

INTERNAL REVENUE SERVICE

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2007

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

For calendar year 2007, or tax year beginning

, 2007, and ending

ENVELOPE POSTMARK DATE MAY 15 2008	<input checked="" type="checkbox"/> G Check all that apply		Initial return	Final return	Amended return	Address change	Name change
	Use the IRS label.	Otherwise, print or type.	Name of foundation HATTIE MAE LESLEY FOUNDATION, INC. (30-01-100-0421875)				A Employer identification number 75-2936754
SCANNED BY Expenses			Number and street (or P O box number if mail is not delivered to street address)		Room/suite	<input type="checkbox"/> B Telephone number (see page 10 of the instructions) (800) 357-7094	
	See Specific Instructions.		C/O BANK OF AMERICA, N.A. P.O. BOX 831041				
		City or town, state, and ZIP code DALLAS, TX 75283-1041					<input type="checkbox"/> C If exemption application is pending, check here ► <input type="checkbox"/>
							<input type="checkbox"/> D 1 Foreign organizations, check here ► <input type="checkbox"/>
							<input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
							<input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
							<input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
Part I Analysis of Revenue and Expenses (<i>The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions)</i>)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)		
Revenue	1 Contributions, gifts, grants etc., received (attach schedule)	847,380.			STMT 1		
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B						
	3 Interest on savings and temporary cash investments						
	4 Dividends and interest from securities	190,225.	190,225.		STMT 2		
	5a Gross rents						
	b Net rental income or (loss) _____						
	6a Net gain or (loss) from sale of assets not on line 10	210,801.					
	b Gross sales price for all assets on line 6a	1,473,656.					
	7 Capital gain net income (from Part IV, line 2) .		210,801.				
	8 Net short-term capital gain						
	9 Income modifications						
	10a Gross sales less returns and allowances						
b Less Cost of goods sold .							
c Gross profit or (loss) (attach schedule)							
11 Other income (attach schedule)	1,248,406.	401,026.					
12 Total. Add lines 1 through 11							
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc						
	14 Other employee salaries and wages						
	15 Pension plans, employee benefits						
	16a Legal fees (attach schedule) .	13,061.	NONE	NONE	13,061.		
	b Accounting fees (attach schedule) .	990.	NONE	NONE	990.		
	c Other professional fees (attach schedule) .	19,620.	19,620.				
	17 Interest	4,061.	1,130.				
	18 Taxes (attach schedule) (see page 18 of the instructions)						
	19 Depreciation (attach schedule) and depletion						
	20 Occupancy						
	21 Travel, conferences, and meetings						
	22 Printing and publications	63.	1.		62.		
	23 Other expenses (attach schedule) .	37,795.	20,751.	NONE	14,113.		
	24 Total operating and administrative expenses.	202,415.			202,415.		
Add lines 13 through 23	240,210.	20,751.	NONE	216,528.			
27 Subtract line 26 from line 12	1,008,196.						
a Excess of revenue over expenses and disbursements							
b Net investment income (if negative, enter -0-)		380,275.					
c Adjusted net income (if negative, enter -0-)							

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	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		1,362,060.	1,191,365.	1,191,365.
	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 16 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)		1,897,452.	1,801,598.	1,831,857.
	b Investments - corporate stock (attach schedule)			838,835.	808,120.
	c Investments - corporate bonds (attach schedule)				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)		1,541,528.	1,978,598.	2,433,730.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		4,801,040.	5,810,396.	6,265,072.
	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	Foundations 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				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds		4,801,040.	5,810,396.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see page 17 of the instructions)		4,801,040.	5,810,396.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		4,801,040.	5,810,396.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,801,040.
2 Enter amount from Part I, line 27a	2	1,008,196.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 11	3	2,499.
4 Add lines 1, 2, and 3	4	5,811,735.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 12	5	1,339.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,810,396.

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) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a					
b					
c					
d					
e					
2 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	210,801.
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 foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2006	158,976.	4,344,707.	0.03659072982
2005	116,861.	3,340,991.	0.03497794517
2004	82,165.	2,423,633.	0.03390158493
2003	69,840.	1,537,015.	0.04543872376
2002	5,792.	1,097,821.	0.00527590563

2 Total of line 1, column (d)	2	0.15618488931
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	0.03123697786
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	4	5,431,187.
5 Multiply line 4 by line 3	5	169,654.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,803.
7 Add lines 5 and 6	7	173,457.
8 Enter qualifying distributions from Part XII, line 4	8	216,528.

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(e), or 4948 - see page 18 of the instructions)		
1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)	1	3,803.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3 Add lines 1 and 2	3	3,803.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	3,803.
6 Credits/Payments		
a 2007 estimated tax payments and 2006 overpayment credited to 2007	6a	1,948.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	1,948.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9		1,855.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10		
11 Enter the amount of line 10 to be Credited to 2008 estimated tax ► Refunded ► 11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?	1c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 13		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 14	10	X

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Part VII-A Statements Regarding Activities (continued)

- 11a At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) 11a X
- b If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a? 11b
- 12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract? 12 X
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **NONE** 13 X
- 14 The books are in care of ► **BANK OF AMERICA, N.A.** Telephone no ► **(214) 559-6304**
Located at ► **5500 PRESTON RD, SUITE B DALLAS, TX** ZIP + 4 ► **75205-2653**
- 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-F in lieu of Form 1041 - Check here ► **15**

