
13 Total. Add line 12, columns (b), (d), and (e)				13		4,984,783.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

FORM 990-PF	OTHER INCOME	STATEMENT	1
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NET UNREALIZED GAIN ON INVESTMENTS	1,924,445.	0.	0.
CAPITAL GAIN DISTRIBUTION	564,281.	564,281.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	2,488,726.	564,281.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	19,390.	19,390.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	19,390.	19,390.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL/MGMT FEES	76,600.	76,600.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	76,600.	76,600.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OVERHEAD SUPPORT	130,000.	130,000.	0.	0.
TO FORM 990-PF, PG 1, LN 23	130,000.	130,000.	0.	0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
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DESCRIPTION

AMOUNT

UNREALIZED GAIN ON SALE OF INVESTMENTS
 PARTNERSHIP INV ADJUSTMENT

1,924,445.

14,851.

TOTAL TO FORM 990-PF, PART III, LINE 5

1,939,296.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION

U.S.
GOV'TOTHER
GOV'T

BOOK VALUE

FAIR MARKET
VALUE

INVESTMENTS-US GOVERNMENT

x

1,538,907.

1,595,768.

TOTAL U.S. GOVERNMENT OBLIGATIONS

1,538,907.

1,595,768.

TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS

TOTAL TO FORM 990-PF, PART II, LINE 10A

1,538,907.

1,595,768.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION

BOOK VALUE

FAIR MARKET
VALUE

INVESTMENTS-CORPORATE STOCK

0.

0.

TOTAL TO FORM 990-PF, PART II, LINE 10B

0.

0.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION

BOOK VALUE

FAIR MARKET
VALUE

INVESTMENTS-CORPORATE BONDS

2,173,955.

2,337,176.

TOTAL TO FORM 990-PF, PART II, LINE 10C

2,173,955.

2,337,176.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-MUTUAL FUNDS	COST	39,468,225.	41,939,478.
INVESTMENTS-LIMITED PARTNERSHIP	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		39,468,225.	41,939,478.

Description	Date Sold	Basis	Gross Sales Price	Book Gain(Loss)
Triborough NY	1/3/2012	30,000	30,000	-
Washington TW NJ	1/3/2012	45,000	45,000	-
Port Portland	1/3/2012	40,000	40,000	-
Colorado PRE	1/3/2012	50,500	50,500	-
Atlanta GA PRE	1/3/2012	75,000	75,000	-
Atlanta GA PRE	1/3/2012	20,000	20,000	-
Washington ST PRE	1/3/2012	25,000	25,000	-
Oklahoma St PWR	1/3/2012	40,000	40,000	-
Parker Hannifin Corp	1/5/2012	1,582	1,913	331
Dow Chemical Company	1/5/2012	6,045	5,028	(1,018)
Interpublic Group	1/5/2012	1,868	2,177	308
Ingersoll-Rand PLC	1/10/2012	10,105	8,862	(1,243)
Seagate Technology PLC	1/10/2012	4,982	5,756	774
XL Group Public Limited Company	1/10/2012	1,425	1,480	55
ACE Limited	1/10/2012	11,633	13,881	2,248
Transocean LTD	1/10/2012	19,834	12,936	(6,898)
TYCO International	1/10/2012	12,698	13,220	522
Lyondellbasell	1/10/2012	18,707	18,936	229
AT&T Inc	1/10/2012	29,592	27,305	(2,286)
Abbott Labs	1/10/2012	4,224	4,232	7
Advanced Semiconductor	1/10/2012	4,327	3,752	(575)
Aetna, Inc	1/10/2012	3,765	4,381	616
Altria Group	1/10/2012	18,503	22,901	4,398
American Elec Pwr	1/10/2012	11,917	13,317	1,400
Anadarko Pete Corp	1/10/2012	7,702	8,083	382
Apollo Group	1/10/2012	11,154	12,129	976
Applied Materials	1/10/2012	21,117	19,404	(1,713)
Archer Daniels Midland	1/10/2012	2,158	2,199	41
Astrazeneca PLC	1/10/2012	24,291	25,785	1,494
Atmos Energy	1/10/2012	9,210	9,022	(188)
BB&T Corporation	1/10/2012	8,299	9,879	1,580
BP Plc	1/10/2012	23,157	26,560	3,403
Bank America Corp	1/10/2012	14,449	7,512	(6,937)
Berkshire Hathaway Inc	1/10/2012	8,117	7,676	(441)
Big Lots	1/10/2012	4,260	4,820	560
CBS Corporation Class B	1/10/2012	11,509	12,631	1,122
Cit Group, Inc	1/10/2012	12,738	14,256	1,517
CMS Energy Corp	1/10/2012	11,489	13,083	1,593
CSX Corp	1/10/2012	2,605	2,850	245
Centerpoint Energy	1/10/2012	8,520	8,903	383
Centurylink	1/10/2012	29,641	29,264	(377)
Chevron Corporation	1/10/2012	34,929	40,899	5,970
Chubb Corp	1/10/2012	3,882	5,217	1,335
Cisco Systems, Inc	1/10/2012	19,927	24,558	4,631
Citigroup, Inc	1/10/2012	63,111	43,357	(19,754)
Conagra Foods, Inc	1/10/2012	9,794	11,265	1,471
Conocophillips	1/10/2012	16,462	16,480	18
Constellation Brands	1/10/2012	10,248	12,347	2,099
Corning, Inc	1/10/2012	19,799	15,872	(3,926)
DTE Energy	1/10/2012	14,333	16,192	1,859
Dell, Inc	1/10/2012	4,758	5,320	562
Delta Air Lines, Inc	1/10/2012	5,419	4,521	(898)
Devon Energy Corp	1/10/2012	19,716	18,003	(1,713)
Directv	1/10/2012	9,970	12,166	2,196
Dow Chemical Company	1/10/2012	3,563	3,018	(545)
Edison International	1/10/2012	10,835	11,117	282
Exxon Mobil Corporation	1/10/2012	24,731	27,827	3,096
FedEx Corporation	1/10/2012	1,848	2,094	247
Ford Motor Co	1/10/2012	11,885	12,663	778
Fortune Brands Home & Security	1/10/2012	4,661	4,778	117
Gamestop	1/10/2012	5,225	4,978	(247)
Gannett, Inc	1/10/2012	12,503	15,243	2,740
General Dynamics Corp	1/10/2012	5,268	5,055	(212)
General Electric Corp	1/10/2012	45,030	47,316	2,287
General Motors Corp	1/10/2012	27,721	22,120	(5,602)
Gilead Sciences	1/10/2012	15,550	17,086	1,536
Goldman Sachs Group	1/10/2012	12,913	11,953	(960)
Great Plains Energy	1/10/2012	8,095	8,586	491
Health Net	1/10/2012	6,351	7,085	734
Hewlett Packard Company	1/10/2012	44,853	37,099	(7,754)
Home Depot	1/10/2012	4,503	6,448	1,945
Intel Corp	1/10/2012	26,560	30,465	3,905
Interpublic Group	1/10/2012	2,284	2,829	545
JP Morgan Chase	1/10/2012	51,716	47,426	(4,289)
Johnson & Johnson	1/10/2012	41,559	45,756	4,197
Kroger Co	1/10/2012	15,168	15,785	618
Lam Research Corp	1/10/2012	14,457	12,117	(2,340)

Lear Corp	1/10/2012	11,097	12,484	1,388
Limited Brands, Inc	1/10/2012	5,651	6,874	1,222
Lorillard, Inc	1/10/2012	17,769	19,860	2,091
Lowes Cos, Inc	1/10/2012	14,714	15,788	1,074
MGM Mirage	1/10/2012	13,606	14,585	978
Macys, Inc	1/10/2012	9,605	11,863	2,257
Marathon Oil Corp	1/10/2012	16,300	23,398	7,098
Marathon Petroleum Corp	1/10/2012	18,262	17,508	(754)
Mcgraw Hill Companies, Inc	1/10/2012	7,215	8,012	797
Merck & Co Inc	1/10/2012	32,539	36,769	4,230
Microsoft Corp	1/10/2012	4,451	4,842	392
Micron Technology	1/10/2012	12,389	16,411	4,022
Moodys Corp	1/10/2012	11,896	11,563	(333)
Morgan Stanley	1/10/2012	14,272	14,681	410
Murphy Oil	1/10/2012	2,660	2,844	184
NVR Inc	1/10/2012	3,866	5,008	1,143
New York Cmnty Bancorp	1/10/2012	1,704	1,629	(75)
Newell Rubbermaid	1/10/2012	4,692	6,210	1,518
News Corp	1/10/2012	7,181	10,123	2,942
Nisource, Inc	1/10/2012	8,785	9,214	429
Northrop Grumman Corp	1/10/2012	15,397	15,959	562
NV Energy	1/10/2012	11,227	12,693	1,466
PNC Financial Services Group	1/10/2012	6,982	7,514	533
Parker Hannifin Corp	1/10/2012	5,322	5,901	580
Pfizer, Inc	1/10/2012	73,463	67,079	(6,384)
Philip Morris International	1/10/2012	3,633	3,901	268
Procter & Gamble	1/10/2012	28,593	29,927	1,334
Public Svc Enterpse Group	1/10/2012	3,314	3,191	(123)
Regions Financial Corp	1/10/2012	1,832	1,348	(484)
Reynolds America	1/10/2012	2,713	3,033	319
Royal Dutch	1/10/2012	7,710	9,117	1,407
Safeway, Inc	1/10/2012	2,091	2,128	37
TRW Automotive	1/10/2012	8,662	11,068	2,406
Target Corp	1/10/2012	3,465	3,636	171
Time Warner Cable, Inc	1/10/2012	8,342	16,176	7,834
Travelers Companies, Inc	1/10/2012	18,989	22,166	3,177
Tyson Foods	1/10/2012	13,524	14,224	700
US Bancorp	1/10/2012	3,555	4,236	680
Union Pac Corp	1/10/2012	2,232	2,707	475
UnitedHealth Group	1/10/2012	24,173	31,537	7,364
Valero Energy	1/10/2012	3,958	2,974	(984)
Viacom	1/10/2012	14,704	17,599	2,895
Visa, Inc	1/10/2012	6,256	7,646	1,390
Wellpoint, Inc	1/10/2012	29,493	29,088	(405)
Wells Fargo	1/10/2012	28,364	32,903	4,539
Vanguard	1/13/2012	526,275	500,000	(26,275)
Alcoa, Inc	1/17/2012	45,000	45,000	-
Regency Centers	1/17/2012	35,000	35,000	-
Evnsvl	1/17/2012	15,000	15,000	-
West Clark	1/17/2012	50,000	50,000	-
Vanguard	1/18/2012	422,235	499,533	77,298
Chugach Elec	2/1/2012	35,000	35,000	-
Puerto Rico	2/1/2012	35,000	35,000	-
Southwest Tx	2/1/2012	40,000	40,000	-
FHLB	2/7/2012	120,000	120,000	-
Sunoco Logistics	2/15/2012	35,000	35,000	-
Wisconsin St	2/15/2012	15,150	15,150	-
New York	2/15/2012	25,000	25,000	-
Duncanville Tx	2/15/2012	18,702	18,702	-
Massachusetts St	3/1/2012	50,000	50,000	-
Vanguard	3/5/2012	340,512	418,608	78,096
Utilities Select Sector	3/5/2012	696,834	718,645	21,810
John Deere Cap	3/15/2012	100,000	100,000	-
CSX Corp	3/15/2012	35,000	35,000	-
Vanguard	3/23/2012	1,189,327	1,253,800	64,473
Loomis Sayles GLBL	3/23/2012	1,308,150	1,426,300	118,150
Pimco Foreign Bond Fund	3/23/2012	498,000	538,000	40,000
Templeton Global	3/23/2012	507,600	521,600	14,000
Vanguard	3/27/2012	829,209	1,022,649	193,441
CGM Realty Fund	3/29/2012	817,500	729,750	(87,750)
Jefferson Cnty KY	4/2/2012	25,000	25,000	-
Prologis	4/2/2012	15,000	15,000	-
Gulf Coast Tx West	4/2/2012	20,000	20,000	-
Nashville TN	4/2/2012	50,000	50,000	-
FHLB	4/18/2012	25,000	24,975	(25)
Murphy Oil	5/1/2012	35,000	35,000	-
Whirlpool Corp	5/1/2012	15,000	15,000	-
Jacksonville	5/2/2012	35,000	35,000	-
Berkshire Hathaway Inc	5/15/2012	85,000	85,000	-
Nisource, Inc	5/29/2012	14,988	14,988	-
Seaside Heights	6/1/2012	15,000	15,000	-
Rockville	6/1/2012	20,000	20,000	-
Florida St Brd of ED	6/1/2012	20,000	20,000	-
New Jersey ST	6/1/2012	10,000	10,000	-

