

990-PF

Return of Private Foundation

OMB No 1545-0052

Form Department of the Treasury Internal Revenue Service

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

2004

For calendar year 2004, or tax year beginning 07/01, 2004, and ending 06/30/2005

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

Name of organization: MCKNIGHT BRAIN RESEARCH FOUNDATION 52-5511641. Address: P.O. BOX 1908, ORLANDO, FL 32802-1908. Employer ID: 65-6301255.

H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Cash. Fair market value of all assets at end of year: \$ 51,898,266.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include contributions, interest, dividends, gross rents, net gain, capital gain, other income, compensation, legal fees, taxes, depreciation, occupancy, travel, printing, other expenses, total operating and administrative expenses, total disbursements, and adjusted net income.

For Privacy Act and Paperwork Reduction Act Notice, see the instructions. Form 990-PF (2004)

ENVELOPE MARK DATE MAY 15 2006

SCANNED MAY 25 2006

Operating and Administrative Expenses

JSA 4E1410 2 000

Part II Balance Sheets		Beginning of year		End of year
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,732,242.	687,609.	687,609.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 9	24,959,984.	4,515,395.	5,746,859.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule) STMT 10	22,561,193.	41,438,080.	45,463,798.	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see page 16 of the instructions Also, see page 1, item I)	49,253,419.	46,641,084.	51,898,266.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> 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. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	49,253,419.	46,641,084.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE		
30 Total net assets or fund balances (see page 17 of the instructions)	49,253,419.	46,641,084.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	49,253,419.	46,641,084.		

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	49,253,419.
2 Enter amount from Part I, line 27a	2	-2,611,648.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	46,641,771.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	687.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	46,641,084.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)

			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	SEE PART IV SCHEDULE				
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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					
b					
c					
d					
e					
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	96,045.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }			3	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2003	1,665,404.	48,620,060.	0.03425343367
2002	148,481.	42,312,965.	0.00350911358
2001	181,194.	48,134,899.	0.00376429584
2000	177,042.	51,796,364.	0.00341803915
1999	14,774,780.	47,174,552.	0.31319385927
2	Total of line 1, column (d)		2 0.35813874151
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.07162774830
4	Enter the net value of noncharitable-use assets for 2004 from Part X, line 5		4 49,369,240.
5	Multiply line 4 by line 3		5 3,536,207.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 9,058.
7	Add lines 5 and 6		7 3,545,265.
8	Enter qualifying distributions from Part XII, line 4.		8 3,026,049.

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(c), or 4948 - see page 18 of the instructions)

Table with 11 rows and 2 columns. Row 1: 18,117. Row 2: 18,117. Row 3: NONE. Row 4: 18,117. Row 5: 26,497. Row 6: 8,380. Row 7: 8,380. Row 8: 26,497. Row 9: 8,380. Row 10: 8,380. Row 11: 8,380.

Part VII-A Statements Regarding Activities

Table with 13 rows and 3 columns (Yes, No, and a third column). Row 1a: X. Row 1b: X. Row 1c: X. Row 2: X. Row 3: X. Row 4a: X. Row 4b: X. Row 5: X. Row 6: X. Row 7: X. Row 8b: X. Row 9: X. Row 10: X. Row 11: X. Row 12: SUNTRUST BANK, (407) 237-4293, 200 S. ORANGE AVE., ORLANDO, FL, 32801. Row 13: 13.

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
1b 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 20 of the instructions)?
1c 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 2004?
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 2004, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2004?
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?
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?
b If "Yes," did it have excess business holdings in 2004 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?
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
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 2004?
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))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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 page 20 of the instructions)?
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?
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
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 (see page 20 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		218,417.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ▶ NONE

3 Five highest-paid independent contractors for professional services - (see page 21 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 22 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2	NONE	
All other program-related investments See page 22 of the instructions		
3	NONE	
Total. Add lines 1 through 3		

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 22 of the 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	49,162,589.
b	Average of monthly cash balances	1b	958,467.
c	Fair market value of all other assets (see page 22 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	50,121,056.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	50,121,056.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 23 of the instructions)	4	751,816.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,369,240.
6	Minimum investment return. Enter 5% of line 5	6	2,468,462.

Part XI Distributable Amount (see page 23 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	2,468,462.
2a	Tax on investment income for 2004 from Part VI, line 5	2a	18,117.
b	Income tax for 2004. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18,117.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,450,345.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	2,450,345.
6	Deduction from distributable amount (see page 23 of the instructions)	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,450,345.

Part XII Qualifying Distributions (see page 23 of the 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	3,026,049.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,026,049.
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 (see page 24 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,026,049.

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 page 24 of the instructions)

	(a) Corpus	(b) Years prior to 2003	(c) 2003	(d) 2004
1 Distributable amount for 2004 from Part XI, line 7				2,450,345.
2 Undistributed income, if any, as of the end of 2003				
a Enter amount for 2003 only			NONE	
b Total for prior years <u>2002</u>		NONE		
3 Excess distributions carryover, if any, to 2004				
a From 1999	5,266,241.			
b From 2000	NONE			
c From 2001	NONE			
d From 2002	NONE			
e From 2003	NONE			
f Total of lines 3a through e	5,266,241.			
4 Qualifying distributions for 2004 from Part XII, line 4 ▶ \$ <u>3,026,049.</u>				
a Applied to 2003, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 24 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 24 of the instructions)	NONE			
d Applied to 2004 distributable amount				2,450,345.
e Remaining amount distributed out of corpus <u>575,704.</u>				
5 Excess distributions carryover applied to 2004 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,841,945.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 25 of the instructions		NONE		
e Undistributed income for 2003 Subtract line 4a from line 2a Taxable amount - see page 25 of the instructions			NONE	
f Undistributed income for 2004. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2005				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)	NONE			
8 Excess distributions carryover from 1999 not applied on line 5 or line 7 (see page 25 of the instructions)	5,266,241.			
9 Excess distributions carryover to 2005. Subtract lines 7 and 8 from line 6a	575,704.			
10 Analysis of line 9				
a Excess from 2000	NONE			
b Excess from 2001	NONE			
c Excess from 2002	NONE			
d Excess from 2003	NONE			
e Excess from 2004	575,704.			

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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 2004, 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			(e) Total
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	
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))

EVELYN FRANKS MCKNIGHT (DECEASED 10/02/1999)

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 page 26 of the 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

SEE STATEMENT 15

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

NO REQUIRED FORMAT

c Any submission deadlines

NONE

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

SEE STATEMENT 16

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 <i>Paid during the year</i> SEE STATEMENT 17				
Total				▶ 3 a 2,875,000.
b <i>Approved for future payment</i>				
Total				▶ 3 b

Part XVI-A Analysis of Income-Producing Activities

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: 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) (See page 27 of the instructions). Includes the text 'NOT APPLICABLE'.

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

- 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... a Transfers from the reporting organization to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Includes handwritten 'N/A' in column (b).

2 a 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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Includes handwritten 'N/A' in column (a).

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

Sign Here section containing signature of officer or trustee, preparer's signature, and firm's name (KPMG LLP, PO BOX 6768, PROVIDENCE).

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					444,260.	
16,923.		892. AMERICAN POWER CONVERSION CO PROPERTY TYPE: SECURITIES 20,709.					03/05/2004 -3,786.	07/07/2004
2,056,627.		180722.8916 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 2,700,000.					04/10/2000 -643,373.	07/08/2004
2,174,522.		191082.8025 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 2,700,000.					04/18/2000 -525,478.	07/08/2004
242,989.		21352.3132 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 300,000.					07/24/2000 -57,011.	07/08/2004
433,359.		38080.7312 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 500,000.					09/18/2000 -66,641.	07/08/2004
17,552.		1542.3617 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 19,233.					12/13/2000 -1,681.	07/08/2004
19,520.		1715.2719 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 21,389.					12/13/2000 -1,869.	07/08/2004
28,566.		2510.1829 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 30,198.					12/20/2000 -1,632.	07/08/2004
69,933.		6145.2429 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 65,017.					12/22/2003 4,916.	07/08/2004
20,489.		1800.4115 STI CLASSIC FD-INTL EQ I PROPERTY TYPE: SECURITIES 17,500.					03/11/2002 2,989.	07/08/2004

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
20,510.		1802.2657 17,500.					03/19/2002 3,010.	07/08/2004
20,531.		1804.1237 17,500.					03/08/2002 3,031.	07/08/2004
20,531.		1804.1237 17,500.					03/08/2002 3,031.	07/08/2004
41,189.		3619.4416 35,000.					03/15/2002 6,189.	07/08/2004
20,680.		1817.2378 17,500.					03/20/2002 3,180.	07/08/2004
20,723.		1821.0198 17,500.					03/18/2002 3,223.	07/08/2004
20,853.		1832.4607 17,500.					03/12/2002 3,353.	07/08/2004
21,007.		1845.9916 17,500.					03/13/2002 3,507.	07/08/2004
15,376.		1351.1773 12,498.					12/20/2001 2,878.	07/08/2004
375,165.		32967.033 300,000.					03/01/2002 75,165.	07/08/2004
26,556.		2333.5284 18,062.					12/20/2002 8,494.	07/08/2004

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
93,000.		4723.2098 STI CLASSIC FD-SM CAP GR PROPERTY TYPE: SECURITIES 100,321.					03/03/2004	07/21/2004 -7,321.
100,000.		5491.4882 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 102,691.					03/03/2004	07/21/2004 -2,691.
6,601.		160. AFLAC INC COM PROPERTY TYPE: SECURITIES 5,018.					06/19/2003	07/23/2004 1,583.
11,613.		490. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 16,536.					02/25/2004	07/23/2004 -4,923.
7,218.		150. AMERICAN EXPRESS CO COM PROPERTY TYPE: SECURITIES 6,263.					05/06/2002	07/23/2004 955.
13,730.		200. AMERICAN INTERNATIONAL GROUP PROPERTY TYPE: SECURITIES 12,619.					08/11/2003	07/23/2004 1,111.
11,718.		200. ANADARKO PETE CORP COM PROPERTY TYPE: SECURITIES 9,261.					01/14/2003	07/23/2004 2,457.
8,051.		490. APPLIED MATERIALS COM STK PROPERTY TYPE: SECURITIES 11,045.					04/13/2004	07/23/2004 -2,994.
10,795.		250. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 7,909.					08/01/2003	07/23/2004 2,886.
6,479.		230. BANK NEW YORK INC COM PROPERTY TYPE: SECURITIES 7,881.					01/16/2004	07/23/2004 -1,402.
10,476.		300. BED BATH & BEYOND INC COM PROPERTY TYPE: SECURITIES 9,457.					12/12/2001	07/23/2004 1,019.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
8,830.		210. BIOMET INC PROPERTY TYPE: SECURITIES 6,372.					06/12/2003	07/23/2004 2,458.
8,872.		270. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES 9,550.					12/18/2003	07/23/2004 -678.
6,857.		110. CDW CORP COM PROPERTY TYPE: SECURITIES 7,584.					04/14/2004	07/23/2004 -727.
6,431.		100. CHUBB CORP COM PROPERTY TYPE: SECURITIES 7,370.					03/08/2004	07/23/2004 -939.
8,982.		430. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES 9,214.					05/19/2004	07/23/2004 -232.
11,127.		250. CITIGROUP INC COM PROPERTY TYPE: SECURITIES 12,276.					04/22/2004	07/23/2004 -1,149.
4,699.		170. COX COMMUNICATIONS, INC PROPERTY TYPE: SECURITIES 5,459.				CL	08/01/2003	07/23/2004 -760.
8,037.		160. DANAHER CORP COM PROPERTY TYPE: SECURITIES 4,590.					11/13/2002	07/23/2004 3,447.
10,535.		170. DEERE & CO COM PROPERTY TYPE: SECURITIES 9,270.					09/24/2003	07/23/2004 1,265.
6,314.		180. DELL INC COM PROPERTY TYPE: SECURITIES 6,008.					09/11/2003	07/23/2004 306.
11,949.		520. WALT DISNEY CO PROPERTY TYPE: SECURITIES 13,208.					03/15/2004	07/23/2004 -1,259.

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,058.		130. DOVER CORP COM PROPERTY TYPE: SECURITIES 5,424.					06/09/2004	07/23/2004 -366.
11,395.		1070. EMC CORP MASS COM PROPERTY TYPE: SECURITIES 11,153.					06/16/2003	07/23/2004 242.
7,726.		130. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 8,256.					03/08/2004	07/23/2004 -530.
18,556.		410. EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 16,633.					02/05/2004	07/23/2004 1,923.
6,805.		70. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES 5,924.					09/11/2003	07/23/2004 881.
9,792.		300. GENERAL ELEC CO COM PROPERTY TYPE: SECURITIES 9,968.					06/24/2004	07/23/2004 -176.
12,260.		310. GILLETTE CO COM PROPERTY TYPE: SECURITIES 11,286.					12/23/2003	07/23/2004 974.
12,254.		140. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 14,605.					03/15/2004	07/23/2004 -2,351.
6,957.		210. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES 7,233.					10/08/2003	07/23/2004 -276.
6,046.		70. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES 6,632.					06/09/2004	07/23/2004 -586.
11,648.		510. INTEL CORP COM PROPERTY TYPE: SECURITIES 16,065.					02/19/2002	07/23/2004 -4,417.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
476.		8.5571 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 488.					06/08/2004	07/23/2004 -12.
431.		7.7477 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 409.					03/09/2004	07/23/2004 22.
14,658.		263.6952 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 11,583.					03/29/2001	07/23/2004 3,075.
7,370.		190. KLA INSTRUMENTS CORP COM PROPERTY TYPE: SECURITIES 10,021.					04/13/2004	07/23/2004 -2,651.
7,075.		110. KIMBERLY CLARK CORP COM PROPERTY TYPE: SECURITIES 7,127.					02/25/2004	07/23/2004 -52.
8,634.		200. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES 10,137.					03/02/2004	07/23/2004 -1,503.
6,488.		110. L-3 COMMUNICATION HOLDINGS I PROPERTY TYPE: SECURITIES 5,261.					08/11/2003	07/23/2004 1,227.
9,434.		110. LEXMARK INTL GROUP CL A COM PROPERTY TYPE: SECURITIES 10,179.					05/21/2004	07/23/2004 -745.
12,612.		260. LOWES COS INC COM PROPERTY TYPE: SECURITIES 4,942.					10/12/2000	07/23/2004 7,670.
8,467.		120. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 8,966.					04/26/2004	07/23/2004 -499.
8,807.		180. MEDTRONIC INC COMMON STOCK PROPERTY TYPE: SECURITIES 9,028.					07/20/2004	07/23/2004 -221.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
16,303.		25,139.					04/10/2000	07/23/2004
							-8,836.	
6,885.		7,838.					05/07/2004	07/23/2004
							-953.	
8,472.		7,998.					01/16/2004	07/23/2004
							474.	
9,081.		10,187.					03/20/2003	07/23/2004
							-1,106.	
11,095.		11,672.					04/22/2004	07/23/2004
							-577.	
5,474.		6,924.					02/25/2004	07/23/2004
							-1,450.	
11,029.		13,831.					03/29/2001	07/23/2004
							-2,802.	
20,892.		17,732.					05/13/2003	07/23/2004
							3,160.	
6,676.		7,491.					05/19/2004	07/23/2004
							-815.	
6,302.		6,877.					01/23/2004	07/23/2004
							-575.	
6,758.		6,498.					04/19/2004	07/23/2004
							260.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
11,469.							10/16/2003	07/23/2004
		270. STATE STREET CORP COM PROPERTY TYPE: SECURITIES 14,376.					-2,907.	
10,995.							05/05/2004	07/23/2004
		250. TARGET CORP COM PROPERTY TYPE: SECURITIES 11,161.					-166.	
6,661.							03/12/2004	07/23/2004
		830. TELLABS INC COM PROPERTY TYPE: SECURITIES 7,707.					-1,046.	
14,081.							09/16/2002	07/23/2004
		170. 3M CO COM PROPERTY TYPE: SECURITIES 10,117.					3,964.	
4,831.							04/14/2004	07/23/2004
		140. TIFFANY & CO NEW COM PROPERTY TYPE: SECURITIES 5,290.					-459.	
6,780.							03/08/2004	07/23/2004
		400. TIME WARNER INC COM PROPERTY TYPE: SECURITIES 6,910.					-130.	
7,869.							10/24/2003	07/23/2004
		110. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES 7,688.					181.	
16,020.							09/11/2003	07/23/2004
		300. WALMART STORES INC COM PROPERTY TYPE: SECURITIES 17,309.					-1,289.	
6,142.							12/09/2003	07/23/2004
		170. WALGREEN CO COM PROPERTY TYPE: SECURITIES 6,292.					-150.	
7,372.							05/05/2004	07/23/2004
		130. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 7,377.					-5.	
6,067.							11/06/2003	07/23/2004
		170. WENDYS INTL INC COM PROPERTY TYPE: SECURITIES 6,614.					-547.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,271.		120. ZIONS BANCORP COM PROPERTY TYPE: SECURITIES 6,719.					08/01/2003	07/23/2004 552.
5,416.		260. AMDOCS LTD COM SEDOL #225690 PROPERTY TYPE: SECURITIES 6,880.					07/09/2003	07/23/2004 -1,464.
20,768.		300. XL CAPITAL LTD CL A COM PROPERTY TYPE: SECURITIES 23,381.					06/16/2004	07/23/2004 -2,613.
31,403.		820. AFLAC INC COM PROPERTY TYPE: SECURITIES 25,715.					06/19/2003	07/28/2004 5,688.
109,910.		2870. AFLAC INC COM PROPERTY TYPE: SECURITIES 89,869.					04/25/2003	07/28/2004 20,041.
112,125.		2830. AFLAC INC COM PROPERTY TYPE: SECURITIES 88,617.					04/25/2003	07/29/2004 23,508.
35,326.		820. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 25,941.					08/01/2003	07/29/2004 9,385.
7,634.		508. AMERICAN POWER CONVERSION CO PROPERTY TYPE: SECURITIES 11,794.					03/05/2004	07/30/2004 -4,160.
33,059.		2200. AMERICAN POWER CONVERSION CO PROPERTY TYPE: SECURITIES 50,489.					03/04/2004	07/30/2004 -17,430.
85,652.		5700. AMERICAN POWER CONVERSION CO PROPERTY TYPE: SECURITIES 129,323.					03/03/2004	07/30/2004 -43,671.
60,107.		4000. AMERICAN POWER CONVERSION CO PROPERTY TYPE: SECURITIES 90,217.					03/02/2004	07/30/2004 -30,110.

