



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



Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0052

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation AMERICAN SNUFF CHARITABLE TRUST REGIONS MORGAN KEEGAN TRUSTEE		A Employer identification number 62-6036034
Number and street (or P.O. box number if mail is not delivered to street address) 1100 RIDGEWAY LOOP, SUITE 100		B Telephone number 901-523-6200
City or town, state, and ZIP code MEMPHIS, TN 38120		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,468,227.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(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			N/A	
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	109,622.	109,622.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,558,291.			
b Gross sales price for all assets on line 6a	1,558,291.			
7 Capital gain net income (from Part IV, line 2)		1,558,291.		
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				
12 Total Add lines 1 through 11	1,667,913.	1,667,913.		
13 Compensation of officers, directors, trustees, etc	36,271.	18,136.		18,135.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	STMT 2 780.	780.		0.
c Other professional fees				
17 Interest				
18 Taxes	STMT 3 1,439.	1,439.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses Add lines 13 through 23	38,490.	20,355.		18,135.
25 Contributions, gifts, grants paid	443,700.			443,700.
26 Total expenses and disbursements. Add lines 24 and 25	482,190.	20,355.		461,835.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,185,723.			
b Net investment income (if negative, enter -0-)		1,647,558.		
c Adjusted net income (if negative, enter -0-)			N/A	

233501
12-05-12

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

AMERICAN SNUFF CHARITABLE TRUST

Form 990-PF (2012)

REGIONS MORGAN KEEGAN TRUSTEE

62-6036034

Page **2**

Part II Balance Sheets

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	387,386.	56,265.	56,265.	
	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				
	b Investments - corporate stock STMT 4	2,365,906.	2,407,037.	2,922,056.	
	c Investments - corporate bonds STMT 5	0.	1,475,187.	1,489,906.	
11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers)	2,753,292.	3,938,489.	4,468,227.		
Liabilities	17 Accounts payable and accrued expenses	4,851.	4,286.		
	18 Grants payable				
	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)	4,851.	4,286.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	761,419.	761,419.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	1,987,022.	3,172,784.		
30 Total net assets or fund balances	2,748,441.	3,934,203.			
31 Total liabilities and net assets/fund balances	2,753,292.	3,938,489.			

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	2,748,441.
2 Enter amount from Part I, line 27a	2	1,185,723.
3 Other increases not included in line 2 (itemize) ▶ FEDERAL EXCISE TAX REFUND	3	39.
4 Add lines 1, 2, and 3	4	3,934,203.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,934,203.

Form **990-PF** (2012)

AMERICAN SNUFF CHARITABLE TRUST
REGIONS MORGAN KEEGAN TRUSTEE
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 CAP GAIN DIVS	P	VARIOUS	12/31/12
b SEE ATTACHED SCHED ST	P	VARIOUS	06/01/12
c SEE ATTACHED SCHED LT	P	VARIOUS	12/31/12
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 15,042.			15,042.
b <5,232.>			<5,232.>
c 1,548,481.			1,548,481.
d			
e			

(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			15,042.
b			<5,232.>
c			1,548,481.
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 1,558,291.
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	If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 3 N/A

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	484,006.	4,856,381.	.099664
2010	468,315.	4,710,874.	.099411
2009	402,398.	4,376,389.	.091947
2008	366,749.	5,596,631.	.065530
2007	377,911.	6,756,547.	.055933

2 Total of line 1, column (d)	2	.412485
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	.082497
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,657,741.
5 Multiply line 4 by line 3	5	384,250.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,476.
7 Add lines 5 and 6	7	400,726.
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	461,835.

AMERICAN SNUFF CHARITABLE TRUST

Form 990-PF (2012)

REGIONS MORGAN KEEGAN TRUSTEE

62-6036034

Page 4

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	16,476.
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	16,476.
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	16,476.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,280.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	3,280.
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	13,196.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	11	

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	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>TN</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Form 990-PF (2012)

AMERICAN SNUFF CHARITABLE TRUST
REGIONS MORGAN KEEGAN TRUSTEE

62-6036034

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>N/A</u>	13	X	
14	The books are in care of ► <u>REGIONS MORGAN KEEGAN TRUST</u> Telephone no. ► <u>901-818-7670</u> Located at ► <u>1100 RIDGEWAY LOOP, SUITE 100, MEMPHIS, TN</u> ZIP+4 ► <u>38120</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 <u>N/A</u>			
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? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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?		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?		X

Form 990-PF (2012)

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** ☐ Yes ☒ No **X**

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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
REGIONS BANK, TRUST DEPARTMENT	TRUSTEE			
1100 RIDGEWAY LOOP, SUITE 100				
MEMPHIS, TN 38120	3.00	36,271.	0.	0.
ED ROBERSON				
813 RIDGELAKE BLVD				
MEMPHIS, TN 38119	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**

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.

Form 990-PF (2012)

AMERICAN SNUFF CHARITABLE TRUST
REGIONS MORGAN KEEGAN TRUSTEE
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	4,728,671.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4,728,671.
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	4,728,671.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	70,930.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,657,741.
6 Minimum investment return. Enter 5% of line 5	6	232,887.

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	232,887.
2a Tax on investment income for 2012 from Part VI, line 5	2a	16,476.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	16,476.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	216,411.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	216,411.
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	216,411.

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	461,835.
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	461,835.
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	16,476.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	445,359.

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.

AMERICAN SNUFF CHARITABLE TRUST
REGIONS MORGAN KEEGAN TRUSTEE

Form 990-PF (2012)

62-6036034 Page 9

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				216,411.
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	55,625.			
b From 2008	97,593.			
c From 2009	195,939.			
d From 2010	245,685.			
e From 2011	247,669.			
f Total of lines 3a through e	842,511.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	461,835.			
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				216,411.
e Remaining amount distributed out of corpus	245,424.			
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	1,087,935.			
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	55,625.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,032,310.			
10 Analysis of line 9:				
a Excess from 2008	97,593.			
b Excess from 2009	195,939.			
c Excess from 2010	245,685.			
d Excess from 2011	247,669.			
e Excess from 2012	245,424.			

Page 10

N/A

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

2012.03030 AMERICAN SNUFF CHARITABLE T N2155011

AMERICAN SNUFF CHARITABLE TRUST
REGIONS MORGAN KEEGAN TRUSTEE

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 Paid during the year				
SEE ATTACHED STATEMENT VARIOUS MEMPHIS, TN 38101	NONE	PUBLIC CHARITIES	CHARITABLE DONATIONS	443,700.
Total			3a	443,700.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	109,622.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	1,558,291.		
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.		1,667,913.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	1,667,913.

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

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

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

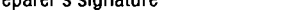
2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here **Regions Trust**
 By [Signature] 4/29/13 SEN.02
 Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr. 7)?
☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	DAVID B. JONES		4-29-13		P00669013
	Firm's name ▶ WATKINS UIBERALL, PLLC				Firm's EIN ▶ 62-1804252
	Firm's address ▶ 1661 AARON BRENNER DR., STE 300 MEMPHIS, TN 38120				Phone no. (901) 761-2720

