Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2001

For calendar year 2001, or tax year beginning OCT 1, 2001 , and ending SEP 30, 2002

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of organization: CALLAWAY FOUNDATION, INC.

A Employer identification number: 58-0566147

Number and street (or P O box number if mail is not delivered to street address): 209 BROOME STREET

Room/suite:

B Telephone number: 706-884-7348

City or town, state, and ZIP code: LAGRANGE, GA 30240-3101

C If exemption application is pending, check here ▶ ☐

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) ▶$ 179,572,264.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received	0.			
Check ▶ ☒ if the foundation is not required to attach Sch B				
2 Distributions from split-interest trusts				
3 Interest on savings and temporary cash investments	1,525,344.	1,525,344.		STATEMENT 1
4 Dividends and interest from securities	4,482,736.	4,482,736.		STATEMENT 2
5a Gross rents	16,252.	16,252.		
b (Net rental income or (loss) <4,387.>				
6a Net gain or (loss) from sale of assets not on line 10	<2,813,336.>			
b Gross sales price for all assets on line 6a 291483165.				
7 Capital gain net income (from Part IV line 2)		0.		
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	3,210,996.	6,024,332.		
13 Compensation of officers directors trustees etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits	4,794.	2,381.		2,413.
16a Legal fees STMT 3	11,856.	3,111.		8,745.
b Accounting fees STMT 4	7,000.	3,500.		3,500.
c Other professional fees STMT 5	536,678.	336,678.		200,000.
17 Interest				
18 Taxes STMT 6	121,935.	69,237.		0.
19 Depreciation and depletion	16,850.	7,614.		
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	3,806.	1,903.		1,903.
23 Other expenses STMT 7	815,381.	330,127.		482,517.
24 Total operating and administrative expenses Add lines 13 through 23	1,518,300.	754,551.		699,078.
25 Contributions, gifts, grants paid	3,429,102.			10,768,709.
26 Total expenses and disbursements Add lines 24 and 25	4,947,402.	754,551.		11,467,787.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	<1,736,406.>			
b Net investment income (if negative, enter 0-)		5,269,781.		
c Adjusted net income (if negative enter 0-)			N/A	

Revenue

Operating and Administrative Expenses

RECEIVED FEB 21 2003 OGDEN, UT IRS-OSC

SCANNED MAR 10 2003

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	10,913,566.	8,535,417.	8,535,417.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations STMT 8	25,908,609.	31,364,072.	33,001,549.
	b Investments - corporate stock STMT 9	87,963,783.	84,056,304.	69,266,946.
	c Investments - corporate bonds STMT 10	38,328,731.	56,531,412.	58,823,500.
	11 Investments land, buildings, and equipment basis ▶ 2,305,686.			
	Less accumulated depreciation STMT 11 ▶ 50,985.	2,834,791.	2,254,701.	5,294,263.
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	30,074,425.	4,219,331.	4,219,331.
	14 Land, buildings, and equipment basis ▶ 691,995.			
	Less accumulated depreciation STMT 13 ▶ 260,737.	440,494.	431,258.	431,258.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	196,464,399.	187,392,495.	179,572,264.
Liabilities	17 Accounts payable and accrued expenses	30.	30.	
	18 Grants payable	16,203,916.	8,864,309.	
	19 Deferred revenue			
	20 Loans from officers directors trustees and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	<74,167.>	<70,058.>	
	23 Total liabilities (add lines 17 through 22)	16,129,779.	8,794,281.	
Net Assets or Fund Balances	Organizations 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			
	Organizations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal or current funds	180,334,620.	178,598,214.	
	28 Paid-in or capital surplus, or land bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	180,334,620.	178,598,214.	
	31 Total liabilities and net assets/fund balances	196,464,399.	187,392,495.	

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	180,334,620.
2 Enter amount from Part I, line 27a	2	<1,736,406.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	178,598,214.
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	178,598,214.

From 990-PF (2001)

123511
01 24 02

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				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	291,483,165.		294,418,785.	<2,935,620.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				<2,935,620.>

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	<2,935,620.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss) enter -0- in Part I, line 8	3	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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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))
2000	10,673,808.	211,415,718.	.0504873
1999	8,246,045.	226,448,374.	.0364147
1998	9,474,057.	212,771,525.	.0445269
1997	6,092,337.	198,186,974.	.0307404
1996	10,166,514.	181,122,382.	.0561306

2	Total of line 1, column (d)	2	.2182999
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	.0436600
4	Enter the net value of noncharitable-use assets for 2001 from Part X line 5	4	192,374,634.
5	Multiply line 4 by line 3	5	8,399,077.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	52,698.
7	Add lines 5 and 6	7	8,451,775.
8	Enter qualifying distributions from Part XII, line 4	8	11,467,787.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	52,698.
c	All other domestic organizations 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	52,698.
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	52,698.
6	Credits/Payments		
a	2001 estimated tax payments and 2000 overpayment credited to 2001 — 6a: 122,500.		
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	122,500.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8 enter the amount **overpaid** ▶	10	69,802.
11	Enter the amount of line 10 to be **Credited to 2002 estimated tax** ▶ 69,802. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for 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 organization in connection with the activities*	1b		X
c	Did the organization file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the organization ▶ $ 0. (2) On organization managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers ▶ $ 0.			
2	Has the organization 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 organization 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 organization 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? N/A	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 organization 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) ▶ GEORGIA			
b	If the answer is "Yes" to line 7, has the organization 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 organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2001 or the taxable year beginning in 2001 (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
11	Did the organization comply with the public inspection requirements for its annual returns and exemption application?	11	X	

Web site address ▶ N/A

12 The books are in care of ▶ ESTHER S. RAINEY, TREASURER Telephone no ▶ (706) 884-7348

Located at ▶ 209 BROOME STREET, LAGRANGE, GEORGIA ZIP+4 ▶ 30240-3101

13 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 ▶ 13 N/A

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 organization (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 organization 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 page 19 of the instructions)?		1b	X
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c Did the organization 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 2001?		1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001?	☐ Yes ☒ No		
If "Yes," list the years ▶ _____, _____, _____, _____			
b Are there any years listed in 2a for which the organization 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 organization 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 2001 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2001)*	N/A	3b	
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	X
b Did the organization 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 2001?		4b	X
5a During the year did the organization 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 organization 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 organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If you answered "Yes" to 6b, also file Form 8870			

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

1 List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		231,126.	41,408.	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

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 NO DIRECT CHARITABLE ACTIVITIES CONDUCTED	
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 NONE	
2	
All other program-related investments See instructions 3	
Total Add lines 1 through 3 ▶	0.

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	189,799,008.
b	Average of monthly cash balances		1b	81,511.
c	Fair market value of all other assets		1c	5,423,678.
d	Total (add lines 1a, b, and c)		1d	195,304,197.
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	195,304,197.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	2,929,563.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	192,374,634.
6	**Minimum investment return** Enter 5% of line 5		6	9,618,732.

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	9,618,732.
2a	Tax on investment income for 2001 from Part VI, line 5	2a	52,698.		
b	Income tax for 2001 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	52,698.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	9,566,034.
4a	Recoveries of amounts treated as qualifying distributions	4a	0.		
b	Income distributions from section 4947(a)(2) trusts	4b	0.		
c	Add lines 4a and 4b			4c	0.
5	Add lines 3 and 4c			5	9,566,034.
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	9,566,034.

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	11,467,787.
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	11,467,787.
5	Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I line 27b	5	52,698.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	11,415,089.

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 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				9,566,034.
2 Undistributed income if any, as of the end of 2000				
a Enter amount for 2000 only			8,131,683.	
b Total for prior years 19 ___ ,19 ___ ,19 ___		0.		
3 Excess distributions carryover if any to 2001				
a From 1996				
b From 1997				
c From 1998				
d From 1999				
e From 2000				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ $ 11,467,787.				
a Applied to 2000, but not more than line 2a			8,131,683.	
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 2001 distributable amount				3,336,104.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2001 (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	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2000 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				6,229,930.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1996 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2002** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 1997				
b Excess from 1998				
c Excess from 1999				
d Excess from 2000				
e Excess from 2001				

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 2001, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
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)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year-see page 26 of the 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))

NONE

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

NONE

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

Check here ▶ ☐ if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the organization 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 of the person to whom applications should be addressed

H. SPEER BURDETTE, III, GENERAL MANAGER, (706) 884-7348
209 BROOME STREET, LAGRANGE, GEORGIA 30240

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

SEE STATEMENT 16

c Any submission deadlines

SEE STATEMENT 17

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

SEE STATEMENT 18

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 19				
Total			▶ 3a	10,768,709.
b *Approved for future payment*				
SEE STATEMENT 20				
Total			▶ 3b	891,674.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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			14	1,525,344.	
4 Dividends and interest from securities			14	4,482,736.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	<4,387.>	
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	<2,813,336.>	
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.		3,190,357.	0.
13 Total Add line 12, columns (b), (d), and (e)				▶ 13	3,190,357.

(See worksheet in line 13 instructions to verify calculations)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
	N/A

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 organization 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 organization If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the organization 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	

[redacted]

ng schedules and statements and to the best of my knowledge and belief it is true correct, rmation of which preparer has any knowledge

2/12/03 PRESIDENT

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	QWEST COMMUNICATIONS INTL, 5,870 SHS	P	VARIOUS	10/03/01
b	WELLS FARGO & CO, 4,255 SHS	P	VARIOUS	10/05/01
c	BRISTOL MYERS SQUIBB CO, 3,140 SHS	P	VARIOUS	10/05/01
d	GENENTECH INC, 3,490 SHS	P	VARIOUS	10/05/01
e	PFIZER INC, 5,715 SHS	P	VARIOUS	10/05/01
f	STARWOOD HOTELS & RESORTS WORLDWIDE, 8,575 SHS	P	VARIOUS	10/12/01
g	CVS CORPORATION, 30,195 SHS	P	VARIOUS	11/02/01
h	JOHNSON & JOHNSON, 10,420 SHS	P	VARIOUS	12/04/01
i	CITIGROUP INC, 4,535 SHS	P	VARIOUS	12/31/01
j	TYCO INTL LTD, 28,030 SHS	P	VARIOUS	02/04/02
k	CONOCO INC CL B, 37,606 SHS	P	VARIOUS	10/05/01
l	OMNICOM GROUP, 6,200 SHS	P	VARIOUS	10/05/01
m	BOEING CO, 16,800 SHS	P	VARIOUS	10/11/01
n	HEALTH MGMT ASSOC INC NEW CL A, 21,540 SHS	P	VARIOUS	10/15/01
o	TENET HEALTHCARE CORP, 6,800 SHS	P	VARIOUS	10/15/01

	(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	97,058.		199,123.	<102,065.>
b	188,201.		166,943.	21,258.
c	179,605.		137,814.	41,791.
d	159,050.		258,692.	<99,642.>
e	233,759.		219,741.	14,018.
f	183,597.		310,162.	<126,565.>
g	712,406.		1,219,230.	<506,824.>
h	609,359.		409,713.	199,646.
i	229,323.		150,819.	78,504.
j	838,457.		1,472,713.	<634,256.>
k	947,741.		973,784.	<26,043.>
l	382,003.		554,588.	<172,585.>
m	590,690.		966,696.	<376,006.>
n	426,797.		417,456.	9,341.
o	417,327.		272,093.	145,234.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<102,065.>
b				21,258.
c				41,791.
d				<99,642.>
e				14,018.
f				<126,565.>
g				<506,824.>
h				199,646.
i				78,504.
j				<634,256.>
k				<26,043.>
l				<172,585.>
m				<376,006.>
n				9,341.
o				145,234.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	FIRST TENN NATL CORP, 3,864 SHS	P	VARIOUS	10/18/01
b	FIRST TENN NATL CORP, 2,275 SHS	P	VARIOUS	10/19/01
c	FIRST TENN NATL CORP, 3,825 SHS	P	VARIOUS	10/22/01
d	FIRST TENN NATL CORP, 8,000 SHS	P	VARIOUS	10/23/01
e	FIRST TENN NATL CORP, 2,386 SHS	P	VARIOUS	10/24/01
f	SAFEWAY INC, 21,077 SHS	P	VARIOUS	10/30/01
g	AFLAC INC, 47,610 SHS	P	VARIOUS	11/02/01
h	ST JUDE MED INC, 7,940 SHS	P	VARIOUS	11/05/01
i	AON CORP, 13,590 SHS	P	VARIOUS	11/14/01
j	AON CORP, 1,470 SHS	P	VARIOUS	11/15/01
k	ELECTRONIC DATA SYS CORP, 4,720 SHS	P	VARIOUS	11/15/01
l	KPMG CONSULTING INC, 5,433 SHS	P	VARIOUS	11/15/01
m	ST JUDE MED INC, 9,200 SHS	P	VARIOUS	11/26/01
n	BAXTER INTL INC, 10,280 SHS	P	VARIOUS	11/29/01
o	TALBOTS INC, 19,920 SHS	P	VARIOUS	12/03/01

	(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	124,557.		125,556.	<999.>
b	74,708.		73,198.	1,510.
c	123,747.		121,548.	2,199.
d	255,557.		246,986.	8,571.
e	75,732.		72,632.	3,100.
f	860,056.		1,056,923.	<196,867.>
g	1,189,796.		1,277,403.	<87,607.>
h	548,879.		388,308.	160,571.
i	462,425.		601,007.	<138,582.>
j	50,692.		65,010.	<14,318.>
k	313,350.		271,525.	41,825.
l	74,864.		112,781.	<37,917.>
m	633,824.		447,896.	185,928.
n	509,549.		476,599.	32,950.
o	657,408.		818,634.	<161,226.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<999.>
b				1,510.
c				2,199.
d				8,571.
e				3,100.
f				<196,867.>
g				<87,607.>
h				160,571.
i				<138,582.>
j				<14,318.>
k				41,825.
l				<37,917.>
m				185,928.
n				32,950.
o				<161,226.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17-01

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	BAXTER INTL INC, 10,280 SHS	P	VARIOUS	12/12/01
b	MICROCHIP TECHNOLOGY INC, 6,000 SHS	P	VARIOUS	12/18/01
c	PARAMETRIC TECHNOLOGY, 11,330 SHS	P	VARIOUS	12/19/01
d	TIDEWATER INC, 14,780 SHS	P	VARIOUS	12/20/01
e	PARAMETRIC TECHNOLOGY, 15,983 SHS	P	VARIOUS	12/31/01
f	PARAMETRIC TECHNOLOGY, 10,202 SHS	P	VARIOUS	12/31/01
g	PARAMETRIC TECHNOLOGY, 4,914 SHS	P	VARIOUS	12/31/01
h	PARAMETRIC TECHNOLOGY, 4,500 SHS	P	VARIOUS	12/31/01
i	PARAMETRIC TECHNOLOGY, 15,071 SHS	P	VARIOUS	12/31/01
j	CITRIX SYSTEMS INC, 26,620 SHS	P	VARIOUS	01/07/02
k	GENZYME CORP GENERAL DIVISION, 8,740 SHS	P	VARIOUS	01/07/02
l	KROGER CO, 30,880 SHS	P	VARIOUS	01/07/02
m	TYCO INTL LTD, 13,530 SHS	P	VARIOUS	01/07/02
n	HALLIBURTON CO, 21,280 SHS	P	VARIOUS	01/16/02
o	SPRINT CORP PCS GROUP, 17,220 SHS	P	VARIOUS	01/16/02

	(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	523,036.		466,652.	56,384.
b	234,638.		156,227.	78,411.
c	90,196.		133,146.	<42,950.>
d	453,048.		732,633.	<279,585.>
e	130,200.		187,488.	<57,288.>
f	82,752.		117,767.	<35,015.>
g	38,869.		56,591.	<17,722.>
h	35,793.		51,724.	<15,931.>
i	109,185.		151,961.	<42,776.>
j	561,940.		802,497.	<240,557.>
k	491,974.		392,943.	99,031.
l	631,398.		775,341.	<143,943.>
m	769,470.		622,762.	146,708.
n	235,813.		617,675.	<381,862.>
o	318,958.		493,797.	<174,839.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				56,384.
b				78,411.
c				<42,950.>
d				<279,585.>
e				<57,288.>
f				<35,015.>
g				<17,722.>
h				<15,931.>
i				<42,776.>
j				<240,557.>
k				99,031.
l				<143,943.>
m				146,708.
n				<381,862.>
o				<174,839.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07-17-01

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	WASHINGTON MUTUAL INC, 29,620 SHS	P	VARIOUS	01/28/02
b	CITRIX SYSTEMS INC, 35,466 SHS	P	VARIOUS	01/29/02
c	CITRIX SYSTEMS INC, 3,923 SHS	P	VARIOUS	01/30/02
d	CITRIX SYSTEMS INC, 531 SHS	P	VARIOUS	01/31/02
e	LOWES COS INC, 13,620 SHS	P	VARIOUS	01/31/02
f	BEST BUY INC, 12,930 SHS	P	VARIOUS	02/19/02
g	BIOMET INC, 26,910 SHS	P	VARIOUS	03/08/02
h	COACH INC, 2,205 SHS	P	VARIOUS	03/13/02
i	COACH INC, 7,205 SHS	P	VARIOUS	03/15/02
j	LIZ CLAIBORNE INC, 11,603 SHS	P	VARIOUS	03/15/02
k	LIZ CLAIBORNE INC, 10,600 SHS	P	VARIOUS	03/18/02
l	MICROSOFT CORP, 8,440 SHS	P	VARIOUS	03/19/02
m	LIZ CLAIBORNE INC, 11,317 SHS	P	VARIOUS	03/20/02
n	GUIDANT CORP, 17,680 SHS	P	VARIOUS	03/21/02
o	AOL TIME WARNER INC, 20,830 SHS	P	VARIOUS	04/01/02

	(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	1,015,752.		824,400.	191,352.
b	633,644.		823,824.	<190,180.>
c	69,649.		74,845.	<5,196.>
d	9,531.		10,131.	<600.>
e	619,968.		312,495.	307,473.
f	962,590.		828,894.	133,696.
g	787,816.		632,586.	155,230.
h	105,954.		91,027.	14,927.
i	346,571.		283,550.	63,021.
j	326,970.		314,856.	12,114.
k	301,147.		240,364.	60,783.
l	517,176.		585,607.	<68,431.>
m	326,574.		226,347.	100,227.
n	729,918.		832,283.	<102,365.>
o	495,847.		669,268.	<173,421.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				191,352.
b				<190,180.>
c				<5,196.>
d				<600.>
e				307,473.
f				133,696.
g				155,230.
h				14,927.
i				63,021.
j				12,114.
k				60,783.
l				<68,431.>
m				100,227.
n				<102,365.>
o				<173,421.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07-17-01