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
33,492.		780. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 24,676.					08/01/2003	07/30/2004 8,816.
72,716.		2040. BED BATH & BEYOND INC COM PROPERTY TYPE: SECURITIES 64,306.					12/12/2001	07/30/2004 8,410.
45,778.		460. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES 38,932.					09/11/2003	07/30/2004 6,846.
100,512.		1760. PARKER HANNIFIN CORP COM PROPERTY TYPE: SECURITIES 102,716.					04/22/2004	07/30/2004 -2,204.
15,183.		800. VERITAS SOFTWARE CORP COM PROPERTY TYPE: SECURITIES 31,569.					01/09/2004	07/30/2004 -16,386.
70,223.		3700. VERITAS SOFTWARE CORP COM PROPERTY TYPE: SECURITIES 144,744.					01/07/2004	07/30/2004 -74,521.
38,907.		2050. VERITAS SOFTWARE CORP COM PROPERTY TYPE: SECURITIES 80,161.					01/08/2004	07/30/2004 -41,254.
114,792.		3456. COX COMMUNICATIONS, INC PROPERTY TYPE: SECURITIES 110,972.				CL	08/01/2003	08/02/2004 3,820.
131,853.		3230. KLA INSTRUMENTS CORP COM PROPERTY TYPE: SECURITIES 170,353.					04/13/2004	08/02/2004 -38,500.
115,497.		3474. COX COMMUNICATIONS, INC PROPERTY TYPE: SECURITIES 111,550.				CL	08/01/2003	08/03/2004 3,947.
175,296.		3351. WALMART STORES INC PROPERTY TYPE: SECURITIES 193,337.				COM	09/11/2003	08/05/2004 -18,041.

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
275,907.		5349. WALMART STORES INC PROPERTY TYPE: SECURITIES 308,612.					09/11/2003	08/06/2004
							-32,705.	
45,445.		1180. KLA INSTRUMENTS CORP PROPERTY TYPE: SECURITIES 62,234.					04/13/2004	08/10/2004
							-16,789.	
38,513.		1000. KLA INSTRUMENTS CORP PROPERTY TYPE: SECURITIES 49,550.					04/16/2004	08/10/2004
							-11,037.	
92,046.		2390. KLA INSTRUMENTS CORP PROPERTY TYPE: SECURITIES 107,711.					05/19/2004	08/10/2004
							-15,665.	
96,591.		1643. ZIONS BANCORP PROPERTY TYPE: SECURITIES 91,989.					08/01/2003	08/10/2004
							4,602.	
110,099.		1878. ZIONS BANCORP PROPERTY TYPE: SECURITIES 105,146.					08/01/2003	08/11/2004
							4,953.	
85,837.		1459. ZIONS BANCORP PROPERTY TYPE: SECURITIES 81,687.					08/01/2003	08/12/2004
							4,150.	
83,949.		2816. TIFFANY & CO PROPERTY TYPE: SECURITIES 106,397.					04/14/2004	08/17/2004
							-22,448.	
1,318.		44. TIFFANY & CO PROPERTY TYPE: SECURITIES 1,662.					04/14/2004	08/18/2004
							-344.	
53,053.		1771. TIFFANY & CO PROPERTY TYPE: SECURITIES 66,562.					04/13/2004	08/18/2004
							-13,509.	
36,202.		1229. TIFFANY & CO PROPERTY TYPE: SECURITIES 46,191.					04/13/2004	08/20/2004
							-9,989.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
61,352.		874. XL CAPITAL LTD CL A COM PROPERTY TYPE: SECURITIES 68,116.					06/16/2004	09/02/2004 -6,764.
99,329.		1415. XL CAPITAL LTD CL A COM PROPERTY TYPE: SECURITIES 109,904.					06/15/2004	09/02/2004 -10,575.
29,062.		414. XL CAPITAL LTD CL A COM PROPERTY TYPE: SECURITIES 32,099.					06/17/2004	09/02/2004 -3,037.
44,575.		635. XL CAPITAL LTD CL A COM PROPERTY TYPE: SECURITIES 48,469.					06/10/2004	09/02/2004 -3,894.
57,702.		822. XL CAPITAL LTD CL A COM PROPERTY TYPE: SECURITIES 62,440.					06/09/2004	09/02/2004 -4,738.
75,485.		770. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES 65,169.					09/11/2003	09/03/2004 10,316.
98,719.		1007. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES 84,389.					09/12/2003	09/03/2004 14,330.
77,958.		793. GENERAL DYNAMICS CORP COM PROPERTY TYPE: SECURITIES 66,456.					09/12/2003	09/07/2004 11,502.
125,921.		6390. PEOPLESOFT INC COM PROPERTY TYPE: SECURITIES 142,724.					02/25/2004	09/14/2004 -16,803.
7,871.		400. PEOPLESOFT INC COM PROPERTY TYPE: SECURITIES 8,934.					02/25/2004	09/15/2004 -1,063.
122,004.		6200. PEOPLESOFT INC COM PROPERTY TYPE: SECURITIES 136,881.					02/24/2004	09/15/2004 -14,877.

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
17,834.		530. WENDYS INTL INC COM PROPERTY TYPE: SECURITIES 20,619.					11/06/2003	09/22/2004
							-2,785.	
34,659.		1030. WENDYS INTL INC COM PROPERTY TYPE: SECURITIES 39,825.					11/05/2003	09/22/2004
							-5,166.	
35,829.		940. BED BATH & BEYOND INC COM PROPERTY TYPE: SECURITIES 29,631.					12/12/2001	09/23/2004
							6,198.	
65,313.		1530. STATE STREET CORP COM PROPERTY TYPE: SECURITIES 81,466.					10/16/2003	09/23/2004
							-16,153.	
25,613.		600. STATE STREET CORP COM PROPERTY TYPE: SECURITIES 31,841.					10/17/2003	09/23/2004
							-6,228.	
149,409.		3500. STATE STREET CORP COM PROPERTY TYPE: SECURITIES 183,367.					10/31/2003	09/23/2004
							-33,958.	
115,258.		2700. STATE STREET CORP COM PROPERTY TYPE: SECURITIES 141,407.					10/15/2003	09/23/2004
							-26,149.	
123,796.		2900. STATE STREET CORP COM PROPERTY TYPE: SECURITIES 146,632.					11/06/2003	09/23/2004
							-22,836.	
41,731.		530. 3M CO COM PROPERTY TYPE: SECURITIES 31,541.					09/16/2002	09/23/2004
							10,190.	
65,431.		831. 3M CO COM PROPERTY TYPE: SECURITIES 48,223.					07/15/2002	09/23/2004
							17,208.	
83,291.		2214. BED BATH & BEYOND INC COM PROPERTY TYPE: SECURITIES 69,791.					12/12/2001	09/24/2004
							13,500.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
150,000.		7433.1021 STI CLASSIC FD-SM CAP GR PROPERTY TYPE: SECURITIES 157,879.					03/03/2004	09/24/2004
							-7,879.	
1,357.		71.5118 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 1,365.					09/21/2004	09/24/2004
							-8.	
148,643.		7835.7101 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 146,528.					03/03/2004	09/24/2004
							2,115.	
139,674.		1769. 3M CO COM PROPERTY TYPE: SECURITIES 102,655.					07/15/2002	09/24/2004
							37,019.	
56,059.		710. 3M CO COM PROPERTY TYPE: SECURITIES 38,997.					07/22/2002	09/24/2004
							17,062.	
65,157.		1976. WENDYS INTL INC COM PROPERTY TYPE: SECURITIES 76,402.					11/05/2003	09/27/2004
							-11,245.	
199,248.		5406. BED BATH & BEYOND INC COM PROPERTY TYPE: SECURITIES 170,412.					12/12/2001	09/29/2004
							28,836.	
42,887.		1294. WENDYS INTL INC COM PROPERTY TYPE: SECURITIES 50,032.					11/05/2003	09/29/2004
							-7,145.	
69,601.		2100. WENDYS INTL INC COM PROPERTY TYPE: SECURITIES 78,802.					11/04/2003	09/29/2004
							-9,201.	
142,900.		1780. 3M CO COM PROPERTY TYPE: SECURITIES 97,767.					07/22/2002	10/07/2004
							45,133.	
21,621.		954. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 32,194.					02/25/2004	10/08/2004
							-10,573.	

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
58,022.		732. 3M CO COM PROPERTY TYPE: SECURITIES 40,205.					07/22/2002	10/08/2004 17,817.
45,870.		578. 3M CO COM PROPERTY TYPE: SECURITIES 31,747.					07/22/2002	10/11/2004 14,123.
64,263.		2956. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 99,756.					02/25/2004	10/12/2004 -35,493.
76,089.		3500. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 112,739.					01/13/2004	10/12/2004 -36,650.
152,178.		7000. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 224,996.					01/14/2004	10/12/2004 -72,818.
19,566.		900. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 28,875.					01/09/2004	10/12/2004 -9,309.
17,392.		800. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 25,441.					01/12/2004	10/12/2004 -8,049.
100,003.		4600. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 144,387.					01/08/2004	10/12/2004 -44,384.
78,885.		1500. AIR PROD & CHEMS INC COM PROPERTY TYPE: SECURITIES 79,574.					09/13/2004	10/20/2004 -689.
68,735.		1307. AIR PROD & CHEMS INC COM PROPERTY TYPE: SECURITIES 67,642.					07/30/2004	10/20/2004 1,093.
89,508.		1702. AIR PROD & CHEMS INC COM PROPERTY TYPE: SECURITIES 88,028.					08/03/2004	10/20/2004 1,480.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
68,893.		1310. AIR PROD & CHEMS INC COM PROPERTY TYPE: SECURITIES 67,643.				08/02/2004	10/20/2004	1,250.
45,806.		871. AIR PROD & CHEMS INC COM PROPERTY TYPE: SECURITIES 44,964.				07/29/2004	10/20/2004	842.
90,718.		1750. AMERICAN EXPRESS CO COM PROPERTY TYPE: SECURITIES 73,068.				05/06/2002	10/20/2004	17,650.
228,091.		4400. AMERICAN EXPRESS CO COM PROPERTY TYPE: SECURITIES 175,736.				06/11/2002	10/20/2004	52,355.
68,926.		1200. AMERICAN INTERNATIONAL GROUP PROPERTY TYPE: SECURITIES 75,711.				08/11/2003	10/20/2004	-6,785.
143,597.		2500. AMERICAN INTERNATIONAL GROUP PROPERTY TYPE: SECURITIES 156,650.				08/14/2003	10/20/2004	-13,053.
143,597.		2500. AMERICAN INTERNATIONAL GROUP PROPERTY TYPE: SECURITIES 155,809.				08/12/2003	10/20/2004	-12,212.
114,877.		2000. AMERICAN INTERNATIONAL GROUP PROPERTY TYPE: SECURITIES 116,837.				09/02/2003	10/20/2004	-1,960.
96,892.		1400. ANADARKO PETE CORP COM PROPERTY TYPE: SECURITIES 64,828.				01/14/2003	10/20/2004	32,064.
470,620.		6800. ANADARKO PETE CORP COM PROPERTY TYPE: SECURITIES 296,723.				09/17/2002	10/20/2004	173,897.
128,481.		8010. APPLIED MATERIALS COM STK PROPERTY TYPE: SECURITIES 180,544.				04/13/2004	10/20/2004	-52,063.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
25,664.		1600. APPLIED MATERIALS COM STK PROPERTY TYPE: SECURITIES 35,917.					04/14/2004	10/20/2004 -10,253.
16,040.		1000. APPLIED MATERIALS COM STK PROPERTY TYPE: SECURITIES 20,764.					04/16/2004	10/20/2004 -4,724.
110,195.		6870. APPLIED MATERIALS COM STK PROPERTY TYPE: SECURITIES 131,186.					05/19/2004	10/20/2004 -20,991.
47,158.		2940. APPLIED MATERIALS COM STK PROPERTY TYPE: SECURITIES 54,351.					05/17/2004	10/20/2004 -7,193.
201,856.		4950. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 156,595.					08/01/2003	10/20/2004 45,261.
154,960.		3800. AVON PRODS INC COM PROPERTY TYPE: SECURITIES 119,067.					08/04/2003	10/20/2004 35,893.
39,630.		1270. BANK NEW YORK INC COM PROPERTY TYPE: SECURITIES 43,517.					01/16/2004	10/20/2004 -3,887.
84,253.		2700. BANK NEW YORK INC COM PROPERTY TYPE: SECURITIES 92,515.					01/20/2004	10/20/2004 -8,262.
71,771.		2300. BANK NEW YORK INC COM PROPERTY TYPE: SECURITIES 78,194.					01/15/2004	10/20/2004 -6,423.
34,325.		1100. BANK NEW YORK INC COM PROPERTY TYPE: SECURITIES 37,171.					01/21/2004	10/20/2004 -2,846.
74,891.		2400. BANK NEW YORK INC COM PROPERTY TYPE: SECURITIES 80,302.					01/14/2004	10/20/2004 -5,411.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
166,910.		3690. BIOMET INC PROPERTY TYPE: SECURITIES 111,972.					06/12/2003	10/20/2004
							54,938.	
239,735.		5300. BIOMET INC PROPERTY TYPE: SECURITIES 151,148.					08/11/2003	10/20/2004
							88,587.	
62,110.		1730. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES 61,189.					12/18/2003	10/20/2004
							921.	
114,886.		3200. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES 112,625.					12/19/2003	10/20/2004
							2,261.	
57,443.		1600. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES 56,104.					12/17/2003	10/20/2004
							1,339.	
179,510.		5000. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES 171,246.					12/23/2003	10/20/2004
							8,264.	
83,652.		2330. BOSTON SCIENTIFIC CORP PROPERTY TYPE: SECURITIES 79,010.					08/19/2004	10/20/2004
							4,642.	
158,926.		2690. CDW CORP COM PROPERTY TYPE: SECURITIES 185,462.					04/14/2004	10/20/2004
							-26,536.	
35,448.		600. CDW CORP COM PROPERTY TYPE: SECURITIES 41,249.					04/13/2004	10/20/2004
							-5,801.	
70,896.		1200. CDW CORP COM PROPERTY TYPE: SECURITIES 80,458.					04/16/2004	10/20/2004
							-9,562.	
44,520.		3707. CADENCE DESIGN SYS INC COM PROPERTY TYPE: SECURITIES 46,449.					08/17/2004	10/20/2004
							-1,929.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
91,334.		7605. CADENCE DESIGN SYS INC COM PROPERTY TYPE: SECURITIES 93,506.					08/11/2004	10/20/2004
							-2,172.	
45,853.		3818. CADENCE DESIGN SYS INC COM PROPERTY TYPE: SECURITIES 45,289.					08/19/2004	10/20/2004
							564.	
12,951.		200. CHUBB CORP COM PROPERTY TYPE: SECURITIES 14,740.					03/08/2004	10/20/2004
							-1,789.	
64,752.		1000. CHUBB CORP COM PROPERTY TYPE: SECURITIES 73,628.					03/05/2004	10/20/2004
							-8,876.	
45,327.		700. CHUBB CORP COM PROPERTY TYPE: SECURITIES 51,455.					03/09/2004	10/20/2004
							-6,128.	
38,851.		600. CHUBB CORP COM PROPERTY TYPE: SECURITIES 43,836.					03/04/2004	10/20/2004
							-4,985.	
25,901.		400. CHUBB CORP COM PROPERTY TYPE: SECURITIES 29,055.					03/03/2004	10/20/2004
							-3,154.	
71,228.		1100. CHUBB CORP COM PROPERTY TYPE: SECURITIES 78,078.					03/02/2004	10/20/2004
							-6,850.	
99,851.		5450. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES 116,782.					05/19/2004	10/20/2004
							-16,931.	
25,650.		1400. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES 26,208.					04/18/2001	10/20/2004
							-558.	
91,607.		5000. CISCO SYSTEMS COM STK PROPERTY TYPE: SECURITIES 92,350.					12/20/2001	10/20/2004
							-743.	

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
117,257.		82,240.					07/02/2002	10/20/2004
							07/02/2002	10/20/2004
32,362.		36,829.					04/22/2004	10/20/2004
							11/05/2003	10/20/2004
12,945.		14,525.					11/05/2003	10/20/2004
							11/04/2003	10/20/2004
185,541.		207,844.					11/04/2003	10/20/2004
							11/10/2003	10/20/2004
146,707.		163,744.					11/10/2003	10/20/2004
							11/12/2003	10/20/2004
69,038.		76,096.					11/12/2003	10/20/2004
							08/03/2004	10/20/2004
48,047.		47,839.					08/03/2004	10/20/2004
							08/02/2004	10/20/2004
24,053.		23,866.					08/02/2004	10/20/2004
							07/26/2004	10/20/2004
138,848.		137,218.					07/26/2004	10/20/2004
							07/28/2004	10/20/2004
66,043.		64,986.					07/28/2004	10/20/2004
							09/15/2004	10/20/2004
222,024.		221,454.					09/15/2004	10/20/2004

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
44,924.		44,041.				934. COMPUTER SCIENCES CORP COM PROPERTY TYPE: SECURITIES	09/07/2004	10/20/2004
					883.			
84,222.		44,750.				1560. DANAHER CORP COM PROPERTY TYPE: SECURITIES	11/13/2002	10/20/2004
					39,472.			
269,944.		141,600.				5000. DANAHER CORP COM PROPERTY TYPE: SECURITIES	11/12/2002	10/20/2004
					128,344.			
1,744.		1,636.				30. DEERE & CO COM PROPERTY TYPE: SECURITIES	09/24/2003	10/20/2004
					108.			
75,583.		70,267.				1300. DEERE & CO COM PROPERTY TYPE: SECURITIES	09/15/2003	10/20/2004
					5,316.			
348,844.		305,284.				6000. DEERE & CO COM PROPERTY TYPE: SECURITIES	08/11/2003	10/20/2004
					43,560.			
266,828.		252,011.				7550. DELL INC COM PROPERTY TYPE: SECURITIES	09/11/2003	10/20/2004
					14,817.			
113,444.		116,331.				4580. WALT DISNEY CO PROPERTY TYPE: SECURITIES	03/15/2004	10/20/2004
					-2,887.			
173,386.		175,953.				7000. WALT DISNEY CO PROPERTY TYPE: SECURITIES	03/12/2004	10/20/2004
					-2,567.			
257,602.		226,000.				10400. WALT DISNEY CO PROPERTY TYPE: SECURITIES	08/07/2003	10/20/2004
					31,602.			
196,106.		220,285.				5280. DOVER CORP COM PROPERTY TYPE: SECURITIES	06/09/2004	10/20/2004
					-24,179.			