California CNTY	6/1/2012	100,000	100,000	-
Florida St Brd of ED	6/1/2012	121,200	121,200	-
Marmott Intl	6/15/2012	30,000	30,000	-
Kennametal Inc	6/15/2012	25,000	25,000	-
Brascan Corp	6/15/2012	15,000	15,000	-
Washington	6/15/2012	50,000	50,000	-
Wayland-Cohocton NY	6/15/2012	75,000	75,000	-
Starwood Hotels	6/29/2012	15,491	15,000	(491)
University AL Edu	7/1/2012	95,000	95,000	-
Nationwide Financial	7/1/2012	30,000	30,000	-
Puerto Rico COMWLTH	7/1/2012	15,000	15,000	-
Tucson Az Wtr Sys	7/1/2012	15,000	15,000	-
Los Angeles CA Sch	7/1/2012	30,000	30,000	-
Chelan Cnty WA	7/2/2012	100,000	100,000	-
New York Cnty NY	7/2/2012	40,400	40,400	-
Elizabethtn TN	7/2/2012	51,500	51,500	-
Starwood Hotels	7/3/2012	(15,491)	(15,000)	491
Starwood Hotels	7/3/2012	15,487	15,536	49
FHLB	7/11/2012	125,000	124,975	(25)
Indiana St	7/16/2012	20,000	20,000	-
Hewlett Packard Company	7/23/2012	88,649	91,316	2,668
Detroit Edison	7/23/2012	15,000	15,165	165
Raven Hills Tx	8/1/2012	50,000	50,000	-
Mansfield Tx	8/1/2012	15,000	15,000	-
Nabors INDS, Inc	8/15/2012	20,000	20,000	-
Colling Cnty Tx	8/15/2012	20,000	20,000	-
Duke Realty	8/15/2012	15,000	15,000	-
Texas St	8/15/2012	100,000	100,000	-
Frisco Tx	8/15/2012	60,000	60,000	-
Memphis Shelby	9/4/2012	100,000	100,000	-
Union Electric	9/4/2012	15,000	15,000	-
Plains All Amer Pipe	9/4/2012	20,000	20,000	-
Searver Maritime Inc	9/4/2012	25,000	25,000	-
Pimco High Yield Fund	9/6/2012	23,969	25,000	1,031
Vanguard	9/6/2012	129,977	135,000	5,023
Amer Cent Equity	9/6/2012	171,537	200,000	28,463
T Rowe Price New Horizons	9/6/2012	298,688	400,000	101,312
Vanguard	9/6/2012	560,864	585,947	25,083
MFS Emerging Mkts Debt Fund	9/6/2012	151,740	170,000	18,260
Lord Abbett High Yield	9/6/2012	24,269	25,000	731
American Beacon	9/6/2012	205,659	250,000	44,341
Loomis Sayles GLBL	9/6/2012	224,868	250,000	25,132
Templeton Global	9/6/2012	97,167	100,000	2,833
Pimco Foreign Bond Fund	9/6/2012	184,607	210,000	25,393
Invesco Mid Cap	9/6/2012	94,402	100,000	5,598
Powershares QQQ Trust	9/10/2012	168,582	199,677	31,095
Vanguard	9/10/2012	114,574	139,591	25,017
Vanguard	9/10/2012	257,520	348,226	90,706
Ishares Russell 2000 Index	9/10/2012	66,503	79,973	13,470
Vanguard	9/10/2012	310,147	398,861	88,715
FHLB	9/12/2012	253,019	259,738	6,719
Union PAC Corp	9/12/2012	150,054	152,705	2,650
FHLMC	9/12/2012	457,569	485,908	28,339
CGM Realty Fund	9/13/2012	1,208,300	1,304,559	96,259
US Treas Note	9/13/2012	90,782	96,781	5,999
Alcan, Inc	9/17/2012	20,000	20,000	-
Berkshire Hathaway Inc	9/17/2012	15,000	15,000	-
Key Bank NA	9/17/2012	15,000	15,000	-
MFS Utilities Fund	9/20/2012	41,607	50,112	8,505
Loomis Sayles GLBL	9/20/2012	130,815	147,475	16,660
MFS Emerging Mkts Debt Fund	9/20/2012	42,630	48,150	5,520
Pimco Foreign Bond Fund	9/20/2012	129,480	150,800	21,320
Fidelity Advisor Materials	9/20/2012	22,832	28,956	6,124
Powershares QQQ Trust	9/24/2012	86,070	105,560	19,490
Lakeland FL Light	10/1/2012	15,000	15,000	-
Eastern IL University	10/1/2012	15,000	15,000	-
Ohio State	10/1/2012	20,000	20,000	-
Essex County NJ	10/1/2012	50,000	50,000	-
Autozone, Inc	10/15/2012	15,000	15,000	-
National Rural Utility Mtn	10/15/2012	15,000	15,000	-
Computer Sciences	10/19/2012	15,225	15,225	-
IBM Intl Group	10/22/2012	150,000	150,000	-
Wells Fargo	10/23/2012	15,000	15,000	-
FNMA	10/24/2012	350,000	350,000	-
Safeway, Inc	10/31/2012	14,970	14,970	-
Goldman Sachs Group	11/1/2012	15,000	15,000	-
Suntrust Banks	11/5/2012	15,000	15,000	-
Denton TX Utility	12/3/2012	20,000	20,000	-
Snohomis County WA	12/3/2012	15,000	15,000	-
Chicago, IL	12/3/2012	15,000	15,000	-
Michigan St Strat	12/3/2012	10,000	10,000	-
Bellwood, IL	12/3/2012	25,000	25,000	-
Michigan St Hospital	12/3/2012	20,000	20,000	-
Denton TX Utility	12/6/2012	10,000	10,000	-

Enbridge Energy	12/7/2012	15,257	15,138	(119)
Energy Tran Ptnr	12/7/2012	20,508	20,445	(62)
Great Plains Energy	12/7/2012	15,159	15,095	(64)
Roper Industries, Inc	12/7/2012	15,608	15,289	(319)
CRH America, Inc	12/7/2012	15,495	15,458	(38)
Encana Corp	12/7/2012	15,476	15,364	(112)
Duke Cap Corp	12/7/2012	15,139	15,034	(106)
Fifth Third Mtn V-Q	12/7/2012	14,965	14,768	(197)
Kane City, IL	12/7/2012	15,037	15,000	(37)
Florida St Pre	12/7/2012	101,294	101,151	(143)
Oakland, CA	12/7/2012	20,045	19,960	(85)
Tennessee St	12/7/2012	15,090	15,015	(75)
Navarro, TX	12/7/2012	25,166	25,100	(66)
Philadelphia, PA	12/7/2012	40,563	40,520	(43)
Kemper County, MS	12/7/2012	15,071	15,015	(56)
Dist of Columbia	12/7/2012	14,937	14,850	(87)
Southern CA	12/7/2012	15,268	15,218	(51)
New York, NY	12/7/2012	45,458	45,315	(143)
FHLB	12/7/2012	249,886	249,865	(21)
GE Capital BK CD	12/7/2012	100,366	100,215	(151)
Panhandle East	12/7/2012	15,507	15,497	(11)
Turner Broadcasting	12/7/2012	15,616	15,631	15
Lexmark INTL, Inc	12/7/2012	15,308	15,296	(11)
Arcelormittal	12/7/2012	15,248	15,200	(48)
Morgan Stanley	12/7/2012	15,124	15,153	29
Life Tech Corp	12/7/2012	15,080	15,071	(10)
Marsh & McLennan Co	12/7/2012	15,103	15,112	9
Prudential PLC	12/10/2012	14,838	14,881	43
Entergy Corp	12/10/2012	14,961	14,968	7
Xstrata Finance Canada PCP	12/10/2012	14,937	14,954	17
AON Corp	12/14/2012	15,000	15,000	-
Aluminum Co of America	12/14/2012	14,975	14,975	-
Metlife, Inc	12/17/2012	15,000	15,000	-
Ohio State	12/17/2012	25,000	25,000	-
Athens-Clark, GA	12/17/2012	20,000	20,000	-
Various	12/31/2012	18,654	-	(18,654)

Total 2012 Gain/(Loss)

19,159,684	20,443,652	1,283,968
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(A) NAME AND ADDRESS	(B) TITLE	(C) COMPENSATION	(D) CONTRIBUTIONS TO EBP/DEF COMP	(E) EXPENSE ACCT
CHARLES G BURKETT 165 MADISON AVE MEMPHIS, TN 38103	CHAIRMAN	\$ -	\$ -	\$ -
GREGG I LANSKY 1755 LYNNFIELD BLDG D, MEMPHIS, TN 38119	PRESIDENT / TREASURER / CFO / DIRECTOR	\$ -	\$ -	\$ -
CLYDE A BILLINGS, JR 165 MADISON AVE MEMPHIS, TN 38103	VP / SECRETARY / DIRECTOR	\$ -	\$ -	\$ -
CHARLES T TUGGLE, JR 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -
KIM CHERRY 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -
WILLIAM C LOSCH, III 165 MADISON AVE MEMPHIS, TN 38103	DIRECTOR	\$ -	\$ -	\$ -