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	BIOMET INC, 2,118 SHS	P	VARIOUS	04/04/02
b	BIOMET INC, 2,118 SHS	P	VARIOUS	04/05/02
c	BIOMET INC, 3,327 SHS	P	VARIOUS	04/08/02
d	BIOMET INC, 2,481 SHS	P	VARIOUS	04/09/02
e	AMBAC FINL GROUP INC, 6,550 SHS	P	VARIOUS	04/10/02
f	BIOMET INC, 4,446 SHS	P	VARIOUS	04/10/02
g	GENZYME CORP GENERAL DIVISION, 17,880 SHS	P	VARIOUS	04/10/02
h	AMBAC FINL GROUP INC, 4,040 SHS	P	VARIOUS	04/11/02
i	GENZYME CORP GENERAL DIVISION, 1,900 SHS	P	VARIOUS	04/11/02
j	AMBAC FINL GROUP INC, 2,884 SHS	P	VARIOUS	04/12/02
k	GENERAL ELEC CO, 68,895 SHS	P	VARIOUS	04/16/02
l	HEALTH MGMT ASSOC INC NEW CL A, 26,010 SHS	P	VARIOUS	04/17/02
m	MICREL INC, 21,257 SHS	P	VARIOUS	04/18/02
n	OFFICE DEPOT, 21,170 SHS	P	VARIOUS	04/25/02
o	COX COMMUNICATIONS INC, 13,290 SHS	P	VARIOUS	04/29/02

	(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	55,490.		47,830.	7,660.
b	55,771.		47,830.	7,941.
c	87,458.		75,133.	12,325.
d	64,649.		56,021.	8,628.
e	391,117.		202,919.	188,198.
f	116,757.		99,462.	17,295.
g	705,059.		824,355.	<119,296.>
h	242,294.		114,892.	127,402.
i	75,565.		78,889.	<3,324.>
j	175,616.		81,581.	94,035.
k	2,443,026.		2,017,738.	425,288.
l	565,911.		418,382.	147,529.
m	476,901.		907,295.	<430,394.>
n	416,458.		365,922.	50,536.
o	474,379.		523,721.	<49,342.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				7,660.
b				7,941.
c				12,325.
d				8,628.
e				188,198.
f				17,295.
g				<119,296.>
h				127,402.
i				<3,324.>
j				94,035.
k				425,288.
l				147,529.
m				<430,394.>
n				50,536.
o				<49,342.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8 column (c) If (loss), enter "-0-" in Part I line 8	3	

123591
07 17 01

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	UNITED TECHNOLOGIES CORP, 13,660 SHS	P	VARIOUS	04/29/02
b	UNIVERSAL HEALTH SVCS INC B, 23,540 SHS	P	VARIOUS	05/06/02
c	3 COM CORP, CLASS ACTION SETTLEMENT	P	VARIOUS	05/14/02
d	ELECTRONIC DATA SYS CORP, 4,000 SHS	P	VARIOUS	05/15/02
e	HOME DEPOT INC, 5,000 SHS	P	VARIOUS	05/15/02
f	LOWES COS INC, 6,000 SHS	P	VARIOUS	05/15/02
g	MICROCHIP TECHNOLOGY INC, 5,000 SHS	P	VARIOUS	05/15/02
h	STATE STREET CORP, 14,290 SHS	P	VARIOUS	05/17/02
i	SYSCO CORP, 35,867 SHS	P	VARIOUS	05/17/02
j	LINCARE HLDGS INC, 3,359 SHS	P	VARIOUS	05/28/02
k	LINCARE HLDGS INC, 7,845 SHS	P	VARIOUS	05/29/02
l	EMC CORP MASS, 93,877 SHS	P	VARIOUS	05/31/02
m	LINCARE HLDGS INC, 4,197 SHS	P	VARIOUS	05/31/02
n	LINCARE HLDGS INC, 2,271 SHS	P	VARIOUS	06/03/02
o	LINCARE HLDGS INC, 7,058 SHS	P	VARIOUS	06/04/02

	(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	944,809.		891,605.	53,204.
b	1,090,822.		986,904.	103,918.
c	7,593.			7,593.
d	217,313.		228,398.	<11,085.>
e	237,629.		246,589.	<8,960.>
f	261,112.		178,102.	83,010.
g	160,695.		105,432.	55,263.
h	667,543.		723,730.	<56,187.>
i	994,447.		759,409.	235,038.
j	100,223.		96,315.	3,908.
k	229,736.		196,782.	32,954.
l	704,807.		2,140,712.	<1,435,905.>
m	124,001.		101,224.	22,777.
n	67,011.		54,772.	12,239.
o	210,201.		170,226.	39,975.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				53,204.
b				103,918.
c				7,593.
d				<11,085.>
e				<8,960.>
f				83,010.
g				55,263.
h				<56,187.>
i				235,038.
j				3,908.
k				32,954.
l				<1,435,905.>
m				22,777.
n				12,239.
o				39,975.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	OMNICOM GROUP, 9,957 SHS	P	VARIOUS	06/24/02
b	BMC SOFTWARE INC, 14,627 SHS	P	VARIOUS	07/10/02
c	BMC SOFTWARE INC, 8,215 SHS	P	VARIOUS	07/10/02
d	BMC SOFTWARE INC, 19,888 SHS	P	VARIOUS	07/11/02
e	OFFICE DEPOT, 23,640 SHS	P	VARIOUS	07/12/02
f	ORACLE CORP, 70,190 SHS	P	VARIOUS	07/17/02
g	ADVANCED MEDICAL OPTICS, CASH IN LIEU OF .332 SHS	P	VARIOUS	07/18/02
h	BED BATH & BEYOND INC, 16,195 SHS	P	VARIOUS	07/22/02
i	MCGRAW HILL COMPANIES INC, 3,000 SHS	P	VARIOUS	07/22/02
j	MBNA CORP, CASH IN LIEU OF .5 SHS	P	VARIOUS	07/24/02
k	MCGRAW HILL COMPANIES INC, 3,000 SHS	P	VARIOUS	07/24/02
l	SABRE HLDGS CORP CL A, 8,800 SHS	P	VARIOUS	07/24/02
m	MCGRAW HILL COMPANIES INC, 2,550 SHS	P	VARIOUS	07/25/02
n	MCGRAW HILL COMPANIES INC, 2,400 SHS	P	VARIOUS	07/26/02
o	CITIGROUP INC, 6,540 SHS	P	VARIOUS	07/29/02

	(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	774,395.		563,232.	211,163.
b	202,856.		372,432.	<169,576.>
c	126,670.		200,821.	<74,151.>
d	297,579.		465,246.	<167,667.>
e	330,038.		299,942.	30,096.
f	679,545.		986,809.	<307,264.>
g	3.		4.	<1.>
h	504,934.		583,821.	<78,887.>
i	163,145.		184,801.	<21,656.>
j	11.		13.	<2.>
k	154,733.		161,546.	<6,813.>
l	209,509.		421,532.	<212,023.>
m	130,761.		136,630.	<5,869.>
n	125,028.		128,593.	<3,565.>
o	189,916.		328,052.	<138,136.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				211,163.
b				<169,576.>
c				<74,151.>
d				<167,667.>
e				30,096.
f				<307,264.>
g				<1.>
h				<78,887.>
i				<21,656.>
j				<2.>
k				<6,813.>
l				<212,023.>
m				<5,869.>
n				<3,565.>
o				<138,136.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17-01

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	MCGRAW HILL COMPANIES INC, 2,340 SHS	P	VARIOUS	07/29/02
b	MCGRAW HILL COMPANIES INC, 1,567 SHS	P	VARIOUS	07/30/02
c	CITIGROUP INC, 19,610 SHS	P	VARIOUS	08/01/02
d	ADOBE SYS INC, 21,530 SHS	P	VARIOUS	08/09/02
e	ADVANCED MEDICAL OPTICS INC, 1,533 SHS	P	VARIOUS	08/09/02
f	EXXON MOBIL CORP, 25,424 SHS	P	VARIOUS	08/13/02
g	BEST BUY INC, 11,205 SHS	P	VARIOUS	08/14/02
h	MARSH & MCLENNAN INC, 22,420 SHS	P	VARIOUS	08/22/02
i	NIKE INC CL B, 11,890 SHS	P	VARIOUS	08/22/02
j	KOHLS CORP, 5,420 SHS	P	VARIOUS	08/30/02
k	GUIDANT CORP, 8,500 SHS	P	VARIOUS	09/19/02
l	GUIDANT CORP, 11,630 SHS	P	VARIOUS	09/20/02
m	ELECTRONIC DATA SYS CORP, 3,658 SHS	P	VARIOUS	09/24/02
n	ELECTRONIC DATA SYS CORP, 4,182 SHS	P	VARIOUS	09/27/02
o	ALCOA INC, 10,000 SHS	P	VARIOUS	03/15/02

	(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	123,045.		125,378.	<2,333.>
b	87,694.		83,961.	3,733.
c	641,224.		896,578.	<255,354.>
d	369,228.		858,562.	<489,334.>
e	15,176.		17,612.	<2,436.>
f	904,327.		1,002,464.	<98,137.>
g	233,666.		384,782.	<151,116.>
h	1,095,038.		1,132,037.	<36,999.>
i	520,702.		631,667.	<110,965.>
j	375,572.		384,463.	<8,891.>
k	304,211.		310,391.	<6,180.>
l	420,370.		376,682.	43,688.
m	75,228.		208,870.	<133,642.>
n	45,477.		235,887.	<190,410.>
o	387,394.		281,766.	105,628.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(l) 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	
a				<2,333.>
b				3,733.
c				<255,354.>
d				<489,334.>
e				<2,436.>
f				<98,137.>
g				<151,116.>
h				<36,999.>
i				<110,965.>
j				<8,891.>
k				<6,180.>
l				43,688.
m				<133,642.>
n				<190,410.>
o				105,628.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I line 8	3	

123591
07-17 01

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	AMERICAN EXPRESS CO, 12,000 SHS	P	VARIOUS	03/15/02
b	AVERY DENNISON CORP, 4,000 SHS	P	VARIOUS	03/15/02
c	BJ SVCS CO, 7,500 SHS	P	VARIOUS	03/15/02
d	BANK OF NEW YORK INC, 7,000 SHS	P	VARIOUS	03/15/02
e	BRISTOL MYERS SQUIBB, 11,000 SHS	P	VARIOUS	03/15/02
f	CENTEX CORP, 8,500 SHS	P	VARIOUS	03/15/02
g	DUKE ENERGY CORP, 15,000 SHS	P	VARIOUS	03/15/02
h	EL PASO CORP, 3,500 SHS	P	VARIOUS	03/15/02
i	HONEYWELL INTERNATIONAL INC, 4,500 SHS	P	VARIOUS	03/15/02
j	J P MORGAN CHASE & CO, 7,000 SHS	P	VARIOUS	03/15/02
k	KLA TENCOR CORP, 2,000 SHS	P	VARIOUS	03/15/02
l	KIMBERLY CLARK CORP, 4,500 SHS	P	VARIOUS	03/15/02
m	KROGER CO, 21,000 SHS	P	VARIOUS	03/15/02
n	LIBERTY MEDIA CORP A, 20,000 SHS	P	VARIOUS	03/15/02
o	LINENS 'N THINGS INC, 17,000 SHS	P	VARIOUS	03/15/02

	(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	491,393.		460,542.	30,851.
b	243,716.		242,200.	1,516.
c	250,758.		181,576.	69,182.
d	292,183.		379,724.	<87,541.>
e	539,589.		482,788.	56,801.
f	515,493.		399,090.	116,403.
g	536,692.		442,775.	93,917.
h	156,589.		181,650.	<25,061.>
i	179,952.		151,353.	28,599.
j	251,646.		267,893.	<16,247.>
k	130,398.		104,004.	26,394.
l	285,161.		275,526.	9,635.
m	462,287.		477,955.	<15,668.>
n	264,788.		504,075.	<239,287.>
o	523,422.		467,335.	56,087.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				30,851.
b				1,516.
c				69,182.
d				<87,541.>
e				56,801.
f				116,403.
g				93,917.
h				<25,061.>
i				28,599.
j				<16,247.>
k				26,394.
l				9,635.
m				<15,668.>
n				<239,287.>
o				56,087.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 — 3

123591
07-17-01

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	MEDTRONIC INC, 12,000 SHS	P	VARIOUS	03/15/02
b	MORGAN STANLEY, 4,000 SHS	P	VARIOUS	03/15/02
c	PNC FINANCIAL SERVICES GROUP, 3,000 SHS	P	VARIOUS	03/15/02
d	PHILIP MORRIS COS INC, 3,600 SHS	P	VARIOUS	03/15/02
e	PHILLIPS PETROLEUM CO, 5,000 SHS	P	VARIOUS	03/15/02
f	PRUDENTIAL FINANCIAL INC, 3,200 SHS	P	VARIOUS	03/15/02
g	SPRINT CORP PCS GROUP, 15,000 SHS	P	VARIOUS	03/15/02
h	STARWOOD HOTELS & RESORTS WORLDWIDE, 3,500 SHS	P	VARIOUS	03/15/02
i	VERIZON COMMUNICATIONS, 11,000 SHS	P	VARIOUS	03/15/02
j	VERITAS SOFTWARE CORP, 3,000 SHS	P	VARIOUS	03/15/02
k	VIACOM INC, 14,000 SHS	P	VARIOUS	03/15/02
l	WELLS FARGO & CO, 9,000 SHS	P	VARIOUS	03/15/02
m	WYETH, 5,000 SHS	P	VARIOUS	03/15/02
n	ALCOA INC, 10,820 SHS	P	VARIOUS	03/19/02
o	AMERICAN EXPRESS CO, 12,985 SHS	P	VARIOUS	03/19/02

	(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	535,961.		584,494.	<48,533.>
b	224,281.		210,974.	13,307.
c	178,129.		205,507.	<27,378.>
d	189,080.		171,755.	17,325.
e	310,845.		288,593.	22,252.
f	98,885.		102,970.	<4,085.>
g	179,097.		369,346.	<190,249.>
h	127,013.		126,597.	416.
i	520,292.		631,818.	<111,526.>
j	127,878.		317,658.	<189,780.>
k	696,238.		655,012.	41,226.
l	447,783.		353,112.	94,671.
m	308,725.		300,356.	8,369.
n	415,453.		301,870.	113,583.
o	526,405.		444,481.	81,924.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<48,533.>
b				13,307.
c				<27,378.>
d				17,325.
e				22,252.
f				<4,085.>
g				<190,249.>
h				416.
i				<111,526.>
j				<189,780.>
k				41,226.
l				94,671.
m				8,369.
n				113,583.
o				81,924.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 — 3

123591 07 17 01

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	AVERY DENNISON CORP, 5,850 SHS	P	VARIOUS	03/19/02
b	BANK OF NEW YORK INC, 7,150 SHS	P	VARIOUS	03/19/02
c	BRISTOL MYERS SQUIBB, 10,845 SHS	P	VARIOUS	03/19/02
d	CENTEX CORP, 9,030 SHS	P	VARIOUS	03/19/02
e	DUKE ENERGY CORP, 16,035 SHS	P	VARIOUS	03/19/02
f	HONEYWELL INTERNATIONAL INC, 4,260 SHS	P	VARIOUS	03/19/02
g	J P MORGAN CHASE & CO, 6,950 SHS	P	VARIOUS	03/19/02
h	KLA TENCOR CORP, 2,000 SHS	P	VARIOUS	03/19/02
i	KIMBERLY CLARK CORP, 4,700 SHS	P	VARIOUS	03/19/02
j	KROGER CO, 21,600 SHS	P	VARIOUS	03/19/02
k	LIBERTY MEDIA CORP A, 21,645 SHS	P	VARIOUS	03/19/02
l	LINENS 'N THINGS INC, 6,840 SHS	P	VARIOUS	03/19/02
m	MEDTRONIC INC, 12,395 SHS	P	VARIOUS	03/19/02
n	MICROSOFT CORP, 10,000 SHS	P	VARIOUS	03/19/02
o	MORGAN STANLEY, 4,125 SHS	P	VARIOUS	03/19/02

	(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	343,529.		354,217.	<10,688.>
b	299,601.		387,861.	<88,260.>
c	538,880.		475,985.	62,895.
d	525,000.		383,106.	141,894.
e	562,499.		473,327.	89,172.
f	171,179.		143,281.	27,898.
g	242,519.		263,272.	<20,753.>
h	126,775.		104,004.	22,771.
i	296,237.		287,771.	8,466.
j	480,377.		491,611.	<11,234.>
k	283,329.		545,535.	<262,206.>
l	211,059.		157,942.	53,117.
m	557,520.		451,723.	105,797.
n	611,891.		651,022.	<39,131.>
o	225,222.		217,567.	7,655.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k) but not less than "-0-")
	(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	
a				<10,688.>
b				<88,260.>
c				62,895.
d				141,894.
e				89,172.
f				27,898.
g				<20,753.>
h				22,771.
i				8,466.
j				<11,234.>
k				<262,206.>
l				53,117.
m				105,797.
n				<39,131.>
o				7,655.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	PNC FINANCIAL SERVICES GROUP, 3,155 SHS	P	VARIOUS	03/19/02
b	PHILIP MORRIS COS INC, 4,090 SHS	P	VARIOUS	03/19/02
c	PRUDENTIAL FINANCIAL INC, 3,340 SHS	P	VARIOUS	03/19/02
d	STARWOOD HOTELS & RESORTS WORLD, 3,420 SHS	P	VARIOUS	03/19/02
e	VERIZON COMMUNICATIONS, 11,595 SHS	P	VARIOUS	03/19/02
f	VERITAS SOFTWARE CORP, 3,000 SHS	P	VARIOUS	03/19/02
g	VIACOM INC, 14,735 SHS	P	VARIOUS	03/19/02
h	WELLS FARGO & CO, 9,245 SHS	P	VARIOUS	03/19/02
i	AOL TIME WARNER INC, 16,000 SHS	P	VARIOUS	03/26/02
j	AMERICAN INTERNATIONAL GROUP, 7,000 SHS	P	VARIOUS	03/26/02
k	BJ SVCS CO, 7,870 SHS	P	VARIOUS	03/26/02
l	CISCO SYSTEMS, 18,000 SHS	P	VARIOUS	03/26/02
m	CITIGROUP INC, 20,000 SHS	P	VARIOUS	03/26/02
n	EMC CORP MASS, 6,000 SHS	P	VARIOUS	03/26/02
o	EL PASO CORP, 3,290 SHS	P	VARIOUS	03/26/02

	(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	189,963.		216,125.	<26,162.>
b	212,022.		195,072.	16,950.
c	103,004.		107,475.	<4,471.>
d	125,291.		123,703.	1,588.
e	552,957.		618,891.	<65,934.>
f	128,373.		312,249.	<183,876.>
g	716,250.		664,844.	51,406.
h	455,266.		362,724.	92,542.
i	384,634.		643,249.	<258,615.>
j	506,920.		363,725.	143,195.
k	278,122.		190,533.	87,589.
l	290,516.		354,913.	<64,397.>
m	981,185.		665,133.	316,052.
n	66,599.		181,214.	<114,615.>
o	153,213.		170,751.	<17,538.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<26,162.>
b				16,950.
c				<4,471.>
d				1,588.
e				<65,934.>
f				<183,876.>
g				51,406.
h				92,542.
i				<258,615.>
j				143,195.
k				87,589.
l				<64,397.>
m				316,052.
n				<114,615.>
o				<17,538.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain also enter in Part I line 8, column (c)
If (loss) enter "-0-" in Part I, line 8 — 3

