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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation THE MILLSAPS CHARITABLE TRUST		A Employer identification number 65-6347501
Number and street (or P O box number if mail is not delivered to street address) Room/suite		B Telephone number (see instructions) (407) 237-5724
P O BOX 1908 City or town, state, and ZIP code ORLANDO FL 32802-1908		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,841,320	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	117,817	119,344		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	77,996			
	b Gross sales price for all assets on line 6a 1,749,268				
	7 Capital gain net income (from Part IV, line 2)		77,996		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	195,813	197,340	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	34,143	17,072		17,072
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,453	1,063		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	38,596	18,135	0	17,072
	25 Contributions, gifts, grants paid	283,000			283,000
26 Total expenses and disbursements. Add lines 24 and 25	321,596	18,135	0	300,072	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-125,783				
b Net investment income (if negative, enter -0-)		179,205			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

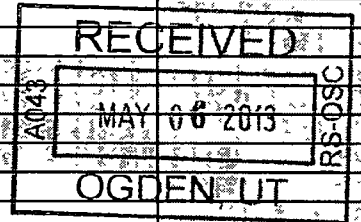
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	1,888		
	2	Savings and temporary cash investments	264,374	268,400	268,400
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)		159,745	167,067
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)		584,572	591,479
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	4,328,671	3,456,433	3,814,374	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,594,933	4,469,150	4,841,320	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	4,594,933	4,469,150	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	4,594,933	4,469,150		
31	Total liabilities and net assets/fund balances (see instructions)	4,594,933	4,469,150		

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	4,594,933
2	Enter amount from Part I, line 27a	2	-125,783
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,469,150
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,469,150

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
1b See Attached Statement				
1c See Attached Statement				
1d See Attached Statement				
1e See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any		
a				0
b				0
c				0
d				0
e				0
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	77,996
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }			3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	302,059	4,947,905	0.061048
2010	353,394	4,924,022	0.071769
2009	124,946	3,029,422	0.041244
2008	208,010	3,198,047	0.065043
2007	161,882	3,524,981	0.045924
2 Total of line 1, column (d)			2 0.285028
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.057006
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 4,833,153
5 Multiply line 4 by line 3			5 275,519
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,792
7 Add lines 5 and 6			7 277,311
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			8 300,072

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,792	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3 Add lines 1 and 2	3	1,792	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,792	
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,739	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,739	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	947	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 947 Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> FL		
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? <i>If "No," attach explanation</i>		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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (407) 237-5724 Located at ▶ P O BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A ▶ <input type="checkbox"/>			
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 ▶		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 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
 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? **7b** Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANKS, INC P O BOX 1908 ORLANDO, FL 32802-1908	TRUSTEE AS REQ'D	34,143		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ▶

Part 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	4,586,536
b	Average of monthly cash balances	1b	320,218
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,906,754
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,906,754
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	73,601
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,833,153
6	Minimum investment return. Enter 5% of line 5	6	241,658

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	241,658
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,792
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,792
3	Distributable amount before adjustments Subtract line 2c from line 1	3	239,866
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	239,866
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	239,866

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	300,072
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	300,072
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,792
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	298,280

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				239,866
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008	524			
c From 2009				
d From 2010	111,365			
e From 2011	60,142			
f Total of lines 3a through e	172,031			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 300,072				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				239,866
e Remaining amount distributed out of corpus	60,206			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	232,237			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	232,237			
10 Analysis of line 9.				
a Excess from 2008	524			
b Excess from 2009				
c Excess from 2010	111,365			
d Excess from 2011	60,142			
e Excess from 2012	60,206			

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient	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 Attached Statement				
Total			▶ 3a	283,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

THE MILLSAPS CHARITABLE TRUST

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

Recipient(s) paid during the year

Name

FAMILY CENTRAL INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 5,000

Name

FLORIDA SOUTHERN COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

WOMEN IN DISTRESS OF BROWARD

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

CHILDREN'S DIAGNOSTIC & TREATMENT

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 20,000

Name

CHRIST UNITED METHODIST CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 25,000

Name

UNITED WAY OF BROWARD

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 20,000

THE MILLSAPS CHARITABLE TRUST

65-6347501 Page 2 of 3

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

Recipient(s) paid during the year

Name

FLORIDA SOUTHERN COLLEGE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

CLASSICAL SOUTH FLORIDA

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,500

Name

FAMILY CENTRAL INC

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,000

Name

AGING & DISABILITY RESOURCE CENTER

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 5,000

Name

CARNTYNE HIGH PARISH CHURCH

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 1,500

Name

INSTITUTE FOR NURSING EXCELLENCE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL CHARITABLE PURPOSE			Amount 200,000