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
82,905.		3548. DUKE ENERGY CORPORATION PROPERTY TYPE: SECURITIES 79,614.			CO	08/11/2004	10/20/2004	3,291.
93,069.		3983. DUKE ENERGY CORPORATION PROPERTY TYPE: SECURITIES 89,187.			CO	08/10/2004	10/20/2004	3,882.
79,657.		3409. DUKE ENERGY CORPORATION PROPERTY TYPE: SECURITIES 76,047.			CO	08/12/2004	10/20/2004	3,610.
78,703.		6330. EMC CORP MASS COM PROPERTY TYPE: SECURITIES 65,979.				06/16/2003	10/20/2004	12,724.
201,421.		16200. EMC CORP MASS COM PROPERTY TYPE: SECURITIES 162,967.				06/23/2003	10/20/2004	38,454.
103,197.		8300. EMC CORP MASS COM PROPERTY TYPE: SECURITIES 83,193.				05/13/2003	10/20/2004	20,004.
78,330.		6300. EMC CORP MASS COM PROPERTY TYPE: SECURITIES 61,987.				07/17/2003	10/20/2004	16,343.
98,224.		7900. EMC CORP MASS COM PROPERTY TYPE: SECURITIES 75,428.				05/20/2003	10/20/2004	22,796.
158,898.		2570. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 163,207.				03/08/2004	10/20/2004	-4,309.
98,925.		1600. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 101,484.				03/09/2004	10/20/2004	-2,559.
80,376.		1300. EMERSON ELEC CO COM PROPERTY TYPE: SECURITIES 82,054.				03/10/2004	10/20/2004	-1,678.

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
28,715.		23,935.				02/05/2004	10/20/2004	
						4,780.		
209,276.		159,658.				06/20/2003	10/20/2004	
						49,618.		
189,809.		142,482.				08/12/2003	10/20/2004	
						47,327.		
418,552.		298,700.				04/08/2003	10/20/2004	
						119,852.		
156,412.		159,149.				08/12/2004	10/20/2004	
						-2,737.		
84,470.		85,759.				08/11/2004	10/20/2004	
						-1,289.		
52,310.		52,635.				09/24/2004	10/20/2004	
						-325.		
150,471.		147,824.				09/23/2004	10/20/2004	
						2,647.		
262,542.		263,163.				06/24/2004	10/20/2004	
						-621.		
148,177.		145,460.				06/28/2004	10/20/2004	
						2,717.		
142,001.		130,696.				12/23/2003	10/20/2004	
						11,305.		

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
379,723.		9600. GILLETTE CO COM PROPERTY TYPE: SECURITIES 317,543.					09/11/2003	10/20/2004
							62,180.	
134,620.		1460. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 152,307.					03/15/2004	10/20/2004
							-17,687.	
119,867.		1300. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 135,244.					03/12/2004	10/20/2004
							-15,377.	
267,396.		2900. GOLDMAN SACHS GROUP INC COM PROPERTY TYPE: SECURITIES 291,855.					02/04/2004	10/20/2004
							-24,459.	
327,795.		5850. HARLEY DAVIDSON INC COM PROPERTY TYPE: SECURITIES 352,042.					10/07/2004	10/20/2004
							-24,247.	
353,620.		8930. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES 307,566.					10/08/2003	10/20/2004
							46,054.	
252,147.		2830. ILLINOIS TOOL WKS INC COM PROPERTY TYPE: SECURITIES 268,120.					06/09/2004	10/20/2004
							-15,973.	
6,152.		290. INTEL CORP COM PROPERTY TYPE: SECURITIES 9,135.					02/19/2002	10/20/2004
							-2,983.	
76,366.		3600. INTEL CORP COM PROPERTY TYPE: SECURITIES 107,964.					05/20/2002	10/20/2004
							-31,598.	
294,858.		13900. INTEL CORP COM PROPERTY TYPE: SECURITIES 333,421.					08/11/2003	10/20/2004
							-38,563.	
76,366.		3600. INTEL CORP COM PROPERTY TYPE: SECURITIES 75,528.					06/27/2003	10/20/2004
							838.	

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Kind of Property		Description				P or D	Date acquired	Date sold
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485.		8.456 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 491.					09/07/2004	10/20/2004 -6.
85,904.		1498.9553 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 65,842.					03/29/2001	10/20/2004 20,062.
114,618.		2000. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 84,486.					05/03/2000	10/20/2004 30,132.
10,660.		186. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 7,748.					02/04/1988	10/20/2004 2,912.
11,462.		200. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 7,748.					05/10/1989	10/20/2004 3,714.
22,924.		400. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 15,495.					06/09/1992	10/20/2004 7,429.
45,847.		800. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 30,990.					06/11/1996	10/20/2004 14,857.
229,237.		4000. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 151,535.					04/10/2000	10/20/2004 77,702.
41,182.		718.5887 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 25,381.					04/03/2000	10/20/2004 15,801.
62,072.		990. KIMBERLY CLARK CORP COM PROPERTY TYPE: SECURITIES 64,139.					02/25/2004	10/20/2004 -2,067.
213,175.		3400. KIMBERLY CLARK CORP COM PROPERTY TYPE: SECURITIES 215,957.					02/24/2004	10/20/2004 -2,782.

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Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
258,309.		5100. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES 258,481.					03/02/2004	10/20/2004 -172.
20,260.		400. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES 20,222.					03/03/2004	10/20/2004 38.
134,219.		2650. KOHL'S CORP COM STK PROPERTY TYPE: SECURITIES 121,043.					08/05/2004	10/20/2004 13,176.
301,282.		4810. L-3 COMMUNICATION HOLDINGS I PROPERTY TYPE: SECURITIES 230,048.					08/11/2003	10/20/2004 71,234.
40,647.		510. LEXMARK INTL GROUP CL A COM PROPERTY TYPE: SECURITIES 47,193.					05/21/2004	10/20/2004 -6,546.
95,640.		1200. LEXMARK INTL GROUP CL A COM PROPERTY TYPE: SECURITIES 105,334.					03/22/2004	10/20/2004 -9,694.
79,700.		1000. LEXMARK INTL GROUP CL A COM PROPERTY TYPE: SECURITIES 86,906.					03/15/2004	10/20/2004 -7,206.
95,640.		1200. LEXMARK INTL GROUP CL A COM PROPERTY TYPE: SECURITIES 102,779.					03/12/2004	10/20/2004 -7,139.
70,136.		880. LEXMARK INTL GROUP CL A COM PROPERTY TYPE: SECURITIES 74,938.					07/19/2004	10/20/2004 -4,802.
603,348.		10740. LOWES COS INC COM PROPERTY TYPE: SECURITIES 204,154.					10/12/2000	10/20/2004 399,194.
102,343.		1680. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 125,520.					04/26/2004	10/20/2004 -23,177.

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
24,367.		400. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 29,785.					04/23/2004 -5,418.	10/20/2004
54,827.		900. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 66,177.					04/22/2004 -11,350.	10/20/2004
73,102.		1200. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 85,598.					04/20/2004 -12,496.	10/20/2004
60,919.		1000. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 71,290.					04/21/2004 -10,371.	10/20/2004
18,276.		300. MGIC INVT CORP WIS COM PROPERTY TYPE: SECURITIES 19,287.					09/13/2004 -1,011.	10/20/2004
169,528.		3170. MARRIOTT INTERNATIONAL INC C PROPERTY TYPE: SECURITIES 159,134.					09/29/2004 10,394.	10/20/2004
26,258.		491. MARRIOTT INTERNATIONAL INC C PROPERTY TYPE: SECURITIES 23,919.					05/24/2004 2,339.	10/20/2004
8,182.		153. MARRIOTT INTERNATIONAL INC C PROPERTY TYPE: SECURITIES 7,422.					05/21/2004 760.	10/20/2004
163,217.		3052. MARRIOTT INTERNATIONAL INC C PROPERTY TYPE: SECURITIES 146,678.					05/19/2004 16,539.	10/20/2004
162,255.		3034. MARRIOTT INTERNATIONAL INC C PROPERTY TYPE: SECURITIES 145,172.					05/20/2004 17,083.	10/20/2004
102,210.		2030. MEDTRONIC INC COMMON STOCK PROPERTY TYPE: SECURITIES 101,810.					07/20/2004 400.	10/20/2004

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
283,971.		5640. MEDTRONIC INC COMMON STOCK PROPERTY TYPE: SECURITIES 282,217.					07/19/2004	10/20/2004
							1,754.	
114,293.		2270. MEDTRONIC INC COMMON STOCK PROPERTY TYPE: SECURITIES 110,424.					08/19/2004	10/20/2004
							3,869.	
40,490.		1420. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 61,548.					04/10/2000	10/20/2004
							-21,058.	
57,028.		2000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 81,313.					04/13/2000	10/20/2004
							-24,285.	
57,028.		2000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 75,813.					04/17/2000	10/20/2004
							-18,785.	
114,056.		4000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 138,500.					04/27/2000	10/20/2004
							-24,444.	
57,028.		2000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 66,375.					05/10/2000	10/20/2004
							-9,347.	
228,111.		8000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 264,500.					06/02/2000	10/20/2004
							-36,389.	
142,570.		5000. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 141,563.					03/29/2001	10/20/2004
							1,007.	
69,637.		2450. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES 76,812.					05/07/2004	10/20/2004
							-7,175.	
55,994.		1970. MICROCHIP TECHNOLOGY INC COM PROPERTY TYPE: SECURITIES 61,295.					05/26/2004	10/20/2004
							-5,301.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
76,743.		81,897.					05/06/2004	10/20/2004
90,954.		96,499.					05/05/2004	10/20/2004
141,773.		141,963.					01/16/2004	10/20/2004
109,824.		108,834.					01/15/2004	10/20/2004
89,856.		88,867.					01/14/2004	10/20/2004
134,165.		124,505.					03/20/2003	10/20/2004
328,094.		295,034.					12/20/2002	10/20/2004
77,967.		66,532.					04/22/2004	10/20/2004
28,725.		24,098.					06/04/2004	10/20/2004
61,553.		48,982.					11/06/2003	10/20/2004
82,071.		64,709.					11/11/2003	10/20/2004

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
109,428.		85,920.				11/10/2003	10/20/2004	
						23,508.		
61,553.		47,319.				11/05/2003	10/20/2004	
						14,234.		
34,196.		26,136.				11/04/2003	10/20/2004	
						8,060.		
124,145.		177,365.				03/29/2001	10/20/2004	
						-53,220.		
45,558.		64,328.				04/10/2000	10/20/2004	
						-18,770.		
25,626.		34,412.				04/22/1998	10/20/2004	
						-8,786.		
213,553.		281,306.				04/03/2000	10/20/2004	
						-67,753.		
56,947.		60,660.				09/29/2004	10/20/2004	
						-3,713.		
105,938.		88,658.				05/13/2003	10/20/2004	
						17,280.		
127,125.		101,208.				02/19/2003	10/20/2004	
						25,917.		
370,781.		287,874.				07/25/2002	10/20/2004	
						82,907.		

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
86,871.		2440. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 89,792.					09/20/2004	10/20/2004
							-2,921.	
95,664.		2687. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 97,373.					09/14/2004	10/20/2004
							-1,709.	
72,380.		2033. RAYTHEON CO COM NEW PROPERTY TYPE: SECURITIES 71,511.					09/02/2004	10/20/2004
							869.	
78,414.		1820. SLM CORP COM PROPERTY TYPE: SECURITIES 81,372.					10/14/2004	10/20/2004
							-2,958.	
207,107.		4807. SLM CORP COM PROPERTY TYPE: SECURITIES 206,253.					09/20/2004	10/20/2004
							854.	
96,500.		1299. ST JUDE MED INC COM PROPERTY TYPE: SECURITIES 97,305.					05/19/2004	10/20/2004
							-805.	
93,455.		1258. ST JUDE MED INC COM PROPERTY TYPE: SECURITIES 93,833.					05/21/2004	10/20/2004
							-378.	
122,798.		1653. ST JUDE MED INC COM PROPERTY TYPE: SECURITIES 122,823.					05/20/2004	10/20/2004
							-25.	
125,036.		8860. SOUTHWEST AIRLS CO COM PROPERTY TYPE: SECURITIES 138,470.					01/23/2004	10/20/2004
							-13,434.	
134,068.		9500. SOUTHWEST AIRLS CO COM PROPERTY TYPE: SECURITIES 147,312.					01/26/2004	10/20/2004
							-13,244.	
176,257.		6160. STAPLES INC COM PROPERTY TYPE: SECURITIES 166,794.					04/19/2004	10/20/2004
							9,463.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
40,058.		1400. STAPLES INC PROPERTY TYPE: SECURITIES 37,548.					04/13/2004	10/20/2004 2,510.
34,336.		1200. STAPLES INC PROPERTY TYPE: SECURITIES 31,896.					04/15/2004	10/20/2004 2,440.
31,474.		1100. STAPLES INC PROPERTY TYPE: SECURITIES 28,911.					04/14/2004	10/20/2004 2,563.
27,635.		640. STRYKER CORP PROPERTY TYPE: SECURITIES 31,073.					09/24/2004	10/20/2004 -3,438.
75,996.		1760. STRYKER CORP PROPERTY TYPE: SECURITIES 84,908.					08/03/2004	10/20/2004 -8,912.
38,732.		897. STRYKER CORP PROPERTY TYPE: SECURITIES 42,878.					08/02/2004	10/20/2004 -4,146.
72,369.		1676. STRYKER CORP PROPERTY TYPE: SECURITIES 79,781.					07/30/2004	10/20/2004 -7,412.
94,132.		2180. STRYKER CORP PROPERTY TYPE: SECURITIES 102,938.					09/14/2004	10/20/2004 -8,806.
48,232.		1117. STRYKER CORP PROPERTY TYPE: SECURITIES 50,987.					07/29/2004	10/20/2004 -2,755.
64,893.		1350. TARGET CORP PROPERTY TYPE: SECURITIES 60,270.					05/05/2004	10/20/2004 4,623.
168,241.		3500. TARGET CORP PROPERTY TYPE: SECURITIES 154,372.					05/06/2004	10/20/2004 13,869.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
139,400.		2900. TARGET CORP COM PROPERTY TYPE: SECURITIES 127,825.					05/07/2004	10/20/2004
							11,575.	
124,979.		2600. TARGET CORP COM PROPERTY TYPE: SECURITIES 112,210.					05/14/2004	10/20/2004
							12,769.	
53,221.		6070. TELLABS INC COM PROPERTY TYPE: SECURITIES 56,366.					03/12/2004	10/20/2004
							-3,145.	
15,782.		1800. TELLABS INC COM PROPERTY TYPE: SECURITIES 16,563.					03/17/2004	10/20/2004
							-781.	
43,839.		5000. TELLABS INC COM PROPERTY TYPE: SECURITIES 45,598.					03/16/2004	10/20/2004
							-1,759.	
58,744.		6700. TELLABS INC COM PROPERTY TYPE: SECURITIES 61,039.					03/15/2004	10/20/2004
							-2,295.	
70,142.		8000. TELLABS INC COM PROPERTY TYPE: SECURITIES 72,271.					03/18/2004	10/20/2004
							-2,129.	
36,825.		4200. TELLABS INC COM PROPERTY TYPE: SECURITIES 36,858.					03/19/2004	10/20/2004
							-33.	
28,320.		3230. TELLABS INC COM PROPERTY TYPE: SECURITIES 25,969.					05/20/2004	10/20/2004
							2,351.	
102,499.		6300. TIME WARNER INC COM PROPERTY TYPE: SECURITIES 108,827.					03/08/2004	10/20/2004
							-6,328.	
169,204.		10400. TIME WARNER INC COM PROPERTY TYPE: SECURITIES 177,969.					03/09/2004	10/20/2004
							-8,765.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
87,693.		5390. TIME WARNER INC COM PROPERTY TYPE: SECURITIES 89,370.					09/24/2004	10/20/2004
						-1,677.		
109,198.		3891. US BANCORP COM PROPERTY TYPE: SECURITIES 116,779.					09/07/2004	10/20/2004
						-7,581.		
131,594.		4689. US BANCORP COM PROPERTY TYPE: SECURITIES 140,210.					09/08/2004	10/20/2004
						-8,616.		
162,076.		2090. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES 146,069.					10/24/2003	10/20/2004
						16,007.		
178,361.		2300. UNITED PARCEL SVC INC CL B PROPERTY TYPE: SECURITIES 159,265.					10/23/2003	10/20/2004
						19,096.		
23,373.		1150. VERITAS SOFTWARE CORP COM PROPERTY TYPE: SECURITIES 44,968.					01/08/2004	10/20/2004
						-21,595.		
113,815.		5600. VERITAS SOFTWARE CORP COM PROPERTY TYPE: SECURITIES 218,150.					01/06/2004	10/20/2004
						-104,335.		
149,315.		4130. WALGREEN CO COM PROPERTY TYPE: SECURITIES 152,854.					12/09/2003	10/20/2004
						-3,539.		
115,692.		3200. WALGREEN CO COM PROPERTY TYPE: SECURITIES 116,336.					12/08/2003	10/20/2004
						-644.		
135,525.		2310. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 136,061.					09/24/2004	10/20/2004
						-536.		
309,184.		5270. WELLS FARGO & CO NEW COM PROPERTY TYPE: SECURITIES 299,037.					05/05/2004	10/20/2004
						10,147.		

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
62,180.		2840. AMDOCS LTD COM SEDOL #225690 PROPERTY TYPE: SECURITIES 75,146.					07/09/2003	10/20/2004 -12,966.
94,146.		4300. AMDOCS LTD COM SEDOL #225690 PROPERTY TYPE: SECURITIES 103,021.					07/17/2003	10/20/2004 -8,875.
83,199.		3800. AMDOCS LTD COM SEDOL #225690 PROPERTY TYPE: SECURITIES 83,259.					07/28/2003	10/20/2004 -60.
4,000.		324.6753 STI CLASSIC LARGE CAP VA PROPERTY TYPE: SECURITIES 3,744.					10/22/2004	11/30/2004 256.
14.		.223 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 8.					04/03/2000	12/09/2004 6.
5,000.		397.7725 STI CLASSIC LARGE CAP VA PROPERTY TYPE: SECURITIES 4,586.					10/22/2004	12/15/2004 414.
104,990.		1673.1883 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 59,099.					04/03/2000	12/16/2004 45,891.
590.		9.4014 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 259.					09/12/2000	12/16/2004 331.
712.		11.3428 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 260.					12/12/2000	12/16/2004 452.
729.		11.6144 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 261.					03/13/2001	12/16/2004 468.
744.		11.8614 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 259.					06/13/2000	12/16/2004 485.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
790.		12.5917 JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 225.					03/07/2000	12/16/2004
					565.			
7,000.		329.5669 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 6,163.					03/03/2004	12/16/2004
					837.			
227,570.		11384.1777 STI CLASSIC FD-SM CAP GR PROPERTY TYPE: SECURITIES 241,800.					03/03/2004	03/31/2005
					-14,230.			
219,208.		10965.9068 STI CLASSIC FD-SM CAP GR PROPERTY TYPE: SECURITIES 223,485.					12/21/2004	03/31/2005
					-4,277.			
53,222.		2662.4218 STI CLASSIC FD-SM CAP GR PROPERTY TYPE: SECURITIES 54,260.					12/21/2004	03/31/2005
					-1,038.			
3,016.		151.8778 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 3,057.					03/22/2005	03/31/2005
					-41.			
654.		32.9294 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 657.					12/23/2004	03/31/2005
					-3.			
28,494.		1434.7468 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 28,279.					12/21/2004	03/31/2005
					215.			
208,427.		10494.8361 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 206,853.					12/21/2004	03/31/2005
					1,574.			
259,408.		13061.8435 STI CLASSIC FUNDS SMAL PROPERTY TYPE: SECURITIES 244,256.					03/03/2004	03/31/2005
					15,152.			
48,508.		700. ISHARES TR S&P MID CAP 400 B PROPERTY TYPE: SECURITIES 40,002.					05/01/2002	06/28/2005
					8,506.			