123591
07 17-01

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	EXXON MOBIL CORP, 21,000 SHS	P	VARIOUS	03/26/02
b	FEDERAL HOME LN MTG CORP, 6,000 SHS	P	VARIOUS	03/26/02
c	JOHNSON & JOHNSON, 4,000 SHS	P	VARIOUS	03/26/02
d	KLA TENCOR CORP, 2,080 SHS	P	VARIOUS	03/26/02
e	LEXMARK INTL INC, 3,700 SHS	P	VARIOUS	03/26/02
f	MICROSOFT CORP, 8,000 SHS	P	VARIOUS	03/26/02
g	NOKIA CORP, 10,000 SHS	P	VARIOUS	03/26/02
h	PFIZER INC, 10,000 SHS	P	VARIOUS	03/26/02
i	PHILLIPS PETROLEUM CO, 5,615 SHS	P	VARIOUS	03/26/02
j	SPRINT CORP PCS GROUP, 16,420 SHS	P	VARIOUS	03/26/02
k	TENET HEALTHCARE CORP, 1,860 SHS	P	VARIOUS	03/26/02
l	TEXAS INSTRS INC, 11,000 SHS	P	VARIOUS	03/26/02
m	UNITED TECHNOLOGIES CORP, 4,000 SHS	P	VARIOUS	03/26/02
n	VERITAS SOFTWARE CORP, 2,330 SHS	P	VARIOUS	03/26/02
o	WYETH, 5,115 SHS	P	VARIOUS	03/26/02

	(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	909,076.		804,359.	104,717.
b	381,234.		327,146.	54,088.
c	255,980.		157,280.	98,700.
d	135,007.		108,164.	26,843.
e	207,012.		191,173.	15,839.
f	482,324.		408,701.	73,623.
g	206,697.		265,134.	<58,437.>
h	395,094.		384,499.	10,595.
i	348,498.		324,090.	24,408.
j	173,557.		404,311.	<230,754.>
k	120,508.		109,683.	10,825.
l	372,564.		199,026.	173,538.
m	290,212.		235,370.	54,842.
n	97,847.		242,514.	<144,667.>
o	332,726.		306,858.	25,868.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				104,717.
b				54,088.
c				98,700.
d				26,843.
e				15,839.
f				73,623.
g				<58,437.>
h				10,595.
i				24,408.
j				<230,754.>
k				10,825.
l				173,538.
m				54,842.
n				<144,667.>
o				25,868.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	AOL TIME WARNER INC, 16,537 SHS	P	VARIOUS	04/01/02
b	AMERICAN INTERNATIONAL GROUP, 6,885 SHS	P	VARIOUS	04/01/02
c	CISCO SYSTEMS, 19,165 SHS	P	VARIOUS	04/01/02
d	CITIGROUP INC, 19,220 SHS	P	VARIOUS	04/01/02
e	EMC CORP MASS, 18,115 SHS	P	VARIOUS	04/01/02
f	EXXON MOBIL CORP, 20,430 SHS	P	VARIOUS	04/01/02
g	FEDERAL HOME LN MTG CORP, 6,235 SHS	P	VARIOUS	04/01/02
h	JOHNSON & JOHNSON, 13,005 SHS	P	VARIOUS	04/01/02
i	LEXMARK INTL INC, 3,855 SHS	P	VARIOUS	04/01/02
j	MICROSOFT CORP, 9,610 SHS	P	VARIOUS	04/01/02
k	NOKIA CORP, 24,040 SHS	P	VARIOUS	04/01/02
l	PFIZER INC, 33,520 SHS	P	VARIOUS	04/01/02
m	UNITED TECHNOLOGIES CORP, 12,610 SHS	P	VARIOUS	04/01/02
n	ENSCO INTERNATIONAL INC, 1,200 SHS	P	VARIOUS	04/02/02
o	NOBLE AFFILIATES INC, 900 SHS	P	VARIOUS	04/02/02

	(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	391,260.		664,839.	<273,579.>
b	493,578.		357,750.	135,828.
c	316,218.		377,884.	<61,666.>
d	947,340.		639,193.	308,147.
e	200,430.		547,114.	<346,684.>
f	885,423.		738,481.	146,942.
g	394,659.		333,060.	61,599.
h	842,451.		511,355.	331,096.
i	215,689.		199,182.	16,507.
j	577,072.		454,758.	122,314.
k	502,909.		300,406.	202,503.
l	1,346,813.		1,288,840.	57,973.
m	905,359.		654,269.	251,090.
n	35,819.		33,998.	1,821.
o	35,405.		34,251.	1,154.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<273,579.>
b				135,828.
c				<61,666.>
d				308,147.
e				<346,684.>
f				146,942.
g				61,599.
h				331,096.
i				16,507.
j				122,314.
k				202,503.
l				57,973.
m				251,090.
n				1,821.
o				1,154.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17-01

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	CVS CORP, 300 SHS	P	VARIOUS	04/03/02
b	DEVON ENERGY CORP, 600 SHS	P	VARIOUS	04/03/02
c	NOBLE AFFILIATES INC, 200 SHS	P	VARIOUS	04/04/02
d	LOWES COS INC, 16,000 SHS	P	VARIOUS	04/05/02
e	LOWES COS INC, 255 SHS	P	VARIOUS	04/05/02
f	ESTEE LAUDER CL A, 300 SHS	P	VARIOUS	04/09/02
g	ESTEE LAUDER CL A, 600 SHS	P	VARIOUS	04/10/02
h	ESTEE LAUDER CL A, 800 SHS	P	VARIOUS	04/10/02
i	READERS DIGEST ASSN INC CL A, 500 SHS	P	VARIOUS	04/10/02
j	ESTEE LAUDER CL A, 400 SHS	P	VARIOUS	04/11/02
k	CVS CORP, 300 SHS	P	VARIOUS	04/12/02
l	READERS DIGEST ASSN INC CL A, 500 SHS	P	VARIOUS	04/12/02
m	ESTEE LAUDER CL A, 800 SHS	P	VARIOUS	04/15/02
n	ESTEE LAUDER CL A, 800 SHS	P	VARIOUS	04/15/02
o	ESTEE LAUDER CL A, 300 SHS	P	VARIOUS	04/16/02

	(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	10,332.		10,304.	28.
b	29,219.		28,676.	543.
c	8,008.		7,611.	397.
d	714,549.		415,603.	298,946.
e	11,189.		6,624.	4,565.
f	10,707.		10,326.	381.
g	22,194.		20,652.	1,542.
h	29,090.		27,536.	1,554.
i	11,220.		10,780.	440.
j	14,776.		13,768.	1,008.
k	10,557.		10,304.	253.
l	11,028.		10,780.	248.
m	29,711.		27,536.	2,175.
n	29,951.		27,536.	2,415.
o	11,382.		10,326.	1,056.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				28.
b				543.
c				397.
d				298,946.
e				4,565.
f				381.
g				1,542.
h				1,554.
i				440.
j				1,008.
k				253.
l				248.
m				2,175.
n				2,415.
o				1,056.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17 01

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	ESTEE LAUDER CL A, 300 SHS	P	VARIOUS	04/16/02
b	READERS DIGEST ASSN INC CL A, 500 SHS	P	VARIOUS	04/17/02
c	VIAD CORP, 400 SHS	P	VARIOUS	04/19/02
d	INTEL CORP, 24,620 SHS	P	VARIOUS	04/22/02
e	LOWES COS INC, 16,000 SHS	P	VARIOUS	04/22/02
f	SUN MICROSYSTEMS INC, 33,496 SHS	P	VARIOUS	04/22/02
g	TEXAS INSTRS INC, 11,865 SHS	P	VARIOUS	04/22/02
h	ABERCROMBIE & FITCH CO CL A, 1,800 SHS	P	VARIOUS	04/23/02
i	VIAD CORP, 1,200 SHS	P	VARIOUS	04/30/02
j	READERS DIGEST ASSN INC CL A, 1,200 SHS	P	VARIOUS	05/01/02
k	AQUILA INC, 4,500 SHS	P	VARIOUS	05/02/02
l	PERKINELMER INC, 8,600 SHS	P	VARIOUS	05/02/02
m	AQUILA INC, 1,500 SHS	P	VARIOUS	05/03/02
n	CULLEN FROST BANKERS INC, 200 SHS	P	VARIOUS	05/08/02
o	TIDEWATER INC, 3,000 SHS	P	VARIOUS	05/08/02

	(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	11,533.		10,326.	1,207.
b	11,220.		10,780.	440.
c	11,681.		11,052.	629.
d	761,966.		489,854.	272,112.
e	717,418.		415,603.	301,815.
f	277,737.		296,422.	<18,685.>
g	407,432.		214,677.	192,755.
h	60,640.		55,008.	5,632.
i	36,255.		33,156.	3,099.
j	29,369.		25,872.	3,497.
k	87,252.		111,795.	<24,543.>
l	108,271.		152,736.	<44,465.>
m	24,000.		37,177.	<13,177.>
n	7,938.		7,170.	768.
o	135,566.		121,118.	14,448.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				1,207.
b				440.
c				629.
d				272,112.
e				301,815.
f				<18,685.>
g				192,755.
h				5,632.
i				3,099.
j				3,497.
k				<24,543.>
l				<44,465.>
m				<13,177.>
n				768.
o				14,448.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17-01

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	ROCKWELL COLLINS, 1,300 SHS	P	VARIOUS	05/14/02
b	ENSCO INTERNATIONAL INC, 700 SHS	P	VARIOUS	05/15/02
c	UNITED STS STL CORP, 3,000 SHS	P	VARIOUS	05/15/02
d	ENSCO INTERNATIONAL INC, 3,900 SHS	P	VARIOUS	05/16/02
e	CULLEN FROST BANKERS INC, 800 SHS	P	VARIOUS	05/20/02
f	VISHAY INTERTCHLGY, 2,700 SHS	P	VARIOUS	05/20/02
g	CULLEN FROST BANKERS INC, 2,600 SHS	P	VARIOUS	05/21/02
h	UNITED STS STL CORP, 2,100 SHS	P	VARIOUS	05/22/02
i	VISHAY INTERTCHLGY, 1,300 SHS	P	VARIOUS	05/22/02
j	SHAW GROUP INC, 900 SHS	P	VARIOUS	05/23/02
k	FPL GROUP INC, 700 SHS	P	VARIOUS	05/29/02
l	SHAW GROUP INC, 1,400 SHS	P	VARIOUS	05/29/02
m	SHAW GROUP INC, 2,600 SHS	P	VARIOUS	05/31/02
n	CHARTER ONE FINANCIAL INC, 700 SHS	P	VARIOUS	06/06/02
o	SHAW GROUP INC, 1,400 SHS	P	VARIOUS	06/06/02

	(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	35,151.		31,161.	3,990.
b	24,457.		19,832.	4,625.
c	57,568.		51,451.	6,117.
d	137,266.		113,623.	23,643.
e	31,951.		29,659.	2,292.
f	67,741.		56,041.	11,700.
g	103,846.		93,214.	10,632.
h	41,134.		38,837.	2,297.
i	33,866.		26,394.	7,472.
j	31,670.		27,234.	4,436.
k	45,562.		42,785.	2,777.
l	48,920.		38,375.	10,545.
m	93,468.		69,836.	23,632.
n	25,507.		22,815.	2,692.
o	44,212.		37,604.	6,608.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				3,990.
b				4,625.
c				6,117.
d				23,643.
e				2,292.
f				11,700.
g				10,632.
h				2,297.
i				7,472.
j				4,436.
k				2,777.
l				10,545.
m				23,632.
n				2,692.
o				6,608.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17-01

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	CABLEVISION SYS CORP CL A, 10,300 SHS	P	VARIOUS	06/13/02
b	CABOT CORP, 2,300 SHS	P	VARIOUS	06/24/02
c	COMERICA INC, 400 SHS	P	VARIOUS	07/02/02
d	MANOR CARE INC, 500 SHS	P	VARIOUS	07/02/02
e	VISHAY INTERTCHLGY, 1,100 SHS	P	VARIOUS	07/02/02
f	CABLEVISION SYS CORP CL A, 4,100 SHS	P	VARIOUS	07/03/02
g	ALLEGHENY ENERGY INC, 900 SHS	P	VARIOUS	07/17/02
h	ALLEGHENY ENERGY INC, 3,000 SHS	P	VARIOUS	07/18/02
i	ADVANCED MICRO DEVICES INC, 1,800 SHS	P	VARIOUS	07/23/02
j	ADVANCED MICRO DEVICES INC, 6,300 SHS	P	VARIOUS	07/23/02
k	CABOT CORP, 4,700 SHS	P	VARIOUS	07/29/02
l	NEWELL RUBBERMAID INC, 3,100 SHS	P	VARIOUS	07/29/02
m	READERS DIGEST ASSN INC CL A, 7,300 SHS	P	VARIOUS	07/29/02
n	ROCKWELL COLLINS, 900 SHS	P	VARIOUS	07/29/02
o	AMERICAN PWR CONVERSION CORP, 2,900 SHS	P	VARIOUS	07/30/02

	(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	132,203.		365,341.	<233,138.>
b	64,343.		83,752.	<19,409.>
c	24,375.		25,255.	<880.>
d	11,470.		12,582.	<1,112.>
e	24,133.		22,333.	1,800.
f	36,685.		133,834.	<97,149.>
g	20,043.		36,153.	<16,110.>
h	60,924.		119,600.	<58,676.>
i	16,115.		25,938.	<9,823.>
j	55,527.		90,783.	<35,256.>
k	108,285.		159,253.	<50,968.>
l	83,755.		102,793.	<19,038.>
m	106,835.		157,764.	<50,929.>
n	19,665.		23,442.	<3,777.>
o	29,148.		40,582.	<11,434.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<233,138.>
b				<19,409.>
c				<880.>
d				<1,112.>
e				1,800.
f				<97,149.>
g				<16,110.>
h				<58,676.>
i				<9,823.>
j				<35,256.>
k				<50,968.>
l				<19,038.>
m				<50,929.>
n				<3,777.>
o				<11,434.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8 column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	CABLEVISION SYS CORP CL A, 14,100 SHS	P	VARIOUS	07/30/02
b	EASTMAN CHEMICAL CO, 1,200 SHS	P	VARIOUS	07/30/02
c	TELLABS INC, 5,200 SHS	P	VARIOUS	07/30/02
d	AMERICAN PWR CONVERSION CORP, 8,500 SHS	P	VARIOUS	07/31/02
e	TELLABS INC, 9,900 SHS	P	VARIOUS	07/31/02
f	COMERICA INC, 700 SHS	P	VARIOUS	08/08/02
g	EASTMAN CHEMICAL CO, 900 SHS	P	VARIOUS	08/08/02
h	ZIONS BANCORP, 800 SHS	P	VARIOUS	08/08/02
i	EASTMAN CHEMICAL CO, 200 SHS	P	VARIOUS	08/14/02
j	NEWELL RUBBERMAID INC, 400 SHS	P	VARIOUS	08/14/02
k	NEWELL RUBBERMAID INC, 2,700 SHS	P	VARIOUS	08/20/02
l	ABERCROMBIE & FITCH CO CL A, 1,400 SHS	P	VARIOUS	08/22/02
m	ADVANCED MICRO DEVICES INC, 4,400 SHS	P	VARIOUS	08/22/02
n	FEDERATED DEPARTMENT STORES, 700 SHS	P	VARIOUS	08/22/02
o	FEDERATED DEPARTMENT STORES, 800 SHS	P	VARIOUS	08/22/02

	(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	82,310.		292,113.	<209,803.>
b	52,019.		58,344.	<6,325.>
c	28,651.		53,820.	<25,169.>
d	84,861.		117,888.	<33,027.>
e	54,547.		101,612.	<47,065.>
f	39,089.		43,967.	<4,878.>
g	38,555.		43,758.	<5,203.>
h	38,719.		45,432.	<6,713.>
i	9,239.		9,724.	<485.>
j	13,996.		12,815.	1,181.
k	94,789.		86,498.	8,291.
l	34,314.		43,270.	<8,956.>
m	47,118.		63,404.	<16,286.>
n	25,665.		28,910.	<3,245.>
o	28,751.		33,040.	<4,289.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<209,803.>
b				<6,325.>
c				<25,169.>
d				<33,027.>
e				<47,065.>
f				<4,878.>
g				<5,203.>
h				<6,713.>
i				<485.>
j				1,181.
k				8,291.
l				<8,956.>
m				<16,286.>
n				<3,245.>
o				<4,289.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	ABERCROMBIE & FITCH CO CL A, 1,100 SHS	P	VARIOUS	08/27/02
b	DELTA AIR LINES INC, 700 SHS	P	VARIOUS	08/27/02
c	DELTA AIR LINES INC, 1,400 SHS	P	VARIOUS	08/27/02
d	FEDERATED DEPARTMENT STORES, 1,900 SHS	P	VARIOUS	08/29/02
e	STILWELL FINANCIAL INC, 1,400 SHS	P	VARIOUS	09/06/02
f	ABERCROMBIE & FITCH CO CL A, 900 SHS	P	VARIOUS	09/09/02
g	DEVON ENERGY CORP, 200 SHS	P	VARIOUS	09/11/02
h	PROTECTIVE LIFE CORP, 500 SHS	P	VARIOUS	09/12/02
i	DEVON ENERGY CORP, 500 SHS	P	VARIOUS	09/18/02
j	ESTEE LAUDER CL A, 800 SHS	P	VARIOUS	09/19/02
k	BECTON DICKINSON & CO, 1,000 SHS	P	VARIOUS	09/23/02
l	DEVON ENERGY CORP, 1,100 SHS	P	VARIOUS	09/23/02
m	DEVON ENERGY CORP, 1,000 SHS	P	VARIOUS	09/23/02
n	FPL GROUP INC, 600 SHS	P	VARIOUS	09/23/02
o	FPL GROUP INC, 400 SHS	P	VARIOUS	09/23/02

	(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	26,883.		33,616.	<6,733.>
b	13,370.		23,093.	<9,723.>
c	27,799.		46,186.	<18,387.>
d	69,246.		78,470.	<9,224.>
e	20,253.		33,871.	<13,618.>
f	20,646.		27,504.	<6,858.>
g	9,388.		9,610.	<222.>
h	16,174.		15,598.	576.
i	24,107.		23,896.	211.
j	25,567.		28,996.	<3,429.>
k	29,696.		36,321.	<6,625.>
l	52,787.		52,573.	214.
m	47,950.		46,647.	1,303.
n	31,461.		35,606.	<4,145.>
o	20,578.		23,688.	<3,110.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<6,733.>
b				<9,723.>
c				<18,387.>
d				<9,224.>
e				<13,618.>
f				<6,858.>
g				<222.>
h				576.
i				211.
j				<3,429.>
k				<6,625.>
l				214.
m				1,303.
n				<4,145.>
o				<3,110.>