ACCT 589R 2155000046
PREP 6560 ADMN 748 INV 413

REGIONS BANK, TRUST DEPARTMENT
TAX TRANSACTION DETAIL

PAGE 51
RUN 04/18/2013
04 23 08 PM

TAX
CODE/DATE TRANSACTIONS

TAXABLE

INCOME

PRINCIPAL

EDIT
NUMBER

102 CHARITABLE DEDUCTION - CURRENT INCOME

04/03/12 GIFT TO CATHOLIC CHARITIES FROM AMERICAN SNUFF
PAID TO

-5000 00

-5000 00 1204000004

CATHOLIC CHARITIES
TR TRAN#=0000000000000002 TR CD=750 REG= PORT=PRIN

ACCT 589R 2155000046
PREP 6560 ADMN 748 INV:413

REGIONS BANK, TRUST DEPARTMENT
TAX TRANSACTION DETAIL

PAGE 52
RUN 04/18/2013
04 23 08 PM

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
04/03/12 GIFT TO NATIONAL KIDNEY FOUNDATION FROM AMERICAN SNUFF PAID TO: NATIONAL KIDNEY FOUNDATION TR TRAN#=000000000000006 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1204000008
04/03/12 GIFT TO UNITED WAY FROM AMERICAN SNUFF PAID TO: UNITED WAY TR TRAN#=000000000000008 TR CD=750 REG= PORT=PRIN	-3000 00		-3000 00	1204000010
04/03/12 GIFT TO CRISIS CONTROL MINISTRY FROM AMERICAN SNUFF PAID TO: CRISIS CONTROL MINISTRY TR TRAN#=000000000000003 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1204000005
04/03/12 GIFT TO HABITAT FOR HUMANITY FROM AMERICAN SNUFF PAID TO: HABITAT FOR HUMANITY TR TRAN#=000000000000004 TR CD=750 REG= PORT=PRIN	-13500 00		-13500 00	1204000006
04/03/12 GIFT TO MEMPHIS POLICE ASSOCIATION FROM AMERICAN SNUFF PAID TO: MEMPHIS POLICE ASSOCIATION TR TRAN#=000000000000005 TR CD=750 REG= PORT=PRIN	-3000 00		-3000 00	1204000007
04/03/12 GIFT TO SALVATION ARMY FROM AMERICAN SNUFF PAID TO: SALVATION ARMY TR TRAN#=000000000000007 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1204000009
04/04/12 GIFT TO BADDOUR FROM AMERICAN SNUFF PAID TO: BADDOUR TR TRAN#=000000000000004 TR CD=750 REG= PORT=PRIN	-12500 00		-12500 00	1204000012
06/19/12 GIFT TO NEIGHBORHOOD CHRISTIAN CENTERS FROM AMERICAN SNUFF PAID TO: NEIGHBORHOOD CHRISTIAN CENTERS TR TRAN#=000000000000001 TR CD=750 REG= PORT=PRIN	-15000 00		-15000 00	1206000033
06/29/12 GIFT TO MIFA FROM AMERICAN SNUFF PAID TO: MIFA TR TRAN#=000000000000019 TR CD=750 REG= PORT=PRIN	-10000 00		-10000 00	1206000057
12/06/12 GIFT TO LITERACY MID-SOUTH FROM AMERICAN SNUFF PAID TO: LITERACY MID-SOUTH TR TRAN#=000000000000001 TR CD=750 REG= PORT=PRIN	-1000 00		-1000 00	1212000026
12/06/12 GIFT TO MADONNA LEARNING CENTER FROM AMERICAN SNUFF PAID TO: MADONNA LEARNING CENTER TR TRAN#=000000000000002 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000027
12/06/12 GIFT TO MAKE-A-WISH FROM AMERICAN SNUFF PAID TO: MAKE-A-WISH TR TRAN#=000000000000003 TR CD=750 REG= PORT=PRIN			-5000 00 **REVERSAL STOP** 12/29/12	1212000028
12/06/12 GIFT TO MARY GALLOWAY HOME FROM AMERICAN SNUFF PAID TO: MARY GALLOWAY HOME TR TRAN#=000000000000004 TR CD=750 REG= PORT=PRIN	-15000 00		-15000 00	1212000029
12/06/12 GIFT TO MEMPHIS ATHLETIC MINISTRIES FROM AMERICAN SNUFF PAID TO: MEMPHIS ATHLETIC MINISTRIES TR TRAN#=000000000000005 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000030
12/06/12 GIFT TO MEMPHIS CHILD ADVOCACY CENTER FROM AMERICAN SNUFF PAID TO: MEMPHIS CHILD ADVOCACY CENTER TR TRAN#=000000000000006 TR CD=750 REG= PORT=PRIN	-9000.00		-9000 00	1212000031
12/06/12 GIFT TO MEMPHIS MUSEUMS (PINK PALACE) FROM AMERICAN SNUFF PAID TO: MEMPHIS MUSEUMS (PINK PALACE) TR TRAN#=000000000000007 TR CD=750 REG= PORT=PRIN	-10000 00		-10000 00	1212000032
12/06/12 GIFT TO MEMPHIS UNION MISSION FROM AMERICAN SNUFF PAID TO: MEMPHIS UNION MISSION TR TRAN#=000000000000008 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000033
12/06/12 GIFT TO METHODIST HEALTHCARE FOUNDATION FROM AMERICAN SNUFF PAID TO: METHODIST HEALTHCARE FOUNDATION TR TRAN#=000000000000009 TR CD=750 REG= PORT=PRIN	-10000 00		-10000 00	1212000034

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
12/06/12 GIFT TO MID-SOUTH RED CROSS FROM AMERICAN SNUFF PAID TO MID-SOUTH RED CROSS TR TRAN#=000000000000010 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000035
12/06/12 GIFT TO PAIGE ROBBINS FROM AMERICAN SNUFF PAID TO PAIGE ROBBINS Adult Daycare Center TR TRAN#=000000000000011 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000036
12/06/12 GIFT TO PORTER-LEATH CHILDREN'S HOME FROM AMERICAN SNUFF PAID TO PORTER-LEATH CHILDREN'S HOME TR TRAN#=000000000000012 TR CD=750 REG= PORT=PRIN	-7500.00		-7500 00	1212000037
12/06/12 GIFT TO RHODES COLLEGE - WMR SCHOLARSHIP FROM AMERICAN SNUFF PAID TO RHODES COLLEGE - WMR SCHOLARSHIP TR TRAN#=000000000000013 TR CD=750 REG= PORT=PRIN	-28000 00		-28000 00	1212000038
12/06/12 GIFT TO RONALD MCDONALD HOUSE FROM AMERICAN SNUFF PAID TO RONALD MCDONALD HOUSE TR TRAN#=000000000000014 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000039
12/06/12 GIFT TO SHELBY RESIDENTIAL & VOCATIONAL FROM AMERICAN SNUFF PAID TO SHELBY RESIDENTIAL & VOCATIONAL TR TRAN#=000000000000015 TR CD=750 REG= PORT=PRIN	-12500 00		-12500 00	1212000040
12/06/12 GIFT TO SHRINE SCHOOL FOR HANDICAPPED FROM AMERICAN SNUFF PAID TO SHRINE SCHOOL FOR HANDICAPPED TR TRAN#=000000000000016 TR CD=750 REG= PORT=PRIN	-15000 00		-15000 00	1212000041
12/06/12 GIFT TO ST. JUDE CHILDREN'S RESEARCH FROM AMERICAN SNUFF PAID TO ST JUDE CHILDREN'S RESEARCH TR TRAN#=000000000000017 TR CD=750 REG= PORT=PRIN	-10000 00		-10000 00	1212000042
12/06/12 GIFT TO ST PETER VILLA FROM AMERICAN SNUFF PAID TO ST PETER VILLA TR TRAN#=000000000000018 TR CD=750 REG= PORT=PRIN	-1000 00		-1000 00	1212000043
12/06/12 GIFT TO THE FOOD BANK FROM AMERICAN SNUFF PAID TO THE FOOD BANK TR TRAN#=000000000000019 TR CD=750 REG= PORT=PRIN	-15000 00		-15000 00	1212000044
12/06/12 GIFT TO THE KING'S DAUGHTERS & SONS HOME FROM AMERICAN SNUFF PAID TO THE KING'S DAUGHTERS & SONS HOME TR TRAN#=000000000000020 TR CD=750 REG= PORT=PRIN	-12500 00		-12500 00	1212000045
12/06/12 GIFT TO THE BAPTIST CHILDREN'S HOME FROM AMERICAN SNUFF PAID TO THE BAPTIST CHILDREN'S HOME TR TRAN#=000000000000021 TR CD=750 REG= PORT=PRIN	-12000 00		-12000 00	1212000046
12/06/12 GIFT TO UNITED WAY FROM AMERICAN SNUFF PAID TO UNITED WAY TR TRAN#=000000000000022 TR CD=750 REG= PORT=PRIN	-9000 00		-9000 00	1212000047
12/06/12 GIFT TO YOUNG LIFE MEMPHIS METRO FROM AMERICAN SNUFF PAID TO YOUNG LIFE MEMPHIS METRO TR TRAN#=000000000000023 TR CD=750 REG= PORT=PRIN	-10000 00		-10000 00	1212000048
12/06/12 GIFT TO YOUTH VILLAGES FROM AMERICAN SNUFF PAID TO YOUTH VILLAGES TR TRAN#=000000000000024 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000049
12/06/12 GIFT TO PILOT MOUNTAIN OUTREACH FROM AMERICAN SNUFF PAID TO PILOT MOUNTAIN OUTREACH TR TRAN#=000000000000025 TR CD=750 REG= PORT=PRIN	-4250 00		-4250 00	1212000050
12/06/12 GIFT TO AGAPE FROM AMERICAN SNUFF PAID TO AGAPE TR TRAN#=000000000000026 TR CD=750 REG= PORT=PRIN	-15000 00		-15000 00	1212000051
12/06/12 GIFT TO ARTS MEMPHIS (GREATER MEMPHIS FROM AMERICAN SNUFF PAID TO ARTS MEMPHIS (GREATER MEMPHIS TR TRAN#=000000000000027 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000052

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
12/06/12 GIFT TO AVE MARIA FROM AMERICAN SNUFF PAID TO AVE MARIA TR TRAN#=0000000000000028 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000053
12/06/12 GIFT TO BOY SCOUTS - CHICKASAW COUNCIL FROM AMERICAN SNUFF PAID TO BOY SCOUTS - CHICKASAW COUNCIL TR TRAN#=0000000000000029 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000054
12/06/12 GIFT TO BOY SCOUTS - MIDDLE TN COUNCIL FROM AMERICAN SNUFF PAID TO BOY SCOUTS - MIDDLE TN COUNCIL TR TRAN#=0000000000000030 TR CD=750 REG= PORT=PRIN	-3500 00		-3500 00	1212000055
12/06/12 GIFT TO BOYS & GIRLS CLUB OF GREATER MEMPHIS FROM AMERICAN S NUFF PAID TO. BOYS & GIRLS CLUB OF GREATER MEMPHIS TR TRAN#=0000000000000031 TR CD=750 REG= PORT=PRIN	-1000 00		-1000 00	1212000056
12/06/12 GIFT TO BRINKLEY HEIGHTS MINISTRIES, INC FROM AMERICAN SNUF F PAID TO. BRINKLEY HEIGHTS MINISTRIES, INC. TR TRAN#=0000000000000032 TR CD=750 REG= PORT=PRIN	-12500 00		-12500 00	1212000057
12/06/12 GIFT TO CHURCH HEALTH CENTER FROM AMERICAN SNUFF PAID TO CHURCH HEALTH CENTER TR TRAN#=0000000000000033 TR CD=750 REG= PORT=PRIN	-20000 00		-20000 00	1212000058
12/06/12 GIFT TO CITY OF MEMPHIS FROM AMERICAN SNUFF PAID TO CITY OF MEMPHIS TR TRAN#=0000000000000034 TR CD=750 REG= PORT=PRIN	-3000 00		-3000 00	1212000059
12/06/12 GIFT TO THE DIXON GALLERY & GARDENS FROM AMERICAN SNUFF PAID TO THE DIXON GALLERY & GARDENS TR TRAN#=0000000000000035 TR CD=750 REG= PORT=PRIN	-7500.00		-7500 00	1212000060
12/06/12 GIFT TO GIRL SCOUT COUNCIL OF THE MIDSOUTH FROM AMERICAN SNU FF PAID TO GIRL SCOUT COUNCIL OF THE MIDSOUTH TR TRAN#=0000000000000036 TR CD=750 REG= PORT=PRIN	-2000 00		-2000 00	1212000061
12/06/12 GIFT TO HARWOOD TRAINING CENTER FROM AMERICAN SNUFF PAID TO HARWOOD TRAINING CENTER TR TRAN#=0000000000000037 TR CD=750 REG= PORT=PRIN	-10000 00		-10000 00	1212000062
12/06/12 GIFT TO HOPE HOUSE FROM AMERICAN SNUFF PAID TO HOPE HOUSE TR TRAN#=0000000000000038 TR CD=750 REG= PORT=PRIN	-5000 00		-5000 00	1212000063
12/06/12 GIFT TO JUNIOR ACHIEVEMENT FROM AMERICAN SNUFF PAID TO JUNIOR ACHIEVEMENT TR TRAN#=0000000000000039 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000064
12/06/12 GIFT TO LES PASSEES, INC FROM AMERICAN SNUFF PAID TO LES PASSEES, INC TR TRAN#=0000000000000040 TR CD=750 REG= PORT=PRIN	-1500 00		-1500 00	1212000065
12/06/12 GIFT TO SAMARITAN MINISTRIES FROM AMERICAN SNUFF PAID TO SAMARITAN MINISTRIES TR TRAN#=0000000000000041 TR CD=750 REG= PORT=PRIN	-2500.00		-2500.00	1212000066
12/06/12 GIFT TO SPECIAL OLYMPICS OF NORTHERN FROM AMERICAN SNUFF PAID TO SPECIAL OLYMPICS OF NORTHERN TR TRAN#=0000000000000042 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000067
12/06/12 GIFT TO THE POTTER'S HOUSE FAMILY FROM AMERICAN SNUFF PAID TO. THE POTTER'S HOUSE FAMILY TR TRAN#=0000000000000043 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000068
12/06/12 GIFT TO GREATER THINGS OUTREACH FROM AMERICAN SNUFF PAID TO: GREATER THINGS OUTREACH TR TRAN#=0000000000000044 TR CD=750 REG= PORT=PRIN	-4250 00		-4250 00	1212000069