THE MILLSAPS CHARITABLE TRUST

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

Recipient(s) paid during the year

Name

SALVATION ARMY

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status N/A
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Purpose of grant/contribution GENERAL CHARITABLE PURPOSE	Amount 1,000
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Name

Street

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

Street

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

Street

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

Street

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

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost Other Basis and Expenses			Net Gain or Loss
											Expense of Sale and Cost of Improvements	Depreciation	Adjustments	
	Long Term CG Distributions	12,275												
	Short Term CG Distributions	0												
	Totals							1,749,268				1,671,272		77,996
1	FEDERATED STRATEGIC VAL	314172560			10/28/2010		12/17/2012	48,257	41,350					6,907
2	FEDERATED STRATEGIC VAL	314172560			7/18/2011		12/17/2012	24,189	21,183					2,996
3	FEDERATED STRATEGIC VAL	314172560			7/18/2011		12/17/2012	97,971	89,134					8,837
4	FEDERATED STRATEGIC VAL	314172560			10/25/2010		12/17/2012	97,382	84,016					13,366
5	FORUM ABSOLUTE STRATEG	349847600			4/30/2010		12/17/2012	5,200	5,000					200
6	FORUM ABSOLUTE STRATEG	349847600			4/18/2011		12/17/2012	2,853	2,776					77
7	FORUM ABSOLUTE STRATEG	349847600			4/18/2011		12/17/2012	261	249					12
8	GENL ELEC CAP CORP	36967HAY3			1/28/2010		12/28/2012	25,000	25,654					-654
9	T ROWE PRICE INSTL LARGE	45775L408			2/26/2010		12/17/2012	16,574	12,000					4,574
10	T ROWE PRICE INSTL LARGE	45775L408			5/28/2010		12/17/2012	6,948	6,531					417
11	T ROWE PRICE INSTL LARGE	45775L408			1/22/2011		12/17/2012	3,190	2,298					892
12	T ROWE PRICE INSTL LARGE	45775L408			7/18/2011		12/17/2012	79,092	72,389					6,703
13	T ROWE PRICE INSTL LARGE	45775L408			12/22/2011		12/17/2012	16,771	14,311					2,460
14	JANUS PERKINS SMALL CAP	47103C183			1/18/2012		12/17/2012	3,192	3,066					126
15	ELI LILLY & CO	532457BD9			12/15/2009		3/6/2012	100,000	104,798					-4,798
16	MANNING & NAPIER WORLD	563821545			4/18/2011		11/15/2012	8,570	10,989					-2,419
17	MANNING & NAPIER WORLD	563821545			2/22/2011		12/17/2012	5,085	5,953					-868
18	MANNING & NAPIER WORLD	563821545			4/18/2011		12/17/2012	34,014	39,779					-5,765
19	MANNING & NAPIER WORLD	563821545			7/18/2011		12/17/2012	31,437	36,027					-4,590
20	MANNING & NAPIER WORLD	563821545			10/25/2010		12/17/2012	1,461	1,651					-190
21	MANNING & NAPIER WORLD	563821545			4/1/2010		12/17/2012	4,488	4,950					-462
22	MANNING & NAPIER WORLD	563821545			4/30/2010		12/17/2012	7,384	8,000					-616
23	MANNING & NAPIER WORLD	563821545			4/18/2011		12/17/2012	352	411					-59
24	ABERDEEN EQUITY LONG SH	003020336			4/30/2010		12/17/2012	33	32					1
25	ABERDEEN EQUITY LONG SH	003020336			2/26/2010		12/17/2012	3,216	3,036					180