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I line 8 — 3

123591
07 17-01

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	HARRIS CORP, 3,100 SHS	P	VARIOUS	09/23/02
b	KEYSPAN CORP, 700 SHS	P	VARIOUS	09/23/02
c	MANOR CARE INC, 1,100 SHS	P	VARIOUS	09/23/02
d	MARTIN MARIETTA MATERIALS INC, 600 SHS	P	VARIOUS	09/23/02
e	MARTIN MARIETTA MATERIALS INC, 600 SHS	P	VARIOUS	09/23/02
f	COMERICA INC, 900 SHS	P	VARIOUS	09/24/02
g	MARTIN MARIETTA MATERIALS INC, 800 SHS	P	VARIOUS	09/25/02
h	CHUBB CORP, 2,000 SHS	P	VARIOUS	09/26/02
i	GOODYEAR TIRE & RUBR CO, 5,600 SHS	P	VARIOUS	09/27/02
j	TECO ENERGY INC, 3,100 SHS	P	VARIOUS	09/30/02
k	TECO ENERGY INC, 3,100 SHS	P	VARIOUS	09/30/02
l	ALLETE INC, 100 SHS	P	VARIOUS	04/29/02
m	UNITED STS STL CORP, 400 SHS	P	VARIOUS	04/29/02
n	CHURCH & DWIGHT INC, 400 SHS	P	VARIOUS	05/10/02
o	CHURCH & DWIGHT INC, 700 SHS	P	VARIOUS	05/13/02

	(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	98,409.		107,933.	<9,524.>
b	22,707.		24,987.	<2,280.>
c	25,013.		25,366.	<353.>
d	22,265.		24,096.	<1,831.>
e	22,298.		24,042.	<1,744.>
f	47,005.		56,529.	<9,524.>
g	27,951.		32,041.	<4,090.>
h	115,557.		143,768.	<28,211.>
i	45,809.		132,988.	<87,179.>
j	49,444.		71,300.	<21,856.>
k	50,034.		70,805.	<20,771.>
l	3,024.		2,799.	225.
m	7,149.		6,847.	302.
n	13,665.		11,670.	1,995.
o	23,992.		20,422.	3,570.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<9,524.>
b				<2,280.>
c				<353.>
d				<1,831.>
e				<1,744.>
f				<9,524.>
g				<4,090.>
h				<28,211.>
i				<87,179.>
j				<21,856.>
k				<20,771.>
l				225.
m				302.
n				1,995.
o				3,570.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	STANDARD REGISTER CO, 200 SHS	P	VARIOUS	05/13/02
b	STANDARD REGISTER CO, 200 SHS	P	VARIOUS	05/13/02
c	CHURCH & DWIGHT INC, 1,300 SHS	P	VARIOUS	05/14/02
d	STANDARD REGISTER CO, 700 SHS	P	VARIOUS	05/14/02
e	STANDARD REGISTER CO, 100 SHS	P	VARIOUS	05/23/02
f	CHURCH & DWIGHT INC, 600 SHS	P	VARIOUS	05/28/02
g	HARMAN INTERNATIONAL, 800 SHS	P	VARIOUS	05/28/02
h	SAPPI LTD SPONS ADR, 1,100 SHS	P	VARIOUS	05/28/02
i	STANDARD REGISTER CO, 100 SHS	P	VARIOUS	05/28/02
j	UNITED STS STL CORP, 1,200 SHS	P	VARIOUS	05/28/02
k	SMUCKER J M CO, CASH IN LIEU OF .07 SHS	P	VARIOUS	06/25/02
l	EMBRAER AIRCRAFT CORP, 2,300 SHS	P	VARIOUS	07/25/02
m	SMITH A O CORP, 300 SHS	P	VARIOUS	07/25/02
n	SMITH A O CORP, 100 SHS	P	VARIOUS	07/25/02
o	SMITH A O CORP, 500 SHS	P	VARIOUS	07/26/02

	(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	6,750.		5,631.	1,119.
b	6,864.		5,627.	1,237.
c	44,355.		37,926.	6,429.
d	22,776.		19,679.	3,097.
e	3,321.		2,811.	510.
f	20,590.		17,504.	3,086.
g	45,711.		40,024.	5,687.
h	15,681.		13,815.	1,866.
i	3,314.		2,811.	503.
j	24,109.		20,542.	3,567.
k	2.		3.	<1.>
l	46,474.		49,571.	<3,097.>
m	8,727.		9,423.	<696.>
n	2,909.		3,141.	<232.>
o	14,380.		15,705.	<1,325.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				1,119.
b				1,237.
c				6,429.
d				3,097.
e				510.
f				3,086.
g				5,687.
h				1,866.
i				503.
j				3,567.
k				<1.>
l				<3,097.>
m				<696.>
n				<232.>
o				<1,325.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07-17-01

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	SMITH A O CORP, 100 SHS	P	VARIOUS	07/26/02
b	ENPRO INDS INC, 460 SHS	P	VARIOUS	07/29/02
c	SMITH A O CORP, 600 SHS	P	VARIOUS	07/29/02
d	PIONEER STD ELECTRS INC, 1,200 SHS	P	VARIOUS	07/30/02
e	PIONEER STD ELECTRS INC, 300 SHS	P	VARIOUS	07/31/02
f	HARRIS CORP, 2,000 SHS	P	VARIOUS	08/01/02
g	INTERSTATE BAKERIES CORP, 300 SHS	P	VARIOUS	08/01/02
h	LENNOX INTERNATIONAL INC, 300 SHS	P	VARIOUS	08/01/02
i	OSHKOSH TRUCK CORP CL B, 300 SHS	P	VARIOUS	08/01/02
j	PHILLIPS VAN HEUSEN CORP, 200 SHS	P	VARIOUS	08/01/02
k	PIONEER STD ELECTRS INC, 1,100 SHS	P	VARIOUS	08/01/02
l	PIONEER STD ELECTRS INC, 300 SHS	P	VARIOUS	08/02/02
m	CENTURY ALUMINUM CO, 100 SHS	P	VARIOUS	08/12/02
n	CENTURY ALUMINUM CO, 200 SHS	P	VARIOUS	08/12/02
o	HELIX TECHNOLOGY CORP, 100 SHS	P	VARIOUS	08/12/02

	(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	2,877.		3,141.	<264.>
b	2,352.		2,822.	<470.>
c	16,829.		18,846.	<2,017.>
d	11,435.		17,532.	<6,097.>
e	2,819.		4,383.	<1,564.>
f	62,663.		70,097.	<7,434.>
g	7,853.		7,191.	662.
h	4,927.		3,993.	934.
i	17,032.		16,860.	172.
j	2,393.		2,852.	<459.>
k	10,515.		16,071.	<5,556.>
l	2,816.		4,383.	<1,567.>
m	875.		1,575.	<700.>
n	1,771.		3,146.	<1,375.>
o	1,230.		1,305.	<75.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<264.>
b				<470.>
c				<2,017.>
d				<6,097.>
e				<1,564.>
f				<7,434.>
g				662.
h				934.
i				172.
j				<459.>
k				<5,556.>
l				<1,567.>
m				<700.>
n				<1,375.>
o				<75.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	KLAMATH FIRST BANCORP INC, 600 SHS	P	VARIOUS	08/12/02
b	PIONEER STD ELECTRS INC, 1,600 SHS	P	VARIOUS	08/12/02
c	SENSIENT TECHNOLOGIES CORP, 400 SHS	P	VARIOUS	08/12/02
d	QUIMICA Y MINERA DE CHILE, 300 SHS	P	VARIOUS	08/12/02
e	UGI CORP, 600 SHS	P	VARIOUS	08/12/02
f	WELLMAN INC, 1,900 SHS	P	VARIOUS	08/12/02
g	CITY NATL CORP, 100 SHS	P	VARIOUS	08/14/02
h	BANNER CORP, 400 SHS	P	VARIOUS	08/26/02
i	BANNER CORP, 100 SHS	P	VARIOUS	08/27/02
j	BANNER CORP, 100 SHS	P	VARIOUS	08/28/02
k	BANNER CORP, 100 SHS	P	VARIOUS	09/09/02
l	BANNER CORP, 100 SHS	P	VARIOUS	09/11/02
m	BANNER CORP, 100 SHS	P	VARIOUS	09/12/02
n	CENTURY ALUMINUM CO, 100 SHS	P	VARIOUS	09/12/02
o	CENTURY ALUMINUM CO, 100 SHS	P	VARIOUS	09/12/02

	(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	9,420.		7,950.	1,470.
b	14,336.		23,376.	<9,040.>
c	8,718.		8,783.	<65.>
d	5,983.		7,063.	<1,080.>
e	19,221.		18,335.	886.
f	26,471.		31,451.	<4,980.>
g	5,086.		5,141.	<55.>
h	8,494.		8,792.	<298.>
i	2,113.		2,198.	<85.>
j	2,124.		2,198.	<74.>
k	2,030.		2,198.	<168.>
l	2,001.		2,198.	<197.>
m	1,995.		2,198.	<203.>
n	829.		1,485.	<656.>
o	826.		1,485.	<659.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				1,470.
b				<9,040.>
c				<65.>
d				<1,080.>
e				886.
f				<4,980.>
g				<55.>
h				<298.>
i				<85.>
j				<74.>
k				<168.>
l				<197.>
m				<203.>
n				<656.>
o				<659.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	OLIN CORP, 900 SHS	P	VARIOUS	09/12/02
b	WELLMAN INC, 500 SHS	P	VARIOUS	09/12/02
c	WELLMAN INC, 100 SHS	P	VARIOUS	09/12/02
d	SEACOAST BANKING CORP, 800 SHS	P	VARIOUS	09/16/02
e	KDDI, 7 SHS	P	VARIOUS	10/17/01
f	ASML HOLDING NV, 1,456 SHS	P	VARIOUS	10/25/01
g	ASML HOLDING NV, 344 SHS	P	VARIOUS	10/25/01
h	ST MICRO ELECTRONICS, 1,100 SHS	P	VARIOUS	10/29/01
i	SONERA, 1,300 SHS	P	VARIOUS	10/26/01
j	TELECOM ITALIA MOBI, 6,500 SHS	P	VARIOUS	10/17/01
k	LUXOTTICA GROUP S P A, 293 SHS	P	VARIOUS	04/05/02
l	LUXOTTICA GROUP S P A, 266 SHS	P	VARIOUS	04/08/02
m	LUXOTTICA GROUP S P A, 21 SHS	P	VARIOUS	04/08/02
n	LUXOTTICA GROUP S P A, 902 SHS	P	VARIOUS	04/19/02
o	LUXOTTICA GROUP S P A, 918 SHS	P	VARIOUS	04/22/02

	(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	16,410.		16,318.	92.
b	7,492.		8,277.	<785.>
c	1,507.		1,655.	<148.>
d	17,166.		12,533.	4,633.
e	17,774.		65,792.	<48,018.>
f	19,673.		60,788.	<41,115.>
g	4,661.		14,362.	<9,701.>
h	32,520.		74,728.	<42,208.>
i	5,771.		71,529.	<65,758.>
j	33,752.		74,039.	<40,287.>
k	5,639.		3,507.	2,132.
l	4,928.		3,183.	1,745.
m	394.		251.	143.
n	17,125.		10,795.	6,330.
o	17,416.		10,986.	6,430.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k) but not less than "-0-)
	(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	
a				92.
b				<785.>
c				<148.>
d				4,633.
e				<48,018.>
f				<41,115.>
g				<9,701.>
h				<42,208.>
i				<65,758.>
j				<40,287.>
k				2,132.
l				1,745.
m				143.
n				6,330.
o				6,430.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 — 3

123591
07 17 01

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	TELEFONIC SA, .98 SHS	P	VARIOUS	03/25/02
b	TELEFONIC SA, .9 SHS	P	VARIOUS	05/14/02
c	AHOLD NV, 1/50 SHS	P	VARIOUS	05/21/02
d	ELAN PLC ADR, 920 SHS	P	VARIOUS	06/24/02
e	ELAN PLC ADR, 980 SHS	P	VARIOUS	06/24/02
f	FAST RETAILING CO LTD, 700 SHS	P	VARIOUS	07/02/02
g	AVIS EUROPE PLC, 14,641 SHS	P	VARIOUS	07/03/02
h	AVIS EUROPE PLC, 8,656 SHS	P	VARIOUS	07/03/02
i	FAST RETAILING CO LTD, 100 SHS	P	VARIOUS	07/03/02
j	GNSF, DUE 09/01/31	P	VARIOUS	10/04/01
k	FNCL, DUE 10/01/30	P	VARIOUS	10/16/01
l	FGLMC, DUE 09/04/31	P	VARIOUS	10/16/01
m	FNCL, DUE 10/01/31	P	VARIOUS	10/16/01
n	FNCL, DUE 09/04/31	P	VARIOUS	10/19/01
o	FNCL, DUE 08/01/31	P	VARIOUS	10/19/01

	(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	34.		61.	<27.>
b	27.		55.	<28.>
c	2.			2.
d	7,304.		34,858.	<27,554.>
e	7,781.		37,131.	<29,350.>
f	14,082.		78,105.	<64,023.>
g	26,936.		46,905.	<19,969.>
h	15,353.		27,731.	<12,378.>
i	2,078.		11,158.	<9,080.>
j	1,047,812.		1,043,750.	4,062.
k	2,033,594.		2,020,000.	13,594.
l	3,109,336.		3,025,312.	84,024.
m	2,391,641.		2,374,750.	16,891.
n	598,641.		594,750.	3,891.
o	838,750.		833,500.	5,250.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<27.>
b				<28.>
c				2.
d				<27,554.>
e				<29,350.>
f				<64,023.>
g				<19,969.>
h				<12,378.>
i				<9,080.>
j				4,062.
k				13,594.
l				84,024.
m				16,891.
n				3,891.
o				5,250.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	FNCI, DUE 09/17/16	P	VARIOUS	10/19/01
b	FNCI, DUE 09/17/16	P	VARIOUS	10/19/01
c	GNSF, DUE 09/01/31	P	VARIOUS	10/22/01
d	GNSF, DUE 10/01/31	P	VARIOUS	10/24/01
e	GNSF, DUE 11/01/31	P	VARIOUS	10/24/01
f	GNSF, DUE 11/01/31	P	VARIOUS	10/24/01
g	FNCI, DUE 11/01/16	P	VARIOUS	10/24/01
h	FNCI, DUE 11/01/16	P	VARIOUS	10/24/01
i	KOHLS CORP, DUE 03/01/11	P	VARIOUS	11/13/01
j	FNMA, DUE 12/01/30	P	VARIOUS	11/14/01
k	FNCL, DUE 11/04/31	P	VARIOUS	11/14/01
l	FNCL, DUE 11/01/31	P	VARIOUS	11/14/01
m	FNCL, DUE 11/01/30	P	VARIOUS	11/14/01
n	FNCL, DUE 11/01/31	P	VARIOUS	11/14/01
o	FNCI, DUE 11/01/16	P	VARIOUS	11/21/01

	(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	1,548,398.		1,535,625.	12,773.
b	1,651,625.		1,638,000.	13,625.
c	1,054,687.		1,047,187.	7,500.
d	820,125.		811,250.	8,875.
e	1,036,875.		1,029,687.	7,188.
f	2,073,750.		2,059,375.	14,375.
g	814,750.		808,000.	6,750.
h	1,668,500.		1,652,500.	16,000.
i	1,321,550.		1,253,345.	68,205.
j	2,026,628.		1,979,220.	47,408.
k	606,562.		596,812.	9,750.
l	2,397,031.		2,389,125.	7,906.
m	2,054,375.		2,027,500.	26,875.
n	844,625.		837,875.	6,750.
o	2,398,648.		2,393,437.	5,211.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				12,773.
b				13,625.
c				7,500.
d				8,875.
e				7,188.
f				14,375.
g				6,750.
h				16,000.
i				68,205.
j				47,408.
k				9,750.
l				7,906.
m				26,875.
n				6,750.
o				5,211.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07-17-01

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	FNCI, DUE 11/01/16	P	VARIOUS	11/21/01
b	FNCI, DUE 11/01/16	P	VARIOUS	11/21/01
c	FNCI, DUE 11/17/16	P	VARIOUS	11/21/01
d	FNCI, DUE 11/17/16	P	VARIOUS	11/21/01
e	GNSF, DUE 11/01/31	P	VARIOUS	11/21/01
f	GNSF, DUE 11/01/31	P	VARIOUS	11/21/01
g	GNSF, DUE 11/01/31	P	VARIOUS	11/21/01
h	GNSF, DUE 11/01/31	P	VARIOUS	11/21/01
i	GNSF, DUE 11/01/31	P	VARIOUS	11/21/01
j	GENL MOTORS ACCEPT CORP, DUE 07/30/04	P	VARIOUS	11/23/01
k	HONEYWELL INTL, DUE 03/01/10	P	VARIOUS	11/26/01
l	GOLDMAN SACHS, DUE 01/15/11	P	VARIOUS	11/29/01
m	DAIMLER-CHRYSLER, DUE 05/15/06	P	VARIOUS	12/03/01
n	FNCI, 15 YR	P	VARIOUS	12/02/01
o	FNCL, 30 YR	P	VARIOUS	12/13/01

	(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	1,668,625.		1,665,000.	3,625.
b	818,219.		812,500.	5,719.
c	1,551,328.		1,544,180.	7,148.
d	1,654,750.		1,647,000.	7,750.
e	614,578.		613,500.	1,078.
f	204,859.		204,500.	359.
g	1,035,547.		1,034,687.	860.
h	2,071,094.		2,069,375.	1,719.
i	1,051,875.		1,054,687.	<2,812.>
j	1,164,372.		1,192,956.	<28,584.>
k	1,367,537.		1,352,250.	15,287.
l	1,290,087.		1,274,625.	15,462.
m	1,266,637.		1,235,087.	31,550.
n	1,544,180.		1,544,063.	117.
o	839,875.		843,750.	<3,875.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j) if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				3,625.
b				5,719.
c				7,148.
d				7,750.
e				1,078.
f				359.
g				860.
h				1,719.
i				<2,812.>
j				<28,584.>
k				15,287.
l				15,462.
m				31,550.
n				117.
o				<3,875.>

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07-17 01

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	FNCL, 30 YR	P	VARIOUS	12/13/01
b	FGLMC, 30 YR	P	VARIOUS	12/13/01
c	FGLMC, 30 YR	P	VARIOUS	12/13/01
d	FNCL, 30 YR	P	VARIOUS	12/13/01
e	FNCL, 30 YR	P	VARIOUS	12/13/01
f	FNCI, 15 YR	P	VARIOUS	12/18/01
g	FNCI, 15 YR	P	VARIOUS	12/18/01
h	FNCI, 15 YR	P	VARIOUS	12/18/01
i	FNCI, 15 YR	P	VARIOUS	12/18/01
j	FNCI, 15 YR	P	VARIOUS	12/18/01
k	GNSF, 30 YR	P	VARIOUS	12/20/01
l	GNSF, 30 YR	P	VARIOUS	12/20/01
m	GNSF, 30 YR	P	VARIOUS	12/20/01
n	GNSF, 30 YR	P	VARIOUS	12/20/01
o	COUNTRYWIDE HOME LOAN, DUE 06/15/04	P	VARIOUS	12/24/01