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
102 CHARITABLE DEDUCTION - CURRENT INCOME (CONTINUED)				
12/06/12 GIFT TO RONALD MCDONALD HOUSE (TRIAD) FROM AMERICAN SNUFF PAID TO RONALD MCDONALD HOUSE (TRIAD) TR TRAN#=000000000000045 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000070
12/06/12 GIFT TO YADKIN CHRISTIAN MINISTRIES FROM AMERICAN SNUFF PAID TO YADKIN CHRISTIAN MINISTRIES TR TRAN#=000000000000046 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000071
12/06/12 GIFT TO STOREHOUSE FOR JESUS (DAVIE COUNTY) FROM AMERICAN SN UFF PAID TO STOREHOUSE FOR JESUS (DAVIE COUNTY) TR TRAN#=000000000000047 TR CD=750 REG= PORT=PRIN	-2500.00		-2500 00	1212000072
12/06/12 GIFT TO KING OUTREACH MINISTRY FROM AMERICAN SNUFF PAID TO KING OUTREACH MINISTRY TR TRAN#=000000000000048 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000073
12/06/12 GIFT TO ASPIRE FOUNDATION FROM AMERICAN SNUFF PAID TO ASPIRE FOUNDATION TR TRAN#=000000000000049 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000074
12/06/12 GIFT TO AUSTIN PEAY STATE UNIVERSITY FROM AMERICAN SNUFF PAID TO AUSTIN PEAY STATE UNIVERSITY TR TRAN#=000000000000050 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000075
12/06/12 GIFT TO CUSTOMS HOUSE MUSEUM FROM AMERICAN SNUFF PAID TO CUSTOMS HOUSE MUSEUM TR TRAN#=000000000000051 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000076
12/06/12 GIFT TO SPECIAL OLYMPICS OF TN FROM AMERICAN SNUFF PAID TO SPECIAL OLYMPICS OF TN TR TRAN#=000000000000052 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000077
12/06/12 GIFT TO WINGS OF LIBERTY MUSEUM FROM AMERICAN SNUFF PAID TO WINGS OF LIBERTY MUSEUM TR TRAN#=000000000000053 TR CD=750 REG= PORT=PRIN	-2500 00		-2500 00	1212000078
12/06/12 GIFT TO HABITAT FOR HUMANITY FROM AMERICAN SNUFF PAID TO HABITAT FOR HUMANITY TR TRAN#=000000000000054 TR CD=750 REG= PORT=PRIN	-4000.00		-4000 00	1212000079
12/06/12 GIFT TO SALVATION ARMY FROM AMERICAN SNUFF PAID TO SALVATION ARMY TR TRAN#=000000000000055 TR CD=750 REG= PORT=PRIN	-4000 00		-4000 00	1212000080
12/06/12 GIFT TO MANA' CAFE FROM AMERICAN SNUFF PAID TO MANA' CAFE Manna House Memphis TR TRAN#=000000000000056 TR CD=750 REG= PORT=PRIN	-4000 00		-4000 00	1212000081
12/06/12 GIFT TO BIKERS WHO CARE FROM AMERICAN SNUFF PAID TO BIKERS WHO CARE TR TRAN#=000000000000057 TR CD=750 REG= PORT=PRIN	-5500 00		-5500 00	1212000082
12/10/12 REVERSAL - NEGATES PREVIOUS ENTRY GIFT TO MAKE-A-WISH FROM AMERICAN SNUFF [REVERSED 12/10/2012] PAID TO MAKE-A-WISH TR TRAN#=000000000000008 TR CD=750 REG= PORT=PRIN			5000 00	1212000092
		REVERSAL STOP	12/29/12	
12/10/12 GIFT TO MAKE-A-WISH FROM AMERICAN SNUFF PAID TO MAKE-A-WISH TR TRAN#=000000000000009 TR CD=750 REG= PORT=PRIN	-7200 00		-7200 00	1212000093
TOTAL CODE 102 - CHARITABLE DEDUCTION - CURRENT INCOME	-443700 00	0 00	-443700 00	

=====

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 86
RUN 04/18/2013
04 23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
4000.0000 ABBOTT LABORATORIES INC - 002824100 - MINOR = 31001							
SOLD		06/25/2012	248762 82				
ACQ	4000 0000	07/13/1989	248762 82	28703 53	220059 29	LT15	Y
6000 0000 ALCOA INC - 013817101 - MINOR = 50							
SOLD		06/25/2012	50038 87				
ACQ	200 0000	04/17/1973	1667 96	7807.08	-6139 12	LT15	Y
	1600 0000	05/12/1978	13343 70	8242.36	5101.34	LT15	Y
	4200 0000	03/01/1999	35027 21	1.00	35026 21	LT15	Y
260 0000 ALLERGAN INC - 018490102 - MINOR = 50							
SOLD		06/25/2012	23408 05				
ACQ	210 0000	03/31/2009	18906 50	9995.62	8910 88	LT15	Y
	50 0000	12/17/2010	4501 55	3524.50	977 05	LT15	Y
20 0000 ALLERGAN INC - 018490102 - MINOR = 50							
SOLD		11/28/2012	1830 75				
ACQ	20 0000	03/31/2009	1830 75	951.96	878 79	LT15	Y
450 0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001							
SOLD		06/25/2012	25163 88				
ACQ	320 0000	03/31/2009	17894 31	4310 40	13583 91	LT15	Y
	130 0000	10/21/2010	7269 57	5236 14	2033 43	LT15	Y
80 0000 APACHE CORP - 037411105 - MINOR = 31001							
SOLD		06/25/2012	6453 45				
ACQ	80 0000	01/11/2010	6453 45	8533 12	-2079 67	LT15	Y
709 4830 ARTISAN FDS INC SMALL CAP VALUE FD-INV - 04314H501 - MINOR = 62							
SOLD		11/28/2012	10642 24				
ACQ	709 4830	06/28/2012	10642 24	10535.82	106 42	ST	
503.8630 ARTISAN FDS INC MID CAP VALUE FD INV SHS - 04314H709 - MINOR = 62							
SOLD		11/28/2012	10777 63				
ACQ	503 8630	06/28/2012	10777 63	9976.49	801 14	ST	
1510 0000 AUTO DESK INC - 052769106 - MINOR = 50							
SOLD		02/07/2012	57948 75				
ACQ	1060 0000	10/21/2010	40679 25	36371 78	4307 47	LT15	Y
	180 0000	06/21/2011	6907 80	6651.00	256 80	ST	
	270 0000	08/29/2011	10361 70	7487.07	2874 63	ST	
90 0000 BLACKROCK INC - 09247X101 - MINOR = 50							
SOLD		06/25/2012	15025 16				
ACQ	90 0000	01/25/2011	15025 16	17825 86	-2800 70	LT15	
120 0000 BLACKROCK INC - 09247X101 - MINOR = 50							
SOLD		11/28/2012	23519 47				
ACQ	120 0000	01/25/2011	23519 47	23767 82	-248 35	LT15	
4000 0000 BOEING CO - 097023105 - MINOR = 50							
SOLD		06/25/2012	284244 82				
ACQ	4000 0000	03/20/1987	284244 82	47288 89	236955 93	LT15	Y
210 0000 BROADCOM CORP CL A - 111320107 - MINOR = 50							
SOLD		02/07/2012	7792 95				
ACQ	210 0000	10/18/2011	7792 95	7986 70	-193 75	ST	
420 0000 BROADCOM CORP CL A - 111320107 - MINOR = 50							
SOLD		06/25/2012	13561 53				
ACQ	420 0000	10/18/2011	13561 53	15937 60	-2376 07	ST	
375 0760 BUFFALO SMALL CAP FUND - 119804102 - MINOR = 62							
SOLD		11/28/2012	10719 67				
ACQ	375 0760	06/28/2012	10719 67	10329 59	390 08	ST	
230 0000 CVS CORP - 126650100 - MINOR = 3101							
SOLD		02/07/2012	9947 30				
ACQ	130.0000	03/31/2009	5622 39	3603 59	2018 80	LT15	Y
	100 0000	06/28/2010	4324 91	3091 73	1233 18	LT15	Y
520 0000 CVS CORP - 126650100 - MINOR = 3101							
SOLD		06/25/2012	23405 45				
ACQ	420 0000	03/31/2009	18904 40	11642 36	7262 04	LT15	Y
	100 0000	04/01/2011	4501 05	3486.95	1014 10	LT15	
40 0000 CVS CORP - 126650100 - MINOR = 3101							
SOLD		11/28/2012	1823 55				
ACQ	40 0000	03/31/2009	1823 55	1108.80	714 75	LT15	Y
40.0000 CATERPILLAR INC - 149123101 - MINOR = 456							
SOLD		02/07/2012	4538 36				
ACQ	40 0000	03/24/2010	4538 36	2494.98	2043 38	LT15	Y
500 0000 CATERPILLAR INC - 149123101 - MINOR = 456							
SOLD		06/25/2012	41449 82				
ACQ	450 0000	03/24/2010	37304 84	28068 52	9236 32	LT15	Y
	50 0000	05/24/2011	4144 98	5100 00	-955 02	LT15	
308.0000 CENTURYLINK, INC - 156700106 - MINOR = 50							
SOLD		06/25/2012	11713 00				
ACQ	205 2500	12/20/1983	7805 50	992 63	6812.87	LT15	Y
	102.7500	12/20/1983	3907 50	0 09	3907.41	LT15	Y
180.0000 CHEVRONTXACO CORP COM - 166764100 - MINOR = 50							
SOLD		06/25/2012	17724 22				
ACQ	160 0000	03/31/2009	15754 86	10849 31	4905 55	LT15	Y
	20 0000	05/24/2011	1969 36	2053.40	-84 04	LT15	
630 0000 CISCO SYSTEMS COM STK - 17275R102							
SOLD		06/25/2012	10635 11				
ACQ	630 0000	12/17/2010	10635 11	12385 73	-1750 62	LT15	Y
190 0000 CISCO SYSTEMS COM STK - 17275R102							
SOLD		11/28/2012	3574 10				
ACQ	30 0000	12/17/2010	564 33	589 80	-25 47	LT15	Y
	160 0000	04/01/2011	3009 77	2764 78	244 99	LT15	