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Woodland Presbyterian School	1/10/2012	\$ 500 00	General Operating Funds
Hutchison School	1/10/2012	\$ 500 00	General Operating Funds
Make-A-Wish Foundation	1/10/2012	\$ 500 00	General Operating Funds
Freewill Baptist Ministries, Inc	1/11/2012	\$ 1,500 00	General Operating Funds
Speedway Children's Chanties	1/11/2012	\$ 1,000 00	General Operating Funds
Community Foundation of Middle TN	1/19/2012	\$ 10,000 00	General Operating Funds
St Jude Children's Research	1/23/2012	\$ 100,000 00	General Operating Funds
University of Memphis Foundation	1/26/2012	\$ 5,000 00	General Operating Funds
Baptist Memorial Healthcare	1/31/2012	\$ 35,000 00	General Operating Funds
Wolf River Conservancy	1/31/2012	\$ 5,000 00	General Operating Funds
Cnsis Control Ministry	1/31/2012	\$ 1,500 00	General Operating Funds
Memphis Botanical Garden	1/31/2012	\$ 1,000 00	General Operating Funds
Hom Lake Band Boosters, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Dixon Gallery & Gardens	1/31/2012	\$ 1,000 00	General Operating Funds
Emmanuel Episcopal Center	1/31/2012	\$ 1,000 00	General Operating Funds
University of Mississippi	1/31/2012	\$ 1,000 00	General Operating Funds
KIPP Memphis, Inc	1/31/2012	\$ 500 00	General Operating Funds
Community Foundation of Greater TN	1/31/2012	\$ 1,000 00	General Operating Funds
Millington Arts Council, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Memphis Symphony Orchestra, Inc	1/31/2012	\$ 500 00	General Operating Funds
Old West Special Trails, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Tennessee Kidney Foundation, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Leadership Wilson, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Pink Palace Family of Museums	1/31/2012	\$ 500 00	General Operating Funds
Young Womens Christian Association	1/31/2012	\$ 500 00	General Operating Funds
American Heart Association, Inc	1/31/2012	\$ 500 00	General Operating Funds
The University of Tennessee	1/31/2012	\$ 500 00	General Operating Funds
Memphis Athletic Ministries, Inc	1/31/2012	\$ 500 00	General Operating Funds
Junior Achievement	1/31/2012	\$ 1,000 00	General Operating Funds
William Blount High School Band	1/31/2012	\$ 1,000 00	General Operating Funds
Senior Citizens Home Assistance	1/31/2012	\$ 1,000 00	General Operating Funds
University School of Jackson	1/31/2012	\$ 1,000 00	General Operating Funds
Lausanne Collegiate School	1/31/2012	\$ 500 00	General Operating Funds
Memphis Recovery Centers, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Governor William Blount Mansion	1/31/2012	\$ 500 00	General Operating Funds
Harwood Center, Inc	1/31/2012	\$ 500 00	General Operating Funds
Ave Maria Foundation Of Memphis, Inc	1/31/2012	\$ 500 00	General Operating Funds
Fort Sanders Foundation	1/31/2012	\$ 1,000 00	General Operating Funds
Keystone Dental Care, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Big Brothers-Big Sisters of East Memphis	1/31/2012	\$ 1,000 00	General Operating Funds
Fellowship Of Christian Athletes	1/31/2012	\$ 500 00	General Operating Funds
Womens Foundation For A Greater	1/31/2012	\$ 1,000 00	General Operating Funds
Dress For Success Mid-South, Inc	1/31/2012	\$ 500 00	General Operating Funds
Hope Worldwide, Ltd	1/31/2012	\$ 500 00	General Operating Funds
Ministerial Association Temporary	1/31/2012	\$ 1,000 00	General Operating Funds
Center For Southern Folklore	1/31/2012	\$ 1,000 00	General Operating Funds
Freedom Christian Academy, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Hampden-Sydney College	1/31/2012	\$ 1,000 00	General Operating Funds
Neighborhood Christian Centers, Inc	1/31/2012	\$ 500 00	General Operating Funds
Ballet on Wheels, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
WKNO/Mid-South Public Communications	1/31/2012	\$ 500 00	General Operating Funds
Youth Striving For Excellence	1/31/2012	\$ 500 00	General Operating Funds
Make-A-Wish Foundation	1/31/2012	\$ 500 00	General Operating Funds
Boys & Girls Club of Cleveland, Inc	1/31/2012	\$ 500 00	General Operating Funds
Habitat for Humanity of Cleveland	1/31/2012	\$ 1,000 00	General Operating Funds
Westwood Youth Development, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Literacy Mid-South, Inc	1/31/2012	\$ 1,000 00	General Operating Funds
Blue Streak Scholarship Fund, Inc	1/31/2012	\$ 500 00	General Operating Funds
Memphis Music Foundation	1/31/2012	\$ 1,000 00	General Operating Funds
Germantown Performing Arts Centre	1/31/2012	\$ 1,000 00	General Operating Funds
Boy Scouts of America - Cherokee	1/31/2012	\$ 1,000 00	General Operating Funds
One Hundred Black Men of Chattanooga	1/31/2012	\$ 1,000 00	General Operating Funds
YMCA of Memphis	1/31/2012	\$ 500 00	General Operating Funds
Leadership Memphis	1/31/2012	\$ 1,000 00	General Operating Funds
Boys & Girls Club of Cross County	1/31/2012	\$ 500 00	General Operating Funds
Community Nashville	1/31/2012	\$ 1,000 00	General Operating Funds
A&L Precious Pearls	1/31/2012	\$ 1,000 00	General Operating Funds
ALT Consulting	1/31/2012	\$ 1,000 00	General Operating Funds
Benjamin Hooks Institute for Social	1/31/2012	\$ 500 00	General Operating Funds
Community Lift Corp	1/31/2012	\$ 500 00	General Operating Funds
Southwest Tennessee Community College	1/31/2012	\$ 500 00	General Operating Funds
Knoxville Area Urban League	1/31/2012	\$ 1,000 00	General Operating Funds
Christ Methodist Day School	1/31/2012	\$ 500 00	General Operating Funds
Victims to Victory	1/31/2012	\$ 500 00	General Operating Funds
Tennessee Technological University	1/31/2012	\$ 1,000 00	General Operating Funds
Friends of the Cookeville Depot	1/31/2012	\$ 1,000 00	General Operating Funds
Putnam County Senior Citizens Center	1/31/2012	\$ 1,000 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
West Tennessee Healthcare Foundation	1/31/2012	\$ 1,000 00	General Operating Funds
Exchange Club Carl Perkins Center	1/31/2012	\$ 1,000 00	General Operating Funds
All About Women, Inc	1/31/2012	\$ 500 00	General Operating Funds
Middle Tennessee State University	1/31/2012	\$ 500 00	General Operating Funds
Barter Theater	1/31/2012	\$ 2,500 00	General Operating Funds
United Way of Forsyth County, Inc	1/31/2012	\$ 15,379 50	General Operating Funds
Leadership Nashville	1/31/2012	\$ 1,500 00	General Operating Funds
Circle Players	1/31/2012	\$ 1,000 00	General Operating Funds
Sexual Assault Center	1/31/2012	\$ 2,500 00	General Operating Funds
CASA, Inc	1/31/2012	\$ 2,500 00	General Operating Funds
Junior Achievement	1/31/2012	\$ 10,000 00	General Operating Funds
Big Brothers-Big Sisters of Middle TN	1/31/2012	\$ 5,000 00	General Operating Funds
Alive Hospice	1/31/2012	\$ 15,000 00	General Operating Funds
Friends of Warner Parks, Inc	1/31/2012	\$ 5,000 00	General Operating Funds
Book'em and Books from Birth	1/31/2012	\$ 20,000 00	General Operating Funds
Park Center, Inc	1/31/2012	\$ 1,500 00	General Operating Funds
Alzheimers Disease and Related	2/2/2012	\$ 50 00	General Operating Funds
Boy Scouts of America - Great Smoky	2/2/2012	\$ 85 00	General Operating Funds
Creative Discovery Museum	2/2/2012	\$ 125 00	General Operating Funds
Exchange Club Carl Perkins Center	2/2/2012	\$ 250 00	General Operating Funds
Harvard University	2/2/2012	\$ 125 00	General Operating Funds
Hutchison School	2/2/2012	\$ 400 00	General Operating Funds
Immanuel Lutheran School	2/2/2012	\$ 500 00	General Operating Funds
Keystone Dental Care, Inc	2/2/2012	\$ 50 00	General Operating Funds
Memphis Athletic Ministries, Inc	2/2/2012	\$ 500 00	General Operating Funds
Memphis Union Mission	2/2/2012	\$ 150 10	General Operating Funds
Mid-South Food Bank	2/2/2012	\$ 50 00	General Operating Funds
Porter-Leath Children's Center	2/2/2012	\$ 250 00	General Operating Funds
Spring Hill College	2/2/2012	\$ 125 00	General Operating Funds
St Benedict At Auburndale	2/2/2012	\$ 1,000 00	General Operating Funds
St Georges Independent School	2/2/2012	\$ 640 50	General Operating Funds
St Louis Catholic School	2/2/2012	\$ 3,000 00	General Operating Funds
St Louis University	2/2/2012	\$ 1,000 00	General Operating Funds
The University of Tennessee	2/2/2012	\$ 200 00	General Operating Funds
The University of Tennessee	2/2/2012	\$ 837 50	General Operating Funds
Leadership Academy	2/6/2012	\$ 50,000 00	General Operating Funds
Believe in Bristol	2/9/2012	\$ 2,500 00	General Operating Funds
Aim Center	2/9/2012	\$ 25,000 00	General Operating Funds
Greater Chattanooga Public TV Corp	2/9/2012	\$ 7,500 00	General Operating Funds
Roundtable Financial Scholarship	2/10/2012	\$ 1,000 00	General Operating Funds
Community Legal Center	2/10/2012	\$ 1,000 00	General Operating Funds
Allied Arts of Greater Chattanooga	2/16/2012	\$ 75 00	General Operating Funds
American Lung Association	2/16/2012	\$ 75 00	General Operating Funds
American Red Cross	2/16/2012	\$ 75 00	General Operating Funds
Austin Hatcher Foundation	2/16/2012	\$ 250 00	General Operating Funds
Ballet X	2/16/2012	\$ 183 41	General Operating Funds
Church Health Center of Memphis, Inc	2/16/2012	\$ 75 00	General Operating Funds
Domestic Violence Crisis Center	2/16/2012	\$ 125 00	General Operating Funds
Far Brook School	2/16/2012	\$ 825 00	General Operating Funds
Ferguson Library	2/16/2012	\$ 125 00	General Operating Funds
Hospice & Palliative Carecenter	2/16/2012	\$ 62 50	General Operating Funds
Hunter Museum of Art	2/16/2012	\$ 50 00	General Operating Funds
Junior Achievement	2/16/2012	\$ 962 50	General Operating Funds
Junior League of Memphis, Inc	2/16/2012	\$ 25 00	General Operating Funds
Literacy Mid-South, Inc	2/16/2012	\$ 250 00	General Operating Funds
Manon Military Institute Foundation	2/16/2012	\$ 250 00	General Operating Funds
Mccallie School, Inc	2/16/2012	\$ 50 00	General Operating Funds
Memphis Child Advocacy Center	2/16/2012	\$ 1,000 00	General Operating Funds
Memphis Oral School for the Deaf	2/16/2012	\$ 25 00	General Operating Funds
Memphis University School	2/16/2012	\$ 1,000 00	General Operating Funds
Nashville Humane Association	2/16/2012	\$ 50 00	General Operating Funds
Page-Robbins Adult day Services, Inc	2/16/2012	\$ 200 00	General Operating Funds
Person to Person, Inc	2/16/2012	\$ 125 00	General Operating Funds
Science Hill High School PTA	2/16/2012	\$ 25 00	General Operating Funds
St Agnes Academy	2/16/2012	\$ 150 00	General Operating Funds
Tourette Syndrome Association, Inc	2/16/2012	\$ 50 00	General Operating Funds
United Mitochondrial Disease	2/16/2012	\$ 50 00	General Operating Funds
United States Naval Academy	2/16/2012	\$ 300 00	General Operating Funds
University of Maryland Alumni	2/16/2012	\$ 229 00	General Operating Funds
University of Memphis Foundation	2/16/2012	\$ 350 00	General Operating Funds
University of Mississippi	2/16/2012	\$ 600 00	General Operating Funds
University of Wisconsin	2/16/2012	\$ 50 00	General Operating Funds
Washington University	2/16/2012	\$ 150 00	General Operating Funds
WSMC Classical 90 5/Southern	2/16/2012	\$ 50 00	General Operating Funds
WTCL-TV/Greater Chattanooga Public TV	2/16/2012	\$ 125 00	General Operating Funds
Encore Theatrical Company	2/22/2012	\$ 1,500 00	General Operating Funds
Boy Scouts of America	2/22/2012	\$ 5,000 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
The MED Foundation	2/22/2012	\$ 5,000 00	General Operating Funds
Junior Achievement	2/22/2012	\$ 400 00	General Operating Funds
St Patrick's Housing, Inc	2/24/2012	\$ 1,200 00	General Operating Funds
United Way of the Mid-South	2/27/2012	\$ 225,000 00	General Operating Funds
Junior Achievement	2/28/2012	\$ 500 00	General Operating Funds
Arthritis Foundation, Inc	3/5/2012	\$ 25 00	General Operating Funds
Boy Scouts of America - Sequoyah	3/5/2012	\$ 250 00	General Operating Funds
Boys & Girls Clubs of Greater Memphis	3/5/2012	\$ 27 50	General Operating Funds
Chrst Methodist Day School	3/5/2012	\$ 100 00	General Operating Funds
First Tennessee Human Resource	3/5/2012	\$ 100 00	General Operating Funds
Fredonia College Foundation	3/5/2012	\$ 375 00	General Operating Funds
Hadassah Medical Relief Association	3/5/2012	\$ 270 00	General Operating Funds
Lausanne Collegiate School	3/5/2012	\$ 500 00	General Operating Funds
Make-A-Wish Foundation	3/5/2012	\$ 1,567 50	General Operating Funds
Memphis Union Mission	3/5/2012	\$ 50 00	General Operating Funds
Metropolitan Inter-Faith Association	3/5/2012	\$ 525 00	General Operating Funds
Mornstown Hamblen Central Services	3/5/2012	\$ 250 00	General Operating Funds
November, Inc	3/5/2012	\$ 25 00	General Operating Funds
Nashville Rescue Mission	3/5/2012	\$ 50 00	General Operating Funds
Northwest Mississippi Community College	3/5/2012	\$ 25 00	General Operating Funds
Salvation Army	3/5/2012	\$ 112 50	General Operating Funds
Salvation Army	3/5/2012	\$ 125 00	General Operating Funds
Second Harvest Food Bank of Middle TN	3/5/2012	\$ 50 00	General Operating Funds
Smoky Mountain Animal Care	3/5/2012	\$ 50 00	General Operating Funds
St Jude Children's Research	3/5/2012	\$ 425 00	General Operating Funds
St Mary Episcopal School	3/5/2012	\$ 445 50	General Operating Funds
Summit School, Inc	3/5/2012	\$ 525 00	General Operating Funds
The Leadership Academy	3/5/2012	\$ 205 00	General Operating Funds
University of Virginia Darden School	3/5/2012	\$ 500 00	General Operating Funds
Vanderbilt University	3/5/2012	\$ 379 96	General Operating Funds
Woodland Presbyterian School	3/5/2012	\$ 1,335 00	General Operating Funds
Young Life	3/5/2012	\$ 240 00	General Operating Funds
Young Life	3/5/2012	\$ 160 00	General Operating Funds
Hutchison School	3/5/2012	\$ 600 00	General Operating Funds
Memphis Orchestral Society	3/6/2012	\$ 10,000 00	General Operating Funds
Catawba College	3/6/2012	\$ 10,000 00	General Operating Funds
Memphis University School	3/6/2012	\$ 5,000 00	General Operating Funds