26	MANNING & NAPIER WORLD	563821545			1/22/2010		12/17/2012	1,469	1,549					-80
27	NEUBERGER BERMAN HIGH	64128K688			12/22/2011		12/17/2012	25,994	23,968					2,026
28	NEUBERGER BERMAN HIGH	64128K688			1/16/2011		12/17/2012	1,645	1,522					123
29	PIMCO SHORT-TERM FD-I	693390601			5/27/2011		12/17/2012	48,798	50,000					-202
30	PIMCO FOREIGN BD USH HD	693390882			12/22/2011		11/15/2012	90,336	87,863					2,473
31	PIMCO COMMODITY REALRT	722005667			1/22/2010		11/15/2012	549	662					-113
32	PIMCO COMMODITY REALRT	722005667			2/26/2010		11/15/2012	3,431	4,100					-669
33	PIMCO COMMODITY REALRT	722005667			4/1/2010		11/15/2012	2,650	3,100					-450
34	PIMCO COMMODITY REALRT	722005667			4/30/2010		11/15/2012	2,507	3,000					-493
35	PIMCO COMMODITY REALRT	722005667			5/29/2010		11/15/2012	453	500					-47
36	PIMCO COMMODITY REALRT	722005667			6/30/2010		11/15/2012	1,468	1,600					-132
37	PIMCO COMMODITY REALRT	722005667			10/27/2009		12/17/2012	27,243	33,234					-5,991
38	PIMCO COMMODITY REALRT	722005667			1/22/2010		12/17/2012	7,010	8,500					-1,490
39	PIMCO COMMODITY REALRT	722005667			2/26/2010		12/17/2012	18,302	22,000					-3,698
40	PIMCO COMMODITY REALRT	722005667			5/24/2010		12/17/2012	5,386	5,941					-555
41	PIMCO COMMODITY REALRT	722005667			12/22/2011		12/17/2012	14,258	14,576					-318
42	PRAXAIR INC	1750111			12/11/2009		11/15/2012	100,000	100,738					-738
43	RIDGEWORTH FD-LARGE CAP	76628R672			1/22/2010		12/17/2012	17,127	12,962					4,165
44	RIDGEWORTH FD-LARGE CAP	76628R672			7/18/2011		12/17/2012	18,790	17,075					1,715
45	RIDGEWORTH FD-ULTRA-SHC	76628T470			3/24/2009		12/17/2012	188,676	188,722					-46
46	RIDGEWORTH FD-ULTRA-SHC	76628T470			4/30/2010		12/17/2012	26,768	26,608					160
47	RIDGEWORTH FD-SEIX FLTH	76628T678			10/27/2009		12/17/2012	104,504	99,616					4,888
48	RIDGEWORTH FD-SEIX FLTH	76628T678			12/22/2011		12/17/2012	16,688	16,129					559
49	T ROWE PRICE DIVRSFD SMA	77991T103			11/8/2012		12/17/2012	3,074	3,029					45
50	SCHRODER US SMALL/MID C	80809R204			4/18/2011		11/8/2012	6,799	7,001					-202
51	SCHRODER US SMALL/MID C	80809R204			2/22/2011		11/8/2012	38,709	39,250					-541
52	SCHRODER US SMALL/MID C	80809R204			11/8/2012		11/8/2012	3,083	2,900					183
53	SENTINEL SMALL COI	81728B825			9/4/2012		9/4/2012	71,499	54,136					17,363
54	SENTINEL SMALL COI	81728B825			12/22/2011		11/8/2012	6,372	5,920					452
55	SENTINEL SMALL COI	81728B825			12/22/2011		11/8/2012	10,058	8,000					2,058
56	SENTINEL SMALL COI	81728B825			6/30/2010		11/8/2012	116	94					22
57	SENTINEL SMALL COI	81728B825			8/30/2010		12/17/2012	2,256	1,800					456
58	TEMPLETON GLOBAL BD-ADV	880208400			12/17/2012		12/17/2012	25,903	25,000					903
59	TEMPLETON GLOBAL BD-ADV	880208400			11/16/2011		12/17/2012	5,172	5,000					172
60	TEMPLETON GLOBAL BD-ADV	880208400			1/22/2010		12/17/2012	105,611	100,000					5,611
61	TEMPLETON GLOBAL BD-ADV	880208400			8/17/2010		12/17/2012	101,382	100,000					1,382