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

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

- | | Yes | No |
|--|------------------------------|--|
| 1a During the year did the foundation (either directly or indirectly) | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? | 1b <input type="checkbox"/> | X |
| Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> | | |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007? | 1c <input type="checkbox"/> | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | |
| a At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| If "Yes," list the years ► <input type="checkbox"/> | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) | 2b <input type="checkbox"/> | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <input type="checkbox"/> | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If "Yes," did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007) | 3b <input type="checkbox"/> | N/A |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a <input type="checkbox"/> | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007? | 4b <input type="checkbox"/> | X |

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	'(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If you answered "Yes" to 6b, also file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 23 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 15		- 0 -	- 0 -	- 0 -

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 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		NONE	NONE	NONE

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 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	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 24 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 24 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 24 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	5,513,895.
b Average of monthly cash balances	1b	NONE
c Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	5,513,895.
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	5,513,895.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	82,708.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,431,187.
6 Minimum investment return. Enter 5% of line 5	6	271,559.

Part XI Distributable Amount (see page 25 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	271,559.
2a Tax on investment income for 2007 from Part VI, line 5	2a	3,803.
b Income tax for 2007 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	3,803.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	267,756.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	267,756.
6 Deduction from distributable amount (see page 25 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	267,756.

Part XII Qualifying Distributions (see page 26 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	216,528.
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	216,528.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	3,803.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	212,725.

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 26 of the instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				267,756.
2 Undistributed income, if any, as of the end of 2006			202,407.	
a Enter amount for 2006 only				
b Total for prior years 2005		NONE		
3 Excess distributions carryover, if any, to 2007				
a From 2002	NONE			
b From 2003	NONE			
c From 2004	NONE			
d From 2005	NONE			
e From 2006	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2007 from Part XII, line 4 ► \$ 216,528.			202,407.	
a Applied to 2006, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 27 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 27 of the instructions)	NONE			
d Applied to 2007 distributable amount				14,121.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2007 <i>(If an amount appears in column (d), the same amount must be shown in column (a))</i>	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
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 27 of the instructions		NONE		
e Undistributed income for 2006 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2007 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2008.				253,635.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2003	NONE			
b Excess from 2004	NONE			
c Excess from 2005	NONE			
d Excess from 2006	NONE			
e Excess from 2007	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling	►			
b Check box to indicate whether the foundation is a private operating foundation described in section	4942(j)(3) or 4942(j)(5)			
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years		
	(a) 2007	(b) 2006	(c) 2005	(d) 2004
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)(ii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 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 16

- b** The form in which applications should be submitted and information and materials they should include
SEE ATTACHED STATEMENT FOR LINE 2

- c** Any submission deadlines
SEE ATTACHED STATEMENT FOR LINE 2

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 19				
Total			► 3a	202,415.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

1 Program service revenue

a _____
 b _____
 c _____
 d _____
 e _____
 f _____

g Fees and contracts from government agencies

2 Membership dues and assessments

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5 Net rental income or (loss) from real estate

a Debt-financed property

b Not debt-financed property

6 Net rental income or (loss) from personal property

7 Other investment income

8 Gain or (loss) from sales of assets other than inventory

9 Net income or (loss) from special events

10 Gross profit or (loss) from sales of inventory

11 Other revenue a _____

b _____

c _____

d _____

e _____

12 Subtotal Add columns (b), (d), and (e)

13 Total. Add line 12, columns (b), (d), and (e)

(See worksheet in line 13 instructions on page 29 to verify calculations)

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					.
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)					401,026.
13 Total. Add line 12, columns (b), (d), and (e)					401,026.

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

NOT APPLICABLE

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

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

- 2 a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here 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

▶ *Sam Ramey*
Signature of officer or trustee

5-7-08

DIRECTOR

Paid Preparer's Use Only Preparer's signature Firm's name (or yours if self-employed), address, and ZIP code	<i>Nina Z. Behan</i> BANK OF AMERICA, N.A. P.O. BOX 831041 DALLAS, TX

Schedule of Contributors

OMB No 1545-0047

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

2007

Name of organization

HATTIE MAE LESLEY FOUNDATION, INC.

Employer identification number

75-2936754

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule - see instructions)

General Rule -

- For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules -

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc , purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of \$5,000 or more during the year) ► \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

For Paperwork Reduction Act Notice, see the Instructions
for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

Name of organization

HATTIE MAE LESLEY FOUNDATION, INC.

Employer identification number

75-2936754

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOSEPH D. LESLEY CHAR TR 52-7165953 P.O. BOX 831041 DALLAS, TX 75283-1041	\$ 847,380.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)

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			
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					57,843.	
426.00		10. ADOBE SYS INC PROPERTY TYPE: SECURITIES 414.00				P 05/04/2007	11/20/2007	
140.00		3. AEROPOSTALE COM PROPERTY TYPE: SECURITIES 134.00				P 05/14/2007	05/23/2007	
1,194.00		27. AEROPOSTALE COM PROPERTY TYPE: SECURITIES 1,204.00				P 05/14/2007	06/07/2007	
942.00		15. ALLERGAN INC PROPERTY TYPE: SECURITIES 911.00				P 05/04/2007	08/02/2007	
413.00		7. ALLERGAN INC PROPERTY TYPE: SECURITIES 425.00				P 05/04/2007	08/28/2007	
2,333.00		30. ALLIANCE DATA SYS CORP COM PROPERTY TYPE: SECURITIES 1,933.00				P 05/04/2007	05/22/2007	
740.00		35. AMERICAN MED SYS HLDGS INC COM PROPERTY TYPE: SECURITIES 631.00				P 05/04/2007	08/08/2007	
1,380.00		85. AMERICAN MED SYS HLDGS INC COM PROPERTY TYPE: SECURITIES 1,533.00				P 05/04/2007	10/10/2007	
3,751.00		35. APACHE CORP PROPERTY TYPE: SECURITIES 2,606.00				P 05/03/2007	11/07/2007	
476.00		15. ARCH COAL INC PROPERTY TYPE: SECURITIES 555.00				P 05/04/2007	09/06/2007	