Hutchison School	3/6/2012	\$ 10,000 00	General Operating Funds
Chattanooga Zoo at Warner Park	3/7/2012	\$ 10,000 00	General Operating Funds
A Night to Remember, Inc	3/7/2012	\$ 5,000 00	General Operating Funds
Church Health Center of Memphis, Inc	3/7/2012	\$ 5,000 00	General Operating Funds
Alexian Brothers Foundation	3/7/2012	\$ 5,000 00	General Operating Funds
University of Memphis Foundation	3/7/2012	\$ 5,000 00	General Operating Funds
Urban League of Middle TN	3/7/2012	\$ 5,000 00	General Operating Funds
Community Resource Center	3/7/2012	\$ 5,000 00	General Operating Funds
Big Brothers Big Sisters	3/7/2012	\$ 5,000 00	General Operating Funds
Dogwood Arts	3/7/2012	\$ 5,000 00	General Operating Funds
University of Memphis Foundation	3/7/2012	\$ 15,000 00	General Operating Funds
East Tennessee Children's Hospital	3/7/2012	\$ 9,000 00	General Operating Funds
Partnership for Families	3/7/2012	\$ 7,500 00	General Operating Funds
Museum Center at Five Points	3/7/2012	\$ 5,000 00	General Operating Funds
Chattanooga Symphony and Opera	3/7/2012	\$ 10,000 00	General Operating Funds
Chattanooga Symphony and Opera	3/7/2012	\$ 12,500 00	General Operating Funds
Young Women's Leadership Academy	3/7/2012	\$ 5,000 00	General Operating Funds
Creative Discovery Museum	3/7/2012	\$ 10,000 00	General Operating Funds
Cherokee Area Council, Boy Scouts	3/7/2012	\$ 5,000 00	General Operating Funds
Chattanooga Public Market, Inc	3/7/2012	\$ 20,000 00	General Operating Funds
Association for Visual Arts	3/7/2012	\$ 7,500 00	General Operating Funds
Junior Achievement	3/7/2012	\$ 5,000 00	General Operating Funds
Girls Inc of Chattanooga	3/7/2012	\$ 5,000 00	General Operating Funds
Boy Scouts of America	3/7/2012	\$ 6,000 00	General Operating Funds
Circuit Playhouse	3/7/2012	\$ 2,500 00	General Operating Funds
Memphis University School	3/7/2012	\$ 2,500 00	General Operating Funds
SRVS	3/7/2012	\$ 1,500 00	General Operating Funds
University of Cincinnati	3/7/2012	\$ 2,500 00	General Operating Funds
Campbell Foundation	3/7/2012	\$ 1,500 00	General Operating Funds
Memphis Zoo	3/7/2012	\$ 2,500 00	General Operating Funds
Fannie Battle Day Home	3/7/2012	\$ 1,000 00	General Operating Funds
Battle Ground Academy	3/7/2012	\$ 1,000 00	General Operating Funds
Young Womens Chrstian Association	3/7/2012	\$ 2,500 00	General Operating Funds
Interfaith Dental Clinic	3/7/2012	\$ 3,000 00	General Operating Funds
Upper Cumberland Broadcast Council	3/7/2012	\$ 700 00	General Operating Funds
Youth Villages	3/7/2012	\$ 2,000 00	General Operating Funds
VSA Arts Tennessee	3/7/2012	\$ 2,000 00	General Operating Funds
Arts and Culture Alliance	3/7/2012	\$ 1,000 00	General Operating Funds
Childhelp	3/7/2012	\$ 1,500 00	General Operating Funds
Knoxville Opera Company	3/7/2012	\$ 2,500 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Knoxville Museum of Art	3/7/2012	\$ 2,500 00	General Operating Funds
Akima Club	3/7/2012	\$ 1,500 00	General Operating Funds
Memphis Athletic Ministries, Inc	3/7/2012	\$ 500 00	General Operating Funds
Visible School	3/7/2012	\$ 150 00	General Operating Funds
Rhodes College	3/7/2012	\$ 100 00	General Operating Funds
St George's Foundation	3/7/2012	\$ 250 00	General Operating Funds
Speedway Children's Chanties	3/7/2012	\$ 1,200 00	General Operating Funds
American Red Cross	3/7/2012	\$ 2,500 00	General Operating Funds
Human Rights Campaign	3/7/2012	\$ 1,000 00	General Operating Funds
Knoxville Habitat for Humanity, Inc	3/7/2012	\$ 2,000 00	General Operating Funds
Great Smoky Mountains Institute	3/7/2012	\$ 2,500 00	General Operating Funds
Catholic Chanties of east Tennessee	3/7/2012	\$ 1,000 00	General Operating Funds
Tennessee Children's Dance Ensemble	3/7/2012	\$ 1,000 00	General Operating Funds
Bradley Cleveland Public Education	3/7/2012	\$ 2,500 00	General Operating Funds
First Tennessee Human Resource	3/16/2012	\$ 1,000 00	General Operating Funds
Boys and Girls Club of Bristol	3/16/2012	\$ 2,000 00	General Operating Funds
Girls Inc of Johnson City	3/16/2012	\$ 2,000 00	General Operating Funds
Salvation Army	3/16/2012	\$ 2,500 00	General Operating Funds
Girl Talk, Inc	3/16/2012	\$ 1,000 00	General Operating Funds
Random Act of Flowers	3/16/2012	\$ 1,000 00	General Operating Funds
Knox Area Rescue Mission	3/16/2012	\$ 2,500 00	General Operating Funds
East Tennessee Community Design	3/16/2012	\$ 1,000 00	General Operating Funds
Emerald Youth Foundation	3/16/2012	\$ 2,500 00	General Operating Funds
Senior Citizens Home Assistance	3/16/2012	\$ 1,500 00	General Operating Funds
Paramount Center for the Arts	3/16/2012	\$ 2,500 00	General Operating Funds
Goodwill Industres-Knoxville, Inc	3/16/2012	\$ 1,500 00	General Operating Funds
Friends of the Knox County Public	3/16/2012	\$ 1,000 00	General Operating Funds
Metropolitan Drug Commission	3/16/2012	\$ 1,500 00	General Operating Funds
Greater Knoxville Score	3/16/2012	\$ 1,500 00	General Operating Funds
IJAM Nature Center	3/16/2012	\$ 2,500 00	General Operating Funds
Girls Incorporated of Bristol	3/16/2012	\$ 1,000 00	General Operating Funds
West Tennessee Council Boy Scouts	3/16/2012	\$ 3,000 00	General Operating Funds
Junior Achievement	3/22/2012	\$ 1,000 00	General Operating Funds
American Heart Association, Inc	3/22/2012	\$ 5,000 00	General Operating Funds
Second Harvest Food Bank of Middle TN	3/22/2012	\$ 5,000 00	General Operating Funds
Volunteers In Medicine, Chattanooga	3/22/2012	\$ 5,000 00	General Operating Funds
Knoxville Symphony Society	3/22/2012	\$ 5,000 00	General Operating Funds
Lifeblood	3/26/2012	\$ 5,000 00	General Operating Funds
Arts Memphis	3/27/2012	\$ 335,000 00	General Operating Funds
American Cancer Society, Inc	4/2/2012	\$ 25 00	General Operating Funds
American Friends of Magen David Adom	4/2/2012	\$ 25 00	General Operating Funds
American Heart Association, Inc	4/2/2012	\$ 75 00	General Operating Funds
Amyotrophic Lateral Sclerosis	4/2/2012	\$ 37 50	General Operating Funds
Appalachian State University	4/2/2012	\$ 1,000 00	General Operating Funds
Boy Scouts of America	4/2/2012	\$ 500 00	General Operating Funds
Boy Scouts of America	4/2/2012	\$ 50 00	General Operating Funds
Christian Academy of Knoxville, Inc	4/2/2012	\$ 500 00	General Operating Funds
Convent of the Sacred Heart	4/2/2012	\$ 250 00	General Operating Funds
Cross International, Inc	4/2/2012	\$ 34 00	General Operating Funds
Davidson College	4/2/2012	\$ 100 00	General Operating Funds
Exchange Club Family Center	4/2/2012	\$ 250 00	General Operating Funds
Exchange Club Carl Perkins Center	4/2/2012	\$ 500 00	General Operating Funds
Hutchison School	4/2/2012	\$ 1,050 00	General Operating Funds
Indie Memphis	4/2/2012	\$ 1,000 00	General Operating Funds
Jackson Christian School	4/2/2012	\$ 175 00	General Operating Funds
Junior Achievement	4/2/2012	\$ 50 00	General Operating Funds
Memphis Union Mission	4/2/2012	\$ 25 05	General Operating Funds
Memphis University School	4/2/2012	\$ 500 00	General Operating Funds
Morehouse College	4/2/2012	\$ 125 00	General Operating Funds
National Multiple Sclerosis Society	4/2/2012	\$ 1,000 00	General Operating Funds
Presbyterian Day School	4/2/2012	\$ 50 00	General Operating Funds
Chickasaw Council Boy Scouts	4/2/2012	\$ 1,000 00	General Operating Funds
St Agnes Academy	4/2/2012	\$ 332 00	General Operating Funds
Susan G Komen Breast Cancer	4/2/2012	\$ 60 00	General Operating Funds
Sycamore Arts Council, Inc	4/2/2012	\$ 250 00	General Operating Funds
The Village School, Inc	4/2/2012	\$ 300 00	General Operating Funds
University of Alabama	4/2/2012	\$ 97 00	General Operating Funds
University of Memphis Foundation	4/2/2012	\$ 62 50	General Operating Funds
University of Virginia McIntire School	4/2/2012	\$ 500 00	General Operating Funds
Washington University	4/2/2012	\$ 50 00	General Operating Funds
Womens Foundation For A Greater	4/2/2012	\$ 1,000 00	General Operating Funds
Young Life	4/2/2012	\$ 1,000 00	General Operating Funds
Compassionate Hearts Foundation	4/4/2012	\$ 1,000 00	General Operating Funds
Great Smoky Mountains Council, BSA	4/4/2012	\$ 7,000 00	General Operating Funds
Knox Housing Partnership	4/4/2012	\$ 5,000 00	General Operating Funds
Haven of Rest Rescue Mission	4/4/2012	\$ 1,000 00	General Operating Funds
Greene County Tennis	4/4/2012	\$ 1,000 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Junior League of Nashville	4/4/2012	\$ 1,000 00	General Operating Funds
Knoxville Habitat for Humanity, Inc	4/5/2012	\$ 3,000 00	General Operating Funds
Nashville Coalition of 100 Black Men	4/5/2012	\$ 500 00	General Operating Funds
Cystic Fibrosis Foundation	4/6/2012	\$ 500 00	General Operating Funds
Jefferson County Education	4/6/2012	\$ 2,000 00	General Operating Funds
Memphis Tomorrow	4/6/2012	\$ 1,000 00	General Operating Funds
University of Memphis Foundation	4/11/2012	\$ 7,500 00	General Operating Funds
Pellissippi State Community College	4/12/2012	\$ 5,000 00	General Operating Funds
HC Excell	4/12/2012	\$ 5,000 00	General Operating Funds
Cystic Fibrosis Foundation	4/12/2012	\$ 6,000 00	General Operating Funds
Boy Scouts of America	4/12/2012	\$ 10,000 00	General Operating Funds
Ronald McDonald House	4/12/2012	\$ 5,000 00	General Operating Funds
Boys & Girls Club of Greater TN	4/12/2012	\$ 5,000 00	General Operating Funds
The Tennessee Financial Literacy	4/12/2012	\$ 25,000 00	General Operating Funds
Tennessee River Gorge Trust	4/12/2012	\$ 5,000 00	General Operating Funds
University of Tennessee	4/17/2012	\$ 2,500 00	General Operating Funds
Cystic Fibrosis Foundation	4/19/2012	\$ 500 00	General Operating Funds
Miss Tennessee Scholarship	4/19/2012	\$ 3,000 00	General Operating Funds
Memphis Police Foundation	4/19/2012	\$ 1,000 00	General Operating Funds
Nexus	4/19/2012	\$ 2,500 00	General Operating Funds
Boys & Girls Club	4/19/2012	\$ 500 00	General Operating Funds
Boys & Girls Club	4/19/2012	\$ 1,000 00	General Operating Funds
Friends of Gallatin Library	4/20/2012	\$ 2,500 00	General Operating Funds
Bryan Symphony Orchestra	4/20/2012	\$ 2,500 00	General Operating Funds
YMCA	4/20/2012	\$ 4,000 00	General Operating Funds
The Next Door	4/20/2012	\$ 1,000 00	General Operating Funds
Autism Society of America	4/20/2012	\$ 500 00	General Operating Funds
Tennessee Repertory Theatre	4/20/2012	\$ 2,500 00	General Operating Funds
Martha O'Bryan Center	4/20/2012	\$ 2,500 00	General Operating Funds
Matthew 25, Inc	4/20/2012	\$ 1,000 00	General Operating Funds
High Hopes	4/20/2012	\$ 1,000 00	General Operating Funds
Tennessee State University	4/20/2012	\$ 2,500 00	General Operating Funds
Mercy Children's Clinic	4/20/2012	\$ 1,000 00	General Operating Funds
Middle Tennessee State Foundation	4/23/2012	\$ 10,000 00	General Operating Funds
Shelby County Drug Court	4/30/2012	\$ 100 00	General Operating Funds
St Jude Children's Research	5/2/2012	\$ 60,000 00	General Operating Funds
YWCA	5/2/2012	\$ 20,000 00	General Operating Funds
Jason Foundation	5/2/2012	\$ 5,000 00	General Operating Funds
Christian Brothers University	5/2/2012	\$ 10,000 00	General Operating Funds
Fellowship Of Christian Athletes	5/2/2012	\$ 7,500 00	General Operating Funds
Cumberland University	5/2/2012	\$ 5,000 00	General Operating Funds
American Cancer Society, Inc	5/2/2012	\$ 25,000 00	General Operating Funds
Le Bonheur Children's Medical Center	5/2/2012	\$ 30,000 00	General Operating Funds
Le Bonheur Children's Medical Center	5/2/2012	\$ 10,000 00	General Operating Funds
Girl Scout Council of the Southern	5/2/2012	\$ 5,000 00	General Operating Funds
University Health System, Inc	5/2/2012	\$ 2,500 00	General Operating Funds
Interfaith Health center	5/2/2012	\$ 2,500 00	General Operating Funds
Boys and Girls Club of Middle TN	5/2/2012	\$ 5,000 00	General Operating Funds
University Health System, Inc	5/2/2012	\$ 15,000 00	General Operating Funds
Community Foundation of Greater TN	5/2/2012	\$ 10,000 00	General Operating Funds
Public Education Foundation	5/2/2012	\$ 25,000 00	General Operating Funds
Page-Robbins Adult day Services, Inc	5/2/2012	\$ 20,000 00	General Operating Funds
Crime Stoppers of Memphis and Shelby County	5/2/2012	\$ 5,000 00	General Operating Funds
Foundation for the Memphis Shelby	5/2/2012	\$ 10,000 00	General Operating Funds
Mentan	5/2/2012	\$ 10,000 00	General Operating Funds
Womens Foundation	5/2/2012	\$ 10,000 00	General Operating Funds
Mary Galloway Home	5/2/2012	\$ 5,000 00	General Operating Funds
Alzheimer Association	5/2/2012	\$ 1,000 00	General Operating Funds
Shelby Farms Park Conservancy	5/2/2012	\$ 7,500 00	General Operating Funds
Junior Achievement	5/2/2012	\$ 10,000 00	General Operating Funds
Shelby County Drug Court	5/2/2012	\$ 5,000 00	General Operating Funds
Rose Center and Council for the Arts	5/2/2012	\$ 2,000 00	General Operating Funds
The Florence Crittenton Agency	5/2/2012	\$ 2,500 00	General Operating Funds
Memphis Theological Seminary	5/2/2012	\$ 10,000 00	General Operating Funds
Healing Hands Health Center, Inc	5/3/2012	\$ 2,000 00	General Operating Funds
Emmanuel Episcopal Center	5/3/2012	\$ 10,000 00	General Operating Funds
Big Brothers Big Sisters	5/3/2012	\$ 1,000 00	General Operating Funds
Kingsport Chamber Foundation	5/3/2012	\$ 10,000 00	General Operating Funds
American Heart Association, Inc	5/4/2012	\$ 50 00	General Operating Funds
Auburn University Foundation	5/4/2012	\$ 235 00	General Operating Funds
Challenged Athletes, Inc	5/4/2012	\$ 50 00	General Operating Funds
Christian Brothers High School	5/4/2012	\$ 75 00	General Operating Funds
Families in Transition, Inc	5/4/2012	\$ 175 00	General Operating Funds
Fellowship Of Christian Athletes	5/4/2012	\$ 1,000 00	General Operating Funds
Friends of the Levitt Pavilion	5/4/2012	\$ 1,000 00	General Operating Funds
Hamblen County Foundation	5/4/2012	\$ 125 00	General Operating Funds
Harding University	5/4/2012	\$ 400 00	General Operating Funds