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
53,078.		40,196.					05/01/2002	06/28/2005
							12,882.	
45,000.		44,454.					03/15/2004	06/28/2005
							546.	
50,000.		44,505.					03/15/2004	06/28/2005
							5,495.	
168,000.		163,992.					10/22/2004	06/28/2005
							4,008.	
206,000.		202,712.					03/31/2005	06/29/2005
							3,288.	
115,000.		101,971.					07/20/2004	06/29/2005
							13,029.	
119,000.		112,840.					10/28/2004	06/29/2005
							6,160.	
							01/01/2005	06/30/2005
							30,030.	
								06/30/2005
							34,952.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- 96,045. =====	

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

NAME AND ADDRESS -----	DATE ----	DIRECT PUBLIC SUPPORT -----
J. LEE DOCKERY P O BOX 620005 ORLANDO, FL 32862	05/23/2005	250.
TOTAL CONTRIBUTION AMOUNTS		----- 250. =====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS & INTEREST	1,046,992.	665,098.
	-----	-----
TOTAL	1,046,992.	665,098.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CL. ACTION PROCEEDS LIGHTHOUSE DIV FUND	3,564.	522,901.
	-----	-----
TOTALS	3,564.	522,901.
	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
AKERMAN, SENTERFIT EDISON	34,182.	-----	-----	34,182.
TOTALS	34,182.	NONE	NONE	34,182.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP	400.			400.
TOTALS	400.	NONE	NONE	400.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DEDUCTIONS AGAINST K-1 PORTFOLIO INCOME		262,923.
TOTALS		262,923.
	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ESTIMATES	26,497.	
2004 BALANCE DUE	66,128.	
FOREIGN TAX		6,072.
TOTALS	----- 92,625. =====	----- 6,072. =====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
MEMBERSHIP DUES	400.	400.
DIRECTORS INSURANCE	1,625.	1,625.
ADMINISTRATION	1,412.	1,412.
TOTALS	----- 3,437. =====	----- 3,437. =====

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	24,959,984.	4,515,395.	5,746,859.
TOTALS	----- 24,959,984. =====	----- 4,515,395. =====	----- 5,746,859. =====

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	22,561,193.	41,438,080.	45,463,798.
TOTALS	22,561,193.	41,438,080.	45,463,798.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

STI CLASSIC PRIME QUALITY

687.

TOTAL

687.

OTHER STATES WHERE THE FOUNDATION IS REGISTERED
=====

FL

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

=====

NAME AND ADDRESS -----	DATE ----	DIRECT PUBLIC SUPPORT -----
J. LEE DOCKERY P O BOX 620005 ORLANDO, FL 32862	05/23/2005	250.
TOTAL CONTRIBUTION AMOUNTS		----- 250. =====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

NAME AND ADDRESS -----	TITLE AND TIME DEVOTED TO POSITION -----	COMPENSATION -----
SUNTRUST BANK P.O. BOX 620005 ORLANDO, FL 32862,	TRUSTEE VAR	88,417.
DR. MICHAEL DOCKERY, C/O SUNTRUST BANK, PO BOX 620005 ORLANDO, FL 32862	TRUSTEE VAR	50,000.
DR. J. LEE DOCKERY C/O SUNTRUST BANK, PO BOX 620005 ORLANDO,, FL 32862	TRUSTEE VAR	40,000.
DR. NINA ELLENBOGEN RAIM C/O SUNTRUST BANK, PO BOX 620005 ORLANDO,, FL 32862	TRUSTEE VAR	40,000.
	GRAND TOTALS	----- 218,417. =====

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS
=====

TERESA BORCHECK, C/O SUNTRUST BANK
PO BOX 620005
ORLANDO, FL 32862
407-237-5907

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS
=====

THE SPECIFIC PURPOSE FOR WHICH THE FOUNDATION WAS ESTABLISHED IS TO PROVIDE SUPPORT FOR MEDICAL RESEARCH OF THE BRAIN TO ACCOMPLISH ALLEVIATION OF MEMORY LOSS OF THE AGING, INCLUDING MAKING GRANTS TO CHARITABLE ORGANIZATIONS INVOLVED IN SUCH RESEARCH.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF MIAMI MIAMI, FL	NONE N/A	GENERAL CHARITABLE PURPOSES	875,000.
UNIVERSITY OF ALABAMA	NONE N/A	GENERAL CHARITABLE	2,000,000.
TOTAL CONTRIBUTIONS PAID			2,875,000.

**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

2004

Department of the Treasury
Internal Revenue Service

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

Name of estate or trust

Employer identification number

MCKNIGHT BRAIN RESEARCH FOUNDATION 52-5511641

65-6301255

Note: Form 5227 filers need to complete **only Parts I and II.**

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example, 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see page 33)	(f) Gain or (Loss) for the entire year (col. (d) less col. (e))
1 SEE STATEMENT 9			19,976,502.	21,218,969.	-1,212,437.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2003 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1 through 4 in column (f) Enter here and on line 13, column (3) below					5 -1,212,437.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example, 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr)	(c) Date sold (mo., day, yr)	(d) Sales price	(e) Cost or other basis (see page 33)	(f) Gain or (Loss) for the entire year (col. (d) less col. (e))
6 LONG-TERM CAPITAL GAIN DIVIDENDS SEE STATEMENT 14		STMT 15	18,387,840.	17,558,570.	864,222.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2003 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6 through 11 in column (f) Enter here and on line 14a, column (3) below					12 1,308,482.

Part III Summary of Parts I and II

Caution: Read the instructions **before** completing this part.

	(1) Beneficiaries' (see page 34)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)			-1,212,437.
14 Net long-term gain or (loss):			1,308,482.
a Total for year			
b Unrecaptured section 1250 gain (see line 18 of the worksheet on page 34)			
c 28% rate gain or (loss)			
15 Total net gain or (loss). Combine lines 13 and 14a			96,045.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4. If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2004

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4, the **smaller** of
 a The loss on line 15, column (3) or
 b \$3,000

	16
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*If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22, is a loss, complete the **Capital Loss Carryover Worksheet** on page 36 of the instructions to determine your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates (Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22 is more than zero.)

Note: If line 14b, column (2) or line 14c, column (2) is more than zero, complete the worksheet on page 37 of the instructions and skip Part V. Otherwise, go to line 17.

17 Enter taxable income from Form 1041, line 22	17			
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18			
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2)	19			
20 Add lines 18 and 19	20			
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21			
22 Subtract line 21 from line 20. If zero or less, enter -0-	22			
23 Subtract line 22 from line 17. If zero or less, enter -0-	23			
24 Enter the smaller of the amount on line 17 or \$1,950	24			
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 through 27, go to line 28 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25			
26 Subtract line 25 from line 24	26			
27 Multiply line 26 by 5% (.05)	27			
28 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 28 through 31, go to line 32. <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	28			
29 Enter the amount from line 26 (If line 26 is blank, enter -0-)	29			
30 Subtract line 29 from line 28	30			
31 Multiply line 30 by 15% (.15)	31			
32 Figure the tax on the amount on line 23. Use the 2004 Tax Rate Schedule on page 22 of the instructions	32			
33 Add lines 27, 31, and 32	33			
34 Figure the tax on the amount on line 17. Use the 2004 Tax Rate Schedule on page 22 of the instructions	34			
35 Tax on all taxable income. Enter the smaller of line 33 or line 34 here and on line 1a of Schedule G, Form 1041	35			