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

		4,453	1,063	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES	1,063	1,063		
2	PY EXCISE TAX DUE	651			
3	ESTIMATED EXCISE PAYMENTS	2,739			

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		159,745		0		167,067	
		0		0		0		0		0	
	Description	Num Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year	FMV Beg. of Year	FMV End of Year	FMV End of Year	State/Local Obligation
1						0					
2	US TRSY INFL INDEX 0.500% 4/15/15			159,745	159,745		167,067		167,067		

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1				0	584,572	0	591,479
2	MICROSOFT CORP 2.950% 6/01/14			0	102,574		103,684
3	CISCO SYSTEMS INC 2.900% 11/17/14			0	127,193		130,461
4	PRAXAIR INC 2.125% 6/14/13			0	25,146		25,200
5	BERKSHIRE HATHAWAY 2.125% 2/11/13			0	100,812		100,179
6	MORGAN STANLEY 4.000% 7/24/15			0	102,991		104,628
7	SHELL INTL FIN 3.250% 9/22/15			0	25,396		26,703
8	IBM CORP 2.100% 5/06/13			0	100,460		100,624

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			4,328,671	3,456,433	3,814,374
1	PY BALANCE INFORMATION		4,328,671	0	
2	T ROWE PRICE INSTL LARGE-CAP GRWT		0	30,802	43,519
3	FORUM ABSOLUTE STRATEGIES-I		0	23,601	24,820
4	MANNING & NAPIER WORLD OPPTY-S-A		0	37,451	37,179
5	RIDGEWORTH FD-LARGCAP VAL EQTY		0	26,441	35,124
6	RIDGEWORTH FD-INTERMEDIATE BD RG		0	64,920	63,146
7	FEDERATED STRATEGIC VALUE-I		0	30,375	34,685
8	PIMCO INVT GRADE CORP BD-I		0	34,957	34,863
9	JANUS PERKINS SMALL CAP VALUE-I		0	9,677	9,692
10	ABERDEEN EQUITY LONG SHORT-I		0	9,464	9,906
11	OPPENHEIMER DEVELOPING MKTS INST		0	21,066	25,475
12	DOUBLELINE TOTAL RETURN BD-I		0	24,969	24,859
13	PIMCO EMERGING LOCAL BD-I		0	9,988	9,916
14	NEUBERGER BERMAN HIGH INCOME BD-		0	18,478	19,705
15	WASATCH 1ST SOURCE LONG/SHORT		0	9,988	10,024
16	VANGUARD MTG BACKED SECS INDEX-S		0	29,963	29,863
17	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	9,971	10,229
18	HARBOR CAP APPRECIATION-I		0	326,355	341,996
19	PIMCO LOW DURATION-I		0	169,964	169,641
20	T ROWE PRICE INSTL LARGE-CAP GRWT		0	258,815	365,683
21	HARBOR CAP APPRECIATION-I		0	37,941	40,307
22	PIMCO LOW DURATION-I		0	19,975	19,937
23	FORUM ABSOLUTE STRATEGIES-I		0	202,841	210,829
24	MANNING & NAPIER WORLD OPPTY-S-A		0	315,654	317,930
25	RIDGEWORTH FD-LARGCAP VAL EQTY		0	180,211	297,016
26	FEDERATED STRATEGIC VALUE-I		0	257,542	292,076
27	PIMCO INVT GRADE CORP BD-I		0	95,604	95,347
28	JANUS PERKINS SMALL CAP VALUE-I		0	80,596	82,003
29	ABERDEEN EQUITY LONG SHORT-I		0	80,000	84,004
30	OPPENHEIMER DEVELOPING MKTS INST		0	190,076	217,107
31	DOUBLELINE TOTAL RETURN BD-I		0	212,533	211,599
32	PIMCO EMERGING LOCAL BD-I		0	54,965	54,567
33	NEUBERGER BERMAN HIGH INCOME BD-		0	156,512	167,464
34	WASATCH 1ST SOURCE LONG/SHORT		0	84,966	85,272
35	VANGUARD MTG BACKED SECS INDEX-S		0	254,944	254,093
36	T ROWE PRICE DIVRSFD SMALLCAP GRC		0	84,828	84,498