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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)	
625.00		14. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES 582.00				P 05/04/2007	05/24/2007 43.00	
494.00		11. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES 457.00				P 05/04/2007	05/25/2007 37.00	
948.00		20. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES 831.00				P 05/04/2007	06/29/2007 117.00	
1,005.00		22. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES 914.00				P 05/04/2007	07/05/2007 91.00	
585.00		13. AUTODESK INC (DEL) PROPERTY TYPE: SECURITIES 540.00				P 05/04/2007	07/06/2007 45.00	
450.00		10. BARD C R INC PROPERTY TYPE: SECURITIES 416.00				P 05/04/2007	07/09/2007 34.00	
810.00		10. BARD C R INC PROPERTY TYPE: SECURITIES 838.00				P 07/03/2007	07/20/2007 -28.00	
881.00		11. BARD C R INC PROPERTY TYPE: SECURITIES 910.00				P 05/04/2007	08/08/2007 -29.00	
427.00		10. BE AEROSPACE INC PROPERTY TYPE: SECURITIES 372.00				P 05/04/2007	07/03/2007 55.00	
500.00		12. BE AEROSPACE INC PROPERTY TYPE: SECURITIES 447.00				P 05/04/2007	07/05/2007 53.00	
700.00		10. CANADIAN NAT RES LTD ISIN CA13638510 PROPERTY TYPE: SECURITIES 665.00				P 08/07/2007	09/04/2007 35.00	

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)	
1,367.00		20. CANADIAN NAT RES LTD ISIN CA13638510 PROPERTY TYPE: SECURITIES 1,277.00				P 05/04/2007	12/10/2007	90.00
683.00		10. CANADIAN NAT RES LTD ISIN CA13638510 PROPERTY TYPE: SECURITIES 639.00				P 05/04/2007	12/10/2007	44.00
135.00		3. CENTRAL EUROPEAN DIST CORP COM PROPERTY TYPE: SECURITIES 102.00				P 06/27/2007	09/04/2007	33.00
469.00		10. CENTRAL EUROPEAN DIST CORP COM PROPERTY TYPE: SECURITIES 341.00				P 06/27/2007	09/14/2007	128.00
334.00		7. CENTRAL EUROPEAN DIST CORP COM PROPERTY TYPE: SECURITIES 239.00				P 06/27/2007	10/18/2007	95.00
143.00		3. CENTRAL EUROPEAN DIST CORP COM PROPERTY TYPE: SECURITIES 100.00				P 06/07/2007	10/18/2007	43.00
376.00		7. CENTRAL EUROPEAN DIST CORP COM PROPERTY TYPE: SECURITIES 233.00				P 06/07/2007	11/05/2007	143.00
161.00		3. CENTRAL EUROPEAN DIST CORP COM PROPERTY TYPE: SECURITIES 97.00				P 05/04/2007	11/05/2007	64.00
732.00		10. CHATTEM INC PROPERTY TYPE: SECURITIES 622.00				P 07/20/2007	10/18/2007	110.00
1,464.00		20. CHATTEM INC PROPERTY TYPE: SECURITIES 1,244.00				P 07/20/2007	11/01/2007	220.00
669.00		10. CHATTEM INC PROPERTY TYPE: SECURITIES 602.00				P 08/07/2007	11/20/2007	67.00

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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)	
673.00		10. CHATTEM INC PROPERTY TYPE: SECURITIES 602.00			71.00	P 08/07/2007	11/26/2007	
673.00		10. CHATTEM INC PROPERTY TYPE: SECURITIES 575.00			98.00	P 07/27/2007	11/26/2007	
2,753.00		30. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 2,589.00			164.00	P 08/01/2007	12/13/2007	
1,835.00		20. CHEVRONTEXACO CORP COM PROPERTY TYPE: SECURITIES 1,589.00			246.00	P 05/03/2007	12/13/2007	
116.00		3. CIENA CORP COM PROPERTY TYPE: SECURITIES 101.00			15.00	P 06/07/2007	07/16/2007	
271.00		7. CIENA CORP COM PROPERTY TYPE: SECURITIES 235.00			36.00	P 06/07/2007	07/16/2007	
116.00		3. CIENA CORP COM PROPERTY TYPE: SECURITIES 90.00			26.00	P 05/04/2007	07/16/2007	
3,493.00		75. CITIGROUP INC PROPERTY TYPE: SECURITIES 4,025.00			-532.00	P 05/03/2007	08/01/2007	
381.00		10. CITRIX SYSTEMS INC PROPERTY TYPE: SECURITIES 362.00			19.00	P 08/28/2007	09/14/2007	
410.00		10. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES 418.00			-8.00	P 05/04/2007	11/01/2007	
395.00		10. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES 418.00			-23.00	P 05/04/2007	11/05/2007	