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
892. AMERICAN POWER CONVERSION COM ST	03/05/2004	07/07/2004	16,923.	20,709.	-3,786.
6145.2429 STI CLASSIC FD-INTL EQ INDX	12/22/2003	07/08/2004	69,933.	65,017.	4,916.
4723.2098 STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	03/03/2004	07/21/2004	93,000.	100,321.	-7,321.
5491.4882 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	03/03/2004	07/21/2004	100,000.	102,691.	-2,691.
490. AGILENT TECHNOLOGIES INC	02/25/2004	07/23/2004	11,613.	16,536.	-4,923.
200. AMERICAN INTERNATIONAL GROUP COMMON	08/11/2003	07/23/2004	13,730.	12,619.	1,111.
490. APPLIED MATERIALS COM STK	04/13/2004	07/23/2004	8,051.	11,045.	-2,994.
250. AVON PRODS INC COM	08/01/2003	07/23/2004	10,795.	7,909.	2,886.
230. BANK NEW YORK INC COM	01/16/2004	07/23/2004	6,479.	7,881.	-1,402.
270. BOSTON SCIENTIFIC CORP	12/18/2003	07/23/2004	8,872.	9,550.	-678.
110. CDW CORP COM	04/14/2004	07/23/2004	6,857.	7,584.	-727.
100. CHUBB CORP COM	03/08/2004	07/23/2004	6,431.	7,370.	-939.
430. CISCO SYSTEMS COM STK	05/19/2004	07/23/2004	8,982.	9,214.	-232.
250. CITIGROUP INC COM	04/22/2004	07/23/2004	11,127.	12,276.	-1,149.
170. COX COMMUNICATIONS, INC CLASS A	08/01/2003	07/23/2004	4,699.	5,459.	-760.
170. DEERE & CO COM	09/24/2003	07/23/2004	10,535.	9,270.	1,265.
180. DELL INC COM	09/11/2003	07/23/2004	6,314.	6,008.	30.
520. WALT DISNEY CO	03/15/2004	07/23/2004	11,949.	13,208.	-1,259.
130. DOVER CORP COM	06/09/2004	07/23/2004	5,058.	5,424.	-366.
130. EMERSON ELEC CO COM	03/08/2004	07/23/2004	7,726.	8,256.	-530.
410. EXXON MOBIL CORP	02/05/2004	07/23/2004	18,556.	16,633.	1,923.
70. GENERAL DYNAMICS CORP COM	09/11/2003	07/23/2004	6,805.	5,924.	881.
300. GENERAL ELEC CO COM	06/24/2004	07/23/2004	9,792.	9,968.	-176.
310. GILLETTE CO COM	12/23/2003	07/23/2004	12,260.	11,286.	974.
140. GOLDMAN SACHS GROUP INC	03/15/2004	07/23/2004	12,254.	14,605.	-2,351.
210. HOME DEPOT INC COM	10/08/2003	07/23/2004	6,957.	7,233.	-276.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
70. ILLINOIS TOOL WKS INC COM	06/09/2004	07/23/2004	6,046.	6,632.	-586.
8.5571 JOHNSON & JOHNSON COM	06/08/2004	07/23/2004	476.	488.	-12.
7.7477 JOHNSON & JOHNSON COM	03/09/2004	07/23/2004	431.	409.	22.
190. KLA INSTRUMENTS CORP COM	04/13/2004	07/23/2004	7,370.	10,021.	-2,651.
110. KIMBERLY CLARK CORP COM	02/25/2004	07/23/2004	7,075.	7,127.	-52.
200. KOHL'S CORP COM STK	03/02/2004	07/23/2004	8,634.	10,137.	-1,503.
110. L-3 COMMUNICATION HOLDINGS INC COM	08/11/2003	07/23/2004	6,488.	5,261.	1,227.
110. LEXMARK INTL GROUP CL A	05/21/2004	07/23/2004	9,434.	10,179.	-745.
120. MGIC INVT CORP WIS COM	04/26/2004	07/23/2004	8,467.	8,966.	-499.
180. MEDTRONIC INC COMMON STOCK	07/20/2004	07/23/2004	8,807.	9,028.	-221.
250. MICROCHIP TECHNOLOGY INC	05/07/2004	07/23/2004	6,885.	7,838.	-953.
160. NORTHROP GRUMMAN CORP COM	01/16/2004	07/23/2004	8,472.	7,998.	474.
200. PARKER HANNIFIN CORP COM	04/22/2004	07/23/2004	11,095.	11,672.	-577.
310. PEOPLESOFT INC COM	02/25/2004	07/23/2004	5,474.	6,924.	-1,450.
100. ST JUDE MED INC COM	05/19/2004	07/23/2004	6,676.	7,491.	-815.
440. SOUTHWEST AIRLS CO COM	01/23/2004	07/23/2004	6,302.	6,877.	-575.
240. STAPLES INC COM	04/19/2004	07/23/2004	6,758.	6,498.	260.
270. STATE STREET CORP COM	10/16/2003	07/23/2004	11,469.	14,376.	-2,907.
250. TARGET CORP COM	05/05/2004	07/23/2004	10,995.	11,161.	-166.
830. TELLABS INC COM	03/12/2004	07/23/2004	6,661.	7,707.	-1,046.
140. TIFFANY & CO NEW COM	04/14/2004	07/23/2004	4,831.	5,290.	-459.
400. TIME WARNER INC COM	03/08/2004	07/23/2004	6,780.	6,910.	-130.
110. UNITED PARCEL SVC INC CL B	10/24/2003	07/23/2004	7,869.	7,688.	181.
300. WALMART STORES INC COM	09/11/2003	07/23/2004	16,020.	17,309.	-1,289.
170. WALGREEN CO COM	12/09/2003	07/23/2004	6,142.	6,292.	-150.
130. WELLS FARGO & CO NEW COM	05/05/2004	07/23/2004	7,372.	7,377.	-5.
170. WENDYS INTL INC COM	11/06/2003	07/23/2004	6,067.	6,614.	-547.
120. ZIONS BANCORP COM	08/01/2003	07/23/2004	7,271.	6,719.	552.
300. XL CAPITAL LTD CL A COM	06/16/2004	07/23/2004	20,768.	23,381.	-2,613.
820. AVON PRODS INC COM	08/01/2003	07/29/2004	35,326.	25,941.	9,385.
508. AMERICAN POWER CONVERSION COM ST	03/05/2004	07/30/2004	7,634.	11,794.	-4,160.
2200. AMERICAN POWER CONVERSION COM ST	03/04/2004	07/30/2004	33,059.	50,489.	-17,430.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
5700. AMERICAN POWER CONVERSION COM ST	03/03/2004	07/30/2004	85,652.	129,323.	-43,671.
4000. AMERICAN POWER CONVERSION COM ST	03/02/2004	07/30/2004	60,107.	90,217.	-30,110.
780. AVON PRODS INC COM	08/01/2003	07/30/2004	33,492.	24,676.	8,816.
460. GENERAL DYNAMICS CORP COM	09/11/2003	07/30/2004	45,778.	38,932.	6,846.
1760. PARKER HANNIFIN CORP COM	04/22/2004	07/30/2004	100,512.	102,716.	-2,204.
800. VERITAS SOFTWARE CORP COM	01/09/2004	07/30/2004	15,183.	31,569.	-16,386.
3700. VERITAS SOFTWARE CORP COM	01/07/2004	07/30/2004	70,223.	144,744.	-74,521.
2050. VERITAS SOFTWARE CORP COM	01/08/2004	07/30/2004	38,907.	80,161.	-41,254.
3230. KLA INSTRUMENTS CORP COM	04/13/2004	08/02/2004	131,853.	170,353.	-38,500.
3351. WALMART STORES INC COM	09/11/2003	08/05/2004	175,296.	193,337.	-18,041.
5349. WALMART STORES INC COM	09/11/2003	08/06/2004	275,907.	308,612.	-32,705.
1180. KLA INSTRUMENTS CORP COM	04/13/2004	08/10/2004	45,445.	62,234.	-16,789.
1000. KLA INSTRUMENTS CORP COM	04/16/2004	08/10/2004	38,513.	49,550.	-11,037.
2390. KLA INSTRUMENTS CORP COM	05/19/2004	08/10/2004	92,046.	107,711.	-15,665.
2816. TIFFANY & CO NEW COM	04/14/2004	08/17/2004	83,949.	106,397.	-22,448.
44. TIFFANY & CO NEW COM	04/14/2004	08/18/2004	1,318.	1,662.	-344.
1771. TIFFANY & CO NEW COM	04/13/2004	08/18/2004	53,053.	66,562.	-13,509.
1229. TIFFANY & CO NEW COM	04/13/2004	08/20/2004	36,202.	46,191.	-9,989.
874. XL CAPITAL LTD CL A COM	06/16/2004	09/02/2004	61,352.	68,116.	-6,764.
1415. XL CAPITAL LTD CL A COM	06/15/2004	09/02/2004	99,329.	109,904.	-10,575.
414. XL CAPITAL LTD CL A COM	06/17/2004	09/02/2004	29,062.	32,099.	-3,037.
635. XL CAPITAL LTD CL A COM	06/10/2004	09/02/2004	44,575.	48,469.	-3,894.
822. XL CAPITAL LTD CL A COM	06/09/2004	09/02/2004	57,702.	62,440.	-4,738.
770. GENERAL DYNAMICS CORP COM	09/11/2003	09/03/2004	75,485.	65,169.	10,316.
1007. GENERAL DYNAMICS CORP COM	09/12/2003	09/03/2004	98,719.	84,389.	14,330.
793. GENERAL DYNAMICS CORP COM	09/12/2003	09/07/2004	77,958.	66,456.	11,502.
6390. PEOPLESOFT INC COM	02/25/2004	09/14/2004	125,921.	142,724.	-16,803.
400. PEOPLESOFT INC COM	02/25/2004	09/15/2004	7,871.	8,934.	-1,063.
6200. PEOPLESOFT INC COM	02/24/2004	09/15/2004	122,004.	136,881.	-14,877.
530. WENDYS INTL INC COM	11/06/2003	09/22/2004	17,834.	20,619.	-2,785.
1030. WENDYS INTL INC COM	11/05/2003	09/22/2004	34,659.	39,825.	-5,166.
1530. STATE STREET CORP COM	10/16/2003	09/23/2004	65,313.	81,466.	-16,153.
600. STATE STREET CORP COM	10/17/2003	09/23/2004	25,613.	31,841.	-6,228.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
3500. STATE STREET CORP COM	10/31/2003	09/23/2004	149,409.	183,367.	-33,958.
2700. STATE STREET CORP COM	10/15/2003	09/23/2004	115,258.	141,407.	-26,149.
2900. STATE STREET CORP COM	11/06/2003	09/23/2004	123,796.	146,632.	-22,836.
7433.1021 STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	03/03/2004	09/24/2004	150,000.	157,879.	-7,879.
71.5118 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	09/21/2004	09/24/2004	1,357.	1,365.	-8.
7835.7101 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	03/03/2004	09/24/2004	148,643.	146,528.	2,115.
1976. WENDYS INTL INC COM	11/05/2003	09/27/2004	65,157.	76,402.	-11,245.
1294. WENDYS INTL INC COM	11/05/2003	09/29/2004	42,887.	50,032.	-7,145.
2100. WENDYS INTL INC COM	11/04/2003	09/29/2004	69,601.	78,802.	-9,201.
954. AGILENT TECHNOLOGIES INC	02/25/2004	10/08/2004	21,621.	32,194.	-10,573.
2956. AGILENT TECHNOLOGIES INC	02/25/2004	10/12/2004	64,263.	99,756.	-35,493.
3500. AGILENT TECHNOLOGIES INC	01/13/2004	10/12/2004	76,089.	112,739.	-36,650.
7000. AGILENT TECHNOLOGIES INC	01/14/2004	10/12/2004	152,178.	224,996.	-72,818.
900. AGILENT TECHNOLOGIES INC	01/09/2004	10/12/2004	19,566.	28,875.	-9,309.
800. AGILENT TECHNOLOGIES INC	01/12/2004	10/12/2004	17,392.	25,441.	-8,049.
4600. AGILENT TECHNOLOGIES INC	01/08/2004	10/12/2004	100,003.	144,387.	-44,384.
1500. AIR PROD & CHEMS INC COM	09/13/2004	10/20/2004	78,885.	79,574.	-689.
1307. AIR PROD & CHEMS INC COM	07/30/2004	10/20/2004	68,735.	67,642.	1,093.
1702. AIR PROD & CHEMS INC COM	08/03/2004	10/20/2004	89,508.	88,028.	1,480.
1310. AIR PROD & CHEMS INC COM	08/02/2004	10/20/2004	68,893.	67,643.	1,250.
871. AIR PROD & CHEMS INC COM	07/29/2004	10/20/2004	45,806.	44,964.	842.
8010. APPLIED MATERIALS COM STK	04/13/2004	10/20/2004	128,481.	180,544.	-52,063.
1600. APPLIED MATERIALS COM STK	04/14/2004	10/20/2004	25,664.	35,917.	-10,253.
1000. APPLIED MATERIALS COM STK	04/16/2004	10/20/2004	16,040.	20,764.	-4,724.
6870. APPLIED MATERIALS COM STK	05/19/2004	10/20/2004	110,195.	131,186.	-20,991.
2940. APPLIED MATERIALS COM STK	05/17/2004	10/20/2004	47,158.	54,351.	-7,193.
1270. BANK NEW YORK INC COM	01/16/2004	10/20/2004	39,630.	43,517.	-3,887.
2700. BANK NEW YORK INC COM	01/20/2004	10/20/2004	84,253.	92,515.	-8,262.
2300. BANK NEW YORK INC COM	01/15/2004	10/20/2004	71,771.	78,194.	-6,423.
1100. BANK NEW YORK INC COM	01/21/2004	10/20/2004	34,325.	37,171.	-2,846.
2400. BANK NEW YORK INC COM	01/14/2004	10/20/2004	74,891.	80,302.	-5,411.
1730. BOSTON SCIENTIFIC CORP	12/18/2003	10/20/2004	62,110.	61,189.	921.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
3200. BOSTON SCIENTIFIC CORP	12/19/2003	10/20/2004	114,886.	112,625.	2,261.
1600. BOSTON SCIENTIFIC CORP	12/17/2003	10/20/2004	57,443.	56,104.	1,339.
5000. BOSTON SCIENTIFIC CORP	12/23/2003	10/20/2004	179,510.	171,246.	8,264.
2330. BOSTON SCIENTIFIC CORP	08/19/2004	10/20/2004	83,652.	79,010.	4,642.
2690. CDW CORP COM	04/14/2004	10/20/2004	158,926.	185,462.	-26,536.
600. CDW CORP COM	04/13/2004	10/20/2004	35,448.	41,249.	-5,801.
1200. CDW CORP COM	04/16/2004	10/20/2004	70,896.	80,458.	-9,562.
3707. CADENCE DESIGN SYS INC COM	08/17/2004	10/20/2004	44,520.	46,449.	-1,929.
7605. CADENCE DESIGN SYS INC COM	08/11/2004	10/20/2004	91,334.	93,506.	-2,172.
3818. CADENCE DESIGN SYS INC COM	08/19/2004	10/20/2004	45,853.	45,289.	564.
200. CHUBB CORP COM	03/08/2004	10/20/2004	12,951.	14,740.	-1,789.
1000. CHUBB CORP COM	03/05/2004	10/20/2004	64,752.	73,628.	-8,876.
700. CHUBB CORP COM	03/09/2004	10/20/2004	45,327.	51,455.	-6,128.
600. CHUBB CORP COM	03/04/2004	10/20/2004	38,851.	43,836.	-4,985.
400. CHUBB CORP COM	03/03/2004	10/20/2004	25,901.	29,055.	-3,154.
1100. CHUBB CORP COM	03/02/2004	10/20/2004	71,228.	78,078.	-6,850.
5450. CISCO SYSTEMS COM STK	05/19/2004	10/20/2004	99,851.	116,782.	-16,931.
750. CITIGROUP INC COM	04/22/2004	10/20/2004	32,362.	36,829.	-4,467.
300. CITIGROUP INC COM	11/05/2003	10/20/2004	12,945.	14,525.	-1,580.
4300. CITIGROUP INC COM	11/04/2003	10/20/2004	185,541.	207,844.	-22,303.
3400. CITIGROUP INC COM	11/10/2003	10/20/2004	146,707.	163,744.	-17,037.
1600. CITIGROUP INC COM	11/12/2003	10/20/2004	69,038.	76,096.	-7,058.
817. COMERICA INC COM	08/03/2004	10/20/2004	48,047.	47,839.	208.
409. COMERICA INC COM	08/02/2004	10/20/2004	24,053.	23,866.	187.
2361. COMERICA INC COM	07/26/2004	10/20/2004	138,848.	137,218.	1,630.
1123. COMERICA INC COM	07/28/2004	10/20/2004	66,043.	64,986.	1,057.
4616. COMPUTER SCIENCES CORP COM					
COM	09/15/2004	10/20/2004	222,024.	221,454.	570.
934. COMPUTER SCIENCES CORP COM					
COM	09/07/2004	10/20/2004	44,924.	44,041.	883.
4580. WALT DISNEY CO	03/15/2004	10/20/2004	113,444.	116,331.	-2,887.
7000. WALT DISNEY CO	03/12/2004	10/20/2004	173,386.	175,953.	-2,567.
5280. DOVER CORP COM	06/09/2004	10/20/2004	196,106.	220,285.	-24,179.
3548. DUKE ENERGY CORPORATION	08/11/2004	10/20/2004	82,905.	79,614.	3,291.
3983. DUKE ENERGY CORPORATION	08/10/2004	10/20/2004	93,069.	89,187.	3,882.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
3409. DUKE ENERGY CORPORATION	08/12/2004	10/20/2004	79,657.	76,047.	3,610.
2570. EMERSON ELEC CO COM	03/08/2004	10/20/2004	158,898.	163,207.	-4,309.
1600. EMERSON ELEC CO COM	03/09/2004	10/20/2004	98,925.	101,484.	-2,559.
1300. EMERSON ELEC CO COM	03/10/2004	10/20/2004	80,376.	82,054.	-1,678.
590. EXXON MOBIL CORP	02/05/2004	10/20/2004	28,715.	23,935.	4,780.
2422. FED HOME LOAN MTG CORP COM	08/12/2004	10/20/2004	156,412.	159,149.	-2,737.
1308. FED HOME LOAN MTG CORP COM	08/11/2004	10/20/2004	84,470.	85,759.	-1,289.
810. FED HOME LOAN MTG CORP COM	09/24/2004	10/20/2004	52,310.	52,635.	-325.
2330. FED HOME LOAN MTG CORP COM	09/23/2004	10/20/2004	150,471.	147,824.	2,647.
7920. GENERAL ELEC CO COM	06/24/2004	10/20/2004	262,542.	263,163.	-621.
4470. GENERAL ELEC CO COM	06/28/2004	10/20/2004	148,177.	145,460.	2,717.
3590. GILLETTE CO COM	12/23/2003	10/20/2004	142,001.	130,696.	11,305.
1460. GOLDMAN SACHS GROUP INC	03/15/2004	10/20/2004	134,620.	152,307.	-17,687.
1300. GOLDMAN SACHS GROUP INC	03/12/2004	10/20/2004	119,867.	135,244.	-15,377.
2900. GOLDMAN SACHS GROUP INC	02/04/2004	10/20/2004	267,396.	291,855.	-24,459.
5850. HARLEY DAVIDSON INC COM	10/07/2004	10/20/2004	327,795.	352,042.	-24,247.
2830. ILLINOIS TOOL WKS INC COM	06/09/2004	10/20/2004	252,147.	268,120.	-15,973.
8.456 JOHNSON & JOHNSON COM	09/07/2004	10/20/2004	485.	491.	-6.
990. KIMBERLY CLARK CORP COM	02/25/2004	10/20/2004	62,072.	64,139.	-2,067.
3400. KIMBERLY CLARK CORP COM	02/24/2004	10/20/2004	213,175.	215,957.	-2,782.
5100. KOHL'S CORP COM STK	03/02/2004	10/20/2004	258,309.	258,481.	-172.
400. KOHL'S CORP COM STK	03/03/2004	10/20/2004	20,260.	20,222.	38.
2650. KOHL'S CORP COM STK	08/05/2004	10/20/2004	134,219.	121,043.	13,176.
510. LEXMARK INTL GROUP CL A	05/21/2004	10/20/2004	40,647.	47,193.	-6,546.
1200. LEXMARK INTL GROUP CL A	03/22/2004	10/20/2004	95,640.	105,334.	-9,694.
1000. LEXMARK INTL GROUP CL A	03/15/2004	10/20/2004	79,700.	86,906.	-7,206.
1200. LEXMARK INTL GROUP CL A	03/12/2004	10/20/2004	95,640.	102,779.	-7,139.
880. LEXMARK INTL GROUP CL A	07/19/2004	10/20/2004	70,136.	74,938.	-4,802.
1680. MGIC INVT CORP WIS COM	04/26/2004	10/20/2004	102,343.	125,520.	-23,177.
400. MGIC INVT CORP WIS COM	04/23/2004	10/20/2004	24,367.	29,785.	-5,418.
900. MGIC INVT CORP WIS COM	04/22/2004	10/20/2004	54,827.	66,177.	-11,350.
1200. MGIC INVT CORP WIS COM	04/20/2004	10/20/2004	73,102.	85,598.	-12,496.
1000. MGIC INVT CORP WIS COM	04/21/2004	10/20/2004	60,919.	71,290.	-10,371.
300. MGIC INVT CORP WIS COM	09/13/2004	10/20/2004	18,276.	19,287.	-1,011.
3170. MARRIOTT INTERNATIONAL INC					
Totals	CL A				

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
	09/20/2004	10/20/2004	169,528.	159,134.	10,394.
491. MARRIOTT INTERNATIONAL INC CL A	05/24/2004	10/20/2004	26,258.	23,919.	2,339.
153. MARRIOTT INTERNATIONAL INC CL A	05/21/2004	10/20/2004	8,182.	7,422.	760.
3052. MARRIOTT INTERNATIONAL INC CL A	05/19/2004	10/20/2004	163,217.	146,678.	16,539.
3034. MARRIOTT INTERNATIONAL INC CL A	05/20/2004	10/20/2004	162,255.	145,172.	17,083.
2030. MEDTRONIC INC COMMON STOCK	07/20/2004	10/20/2004	102,210.	101,810.	400.
5640. MEDTRONIC INC COMMON STOCK	07/19/2004	10/20/2004	283,971.	282,217.	1,754.
2270. MEDTRONIC INC COMMON STOCK	08/19/2004	10/20/2004	114,293.	110,424.	3,869.
2450. MICROCHIP TECHNOLOGY INC	05/07/2004	10/20/2004	69,637.	76,812.	-7,175.
1970. MICROCHIP TECHNOLOGY INC	05/26/2004	10/20/2004	55,994.	61,295.	-5,301.
2700. MICROCHIP TECHNOLOGY INC	05/06/2004	10/20/2004	76,743.	81,897.	-5,154.
3200. MICROCHIP TECHNOLOGY INC	05/05/2004	10/20/2004	90,954.	96,499.	-5,545.
2840. NORTHROP GRUMMAN CORP COM	01/16/2004	10/20/2004	141,773.	141,963.	-190.
2200. NORTHROP GRUMMAN CORP COM	01/15/2004	10/20/2004	109,824.	108,834.	990.
1800. NORTHROP GRUMMAN CORP COM	01/14/2004	10/20/2004	89,856.	88,867.	989.
1140. PARKER HANNIFIN CORP COM	04/22/2004	10/20/2004	77,967.	66,532.	11,435.
420. PARKER HANNIFIN CORP COM	06/04/2004	10/20/2004	28,725.	24,098.	4,627.
900. PARKER HANNIFIN CORP COM	11/06/2003	10/20/2004	61,553.	48,982.	12,571.
1200. PARKER HANNIFIN CORP COM	11/11/2003	10/20/2004	82,071.	64,709.	17,362.
1600. PARKER HANNIFIN CORP COM	11/10/2003	10/20/2004	109,428.	85,920.	23,508.
900. PARKER HANNIFIN CORP COM	11/05/2003	10/20/2004	61,553.	47,319.	14,234.
500. PARKER HANNIFIN CORP COM	11/04/2003	10/20/2004	34,196.	26,136.	8,060.
2000. PFIZER INC COM	09/29/2004	10/20/2004	56,947.	60,660.	-3,713.
2440. RAYTHEON CO COM NEW	09/20/2004	10/20/2004	86,871.	89,792.	-2,921.
2687. RAYTHEON CO COM NEW	09/14/2004	10/20/2004	95,664.	97,373.	-1,709.
2033. RAYTHEON CO COM NEW	09/02/2004	10/20/2004	72,380.	71,511.	869.
1820. SLM CORP COM	10/14/2004	10/20/2004	78,414.	81,372.	-2,958.
4807. SLM CORP COM	09/20/2004	10/20/2004	207,107.	206,253.	854.
1299. ST JUDE MED INC COM	05/19/2004	10/20/2004	96,500.	97,305.	-805.
1258. ST JUDE MED INC COM	05/21/2004	10/20/2004	93,455.	93,833.	-378.
1653. ST JUDE MED INC COM	05/20/2004	10/20/2004	122,798.	122,823.	-25.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
8860. SOUTHWEST AIRLS CO COM	01/23/2004	10/20/2004	125,036.	138,470.	-13,434.
9500. SOUTHWEST AIRLS CO COM	01/26/2004	10/20/2004	134,068.	147,312.	-13,244.
6160. STAPLES INC COM	04/19/2004	10/20/2004	176,257.	166,794.	9,463.
1400. STAPLES INC COM	04/13/2004	10/20/2004	40,058.	37,548.	2,510.
1200. STAPLES INC COM	04/15/2004	10/20/2004	34,336.	31,896.	2,440.
1100. STAPLES INC COM	04/14/2004	10/20/2004	31,474.	28,911.	2,563.
640. STRYKER CORP COM	09/24/2004	10/20/2004	27,635.	31,073.	-3,438.
1760. STRYKER CORP COM	08/03/2004	10/20/2004	75,996.	84,908.	-8,912.
897. STRYKER CORP COM	08/02/2004	10/20/2004	38,732.	42,878.	-4,146.
1676. STRYKER CORP COM	07/30/2004	10/20/2004	72,369.	79,781.	-7,412.
2180. STRYKER CORP COM	09/14/2004	10/20/2004	94,132.	102,938.	-8,806.
1117. STRYKER CORP COM	07/29/2004	10/20/2004	48,232.	50,987.	-2,755.
1350. TARGET CORP COM	05/05/2004	10/20/2004	64,893.	60,270.	4,623.
3500. TARGET CORP COM	05/06/2004	10/20/2004	168,241.	154,372.	13,869.
2900. TARGET CORP COM	05/07/2004	10/20/2004	139,400.	127,825.	11,575.
2600. TARGET CORP COM	05/14/2004	10/20/2004	124,979.	112,210.	12,769.
6070. TELLABS INC COM	03/12/2004	10/20/2004	53,221.	56,366.	-3,145.
1800. TELLABS INC COM	03/17/2004	10/20/2004	15,782.	16,563.	-781.
5000. TELLABS INC COM	03/16/2004	10/20/2004	43,839.	45,598.	-1,759.
6700. TELLABS INC COM	03/15/2004	10/20/2004	58,744.	61,039.	-2,295.
8000. TELLABS INC COM	03/18/2004	10/20/2004	70,142.	72,271.	-2,129.
4200. TELLABS INC COM	03/19/2004	10/20/2004	36,825.	36,858.	-33.
3230. TELLABS INC COM	05/20/2004	10/20/2004	28,320.	25,969.	2,351.
6300. TIME WARNER INC COM	03/08/2004	10/20/2004	102,499.	108,827.	-6,328.
10400. TIME WARNER INC COM	03/09/2004	10/20/2004	169,204.	177,969.	-8,765.
5390. TIME WARNER INC COM	09/24/2004	10/20/2004	87,693.	89,370.	-1,677.
3891. US BANCORP COM	09/07/2004	10/20/2004	109,198.	116,779.	-7,581.
4689. US BANCORP COM	09/08/2004	10/20/2004	131,594.	140,210.	-8,616.
2090. UNITED PARCEL SVC INC CL B	10/24/2003	10/20/2004	162,076.	146,069.	16,007.
2300. UNITED PARCEL SVC INC CL B	10/23/2003	10/20/2004	178,361.	159,265.	19,096.
1150. VERITAS SOFTWARE CORP COM	01/08/2004	10/20/2004	23,373.	44,968.	-21,595.
5600. VERITAS SOFTWARE CORP COM	01/06/2004	10/20/2004	113,815.	218,150.	-104,335.
4130. WALGREEN CO COM	12/09/2003	10/20/2004	149,315.	152,854.	-3,539.
3200. WALGREEN CO COM	12/08/2003	10/20/2004	115,692.	116,336.	-644.
2310. WELLS FARGO & CO NEW COM	09/24/2004	10/20/2004	135,525.	136,061.	-536.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
5270. WELLS FARGO & CO NEW COM	05/05/2004	10/20/2004	309,184.	299,037.	10,147.
324.6753 STI CLASSIC LARGE CAP VALUE EQUITY FUND	10/22/2004	11/30/2004	4,000.	3,744.	256.
397.7725 STI CLASSIC LARGE CAP VALUE EQUITY FUND	10/22/2004	12/15/2004	5,000.	4,586.	414.
329.5669 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	03/03/2004	12/16/2004	7,000.	6,163.	837.
10965.9068 STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	12/21/2004	03/31/2005	219,208.	223,485.	-4,277.
2662.4218 STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	12/21/2004	03/31/2005	53,222.	54,260.	-1,038.
151.8778 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	03/22/2005	03/31/2005	3,016.	3,057.	-41.
32.9294 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	12/23/2004	03/31/2005	654.	657.	-3.
1434.7468 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	12/21/2004	03/31/2005	28,494.	28,279.	215.
10494.8361 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	12/21/2004	03/31/2005	208,427.	206,853.	1,574.
13354.531 STI CLASSIC LARGE CAP VALUE EQUITY FUND	10/22/2004	06/28/2005	168,000.	163,992.	4,008.
4832.278 FIDELITY INSTL TR U S EQUITY INDEX PORTFOLIO	03/31/2005	06/29/2005	206,000.	202,712.	3,288.
6182.796 FIDELITY ADVISOR SER VIII DIVERSIFIE	07/20/2004	06/29/2005	115,000.	101,971.	13,029.
4485.488 PRICE T ROWE GROWTH STK FD INC	10/28/2004	06/29/2005	119,000.	112,840.	6,160.
. LIGHTHOUSE DIVERSIFIED	01/01/2005	06/30/2005			30,030.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			19,976,502.	21,218,969.	-1,212,437.
Totals			19,976,502.	21,218,969.	-1,212,437.