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 87

RUN 04/18/2013
04 23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER: 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
19000 0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009	2 25%	12/10/2012	- 17313YAJ0	- MINOR = 30			
SOLD		09/14/2012	19089 11				
ACQ 19000 0000		07/09/2012	19089 11	19161 31	-72 20	ST	Y
19000.0000 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009	2 25%	12/10/2012	- 17313YAJ0	- MINOR = 30			
SOLD		11/29/2012	19006 50				
ACQ 19000 0000		07/09/2012	19006 50	19161 31	-154 81	ST	Y
40.0000 DANAHER CORP COM - 235851102 - MINOR = 50							
SOLD		11/28/2012	2103 95				
ACQ 40 0000		06/25/2012	2103 95	2027 18	76 77	ST	
760 0000 E M C CORP MASS COM - 268648102 - MINOR = 50							
SOLD		06/25/2012	18064 87				
ACQ 760 0000		03/31/2009	18064 87	8914.80	9150 07	LT15	Y
790 0000 E M C CORP MASS COM - 268648102 - MINOR = 50							
SOLD		11/28/2012	19457 34				
ACQ 710 0000		03/31/2009	17486 98	8328 30	9158 68	LT15	Y
80 0000		08/29/2011	1970 36	1766 40	203 96	LT15	
240 0000 EMERSON ELECTRIC CO - 291011104 - MINOR = 50							
SOLD		06/25/2012	10720 57				
ACQ 240 0000		04/01/2011	10720 57	14190.77	-3470 20	LT15	
460 0000 EMERSON ELECTRIC CO - 291011104 - MINOR = 50							
SOLD		11/28/2012	22847 73				
ACQ 460 0000		04/01/2011	22847 73	27198 96	-4351 23	LT15	
1013 9970 AMERICAN EUROPACIFIC GRTH-F2 - 29875E100 - MINOR = 64							
SOLD		11/28/2012	41056 74				
ACQ 1013 9970		06/28/2012	41056 74	36230.12	4826 62	ST	
4200 0000 EXXON MOBIL CORP - 30231G102							
SOLD		06/25/2012	339443 95				
ACQ 170 0000		01/01/1971	13739 40	383 49	13355 91	LT15	Y
4000 0000		04/29/1983	323279 95	17712 50	305567 45	LT15	Y
30 0000		05/24/2011	2424 60	2449 80	-25 20	LT15	
40 0000 EXXON MOBIL CORP - 30231G102							
SOLD		11/28/2012	3502 32				
ACQ 40 0000		01/01/1971	3502 32	90 23	3412 09	LT15	Y
579 0200 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008	4 5%	01/01/2038	- 3128M6T73	- MINOR = 35			
SOLD		08/15/2012	579 02				
ACQ 579 0200		07/09/2012	579 02	622 72	-43 70	ST	Y
632 6300 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008	4 5%	01/01/2038	- 3128M6T73	- MINOR = 35			
SOLD		09/17/2012	632 63				
ACQ 632 6300		07/09/2012	632 63	680 37	-47 74	ST	Y
473 4100 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008	4 5%	01/01/2038	- 3128M6T73	- MINOR = 35			
SOLD		10/15/2012	473 41				
ACQ 473 4100		07/09/2012	473 41	509 14	-35 73	ST	Y
577.8200 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008	4 5%	01/01/2038	- 3128M6T73	- MINOR = 35			
SOLD		11/15/2012	577 82				
ACQ 577 8200		07/09/2012	577 82	621 43	-43 61	ST	Y
475 7400 FEDERAL HOME LOAN MTG CORP POOL #G04774 DTD 10/01/2008	4 5%	01/01/2038	- 3128M6T73	- MINOR = 35			
SOLD		12/17/2012	475 74				
ACQ 475 7400		07/09/2012	475 74	511 64	-35 90	ST	Y
463 9200 FEDERAL HOME LOAN MTG CORP POOL #G05408 DTD 04/01/2009	5%	12/01/2036	- 3128M7KV7	- MINOR = 35			
SOLD		08/15/2012	463 92				
ACQ 463 9200		07/09/2012	463 92	502 70	-38 78	ST	Y
483 7600 FEDERAL HOME LOAN MTG CORP POOL #G05408 DTD 04/01/2009	5%	12/01/2036	- 3128M7KV7	- MINOR = 35			
SOLD		09/17/2012	483 76				
ACQ 483 7600		07/09/2012	483 76	524 20	-40 44	ST	Y
446 4700 FEDERAL HOME LOAN MTG CORP POOL #G05408 DTD 04/01/2009	5%	12/01/2036	- 3128M7KV7	- MINOR = 35			
SOLD		10/15/2012	446 47				
ACQ 446 4700		07/09/2012	446 47	483 79	-37 32	ST	Y
459 0500 FEDERAL HOME LOAN MTG CORP POOL #G05408 DTD 04/01/2009	5%	12/01/2036	- 3128M7KV7	- MINOR = 35			
SOLD		11/15/2012	459 05				
ACQ 459 0500		07/09/2012	459 05	497 42	-38 37	ST	Y
426 6100 FEDERAL HOME LOAN MTG CORP POOL #G05408 DTD 04/01/2009	5%	12/01/2036	- 3128M7KV7	- MINOR = 35			
SOLD		12/17/2012	426 61				
ACQ 426 6100		07/09/2012	426 61	462 27	-35 66	ST	Y
204 4900 FEDERAL HOME LOAN MTGE CORP POOL #A95575 DTD 12/01/2010	4%	12/01/2040	- 312944FQ9	- MINOR = 35			
SOLD		08/15/2012	204 49				
ACQ 204 4900		07/09/2012	204 49	220 21	-15 72	ST	Y
289 7900 FEDERAL HOME LOAN MTGE CORP POOL #A95575 DTD 12/01/2010	4%	12/01/2040	- 312944FQ9	- MINOR = 35			
SOLD		09/17/2012	289 79				
ACQ 289 7900		07/09/2012	289 79	312 07	-22 28	ST	Y
133 9400 FEDERAL HOME LOAN MTGE CORP POOL #A95575 DTD 12/01/2010	4%	12/01/2040	- 312944FQ9	- MINOR = 35			
SOLD		10/15/2012	133 94				
ACQ 133 9400		07/09/2012	133 94	144 24	-10 30	ST	Y
235 6900 FEDERAL HOME LOAN MTGE CORP POOL #A95575 DTD 12/01/2010	4%	12/01/2040	- 312944FQ9	- MINOR = 35			
SOLD		11/15/2012	235 69				
ACQ 235 6900		07/09/2012	235 69	253.81	-18.12	ST	Y
221.8300 FEDERAL HOME LOAN MTGE CORP POOL #A95575 DTD 12/01/2010	4%	12/01/2040	- 312944FQ9	- MINOR = 35			
SOLD		12/17/2012	221 83				
ACQ 221 8300		07/09/2012	221 83	238 88	-17 05	ST	Y
285.6100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ4087 DTD 10/01/2011	3%	10/01/2026	- 3138AVRHO	- MINOR = 35			
SOLD		08/27/2012	285 61				
ACQ 285 6100		07/09/2012	285 61	300.47	-14.86	ST	Y
431.3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ4087 DTD 10/01/2011	3%	10/01/2026	- 3138AVRHO	- MINOR = 35			
SOLD		09/25/2012	431 35				
ACQ 431 3500		07/09/2012	431 35	453.79	-22 44	ST	Y