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)	
307.00		10. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES 418.00				P 05/04/2007	11/20/2007 -111.00	
340.00		10. COGNIZANT TECHNOLOGY SOLUTIONS CORP PROPERTY TYPE: SECURITIES 418.00				P 05/04/2007	12/10/2007 -78.00	
1,540.00		64. COLDWATER CREEK INC PROPERTY TYPE: SECURITIES 1,289.00				P 05/04/2007	05/30/2007 251.00	
265.00		20. COLDWATER CREEK INC PROPERTY TYPE: SECURITIES 478.00				P 06/07/2007	08/30/2007 -213.00	
610.00		46. COLDWATER CREEK INC PROPERTY TYPE: SECURITIES 926.00				P 05/04/2007	08/30/2007 -316.00	
265.00		20. COLDWATER CREEK INC PROPERTY TYPE: SECURITIES 403.00				P 05/04/2007	08/30/2007 -138.00	
121,700.00		7457.122 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 100,000.00				P 03/03/2005	05/07/2007 21,700.00	
72,802.00		4460.896 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 58,750.00				P 02/11/2005	05/07/2007 14,052.00	
47,234.00		2894.255 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 34,760.00				P 02/24/2004	05/07/2007 12,474.00	
33,300.00		2040.458 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 21,384.00				P 10/24/2003	05/07/2007 11,916.00	
33,135.00		2030.333 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 20,750.00				P 09/24/2003	05/07/2007 12,385.00	

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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)	
49,058.00		3006.012 COLUMBIA LARGE CAP VALUE FUND C				P 08/25/2003	05/07/2007	
		PROPERTY TYPE: SECURITIES					19,058.00	
		30,000.00						
17,574.00		1154.696 COLUMBIA SMALL CAP GROWTH FUND				P 02/24/2004	05/07/2007	
		PROPERTY TYPE: SECURITIES					115.00	
		17,459.00						
23,137.00		1520.147 COLUMBIA SMALL CAP GROWTH FUND				P 09/24/2003	05/07/2007	
		PROPERTY TYPE: SECURITIES						
		20,750.00					2,387.00	
18,555.00		1219.139 COLUMBIA SMALL CAP GROWTH FUND				P 10/24/2003	05/07/2007	
		PROPERTY TYPE: SECURITIES						
		16,434.00					2,121.00	
34,775.00		2284.844 COLUMBIA SMALL CAP GROWTH FUND				P 08/25/2003	05/07/2007	
		PROPERTY TYPE: SECURITIES						
		30,000.00					4,775.00	
173,098.00		10484.434 COLUMBIA MID CAP VALUE FUND CL				P 02/24/2004	05/07/2007	
		PROPERTY TYPE: SECURITIES						
		133,362.00					39,736.00	
43,203.00		1555.734 COLUMBIA MID CAP GROWTH FUND CL				P 03/03/2005	05/07/2007	
		PROPERTY TYPE: SECURITIES						
		33,000.00					10,203.00	
279.00		10. CONTINENTAL AIRLINES HOLDINGS CLASS				P 10/10/2007	12/10/2007	
		PROPERTY TYPE: SECURITIES						
		370.00					-91.00	
984.00		40. CONTINENTAL AIRLINES HOLDINGS CLASS				P 10/10/2007	12/14/2007	
		PROPERTY TYPE: SECURITIES						
		1,480.00					-496.00	
246.00		10. CONTINENTAL AIRLINES HOLDINGS CLASS				P 11/20/2007	12/14/2007	
		PROPERTY TYPE: SECURITIES						
		276.00					-30.00	
436.00		16. COOPER TIRE & RUBR CO				P 06/07/2007	06/15/2007	
		PROPERTY TYPE: SECURITIES						
		402.00					34.00	

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)	
164.00		6. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 151.00				P 06/07/2007	06/20/2007 13.00	
164.00		6. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 151.00				P 06/07/2007	06/26/2007 13.00	
55.00		2. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 50.00				P 06/07/2007	06/29/2007 5.00	
194.00		7. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 169.00				P 05/14/2007	06/29/2007 25.00	
168.00		6. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 145.00				P 05/14/2007	07/06/2007 23.00	
418.00		15. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 362.00				P 05/14/2007	07/16/2007 56.00	
254.00		9. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 217.00				P 05/14/2007	07/17/2007 37.00	
794.00		30. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 723.00				P 05/14/2007	07/20/2007 71.00	
79.00		3. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 72.00				P 05/14/2007	07/20/2007 7.00	
1,530.00		70. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 1,658.00				P 08/07/2007	11/01/2007 -128.00	
437.00		20. COOPER TIRE & RUBR CO PROPERTY TYPE: SECURITIES 440.00				P 08/17/2007	11/01/2007 -3.00	