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES					
180722.8916 STI CLASSIC FD-INTL EQ INDX	04/10/2000	07/08/2004	2,056,627.	2,700,000.	-643,373.
191082.8025 STI CLASSIC FD-INTL EQ INDX	04/18/2000	07/08/2004	2,174,522.	2,700,000.	-525,478.
21352.3132 STI CLASSIC FD-INTL EQ INDX	07/24/2000	07/08/2004	242,989.	300,000.	-57,011.
38080.7312 STI CLASSIC FD-INTL EQ INDX	09/18/2000	07/08/2004	433,359.	500,000.	-66,641.
1542.3617 STI CLASSIC FD-INTL EQ INDX	12/13/2000	07/08/2004	17,552.	19,233.	-1,681.
1715.2719 STI CLASSIC FD-INTL EQ INDX	12/13/2000	07/08/2004	19,520.	21,389.	-1,869.
2510.1829 STI CLASSIC FD-INTL EQ INDX	12/20/2000	07/08/2004	28,566.	30,198.	-1,632.
1800.4115 STI CLASSIC FD-INTL EQ INDX	03/11/2002	07/08/2004	20,489.	17,500.	2,989.
1802.2657 STI CLASSIC FD-INTL EQ INDX	03/19/2002	07/08/2004	20,510.	17,500.	3,010.
1804.1237 STI CLASSIC FD-INTL EQ INDX	03/08/2002	07/08/2004	20,531.	17,500.	3,031.
1804.1237 STI CLASSIC FD-INTL EQ INDX	03/08/2002	07/08/2004	20,531.	17,500.	3,031.
3619.4416 STI CLASSIC FD-INTL EQ INDX	03/15/2002	07/08/2004	41,189.	35,000.	6,189.
1817.2378 STI CLASSIC FD-INTL EQ INDX	03/20/2002	07/08/2004	20,680.	17,500.	3,180.
1821.0198 STI CLASSIC FD-INTL EQ INDX	03/18/2002	07/08/2004	20,723.	17,500.	3,223.
1832.4607 STI CLASSIC FD-INTL EQ INDX	03/12/2002	07/08/2004	20,853.	17,500.	3,353.
1845.9916 STI CLASSIC FD-INTL EQ INDX	03/13/2002	07/08/2004	21,007.	17,500.	3,507.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
1351.1773 STI CLASSIC FD-INTL EQ INDX	12/20/2001	07/08/2004	15,376.	12,498.	2,878.
32967.033 STI CLASSIC FD-INTL EQ INDX	03/01/2002	07/08/2004	375,165.	300,000.	75,165.
2333.5284 STI CLASSIC FD-INTL EQ INDX	12/20/2002	07/08/2004	26,556.	18,062.	8,494.
160. AFLAC INC COM	06/19/2003	07/23/2004	6,601.	5,018.	1,583.
150. AMERICAN EXPRESS CO COM	05/06/2002	07/23/2004	7,218.	6,263.	955.
200. ANADARKO PETE CORP COM	01/14/2003	07/23/2004	11,718.	9,261.	2,457.
300. BED BATH & BEYOND INC COM	12/12/2001	07/23/2004	10,476.	9,457.	1,019.
210. BIOMET INC	06/12/2003	07/23/2004	8,830.	6,372.	2,458.
160. DANAHER CORP COM	11/13/2002	07/23/2004	8,037.	4,590.	3,447.
1070. EMC CORP MASS COM	06/16/2003	07/23/2004	11,395.	11,153.	242.
510. INTEL CORP COM	02/19/2002	07/23/2004	11,648.	16,065.	-4,417.
263.6952 JOHNSON & JOHNSON COM	03/29/2001	07/23/2004	14,658.	11,583.	3,075.
260. LOWES COS INC COM	10/12/2000	07/23/2004	12,612.	4,942.	7,670.
580. MICROSOFT CORP COM	04/10/2000	07/23/2004	16,303.	25,139.	-8,836.
900. ORACLE CORPORATION COM	03/20/2003	07/23/2004	9,081.	10,187.	-1,106.
340. PFIZER INC COM	03/29/2001	07/23/2004	11,029.	13,831.	-2,802.
400. PROCTER & GAMBLE CO COM	05/13/2003	07/23/2004	20,892.	17,732.	3,160.
170. 3M CO COM	09/16/2002	07/23/2004	14,081.	10,117.	3,964.
260. AMDOCS LTD COM SEDOL	07/09/2003	07/23/2004	5,416.	6,880.	-1,464.
820. AFLAC INC COM	06/19/2003	07/28/2004	31,403.	25,715.	5,688.
2870. AFLAC INC COM	04/25/2003	07/28/2004	109,910.	89,869.	20,041.
2830. AFLAC INC COM	04/25/2003	07/29/2004	112,125.	88,617.	23,508.
2040. BED BATH & BEYOND INC COM	12/12/2001	07/30/2004	72,716.	64,306.	8,410.
3456. COX COMMUNICATIONS, INC CLASS A	08/01/2003	08/02/2004	114,792.	110,972.	3,820.
3474. COX COMMUNICATIONS, INC CLASS A	08/01/2003	08/03/2004	115,497.	111,550.	3,947.
1643. ZIONS BANCORP COM	08/01/2003	08/10/2004	96,591.	91,989.	4,602.
1878. ZIONS BANCORP COM	08/01/2003	08/11/2004	110,099.	105,146.	4,953.
1459. ZIONS BANCORP COM	08/01/2003	08/12/2004	85,837.	81,687.	4,150.
940. BED BATH & BEYOND INC COM	12/12/2001	09/23/2004	35,829.	29,631.	6,198.
530. 3M CO COM	09/16/2002	09/23/2004	41,731.	31,541.	10,190.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
831. 3M CO COM	07/15/2002	09/23/2004	65,431.	48,223.	17,208.
2214. BED BATH & BEYOND INC COM	12/12/2001	09/24/2004	83,291.	69,791.	13,500.
1769. 3M CO COM	07/15/2002	09/24/2004	139,674.	102,655.	37,019.
710. 3M CO COM	07/22/2002	09/24/2004	56,059.	38,997.	17,062.
5406. BED BATH & BEYOND INC COM	12/12/2001	09/29/2004	199,248.	170,412.	28,836.
1780. 3M CO COM	07/22/2002	10/07/2004	142,900.	97,767.	45,133.
732. 3M CO COM	07/22/2002	10/08/2004	58,022.	40,205.	17,817.
578. 3M CO COM	07/22/2002	10/11/2004	45,870.	31,747.	14,123.
1750. AMERICAN EXPRESS CO COM	05/06/2002	10/20/2004	90,718.	73,068.	17,650.
4400. AMERICAN EXPRESS CO COM	06/11/2002	10/20/2004	228,091.	175,736.	52,355.
1200. AMERICAN INTERNATIONAL GROUP COMMON	08/11/2003	10/20/2004	68,926.	75,711.	-6,785.
2500. AMERICAN INTERNATIONAL GROUP COMMON	08/14/2003	10/20/2004	143,597.	156,650.	-13,053.
2500. AMERICAN INTERNATIONAL GROUP COMMON	08/12/2003	10/20/2004	143,597.	155,809.	-12,212.
2000. AMERICAN INTERNATIONAL GROUP COMMON	09/02/2003	10/20/2004	114,877.	116,837.	-1,960.
1400. ANADARKO PETE CORP COM	01/14/2003	10/20/2004	96,892.	64,828.	32,064.
6800. ANADARKO PETE CORP COM	09/17/2002	10/20/2004	470,620.	296,723.	173,897.
4950. AVON PRODS INC COM	08/01/2003	10/20/2004	201,856.	156,595.	45,261.
3800. AVON PRODS INC COM	08/04/2003	10/20/2004	154,960.	119,067.	35,893.
3690. BIOMET INC	06/12/2003	10/20/2004	166,910.	111,972.	54,938.
5300. BIOMET INC	08/11/2003	10/20/2004	239,735.	151,148.	88,587.
1400. CISCO SYSTEMS COM STK	04/18/2001	10/20/2004	25,650.	26,208.	-558.
5000. CISCO SYSTEMS COM STK	12/20/2001	10/20/2004	91,607.	92,350.	-743.
6400. CISCO SYSTEMS COM STK	07/02/2002	10/20/2004	117,257.	82,240.	35,017.
1560. DANAHER CORP COM	11/13/2002	10/20/2004	84,222.	44,750.	39,472.
5000. DANAHER CORP COM	11/12/2002	10/20/2004	269,944.	141,600.	128,344.
30. DEERE & CO COM	09/24/2003	10/20/2004	1,744.	1,636.	108.
1300. DEERE & CO COM	09/15/2003	10/20/2004	75,583.	70,267.	5,316.
6000. DEERE & CO COM	08/11/2003	10/20/2004	348,844.	305,284.	43,560.
7550. DELL INC COM	09/11/2003	10/20/2004	266,828.	252,011.	14,817.
10400. WALT DISNEY CO	08/07/2003	10/20/2004	257,602.	226,000.	31,602.
6330. EMC CORP MASS COM	06/16/2003	10/20/2004	78,703.	65,979.	12,724.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
16200. EMC CORP MASS COM	06/23/2003	10/20/2004	201,421.	162,967.	38,454.
8300. EMC CORP MASS COM	05/13/2003	10/20/2004	103,197.	83,193.	20,004.
6300. EMC CORP MASS COM	07/17/2003	10/20/2004	78,330.	61,987.	16,343.
7900. EMC CORP MASS COM	05/20/2003	10/20/2004	98,224.	75,428.	22,796.
4300. EXXON MOBIL CORP	06/20/2003	10/20/2004	209,276.	159,658.	49,618.
3900. EXXON MOBIL CORP	08/12/2003	10/20/2004	189,809.	142,482.	47,327.
8600. EXXON MOBIL CORP	04/08/2003	10/20/2004	418,552.	298,700.	119,852.
9600. GILLETTE CO COM	09/11/2003	10/20/2004	379,723.	317,543.	62,180.
8930. HOME DEPOT INC COM	10/08/2003	10/20/2004	353,620.	307,566.	46,054.
290. INTEL CORP COM	02/19/2002	10/20/2004	6,152.	9,135.	-2,983.
3600. INTEL CORP COM	05/20/2002	10/20/2004	76,366.	107,964.	-31,598.
13900. INTEL CORP COM	08/11/2003	10/20/2004	294,858.	333,421.	-38,563.
3600. INTEL CORP COM	06/27/2003	10/20/2004	76,366.	75,528.	838.
1498.9553 JOHNSON & JOHNSON COM	03/29/2001	10/20/2004	85,904.	65,842.	20,062.
2000. JOHNSON & JOHNSON COM	05/03/2000	10/20/2004	114,618.	84,486.	30,132.
186. JOHNSON & JOHNSON COM	02/04/1988	10/20/2004	10,660.	7,748.	2,912.
200. JOHNSON & JOHNSON COM	05/10/1989	10/20/2004	11,462.	7,748.	3,714.
400. JOHNSON & JOHNSON COM	06/09/1992	10/20/2004	22,924.	15,495.	7,429.
800. JOHNSON & JOHNSON COM	06/11/1996	10/20/2004	45,847.	30,990.	14,857.
4000. JOHNSON & JOHNSON COM	04/10/2000	10/20/2004	229,237.	151,535.	77,702.
718.5887 JOHNSON & JOHNSON COM	04/03/2000	10/20/2004	41,182.	25,381.	15,801.
4810. L-3 COMMUNICATION HOLDINGS INC COM	08/11/2003	10/20/2004	301,282.	230,048.	71,234.
10740. LOWES COS INC COM	10/12/2000	10/20/2004	603,348.	204,154.	399,194.
1420. MICROSOFT CORP COM	04/10/2000	10/20/2004	40,490.	61,548.	-21,058.
2000. MICROSOFT CORP COM	04/13/2000	10/20/2004	57,028.	81,313.	-24,285.
2000. MICROSOFT CORP COM	04/17/2000	10/20/2004	57,028.	75,813.	-18,785.
4000. MICROSOFT CORP COM	04/27/2000	10/20/2004	114,056.	138,500.	-24,444.
2000. MICROSOFT CORP COM	05/10/2000	10/20/2004	57,028.	66,375.	-9,347.
8000. MICROSOFT CORP COM	06/02/2000	10/20/2004	228,111.	264,500.	-36,389.
5000. MICROSOFT CORP COM	03/29/2001	10/20/2004	142,570.	141,563.	1,007.
11000. ORACLE CORPORATION COM	03/20/2003	10/20/2004	134,165.	124,505.	9,660.
26900. ORACLE CORPORATION COM	12/20/2002	10/20/2004	328,094.	295,034.	33,060.
4360. PFIZER INC COM	03/29/2001	10/20/2004	124,145.	177,365.	-53,220.
1600. PFIZER INC COM	04/10/2000	10/20/2004	45,558.	64,328.	-18,770.
Totals					

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
900. PFIZER INC COM	04/22/1998	10/20/2004	25,626.	34,412.	-8,786.
7500. PFIZER INC COM	04/03/2000	10/20/2004	213,553.	281,306.	-67,753.
2000. PROCTER & GAMBLE CO COM	05/13/2003	10/20/2004	105,938.	88,658.	17,280.
2400. PROCTER & GAMBLE CO COM	02/19/2003	10/20/2004	127,125.	101,208.	25,917.
7000. PROCTER & GAMBLE CO COM	07/25/2002	10/20/2004	370,781.	287,874.	82,907.
2840. AMDOCS LTD COM SEDOL	07/09/2003	10/20/2004	62,180.	75,146.	-12,966.
4300. AMDOCS LTD COM SEDOL	07/17/2003	10/20/2004	94,146.	103,021.	-8,875.
3800. AMDOCS LTD COM SEDOL	07/28/2003	10/20/2004	83,199.	83,259.	-60.
.223 JOHNSON & JOHNSON COM	04/03/2000	12/09/2004	14.	8.	6.
1673.1883 JOHNSON & JOHNSON COM	04/03/2000	12/16/2004	104,990.	59,099.	45,891.
9.4014 JOHNSON & JOHNSON COM	09/12/2000	12/16/2004	590.	259.	331.
11.3428 JOHNSON & JOHNSON COM	12/12/2000	12/16/2004	712.	260.	452.
11.6144 JOHNSON & JOHNSON COM	03/13/2001	12/16/2004	729.	261.	468.
11.8614 JOHNSON & JOHNSON COM	06/13/2000	12/16/2004	744.	259.	485.
12.5917 JOHNSON & JOHNSON COM	03/07/2000	12/16/2004	790.	225.	565.
11384.1777 STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	03/03/2004	03/31/2005	227,570.	241,800.	-14,230.
13061.8435 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	03/03/2004	03/31/2005	259,408.	244,256.	15,152.
700. ISHARES TR S&P MID CAP 400 BARRA GROWTH INDEX FUND	05/01/2002	06/28/2005	48,508.	40,002.	8,506.
800. ISHARES TR S&P MIDCAP 400/BARRA VALUE	05/01/2002	06/28/2005	53,078.	40,196.	12,882.
2185.526 STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	03/15/2004	06/28/2005	45,000.	44,454.	546.
2482.622 STI CLASSIC FUNDS SMALL CAP EQUITY FD TR C	03/15/2004	06/28/2005	50,000.	44,505.	5,495.
. LIGHTHOUSE DIVERSIFIED		06/30/2005			34,952.
TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES			18,387,840.	17,558,570.	864,222.
Totals			18,387,840.	17,558,570.	864,222.

FEDERAL CAPITAL GAIN DIVIDENDS
=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

FIDELITY ADVISOR SER VIII DIVERSIFIE	13,922.
STI CLASSIC FD-SM CAP GROWTH TRUST SHRS	223,485.
STI CLASSIC FUNDS SMALL CAP EQUITY FD TR CL	206,853.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 444,260.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 444,260.
=====

Investment Review (16 Items)

As of 10/03/2005
(Settle Date View)



Click on an investment class to show investment information or select a date from the drop-down listbox to view historic investment information (if available). **Disclaimer Pricing changes made since the last statement may not be reflected Investment Review values.