First Horizon Foundation
FEIN 62-1533987
2012 Form 990-PF
Part XV

STATEMENT 12

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Junior Achievement	5/4/2012	\$ 2,564 38	General Operating Funds
Lasalle University	5/4/2012	\$ 125 00	General Operating Funds
March of Dimes Foundation	5/4/2012	\$ 50 00	General Operating Funds
Memphis University School	5/4/2012	\$ 250 00	General Operating Funds
Mid-South Food Bank	5/4/2012	\$ 128 75	General Operating Funds
Millsaps College	5/4/2012	\$ 250 00	General Operating Funds
Ronald McDonald House	5/4/2012	\$ 50 00	General Operating Funds
Sciworks The Science Center	5/4/2012	\$ 125 00	General Operating Funds
St Agnes Academy	5/4/2012	\$ 127 00	General Operating Funds
St Mary Episcopal School	5/4/2012	\$ 50 00	General Operating Funds
Summit School, Inc	5/4/2012	\$ 1,000 00	General Operating Funds
University of Tennessee	5/4/2012	\$ 1,351 00	General Operating Funds
Wake Forest University	5/4/2012	\$ 50 00	General Operating Funds
University of Memphis Foundation - Reversal	5/4/2012	\$ (100 00)	General Operating Funds
Center For Southern Folklore - Reversal	5/4/2012	\$ (250 00)	General Operating Funds
Girl Scouts	5/8/2012	\$ 5,000 00	General Operating Funds
Greater Kingsport Family YMCA	5/8/2012	\$ 5,000 00	General Operating Funds
Andrew J. Young Foundation	5/8/2012	\$ 5,000 00	General Operating Funds
Juvenile Diabetes Research	5/8/2012	\$ 7,500 00	General Operating Funds
Catholic Diocese of Memphis	5/8/2012	\$ 30,000 00	General Operating Funds
Chickasaw Council Boy Scouts	5/8/2012	\$ 20,000 00	General Operating Funds
The MED Foundation	5/8/2012	\$ 15,000 00	General Operating Funds
Tennessee Wildlife Federation	5/8/2012	\$ 10,000 00	General Operating Funds
Facing History and Ourselves	5/8/2012	\$ 5,000 00	General Operating Funds
Community Foundation	5/8/2012	\$ 60,000 00	General Operating Funds
United Way of Greater Knoxville	5/8/2012	\$ 5,000 00	General Operating Funds
Community Legal Center	5/10/2012	\$ 5,000 00	General Operating Funds
The Nashville Food Project, Inc	5/11/2012	\$ 1,000 00	General Operating Funds
Childrens' Advocacy Center	5/11/2012	\$ 1,000 00	General Operating Funds
Bristol Rhythm & Roots Reunion	5/11/2012	\$ 2,500 00	General Operating Funds
Community Nashville	5/11/2012	\$ 10,000 00	General Operating Funds
King College, Inc	5/11/2012	\$ 5,000 00	General Operating Funds
Visible School	5/17/2012	\$ 10,000 00	General Operating Funds
Church Health Center of Memphis, Inc	5/17/2012	\$ 65,000 00	General Operating Funds
Victims to Victory	5/17/2012	\$ 5,000 00	General Operating Funds
Salvation Army	5/17/2012	\$ 25,000 00	General Operating Funds
Bristol Tennessee City Schools	5/17/2012	\$ 10,000 00	General Operating Funds
University of Memphis Foundation	5/17/2012	\$ 5,000 00	General Operating Funds
Memphis Athletic Ministries, Inc	5/17/2012	\$ 5,000 00	General Operating Funds
Friends of Memphis City	5/17/2012	\$ 5,000 00	General Operating Funds
Knoxville Area Urban League	5/18/2012	\$ 5,000 00	General Operating Funds
United Way of the Mid-South	5/18/2012	\$ 125,000 00	General Operating Funds
Overton Park Conservancy	5/21/2012	\$ 500 00	General Operating Funds
Creative Aging	5/21/2012	\$ 500 00	General Operating Funds
University of Memphis Foundation	5/21/2012	\$ 3,000 00	General Operating Funds
Girls, Inc	5/22/2012	\$ 3,000 00	General Operating Funds
Bijou Theatre center	5/22/2012	\$ 1,000 00	General Operating Funds
Speedway Children's Chanties	5/22/2012	\$ 4,000 00	General Operating Funds
Youth Villages	5/23/2012	\$ 25,000 00	General Operating Funds
New Leaders for New Schools	5/23/2012	\$ 25,000 00	General Operating Funds
SRVS	5/23/2012	\$ 50,000 00	General Operating Funds
Teach for Amenca	5/23/2012	\$ 50,000 00	General Operating Funds
Tennessee Achieves	5/23/2012	\$ 50,000 00	General Operating Funds
East Tennessee Historical Society	5/23/2012	\$ 1,000 00	General Operating Funds
K-Play Sports Council, Inc	5/23/2012	\$ 1,000 00	General Operating Funds
Blount Mansion	5/23/2012	\$ 1,000 00	General Operating Funds
Leadership Knoxville, Inc	5/23/2012	\$ 5,000 00	General Operating Funds
Neighborhood Schools	5/23/2012	\$ 5,000 00	General Operating Funds
Rise Foundation	5/23/2012	\$ 5,000 00	General Operating Funds
Bridges	5/23/2012	\$ 15,000 00	General Operating Funds
Junior League of Memphis, Inc	5/23/2012	\$ 10,000 00	General Operating Funds
Area 15 Special Olympics	5/24/2012	\$ 1,600 00	General Operating Funds
University of Memphis Foundation	5/25/2012	\$ 1,000 00	General Operating Funds
Bristol Chamber of Commerce	5/29/2012	\$ 5,000 00	General Operating Funds
Lemoyne Owen College	5/29/2012	\$ 10,000 00	General Operating Funds
Memphis Child Advocacy Center	5/29/2012	\$ 10,000 00	General Operating Funds
Ducks Unlimited	5/29/2012	\$ 10,000 00	General Operating Funds
Mid-South Food Bank	5/29/2012	\$ 10,000 00	General Operating Funds
Rotary AM Mornstown Foundation	5/29/2012	\$ 500 00	General Operating Funds
National Association to Protect	5/30/2012	\$ 10,000 00	General Operating Funds
American Cancer Society, Inc	5/31/2012	\$ 250 00	General Operating Funds
Blue Streak Scholarship Fund, Inc	5/31/2012	\$ 250 00	General Operating Funds
Bodine of Germantown, Inc	5/31/2012	\$ 1,000 00	General Operating Funds
Boy Scouts of America - Middle TN	5/31/2012	\$ 300 00	General Operating Funds
Boy Scouts of America - Occonechee	5/31/2012	\$ 275 00	General Operating Funds
Bnarcrcst Chrstian School System	5/31/2012	\$ 200 00	General Operating Funds
Community Legal Center	5/31/2012	\$ 50 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Compassion International	5/31/2012	\$ 305 00	General Operating Funds
Cystic Fibrosis Foundation	5/31/2012	\$ 100 00	General Operating Funds
Hope House Day Care Center, Inc	5/31/2012	\$ 50 00	General Operating Funds
Hope Works, Inc	5/31/2012	\$ 150 00	General Operating Funds
Hutchison School	5/31/2012	\$ 100 00	General Operating Funds
Junior Achievement	5/31/2012	\$ 250 00	General Operating Funds
Mccallie School, Inc	5/31/2012	\$ 200 00	General Operating Funds
Memphis Union Mission	5/31/2012	\$ 150 00	General Operating Funds
Mid-South Food Bank	5/31/2012	\$ 50 00	General Operating Funds
Mississippi State University	5/31/2012	\$ 1,000 00	General Operating Funds
Moody Bible Institute of Chicago	5/31/2012	\$ 600 00	General Operating Funds
Nashville Young Womens Chrstian	5/31/2012	\$ 475 00	General Operating Funds
Presbyterian Day School	5/31/2012	\$ 125 00	General Operating Funds
St Baldricks Foundation, Inc	5/31/2012	\$ 75 00	General Operating Funds
St Benedict At Auburndale	5/31/2012	\$ 312 50	General Operating Funds
St George's Foundation	5/31/2012	\$ 2,000 00	General Operating Funds
State University of Iowa Foundation	5/31/2012	\$ 400 00	General Operating Funds
Tennessee Technological University	5/31/2012	\$ 125 00	General Operating Funds
United Mitochondrial Disease	5/31/2012	\$ 100 00	General Operating Funds
Virginia Athletics Foundation	5/31/2012	\$ 834 00	General Operating Funds
Young Mens Christian Association	5/31/2012	\$ 100 00	General Operating Funds
University of Memphis Foundation	6/1/2012	\$ 4,000 00	General Operating Funds
Ronald McDonald House	6/5/2012	\$ 5,000 00	General Operating Funds
Leadership Memphis	6/5/2012	\$ 5,000 00	General Operating Funds
Leadership Academy	6/7/2012	\$ 1,500 00	General Operating Funds
The Next Door	6/7/2012	\$ 2,500 00	General Operating Funds
Second Harvest Food Bank of Middle TN	6/7/2012	\$ 1,000 00	General Operating Funds
Dawn of Hope Foundation	6/7/2012	\$ 1,500 00	General Operating Funds
Mid-South Public Communications	6/7/2012	\$ 180 00	General Operating Funds
Hands on Museum, Inc	6/7/2012	\$ 1,500 00	General Operating Funds
Holston Habitat for Humanity, Inc	6/11/2012	\$ 1,000 00	General Operating Funds
Alzheimers Disease and Related	6/11/2012	\$ 50 00	General Operating Funds
American Cancer Society, Inc	6/11/2012	\$ 100 00	General Operating Funds
American Red Cross	6/11/2012	\$ 50 00	General Operating Funds
Arthritis Foundation, Inc	6/11/2012	\$ 50 00	General Operating Funds
Boys Scouts of America - Chicksaw	6/11/2012	\$ 50 00	General Operating Funds
Boys & Girls Club of The Tennessee	6/11/2012	\$ 1,175 00	General Operating Funds
Christian Brothers University	6/11/2012	\$ 250 00	General Operating Funds
Cradle Foundation	6/11/2012	\$ 100 00	General Operating Funds
Cystic Fibrosis Foundation	6/11/2012	\$ 101 00	General Operating Funds
Dallas Foundation	6/11/2012	\$ 50 00	General Operating Funds
Erlanger Health System Foundations	6/11/2012	\$ 150 00	General Operating Funds
Insulindependence, Inc	6/11/2012	\$ 215 00	General Operating Funds
Jewish Theological Seminary	6/11/2012	\$ 90 00	General Operating Funds
Junior Achievement	6/11/2012	\$ 62 50	General Operating Funds
Juvenile Diabetes Research	6/11/2012	\$ 50 00	General Operating Funds
Madonna Learning Center Incorporated	6/11/2012	\$ 175 00	General Operating Funds
Marbridge Foundation, Inc	6/11/2012	\$ 1,000 00	General Operating Funds
Memphis Development Foundation	6/11/2012	\$ 375 00	General Operating Funds
Middle Tennessee State University	6/11/2012	\$ 125 00	General Operating Funds
NC Student Aid Association, Inc	6/11/2012	\$ 60 00	General Operating Funds
Page-Robbins Adult day Services, Inc	6/11/2012	\$ 100 00	General Operating Funds
Rhodes College	6/11/2012	\$ 500 00	General Operating Funds
SECU Family House	6/11/2012	\$ 50 00	General Operating Funds
The Women's Fund	6/11/2012	\$ 250 00	General Operating Funds
United Service Organizations, Inc	6/11/2012	\$ 568 75	General Operating Funds
Victims to Victory	6/11/2012	\$ 325 00	General Operating Funds
World Vision Foundation	6/11/2012	\$ 50 00	General Operating Funds
Young Womens Christian Association	6/11/2012	\$ 450 00	General Operating Funds
Frends	6/13/2012	\$ 500 00	General Operating Funds
Mountain States Foundation	6/13/2012	\$ 25,000 00	General Operating Funds
Hunter Museum of Art	6/13/2012	\$ 20,000 00	General Operating Funds
Boys & Girls Club Foundation, Inc	6/13/2012	\$ 5,000 00	General Operating Funds
Books from Birth	6/13/2012	\$ 5,000 00	General Operating Funds
Streets Ministries	6/13/2012	\$ 5,000 00	General Operating Funds
Campbell Foundation	6/13/2012	\$ 5,000 00	General Operating Funds
Mountain States Foundation	6/14/2012	\$ 15,000 00	General Operating Funds
Community Foundation of Greater TN	6/14/2012	\$ 20,000 00	General Operating Funds
Presbyterian Day School	6/15/2012	\$ 250 00	General Operating Funds
Hamblen County Foundation	6/15/2012	\$ 500 00	General Operating Funds
Downtown Kingsport Association	6/28/2012	\$ 1,000 00	General Operating Funds
American Cancer Society, Inc	7/2/2012	\$ 5,000 00	General Operating Funds
Les Passees	7/3/2012	\$ 1,000 00	General Operating Funds
Arts Memphis	7/3/2012	\$ 125 00	General Operating Funds
Big Brothers Big Sisters	7/3/2012	\$ 500 00	General Operating Funds
Boy Scouts of Ameren	7/3/2012	\$ 50 00	General Operating Funds
Boy Scouts of Ameren	7/3/2012	\$ 250 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Clemson University	7/3/2012	\$ 117 50	General Operating Funds
Cystic Fibrosis Foundation	7/3/2012	\$ 100 00	General Operating Funds
Girls Incorporated of Johnson City	7/3/2012	\$ 500 00	General Operating Funds
Heartlife/Germantown Christian	7/3/2012	\$ 1,000 00	General Operating Funds
Helen Ross McNabb Mental Health	7/3/2012	\$ 1,000 00	General Operating Funds
Junior Achievement	7/3/2012	\$ 200 00	General Operating Funds
Knoxville Kiwanis Youth Foundation	7/3/2012	\$ 150 00	General Operating Funds
Massachusetts Institute	7/3/2012	\$ 250 00	General Operating Funds
Memphis Development Foundation	7/3/2012	\$ 500 00	General Operating Funds
Metrolina Regional Scholars Academy	7/3/2012	\$ 650 00	General Operating Funds
Mustard Seed Ranch	7/3/2012	\$ 500 00	General Operating Funds
Neighborhood Christian Centers, Inc	7/3/2012	\$ 500 00	General Operating Funds
Ronald McDonald House	7/3/2012	\$ 125 00	General Operating Funds
Shelby Farms Park Conservancy	7/3/2012	\$ 50 00	General Operating Funds
St Albans School	7/3/2012	\$ 125 00	General Operating Funds
St Benedict At Auburndale	7/3/2012	\$ 50 00	General Operating Funds
Summit School, Inc	7/3/2012	\$ 750 00	General Operating Funds
University of Memphis Foundation	7/3/2012	\$ 4,525 00	General Operating Funds
University of Memphis Foundation	7/3/2012	\$ 2,737 50	General Operating Funds
University of Mississippi Foundation	7/6/2012	\$ 50 00	General Operating Funds
Child & Family Tennessee	7/6/2012	\$ 1,000 00	General Operating Funds
Rise Up, Inc	7/6/2012	\$ 1,500 00	General Operating Funds
YMCA of East Tennessee	7/6/2012	\$ 1,500 00	General Operating Funds