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)	
686.00		10. COVANCE INC PROPERTY TYPE: SECURITIES 651.00				P 05/04/2007	07/20/2007	35.00
141.00		2. COVANCE INC PROPERTY TYPE: SECURITIES 130.00				P 05/04/2007	07/27/2007	11.00
712.00		10. COVANCE INC PROPERTY TYPE: SECURITIES 727.00				P 08/07/2007	08/17/2007	-15.00
666.00		26. COVANT HLDG CORP COM PROPERTY TYPE: SECURITIES 641.00				P 05/04/2007	06/22/2007	25.00
247.00		10. COVANT HLDG CORP COM PROPERTY TYPE: SECURITIES 246.00				P 05/04/2007	06/25/2007	1.00
249.00		10. COVANT HLDG CORP COM PROPERTY TYPE: SECURITIES 246.00				P 05/04/2007	06/26/2007	3.00
835.00		34. COVANT HLDG CORP COM PROPERTY TYPE: SECURITIES 838.00				P 05/04/2007	06/27/2007	-3.00
1,887.00		44. CYTYC CORP PROPERTY TYPE: SECURITIES 1,548.00				P 05/04/2007	05/21/2007	339.00
1,472.00		36. CYTYC CORP PROPERTY TYPE: SECURITIES 1,266.00				P 05/04/2007	06/07/2007	206.00
450.00		10. CYTYC CORP PROPERTY TYPE: SECURITIES 418.00				P 06/27/2007	07/13/2007	32.00
510.00		10. CYTYC CORP PROPERTY TYPE: SECURITIES 510.00				P 10/15/2007	10/22/2007	

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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			
2,038.00		40. CYTYC CORP PROPERTY TYPE: SECURITIES 1,671.00				P	06/27/2007	10/22/2007 367.00
261.00		9. DSW INC CL A PROPERTY TYPE: SECURITIES 342.00				P	05/04/2007	09/05/2007 -81.00
289.00		10. DSW INC CL A PROPERTY TYPE: SECURITIES 380.00				P	05/04/2007	09/06/2007 -91.00
867.00		31. DSW INC CL A PROPERTY TYPE: SECURITIES 1,178.00				P	05/04/2007	09/07/2007 -311.00
256.00		2. DEERE & CO PROPERTY TYPE: SECURITIES 259.00				P	07/20/2007	08/28/2007 -3.00
138.00		1. DEERE & CO PROPERTY TYPE: SECURITIES 130.00				P	07/20/2007	09/04/2007 8.00
135.00		1. DEERE & CO PROPERTY TYPE: SECURITIES 123.00				P	08/07/2007	09/07/2007 12.00
531.00		6. DEERE & CO PROPERTY TYPE: SECURITIES 369.00				P	08/07/2007	12/14/2007 162.00
354.00		4. DEERE & CO PROPERTY TYPE: SECURITIES 246.00				P	08/07/2007	12/14/2007 108.00
354.00		4. DEERE & CO PROPERTY TYPE: SECURITIES 240.00				P	07/27/2007	12/14/2007 114.00
354.00		4. DEERE & CO PROPERTY TYPE: SECURITIES 227.00				P	05/04/2007	12/14/2007 127.00

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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)	
4,814.00		75. ENCANA CORP COM PROPERTY TYPE: SECURITIES 4,108.00				P 05/03/2007	12/04/2007	706.00
252.00		3. EQUINIX INC NEW COM PROPERTY TYPE: SECURITIES 248.00				P 05/04/2007	05/23/2007	4.00
102.00		1. EQUINIX INC NEW COM PROPERTY TYPE: SECURITIES 97.00				P 10/10/2007	11/20/2007	5.00
102.00		1. EQUINIX INC NEW COM PROPERTY TYPE: SECURITIES 97.00				P 10/10/2007	11/26/2007	5.00
100,000.00		100000. FEDERAL HOME LN MTG CORP MTN PROPERTY TYPE: SECURITIES 100,000.00				P 03/13/2006	02/28/2007	
100,000.00		100000. FEDERAL HOME LN MTG CORP NT CALL PROPERTY TYPE: SECURITIES 99,008.00				P 03/13/2006	11/01/2007	992.00
100,000.00		100000. FEDERAL FARM CR BKS CONS BD PROPERTY TYPE: SECURITIES 100,500.00				P 02/23/2004	02/27/2007	-500.00
1,212.00		20. FEDERAL NATL MTG ASSN PROPERTY TYPE: SECURITIES 1,213.00				P 05/03/2007	07/31/2007	-1.00
10,300.00		175. FEDERAL NATL MTG ASSN PROPERTY TYPE: SECURITIES 10,617.00				P 05/03/2007	08/02/2007	-317.00
49,795.00		50000. FEDERAL NATL MTG ASSN BENCHMARK N PROPERTY TYPE: SECURITIES 49,795.00				P 02/11/2005	09/28/2007	
50,000.00		50000. FEDERAL NATL MTG ASSN BENCHMARK N PROPERTY TYPE: SECURITIES 50,000.00				P 02/11/2005	12/15/2007	

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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)	
1,113.00		12. F5 NETWORKS INC PROPERTY TYPE: SECURITIES 935.00				P 05/04/2007	07/27/2007	178.00
242.00		1. FIRST SOLAR INC COM PROPERTY TYPE: SECURITIES 106.00				P 09/04/2007	12/10/2007	136.00
428.00		10. GAMESTOP CORP NEW CL A COM PROPERTY TYPE: SECURITIES 332.00				P 05/04/2007	07/09/2007	96.00
470.00		10. GAMESTOP CORP NEW CL A COM PROPERTY TYPE: SECURITIES 332.00				P 05/04/2007	08/28/2007	138.00
1,181.00		20. GAMESTOP CORP NEW CL A COM PROPERTY TYPE: SECURITIES 665.00				P 05/04/2007	10/10/2007	516.00
578.00		10. GAMESTOP CORP NEW CL A COM PROPERTY TYPE: SECURITIES 332.00				P 05/04/2007	10/15/2007	246.00
649.00		11. GEN PROBE INC NEW COM PROPERTY TYPE: SECURITIES 580.00				P 05/04/2007	06/26/2007	69.00
506.00		8. GEN PROBE INC NEW COM PROPERTY TYPE: SECURITIES 422.00				P 05/04/2007	07/31/2007	84.00
997.00		14. GEN PROBE INC NEW COM PROPERTY TYPE: SECURITIES 738.00				P 05/04/2007	10/12/2007	259.00
487.00		7. GEN PROBE INC NEW COM PROPERTY TYPE: SECURITIES 369.00				P 05/04/2007	10/15/2007	118.00
785.00		33. GOLDCORP INC NEW COM PROPERTY TYPE: SECURITIES 824.00				P 05/04/2007	06/12/2007	-39.00