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012*

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 88
RUN 04/18/2013
04.23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
268 9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ4087 DTD 10/01/2011 3% 10/01/2026 - 3138AVRHO - MINOR = 35							
SOLD		10/25/2012	268 99				
ACQ	268 9900	07/09/2012	268 99	282.99	-14 00	ST	Y
346 9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ4087 DTD 10/01/2011 3% 10/01/2026 - 3138AVRHO - MINOR = 35							
SOLD		11/26/2012	346 99				
ACQ	346 9900	07/09/2012	346 99	365 04	-18 05	ST	Y
353 5900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AJ4087 DTD 10/01/2011 3% 10/01/2026 - 3138AVRHO - MINOR = 35							
SOLD		12/26/2012	353 59				
ACQ	353 5900	07/09/2012	353 59	371 99	-18 40	ST	Y
367 4800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0471 DTD 06/01/2011 5 5% 07/01/2025 - 3138EGQZ0 - MINOR = 35							
SOLD		08/27/2012	367 48				
ACQ	367 4800	07/09/2012	367 48	402 39	-34 91	ST	Y
435 9500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0471 DTD 06/01/2011 5 5% 07/01/2025 - 3138EGQZ0 - MINOR = 35							
SOLD		09/25/2012	435 95				
ACQ	435 9500	07/09/2012	435 95	477 36	-41 41	ST	Y
299 9100 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0471 DTD 06/01/2011 5 5% 07/01/2025 - 3138EGQZ0 - MINOR = 35							
SOLD		10/25/2012	299 91				
ACQ	299 9100	07/09/2012	299 91	328 40	-28 49	ST	Y
433 9000 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0471 DTD 06/01/2011 5 5% 07/01/2025 - 3138EGQZ0 - MINOR = 35							
SOLD		11/26/2012	433 90				
ACQ	433 9000	07/09/2012	433 90	475 12	-41 22	ST	Y
331 9900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0471 DTD 06/01/2011 5 5% 07/01/2025 - 3138EGQZ0 - MINOR = 35							
SOLD		12/26/2012	331 99				
ACQ	331 9900	07/09/2012	331 99	363 53	-31 54	ST	Y
931 5300 FEDERAL NATIONAL MORTGAGE ASSN POOL #745275 DTD 01/01/2006 5% 02/01/2036 - 31403C6L0 - MINOR = 35							
SOLD		08/27/2012	931 53				
ACQ	931 5300	07/09/2012	931 53	1013.91	-82 38	ST	Y
1024 5700 FEDERAL NATIONAL MORTGAGE ASSN POOL #745275 DTD 01/01/2006 5% 02/01/2036 - 31403C6L0 - MINOR = 35							
SOLD		09/25/2012	1024 57				
ACQ	1024 5700	07/09/2012	1024 57	1115.18	-90 61	ST	Y
901 3900 FEDERAL NATIONAL MORTGAGE ASSN POOL #745275 DTD 01/01/2006 5% 02/01/2036 - 31403C6L0 - MINOR = 35							
SOLD		10/25/2012	901 39				
ACQ	901 3900	07/09/2012	901 39	981 11	-79 72	ST	Y
1039 5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745275 DTD 01/01/2006 5% 02/01/2036 - 31403C6L0 - MINOR = 35							
SOLD		11/26/2012	1039 52				
ACQ	1039 5200	07/09/2012	1039 52	1131 45	-91 93	ST	Y
884 4200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745275 DTD 01/01/2006 5% 02/01/2036 - 31403C6L0 - MINOR = 35							
SOLD		12/26/2012	884 42				
ACQ	884 4200	07/09/2012	884 42	962 64	-78 22	ST	Y
4001 2600 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5 5% 04/01/2036 - 31403DDX4 - MINOR = 35							
SOLD		08/27/2012	4001 26				
ACQ	4001 2600	07/09/2012	4001 26	4405 14	-403 88	ST	Y
4100 3700 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5 5% 04/01/2036 - 31403DDX4 - MINOR = 35							
SOLD		09/25/2012	4100 37				
ACQ	4100 3700	07/09/2012	4100 37	4514 25	-413 88	ST	Y
3301 8600 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5 5% 04/01/2036 - 31403DDX4 - MINOR = 35							
SOLD		10/25/2012	3301 86				
ACQ	3301 8600	07/09/2012	3301 86	3635 14	-333 28	ST	Y
3861 7200 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5 5% 04/01/2036 - 31403DDX4 - MINOR = 35							
SOLD		11/26/2012	3861 72				
ACQ	3861 7200	07/09/2012	3861 72	4251 51	-389 79	ST	Y
3577 4100 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5 5% 04/01/2036 - 31403DDX4 - MINOR = 35							
SOLD		12/26/2012	3577 41				
ACQ	3577 4100	07/09/2012	3577 41	3938 50	-361.09	ST	Y
546 0500 FEDERAL NATIONAL MORTGAGE ASSN POOL #889280 DTD 03/01/2008 5% 04/01/2023 - 31410G6R9 - MINOR = 35							
SOLD		08/27/2012	546 05				
ACQ	546 0500	07/09/2012	546 05	592 46	-46.41	ST	Y
427 2900 FEDERAL NATIONAL MORTGAGE ASSN POOL #889280 DTD 03/01/2008 5% 04/01/2023 - 31410G6R9 - MINOR = 35							
SOLD		09/25/2012	427 29				
ACQ	427 2900	07/09/2012	427 29	463 61	-36 32	ST	Y
397 0700 FEDERAL NATIONAL MORTGAGE ASSN POOL #889280 DTD 03/01/2008 5% 04/01/2023 - 31410G6R9 - MINOR = 35							
SOLD		10/25/2012	397 07				
ACQ	397 0700	07/09/2012	397 07	430.82	-33 75	ST	Y
447 5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #889280 DTD 03/01/2008 5% 04/01/2023 - 31410G6R9 - MINOR = 35							
SOLD		11/26/2012	447 58				
ACQ	447 5800	07/09/2012	447 58	485 63	-38.05	ST	Y
418 2600 FEDERAL NATIONAL MORTGAGE ASSN POOL #889280 DTD 03/01/2008 5% 04/01/2023 - 31410G6R9 - MINOR = 35							
SOLD		12/26/2012	418 26				
ACQ	418 2600	07/09/2012	418 26	453 81	-35.55	ST	Y
835 8100 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3 5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		08/27/2012	835 81				
ACQ	835 8100	07/09/2012	835 81	886 22	-50 41	ST	Y
954 6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3 5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		09/25/2012	954 64				
ACQ	954 6400	07/09/2012	954 64	1012 22	-57 58	ST	Y
866 5000 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3 5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		10/25/2012	866 50				
ACQ	866 5000	07/09/2012	866 50	918 76	-52 26	ST	Y
911 8000 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3 5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		11/26/2012	911 80				
ACQ	911 8000	07/09/2012	911 80	966 79	-54 99	ST	Y
817 1900 FEDERAL NATIONAL MORTGAGE ASSN POOL #890396 DTD 11/01/2011 3 5% 10/01/2026 - 31410LGD8 - MINOR = 35							
SOLD		12/26/2012	817 19				
ACQ	817 1900	07/09/2012	817 19	866.48	-49 29	ST	Y

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 89

RUN 04/18/2013
04 23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1125.5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		08/27/2012	1125 52				
ACQ	1125 5200	07/09/2012	1125 52	1201 49	-75 97	ST	Y
1364 2300 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		09/25/2012	1364 23				
ACQ	1364.2300	07/09/2012	1364 23	1456 32	-92 09	ST	Y
1118 3800 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		10/25/2012	1118 38				
ACQ	1118 3800	07/09/2012	1118 38	1193 87	-75 49	ST	Y
994 9100 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		11/26/2012	994 91				
ACQ	994 9100	07/09/2012	994 91	1062 07	-67 16	ST	Y
1020 2600 FEDERAL NATIONAL MORTGAGE ASSN POOL #930636 DTD 03/01/2009 4% 03/01/2024 - 31412N4V5 - MINOR = 35							
SOLD		12/26/2012	1020 26				
ACQ	1020.2600	07/09/2012	1020 26	1089 13	-68 87	ST	Y
922 5100 FEDERAL NATIONAL MORTGAGE ASSN POOL #995094 DTD 11/01/2008 4 5% 11/01/2035 - 31416BNK0 - MINOR = 35							
SOLD		08/27/2012	922 51				
ACQ	922 5100	07/09/2012	922 51	998 62	-76 11	ST	Y
1059.8700 FEDERAL NATIONAL MORTGAGE ASSN POOL #995094 DTD 11/01/2008 4 5% 11/01/2035 - 31416BNK0 - MINOR = 35							
SOLD		09/25/2012	1059 87				
ACQ	1059 8700	07/09/2012	1059 87	1147 31	-87 44	ST	Y
1073 9600 FEDERAL NATIONAL MORTGAGE ASSN POOL #995094 DTD 11/01/2008 4 5% 11/01/2035 - 31416BNK0 - MINOR = 35							
SOLD		10/25/2012	1073 96				
ACQ	1073 9600	07/09/2012	1073 96	1162 56	-88 60	ST	Y
1016 5800 FEDERAL NATIONAL MORTGAGE ASSN POOL #995094 DTD 11/01/2008 4 5% 11/01/2035 - 31416BNK0 - MINOR = 35							
SOLD		11/26/2012	1016 58				
ACQ	1016.5800	07/09/2012	1016 58	1100 45	-83 87	ST	Y
1206 7600 FEDERAL NATIONAL MORTGAGE ASSN POOL #995094 DTD 11/01/2008 4 5% 11/01/2035 - 31416BNK0 - MINOR = 35							
SOLD		12/26/2012	1206 76				
ACQ	1206 7600	07/09/2012	1206 76	1306 32	-99 56	ST	Y
477 0600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35							
SOLD		08/27/2012	477 06				
ACQ	477 0600	07/09/2012	477 06	510 75	-33 69	ST	Y
574 5200 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35							
SOLD		09/25/2012	574 52				
ACQ	574 5200	07/09/2012	574 52	615 10	-40 58	ST	Y
445 0800 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35							
SOLD		10/25/2012	445 08				
ACQ	445 0800	07/09/2012	445 08	476 51	-31 43	ST	Y
364 2400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35							
SOLD		11/26/2012	364 24				
ACQ	364 2400	07/09/2012	364 24	389 96	-25 72	ST	Y
422 0900 FEDERAL NATIONAL MORTGAGE ASSN POOL #AB3416 DTD 07/01/2011 4% 08/01/2041 - 31416YYN2 - MINOR = 35							
SOLD		12/26/2012	422 09				
ACQ	422 0900	07/09/2012	422 09	451 90	-29 81	ST	Y
2090 5400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0028 DTD 05/01/2010 6% 10/01/2039 - 31419AA64 - MINOR = 35							
SOLD		08/27/2012	2090 54				
ACQ	2090 5400	07/09/2012	2090 54	2304 82	-214 28	ST	Y
1847 3500 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0028 DTD 05/01/2010 6% 10/01/2039 - 31419AA64 - MINOR = 35							
SOLD		09/25/2012	1847 35				
ACQ	1847 3500	07/09/2012	1847 35	2036 70	-189 35	ST	Y
1399 6400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0028 DTD 05/01/2010 6% 10/01/2039 - 31419AA64 - MINOR = 35							
SOLD		10/25/2012	1399 64				
ACQ	1399 6400	07/09/2012	1399 64	1543 10	-143 46	ST	Y
1911 9400 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0028 DTD 05/01/2010 6% 10/01/2039 - 31419AA64 - MINOR = 35							
SOLD		11/26/2012	1911 94				
ACQ	1911 9400	07/09/2012	1911 94	2107 91	-195 97	ST	Y
1667 4600 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0028 DTD 05/01/2010 6% 10/01/2039 - 31419AA64 - MINOR = 35							
SOLD		12/26/2012	1667 46				
ACQ	1667 4600	07/09/2012	1667 46	1838 38	-170 92	ST	Y
160 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 456							
SOLD		02/07/2012	3044 93				
ACQ	160 0000	03/24/2010	3044 93	3002 85	42 08	LT15	Y
4140 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 456							
SOLD		06/25/2012	80446 67				
ACQ	1250 0000	05/16/1989	24289 45	5402 60	18886 85	LT15	Y
	2470 0000	03/24/2010	47995 96	46356 46	1639 50	LT15	Y
	260 0000	06/28/2010	5052 21	3944 07	1108 14	LT15	Y
	160 0000	05/24/2011	3109 05	3076 69	32 36	LT15	
170 0000 GENERAL ELEC CO COM - 369604103 - MINOR = 456							
SOLD		11/28/2012	3571 63				
ACQ	80 0000	05/16/1989	1680 77	345 77	1335 00	LT15	Y
	90 0000	08/29/2011	1890 86	1441 80	449 06	LT15	
110 0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 31001							
SOLD		06/25/2012	10062 03				
ACQ	30 0000	06/28/2010	2744 19	4127 70	-1383 51	LT15	Y
	40 0000	04/01/2011	3658 92	6460 00	-2801 08	LT15	
	30 0000	04/28/2011	2744 19	4517 40	-1773 21	LT15	
	10 0000	05/24/2011	914 73	1361 20	-446 47	LT15	
390 0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 31001							
SOLD		11/28/2012	46007 34				
ACQ	300 0000	03/31/2009	35390 26	32166 83	3223 43	LT15	Y
	20 0000	05/24/2011	2359 35	2722 40	-363 05	LT15	
	30 0000	08/29/2011	3539 03	3457 20	81 83	LT15	
	40 0000	12/09/2011	4718 70	4086 00	632 70	ST	