Pencil Foundation	7/6/2012	\$ 1,000 00	General Operating Funds
First Steps, Inc	7/6/2012	\$ 1,000 00	General Operating Funds
Waves, Inc	7/6/2012	\$ 2,500 00	General Operating Funds
Operation Stand Down Nashville, Inc	7/6/2012	\$ 2,500 00	General Operating Funds
Sexual Assault Center	7/10/2012	\$ 2,500 00	General Operating Funds
ETSU Foundation - Center	7/10/2012	\$ 4,000 00	General Operating Funds
UMAA Foundation	7/12/2012	\$ 2,500 00	General Operating Funds
Free Will Baptist Family Ministries	7/12/2012	\$ 2,000 00	General Operating Funds
Second Harvest Food Bank of Middle TN	7/18/2012	\$ 10,000 00	General Operating Funds
Wilson County Business and Education	7/18/2012	\$ 5,000 00	General Operating Funds
Mercy Children's Clinic	7/18/2012	\$ 10,000 00	General Operating Funds
The Nashville Shakespeare Festival	7/18/2012	\$ 10,000 00	General Operating Funds
Nashville Habitat For Humanity	7/18/2012	\$ 7,500 00	General Operating Funds
YWCA Knoxville	7/18/2012	\$ 5,000 00	General Operating Funds
Walters State Community College	7/18/2012	\$ 15,000 00	General Operating Funds
East Tennessee Hispanic Chamber	7/18/2012	\$ 5,000 00	General Operating Funds
Knox County Schools Adopt-A-School	7/18/2012	\$ 12,000 00	General Operating Funds
Junior Achievement of Middle TN	7/18/2012	\$ 5,000 00	General Operating Funds
United Way of Hamblen County	7/18/2012	\$ 8,600 00	General Operating Funds
Presbyterian Day School	7/19/2012	\$ 500 00	General Operating Funds
University of Richmond	7/19/2012	\$ 500 00	General Operating Funds
Dixon Gallery & Gardens	7/19/2012	\$ 1,000 00	General Operating Funds
New Beginnings	7/19/2012	\$ 5,000 00	General Operating Funds
March of Dimes Foundation	7/19/2012	\$ 10,000 00	General Operating Funds
Girls Scouts of Middle TN	7/23/2012	\$ 25,000 00	General Operating Funds
Coalition for Kids	7/27/2012	\$ 2,000 00	General Operating Funds
Arts Memphis	7/30/2012	\$ 1,000 00	General Operating Funds
American Cancer Society, Inc	8/1/2012	\$ 50 00	General Operating Funds
Boy Scouts of America - West TN Area	8/1/2012	\$ 200 00	General Operating Funds
Boys & Girls Clubs of Greater Memphis	8/1/2012	\$ 50 00	General Operating Funds
Childrens Heart Foundation	8/1/2012	\$ 50 00	General Operating Funds
Georgetown University	8/1/2012	\$ 300 00	General Operating Funds
Girls Preparatory School, Inc	8/1/2012	\$ 50 00	General Operating Funds
Hutchison School	8/1/2012	\$ 100 00	General Operating Funds
Memphis Symphony Orchestra, Inc	8/1/2012	\$ 500 00	General Operating Funds
Memphis University School	8/1/2012	\$ 500 00	General Operating Funds
Mid-South Junior Golf Association	8/1/2012	\$ 90 00	General Operating Funds
Nashville Rescue Mission	8/1/2012	\$ 50 00	General Operating Funds
National Multiple Sclerosis Society	8/1/2012	\$ 50 00	General Operating Funds
Neighborhood Christian Centers, Inc	8/1/2012	\$ 150 00	General Operating Funds
Page-Robbins Adult day Services, Inc	8/1/2012	\$ 1,000 00	General Operating Funds
Partnership for Families	8/1/2012	\$ 250 00	General Operating Funds
St Mary Episcopal School	8/1/2012	\$ 50 00	General Operating Funds
University of Mississippi Foundation	8/1/2012	\$ 250 00	General Operating Funds
Womens Foundation For A Greater	8/1/2012	\$ 1,000 00	General Operating Funds
YMCA of Memphis	8/1/2012	\$ 500 00	General Operating Funds
United Way of the Mid-South	8/7/2012	\$ 125,000 00	General Operating Funds
First Steps, Inc	8/7/2012	\$ 500 00	General Operating Funds
The Chamber Foundation	8/9/2012	\$ 5,000 00	General Operating Funds
Arts Memphis	8/9/2012	\$ 5,000 00	General Operating Funds
Literacy Council of Kingsport	8/9/2012	\$ 1,000 00	General Operating Funds
Knoxville Symphony Society	8/9/2012	\$ 500 00	General Operating Funds
Second Harvest Food Bank of Middle TN	8/9/2012	\$ 500 00	General Operating Funds
Remote Area Medical	8/9/2012	\$ 500 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Legal Aid of East Tennessee	8/9/2012	\$ 500 00	General Operating Funds
Fort Sanders Foundation	8/9/2012	\$ 1,250 00	General Operating Funds
Girl Scouts of the Southern	8/9/2012	\$ 500 00	General Operating Funds
YWCA	8/9/2012	\$ 500 00	General Operating Funds
Child & Family Tennessee	8/9/2012	\$ 500 00	General Operating Funds
Junior Achievement of Kingsport	8/9/2012	\$ 7,000 00	General Operating Funds
UMAA Foundation	8/9/2012	\$ 1,200 00	General Operating Funds
Fort Sanders Foundation	8/10/2012	\$ 2,500 00	General Operating Funds
Friends of Literacy	8/10/2012	\$ 1,000 00	General Operating Funds
Johnson University	8/10/2012	\$ 1,000 00	General Operating Funds
Arts Memphis	8/10/2012	\$ 500 00	General Operating Funds
Volunteer Ministries Center	8/15/2012	\$ 2,000 00	General Operating Funds
Morristown West Trojan Quarterback	8/21/2012	\$ 500 00	General Operating Funds
Junior Achievement	8/22/2012	\$ 500 00	General Operating Funds
Memphis Athletic Ministries, Inc	8/22/2012	\$ 500 00	General Operating Funds
Memphis Bioworks Foundation	8/22/2012	\$ 75,000 00	General Operating Funds
Young Life	8/22/2012	\$ 5,000 00	General Operating Funds
International Rescue Committee	8/30/2012	\$ 10,000 00	General Operating Funds
The Partnership Initiatives Fund	8/30/2012	\$ 35,000 00	General Operating Funds
Fort Sanders Foundation	8/30/2012	\$ 5,000 00	General Operating Funds
Fort Sanders Foundation	8/30/2012	\$ 5,000 00	General Operating Funds
Great Schools Partnership	8/30/2012	\$ 5,000 00	General Operating Funds
Exchange Club - Carl Perkins Center	8/30/2012	\$ 4,000 00	General Operating Funds
American Red Cross	9/5/2012	\$ 1,000 00	General Operating Funds
Beck Cultural Exchange Center, Inc	9/5/2012	\$ 1,000 00	General Operating Funds
United Way of Blount County	9/5/2012	\$ 1,350 00	General Operating Funds
Knoxville-Knox County Council	9/5/2012	\$ 500 00	General Operating Funds
Cancer Support Community of East TN	9/5/2012	\$ 2,000 00	General Operating Funds
The Joy of Music Youth Music School	9/5/2012	\$ 1,000 00	General Operating Funds
Orange Grove Center, Inc	9/5/2012	\$ 10,000 00	General Operating Funds
Business Education Partnership	9/5/2012	\$ 15,000 00	General Operating Funds
Arts Memphis	9/5/2012	\$ 25,000 00	General Operating Funds
For the Kingdom	9/5/2012	\$ 500 00	General Operating Funds
Washington County Quality Education	9/5/2012	\$ 2,000 00	General Operating Funds
Navy League of the United States	9/10/2012	\$ 500 00	General Operating Funds
Arts Council Incorporated	9/10/2012	\$ 50 00	General Operating Funds
Boy Scouts of America - Longhorn	9/10/2012	\$ 100 00	General Operating Funds
Center For Southern Folklore	9/10/2012	\$ 200 00	General Operating Funds
Chattanooga Community Kitchen	9/10/2012	\$ 50 00	General Operating Funds
Chattanooga Symphony and Opera	9/10/2012	\$ 50 00	General Operating Funds
Community Alliance	9/10/2012	\$ 100 00	General Operating Funds
Conexian Americas	9/10/2012	\$ 50 00	General Operating Funds
Exchange Club - Carl Perkins Center	9/10/2012	\$ 175 00	General Operating Funds
House of Mews	9/10/2012	\$ 50 00	General Operating Funds
Hutchison School	9/10/2012	\$ 50 00	General Operating Funds
JDRF	9/10/2012	\$ 250 00	General Operating Funds
Junior Achievement	9/10/2012	\$ 125 00	General Operating Funds
Memphis Child Advocacy Center	9/10/2012	\$ 50 00	General Operating Funds
Mid-South Food Bank	9/10/2012	\$ 50 00	General Operating Funds
Pack 450 Cub Scouts	9/10/2012	\$ 1,000 00	General Operating Funds
Page-Robbins Adult day Services, Inc	9/10/2012	\$ 125 00	General Operating Funds
Pediatric Brain Tumor Foundation	9/10/2012	\$ 50 00	General Operating Funds
Presbyterian Day School	9/10/2012	\$ 50 00	General Operating Funds
Ronald McDonald House	9/10/2012	\$ 50 00	General Operating Funds
Salvation Army	9/10/2012	\$ 50 00	General Operating Funds
St Jude Children's Research	9/10/2012	\$ 100 00	General Operating Funds
University of Tennessee	9/10/2012	\$ 1,000 00	General Operating Funds
Young Mens Christian Association	9/10/2012	\$ 300 00	General Operating Funds
March of Dimes Foundation	9/14/2012	\$ 5,000 00	General Operating Funds
The Nashville Chamber Public Benefit	9/14/2012	\$ 30,000 00	General Operating Funds
Make-A-Wish Foundation	9/14/2012	\$ 7,500 00	General Operating Funds
The Community Foundation	9/14/2012	\$ 15,000 00	General Operating Funds
United Way of Sumner County	9/18/2012	\$ 1,373 00	General Operating Funds
United Way of Wilson County	9/18/2012	\$ 2,110 50	General Operating Funds
United Way of Middle TN	9/18/2012	\$ 38,531 87	General Operating Funds
United Way of Williamson County	9/18/2012	\$ 9,753 56	General Operating Funds
United Way of Rutherford County	9/18/2012	\$ 6,510 00	General Operating Funds
United Way of Putnam County	9/18/2012	\$ 2,854 00	General Operating Funds
Sister Cities of Nashville, Inc	9/18/2012	\$ 1,600 00	General Operating Funds
Kingsport Tomorrow, Inc	9/18/2012	\$ 1,000 00	General Operating Funds
The Crumley House	9/18/2012	\$ 2,000 00	General Operating Funds
River City Company	9/18/2012	\$ 15,000 00	General Operating Funds
Nashville Cares	9/20/2012	\$ 10,000 00	General Operating Funds
Memphis Orchestral Society	9/20/2012	\$ 100,000 00	General Operating Funds
Knox Heritage	9/20/2012	\$ 1,000 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Knoxville Zoo	9/20/2012	\$ 2,500 00	General Operating Funds
Jay Uiberall Legacy Fund	9/20/2012	\$ 2,500 00	General Operating Funds
Christian Brothers University	9/20/2012	\$ 1,500 00	General Operating Funds
University of Memphis Foundation	9/20/2012	\$ 185,000 00	General Operating Funds
The Community Foundation	9/29/2012	\$ 1,000 00	General Operating Funds
Mental Health Association	10/3/2012	\$ 1,000 00	General Operating Funds
Knoxville Leadership Foundation	10/3/2012	\$ 1,000 00	General Operating Funds
Progress, Inc	10/3/2012	\$ 5,000 00	General Operating Funds
Youth Leadership Franklin, Inc	10/3/2012	\$ 1,000 00	General Operating Funds
Page-Robbins Adult day Services, Inc	10/3/2012	\$ 700 00	General Operating Funds
Orange Grove Center, Inc	10/3/2012	\$ 6,000 00	General Operating Funds
University of Tennessee Foundation	10/3/2012	\$ 50,000 00	General Operating Funds
United Way of Hamblen County	10/3/2012	\$ 8,861 00	General Operating Funds
Make-A-Wish Foundation	10/3/2012	\$ 500 00	General Operating Funds
Friends of the Smokies	10/3/2012	\$ 500 00	General Operating Funds
Cerebral Palsy Center	10/3/2012	\$ 1,250 00	General Operating Funds
Interfaith Health center	10/3/2012	\$ 500 00	General Operating Funds
Hola Hora Latina	10/3/2012	\$ 1,000 00	General Operating Funds
Cleveland/Bradley Chamber of Comm	10/3/2012	\$ 2,500 00	General Operating Funds
Transit Alliance of Middle TN	10/3/2012	\$ 12,500 00	General Operating Funds
United Way of the Mid-South	10/9/2012	\$ 125,000 00	General Operating Funds
Memphis Farmers Market	10/15/2012	\$ 1,000 00	General Operating Funds
Junior League of Knoxville	10/15/2012	\$ 1,000 00	General Operating Funds
Wesley Housing Community Center	10/15/2012	\$ 1,000 00	General Operating Funds
Youth Villages	10/15/2012	\$ 1,000 00	General Operating Funds
Executive Women International	10/15/2012	\$ 500 00	General Operating Funds
Alzheimers Disease and Related	10/15/2012	\$ 110 00	General Operating Funds
American Heart Association, Inc	10/15/2012	\$ 50 00	General Operating Funds
American Heart Association, Inc	10/15/2012	\$ 250 00	General Operating Funds
American Red Cross	10/15/2012	\$ 50 00	General Operating Funds
Berkshire Theatre Festival, Inc	10/15/2012	\$ 125 00	General Operating Funds
Christ Methodist Day School	10/15/2012	\$ 175 00	General Operating Funds
Christian Brothers University	10/15/2012	\$ 1,000 00	General Operating Funds
Classical 90 5 WSMC/Committee	10/15/2012	\$ 50 00	General Operating Funds
Community Foundation of Greater TN	10/15/2012	\$ 182 50	General Operating Funds
Crosby Scholars Community	10/15/2012	\$ 333 50	General Operating Funds
Her Faith Ministries, Inc	10/15/2012	\$ 50 00	General Operating Funds
JDRF	10/15/2012	\$ 650 00	General Operating Funds
Le Bonheur Children's Medical Center	10/15/2012	\$ 450 00	General Operating Funds
Northwest GA Bank Foundation	10/15/2012	\$ 375 00	General Operating Funds
Pedal The Cause	10/15/2012	\$ 50 00	General Operating Funds
Presbyterian Day School	10/15/2012	\$ 1,000 00	General Operating Funds
RJ Reynolds High School	10/15/2012	\$ 250 00	General Operating Funds
St Benedict At Auburndale	10/15/2012	\$ 450 00	General Operating Funds
Tennessee Technological University	10/15/2012	\$ 1,000 00	General Operating Funds
The Leadership Academy	10/15/2012	\$ 50 00	General Operating Funds
United Way of Forsyth County, Inc	10/15/2012	\$ 333 50	General Operating Funds