	(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	2,000,938.		2,048,125.	<47,187.>
b	3,054,375.		3,088,125.	<33,750.>
c	704,512.		707,000.	<2,488.>
d	567,000.		593,344.	<26,344.>
e	1,032,344.		1,039,062.	<6,718.>
f	1,659,062.		1,666,000.	<6,938.>
g	2,383,734.		2,394,875.	<11,141.>
h	805,875.		816,000.	<10,125.>
i	1,535,859.		1,547,812.	<11,953.>
j	1,638,250.		1,651,000.	<12,750.>
k	1,050,000.		1,052,187.	<2,187.>
l	599,953.		612,750.	<12,797.>
m	1,020,000.		1,033,750.	<13,750.>
n	2,040,000.		2,067,500.	<27,500.>
o	1,221,828.		1,197,348.	24,480.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<47,187.>
b				<33,750.>
c				<2,488.>
d				<26,344.>
e				<6,718.>
f				<6,938.>
g				<11,141.>
h				<10,125.>
i				<11,953.>
j				<12,750.>
k				<2,187.>
l				<12,797.>
m				<13,750.>
n				<27,500.>
o				24,480.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	UNITED STATES TREASURY NTS, DUE 11/15/05	P	VARIOUS	12/28/01
b	CONTINENTAL AIRLINES, DUE 06/15/11	P	VARIOUS	01/09/02
c	FORD CREDIT AUTO OWNER TRUST, DUE 04/15/03	P	VARIOUS	01/11/02
d	QUEBEC, DUE 01/22/11	P	VARIOUS	01/11/02
e	COUNTRYWIDE HOME LOAN, DUE 01/15/12	P	VARIOUS	01/11/02
f	FHLMA, DUE 2/15/04	P	VARIOUS	01/11/02
g	FHLMA, DUE 2/15/04	P	VARIOUS	01/11/02
h	UNITED STATES TREASURY BDS, DUE 02/15/26	P	VARIOUS	01/14/02
i	FNCL, 30 YR	P	VARIOUS	01/14/02
j	FNCL, 30 YR	P	VARIOUS	01/14/02
k	FGLMC, 30 YR	P	VARIOUS	01/14/02
l	FNCL, 30 YR	P	VARIOUS	01/14/02
m	FGLMC, 30 YR	P	VARIOUS	01/14/02
n	FNCL, 30 YR	P	VARIOUS	01/14/02
o	FNCI, 15 YR	P	VARIOUS	01/17/02

	(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	3,145,430.		3,109,453.	35,977.
b	948,408.		1,196,673.	<248,265.>
c	847,371.		839,406.	7,965.
d	1,264,387.		1,238,300.	26,087.
e	1,203,216.		1,192,824.	10,392.
f	2,338,947.		2,251,845.	87,102.
g	1,299,595.		1,251,025.	48,570.
h	1,048,750.		1,019,219.	29,531.
i	2,012,734.		1,992,500.	20,234.
j	1,037,109.		1,031,250.	5,859.
k	3,069,609.		3,045,938.	23,671.
l	840,125.		839,000.	1,125.
m	702,734.		701,750.	984.
n	573,000.		564,375.	8,625.
o	2,393,797.		2,379,062.	14,735.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				35,977.
b				<248,265.>
c				7,965.
d				26,087.
e				10,392.
f				87,102.
g				48,570.
h				29,531.
i				20,234.
j				5,859.
k				23,671.
l				1,125.
m				984.
n				8,625.
o				14,735.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss) enter "-0-" in Part I, line 8	3	

123581
07 17-01

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	FNCI, 15 YR	P	VARIOUS	01/17/02
b	FNCI, 15 YR	P	VARIOUS	01/17/02
c	FNCI, 15 YR	P	VARIOUS	01/17/02
d	FNCI, 15 YR	P	VARIOUS	01/17/02
e	FNCI, 15 YR	P	VARIOUS	01/17/02
f	GNSF, 30 YR	P	VARIOUS	01/24/02
g	GNSF, 30 YR	P	VARIOUS	01/24/02
h	GNSF, 30 YR	P	VARIOUS	01/24/02
i	GNSF, 30 YR	P	VARIOUS	01/24/02
j	FNMA, DUE 08/15/04	P	VARIOUS	01/25/02
k	WORLDCOM INC, DUE 05/15/04	P	VARIOUS	01/30/02
l	FNCL, 30 YR	P	VARIOUS	03/13/02
m	FGLMC, 30 YR	P	VARIOUS	03/13/02
n	FGLMC, 30 YR	P	VARIOUS	03/13/02
o	FNCL, 30 YR	P	VARIOUS	03/13/02

	(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	1,665,250.		1,655,500.	9,750.
b	808,500.		803,250.	5,250.
c	1,532,578.		1,531,406.	1,172.
d	510,859.		510,469.	390.
e	1,130,508.		1,123,031.	7,477.
f	606,141.		597,375.	8,766.
g	2,057,187.		2,032,500.	24,687.
h	1,028,398.		1,016,250.	12,148.
i	1,051,562.		1,049,062.	2,500.
j	4,262,500.		4,177,040.	85,460.
k	1,281,262.		1,250,337.	30,925.
l	2,017,656.		2,014,063.	3,593.
m	3,068,437.		3,070,312.	<1,875.>
n	707,875.		705,469.	2,406.
o	2,014,531.		2,010,625.	3,906.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				9,750.
b				5,250.
c				1,172.
d				390.
e				7,477.
f				8,766.
g				24,687.
h				12,148.
i				2,500.
j				85,460.
k				30,925.
l				3,593.
m				<1,875.>
n				2,406.
o				3,906.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07-17 01

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	FNCL, 30 YR	P	VARIOUS	03/13/02
b	FNCI, 15 YR	P	VARIOUS	03/19/02
c	GNSF, 30 YR	P	VARIOUS	03/21/02
d	GNSF, 30 YR	P	VARIOUS	03/21/02
e	GNSF, 30 YR	P	VARIOUS	03/21/02
f	VIACOM INC, DUE 05/15/11	P	VARIOUS	03/27/02
g	FNCL, 30 YR	P	VARIOUS	02/13/02
h	FGLMC, 30 YR	P	VARIOUS	02/13/02
i	FGLMC, 30 YR	P	VARIOUS	02/13/02
j	FNCL, 30 YR	P	VARIOUS	02/13/02
k	FNCL, 30 YR	P	VARIOUS	02/13/02
l	FNCI, 15 YR	P	VARIOUS	02/19/02
m	FNCI, 15 YR	P	VARIOUS	02/19/02
n	FNCI, 15 YR	P	VARIOUS	02/19/02
o	FNCI, 15 YR	P	VARIOUS	02/19/02

	(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	1,032,148.		1,040,000.	<7,852.>
b	1,120,539.		1,128,531.	<7,992.>
c	600,187.		608,062.	<7,875.>
d	1,051,406.		1,055,937.	<4,531.>
e	1,023,555.		1,031,562.	<8,007.>
f	1,205,652.		1,194,828.	10,824.
g	1,041,797.		1,035,312.	6,485.
h	3,078,516.		3,061,875.	16,641.
i	708,449.		700,000.	8,449.
j	2,018,750.		2,005,000.	13,750.
k	842,187.		839,000.	3,187.
l	2,393,797.		2,389,844.	3,953.
m	804,000.		805,500.	<1,500.>
n	1,132,656.		1,126,125.	6,531.
o	1,667,000.		1,662,500.	4,500.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				<7,852.>
b				<7,992.>
c				<7,875.>
d				<4,531.>
e				<8,007.>
f				10,824.
g				6,485.
h				16,641.
i				8,449.
j				13,750.
k				3,187.
l				3,953.
m				<1,500.>
n				6,531.
o				4,500.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 — 3

123591
07-17-01

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	GNSF, 30 YR	P	VARIOUS	02/21/02
b	GNSF, 30 YR	P	VARIOUS	02/21/02
c	GNSF, 30 YR	P	VARIOUS	02/21/02
d	FNCL, 30 YR	P	VARIOUS	04/11/02
e	FNCL, 30 YR	P	VARIOUS	04/11/02
f	FGLMC, 30 YR	P	VARIOUS	04/11/02
g	FGLMC, 30 YR	P	VARIOUS	04/11/02
h	FNCL, 30 YR	P	VARIOUS	04/11/02
i	FNCI, 15 YR	P	VARIOUS	04/16/02
j	GNSF, 30 YR	P	VARIOUS	04/18/02
k	GNSF, 30 YR	P	VARIOUS	04/18/02
l	GNSF, 30 YR	P	VARIOUS	04/18/02
m	UNITED STATES TREASURY NOTE, DUE 08/15/11	P	VARIOUS	04/19/02
n	GNSF, 30 YR	P	VARIOUS	04/25/02
o	PSE&G TRANSITION FUNDING LLC, DUE 06/15/16	P	VARIOUS	04/26/02

	(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	1,035,156.		1,025,312.	9,844.
b	610,359.		604,125.	6,234.
c	1,056,953.		1,051,250.	5,703.
d	2,003,125.		2,006,250.	<3,125.>
e	2,004,219.		2,009,375.	<5,156.>
f	3,052,734.		3,055,312.	<2,578.>
g	696,363.		704,812.	<8,449.>
h	1,041,406.		1,030,000.	11,406.
i	1,127,027.		1,116,844.	10,183.
j	1,050,625.		1,050,000.	625.
k	1,032,227.		1,020,000.	12,227.
l	606,305.		598,125.	8,180.
m	1,473,926.		1,502,344.	<28,418.>
n	1,050,625.		1,050,000.	625.
o	1,675,562.		1,598,901.	76,661.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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	
a				9,844.
b				6,234.
c				5,703.
d				<3,125.>
e				<5,156.>
f				<2,578.>
g				<8,449.>
h				11,406.
i				10,183.
j				625.
k				12,227.
l				8,180.
m				<28,418.>
n				625.
o				76,661.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	GNSF, 30 YR	P	VARIOUS	05/01/02
b	WELLPOINT HEALTH NETWORK, DUE 01/15/12	P	VARIOUS	05/03/02
c	WACHOVIA CORP, DUE 06/21/04	P	VARIOUS	05/06/02
d	JOHNSON CONTROLS, DUE 11/15/06	P	VARIOUS	05/10/02
e	DOW CHEMICAL, DUE 05/14/04	P	VARIOUS	05/10/02
f	COSTO WHOLESALE CORP, DUE 03/15/07	P	VARIOUS	05/10/02
g	COUNTRYWIDE HOME LOAN, DUE 06/15/04	P	VARIOUS	05/10/02
h	ALABAMA POWER CO, DUE 09/01/04	P	VARIOUS	05/10/02
i	NABISCO INC, DUE 02/01/05	P	VARIOUS	05/14/02
j	SEARS ROEBUCK ACCEPTANCE, DUE 04/15/12	P	VARIOUS	05/14/02
k	FNCL, 30 YR	P	VARIOUS	05/14/02
l	FNCL, 30 YR	P	VARIOUS	05/14/02
m	FNCL, 30 YR	P	VARIOUS	05/14/02
n	FNCL, 30 YR	P	VARIOUS	05/14/02
o	FGLMC, 30 YR	P	VARIOUS	05/14/02

	(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	1,050,000.		1,050,625.	<625.>
b	453,505.		452,727.	778.
c	475,713.		476,320.	<607.>
d	543,620.		548,966.	<5,346.>
e	607,290.		598,734.	8,556.
f	254,407.		250,230.	4,177.
g	562,408.		562,479.	<71.>
h	533,636.		543,753.	<10,117.>
i	367,290.		366,002.	1,288.
j	349,584.		347,557.	2,027.
k	1,255,469.		1,246,094.	9,375.
l	757,266.		747,656.	9,610.
m	1,010,977.		997,500.	13,477.
n	1,004,375.		997,500.	6,875.
o	1,538,203.		1,518,750.	19,453.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<625.>
b				778.
c				<607.>
d				<5,346.>
e				8,556.
f				4,177.
g				<71.>
h				<10,117.>
i				1,288.
j				2,027.
k				9,375.
l				9,610.
m				13,477.
n				6,875.
o				19,453.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	FGLMC, 30 YR	P	VARIOUS	05/14/02
b	FGLMC, 30 YR	P	VARIOUS	05/14/02
c	DELTA AIR LINES INC, DUE 05/18/10	P	VARIOUS	05/15/02
d	CONTINENTAL AIRLINES, DUE 09/15/09	P	VARIOUS	05/15/02
e	FNCL, 30 YR	P	VARIOUS	05/15/02
f	FNCI, 15 YR	P	VARIOUS	05/16/02
g	CAMPBELL SOUP CO, DUE 10/01/03	P	VARIOUS	05/21/02
h	GNSF, 30 YR	P	VARIOUS	05/21/02
i	GNSF, 30 YR	P	VARIOUS	05/21/02
j	VERIZON PENNSYLVANIA, DUE 11/15/11	P	VARIOUS	05/21/02
k	HOUSEHOLD FIN CORP EMTN, DUE 06/17/08	P	VARIOUS	05/22/02
l	VODAFONE GROUP, DUE 02/15/10	P	VARIOUS	05/23/02
m	WASHINGTON MUTUAL FIN, DUE 05/15/11	P	VARIOUS	05/29/02
n	PEPSIAMERICAS INC, DUE 03/17/03	P	VARIOUS	06/03/02
o	MERRILL LYNCH, DUE 06/15/04	P	VARIOUS	06/04/02

	(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	1,540,898.		1,518,750.	22,148.
b	703,828.		693,000.	10,828.
c	188,118.		191,088.	<2,970.>
d	74,496.		73,574.	922.
e	1,044,375.		1,038,125.	6,250.
f	1,130,078.		1,122,687.	7,391.
g	76,411.		76,453.	<42.>
h	608,133.		603,750.	4,383.
i	1,035,820.		1,027,812.	8,008.
j	185,498.		199,486.	<13,988.>
k	1,195,464.		1,218,576.	<23,112.>
l	636,018.		637,380.	<1,362.>
m	522,745.		500,825.	21,920.
n	560,444.		554,097.	6,347.
o	334,207.		325,000.	9,207.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				22,148.
b				10,828.
c				<2,970.>
d				922.
e				6,250.
f				7,391.
g				<42.>
h				4,383.
i				8,008.
j				<13,988.>
k				<23,112.>
l				<1,362.>
m				21,920.
n				6,347.
o				9,207.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I line 8 — 3

123591
07-17-01

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	UNITED STATES TREASURY NOTE, DUE 11/15/06	P	VARIOUS	06/06/02
b	FNCL, 30 YR	P	VARIOUS	06/13/02
c	TARGET CORP, DUE 08/15/10	P	VARIOUS	06/18/02
d	FNCI, 15 YR	P	VARIOUS	06/18/02
e	FORD MOTOR CR CO, DUE 03/15/05	P	VARIOUS	06/21/02
f	BB&T CORPORATION, DUE 08/01/11	P	VARIOUS	06/21/02
g	GNSF, 30 YR	P	VARIOUS	06/21/02
h	GNSF, 30 YR	P	VARIOUS	06/21/02
i	BANK OF AMERICA MORTGAGE SECS, DUE 02/25/31	P	VARIOUS	06/25/02
j	GENL MOTORS ACCEPT CORP, DUE 09/15/11	P	VARIOUS	06/28/02
k	GOLDMAN SACHS GROUP INC, DUE 01/15/12	P	VARIOUS	06/28/02
l	UNITED STATES TREASURY NTS, DUE 11/15/05	P	VARIOUS	07/15/02
m	FNCI, 15 YR	P	VARIOUS	07/18/02
n	WELLS FARGO BANK NA, DUE 06/15/10	P	VARIOUS	07/19/02
o	GNSF, 30 YR	P	VARIOUS	07/22/02

	(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	679,957.		677,906.	2,051.
b	1,010,781.		1,006,875.	3,906.
c	1,398,925.		1,262,850.	136,075.
d	1,139,273.		1,126,125.	13,148.
e	1,315,075.		1,250,287.	64,788.
f	553,040.		526,673.	26,367.
g	613,969.		606,000.	7,969.
h	1,040,508.		1,031,875.	8,633.
i	26,038.		30,538.	<4,500.>
j	499,625.		502,220.	<2,595.>
k	536,072.		525,829.	10,243.
l	538,926.		518,242.	20,684.
m	1,147,609.		1,135,750.	11,859.
n	440,268.		407,280.	32,988.
o	1,043,672.		1,036,562.	7,110.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				2,051.
b				3,906.
c				136,075.
d				13,148.
e				64,788.
f				26,367.
g				7,969.
h				8,633.
i				<4,500.>
j				<2,595.>
k				10,243.
l				20,684.
m				11,859.
n				32,988.
o				7,110.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17-01

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	GNSF, 30 YR	P	VARIOUS	07/22/02
b	FHLMC, DUE 01/15/12	P	VARIOUS	07/31/02
c	FHLMC, DUE 01/15/12	P	VARIOUS	08/02/02
d	VERIZON MARYLAND INC, DUE 03/01/12	P	VARIOUS	08/19/02
e	FNCI, 15 YR	P	VARIOUS	08/19/02
f	GNSF, 30 YR	P	VARIOUS	08/21/02
g	GNSF, 30 YR	P	VARIOUS	08/21/02
h	FHLB, DUE 05/15/12	P	VARIOUS	08/23/02
i	360 COMMUNICATIONS CO, DUE 03/01/03	P	VARIOUS	09/04/02
j	DOW CHEMICAL, DUE 05/14/04	P	VARIOUS	09/13/02
k	CINTAS CORP NO 2, DUE 06/01/12	P	VARIOUS	09/18/02
l	FNCI, 15 YR	P	VARIOUS	09/19/02
m	FHLB, DUE 05/15/12	P	VARIOUS	09/23/02
n	GNSF, 30 YR	P	VARIOUS	09/23/02
o	GNSF, 30 YR	P	VARIOUS	09/23/02

	(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	617,859.		611,625.	6,234.
b	1,265,109.		1,204,131.	60,978.
c	1,038,281.		999,456.	38,825.
d	928,030.		953,900.	<25,870.>
e	1,150,961.		1,144,000.	6,961.
f	624,281.		615,750.	8,531.
g	1,044,844.		1,040,625.	4,219.
h	2,131,953.		2,125,637.	6,316.
i	661,043.		667,894.	<6,851.>
j	666,568.		648,628.	17,940.
k	766,367.		695,380.	70,987.
l	1,153,453.		1,148,469.	4,984.
m	550,447.		516,744.	33,703.
n	620,531.		622,312.	<1,781.>
o	1,050,234.		1,042,812.	7,422.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k) but not less than "-0-")
a				6,234.
b				60,978.
c				38,825.
d				<25,870.>
e				6,961.
f				8,531.
g				4,219.
h				6,316.
i				<6,851.>
j				17,940.
k				70,987.
l				4,984.
m				33,703.
n				<1,781.>
o				7,422.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	

123591
07 17 01

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	ESPRIT HOLDINGS LTD, EXCHANGE OF SHARES	P	VARIOUS	09/23/02
b	AHOLD, 59 RIGHTS	P	VARIOUS	09/25/02
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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			56.	<56.>
b	12.			12.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<56.>
b				12.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	<2,935,620.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
07-17-01

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179 Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	LANDSCAPE BUILDING	68	SL	25.00	19	16,523.			16,523.	16,523.		0.
2	CALLAWAY MEMORIAL TOWER LAND		L			20,760.			20,760.			0.
3	OTHER LAND, APPROX 26 ACRES		L			6,357.			6,357.			0.
4	OFFICE BUILDING	49	SL	.000	19	51,108.			51,108.	51,108.		0.
5	LAND FOR OFFICE BUILDING	49	L			24,500.			24,500.			0.
6	ADDITION TO 209 BROOME STREET	070184	SL	15.00	19	130,939.			130,939.	130,939.		0.
7	FURNISHINGS FOR ADDITION	070184	SL	5.00	19	5,078.			5,078.	5,078.		0.
8	DRAPERIES FOR ADDITION	100184	SL	5.00	19	4,572.			4,572.	4,572.		0.
9	HEAT PUMP - BOARD ROOM	94	SL	5.00	19	1,900.			1,900.	1,900.		0.
10	IMPROVEMENTS TO BUILDING	070196	SL	39.00	19	45,268.			45,268.	6,094.		1,161.
11	FURNISHINGS	070196	SL	7.00	19	29,318.			29,318.	21,988.		4,188.
12	HEAT PUMP - FRONT BUILDING	100396	SL	5.00	19	4,007.			4,007.	4,007.		0.
13	PARK AT CORNER OF BULL & DEPOT	45	L			626.			626.			0.
14	PARKING LOT BEHIND CVAM		L			131,039.			131,039.			0.
15	210-212 BULL STREET	052599	SL	39.00	19	127,600.			127,600.	7,907.		3,272.
16	LAND AT 210-212 BULL STREET	052599	L			68,400.			68,400.			0.
17	ROOF IMPROVEMENT AT 210-212 BULL STREET	070799	SL	39.00	19	24,000.			24,000.	1,385.		615.
18	LAND ACQUIRED BEFORE 1991		L			636,480.			636,480.			0.