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 90

RUN 04/18/2013
04 23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR. 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
30 0000 GOOGLE INC CL A - 38259P508 - MINOR = 3101							
SOLD		06/25/2012	16767 82				
ACQ	30 0000	01/25/2011	16767 82	18587 18	-1819 36	LT15	
30 0000 GOOGLE INC CL A - 38259P508 - MINOR = 3101							
SOLD		11/28/2012	20301 74				
ACQ	30 0000	01/25/2011	20301 74	18587 17	1714 57	LT15	
1530 0000 HALLIBURTON CO - 406216101 - MINOR = 50							
SOLD		06/25/2012	41065 03				
ACQ	1200 0000	03/31/2009	32207 87	18840 00	13367 87	LT15	Y
	50 0000	05/24/2011	1341 99	2386 00	-1044 01	LT15	
	280 0000	12/09/2011	7515 17	9525.46	-2010 29	ST	
480 0000 HASBRO INC - 418056107 - MINOR = 50							
SOLD		06/25/2012	15908 28				
ACQ	480 0000	08/29/2011	15908 28	18049 63	-2141 35	ST	
1080 0000 HASBRO INC - 418056107 - MINOR = 50							
SOLD		11/28/2012	41363 07				
ACQ	910 0000	08/29/2011	34852 22	34219 10	633 12	LT15	
	170 0000	02/07/2012	6510 85	6208.39	302 46	ST	
60 0000 HJ HEINZ CO - 423074103 - MINOR = 50							
SOLD		11/28/2012	3469 72				
ACQ	60 0000	06/25/2012	3469 72	3196 77	272 95	ST	
904 0000 HESS CORPORATION - 42809H107 - MINOR = 50							
SOLD		02/07/2012	56288 82				
ACQ	354.0000	06/01/2009	22042 30	24433 68	-2391 38	LT15	Y
	310 0000	01/11/2010	19302 58	20196 50	-893 92	LT15	Y
	70 0000	03/24/2010	4358 65	4317.50	41 15	LT15	Y
	80 0000	05/24/2011	4981 31	6216 80	-1235 49	ST	
	20 0000	06/21/2011	1245 33	1432 40	-187 07	ST	
	70.0000	08/29/2011	4358 65	4020 10	338 55	ST	
605 6830 HIGH MARK GENEVA MID CAP GROWTH FD CL FI - 431113505 - MINOR = 62							
SOLD		11/28/2012	14681 76				
ACQ	605 6830	06/28/2012	14681 76	14021 56	660 20	ST	
400 0000 HOSPIRA INC - 441060100 - MINOR = 50							
SOLD		06/25/2012	13295 74				
ACQ	400 0000	07/13/1989	13295 74	1903 97	11391 77	LT15	Y
720 0000 INTEL CORP COM - 458140100 - MINOR = 457							
SOLD		06/25/2012	18605 46				
ACQ	550 0000	04/10/2001	14212 50	13431 00	781 50	LT15	Y
	170 0000	02/26/2011	4392 96	4682 88	-289 92	LT15	
1500 0000 INTERNATIONAL BUSINESS MACHS COM - 459200101 - MINOR = 31001							
SOLD		06/25/2012	288983 37				
ACQ	1500 0000	01/11/1985	288983 37	46636 87	242346 50	LT15	Y
4240 0000 JP MORGAN CHASE & CO COM - 46625H100 - MINOR = 31001							
SOLD		06/25/2012	148270 32				
ACQ	270 0000	01/01/1971	9441 74	686.57	8755 17	LT15	Y
	3700 0000	05/12/1978	129386 84	12147.82	117239 02	LT15	Y
	140 0000	10/21/2010	4895 72	5298.62	-402 90	LT15	Y
	130 0000	05/24/2011	4546 02	5523.51	-977 49	LT15	
90 0000 JP MORGAN CHASE & CO COM - 46625H100 - MINOR = 31001							
SOLD		11/28/2012	3637 80				
ACQ	90 0000	01/01/1971	3637 80	228 86	3408 94	LT15	Y
2000 0000 J P MORGAN CHASE & CO DTD 04/23/09 6 3% - 46625HHL7 - MINOR = 45							
SOLD		10/04/2012	2473 30				
ACQ	2000 0000	07/09/2012	2473 30	2377.40	95 90	ST	Y
330 0000 JOHNSON & JOHNSON COM - 478160104 - MINOR = 31001							
SOLD		06/25/2012	21898 33				
ACQ	250 0000	04/09/2007	16589 64	15397 50	1192 14	LT15	Y
	80 0000	12/17/2010	5308 69	4978 40	330 29	LT15	Y
40 0000 JOHNSON & JOHNSON COM - 478160104 - MINOR = 31001							
SOLD		11/28/2012	2764 33				
ACQ	40 0000	04/09/2007	2764 33	2463 60	300 73	LT15	Y
350 0000 JOHNSON CTLS INC COM - 478366107 - MINOR = 50							
SOLD		06/25/2012	9222 32				
ACQ	350 0000	02/07/2012	9222 32	11584 76	-2362 44	ST	
90 0000 JOHNSON CTLS INC COM - 478366107 - MINOR = 50							
SOLD		11/28/2012	2450 64				
ACQ	90 0000	02/07/2012	2450 64	2978 94	-528 30	ST	
170 0000 JUNIPER NETWORKS - 48203R104 - MINOR = 50							
SOLD		02/07/2012	3921 82				
ACQ	170 0000	06/28/2010	3921 82	4073.18	-151 36	LT15	Y
1440 0000 JUNIPER NETWORKS - 48203R104 - MINOR = 50							
SOLD		11/28/2012	25127 43				
ACQ	480 0000	03/31/2009	8375 81	7328 21	1047 60	LT15	Y
	110 0000	06/28/2010	1919 46	2635 59	-716 13	LT15	Y
	120 0000	04/28/2011	2093 95	4609 20	-2515 25	LT15	
	300 0000	06/21/2011	5234 88	9147 00	-3912 12	LT15	
	430 0000	08/29/2011	7503 33	9300 86	-1797 53	LT15	
200 0000 LABORATORY CORP AMER HLDGS COM NEW - 50540R409 - MINOR = 50							
SOLD		06/25/2012	17635 64				
ACQ	200 0000	10/18/2011	17635 64	16335 28	1300 36	ST	
130 0000 MATTEL INC - 577081102 - MINOR = 50							
SOLD		02/07/2012	4178 10				
ACQ	130 0000	10/21/2010	4178 10	2973 05	1205 05	LT15	Y