University of Colorado Foundation	10/15/2012	\$ 50 00	General Operating Funds
Whitaker Elementary School PTA	10/15/2012	\$ 125 00	General Operating Funds
WTCI-TV/Greater Chattanooga Public TV	10/15/2012	\$ 50 00	General Operating Funds
YMCA of Memphis	10/15/2012	\$ 125 00	General Operating Funds
Smile Train	10/15/2012	\$ 10,000 00	General Operating Funds
Agnes Scott College	10/16/2012	\$ 125 00	General Operating Funds
The Exceptional Foundatino	10/16/2012	\$ 250 00	General Operating Funds
Cerebral Palsy Center	10/17/2012	\$ 5,000 00	General Operating Funds
Friends of the Smokies	10/17/2012	\$ 2,500 00	General Operating Funds
Methodist Healthcare Foundation	10/17/2012	\$ 1,250 00	General Operating Funds
Boys and Girls Clubs of Chattanooga	10/17/2012	\$ 5,000 00	General Operating Funds
United Way of Blount County	10/17/2012	\$ 23,000 00	General Operating Funds
American Cancer Society, Inc	10/17/2012	\$ 5,000 00	General Operating Funds
Cleveland/Bradley Chamber of Comm	10/17/2012	\$ 5,000 00	General Operating Funds
United Way of Greater Knoxville	10/18/2012	\$ 2,424 00	General Operating Funds
Allied Arts	10/23/2012	\$ 15,000 00	General Operating Funds
Arts Memphis	10/23/2012	\$ 1,000 00	General Operating Funds
The Tennessee Executive Residence	10/23/2012	\$ 25,000 00	General Operating Funds
Community Foundation	10/23/2012	\$ 5,000 00	General Operating Funds
YWCA of Middle TN	10/23/2012	\$ 10,000 00	General Operating Funds
United Way of Greater Knoxville	10/24/2012	\$ 80,000 00	General Operating Funds
Binghampton Development Corp	10/24/2012	\$ 25,000 00	General Operating Funds
Tennessee Parks and Greenway	10/24/2012	\$ 5,000 00	General Operating Funds
Foothills Land Conservancy	10/25/2012	\$ 1,000 00	General Operating Funds
Lipscomb University	10/29/2012	\$ 10,000 00	General Operating Funds
Tennessee Aquarium	10/29/2012	\$ 10,000 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Frank H McClung Museum	10/29/2012	\$ 5,000 00	General Operating Funds
Sertoma Center, Inc	10/29/2012	\$ 2,500 00	General Operating Funds
Salvation Army	10/29/2012	\$ 2,500 00	General Operating Funds
Northeast State Foundation	10/29/2012	\$ 4,000 00	General Operating Funds
University of Chattanooga Foundation	10/29/2012	\$ 5,000 00	General Operating Funds
United Way of Washington County	10/29/2012	\$ 10,800 00	General Operating Funds
Memphis Library Foundation	11/1/2012	\$ 1,000 00	General Operating Funds
Northeast State Technical Community	11/1/2012	\$ 3,618 72	General Operating Funds
Dogwood Arts Festival, Inc	11/1/2012	\$ 5,000 00	General Operating Funds
2013 Salute to Excellence	11/1/2012	\$ 2,400 00	General Operating Funds
United Way of Bristol	11/7/2012	\$ 2,700 00	General Operating Funds
Saddle Up	11/7/2012	\$ 1,000 00	General Operating Funds
Dandridge Community Trust Corp	11/7/2012	\$ 500 00	General Operating Funds
Boys and Girls Club of Duplein	11/7/2012	\$ 1,000 00	General Operating Funds
Cladsted Foundation, Inc	11/7/2012	\$ 2,000 00	General Operating Funds
A Secret Safe Place for Newborns	11/7/2012	\$ 1,200 00	General Operating Funds
United Way of Greene County	11/8/2012	\$ 4,997 18	General Operating Funds
Knoxville Housing Partnership	11/14/2012	\$ 5,000 00	General Operating Funds
Sequoyah Council, Boy Scouts	11/14/2012	\$ 3,000 00	General Operating Funds
Knoxville Area Urban League	11/14/2012	\$ 5,000 00	General Operating Funds
Arts Memphis	11/15/2012	\$ 250 00	General Operating Funds
Wake Education Partnership	11/20/2012	\$ 2,500 00	General Operating Funds
Leadership Memphis	11/20/2012	\$ 1,000 00	General Operating Funds
Chickasaw Council Boy Scouts	11/20/2012	\$ 1,000 00	General Operating Funds
United Way of Central Carolina's	11/20/2012	\$ 2,247 00	General Operating Funds
Wellmont Foundation	12/6/2012	\$ 10,000 00	General Operating Funds
Lupus Foundation of America	12/6/2012	\$ 5,000 00	General Operating Funds
Hattiloo Theatre	12/6/2012	\$ 2,500 00	General Operating Funds
National Civil Rights Museum	12/6/2012	\$ 7,500 00	General Operating Funds
National Civil Rights Museum	12/6/2012	\$ 75,000 00	General Operating Funds
Alliend Arts of Greater Chattanooga	12/6/2012	\$ 50 00	General Operating Funds
American Heart Association, Inc	12/6/2012	\$ 50 00	General Operating Funds
American Red Cross	12/6/2012	\$ 50 00	General Operating Funds
American Red Cross	12/6/2012	\$ 50 00	General Operating Funds
Bearcat Foundation	12/6/2012	\$ 500 00	General Operating Funds
Campus Crusade for Christ, Inc	12/6/2012	\$ 648 45	General Operating Funds
Chattanooga Area Food Bank, Inc	12/6/2012	\$ 50 00	General Operating Funds
Christian Brothers University	12/6/2012	\$ 50 00	General Operating Funds
Compassion International	12/6/2012	\$ 171 00	General Operating Funds
Dress For Success Mid-South, Inc	12/6/2012	\$ 675 00	General Operating Funds
Ducks Unlimited	12/6/2012	\$ 1,000 00	General Operating Funds
East Mississippi Animal Rescue, Inc	12/6/2012	\$ 50 00	General Operating Funds
Hutchison School	12/6/2012	\$ 50 00	General Operating Funds
JDRF	12/6/2012	\$ 50 00	General Operating Funds
March of Dimes Foundation	12/6/2012	\$ 50 00	General Operating Funds
Memphis Athletic Ministries, Inc	12/6/2012	\$ 500 00	General Operating Funds
Memphis University School	12/6/2012	\$ 1,125 00	General Operating Funds
Nashville Cares	12/6/2012	\$ 250 00	General Operating Funds
National Multiple Sclerosis Society	12/6/2012	\$ 200 00	General Operating Funds
Porter-Leath	12/6/2012	\$ 50 00	General Operating Funds
St Agnes Academy	12/6/2012	\$ 125 00	General Operating Funds
St Louis University	12/6/2012	\$ 1,000 00	General Operating Funds
St Mary Episcopal School	12/6/2012	\$ 250 00	General Operating Funds
Susan G Komen Breast Cancer	12/6/2012	\$ 475 00	General Operating Funds
YMCA of Memphis	12/6/2012	\$ 500 00	General Operating Funds
Dixon Gallery & Gardens	12/11/2012	\$ 5,000 00	General Operating Funds
Community Foundation of Middle TN	12/11/2012	\$ 10,000 00	General Operating Funds
Goodwill Industries	12/11/2012	\$ 25,000 00	General Operating Funds
Serving Memphis	12/11/2012	\$ 500 00	General Operating Funds
St John's United Methodist Church	12/11/2012	\$ 25,000 00	General Operating Funds
Overton Park Conservancy	12/11/2012	\$ 5,000 00	General Operating Funds
United Way of Greater Kingsport	12/11/2012	\$ 6,584 08	General Operating Funds
Dixon Gallery & Gardens	12/11/2012	\$ 50,000 00	General Operating Funds
Abe's Garden	12/11/2012	\$ 10,000 00	General Operating Funds
Nashville Food Project	12/11/2012	\$ 1,000 00	General Operating Funds
Brightstone, Inc	12/11/2012	\$ 1,000 00	General Operating Funds
Lovie's Legacy	12/11/2012	\$ 1,000 00	General Operating Funds
University of Memphis Foundation	12/11/2012	\$ 500 00	General Operating Funds
Junior League of Kingsport	12/11/2012	\$ 3,000 00	General Operating Funds
TTU Foundation	12/11/2012	\$ 250 00	General Operating Funds
Woodland Presbytenan School	12/11/2012	\$ 500 00	General Operating Funds
Hutchison School	12/11/2012	\$ 500 00	General Operating Funds
The Next Door	12/11/2012	\$ 750 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Boys and Girls Clubs	12/11/2012	\$ 750 00	General Operating Funds
East Tennessee Foundation	12/11/2012	\$ 5,000 00	General Operating Funds
North Carolina Housing Foundation	12/11/2012	\$ 7,000 00	General Operating Funds
Blount County Chamber Foundation	12/11/2012	\$ 25,000 00	General Operating Funds
United Way of Greater Chattanooga	12/11/2012	\$ 32,500 00	General Operating Funds
Chattanooga Theatre Centre	12/11/2012	\$ 19,350 00	General Operating Funds
Hunter Museum of Art	12/11/2012	\$ 7,000 00	General Operating Funds
National Wildlife Federation	12/12/2012	\$ 1,000 00	General Operating Funds
Planned Parenthood Greater Memphis	12/12/2012	\$ 1,000 00	General Operating Funds
National Wild Turkey Federation	12/12/2012	\$ 1,000 00	General Operating Funds
Nashville Zoo, Inc	12/12/2012	\$ 1,000 00	General Operating Funds
Tennessee Justice Center, Inc	12/12/2012	\$ 1,000 00	General Operating Funds
W O Smith Nashville Community	12/12/2012	\$ 1,000 00	General Operating Funds
Nashville Humane Association	12/12/2012	\$ 1,000 00	General Operating Funds
United Way of Metro Nashville, Inc	12/12/2012	\$ 5,000 00	General Operating Funds
Presbyterian Day School	12/13/2012	\$ 1,250 00	General Operating Funds
Hutchison School	12/13/2012	\$ 750 00	General Operating Funds
Smile Train	12/17/2012	\$ 500 00	General Operating Funds
Mid-South Food Bank	12/17/2012	\$ 500 00	General Operating Funds
St Jude Children's Research	12/17/2012	\$ 500 00	General Operating Funds
Dixon Gallery & Gardens	12/17/2012	\$ 2,500 00	General Operating Funds
Pickersgill, Inc	12/17/2012	\$ 500 00	General Operating Funds
Christian Brothers High School	12/17/2012	\$ 125 00	General Operating Funds
Alpha Gamma Delta Foundation, Inc	12/17/2012	\$ 250 00	General Operating Funds
American Heart Association, Inc	12/17/2012	\$ 50 00	General Operating Funds
American Lung Association	12/17/2012	\$ 75 00	General Operating Funds
Amyotrophic Lateral Sclerosis Assn	12/17/2012	\$ 150 00	General Operating Funds
Austin Hatcher Foundation	12/17/2012	\$ 250 00	General Operating Funds
Big Brothers Big Sisters	12/17/2012	\$ 850 00	General Operating Funds
Follow One International, Inc	12/17/2012	\$ 1,000 00	General Operating Funds
Girl Scouts of Middle TN	12/17/2012	\$ 350 00	General Operating Funds
Inter-Faith Food Shuttle	12/17/2012	\$ 125 00	General Operating Funds
Lausanne Collegiate School	12/17/2012	\$ 500 00	General Operating Funds
Memphis University School	12/17/2012	\$ 375 00	General Operating Funds
Siskin Children's Institute	12/17/2012	\$ 50 00	General Operating Funds
St Louis School	12/17/2012	\$ 1,950 00	General Operating Funds
St Peters Episcopal School	12/17/2012	\$ 125 00	General Operating Funds
Tourette Syndrome Association, Inc	12/17/2012	\$ 50 00	General Operating Funds
University School of Milwaukee	12/17/2012	\$ 50 00	General Operating Funds
Washington University	12/17/2012	\$ 150 00	General Operating Funds
Salvation Army	12/18/2012	\$ 500 00	General Operating Funds
Church Health Center of Memphis, Inc	12/18/2012	\$ 1,000 00	General Operating Funds
National Black Arts Festival	12/18/2012	\$ 15,000 00	General Operating Funds
Visible School	12/18/2012	\$ 500 00	General Operating Funds
Dixon Gallery & Gardens	12/19/2012	\$ 500 00	General Operating Funds
University of Tennessee Foundation	12/19/2012	\$ 15,000 00	General Operating Funds
Therapy Dog International	12/24/2012	\$ 5,000 00	General Operating Funds
SRVS	12/24/2012	\$ 50,000 00	General Operating Funds
Chickasaw Council Boy Scouts	12/24/2012	\$ 20,000 00	General Operating Funds
Church Health Center of Memphis, Inc	12/24/2012	\$ 65,000 00	General Operating Funds
Arts Memphis	12/24/2012	\$ 391,000 00	General Operating Funds
St Patrick's Housing, Inc	12/24/2012	\$ 1,000 00	General Operating Funds
Doctors Without Borders	12/27/2012	\$ 5,000 00	General Operating Funds
Agape Child and Family Services, Inc	12/31/2012	\$ 50 00	General Operating Funds
All About Women, Inc	12/31/2012	\$ 250 00	General Operating Funds
Alzheimers Disease and Related	12/31/2012	\$ 50 00	General Operating Funds
Alzheimers Disease and Related	12/31/2012	\$ 50 00	General Operating Funds
American Red Cross	12/31/2012	\$ 50 00	General Operating Funds
Bayside Academy, Inc	12/31/2012	\$ 1,000 00	General Operating Funds
American Red Cross	12/31/2012	\$ 50 00	General Operating Funds
American Red Cross	12/31/2012	\$ 500 00	General Operating Funds
Boy Scouts of America - Chicksaw	12/31/2012	\$ 300 00	General Operating Funds
Boy Scouts of America - Sequoyah	12/31/2012	\$ 100 00	General Operating Funds
Boy Scouts of America - West TN Area	12/31/2012	\$ 400 00	General Operating Funds
Canisius College	12/31/2012	\$ 50 00	General Operating Funds
Creative Discovery Museum	12/31/2012	\$ 75 00	General Operating Funds
Defenders of Wildlife	12/31/2012	\$ 50 00	General Operating Funds
Duke University	12/31/2012	\$ 130 00	General Operating Funds
First Tennessee Human Resource	12/31/2012	\$ 50 00	General Operating Funds
Fredonia College Foundation of State	12/31/2012	\$ 500 00	General Operating Funds
Friends of the Chattanooga Public	12/31/2012	\$ 50 00	General Operating Funds
Girl Scout Council of the Southern	12/31/2012	\$ 100 00	General Operating Funds
Girls Incorporated of Chattanooga	12/31/2012	\$ 50 00	General Operating Funds
Habitat for Humanity of Greater TN	12/31/2012	\$ 150 00	General Operating Funds
Hands Up Jackson/West Tennessee	12/31/2012	\$ 1,000 00	General Operating Funds
Hutchison School	12/31/2012	\$ 100 00	General Operating Funds