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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		
235.00		10. GOLDCORP INC NEW COM PROPERTY TYPE: SECURITIES 250.00				E 05/04/2007	06/27/2007 -15.00
686.00		32. GOLDCORP INC NEW COM PROPERTY TYPE: SECURITIES 799.00				E 05/04/2007	08/16/2007 -113.00
1,646.00		75. GOLDCORP INC NEW COM PROPERTY TYPE: SECURITIES 1,872.00				E 05/04/2007	08/17/2007 -226.00
1,461.00		80. GRAFTECH INTL LTD COM PROPERTY TYPE: SECURITIES 1,438.00				E 09/04/2007	11/01/2007 23.00
1,920.00		30. GRANITE CONSTR INC PROPERTY TYPE: SECURITIES 1,892.00				E 05/04/2007	05/14/2007 28.00
1,209.00		40. GREAT ATLANTIC & PAC TEA INC PROPERTY TYPE: SECURITIES 1,253.00				E 05/04/2007	05/14/2007 -44.00
1,593.00		30. HAEMONETICS CORP MASS PROPERTY TYPE: SECURITIES 1,499.00				E 05/04/2007	06/27/2007 94.00
14.00		.465 HERCULES OFFSHORE INC COM PROPERTY TYPE: SECURITIES 15.00				E 05/04/2007	07/12/2007 -1.00
480.00		18. HERCULES OFFSHORE INC COM PROPERTY TYPE: SECURITIES 579.00				E 05/04/2007	08/22/2007 -99.00
527.00		20. HERTZ GLOBAL HLDGS INC COM PROPERTY TYPE: SECURITIES 518.00				E 06/27/2007	07/03/2007 9.00
229.00		10. HERTZ GLOBAL HLDGS INC COM PROPERTY TYPE: SECURITIES 259.00				E 06/27/2007	07/27/2007 -30.00

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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)	
928.00		42. HERTZ GLOBAL HLDGS INC COM PROPERTY TYPE: SECURITIES 1,089.00				P 06/27/2007	07/30/2007 -161.00	
621.00		28. HERTZ GLOBAL HLDGS INC COM PROPERTY TYPE: SECURITIES 726.00				P 06/27/2007	07/31/2007 -105.00	
2,333.00		53. HILTON HOTELS CORP PROPERTY TYPE: SECURITIES 1,855.00				P 05/04/2007	08/06/2007 478.00	
2,144.00		47. HILTON HOTELS CORP PROPERTY TYPE: SECURITIES 1,645.00				P 05/04/2007	08/22/2007 499.00	
6,589.00		175. HOME DEPOT INC PROPERTY TYPE: SECURITIES 6,837.00				P 05/03/2007	07/31/2007 -248.00	
7,955.00		215. HOME DEPOT INC PROPERTY TYPE: SECURITIES 8,400.00				P 05/03/2007	08/31/2007 -445.00	
474.00		19. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 626.00				P 08/22/2007	12/13/2007 -152.00	
24.00		1. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 33.00				P 08/22/2007	12/14/2007 -9.00	
97.00		4. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 132.00				P 10/18/2007	12/14/2007 -35.00	
145.00		6. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 198.00				P 10/18/2007	12/14/2007 -53.00	
242.00		10. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 320.00				P 08/17/2007	12/14/2007 -78.00	

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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			
97.00		4. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 128.00				P 08/28/2007	12/14/2007	
144.00		6. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 191.00				P 08/28/2007	12/17/2007	
96.00		4. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 118.00				P 08/07/2007	12/17/2007	
240.00		10. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 296.00				P 08/07/2007	12/17/2007	
864.00		36. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 1,066.00				P 08/07/2007	12/17/2007	
480.00		20. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 592.00				P 08/07/2007	12/17/2007	
240.00		10. INTERSIL HLDG CORP CL A PROPERTY TYPE: SECURITIES 296.00				P 08/07/2007	12/17/2007	
5,590.00		65. ISHARES RUSSELL 1000 VALUE INDEX FUN PROPERTY TYPE: SECURITIES 5,414.00				P 08/02/2007	09/28/2007	
5,687.00		65. ISHARES RUSSELL 1000 VALUE INDEX FUN PROPERTY TYPE: SECURITIES 5,414.00				P 08/02/2007	10/08/2007	
6,041.00		135. J P MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 7,074.00				P 05/03/2007	07/31/2007	
1,263.00		40. JUNIPER NETWORKS INC PROPERTY TYPE: SECURITIES 1,173.00				P 11/26/2007	12/10/2007	