Criteria

Assets as of: 06/30/2005

Account: All Accounts

	P/I	Units	Market Value	% Mkt Value	Accrued Income	Tax Cost	Est Annual Income	Yield at Mkt
STIF & MONEY MARKET FUNDS			\$687,608.84	1.325%	\$80.38	\$687,608.84	\$17,571.84	2.555%
<input type="checkbox"/> STI TAXABLE			\$687,608.84	1.325%	\$80.38	\$687,608.84	\$17,571.84	2.555%
<input checked="" type="checkbox"/> 784766107 STI CLASSIC FDS PRIME QUALITY MM FD T SHS		687,608.8400	\$687,608.84	1.325%	\$80.38	\$687,608.84	\$17,571.84	2.555%
EQUITY SECURITIES			\$5,746,858.64	11.073%	\$0.00	\$4,515,395.38	\$63,305.56	1.102%
<input type="checkbox"/> COMMUNICATIONS EQUIPMENT			\$3,250.17	0.006%	\$0.00	\$0.00	\$0.00	0.000%
<input checked="" type="checkbox"/> 549463131 LUCENT TECHNOLOGIES INC WT EXP PUR COM EXP 12/10/2007		4,221.0000	\$3,250.17	0.006%	\$0.00	\$0.00	\$0.00	0.000%
<input type="checkbox"/> EXCHANGE TRADED FDS EQUITY			\$5,743,608.00	11.067%	\$0.00	\$4,515,395.25	\$63,305.55	1.102%
<input checked="" type="checkbox"/> 464287606 ISHARES TR S&P MID CAP 400/BARRA GROWTH		39,450.0000	\$2,739,408.00	5.278%	\$0.00	\$2,254,370.25	\$15,740.55	0.575%
<input checked="" type="checkbox"/> 464287705 ISHARES TR S&P MIDCAP 400/BARRA VALUE INDEX		45,000.0000	\$3,004,200.00	5.789%	\$0.00	\$2,261,025.00	\$47,565.00	1.583%
<input type="checkbox"/> PHARMACEUTICALS			\$0.47	0.000%	\$0.00	\$0.13	\$0.01	2.023%
<input checked="" type="checkbox"/> 478160104 JOHNSON & JOHNSON COM Rating: A+		0073	\$0.47	0.000%	\$0.00	\$0.13	\$0.01	2.023%
MUTUAL FUNDS			\$30,815,803.63	59.377%	\$0.00	\$27,824,865.50	\$246,398.42	0.800%
<input type="checkbox"/> ALTERNATIVE INVT PROPRIETARY			\$6,343,465.44	12.223%	\$0.00	\$5,200,000.00	\$0.00	0.000%
<input checked="" type="checkbox"/> 532LHP107 LIGHTHOUSE DIVERSIFIED QPII LP		48,738.1520	\$6,343,465.44	12.223%	\$0.00	\$5,200,000.00	\$0.00	0.000%
<input type="checkbox"/> OTHER DOMESTIC EQUITY			\$18,098,180.72	34.872%	\$0.00	\$17,098,993.00	\$246,398.42	1.361%
<input checked="" type="checkbox"/> 315911206 FIDELITY CONCORD STR US EQUITY INDEX PORTFOLIO		271,036.4650	\$11,472,973.56	22.107%	\$0.00	\$10,923,676.64	\$208,698.08	1.819%
<input checked="" type="checkbox"/> 741479109 PRICE T ROWE GROWTH STK FD INC COM		251,335.6280	\$6,625,207.15	12.766%	\$0.00	\$6,175,316.36	\$37,700.34	0.569%

<input type="checkbox"/>	OTHER INTL EQUITY		\$6,374,157.48	12.282%	\$0.00	\$5,525,872.50	\$0.00	0.000%
<input type="checkbox"/>	315920694 FIDELITY ADVISOR SER VIII DIVERSIFIED INTL FD CL T	343,435.2090	\$6,374,157.48	12.282%	\$0.00	\$5,525,872.50	\$0.00	0.000%
	PROPRIETARY FUNDS		\$14,647,994.11	28.224%	\$0.00	\$13,613,210.55	\$157,081.95	1.072%
<input type="checkbox"/>	LARGE CAP VALUE		\$9,328,985.36	17.976%	\$0.00	\$8,639,614.54	\$146,865.95	1.574%
<input type="checkbox"/>	784766834 STI CLASSIC FD-VALUE INCOME FD T SHS #512	749,316.0930	\$9,328,985.36	17.976%	\$0.00	\$8,639,614.54	\$146,865.95	1.574%
<input type="checkbox"/>	SMALL CAP GROWTH		\$2,544,124.52	4.902%	\$0.00	\$2,507,247.44	\$0.00	0.000%
<input type="checkbox"/>	784766263 STI CLASSIC FD-SM CAP GROWTH FD T SHS #614	123,261.8470	\$2,544,124.52	4.902%	\$0.00	\$2,507,247.44	\$0.00	0.000%
<input type="checkbox"/>	SMALL CAP VALUE		\$2,774,884.23	5.347%	\$0.00	\$2,466,348.57	\$10,215.99	0.368%
<input type="checkbox"/>	784766370 STI CLASSIC FD-SM CAP VAL EQUITY FD FKA SM CAP EQUITY T SHS #588	138,053.9420	\$2,774,884.23	5.347%	\$0.00	\$2,466,348.57	\$10,215.99	0.368%
	MISCELLANEOUS ASSETS		\$0.00	0.000%	\$0.00	\$4.00	\$0.00	0.000%
<input type="checkbox"/>	MISCELLANEOUS		\$0.00	0.000%	\$0.00	\$4.00	\$0.00	0.000%
<input type="checkbox"/>	997000DC5 CLASS ACTION PENDING FOR AT&T UPON RECEIPT OF FINAL PAYMENT	1.0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
<input type="checkbox"/>	997000CU6 CLASS ACTION PENDING FOR BRISTOL MYERS PENDING RECEIPT OF FINAL PAYMENT	1.0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
<input type="checkbox"/>	997000BB9 CLASS ACTION PENDING FOR HONEYWELL INTL INC ON RCPT OF FINAL PMT	1.0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
<input type="checkbox"/>	997000DB7 CLASS ACTION PENDING FOR WORLD COM UPON RECEIPT OF FINAL PAYMENT	1.0000	\$0.00	0.000%	\$0.00	\$1.00	\$0.00	0.000%
TOTAL:			\$51,898,265.23	100%	\$80.38	\$46,641,084.27	\$484,357.77	0.933%

Reportable Transaction Disclosure Statement

(Rev. December 2005)
Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

OMB No 1545-1800

Attachment
Sequence No **137**

Name(s) shown on return Identifying number
 MCKNIGHT BRAIN RESEARCH FOUNDATION 65-6301255

Number, street, and room or suite no
 P O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
 SEE ATTACHED

1b Initial year participated in transaction SEE ATTACHED	1c Material advisor or tax shelter registration number (9 digits or 11 digits) SEE ATTACHED
--	--

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions)

- | | |
|---|---|
| <ul style="list-style-type: none"> <input checked="" type="checkbox"/> a Listed transaction <input type="checkbox"/> b Confidential <input type="checkbox"/> c Contractual protection | <ul style="list-style-type: none"> <input type="checkbox"/> d Loss <input type="checkbox"/> e Significant book-tax difference <input type="checkbox"/> f Brief asset holding period |
|---|---|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity

- a** Name ▶ SEE ATTACHED
- b** Type of entity ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

**Protective Disclosure
Reportable Transaction Disclosure Statement**

Form **8886**

(Rev. June 2004)
Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

OMB No 1545-1800

Attachment
Sequence No **137**

Name(s) shown on return Provident Premier Fund LP	Identifying number 01-0776046
Number, street, and room or suite no 294 Grove Lane East, Suite 280	
City or town, state, and ZIP code Wayzata, MN 55391	

1a Name of reportable transaction Total Return and/or Credit Default Swap	1b Tax shelter registration number (11-digits) (if any) N/A
---	---

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions)

- | | |
|---|--|
| (a) <input checked="" type="checkbox"/> Listed transaction
(b) <input type="checkbox"/> Confidential transaction
(c) <input type="checkbox"/> Transaction with contractual protection | (d) <input type="checkbox"/> Loss transaction
(e) <input type="checkbox"/> Transaction with significant book-tax difference
(f) <input type="checkbox"/> Transaction with brief asset holding period |
|---|--|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ Contingent Deferred Swap, Notice 2002-35

4 Enter the number of transactions reported on this form ▶ At Least 12

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ Provident Premier Master Fund Ltd 98-0399514 and Luxor Capital Partners, LP 10-0004268

6 Enter in columns (a) and (b) below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction

(a) Name	(b) Address
NONE	

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

See Exhibit A

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

The Funds will account for the swaps under Reg. Section 1.446-3. It is expected that

Party A will recognize swap expense during the term of the swaps and may recognize swap

income, but only at maturity or other termination of the swaps.

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

The Funds are partnerships with limited partners. The regular activity and purpose of

the Funds is to generate a pre tax economic rate of return. The Funds generate income

and loss from their regular activity and provide relevant information to each partner

for purposes of filing their respective tax return. A partner's share of any income or

loss on Line 8 is available to be claimed on a partner's tax return for 2004.

Reportable Transaction Disclosure Statement

▶ **Attach to your tax return.**
▶ **See separate instructions.**

Name(s) shown on return **MCKNIGHT BRAIN RESEARCH FOUNDATION** Identifying number **65-6301255**

Number, street, and room or suite no
P O. BOX 1908
City or town, state, and ZIP code
ORLANDO, FL 32802-1908

A Enter the form number of the tax return that this form is attached to ▶ **990 - PF**
Enter the year of the tax return with which this form is filed ▶ **2004**

B Check the box(es) that apply (see instructions).
 Initial year filer
 Protective disclosure

1a Name of reportable transaction
SEE ATTACHED

1b Initial year participated in transaction
SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)
SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).
a Listed transaction
b Confidential
c Contractual protection
d Loss
e Significant book-tax difference
f Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.
a Name ▶ SEE ATTACHED
b Type of entity. ▶
c Form number of tax return filed ▶
d Employer identification number (EIN). ▶

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

PROTECTIVE DISCLOSURE

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Total return swap

Line 1b: N/A

Line 2: Check box "a"

Line 3: Contingent deferred swap. Notice 2002-35

Line 4: At least one total return swap

Line 5: PLATINUM FINANACIAL L.P EIN : 98-0392243

Line 6: N/A

Line 7: Taxpayer is a partner in PLATINUM FINANCIAL L.P ("Fund"). Platinum Financial, L.P. indirectly trades in various stock, securities and related financial instruments through its investment in Platinum Financial Group, N.V. ("Fund"). The regular activity and purpose of the Fund is to generate a pre tax economic return for its investors. Fund has entered into the swaps discussed below as a part of this regular activity and pursuant to this same purpose. The transaction, to which Fund is a party is a total return and/or credit default swap that is expected to require a series of payments from Party A to Party B during the term of the transaction with a potential payment from Party B to Party A at the maturity or early termination of the contract. It is possible that the Fund could be Party A in certain transactions and Party B in other distinct transactions. The back-end payment is not described in the transaction documents as the sum of two amounts. Fund does not believe that the swaps they engage in are substantially similar to the contingent deferred swap in Notice 2002-35. However, due to lack of certainty Taxpayer is disclosing these transactions on a protective basis.

The counterparties to the swap contracts that the fund entered into consist of various financial institutions. Additional information is available upon request

Line 8: Fund will account for the swaps under Prop. Reg. 1.446-3(d). Accordingly, Fund will mark to market all profit and loss components of such swaps as ordinary income or loss.

Line 9: Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any income or loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004.

Reportable Transaction Disclosure Statement

(Rev. December 2005)
Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

OMB No 1545-1800

Attachment
Sequence No **137**

Name(s) shown on return

MCKNIGHT BRAIN RESEARCH FOUNDATION

Identifying number

65-6301255

Number, street, and room or suite no

P O. BOX 1908

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction

SEE ATTACHED

1b Initial year participated in transaction

SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)

SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential
- c** Contractual protection
- d** Loss
- e** Significant book-tax difference
- f** Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity. ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Protective Disclosure

Form **8886**

Reportable Transaction Disclosure Statement

OMB No 1545-1800

(Rev. June 2004)
Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

Attachment
Sequence No. **137**

Name(s) shown on return Merced Partners, LP	Identifying number 41-1661636
Number, street, and room or suite no 601 Carlson Parkway, Suite 200	
City or town, state, and ZIP code Minnetonka, MN 55305	

1a Name of reportable transaction Total Return and/or Credit Default Swap	1b Tax shelter registration number (11-digits) (if any) N/A
---	---

2 Identify the type of reportable transaction. Check the box(es) that apply (see instructions).

- | | |
|---|--|
| (a) <input checked="" type="checkbox"/> Listed transaction
(b) <input type="checkbox"/> Confidential transaction
(c) <input type="checkbox"/> Transaction with contractual protection | (d) <input type="checkbox"/> Loss transaction
(e) <input type="checkbox"/> Transaction with significant book-tax difference
(f) <input type="checkbox"/> Transaction with brief asset holding period |
|---|--|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ CONTINGENT DEFERRED SWAP, NOTICE 2002-35

4 Enter the number of transactions reported on this form ▶ At Least 1

6 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, identify the name and employer identification number (EIN) (if any) of that entity ▶ N/A

6 Enter in columns (a) and (b) below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction.

(a) Name	(b) Address
None	

Reportable Transaction Disclosure Statement

OMB No 1545-1800

Attachment
Sequence No **137**

- ▶ Attach to your tax return.
- ▶ See separate instructions.

Name(s) shown on return Identifying number
 MCKNIGHT BRAIN RESEARCH FOUNDATION 65-6301255

Number, street, and room or suite no
 P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
 SEE ATTACHED

1b Initial year participated in transaction SEE ATTACHED	1c Material advisor or tax shelter registration number (9 digits or 11 digits) SEE ATTACHED
--	--

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- | | |
|---|---|
| <ul style="list-style-type: none"> a <input checked="" type="checkbox"/> Listed transaction b <input type="checkbox"/> Confidential c <input type="checkbox"/> Contractual protection | <ul style="list-style-type: none"> d <input type="checkbox"/> Loss e <input type="checkbox"/> Significant book-tax difference f <input type="checkbox"/> Brief asset holding period |
|---|---|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity. ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

PROTECTIVE DISCLOSURE

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Total Return Swap and/or Credit Default Swap

Line 1b: N/A

Line 2: check box “a”

Line 3: “Contingent deferred swap, Notice 2002-35”

Line 4: Approximately 356

Line 5: OZF Credit Opportunities Fund II, L.P. EIN: 13-4179698

Line 6: N/A

Line 7: Taxpayer is a partner in OZF Credit Opportunities Fund II, L.P. (“Fund”). Fund trades in various stock, securities and related financial instruments through its investments in OZF Credit Opportunities Master Fund II, Ltd. (“Master”). The regular activity and purpose of the Master is to generate a pre tax economic return for its investors. Fund has indirectly entered into many of the swaps discussed below as part of this regular activity and pursuant to this same purpose. The transaction, to which Master is a Party, is a total return and/or credit default swap that is expected to require a series of payments from Party A to Party B during the term of the transaction with a potential payment from Party B to Party A at the maturity or early termination of the contract. It is possible that the Master could be Party A in certain transactions and Party B in other distinct transactions. The back-end payment is not described in the transaction documents as the sum of two amounts. The Master, and accordingly the Fund and the Taxpayer, does not believe that the swaps they engage in are substantially similar to the contingent deferred swap in Notice 2002-35. However, due to the lack of certainty Taxpayer is disclosing these transactions on a protective basis.

Line 8: Master will account for the swap(s) under Reg. Section 1.446-3. It is expected that Party A will recognize swap expense during the term of the swap(s) and may recognize swap income, but only at the maturity or other termination of the swap(s).

Line 9: Master and Fund are partnerships with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner’s share of any income or loss referred to on Line 8 is available to be claimed on a partner’s tax return for 2004.

Reportable Transaction Disclosure Statement

- ▶ Attach to your tax return.
- ▶ See separate instructions

Name(s) shown on return

MCKNIGHT BRAIN RESEARCH FOUNDATION

Identifying number

65-6301255

Number, street, and room or suite no

P.O. BOX 1908

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

A Enter the form number of the tax return that this form is attached to ▶ 990 - PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction

SEE ATTACHED

1b Initial year participated in transaction

SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)

SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential
- c** Contractual protection
- d** Loss
- e** Significant book-tax difference
- f** Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity. ▶
- c** Form number of tax return filed ▶
- d** Employer identification number (EIN). ▶

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Laminar Fund, L.L.C. EIN: 04-3647423; D. E. Shaw Laminar Portfolios, L.L.C. EIN: 01-0577802

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Laminar Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. As part of such activity, the Fund may need to maintain cash balances in non-U.S. Dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The amount of such non-U.S. Dollar denominated currencies increase and/or decrease throughout the year at frequent intervals.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: The adjusted tax basis of non-U.S. Dollar denominated currencies obtained by the Fund is determined by way of cash paid and gains and losses on such currency transactions are characterized as ordinary under Internal Revenue Code ("IRC") §988. Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable loss thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

- ▶ Attach to your tax return.
- ▶ See separate instructions.

Name(s) shown on return Identifying number
 MCKNIGHT BRAIN RESEARCH FOUNDATION 65-6301255

Number, street, and room or suite no.
 P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
 SEE ATTACHED

1b Initial year participated in transaction SEE ATTACHED	1c Material advisor or tax shelter registration number (9 digits or 11 digits) SEE ATTACHED
--	--

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- | | |
|--|--|
| <ul style="list-style-type: none"> a <input type="checkbox"/> Listed transaction b <input type="checkbox"/> Confidential c <input type="checkbox"/> Contractual protection | <ul style="list-style-type: none"> d <input checked="" type="checkbox"/> Loss e <input type="checkbox"/> Significant book-tax difference f <input type="checkbox"/> Brief asset holding period |
|--|--|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Laminar Fund, L.L.C. EIN: 04-3647423; D. E. Shaw Laminar Portfolios, L.L.C. EIN: 01-0577802

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Laminar Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Losses reported herein as well as gains have resulted from regular activities of the Fund.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: Taxpayer's distributive share of certain losses claimed by the Fund under Internal Revenue Code ("IRC") §165 may exceed the relevant \$2,000,000 reportable loss threshold.

The Fund, and accordingly Taxpayer, cannot determine with certainty whether all losses claimed under IRC §165 have met any of the exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions on a protective basis.

In general, the adjusted tax basis of assets obtained by the Fund are determined by way of cash paid and may have been adjusted by one or more statutory provisions of the IRC as follows: Wash Sale Adjustments (IRC §1091); Constructive Sales (IRC §1259); Original Issue Discount Inclusions (IRC §1272); Straddle Loss Deferrals (IRC §1092) or by other statutory provisions of the IRC. No tax benefit has been expected for these transactions, as each is reportable as the result of statutory provisions that have either accelerated income or deferred losses.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of the relevant loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. No tax benefit has been estimated for these transactions, as each is reportable as the result of statutory provisions of the IRC that have either accelerated income or deferred losses. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

(Rev. December 2005)
Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

OMB No 1545-1800

Attachment
Sequence No **137**

Name(s) shown on return Identifying number
 MCKNIGHT BRAIN RESEARCH FOUNDATION 65-6301255

Number, street, and room or suite no
 P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
 SEE ATTACHED

1b Initial year participated in transaction SEE ATTACHED	1c Material advisor or tax shelter registration number (9 digits or 11 digits) SEE ATTACHED
--	--

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- | | |
|--|--|
| <ul style="list-style-type: none"> <input type="checkbox"/> a Listed transaction <input type="checkbox"/> b Confidential <input type="checkbox"/> c Contractual protection | <ul style="list-style-type: none"> <input checked="" type="checkbox"/> d Loss <input type="checkbox"/> e Significant book-tax difference <input type="checkbox"/> f Brief asset holding period |
|--|--|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions)

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box “d”

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: OZF Credit Opportunities Fund II, L.P. EIN: 13-4179698

Line 6: N/A

Line 7: Taxpayer is a partner in OZF Credit Opportunities Fund II, L.P. (“Fund”). Fund indirectly trades in various stocks, securities and related financial instruments through its investment in OZF Credit Opportunities Master Fund II, Ltd. (“Master”). The regular activity and purpose of the Master is to generate a pre tax economic rate of return. The Master engages in transactions that result in IRC §988 ordinary gains and/or losses. Losses reported herein as well as gains have resulted from the regular activities of the Master.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: Taxpayer’s distributive share of certain losses claimed by the Fund under Internal Revenue Code (“IRC”) §165 may exceed the relevant \$50,000 reportable loss threshold and be treated as ordinary pursuant to IRC §988.