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

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis of Losses
1 FEDERATED STRATEGIC VALUE I	314172560		10/28/2010	12/17/2012	40,257		0	350	6,907			0	65,721
2 FEDERATED STRATEGIC VALUE I	314172560		2/22/2011	12/17/2012	24,169		0	183	2,846			0	6,907
3 FEDERATED STRATEGIC VALUE I	314172560		7/18/2011	12/17/2012	97,971		0	81	6,337			0	2,846
4 FEDERATED STRATEGIC VALUE I	314172560		10/25/2010	12/17/2012	97,382		0	84,016	13,366			0	6,337
5 FORUM ABSOLUTE STRATEGIES I	348841600		4/30/2010	12/17/2012	5,200		0	5,000	200			0	13,366
6 FORUM ABSOLUTE STRATEGIES I	348841600		4/18/2011	12/17/2012	2,853		0	2,718	135			0	200
7 FORUM ABSOLUTE STRATEGIES I	348841600		4/17/2012	12/17/2012	261		0	249	12			0	135
8 GENL ELEC CAP CORP 2 625% 12/28/12	0895751408		1/28/2010	12/28/2012	25,000		0	25,684	-684			0	12
9 T ROWE PRICE INSTL LARGE-CAP GRM	35751408		2/26/2010	12/17/2012	16,574		0	12,900	3,674			0	-684
10 T ROWE PRICE INSTL LARGE-CAP GRM	35751408		5/28/2010	12/17/2012	8,948		0	9,331	-383			0	3,674
11 T ROWE PRICE INSTL LARGE-CAP GRM	35751408		1/22/2010	12/17/2012	3,190		0	2,238	952			0	-383
12 T ROWE PRICE INSTL LARGE-CAP GRM	35751408		7/18/2011	12/17/2012	79,052		0	72,389	6,663			0	952
13 T ROWE PRICE INSTL LARGE-CAP GRM	35751408		12/22/2011	12/17/2012	16,771		0	14,311	2,460			0	6,663
14 JELLY LILLY & CO 3 550% 3/06/12	532457809		1/18/2012	12/17/2012	3,192		0	3,068	124			0	2,460
15 MANNING & NAPIER WORLD OPPY SA	563821545		12/15/2009	11/15/2012	100,000		0	104,795	-4,795			0	124
16 MANNING & NAPIER WORLD OPPY SA	563821545		4/18/2011	11/15/2012	8,570		0	10,989	-2,419			0	-4,795
17 MANNING & NAPIER WORLD OPPY SA	563821545		2/22/2011	12/17/2012	5,085		0	5,953	-868			0	-2,419
18 MANNING & NAPIER WORLD OPPY SA	563821545		4/18/2011	12/17/2012	34,014		0	39,779	-5,765			0	-868
19 MANNING & NAPIER WORLD OPPY SA	563821545		7/18/2011	12/17/2012	31,437		0	36,027	-4,590			0	-5,765
20 MANNING & NAPIER WORLD OPPY SA	563821545		10/25/2010	12/17/2012	1,461		0	1,651	-190			0	-4,590
21 MANNING & NAPIER WORLD OPPY SA	563821545		4/17/2010	12/17/2012	4,488		0	4,950	-462			0	-190
22 MANNING & NAPIER WORLD OPPY SA	563821545		4/30/2010	12/17/2012	7,384		0	8,000	-616			0	-462
23 MANNING & NAPIER WORLD OPPY SA	563821545		4/18/2011	12/17/2012	352		0	411	-59			0	-616
24 ABERDEEN EQUITY LONG SHORT I	003020336		4/30/2010	12/17/2012	32		0	32	0			0	-59
25 ABERDEEN EQUITY LONG SHORT I	003020336		2/26/2010	12/17/2012	3,216		0	3,036	180			0	0
26 MANNING & NAPIER WORLD OPPY SA	563821545		1/22/2010	12/17/2012	1,469		0	1,549	-80			0	180
27 NEUBERGER BERMAN HIGH INCOME B	641284888		12/22/2011	12/17/2012	25,994		0	23,965	2,029			0	-80
28 NEUBERGER BERMAN HIGH INCOME B	641284888		5/17/2011	12/17/2012	1,645		0	1,522	123			0	2,029
29 PIMCO SHORT-TERM FDI	683398001		5/27/2011	12/17/2012	49,789		0	50,000	-202			0	123
30 PIMCO FOREIGN BD USE HEDGED-I	693390882		12/17/2010	12/17/2012	90,336		0	87,863	2,473			0	-202
31 PIMCO COMMODITY REALTYN STRATE	722005667		1/22/2010	11/15/2012	549		0	662	-113			0	2,473
32 PIMCO COMMODITY REALTYN STRATE	722005667		2/26/2010	11/15/2012	3,431		0	4,100	-669			0	-113
33 PIMCO COMMODITY REALTYN STRATE	722005667		4/17/2010	11/15/2012	2,650		0	3,100	-450			0	-669
34 PIMCO COMMODITY REALTYN STRATE	722005667		5/28/2010	11/15/2012	2,507		0	3,000	-493			0	-450