128102
10-03-01

(D) - Asset disposed

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis - ITC, 179, Salvage	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
19	LAND, 13.637 ACRES	96	L			223,209.			223,209.			0.
20	LAND, 24.583 ACRES	98	L			535,273.			535,273.			0.
21	LAND, N. GREENWOOD STREET	98	L			265,000.			265,000.			0.
22	LAND, 145.091 ACRES	122298	L			195,000.			195,000.			0.
23	LAND AT 1515 VERNON ROAD	91	L			46,223.			46,223.			0.
24	1517 VERNON ROAD	91	SL	27.50	19	70,509.			70,509.	25,640.		2,564.
25	LAND AT 1517 VERNON ROAD	91	L			39,257.			39,257.			0.
26	ROOF IMPROVEMENT AT 1517 VERNON ROAD	97	SL	27.50	19	2,521.			2,521.	363.		92.
27	LAND AT 1519 VERNON ROAD	91	L			15,332.			15,332.			0.
30	201 MAIN STREET	112197	SL	39.00	19	142,200.			142,200.	13,369.		3,646.
31	LAND AT 201 MAIN STREET	112197	L			94,800.			94,800.			0.
32	AIR COMPRESSOR - 201 MAIN STREET	061798	SL	5.00	19	1,882.			1,882.	1,193.		376.
33	902 ELM STREET	101698	SL	27.50	19	25,725.			25,725.	2,806.		936.
34	LAND AT 902 ELM STREET	101698	L			12,275.			12,275.			0.
	* TOTAL 990-PF PG 1 DEPR					2,997,681.		0.	2,997,681.	294,872.	0.	16,850.

128102
10-03 01

(D) - Asset disposed

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK ACCOUNTS	8,802.
U.S. AGENCY DISCOUNT NOTES	1,516,542.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,525,344.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE BONDS	3,350,962.	0.	3,350,962.
GNMA CERTIFICATES	54,674.	0.	54,674.
OTHER DIVIDENDS	1,077,100.	0.	1,077,100.
TOTAL TO FM 990-PF, PART I, LN 4	4,482,736.	0.	4,482,736.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KING & SPALDING	9,208.	3,111.		6,097.
WILLIS, MCKENZIE & LONG	2,648.	0.		2,648.
TO FM 990-PF, PG 1, LN 16A	11,856.	3,111.		8,745.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
J.K. BOATWRIGHT & CO.	7,000.	3,500.		3,500.
TO FORM 990-PF, PG 1, LN 16B	7,000.	3,500.		3,500.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CITIBANK, N.A., INC.	220,964.	220,964.		0.
SUNTRUST BANKS, INC.	58,850.	58,850.		0.
WACHOVIA BANK, INC.	56,864.	56,864.		0.
ARCADIA LAND COMPANY	200,000.	0.		200,000.
TO FORM 990-PF, PG 1, LN 16C	536,678.	336,678.		200,000.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	69,237.	69,237.		0.
EXCISE TAXES	52,698.	0.		0.
TO FORM 990-PF, PG 1, LN 18	121,935.	69,237.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL EXPENSE	631,448.	315,724.		315,724.
FORESTRY EXPENSE	2,737.	0.		0.
MAINTENANCE EXPENSE	3,861.	3,861.		0.
RETIREMENT PAYMENT EXPENSE	6,000.	0.		6,000.
OTHER INSURANCE EXPENSE	10,542.	10,542.		0.
DIRECT CAPITAL EXPENDITURES	160,793.	0.		160,793.
TO FORM 990-PF, PG 1, LN 23	815,381.	330,127.		482,517.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY NOTES & BONDS	X		11,778,132.	12,789,179.
GNMA - DUE 11/15/03	X		9,170.	9,327.
GNMA - DUE 12/15/03	X		9,755.	9,922.
GNMA - DUE 12/15/03	X		3,464.	3,523.
GNMA - DUE 12/15/04	X		8,161.	8,475.
GNMA - DUE 01/15/05	X		15,597.	16,431.
GNMA - DUE 01/15/05	X		4,820.	5,077.
GNMA - DUE 02/15/05	X		6,176.	6,506.
FHLMC - DUE 06/27/05	X		5,022,747.	5,059,400.
FNMA - DUE 01/01/09	X		735,320.	756,116.
GNMA - DUE 02/15/09	X		15,521.	16,945.
GNMA - DUE 02/15/09	X		65,883.	77,485.
GNMA - DUE 02/15/09	X		28,641.	32,188.
GNMA - DUE 02/15/09	X		77,445.	90,666.
GNMA - DUE 02/15/09	X		39,715.	43,796.
GNMA - DUE 03/15/09	X		106,924.	126,277.
GNMA - DUE 03/15/09	X		37,732.	41,194.
GNMA - DUE 03/15/09	X		49,286.	55,559.
FHLMC - DUE 01/15/12	X		199,398.	222,062.
FHLMC - DUE 08/15/15	X		2,418,750.	2,632,800.
FNMA - DUE 09/25/17	X		983,805.	1,042,834.
FNMA - DUE 09/25/17	X		1,200,817.	1,246,754.
FNMA - DUE 03/17/18	X		614,364.	637,749.
FNMA - DUE 02/25/21	X		1,222,125.	1,257,000.
FNMA - DUE 10/25/21	X		809,687.	823,584.
FNMA - DUE 11/18/21	X		1,717,522.	1,774,231.
FNMA - DUE 02/25/29	X		1,530,093.	1,576,497.
FHLMC - DUE 09/01/31	X		443,266.	439,285.
FNMC GRANTOR TRUST - DUE 08/25/41	X		170,885.	170,687.
FNMA - DUE 08/25/42	X		2,038,871.	2,030,000.
TOTAL U.S. GOVERNMENT OBLIGATIONS			31,364,072.	33,001,549.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			31,364,072.	33,001,549.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AXA	76,560.	20,000.
AHOLD NV	75,032.	33,012.
ALLIED IRISH BKS PLC	75,554.	86,400.
ASIA SATELLITE TELECOM HLDGS LTD	75,231.	31,200.
BOMBARDIER INC	73,899.	15,393.
BBVA SA	73,379.	36,609.
CGI GROUP INC	75,322.	24,255.
CIA BRAS DIST PAO ACUCAR	73,419.	26,048.
COCA COLA FEMSA SA DE	55,743.	42,868.
DIAGEO PLC	50,916.	62,659.
ESPIRIT HOLDINGS LTD	44,491.	35,387.
INVENSYS	74,731.	20,886.
JOHNSON MATTHEY PLC	71,173.	74,099.
LUXOTTICA GROUP SPA	43,083.	46,368.
MISYS	73,079.	19,683.
NOKIA OY	75,294.	17,280.
RENTOKIL INITIAL	73,232.	102,833.
SECOM CO LTD	75,886.	40,003.
SERCO GROUP	59,143.	30,823.
SHIRE PHARMACEUTICALS GROUP PLC	82,087.	48,512.
TAKEDA CHEMICAL IND	51,304.	40,332.
TELEFONICA SA	151,474.	54,554.
TESCO PLC	52,253.	49,259.
TEVA PHARMACEUTICAL INDS LTD	63,138.	73,700.
VODAFONE GROUP PLC	100,743.	41,316.
ALLERGAN	485,687.	375,360.
ALLSTATE CORP	748,154.	690,737.
AMERICAN EXPRESS CO	840,786.	612,375.
AMERICAN INTERNATIONAL GROUP INC	839,469.	956,977.
ANADARKO PETE CORP	1,263,775.	899,708.
APOLLO GROUP INC	690,171.	1,020,822.
BJ SERVICES CO	574,877.	492,700.
BP PLC	581,963.	477,204.
BANK OF AMERICA CORP	772,428.	682,022.
BED BATH & BEYOND INC	528,402.	527,471.
BURLINGTON RES INC	449,638.	460,320.
CARNIVAL CORP	771,808.	593,866.
CISCO SYSTEMS	1,241,513.	854,539.
CLOROX CO	755,116.	777,483.
COACH INC	234,768.	321,024.
FAMILY DOLLAR STORES INC	842,730.	695,386.
FEDERAL HOME LOAN MTG CORP	1,371,758.	1,159,925.
FEDERAL NATL MTG ASSOC	472,988.	406,480.
FIRST DATA CORP	659,554.	569,062.
FOREST LABS INC	309,670.	378,066.
FOX ENTERTAINMENT GROUP INC	386,966.	387,287.
GANNETT INC	1,131,121.	1,067,542.

GENERAL DYNAMICS CORP	789,324.	784,021.
HARLEY DAVIDSON INC	1,053,837.	947,580.
HEALTH MANAGEMENT ASSOC INC	257,977.	314,421.
HOME DEPOT INC	958,915.	548,361.
ILLINOIS TOOL WORKS INC	845,450.	684,794.
INTEL CORP	1,209,313.	498,234.
JOHNSON & JOHNSON	772,502.	820,718.
KHOLS CORP	841,487.	769,855.
KING PHARMACEUTICALS INC	921,879.	581,077.
LEXMARK INTERNATIONAL INC	1,103,744.	915,560.
LIMITED BRANDS INC	670,460.	444,827.
LOCKHEED MARTIN CORP	642,366.	1,038,600.
LOWES COMPANIES INC	493,163.	945,162.
MBNA CORP	458,597.	460,603.
MASCO CORP	624,059.	448,673.
MERCURY INTERACTIVE CORP	552,615.	248,305.
MICROCHIP TECHNOLOGY INC	252,220.	297,138.
MICRON TECHNOLOGY	1,035,842.	389,408.
MICROSOFT CORP	1,045,150.	730,021.
MOTOROLA INC	613,969.	373,301.
NETWORK APPLIANCE INC	744,443.	332,049.
NOBLE CORP	305,715.	291,090.
NOKIA CORP	1,462,565.	851,312.
NORFOLK SOUTHERN CORP	616,113.	607,719.
PFIZER INC	744,283.	722,018.
PRAXAIR INC	621,921.	605,653.
PROCTER & GAMBLE CO	631,878.	719,509.
ROHM & HASS CO	702,084.	588,070.
SLM CORPORATION SECURITIES	526,321.	1,029,476.
SARA LEE CORP	605,998.	520,716.
SUN MICROSYSTEMS INC	1,164,315.	325,198.
SYSCO CORP	303,706.	315,129.
TENET HEALTHCARE CORP	775,723.	1,353,578.
TEXAS INSTRUMENTS INC	1,900,449.	764,200.
3M CO	619,160.	610,333.
TRIBUNE CO	662,759.	639,275.
TYCO INTERNATIONAL LTD	742,188.	416,190.
UNION PACIFIC CORP	611,949.	651,037.
UNITED HEALTH GROUP INC	770,526.	1,159,154.
UNITED TECHNOLOGIES CORP	209,202.	415,766.
WELLPOINT HEALTH NETWORKS INC	583,554.	557,080.
XILINX INC	468,136.	203,993.
ABM INDS INC	93,722.	71,910.
ALLETE INC	137,158.	105,840.
ALPHARMA INC	144,842.	86,400.
AMERICAN FINANCIAL GROUP	79,984.	62,154.
ANNUITY & LIFE RE HLDGS LTD	13,673.	13,020.
ARCH COAL INC	96,560.	74,475.
AUTODESK INC	366,966.	257,201.
BHA GROUP	30,085.	28,260.
BANNER CORP	35,168.	32,320.
BASSETT FURNITURE INDS INC	64,116.	45,441.
BLYTH INC	95,460.	103,230.
BOISE CASCADE CORP	87,367.	66,120.

BRIGGS & STRATTON CORP	50,192.	45,048.
C&D TECHNOLOGIES INC	69,368.	48,378.
CHC HELICOPTER CORP	75,487.	91,260.
CP SHIPS LIMITED	158,445.	148,850.
CAMBREX CORP	176,523.	154,560.
CANADIAN PAC RY LTD	55,896.	47,450.
CARPENTER TECHNOLOGY CORP	70,216.	33,800.
CHEMED CORP	52,405.	43,078.
CHURCH & DWIGHT INC	215,888.	245,310.
CITY NATIONAL CORP	61,687.	56,124.
COLONIAL BANCGROUP INC	93,848.	76,880.
COMMUNITY BANK SYSTEMS INC	3,019.	2,963.
COMMUNITY FIRST BANKSHARES INC	54,495.	58,548.
COMPANHIA SIDERURGICA NACIONAL	48,120.	20,375.
CUMMINS INC	71,543.	44,878.
DIAL CORP	50,187.	51,504.
EDELBROCK CORP	2,977.	2,330.
EMBRAER AIRCRAFT CORP	238,721.	148,960.
ENSCO INTERNATIONAL INC	56,227.	50,080.
FNB CORP	68,770.	67,668.
FAIR ISAAC & CO	56,933.	55,590.
FAIRMONT HOTELS	188,717.	154,700.
FORDING INC	88,843.	68,080.
GLACIER BANCORP INC	46,685.	47,838.
GOODRICH CORP	69,590.	45,360.
GOODYEAR TIRE & RUBBER CO	79,639.	56,007.
HCC INS HOLDINGS INC	73,059.	86,436.
JOHN H HARLAND CO	98,289.	86,880.
HARMAN INTERNATIONAL	125,075.	129,375.
HARRIS CORP	308,428.	294,712.
HELIX TECHNOLOGY CORP	9,135.	6,755.
HOLLINGER INTERNATIONAL	78,714.	54,540.
HORIZON FINL CORP WASH	47,175.	53,137.
INGLES MARKETS INC	42,991.	37,450.
INSTRUMENTARIUM CORP	9,019.	10,192.
INTERSTATE BAKERIES CORP	55,131.	61,111.
INTRAWEST CORP	71,540.	56,520.
INVACARE CORP	118,996.	113,025.
KLM DUTCH AIRLINES NY	28,281.	22,410.
KEITHLEY INSTRS INC	70,483.	40,095.
KLAMATH FIRST BANCORP INC	38,425.	44,070.
LSI INDS INC OHIO	117,524.	60,840.
LENNOX INTERNATIONAL INC	51,909.	51,597.
LUBRIZOL CORP	150,694.	121,561.
MAKITA CORP	88,878.	77,556.
MEDIA GEN INC	68,656.	61,020.
MINERALS TECHNOLOGIES	49,385.	40,777.
MOVADO GROUP INC	47,382.	35,750.
NATUZZI SPA ADR	41,596.	33,852.
NOBLE ENERGY INC	72,976.	64,543.
OLIN CORP	77,965.	70,434.
OSHKOSH TRUCK CORP	56,200.	56,400.
PACIFIC NORTHWEST BANCORP	47,160.	49,014.
PEABODY ENERGY CORP	97,107.	91,800.

PHILLIPS VAN HEUSEN CORP	68,446.	60,480.
PIER 1 IMPORTS INC	59,422.	66,745.
PITTSTON CO	276,903.	253,120.
PROTECTIVE LIFE CORP	2,888.	3,077.
PXRE GROUP LTD	84,192.	70,880.
QUIMICA Y MINERA DE CHILE	63,567.	51,570.
QUIXOTE CORP	89,992.	86,715.
RIGGS NATIONAL CORP	56,000.	50,015.
ROBBINS & MYERS INC	69,674.	48,490.
ROPER INDS INC	54,432.	41,400.
STI CLASSIC FD-SM CAP GROWTH	1,200,000.	876,995.
SAPPI LTD	92,937.	84,730.
SCOTTISH ANNUITY & LIFEHOLDINGS	80,290.	63,085.
SEACOAST BANKING CORP FL	57,967.	70,966.
SENSIENT TECHNOLOGIES CORP	85,636.	82,407.
SIDERCA SAIC	27,280.	26,435.
SMUCKER	198,645.	197,703.
SNAP ON INC	42,356.	36,768.
SOUTHERN PERU COPPER CORP	59,598.	56,211.
STANCORP FINL GROUP INC	35,856.	37,030.
STANDARD REGISTER CO	28,113.	24,000.
STEWART & STEVENSON SVCS INC	73,851.	39,172.
STUDENT LOAN CORP	67,592.	63,336.
STURM RUGER & CO INC	39,150.	36,600.
TECUMSEH PRODUCTS CO	46,953.	37,764.
TEXAS INDS INC	178,584.	106,832.
THOMAS INDS INC	43,150.	37,200.
UGI CORP	51,949.	61,795.
UNITED STATES STEEL CORP	93,756.	63,855.
US FREIGHTWAYS CORP	42,355.	34,416.
VALSPAR CORP	89,372.	70,870.
WALLACE COMPUTER SERVICES INC	36,817.	31,770.
WASHINGTON FEDERAL INC	65,375.	55,787.
WELLMAN INC	29,751.	24,570.
WEST COAST BANCORP OREGON	65,700.	68,130.
WILEY JOHN & SONS	62,606.	59,427.
WILMINGTON TR CORP	75,726.	69,408.
WOLVERINE WORLD WIDE INC	23,863.	19,500.
YORK INTERNATIONAL CORP	36,304.	28,200.
ABERCROMBIE & FITCH CO	329,865.	230,139.
ABITIBI CONSOLIDATED INC	266,919.	213,932.
ADVANCED MICRO DEVICES INC	237,767.	114,810.
ALLIED WASTE INDS INC	236,113.	174,195.
AUTODESK INC	95,590.	93,758.
AVNET INC	318,834.	166,166.
BECTON DICKINSON & CO	128,053.	102,240.
BOISE CASCADE CORP	452,354.	296,400.
CVS CORP	203,012.	152,100.
CABOT CORP	178,582.	142,800.
CELESTICA INC	210,801.	115,280.
CENTURYTEL INC	183,571.	150,281.
CHARTER ONE FINANCIAL INC	256,970.	255,741.
CHUBB CORP	174,557.	137,075.
COMERCIA INC	125,620.	96,440.