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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)	
3,795.00		110. KEYCORP NEW PROPERTY TYPE: SECURITIES 3,975.00				P 05/03/2007	08/01/2007	-180.00
3,318.00		79. KEYSAN CORP PROPERTY TYPE: SECURITIES 3,290.00				P 05/04/2007	08/27/2007	28.00
503.00		10. LIFE TIME FITNESS INC COM PROPERTY TYPE: SECURITIES 496.00				P 05/04/2007	11/20/2007	7.00
744.00		10. LOEWS CORP CAROLINA GROUP STK PROPERTY TYPE: SECURITIES 785.00				P 06/07/2007	08/28/2007	-41.00
744.00		10. LOEWS CORP CAROLINA GROUP STK PROPERTY TYPE: SECURITIES 785.00				P 06/07/2007	08/28/2007	-41.00
744.00		10. LOEWS CORP CAROLINA GROUP STK PROPERTY TYPE: SECURITIES 781.00				P 06/27/2007	08/28/2007	-37.00
744.00		10. LOEWS CORP CAROLINA GROUP STK PROPERTY TYPE: SECURITIES 769.00				P 08/07/2007	08/28/2007	-25.00
4,365.00		97. LYONDELL CHEMICAL CO COM PROPERTY TYPE: SECURITIES 3,288.00				P 05/04/2007	08/02/2007	1,077.00
602.00		10. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 587.00				P 05/04/2007	05/14/2007	15.00
598.00		10. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 587.00				P 05/04/2007	07/17/2007	11.00
583.00		10. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 601.00				P 07/27/2007	08/07/2007	-18.00

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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			
374.00		7. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 411.00				P	05/04/2007	08/09/2007 -37.00
534.00		10. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 587.00				P	05/04/2007	08/10/2007 -53.00
695.00		13. MEMC ELECTRONIC MATERIALS PROPERTY TYPE: SECURITIES 763.00				P	05/04/2007	08/10/2007 -68.00
2,423.00		30. MANPOWER INC WIS PROPERTY TYPE: SECURITIES 2,542.00				P	05/14/2007	07/27/2007 -119.00
1,426.00		32. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 1,457.00				P	05/04/2007	07/12/2007 -31.00
985.00		31. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 1,411.00				P	05/04/2007	12/14/2007 -426.00
223.00		7. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 319.00				P	05/04/2007	12/17/2007 -96.00
96.00		3. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 133.00				P	07/03/2007	12/17/2007 -37.00
223.00		7. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 310.00				P	07/03/2007	12/17/2007 -87.00
319.00		10. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 438.00				P	06/27/2007	12/17/2007 -119.00
319.00		10. MARRIOTT INTERNATIONAL CL A PROPERTY TYPE: SECURITIES 406.00				P	07/27/2007	12/17/2007 -87.00

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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)	
2,309.00		33. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 1,932.00				P 05/04/2007	05/11/2007	377.00
140.00		2. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 117.00				P 05/04/2007	05/14/2007	23.00
964.00		10. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 748.00				P 08/17/2007	09/04/2007	216.00
496.00		10. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 293.00				P 05/04/2007	09/14/2007	203.00
590.00		10. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 293.00				P 05/04/2007	10/10/2007	297.00
608.00		10. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 293.00				P 05/04/2007	10/15/2007	315.00
583.00		10. MCDERMOTT INTERNATIONAL INC * COM PROPERTY TYPE: SECURITIES 293.00				P 05/04/2007	11/05/2007	290.00
3,364.00		58. MEDIMMUNE INC PROPERTY TYPE: SECURITIES 3,293.00				P 05/04/2007	05/31/2007	71.00
246.00		11. MICROSEMI CORP COM PROPERTY TYPE: SECURITIES 300.00				P 11/05/2007	12/14/2007	-54.00
1,252.00		59. MICROSEMI CORP COM PROPERTY TYPE: SECURITIES 1,609.00				P 11/05/2007	12/17/2007	-357.00
383.00		13. NETWORK APPLIANCE INC PROPERTY TYPE: SECURITIES 494.00				P 05/04/2007	06/29/2007	-111.00

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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)	
870.00		30. NETWORK APPLIANCE INC PROPERTY TYPE: SECURITIES 1,140.00				P 05/04/2007	07/02/2007 -270.00	
485.00		17. NETWORK APPLIANCE INC PROPERTY TYPE: SECURITIES 646.00				P 05/04/2007	07/03/2007 -161.00	
285.00		10. NETWORK APPLIANCE INC PROPERTY TYPE: SECURITIES 307.00				P 06/07/2007	07/03/2007 -22.00	
1,689.00		40. NORDSTROM INC PROPERTY TYPE: SECURITIES 2,220.00				P 05/04/2007	10/15/2007 -531.00	
422.00		10. NORDSTROM INC PROPERTY TYPE: SECURITIES 473.00				P 08/07/2007	10/15/2007 -51.00	
451.00		10. NVIDIA CORP PROPERTY TYPE: SECURITIES 361.00				P 06/07/2007	07/09/2007 90.00	
452.00		10. NVIDIA CORP PROPERTY TYPE: SECURITIES 361.00				P 06/07/2007	07/20/2007 91.00	
455.00		10. NVIDIA CORP PROPERTY TYPE: SECURITIES 346.00				P 05/14/2007	07/27/2007 109.00	
733.00		20. NVIDIA CORP PROPERTY TYPE: SECURITIES 640.00				P 08/22/2007	10/10/2007 93.00	
367.00		10. NVIDIA CORP PROPERTY TYPE: SECURITIES 320.00				P 08/22/2007	10/15/2007 47.00	
1,863.00		30. NUVEEN INVESTMENTS COM CL A PROPERTY TYPE: SECURITIES 1,598.00				P 05/04/2007	06/29/2007 265.00	