35 PIMCO COMMODITY REALTYN STRATE	722005667		6/30/2010	11/15/2012	453		0	500	-47			0	-493
36 PIMCO COMMODITY REALTYN STRATE	722005667		10/27/2009	12/17/2012	2,489		0	1,600	889			0	-47
37 PIMCO COMMODITY REALTYN STRATE	722005667		1/22/2010	12/17/2012	7,010		0	8,500	-1,490			0	889
38 PIMCO COMMODITY REALTYN STRATE	722005667		2/26/2010	12/17/2012	18,302		0	22,000	-3,698			0	-1,490
39 PIMCO COMMODITY REALTYN STRATE	722005667		5/24/2010	12/17/2012	5,396		0	5,941	-545			0	-3,698
40 PIMCO COMMODITY REALTYN STRATE	722005667		12/22/2011	12/17/2012	13,256		0	14,576	-1,320			0	-545
41 PIMCO COMMODITY REALTYN STRATE	74005PAW4		12/22/2011	12/17/2012	100,000		0	100,738	-738			0	-1,320
42 PRAXAIR INC 1 750% 11/15/12	76628R672		1/22/2010	12/17/2012	17,127		0	12,962	4,165			0	-738
43 RIDGEWORTH FD-LARGE CAP VAL EOI	6628R672		7/18/2011	12/17/2012	18,790		0	17,075	1,715			0	4,165
44 RIDGEWORTH FD-LARGE CAP VAL EOI	6628R672		3/24/2009	12/17/2012	198,676		0	188,722	9,954			0	1,715
45 RIDGEWORTH FD-ULTRA-SHORT BD R	6628T1470		4/30/2010	12/17/2012	26,769		0	26,608	161			0	9,954
46 RIDGEWORTH FD-ULTRA-SHORT BD R	6628T1470		10/12/2009	12/17/2012	194,504		0	99,616	94,888			0	161
47 RIDGEWORTH FD-SEIX FLT HIGH INCM	76628T678		1/22/2010	12/17/2012	16,686		0	16,129	557			0	94,888
48 RIDGEWORTH FD-SEIX FLT HIGH INCM	76628T678		4/18/2011	12/17/2012	3,074		0	3,029	45			0	557
49 T ROWE PRICE DIVRSFD SMALL CAP G	80809R204		11/8/2011	11/8/2012	3,709		0	7,001	-3,292			0	45
50 SCHRODER US SMALL/MID CAP OPPTY	80809R204		2/22/2011	11/8/2012	38,709		0	39,250	-541			0	-3,292
51 SCHRODER US SMALL/MID CAP OPPTY	80809R204		10/27/2009	9/4/2012	3,083		0	2,900	183			0	-541
52 SCHRODER US SMALL/MID CAP OPPTY	80809R204		12/22/2011	11/8/2012	71,489		0	74,136	-2,647			0	183
53 SENTINEL SMALL CO-I	817288825		12/22/2011	11/8/2012	6,372		0	5,920	452			0	-2,647
54 SENTINEL SMALL CO-I	817288825		1/22/2010	11/8/2012	10,658		0	8,000	2,658			0	452
55 SENTINEL SMALL CO-I	817288825		2/26/2010	11/8/2012	116		0	94	22			0	2,658
56 SENTINEL SMALL CO-I	817288825		6/30/2010	11/8/2012	2,256		0	1,800	456			0	22
57 SENTINEL SMALL CO-I	817288825		1/22/2011	12/17/2012	25,903		0	25,000	903			0	456
58 TEMPLETON GLOBAL BD-ADV	860208400		11/16/2011	12/17/2012	5,172		0	5,000	172			0	903
59 TEMPLETON GLOBAL BD-ADV	860208400		1/22/2010	12/17/2012	103,611		0	100,000	3,611			0	172
60 TEMPLETON GLOBAL BD-ADV	860208400		6/17/2010	12/17/2012	101,362		0	100,000	1,362			0	3,611
61 TEMPLETON GLOBAL BD-ADV	860208400				0		0	0	0			0	1,362

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

	<u>Date</u>		<u>Amount</u>
1 Credit from prior year return		1	
2 First quarter estimated tax payment	<u>5/9/2012</u>	2	<u>686</u>
3 Second quarter estimated tax payment	<u>6/6/2012</u>	3	<u>686</u>
4 Third quarter estimated tax payment	<u>9/4/2012</u>	4	<u>686</u>
5 Fourth quarter estimated tax payment	<u>12/12/2012</u>	5	<u>681</u>
6 Other payments		6	
7 Total		7	<u>2,739</u>

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

FLORIDA ATTORNEY GENERAL DOES NOT REQUIRE AND PREFERS THAT WE DO NOT FURNISH A COPY OF FORM 990PF TO THEIR OFFICE

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	SUNTRUST BANKS, INC	X	P O BOX 1908	ORLANDO	FL	32802-1908		TRUSTEE	AS REQ'D	34,143	0	0
2												
										34,143	0	0