	<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
Jackson Christian School	12/31/2012	\$ 150 00	General Operating Funds
Jiff, Inc	12/31/2012	\$ 1,000 00	General Operating Funds
Kenrose Elementary	12/31/2012	\$ 162 50	General Operating Funds
Kingsport Tomorrow, Inc	12/31/2012	\$ 100 00	General Operating Funds
Leukemia & Lymphoma Society, Inc	12/31/2012	\$ 50 00	General Operating Funds
Literacy Mid South, Inc	12/31/2012	\$ 250 00	General Operating Funds
Make-A-Wish Foundation	12/31/2012	\$ 50 00	General Operating Funds
Make-A-Wish Foundation	12/31/2012	\$ 1,100 00	General Operating Funds
Mccallie School, Inc	12/31/2012	\$ 50 00	General Operating Funds
Memphis Symphony Orchestra, Inc	12/31/2012	\$ 500 00	General Operating Funds
Memphis Union Mission	12/31/2012	\$ 325 00	General Operating Funds
Memphis University School	12/31/2012	\$ 50 00	General Operating Funds
Metropolitan Inter-Faith Association	12/31/2012	\$ 125 00	General Operating Funds
Mid-South Food Bank	12/31/2012	\$ 100 00	General Operating Funds
Mountain Education Foundation	12/31/2012	\$ 150 00	General Operating Funds
NC Student Aid Association, Inc	12/31/2012	\$ 60 00	General Operating Funds
Neighborhood Christian Centers, Inc	12/31/2012	\$ 350 00	General Operating Funds
North Carolina Textile Foundation	12/31/2012	\$ 50 00	General Operating Funds
Ronald McDonald House	12/31/2012	\$ 50 00	General Operating Funds
Salvation Army	12/31/2012	\$ 100 00	General Operating Funds
Salvation Army	12/31/2012	\$ 500 00	General Operating Funds
Salvation Army	12/31/2012	\$ 125 00	General Operating Funds
Shangri La Therapeutic Academy	12/31/2012	\$ 625 00	General Operating Funds
St Benedict At Auburndale	12/31/2012	\$ 1,000 00	General Operating Funds
St Georges Independent School	12/31/2012	\$ 500 00	General Operating Funds
St Jude Children's Research	12/31/2012	\$ 50 00	General Operating Funds
St Pauls Episcopal School	12/31/2012	\$ 550 00	General Operating Funds
St Thomas Aquinas College	12/31/2012	\$ 50 00	General Operating Funds
Susan G Komen Breast Cancer	12/31/2012	\$ 50 00	General Operating Funds
Susan G Komen Breast Cancer	12/31/2012	\$ 177 00	General Operating Funds
United Way of Forsyth County, Inc	12/31/2012	\$ 675 00	General Operating Funds
University of North Carolina	12/31/2012	\$ 25 00	General Operating Funds
University of North Carolina	12/31/2012	\$ 50 00	General Operating Funds
University School of Jackson	12/31/2012	\$ 1,000 00	General Operating Funds
Victims to Victory	12/31/2012	\$ 250 00	General Operating Funds
Young Life	12/31/2012	\$ 100 00	General Operating Funds
Total 2012 Contributions		<u>\$ 5,228,724</u>	