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 91

RUN 04/18/2013
04 23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
650.0000 MATTEL INC - 577081102 - MINOR = 50							
SOLD		06/25/2012	20540 50				
ACQ 650 0000		10/21/2010	20540 50	14865 24	5675 26	LT15	Y
1130 0000 MATTEL INC - 577081102 - MINOR = 50							
SOLD		11/28/2012	41284 64				
ACQ 1130.0000		10/21/2010	41284 64	25842 66	15441 98	LT15	Y
1260 0000 MCGRAW HILL COS INC COM - 580645109 - MINOR = 3101							
SOLD		06/25/2012	53347 83				
ACQ 1060 0000		03/24/2010	44879 92	37858 64	7021 28	LT15	Y
200 0000		05/28/2010	8467 91	5609 98	2857.93	LT15	Y
2290.0000 MERCK & CO INC NEW - 58933Y105 - MINOR = 50							
SOLD		06/25/2012	90888 06				
ACQ 830 0000		04/29/1983	32941 96	1171 73	31770 23	LT15	Y
1130 0000		10/21/2010	44848 69	41821 30	3027 39	LT15	Y
60 0000		12/17/2010	2381 35	2174 40	206 95	LT15	Y
270 0000		04/01/2011	10716 06	8996.37	1719 69	LT15	
80.0000 MERCK & CO INC NEW - 58933Y105 - MINOR = 50							
SOLD		11/28/2012	3532 72				
ACQ 80 0000		04/29/1983	3532 72	112 94	3419 78	LT15	Y
1000 0000 MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6 875% 04/25/2018 - 59018YN64 - MINOR = 45							
SOLD		10/04/2012	1204 11				
ACQ 1000 0000		07/09/2012	1204 11	1140 41	63 70	ST	Y
1000 0000 MERRILL LYNCH & CO 6 11% 01/29/2037 - 59022CAJ2 - MINOR = 45							
SOLD		10/04/2012	1067 17				
ACQ 1000 0000		07/09/2012	1067 17	983 49	83 68	ST	Y
280 0000 METLIFE INC - 59156R108 - MINOR = 50							
SOLD		06/25/2012	8122 61				
ACQ 280 0000		02/07/2012	8122 61	10567 68	-2445 07	ST	
110 0000 METLIFE INC - 59156R108 - MINOR = 50							
SOLD		11/28/2012	3593 72				
ACQ 110.0000		02/07/2012	3593 72	4151 59	-557 87	ST	
290.0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 50							
SOLD		06/25/2012	22529 62				
ACQ 270.0000		07/02/2009	20975 85	19749 58	1226 27	LT15	Y
20 0000		03/24/2010	1553 77	1467 97	85 80	LT15	Y
40 0000 MONSANTO CO NEW COM - 61166W101 - MINOR = 50							
SOLD		11/28/2012	3639 51				
ACQ 40 0000		07/02/2009	3639 51	2925 86	713 65	LT15	Y
1000.0000 MORGAN STANLEY SERIES MTN DTD 9/23/09 5 - 61747YCJ2 - MINOR = 45							
SOLD		10/04/2012	1104 27				
ACQ 1000 0000		07/09/2012	1104 27	1000 08	104 19	ST	Y
400 0000 NEXTERA ENERGY, INC. - 65339F101 - MINOR = 50							
SOLD		06/25/2012	26729 40				
ACQ 400 0000		10/21/2010	26729 40	22436 00	4293 40	LT15	Y
20 0000 NEXTERA ENERGY, INC - 65339F101 - MINOR = 50							
SOLD		11/28/2012	1343 76				
ACQ 20 0000		10/21/2010	1343 76	1121.80	221 96	LT15	Y
280.0000 NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHED EXP 9/26/2010 - 655844108 - MINOR = 50							
SOLD		06/25/2012	19213 19				
ACQ 280 0000		03/31/2009	19213 19	9523 87	9689 32	LT15	Y
520 0000 NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHED EXP 9/26/2010 - 655844108 - MINOR = 50							
SOLD		11/28/2012	30502 56				
ACQ 440 0000		03/31/2009	25809 86	14966 07	10843 79	LT15	Y
80 0000		02/07/2012	4692 70	5771 12	-1078 42	ST	
90.0000 OCCIDENTAL PETROLEUM CORP - 674599105 - MINOR = 50							
SOLD		06/25/2012	6964 05				
ACQ 90 0000		02/07/2012	6964 05	9407 11	-2443 06	ST	
660 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010							
SOLD		06/25/2012	18156 26				
ACQ 660 0000		04/10/2001	18156 26	9675 60	8480 66	LT15	Y
110 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010							
SOLD		11/28/2012	3461 63				
ACQ 110 0000		04/10/2001	3461 63	1612 60	1849.03	LT15	Y
330 0000 PEPSICO INC COM - 713448108 - MINOR = SDE							
SOLD		06/25/2012	22654.01				
ACQ 190 0000		03/31/2009	13043 22	9923 36	3119 86	LT15	Y
60 0000		12/17/2010	4118 91	3946 20	172 71	LT15	Y
80 0000		04/01/2011	5491 88	5202 40	289 48	LT15	
30 0000 PEPSICO INC COM - 713448108 - MINOR = SDE							
SOLD		11/28/2012	2111 95				
ACQ 30 0000		03/31/2009	2111 95	1566.85	545 10	LT15	Y
1000 0000 PETROBRAS INTL FIN CO DTD 10/30/09 5 75% - 71645WAP6 - MINOR = 45							
SOLD		10/04/2012	1154 65				
ACQ 1000 0000		07/09/2012	1154 65	1120.97	33 68	ST	Y
180.0000 PRAXAIR INC COM - 74005P104 - MINOR = 31000							
SOLD		06/25/2012	18654 80				
ACQ 180.0000		08/29/2011	18654 80	17318 38	1336 42	ST	
30 0000 PRAXAIR INC COM - 74005P104 - MINOR = 31000							
SOLD		11/28/2012	3192 52				
ACQ 30 0000		08/29/2011	3192 52	2886 40	306 12	LT15	
290.0000 PROCTER & GAMBLE CO - 742718109							
SOLD		06/25/2012	17228 54				
ACQ 160 0000		03/31/2009	9505 40	7609 31	1896 09	LT15	Y
130 0000		04/01/2011	7723 14	8091 14	-368 00	LT15	

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 92

RUN 04/18/2013
04 23:08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
60 0000 PROCTER & GAMBLE CO - 742718109							
SOLD		11/28/2012	4167 50				
ACQ	60 0000	03/31/2009	4167 50	2853 49	1314 01	LT15	Y
120 0000 PRUDENTIAL FINANCIAL INC - 744320102 - MINOR = 50							
SOLD		02/07/2012	7250 24				
ACQ	120 0000	10/21/2010	7250 24	6531 59	718 65	LT15	Y
140 0000 PRUDENTIAL FINANCIAL INC - 744320102 - MINOR = 50							
SOLD		06/25/2012	6371 26				
ACQ	80 0000	03/31/2009	3640 72	1514 39	2126 33	LT15	Y
	40 0000	10/21/2010	1820 36	2177 19	-356 83	LT15	Y
	20 0000	05/24/2011	910 18	1235 60	-325 42	LT15	
70 0000 PRUDENTIAL FINANCIAL INC - 744320102 - MINOR = 50							
SOLD		11/28/2012	3595 81				
ACQ	70 0000	08/29/2011	3595 81	3497 13	98 68	LT15	
90 0000 QUALCOMM INC - 747525103 - MINOR = 3101							
SOLD		02/07/2012	5524 07				
ACQ	90 0000	03/24/2010	5524 07	3621 60	1902 47	LT15	Y
220 0000 QUALCOMM INC - 747525103 - MINOR = 3101							
SOLD		06/25/2012	11824 75				
ACQ	120 0000	03/31/2009	6449 86	4724 18	1725 68	LT15	Y
	100 0000	03/24/2010	5374 89	4024 00	1350 89	LT15	Y
60 0000 QUALCOMM INC - 747525103 - MINOR = 3101							
SOLD		11/28/2012	3731 91				
ACQ	60 0000	03/31/2009	3731 91	2362.09	1369 82	LT15	Y
110 0000 SCHLUMBERGER LTD - 806857108 - MINOR = 50							
SOLD		06/25/2012	6613 38				
ACQ	50 0000	03/31/2009	3006 08	2052 91	953 17	LT15	Y
	30 0000	04/28/2011	1803 65	2670.00	-866 35	LT15	
	30 0000	05/24/2011	1803 65	2506 80	-703 15	LT15	
60 0000 SCHLUMBERGER LTD - 806857108 - MINOR = 50							
SOLD		11/28/2012	4221 50				
ACQ	60 0000	03/31/2009	4221 50	2463 49	1758.01	LT15	Y
4500 0000 SPRINT CORP - 852061100 - MINOR = 50							
SOLD		06/25/2012	13544 69				
ACQ	3000 0000	12/20/1983	9029 79	10697 00	-1667 21	LT15	Y
	1500 0000	12/20/1983	4514 90	0 91	4513 99	LT15	Y
920 0000 STAPLES INC - 855030102 - MINOR = 50							
SOLD		06/25/2012	11297 43				
ACQ	920 0000	03/24/2010	11297 43	21853 86	-10556 43	LT15	Y
2900 0000 STAPLES INC - 855030102 - MINOR = 50							
SOLD		11/28/2012	34277 22				
ACQ	1410 0000	03/24/2010	16665 82	33493 42	-16827 60	LT15	Y
	110 0000	08/10/2010	1300 17	2191 19	-891 02	LT15	Y
	590 0000	04/01/2011	6973 64	11729 20	-4755 56	LT15	
	390 0000	05/24/2011	4609 70	6668.81	-2059 11	LT15	
	150 0000	06/21/2011	1772 96	2321.93	-548 97	LT15	
	250 0000	02/07/2012	2954 93	3752.38	-797 45	ST	
1280 0000 STATE STREET CORP COM - 857477103 - MINOR = 50							
SOLD		02/07/2012	53374 07				
ACQ	960 0000	01/11/2010	40030 55	42835.20	-2804 65	LT15	Y
	160 0000	06/28/2010	6671 76	5638.40	1033 36	LT15	Y
	20 0000	05/24/2011	833 97	901 80	-67 83	ST	
	140 0000	08/29/2011	5837 79	4897 13	940 66	ST	
60 0000 STRYKER CORP - 863667101 - MINOR = 50							
SOLD		02/07/2012	3314 33				
ACQ	60 0000	08/10/2010	3314 33	2853 60	460.73	LT15	Y
340 0000 STRYKER CORP - 863667101 - MINOR = 50							
SOLD		06/25/2012	18241 61				
ACQ	330 0000	03/31/2009	17705 09	11325 00	6380 09	LT15	Y
	10 0000	08/10/2010	536 52	475 60	60 92	LT15	Y
30 0000 STRYKER CORP - 863667101 - MINOR = 50							
SOLD		11/28/2012	1630 46				
ACQ	30 0000	08/29/2011	1630 46	1445 70	184 76	LT15	
60 0000 TARGET CORP COM - 87612E106 - MINOR = 31000							
SOLD		11/28/2012	3757 11				
ACQ	60 0000	06/25/2012	3757 11	3441 59	315 52	ST	
12000 0000 TELEFONICA EMISIONES SAU DTD 02/16/2011 - 87938WAP8 - MINOR = 45							
SOLD		09/11/2012	11685 00				
ACQ	12000 0000	07/09/2012	11685 00	10965 50	719 50	ST	Y
2000 0000 TELEFONICA EMISIONES SAU DTD 02/16/2011 - 87938WAP8 - MINOR = 45							
SOLD		09/12/2012	1970 00				
ACQ	2000 0000	07/09/2012	1970 00	1827 64	142 36	ST	Y
70 0000 TEVA PHARMACEUTICAL INDS SPONS ADR - 881624209 - MINOR = 55							
SOLD		02/07/2012	3154 13				
ACQ	10 0000	06/28/2010	450 59	515 70	-65 11	LT15	Y
	60 0000	12/17/2010	2703 54	3123 60	-420 06	LT15	Y
320 0000 TEVA PHARMACEUTICAL INDS SPONS ADR - 881624209 - MINOR = 55							
SOLD		06/25/2012	12774 13				
ACQ	60 0000	06/28/2010	2395 15	3094 20	-699 05	LT15	Y
	60 0000	08/10/2010	2395 15	3009.00	-613 85	LT15	Y
	80 0000	04/01/2011	3193 53	4051 20	-857 66	LT15	
	120 0000	04/28/2011	4790 30	5575.16	-784 86	LT15	
900.0000 TEVA PHARMACEUTICAL INDS SPONS ADR - 881624209 - MINOR = 55							
SOLD		11/28/2012	36179 18				
ACQ	870 0000	03/31/2009	34973 21	39279.45	-4306 24	LT15	Y
	30 0000	08/29/2011	1205 97	1215.60	-9 63	LT15	