DELTA AIR LINES INC	272,043.	105,906.
DIAMOND OFFSHORE DRILLING	183,329.	129,675.
DONNELLEY RR & SONS CO	245,890.	195,133.
EASTMAN CHEMICAL CO	140,290.	110,693.
EATON CORP	122,644.	121,106.
EMBRAER AIRCRAFT CORP	343,318.	222,110.
ESTEE LAUDER	227,614.	192,558.
FPL GROUP INC	116,592.	107,600.
FEDERATED DEPARTMENT STORES	243,222.	176,640.
HARRIS CORP	181,902.	177,497.
HEALTHSOUTH CORP	199,965.	92,960.
INTERPUBLIC GROUP COS INC	323,523.	166,425.
IVAX CORP	270,210.	233,130.
KEYCORP	246,761.	232,221.
KEYSPAN CORP	138,574.	130,650.
LINCOLN NATIONAL CORP IND	253,751.	183,300.
MANOR CARE INC	229,550.	224,800.
MARTIN MARIETTA MATERIALS INC	172,023.	143,308.
MASCO CORP	200,246.	144,670.
NEWELL RUBBERMAID INC	145,671.	142,002.
NOBLE ENERGY INC	179,790.	163,056.
PPL CORP	160,854.	136,668.
PALL CORP	206,702.	162,637.
PARK PLACE ENTERTAINMENT CORP	303,415.	236,115.
PEPSIAMERICAS INC	128,763.	124,960.
PITTSTON CO	228,695.	208,320.
PREMCOR INC	151,302.	91,002.
PROTECTIVE LIFE CORP	183,377.	181,543.
ROCKWELL COLLINS	163,205.	153,580.
SAPPI LTD	135,197.	114,500.
SCIENTIFIC ATLANTA INC	342,043.	207,666.
ST PAUL COS INC	81,963.	91,904.
STILWELL FINANCIAL INC	235,664.	133,977.
TEXTRON INC	166,778.	126,170.
UNITED STATES STEEL CORP	132,053.	89,397.
UNUMPROVIDENT CORP	355,598.	276,760.
VALERO ENERGY CORP	239,863.	174,702.
VIAD CORP	172,406.	128,709.
VISHAY INTERTCHLGY	159,137.	88,000.
VISTEON CORP	203,965.	123,110.
WILMINGTON TR CORP	171,389.	150,384.
ZIONS BANCORP	204,311.	156,708.
STI CLASSIC FD-INTL EQ FD	6,490,000.	5,082,045.
STI CLASSIC FD-INTL EQ INDEX	7,490,000.	5,870,957.
TOTAL TO FORM 990-PF, PART II, LINE 10B	84,056,304.	69,266,946.

FORM 990-PF CORPORATE BONDS STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SLM CORP - DUE 09/15/05	699,587.	699,587.
FG M90687 - DUE 01/01/07	2,939,893.	2,992,226.
COMMERCIAL MTG SECS - DUE 09/15/10	1,361,295.	1,485,232.
STRUCTURED ASSET MTG INV - DUE 11/25/13	367,652.	384,527.
MORGAN STANLEY CAPITAL - DUE 03/15/30	1,000,882.	1,019,630.
GMAC COMMERCIAL MTG SECS - DUE 05/15/30	495,516.	508,817.
ABN AMRO MTG CORP - DUE 09/25/31	783,244.	779,267.
ABN AMRO MTG CORP - DUE 10/25/31	489,041.	508,611.
BANK OF AMERICA MTG SECS - DUE 02/25/32	486,191.	486,214.
WFMBS - DUE 03/25/32	777,666.	783,230.
MERIT SECURITIES CORP - DUE 09/28/32	478,123.	491,561.
JP MORGAN CHASE COMMERCIAL MTG - DUE 11/15/35	505,469.	562,807.
PEPSIAMERICAS INC - DUE 03/17/03	705,215.	710,192.
CAMPBELL SOUP CO - DUE 10/01/03	662,590.	667,589.
ALLTEL CORP - DUE 04/01/04	699,532.	687,713.
DUKE CAPITAL - DUE 04/16/04	699,741.	682,003.
COUNTRYWIDE HOME LOANS - DUE 06/15/04	664,748.	673,809.
MERRILL LYNCH - DUE 06/15/04	925,000.	963,536.
WACHOVIA CORP - DUE 06/21/04	688,018.	695,338.
ALABAMA POWER CO - DUE 09/01/04	699,111.	699,199.
NABISCO INC - DUE 02/01/05	679,718.	696,306.
METLIFE - DUE 11/01/05	1,236,637.	1,378,225.
FORD CREDIT AUTO OWNER TRUST - DUE 01/15/06	1,999,794.	2,043,492.
ABBOTT LABS - DUE 07/01/06	955,100.	1,008,120.
ABBOTT LABS - DUE 07/01/06	928,464.	926,381.
CREDIT SUISSE FB USA - DUE 08/01/06	948,403.	984,922.
KRAFT FOODS INC - DUE 11/01/06	1,198,200.	1,266,744.
JOHNSON CONTROLS - DUE 11/15/06	648,778.	672,425.
COSTCO WHOLESALE CORP - DUE 03/15/07	649,118.	709,287.
US BANCORP - DUE 07/15/07	699,300.	748,776.
KEY BANK NA - DUE 07/17/07	697,697.	747,131.
TGT - DUE 06/15/09	700,210.	756,595.
CONTINENTAL AIRLINES - DUE 09/15/09	907,416.	862,451.
GENERAL ELEC CAP CORP - DUE 09/15/09	928,531.	937,384.
AMERICAN AIRLINES - DUE 10/15/09	641,939.	645,862.
VODAFONE GROUP - DUE 02/15/10	690,495.	730,970.
DELTA AIRLINES - DUE 05/18/10	915,668.	902,607.
WELLS FARGO BANK NA - DUE 06/15/10	865,470.	955,953.
WASHINGTON MUTUAL FIN - DUE 05/15/11	701,155.	790,685.
BB&T CORP - DUE 08/01/11	674,229.	766,247.
GENERAL MOTORS ACCEPT CORP - DUE 09/15/11	703,108.	684,824.
VERIZON PENNSYLVANIA - DUE 11/15/11	997,430.	985,460.
CONNECTICUT RRB SPECIAL PURPOSE - DUE 12/30/11	1,499,670.	1,688,690.
GOLDMAN SACHS GROUP INC - DUE 01/15/12	676,067.	739,382.
WELLPOINT HEALTH NETWORK - DUE 01/15/12	653,939.	717,860.
SEARS ROEBUCK ACCEPTANCE - DUE 04/15/12	645,463.	702,169.
HOUSEHOLD FINANCE CORP - DUE 05/15/12	651,027.	623,753.

COUNTRYWIDE HOME LOANS - DUE 08/25/14	426,893.	432,868.
CONSECO FINANCE - DUE 11/15/25	753,750.	773,180.
COUNTRYWIDE HOME LOANS - DUE 01/25/31	376,659.	448,394.
WASHINGTON MUTUAL FIN - DUE 09/25/31	1,413,781.	1,561,868.
ALBERTA PROVINCE - DUE 10/29/03	1,037,409.	1,030,940.
MORGAN STANLEY - DUE 01/20/04	1,025,380.	1,037,120.
ABN AMRO BK NV CHICAGO - DUE 05/31/05	942,816.	928,124.
BRITISH COLUMBIA UNSUB - DUE 10/29/08	1,199,412.	1,330,392.
MANITOBA PROV CDA - DUE 01/19/04	1,265,748.	1,261,584.
ITALY - DUE 02/22/11	1,240,925.	1,431,650.
WFS FINANCIAL OWNER TRUST - DUE 01/20/04	57,606.	68,600.
CAPITAL ONE MASTER TRUST - DUE 08/15/06	1,500,000.	1,500,465.
AMERICREDIT AUTO RECEIVABLES - DUE 02/12/07	499,961.	512,855.
VENDEE MTG TRUST - DUE 04/15/08	663,683.	645,201.
RAST - DUE 08/25/25	1,003,949.	1,002,896.
ABSHE - DUE 11/15/31	922,525.	919,736.
CORP ANDINA DE FORMENTO - DUE 06/01/05	1,358,025.	1,392,563.
ONTARIO PROVINCE SR UNSUB - DUE 10/01/08	1,221,350.	1,391,275.
TOTAL TO FORM 990-PF, PART II, LINE 10C	56,531,412.	58,823,500.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND ACQUIRED BEFORE 1991	636,480.	0.	636,480.
LAND, 13.637 ACRES	223,209.	0.	223,209.
LAND, 24.583 ACRES	535,273.	0.	535,273.
LAND, N. GREENWOOD STREET	265,000.	0.	265,000.
LAND, 145.091 ACRES	195,000.	0.	195,000.
LAND AT 1515 VERNON ROAD	46,223.	0.	46,223.
1517 VERNON ROAD	70,509.	28,204.	42,305.
LAND AT 1517 VERNON ROAD	39,257.	0.	39,257.
ROOF IMPROVEMENT AT 1517 VERNON ROAD	2,521.	455.	2,066.
LAND AT 1519 VERNON ROAD	15,332.	0.	15,332.
201 MAIN STREET	142,200.	17,015.	125,185.
LAND AT 201 MAIN STREET	94,800.	0.	94,800.
AIR COMPRESSOR - 201 MAIN STREET	1,882.	1,569.	313.
902 ELM STREET	25,725.	3,742.	21,983.
LAND AT 902 ELM STREET	12,275.	0.	12,275.
TOTAL TO FM 990-PF, PART II, LN 11	2,305,686.	50,985.	2,254,701.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CITIFUNDS INSTITUTIONAL LIQUID RESERVES	1,972,429.	1,972,429.
CITIBANK MARKET DEPOSIT ACCOUNT	66,335.	66,335.
SUNTRUST CORE CASH & MONEY MKT FUNDS	1,450,351.	1,450,351.
SUNTRUST SMALLCAP CASH & MONEY MKT FUNDS	53,496.	53,496.
SUNTRUST MIDCAP CASH & MONEY MKT FUNDS	627,142.	627,142.
SUNTRUST INTL CASH & MONEY MKT FUNDS	49,578.	49,578.
TOTAL TO FORM 990-PF, PART II, LINE 13	4,219,331.	4,219,331.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LANDSCAPE BUILDING	16,523.	16,523.	0.
CALLAWAY MEMORIAL TOWER LAND	20,760.	0.	20,760.
OTHER LAND, APPROX 26 ACRES	6,357.	0.	6,357.
OFFICE BUILDING	51,108.	51,108.	0.
LAND FOR OFFICE BUILDING	24,500.	0.	24,500.
ADDITION TO 209 BROOME STREET	130,939.	130,939.	0.
FURNISHINGS FOR ADDITION	5,078.	5,078.	0.
DRAPERIES FOR ADDITION	4,572.	4,572.	0.
HEAT PUMP - BOARD ROOM	1,900.	1,900.	0.
IMPROVEMENTS TO BUILDING	45,268.	7,255.	38,013.
FURNISHINGS	29,318.	26,176.	3,142.
HEAT PUMP - FRONT BUILDING	4,007.	4,007.	0.
PARK AT CORNER OF BULL & DEPOT	626.	0.	626.
PARKING LOT BEHIND CVAM	131,039.	0.	131,039.
210-212 BULL STREET	127,600.	11,179.	116,421.
LAND AT 210-212 BULL STREET	68,400.	0.	68,400.
ROOF IMPROVEMENT AT 210-212 BULL STREET	24,000.	2,000.	22,000.
TOTAL TO FM 990-PF, PART II, LN 14	691,995.	260,737.	431,258.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	AMOUNT
RESERVE FOR EXCISE TAX	<70,058.>
TOTAL TO FORM 990-PF, PART II, LINE 22, COLUMN B	<70,058.>

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
J.T. GRESHAM 209 BROOME STREET LAGRANGE, GA 30240	* PRES., GEN. MGR., TREAS. 33	140,783.	25,224.	0.
D. RAY MCKENZIE, JR. 300 SMITH STREET LAGRANGE, GA 30240	VICE PRESIDENT 1	0.	0.	0.
C.L. PITTS 209 BROOME STREET LAGRANGE, GA 30240	* SECRETARY 26	90,343.	16,184.	0.
MARK CLAYTON CALLAWAY 201 RIDLEY AVENUE LAGRANGE, GA 30240	TRUSTEE 1	0.	0.	0.
JANE ALICE CRAIG 405 COUNTRY CLUB ROAD LAGRANGE, GA 30240	TRUSTEE 1	0.	0.	0.
ELLEN H. HARRIS P.O. BOX 3276 LAGRANGE, GA 30241	TRUSTEE 1	0.	0.	0.
CHARLES D. HUDSON, JR. P.O. BOX 2927 LAGRANGE, GA 30241	TRUSTEE 1	0.	0.	0.
IDA H. RUSSELL 349 COUNTRY CLUB ROAD LAGRANGE, GA 30240	TRUSTEE 1	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		231,126.	41,408.	0.

* J T Gresham, President, General Manager and Treasurer of Callaway Foundation, Inc (CFI), also served as President and Treasurer of Charitable Services Company (CSC), a services company that provides various administrative and record-keeping services for CFI and other entities C.L Pitts, Secretary of CFI, is also Vice President and Secretary of CSC Total compensation paid by CSC to J.T Gresham and C L Pitts for F/Y/E 09/30/02, was $173,250 and $111,178 respectively Of such amounts, 81.26% was allocated to CFI based on ratio of revenues CSC received from CFI to revenues received from all sources for services rendered

CSC also maintains a defined benefit pension plan for its employees. A total amount of $69,911 was paid to the pension fund for F/Y/E 09/30/02 Of such amount, $25,224 was allocated to J T Gresham and $16,184 to C L. Pitts, respectively, based on the ratio of their compensation to total compensation for all employees

Payments by CFI to CSC for services rendered are reported by CFI as part of other expenses on line 23, page 1 of Form 990-PF

FORM 990-PF PART XV, LINE 2B STATEMENT 16
APPLICATION REQUIREMENTS

DESCRIPTION

THERE IS NO FORMAL PROCEDURE FOR MAKING A REQUEST FOR A GRANT. LETTERS OF REQUEST SHOULD BRIEFLY AND CLEARLY STATE THE AMOUNT RAISED AND THE COMPLETE FINANCIAL PLANNING AND COSTS INVOLVED, AS WELL AS OTHER MATERIAL INFORMATION SUBSTANTIATING THE VALIDITY OF THE PROJECT. NOTIFICATION WILL BE GIVEN IF ADDITIONAL INFORMATION OR INTERVIEWS ARE CONSIDERED NECESSARY.

FORM 990-PF PART XV, LINE 2C STATEMENT 17
SUBMISSION DEADLINES

DESCRIPTION

MEETINGS OF THE FOUNDATION'S BOARD OF TRUSTEES ARE HELD QUARTERLY, DURING THE MONTHS OF JANUARY, APRIL, JULY AND OCTOBER. TO BE CONSIDERED AT ONE OF SUCH MEETINGS, GRANT REQUESTS SHOULD BE RECEIVED BY THE END OF THE MONTH PRECEDING THE MEETING.

FORM 990-PF PART XV, LINE 2D STATEMENT 18
AWARD RESTRICTIONS AND LIMITATIONS

DESCRIPTION

GRANTS ARE USUALLY MADE FOR THE BENEFIT OF PROJECTS AND PEOPLE IN LAGRANGE AND TROUP COUNTY, GEORGIA. IN UNUSUAL CIRCUMSTANCES, CONTRIBUTIONS ARE SOMETIMES MADE TOWARDS DESERVING CAUSES ELSEWHERE IN GEORGIA WHERE SPECIAL CONSIDERATION SEEMS WARRANTED. SIGNIFICANT GRANTS ARE SELDOM MADE TO PROJECTS ELSEWHERE IN THE UNITED STATES. THE FOUNDATION PREFERS TO CONTRIBUTE ITS FUNDS FOR ENDURING CONSTRUCTION PROJECTS AND CAPITAL EQUIPMENT. IT DOES NOT USUALLY MAKE GRANTS FOR ENDOWMENT PURPOSES.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 19

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHP	AMOUNT
ALLIANCE THEATRE COMPANY, WOODRUFF ARTS CENTER, ATLANTA, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	15,000.
ALPHA MULTIPURPOSE CENTER, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT	N/A	5,975.
AMERICAN DIABETES ASSOCIATION, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	1,000.
BBB WISE GIVING ALLIANCE, ARLINGTON, VIRGINIA	PUBLIC CHARITY	OPERATIONS	N/A	500.
BROAD STREET CHURCH OF CHRIST, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	28,817.
CALLAWAY PARK CHURCH OF GOD, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	5,200.
CAMP SUNSHINE, ATLANTA, GEORGIA	PUBLIC CHARITY	SUMMER CAMP FOR CHILDREN WITH CANCER	N/A	5,000.
CAMP VIOLA, LAGRANGE, GEORGIA	PUBLIC CHARITY	CONSTRUCTION OF SHOWER HOUSE AND RENOVATION PROJECT	N/A	623.
CENTRAL BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	20,337.
CHATTAHOOCHEE VALLEY ART MUSEUM, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	68,000.
CHATTAHOOCHEE VALLEY ART MUSEUM, LAGRANGE, GEORGIA	PUBLIC CHARITY	LAGRANGE NATIONAL BIENNIAL XXII ART EXHIBITION	N/A	10,000.
CHILDREN'S HEALTHCARE OF ATLANTA FOUNDATION, INC., ATLANTA, GEORGIA	PUBLIC CHARITY	INTRAOPERATIVE MRI PROGRAM	N/A	300,000.
CHURCH OF THE KING, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	14,408.