The Master, the Fund, and accordingly the Taxpayer, cannot determine with certainty whether all such losses claimed under IRC §165 have met any of the exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

In general, the adjusted tax basis of assets obtained by the Master are determined by way of cash paid and may have been adjusted by one or more statutory provisions of the IRC as follows: Wash Sale Adjustments (IRC§1091); Constructive Sales (IRC §1259); Original Issue Discount Inclusions (IRC §1272); Straddle Loss Deferrals (IRC §1092) or by other statutory provisions of the IRC. No tax benefit has been expected for these transactions, as each is reportable as the result of statutory provisions that have either accelerated income or deferred losses.

Line 9: Master and Fund are partnerships with limited partners. The regular activity and purpose of the Master is to generate a pre tax economic rate of return. Master generates

income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.
▶ See separate instructions

Name(s) shown on return **MCKNIGHT BRAIN RESEARCH FOUNDATION** Identifying number **65-6301255**

Number, street, and room or suite no
P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ **990 - PF**
Enter the year of the tax return with which this form is filed ▶ **2004**

B Check the box(es) that apply (see instructions).
 Initial year filer
 Protective disclosure

1a Name of reportable transaction
SEE ATTACHED

1b Initial year participated in transaction **SEE ATTACHED**
1c Material advisor or tax shelter registration number (9 digits or 11 digits) **SEE ATTACHED**

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).
a Listed transaction
b Confidential
c Contractual protection
d Loss
e Significant book-tax difference
f Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ **SEE ATTACHED**

4 Enter the number of transactions reported on this form ▶ **SEE ATTACHED**

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.
a Name ▶ **SEE ATTACHED**
b Type of entity. ▶ _____
c Form number of tax return filed ▶ _____
d Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name **SEE ATTACHED**
Number, street, and room or suite no.
City or town, state, and ZIP code

b Name
Number, street, and room or suite no.
City or town, state, and ZIP code

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Oculus Fund, L.L.C. EIN: 20-0805158; D. E. Shaw Oculus Portfolios, L.L.C. EIN: 20-0805088

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Oculus Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Losses reported herein as well as gains have resulted from regular activities of the Fund.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: Taxpayer's distributive share of certain losses claimed by the Fund under Internal Revenue Code ("IRC") §165 may exceed the relevant \$2,000,000 reportable loss threshold.

The Fund, and accordingly Taxpayer, cannot determine with certainty whether all losses claimed under IRC §165 have met any of the exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions on a protective basis.

In general, the adjusted tax basis of assets obtained by the Fund are determined by way of cash paid and may have been adjusted by one or more statutory provisions of the IRC as follows: Wash Sale Adjustments (IRC §1091); Constructive Sales (IRC §1259); Original Issue Discount Inclusions (IRC §1272); Straddle Loss Deferrals (IRC §1092) or by other statutory provisions of the IRC. No tax benefit has been expected for these transactions, as each is reportable as the result of statutory provisions that have either accelerated income or deferred losses.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of the relevant loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. No tax benefit has been estimated for these transactions, as each is reportable as the result of statutory provisions of the IRC that have either accelerated income or deferred losses. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

(Rev December 2005)

Department of the Treasury
Internal Revenue Service

- ▶ Attach to your tax return.
- ▶ See separate instructions.

Attachment
Sequence No **137**

Name(s) shown on return

MCKNIGHT BRAIN RESEARCH FOUNDATION

Identifying number

65-6301255

Number, street, and room or suite no

P.O. BOX 1908

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

A Enter the form number of the tax return that this form is attached to ▶ 990 - PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction

SEE ATTACHED

1b Initial year participated in transaction

SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)

SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential
- c** Contractual protection
- d** Loss
- e** Significant book-tax difference
- f** Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity ▶
- c** Form number of tax return filed ▶
- d** Employer identification number (EIN). ▶

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Oculus Fund, L.L.C. EIN: 20-0805158; D. E. Shaw Oculus Portfolios, L.L.C. EIN: 20-0805088

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Oculus Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. As part of such activity, the Fund may need to maintain cash balances in non-U.S. Dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The amount of such non-U.S. Dollar denominated currencies increase and/or decrease throughout the year at frequent intervals.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: The adjusted tax basis of non-U.S. Dollar denominated currencies obtained by the Fund is determined by way of cash paid and gains and losses on such currency transactions are characterized as ordinary under Internal Revenue Code ("IRC") §988. Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable loss thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.
▶ See separate instructions.

Name(s) shown on return **MCKNIGHT BRAIN RESEARCH FOUNDATION** Identifying number **65-6301255**

Number, street, and room or suite no
P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ **990-PF**
Enter the year of the tax return with which this form is filed ▶ **2004**

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
SEE ATTACHED

1b Initial year participated in transaction
SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)
SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential
- c** Contractual protection
- d** Loss
- e** Significant book-tax difference
- f** Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ **SEE ATTACHED**

4 Enter the number of transactions reported on this form ▶ **SEE ATTACHED**

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ **SEE ATTACHED**
- b** Type of entity ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name **SEE ATTACHED**

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Oculus Portfolios, L.L.C. EIN: 20-0805088

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Oculus Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Losses reported herein as well as gains have resulted from regular activities of the Fund.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: Taxpayer's distributive share of certain losses claimed by the Fund under Internal Revenue Code ("IRC") §165 may exceed the relevant \$2,000,000 reportable loss threshold.

The Fund, and accordingly Taxpayer, cannot determine with certainty whether all losses claimed under IRC §165 have met any of the exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions on a protective basis.

In general, the adjusted tax basis of assets obtained by the Fund are determined by way of cash paid and may have been adjusted by one or more statutory provisions of the IRC as follows: Wash Sale Adjustments (IRC§1091); Constructive Sales (IRC §1259); Original Issue Discount Inclusions (IRC §1272); Straddle Loss Deferrals (IRC §1092) or by other statutory provisions of the IRC. No tax benefit has been expected for these transactions, as each is reportable as the result of statutory provisions that have either accelerated income or deferred losses.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of the relevant loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. No tax benefit has been estimated for these transactions, as each is reportable as the result of statutory provisions of the IRC that have either accelerated income or deferred losses. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

OMB No 1545-1800

- ▶ Attach to your tax return.
- ▶ See separate instructions.

Attachment
Sequence No **137**

Name(s) shown on return Identifying number
 MCKNIGHT BRAIN RESEARCH FOUNDATION 65-6301255

Number, street, and room or suite no.
 P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
 SEE ATTACHED

1b Initial year participated in transaction SEE ATTACHED	1c Material advisor or tax shelter registration number (9 digits or 11 digits) SEE ATTACHED
--	--

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- | | |
|--|--|
| <ul style="list-style-type: none"> a <input type="checkbox"/> Listed transaction b <input type="checkbox"/> Confidential c <input type="checkbox"/> Contractual protection | <ul style="list-style-type: none"> d <input checked="" type="checkbox"/> Loss e <input type="checkbox"/> Significant book-tax difference f <input type="checkbox"/> Brief asset holding period |
|--|--|

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Oculus Portfolios, L.L.C. EIN: 20-0805088

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Oculus Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. As part of such activity, the Fund may need to maintain cash balances in non-U.S. Dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The amount of such non-U.S. Dollar denominated currencies increase and/or decrease throughout the year at frequent intervals.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: The adjusted tax basis of non-U.S. Dollar denominated currencies obtained by the Fund is determined by way of cash paid and gains and losses on such currency transactions are characterized as ordinary under Internal Revenue Code ("IRC") §988. Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable loss thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

- ▶ Attach to your tax return
- ▶ See separate instructions.

Name(s) shown on return

MCKNIGHT BRAIN RESEARCH FOUNDATION

Identifying number

65-6301255

Number, street, and room or suite no

P.O. BOX 1908

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction

SEE ATTACHED

1b Initial year participated in transaction

SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)

SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential
- c** Contractual protection
- d** Loss
- e** Significant book-tax difference
- f** Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity. ▶
- c** Form number of tax return filed ▶
- d** Employer identification number (EIN). ▶

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Plasma Portfolios, L.L.C. EIN: 37-1445760

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Plasma Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. As part of such activity, the Fund may need to maintain cash balances in non-U.S. Dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The amount of such non-U.S. Dollar denominated currencies increase and/or decrease throughout the year at frequent intervals.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: The adjusted tax basis of non-U.S. Dollar denominated currencies obtained by the Fund is determined by way of cash paid and gains and losses on such currency transactions are characterized as ordinary under Internal Revenue Code ("IRC") §988. Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable loss thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.
▶ See separate instructions.

Name(s) shown on return
MCKNIGHT BRAIN RESEARCH FOUNDATION

Identifying number
65-6301255

Number, street, and room or suite no

P.O. BOX 1908

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

A Enter the form number of the tax return that this form is attached to ▶ 990-PF
Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
SEE ATTACHED

1b Initial year participated in transaction
SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)
SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- a** Listed transaction
- b** Confidential
- c** Contractual protection
- d** Loss
- e** Significant book-tax difference
- f** Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity ▶
- c** Form number of tax return filed ▶
- d** Employer identification number (EIN). ▶

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Composite Portfolios, L.L.C. EIN: 13-4152438

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Composite Portfolios, L.L.C. (the "Fund"). The Fund trades in various securities and related financial instruments for its own account. As part of such activity, the Fund may need to maintain cash balances in non-U.S. Dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The amount of such non-U.S. Dollar denominated currencies increase and/or decrease throughout the year at frequent intervals.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined.

Line 8: The adjusted tax basis of non-U.S. Dollar denominated currencies obtained by the Fund is determined by way of cash paid and gains and losses on such currency transactions are characterized as ordinary under Internal Revenue Code ("IRC") §988. Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable loss thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

▶ Attach to your tax return.
▶ See separate instructions.

Name(s) shown on return **MCKNIGHT BRAIN RESEARCH FOUNDATION** Identifying number **65-6301255**

Number, street, and room or suite no
P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ **990-PF**
Enter the year of the tax return with which this form is filed ▶ **2004**

B Check the box(es) that apply (see instructions).
 Initial year filer
 Protective disclosure

1a Name of reportable transaction
SEE ATTACHED

1b Initial year participated in transaction
SEE ATTACHED

1c Material advisor or tax shelter registration number
(9 digits or 11 digits)
SEE ATTACHED

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).
a Listed transaction
b Confidential
c Contractual protection
d Loss
e Significant book-tax difference
f Brief asset holding period

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ **SEE ATTACHED**

4 Enter the number of transactions reported on this form ▶ **SEE ATTACHED**

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.
a Name ▶ **SEE ATTACHED**
b Type of entity ▶ _____
c Form number of tax return filed ▶ _____
d Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name **SEE ATTACHED**
Number, street, and room or suite no.
City or town, state, and ZIP code

b Name
Number, street, and room or suite no.
City or town, state, and ZIP code

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Laminar Portfolios, L.L.C. EIN: 01-0577802

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Laminar Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Losses reported herein as well as gains have resulted from regular activities of the Fund.

Please see Line 8 regarding how the basis of the assets for which there was a loss was determined

Line 8: Taxpayer's distributive share of certain losses claimed by the Fund under Internal Revenue Code ("IRC") §165 may exceed the relevant \$2,000,000 reportable loss threshold.

The Fund, and accordingly Taxpayer, cannot determine with certainty whether all losses claimed under IRC §165 have met any of the exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions on a protective basis.

In general, the adjusted tax basis of assets obtained by the Fund are determined by way of cash paid and may have been adjusted by one or more statutory provisions of the IRC as follows: Wash Sale Adjustments (IRC§1091); Constructive Sales (IRC §1259), Original Issue Discount Inclusions (IRC §1272); Straddle Loss Deferrals (IRC §1092) or by other statutory provisions of the IRC. No tax benefit has been expected for these transactions, as each is reportable as the result of statutory provisions that have either accelerated income or deferred losses.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of the relevant loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. No tax benefit has been estimated for these transactions, as each is reportable as the result of statutory provisions of the IRC that have either accelerated income or deferred losses. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

Reportable Transaction Disclosure Statement

- ▶ Attach to your tax return.
- ▶ See separate instructions.

Name(s) shown on return Identifying number
 MCKNIGHT BRAIN RESEARCH FOUNDATION 65-6301255

Number, street, and room or suite no.
 P.O. BOX 1908

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

A Enter the form number of the tax return that this form is attached to ▶ 990 - PF
 Enter the year of the tax return with which this form is filed ▶ 2004

B Check the box(es) that apply (see instructions).

- Initial year filer
- Protective disclosure

1a Name of reportable transaction
 SEE ATTACHED

1b Initial year participated in transaction SEE ATTACHED	1c Material advisor or tax shelter registration number (9 digits or 11 digits) SEE ATTACHED
--	--

2 Identify the type of reportable transaction. Check all the box(es) that apply (see instructions).

- | | |
|--|---|
| a <input type="checkbox"/> Listed transaction | d <input checked="" type="checkbox"/> Loss |
| b <input type="checkbox"/> Confidential | e <input type="checkbox"/> Significant book-tax difference |
| c <input type="checkbox"/> Contractual protection | f <input type="checkbox"/> Brief asset holding period |

3 If the transaction is a "listed transaction" or substantially similar to a listed transaction, identify the listed transaction (see instructions) ▶ SEE ATTACHED

4 Enter the number of transactions reported on this form ▶ SEE ATTACHED

5 If you invested in the transaction through another entity, such as a partnership, an S corporation, or a foreign corporation, provide the information below for the entity.

- a** Name ▶ SEE ATTACHED
- b** Type of entity. ▶ _____
- c** Form number of tax return filed ▶ _____
- d** Employer identification number (EIN). ▶ _____

6 Enter below, the name and address of each person to whom you paid a fee with regard to the transaction if that person promoted, solicited, or recommended your participation in the transaction, or provided tax advice related to the transaction. (Attach additional sheet, if necessary.)

a Name SEE ATTACHED

Number, street, and room or suite no.

City or town, state, and ZIP code

b Name _____

Number, street, and room or suite no.

City or town, state, and ZIP code

7 Facts. Describe the facts of the transaction that relate to the expected tax benefits, including your participation in the transaction. For listed transactions identified in item 2a, also provide the complete name, address, and nature of involvement of all parties to the transaction (see instructions).

SEE ATTACHED

8 Expected tax benefits. Describe the expected tax benefits, including deductions, exclusions from gross income, nonrecognition of gain, tax credits, adjustments (or the absence of adjustments) to the basis of property, etc. (see instructions for more details).

SEE ATTACHED

9 Estimated tax benefits. Provide a separate estimate of the amount of each of the expected tax benefits described above for each affected tax year (including prior and future years).

SEE ATTACHED

Information for Form 8886: Reportable Transaction Disclosure Statement

Line 1a: Other Loss

Line 1b: N/A

Line 2: check box "d"

Line 3: N/A

Line 4: Details Available Upon Request

Line 5: D. E. Shaw Laminar Portfolios, L.L.C. EIN. 01-0577802

Line 6: N/A

Line 7: Taxpayer is an indirect partner in D. E. Shaw Laminar Portfolios, L.L.C. (the "Fund"). The Fund trades in various stocks, securities and related financial instruments for its own account. As part of such activity, the Fund may need to maintain cash balances in non-U.S. Dollar denominated currencies. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. The amount of such non-U.S. Dollar denominated currencies increase and/or decrease throughout the year at frequent intervals.

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Line 8: The adjusted tax basis of non-U.S. Dollar denominated currencies obtained by the Fund is determined by way of cash paid and gains and losses on such currency transactions are characterized as ordinary under Internal Revenue Code ("IRC") §988. Due to the nature and volume of activity, it is not practical to ascertain whether the relevant reportable loss thresholds are exceeded for a given transaction or determine with certainty whether a given transaction has met any of the specified exceptions provided in Revenue Procedure 2003-24, and as such Taxpayer is reporting these transactions to the Internal Revenue Service on a protective basis.

Line 9: The Fund is a partnership with limited partners. The regular activity and purpose of the Fund is to generate a pre tax economic rate of return. Fund generates income and loss from its regular activity and provides relevant information to each partner for purposes of filing their respective tax return. A partner's share of any loss referred to on Line 8 is available to be claimed on a partner's tax return for 2004. It is not anticipated that these transactions will result in tax benefits in any prior or future years.

• If you are filing for an **Additional (not automatic) 3-Month Extension, complete only Part II** and check this box.

Note: Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (not automatic) 3-Month Extension of Time - Must File Original and One Copy.

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization MCKNIGHT BRAIN RESEARCH FOUNDATION 52-5511641	Employer identification number 65-6301255
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 1908	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions ORLANDO, FL 32802-1908	

Check type of return to be filed (File a separate application for each return)

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T(sec 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 4720	

STOP: Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **SUNTRUST BANK**
Telephone No **(407) 237-4293** FAX No _____
- If the organization does **not** have an office or place of business in the United States, check this box.
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole** group, check this box If it is for **part** of the group, check this box and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 05/15/2006

5 For calendar year _____, or other tax year beginning 07/01/2004 and ending 06/30/2005

6 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

7 State in detail why you need the extension AWAITING INFORMATION TO COMPLETE THE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. \$ 18,117.

b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. \$ 26,497.

c **Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions. \$ —

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Linda A Morris Title Manager Date 02/06/2006

Notice to Applicant - To Be Completed by the IRS

- We have approved this application. Please attach this form to the organization's return.
- We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
- We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested.
- Other _____

Director _____ By _____ Date _____

Alternate Mailing Address - Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above

Type or print	Name KPMG LLP
	Number and street (include suite, room, or apt. no.) or a P.O. box number PO BOX 6768
	City or town, province or state, and country (including postal or ZIP code) PROVIDENCE 02940-6768