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 93

RUN 04/18/2013
04 23 08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
80 0000 TEXAS INSTRS INC - 882508104 - MINOR = 50							
SOLD		02/07/2012	2672 74				
ACQ 80 0000	80 0000	04/01/2011	2672 74	2768 46	-95 72	ST	
370 0000 TEXAS INSTRS INC - 882508104 - MINOR = 50							
SOLD		06/25/2012	9993 51				
ACQ 370.0000	370.0000	04/01/2011	9993 51	12804 11	-2810 60	LT15	
120 0000 TEXAS INSTRS INC - 882508104 - MINOR = 50							
SOLD		11/28/2012	3551 98				
ACQ 120.0000	120.0000	04/01/2011	3551 98	4152 68	-600 70	LT15	
190 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 50							
SOLD		02/07/2012	10584 69				
ACQ 70 0000	70 0000	03/31/2009	3899 62	2506 48	1393 14	LT15	Y
120 0000	120 0000	08/10/2010	6685 07	5488 30	1196 77	LT15	Y
250 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 50							
SOLD		06/25/2012	12442 25				
ACQ 250 0000	250 0000	03/31/2009	12442 25	8951.72	3490 53	LT15	Y
170 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 50							
SOLD		11/28/2012	10595 88				
ACQ 140 0000	140 0000	03/31/2009	8726 02	5012.97	3713 05	LT15	Y
30 0000	30 0000	08/29/2011	1869 86	1638.60	231 26	LT15	Y
1393 4270 THORNBURG INTL VALUE FD CL I #209 - 885215566 - MINOR = 64							
SOLD		11/28/2012	37887 28				
ACQ 1393 4270	1393 4270	06/28/2012	37887 28	34222 57	3664 71	ST	
240 0000 3M CO COM - 88579Y101 - MINOR = SBW							
SOLD		06/25/2012	20605 95				
ACQ 180 0000	180 0000	03/31/2009	15454 46	9041 40	6413 06	LT15	Y
60 0000	60 0000	12/17/2010	5151 49	5176 20	-24 71	LT15	Y
40.0000 3M CO COM - 88579Y101 - MINOR = SBW							
SOLD		11/28/2012	3633 91				
ACQ 40 0000	40 0000	03/31/2009	3633 91	2009 20	1624 71	LT15	Y
350 0000 TRAVELERS COMPANIES, INC - 89417E109 - MINOR = 50							
SOLD		06/25/2012	21776 55				
ACQ 310.0000	310.0000	03/31/2009	19287 80	12394 67	6893 13	LT15	Y
40 0000	40 0000	12/17/2010	2488 75	2208 00	280 75	LT15	Y
50 0000 TRAVELERS COMPANIES, INC - 89417E109 - MINOR = 50							
SOLD		11/28/2012	3531 92				
ACQ 50 0000	50 0000	03/31/2009	3531 92	1999.14	1532 78	LT15	Y
13000 0000 UNITED STATES TREASURY N/B DTD 08/16/201 - 912828NU0 - MINOR = 30							
SOLD		12/10/2012	13050 78				
ACQ 13000 0000	13000 0000	07/09/2012	13050 78	13072.62	-21 84	ST	Y
13000 0000 UNITED STATES TREASURY N/B DTD 08/16/201 - 912828NU0 - MINOR = 30							
SOLD		12/11/2012	13051 80				
ACQ 13000 0000	13000 0000	07/09/2012	13051 80	13072 61	-20 81	ST	Y
96000.0000 UNITED STATES TREASURY N/B DTD 01/18/201 - 912828PQ7 - MINOR = 30							
SOLD		12/11/2012	96828 75				
ACQ 76000 0000	76000 0000	07/09/2012	76656 09	76840 16	-184 07	ST	Y
14000 0000	14000 0000	10/04/2012	14120 86	14138 90	-18 04	ST	Y
6000 0000	6000 0000	11/29/2012	6051 80	6052 50	-0 70	ST	Y
220.0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 50							
SOLD		06/25/2012	16284 03				
ACQ 220 0000	220 0000	03/31/2009	16284 03	9596 84	6687.19	LT15	Y
260.0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 50							
SOLD		11/28/2012	20752 73				
ACQ 260 0000	260 0000	03/31/2009	20752 73	11341 72	9411 01	LT15	Y
700 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 31001							
SOLD		06/25/2012	30414 38				
ACQ 380 0000	380 0000	03/31/2009	16510 66	10915.92	5594 74	LT15	Y
270 0000	270 0000	01/11/2010	11731 26	8058 44	3672 82	LT15	Y
50 0000	50 0000	03/24/2010	2172 46	1440 75	731 71	LT15	Y
1000 0000 VERIZON COMMUNICATIONS DTD 03/28/2011 6% - 92343VAW4 - MINOR = 45							
SOLD		10/04/2012	1317 90				
ACQ 1000 0000	1000 0000	07/09/2012	1317 90	1318 87	-0 97	ST	Y
230 0000 VISA INC - CLASS A SHRS - 92826C839 - MINOR = 50							
SOLD		06/25/2012	27916 77				
ACQ 230.0000	230.0000	03/24/2010	27916 77	20579 16	7337 61	LT15	Y
60 0000 VISA INC - CLASS A SHRS - 92826C839 - MINOR = 50							
SOLD		11/28/2012	8815 60				
ACQ 20 0000	20 0000	03/24/2010	2938 53	1789 49	1149 04	LT15	Y
40 0000	40 0000	05/28/2010	5877 07	2921 60	2955 47	LT15	Y
1000 0000 WACHOVIA CORP DTD 06/08/07 5 75% 06/15/2 - 929903DT6 - MINOR = 45							
SOLD		10/04/2012	1198 65				
ACQ 1000 0000	1000 0000	07/09/2012	1198 65	1173 29	25 36	ST	Y
1680 0000 WALGREEN CO COM - 931422109 - MINOR = 5010							
SOLD		06/25/2012	48687 16				
ACQ 1180 0000	1180 0000	03/31/2009	34196 93	30812 16	3384 77	LT15	Y
260 0000	260 0000	06/28/2010	7534 92	7066 77	468 15	LT15	Y
40 0000	40 0000	08/29/2011	1159 22	1402 80	-243 58	ST	
200 0000	200 0000	02/07/2012	5796 09	6739 98	-943 89	ST	
3000 0000 WILLIAMS COS INC - 969457100 - MINOR = 50							
SOLD		06/25/2012	81958 16				
ACQ 3000 0000	3000 0000	01/18/1979	81958 16	10297 97	71660 19	LT15	Y
2038 0000 WINDSTREAM CORPORATION - 97381W104 - MINOR = 50							
SOLD		06/25/2012	19421 90				
ACQ 2038 0000	2038 0000	12/20/1983	19421 90	2767 06	16654 84	LT15	Y

ACCT 589R 2155000046
FROM 01/01/2012
TO 12/31/2012.

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
CONWOOD COMPANY CHARITABLE TRUST 2

PAGE 94

RUN 04/18/2013
04 23.08 PM

TRUST YEAR ENDING 12/31/2012

TAX PREPARER 6560
TRUST ADMINISTRATOR 748
INVESTMENT OFFICER 413

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1000 0000 WPX ENERGY INC - 98212B103 - MINOR = 50							
SOLD		06/25/2012	14398 87				
ACQ	1000 0000	01/18/1979	14398 87	2334.48	12064 39	LT15	Y
0000 SECURITIES LITIGATION SETTLEMENT PROCEEDS - LITIGATION							
SOLD		12/12/2012	15 90				
ACQ	0000		15 90	0 00	15 90	LT15	Y
CHANGED 12/31/12 DGJ							
TOTALS			3599558 44	2056309 24			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	-4620.87	0 00	1585641 00	0 00	0 00	0 00*
COVERED FROM ABOVE	-610 66	0 00	-37160 26	0 00	0.00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	15041 69			0 00
	-5231 53	0.00	1563522 43	0 00	0 00	0 00
STATE						
NONCOVERED FROM ABOVE	-4620 87	0.00	1585641 00	0 00	0 00	0 00*
COVERED FROM ABOVE	-610 66	0 00	-37160 26	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	15041 69			0 00
	-5231 53	0.00	1563522 43	0.00	0.00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
TENNESSEE	N/A	N/A

LT sales 1,548,480.74

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
-------------	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	96,677.	0.	96,677.
INTEREST	12,945.	0.	12,945.
TOTAL TO FM 990-PF, PART I, LN 4	109,622.	0.	109,622.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
-------------	-----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	780.	780.		0.
TO FORM 990-PF, PG 1, LN 16B	780.	780.		0.

FORM 990-PF	TAXES	STATEMENT	3
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,439.	1,439.		0.
TO FORM 990-PF, PG 1, LN 18	1,439.	1,439.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	2,407,037.	2,922,056.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,407,037.	2,922,056.

FORM 990-PF	CORPORATE BONDS	STATEMENT	5
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,475,187.	1,489,906.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,475,187.	1,489,906.