COMMUNITY ACTION FOR IMPROVEMENT, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	CONSTRUCT AND EQUIP HEAD START CENTER	N/A	420,413.
COMMUNITY ACTION FOR IMPROVEMENT, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT	N/A	62,821.
DEAFNESS RESEARCH FOUNDATION, WASHINGTON, DC	PUBLIC CHARITY	OPERATIONS	N/A	1,000.
DUNSON BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	42,432.
EAST SIDE BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	26,200.
EAST VERNON BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	6,300.
FAITH HARBOR APOSTOLIC CHURCH, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	23,207.
FAITH TABERNACLE CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	3,013.
FIRST ASSEMBLY OF GOD, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	6,572.
FIRST CHRISTIAN CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	6,548.
FIRST PRESBYTERIAN CHURCH OF LAGRANGE, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	530,751.
FIRST UNITED METHODIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	1,708,465.
GEORGIA COUNCIL ON ECONOMIC EDUCATION, ATLANTA, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	10,000.
GEORGIA DEPT OF NATURAL RESOURCES LITTLE WHITE HOUSE, WARM SPRINGS, GA	PUBLIC CHARITY	MUSEUM AND VISITOR CENTER	N/A	100,000.
HABITAT FOR HUMANITY IN MERIWETHER COUNTY, MANCHESTER, GEORGIA	PUBLIC CHARITY	LAND TRACT FOR HABITAT HOMES, VACANT LOTS LOCATED ON WILSON, HILL, AND JEFFERSON STREETS,	N/A	

		MANCHESTER, GEORGIA, BOOK VALUE, HISTORICAL COST BASIS WAS $261, FAIR MARKET VALUE APPRAISAL; DATE OF GIFT WAS 12/13/01		13,758.
HOGANSVILLE CHURCH OF GOD, HOGANSVILLE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	2,200.
LAFAYETTE SOCIETY FOR PERFORMING ARTS, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	150,000.
LAGRANGE ACADEMY, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	PURCHASE OF ADJOINING PROPERTY	N/A	20,000.
LAGRANGE COLLEGE, LAGRANGE, GEORGIA	PUBLIC CHARITY	CALLAWAY CAMPUS ENDOWMENT FUND	N/A	1,750,000.
LAGRANGE COLLEGE, LAGRANGE, GEORGIA	PUBLIC CHARITY	COMPREHENSIVE MASTER PLAN FOR LAGRANGE COLLEGE AND LAGRANGE AREA	N/A	161,702.
LAGRANGE COLLEGE, LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT	N/A	486,152.
LAGRANGE COLLEGE, LAGRANGE, GEORGIA	PUBLIC CHARITY	LAGRANGE NATIONAL BIENNIAL XXII ART EXHIBITION	N/A	10,000.
LAGRANGE COLLEGE, LAGRANGE, GEORGIA	PUBLIC CHARITY	LAND FOR PARKING LOT, VACANT LAND TRACT LOCATED ON VERNON STREET, LAGRANGE, GEORGIA, BOOK VALUE, HISTORICAL COST BASIS $434, FAIR MARKET VALUE APPRAISAL; DATE OF GIFT WAS 6/17/02	N/A	75,000.

LAGRANGE COUNCIL OF CHURCH WOMEN, LAGRANGE, GEORGIA	PUBLIC CHARITY	CLOTHING CENTER	N/A	5,000.
LAGRANGE INTERNATIONAL FRIENDSHIP EXCHANGE, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	5,000.
LAGRANGE PERFORMING ARTS CENTER, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	100,000.
LAGRANGE PERFORMING ARTS CENTER, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	PROPERTY FOR PERFORMING ARTS CENTER, LAND AND BUILDINGS LOCATED AT 203-205-207 AND 211-213 MAIN STREET, LAGRANGE, GEORGIA, BOOK VALUE HISTORICAL COST BASIS $975,519, FAIR VALUE BASED ON RECENT PURCHASE PRICE; DATE OF GIFT WAS 12/27/01	N/A	975,519.
LAGRANGE SYMPHONY ORCHESTRA, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	50,000.
LAGRANGE WOMAN'S CLUB CHARITABLE TRUST, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	7,200.
LIGHTHOUSE CHURCH OF GOD, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	8,000.
LONG CANE UNITED METHODIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	2,980.
MARCH OF DIMES BIRTH DEFECT FOUNDATION, SW GA DIVISION, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	1,000.
MOUNTVILLE UNITED METHODIST CHURCH, MOUNTVILLE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	2,000.

NATIONAL COUNCIL ON ALCOHOLISM & DRUG DEPENDENCE, NEW YORK, NY	PUBLIC CHARITY	OPERATIONS	N/A	1,000.
NEW COMMUNITY CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	158,281.
NEW VENTURES, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT	N/A	77,948.
OAKSIDE BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	16,834.
ORAL HEALTH AMERICA, FISCAL AGENT FOR THE GEORGIA SPIT TOBACCO EDUCATION PROGRAM, DULUTH, GEORGIA	PUBLIC CHARITY	EDUCATION PROGRAM	N/A	10,000.
SECOND BAPTIST CHURCH OF LAGRANGE, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	5,506.
ST. MARK'S EPISCOPAL CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	46,544.
TEAVER ROAD BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	6,600.
THE ATLANTA BALLET, ATLANTA, GEORGIA	PUBLIC CHARITY	CAPITAL CAMPAIGN	N/A	50,000.
THE FOUNDATION CENTER, NEW YORK, NEW YORK	PUBLIC CHARITY	OPERATIONS	N/A	1,000.
THE GEORGIA TRUST FOR HISTORIC PRESERVATION, ATLANTA, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	10,000.
THE PENTECOSTAL CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	7,800.
TROUP/CHAMBERS COUNTY HABITAT FOR HUMANITY, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	60,000.
TROUP/CHAMBERS COUNTY HABITAT FOR HUMANITY, LAGRANGE, GEORGIA	PUBLIC CHARITY	HOME BUILDING PROJECTS	N/A	61,700.
TROUP COMMUNITY FOUNDATION, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	LAGRANGE HYDRANGEA FESTIVAL	N/A	5,000.

TROUP COUNTY, LAGRANGE, GEORGIA	PUBLIC CHARITY	RECREATIONAL ENDOWMENT FUND	N/A	2,000,000
TROUP COUNTY, LAGRANGE, GEORGIA	PUBLIC CHARITY	NATURE TRAIL, PARKING AND OTHER RECREATIONAL	N/A	75,000.
TROUP COUNTY BOARD OF EDUCATION, LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATE BASEBALL FIELD AND CONSTRUCT AND EQUIP INDOOR HITTING FACILITY	N/A	20,000.
TROUP COUNTY BOARD OF EDUCATION, LAGRANGE, GEORGIA	PUBLIC CHARITY	TECHNOLOGY CONSULTANT	N/A	27,620.
TROUP COUNTY HISTORICAL SOCIETY, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	44,910.
TROUP FAMILY CONNECTION AUTHORITY, LAGRANGE, GEORGIA	PUBLIC CHARITY	TEEN PREGNANCY PREVENTION PROGRAM	N/A	56,450.
TWIN CEDARS YOUTH SERVICES, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	OUTDOOR THERAPEUTIC PROGRAM	N/A	40,000.
UNITED CONGREGATIONAL CHRISTIAN CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	1,500.
UNITED WAY OF WEST GEORGIA, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	FUND DRIVE	N/A	45,875.
UNITY BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	12,625.
UPPER CHATTAHOOCHEE RIVERKEEPER FUND, INC., ATLANTA, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	15,000.
WARD'S CHAPEL CHRISTIAN METHODIST EPISCOPAL CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	5,945.
WEST GEORGIA CHRISTIAN ACADEMY, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	CONSTRUCT AND EQUIP NEW BUILDING	N/A	100,000.

WEST GEORGIA HEALTH SYSTEM, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT INCLUDING SITE IMPROVEMENTS AND ACCESS ROAD	N/A	553,740.
WESTERN HEIGHTS BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	3,738.
TOTAL TO FORM 990-PF, PART XV, LINE 3A				10,768,709.

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 20

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHP	AMOUNT
CALLAWAY PARK CHURCH OF GOD, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	11,086.
CHURCH OF THE KING, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	5,002.
COURTS OF PRAISE CHRISTIAN CENTER, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	114,777.
FIRST UNITED METHODIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	40,023.
LAGRANGE PENTECOSTAL HOLINESS CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	5,876.
NEW COMMUNITY CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	48,447.
NEW VENTURES, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT	N/A	858.
TRINITY UNITED METHODIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	330,000.
TROUP/CHAMBERS COUNTY HABITAT FOR HUMANITY, LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	60,000.
TROUP COUNTY BOARD OF EDUCATION, LAGRANGE, GEORGIA	PUBLIC CHARITY	BAND INSTRUMENTS AND EQUIPMENT	N/A	50,000.
TROUP COUNTY HISTORICAL SOCIETY, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	RENOVATION PROJECT	N/A	175,000.
UNITED WAY OF WEST GEORGIA, INC., LAGRANGE, GEORGIA	PUBLIC CHARITY	OPERATIONS	N/A	48,825.
ZION HILL BAPTIST CHURCH, LAGRANGE, GEORGIA	PUBLIC CHARITY	PERMANENT IMPROVEMENTS	N/A	1,780.
TOTAL TO FORM 990-PF, PART XV, LINE 3B				891,674.

Form **2220**

Department of the Treasury
Internal Revenue Service

Underpayment of Estimated Tax by Corporations

▶ See separate instructions
▶ Attach to the corporation's tax return

FORM 990-PF

OMB No 1545 0142

2001

Name

CALLAWAY FOUNDATION, INC.

Employer identification number

58-0566147

Note In most cases, the corporation **does not** need to file Form 2220 (See Part I below for exceptions) The IRS will figure any penalty owed and bill the corporation If the corporation does not need to file Form 2220, it may still use it to figure the penalty Enter the amount from line 36 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220

Part I Reasons For Filing - Check the boxes below that apply to the corporation If any boxes are checked, the corporation must file Form 2220, even if it does not owe the penalty If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty

1 [X] The corporation is using the annualized income installment method

2 [ ] The corporation is using the adjusted seasonal installment method

3 [X] The corporation is a "large corporation" figuring its first required installment based on the prior year's tax

Note The corporation also must file Form 2220 if it has a suspended research credit allowed for the current year (see the instructions for line 4) or it is an indirectly affected taxpayer (see instructions)

Part II Figuring the Underpayment

4	Total tax (see instructions)		4	52,698.
5a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4	5a		
b	Look-back interest included on line 4 under section 460(b)(2) for completed long-term contracts or of section 167(g) for property depreciated under the income forecast method	5b		
c	Credit for Federal tax paid on fuels (see instructions)	5c		
d	**Total** Add lines 5a through 5c		5d	
6	Subtract line 5d from line 4 If the result is less than $500 **do not** complete or file this form The corporation does not owe the penalty		6	52,698.
7	Enter the tax shown on the corporation's 2000 income tax return **Caution** See instructions before completing this line		7	68,089.
8	Enter the **smaller** of line 6 or line 7 If the corporation must skip line 7, enter the amount from line 6		8	52,698.

			(a)	(b)	(c)	(d)
9	**Installment due dates** Enter in columns (a) through (d) the 15th day of the 4th (**Form 990-PF filers** Use 5th month), 6th, 9th, and 12th months of the corporation's tax year **Exception** Enter October 1, 2001, instead of September 15, 2001 ▶	9	02/15/02	03/15/02	06/15/02	09/15/02
10	**Required installments** If the box on line 1 and/or line 2 above is checked, enter the amounts from Schedule A, line 40 If the box on line 3 (but not 1 or 2) is checked, see instructions for the amounts to enter If none of these boxes are checked, enter 25% of line 8 above in each column	10	13,175.	13,174.	13,161.	13,188.
11	Estimated tax paid or credited for each period (see instructions) For column (a) only, enter the amount from line 11 on line 15	11	73,911.		8,589.	40,000.
	Complete lines 12 through 18 of one column before going to the next column					
12	Enter amount, if any, from line 18 of the preceding column	12		60,736.	47,562.	42,990.
13	Add lines 11 and 12	13		60,736.	56,151.	82,990.
14	Add amounts on lines 16 and 17 of the preceding column	14				
15	Subtract line 14 from line 13 If zero or less enter -0-	15	73,911.	60,736.	56,151.	82,990.
16	If the amount on line 15 is zero, subtract line 13 from line 14 Otherwise, enter -0-	16		0.	0.	
17	**Underpayment** If line 15 is less than or equal to line 10, subtract line 15 from line 10 Then go to line 12 of the next column Otherwise, go to line 18	17				
18	**Overpayment** If line 10 is less than line 15, subtract line 10 from line 15 Then go to line 12 of the next column	18	60,736.	47,562.	42,990.	

Complete Part III on page 2 to figure the penalty If there are no entries on line 17, no penalty is owed

Part III Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) **(Form 990-PF and Form 990-T filers** Use 5th month instead of 3rd month)	19				
20 Number of days from due date of installment on line 9 to the date shown on line 19	20				
21 Number of days on line 20 after 4/15/2001 and before 7/1/2001	21				
22 Underpayment on line 17 x Number of days on line 21 / 365 x 8%	22	$	$	$	$
23 Number of days on line 20 after 6/30/2001 and before 1/1/2002	23				
24 Underpayment on line 17 x Number of days on line 23 / 365 x 7%	24	$	$	$	$
25 Number of days on line 20 after 12/31/2001 and before 4/1/2002	25				
26 Underpayment on line 17 x Number of days on line 25 / 365 x 6%	26	$	$	$	$
27 Number of days on line 20 after 3/31/2002 and before 7/1/2002	27				
28 Underpayment on line 17 x Number of days on line 27 / 365 x *%	28	$	$	$	$
29 Number of days on line 20 after 6/30/2002 and before 10/1/2002	29				
30 Underpayment on line 17 x Number of days on line 29 / 365 x %	30	$	$	$	$
31 Number of days on line 20 after 9/30/2002 and before 1/1/2003	31				
32 Underpayment on line 17 x Number of days on line 31 / 365 x *%	32	$	$	$	$
33 Number of days on line 20 after 12/31/2002 and before 2/16/2003	33				
34 Underpayment on line 17 x Number of days on line 33 / 365 x *%	34	$	$	$	$
35 Add lines 22, 24, 26, 28, 30, 32, and 34	35	$	$	$	$

36 Penalty Add columns (a) through (d), of line 35 Enter the total here and on Form 1120, line 33, Form 1120-A, line 29, or the comparable line for other income tax returns — 36 $ 0.

*** For underpayments paid after March 31, 2002** For lines 28, 30, 32, and 34, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin To obtain this information on the Internet, access the IRS Web Site at **www Irs gov** You can also call 1-800-829-1040 to get interest rate information

Schedule A Annualized Income Installment Method and/or the Adjusted Seasonal Installment Method Under Section 6655(e) (see instructions)

Form 1120S filers For lines 2, 14, 15, and 16, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a) (or the corresponding provisions of prior law), whichever applies

Part I - Annualized Income Installment Method

**		(a) First 2 months	(b) First 3 months	(c) First 6 months	(d) First 9 months
1 Annualization periods (see instructions)	1				
2 Enter taxable income for each annualization period (see instructions)	2	910,823.	1,369,472.	2,633,985.	4,575,294.
3 Annualization amounts (see instructions)	3	6.000000	4.000000	2.000000	1.333333
4 Annualized taxable income Multiply line 2 by line 3	4	5,464,938.	5,477,888.	5,267,970.	6,100,390.
5 Figure the tax on the amount in each column on line 4 using the instructions for Form 1120, Schedule J, line 3 (or the comparable line of the tax return)	5	54,649.	54,779.	52,680.	61,004.
6 Enter other taxes for each payment period (see instructions)	6				
7 Total tax Add lines 5 and 6	7	54,649.	54,779.	52,680.	61,004.
8 For each period, enter the same type of credits as allowed on Form 2220, lines 4 and 5c (see instructions)	8				
9 Total tax after credits Subtract line 8 from line 7 If zero or less, enter -0-	9	54,649.	54,779.	52,680.	61,004.
10 Applicable percentage	10	25%	50%	75%	100%
11 Multiply line 9 by line 10	11	13,662.	27,390.	39,510.	61,004.
12 Add the amounts in all preceding columns of line 40 (see instructions)	12		13,175.	26,349.	39,510.
13 **Annualized income installments** Subtract line 12 from line 11 If zero or less, enter -0-	13	13,662.	14,215.	13,161.	21,494.

Part II - Adjusted Seasonal Installment Method (Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70% See instructions for more information)

		(a) First 3 months	(b) First 5 months	(c) First 8 months	(d) First 11 months
14 Enter taxable income for the following periods					
a Tax year beginning in 1998	14a				
b Tax year beginning in 1999	14b				
c Tax year beginning in 2000	14c				
15 Enter taxable income for each period for the tax year beginning in 2001	15				
16 Enter taxable income for the following periods		First 4 months	First 6 months	First 9 months	Entire year
a Tax year beginning in 1998	16a				
b Tax year beginning in 1999	16b				
c Tax year beginning in 2000	16c				
17 Divide the amount in each column on line 14a by the amount in column (d) on line 16a	17				
18 Divide the amount in each column on line 14b by the amount in column (d) on line 16b	18				
19 Divide the amount in each column on line 14c by the amount in column (d) on line 16c	19				

		(a) First 4 months	(b) First 6 months	(c) First 9 months	(d) Entire year
20 Add lines 17 through 19	20				
21 Divide line 20 by 3	21				
22 Divide line 15 by line 21	22				
23 Figure the tax on the amount on line 22 using the instructions for Form 1120, Schedule J, line 3 (or the comparable line of the return)	23				
24 Divide the amount in columns (a) through (c) on line 16a by the amount in column (d) on line 16a	24				
25 Divide the amount in columns (a) through (c) on line 16b by the amount in column (d) on line 16b	25				
26 Divide the amount in columns (a) through (c) on line 16c by the amount in column (d) on line 16c	26				
27 Add lines 24 through 26	27				
28 Divide line 27 by 3	28				
29 Multiply the amount in columns (a) through (c) of line 23 by columns (a) through (c) of line 28 In column (d), enter the amount from line 23, column (d)	29				
30 Enter other taxes for each payment period (see instructions)	30				
31 Total tax Add lines 29 and 30	31				
32 For each period, enter the same type of credits as allowed on Form 2220, lines 4 and 5c (see instructions)	32				
33 Total tax after credits Subtract line 32 from line 31 If zero or less, enter -0-	33				
34 Add the amounts in all preceding columns of line 40 (see instructions)	34				
35 **Adjusted seasonal installments** Subtract line 34 from line 33 If zero or less, enter -0-	35				

Part III - Required Installments

		1st installment	2nd installment	3rd installment	4th installment
36 If only one of the above parts is completed, enter the amount in each column from line 13 or line 35 If both parts are completed enter the **smaller** of the amounts in each column from line 13 or line 35	36	13,662.	14,215.	13,161.	21,494.
37 Enter 25% of line 8 on page 1 of Form 2220 in each column (**Note** "Large corporations" see the instructions for line 10 for the amounts to enter)	37	13,175.	13,174.	13,175.	13,174.
38 Subtract line 40 of the preceding column from line 39 of the preceding column	38				14.
39 Add lines 37 and 38	39	13,175.	13,174.	13,175.	13,188.
40 **Required installments** Enter the **smaller** of line 36 or line 39 here and on page 1 of Form 2220, line 10	40	13,175.	13,174.	13,161.	13,188.

JWA Form **2220** 2001

** ANNUALIZED INCOME INSTALLMENT METHOD USING STANDARD OPTION