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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)	
5,085.00		70. OCCIDENTAL PETROLEUM CORP PROPERTY TYPE: SECURITIES 3,637.00				P 05/03/2007	12/13/2007	1,448.00
1,486.00		20. OCEANEERING INC COMMON PROPERTY TYPE: SECURITIES 1,241.00				P 08/28/2007	09/14/2007	245.00
202.00		10. OMNIVISION TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 191.00				P 08/28/2007	09/04/2007	11.00
1,010.00		50. OMNIVISION TECHNOLOGIES INC PROPERTY TYPE: SECURITIES 936.00				P 08/22/2007	09/04/2007	74.00
1,163.00		50. PMI GROUP INC MASS PROPERTY TYPE: SECURITIES 2,430.00				P 05/04/2007	10/18/2007	-1,267.00
480.00		22. PAN AMERN SILVER CORP COM PROPERTY TYPE: SECURITIES 624.00				P 05/04/2007	08/16/2007	-144.00
1,511.00		68. PAN AMERN SILVER CORP COM PROPERTY TYPE: SECURITIES 1,928.00				P 05/04/2007	08/17/2007	-417.00
1,472.00		30. PANERA BREAD CO CL A PROPERTY TYPE: SECURITIES 1,682.00				P 05/04/2007	06/07/2007	-210.00
105.00		3. PATRIOT COAL CORP COM PROPERTY TYPE: SECURITIES 95.00				P 05/04/2007	11/05/2007	10.00
11.00		.3 PATRIOT COAL CORP COM PROPERTY TYPE: SECURITIES 10.00				P 05/04/2007	11/14/2007	1.00
623.00		10. PEDIATRIX MEDICAL GROUP INC PROPERTY TYPE: SECURITIES 585.00				P 05/04/2007	09/07/2007	38.00

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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)	
1,271.00		24. PENNEY J C INC PROPERTY TYPE: SECURITIES 1,914.00				P 05/04/2007	11/02/2007 -643.00	
315.00		6. PENNEY J C INC PROPERTY TYPE: SECURITIES 479.00				P 05/04/2007	11/05/2007 -164.00	
524.00		10. PENNEY J C INC PROPERTY TYPE: SECURITIES 685.00				P 08/07/2007	11/05/2007 -161.00	
402.00		10. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 552.00				P 08/07/2007	11/20/2007 -150.00	
121.00		3. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 160.00				P 05/04/2007	11/20/2007 -39.00	
402.00		10. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 533.00				P 05/04/2007	11/20/2007 -131.00	
161.00		4. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 213.00				P 05/04/2007	11/21/2007 -52.00	
402.00		10. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 533.00				P 05/04/2007	11/21/2007 -131.00	
123.00		3. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 160.00				P 05/04/2007	11/26/2007 -37.00	
410.00		10. PHILLIPS VAN HEUSEN CORP PROPERTY TYPE: SECURITIES 533.00				P 05/04/2007	11/26/2007 -123.00	
1,273.00		11. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 1,185.00				P 05/04/2007	06/12/2007 88.00	

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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)	
1,084.00		8. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 862.00				P 05/04/2007	07/23/2007	222.00
272.00		2. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 263.00				P 09/14/2007	11/20/2007	9.00
152.00		1. PRECISION CASTPARTS CORP PROPERTY TYPE: SECURITIES 132.00				P 09/14/2007	12/10/2007	20.00
1,535.00		30. PRICE T ROWE GROUP INC COM PROPERTY TYPE: SECURITIES 1,500.00				P 05/04/2007	06/27/2007	35.00
3,154.00		55. QUEST DIAGNOSTICS INC PROPERTY TYPE: SECURITIES 2,680.00				P 05/03/2007	10/10/2007	474.00
694.00		14. REDWOOD TRUST COM PROPERTY TYPE: SECURITIES 716.00				P 05/04/2007	07/03/2007	-22.00
1,728.00		50. REDWOOD TRUST COM PROPERTY TYPE: SECURITIES 2,558.00				P 05/04/2007	10/02/2007	-830.00
1,444.00		32. ROGERS COMMUNICATIONS INC CL B PROPERTY TYPE: SECURITIES 1,278.00				P 05/04/2007	08/22/2007	166.00
1,295.00		40. SBA COMMUNICATIONS CORP PROPERTY TYPE: SECURITIES 1,402.00				P 07/09/2007	08/07/2007	-107.00
1,238.00		50. SAVVIS INC NEW COM PROPERTY TYPE: SECURITIES 2,497.00				P 05/04/2007	12/10/2007	-1,259.00
178.00		20. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 181.00				P 11/01/2007	11/07/2007	-3.00

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)	
71.00		8. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 69.00				P 09/14/2007	11/07/2007	2.00
166.00		20. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 172.00				P 09/14/2007	11/08/2007	-6.00
265.00		32. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 276.00				P 09/14/2007	11/08/2007	-11.00
124.00		15. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 122.00				P 09/07/2007	11/08/2007	2.00
175.00		20. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 163.00				P 09/07/2007	11/15/2007	12.00
18.00		2. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 16.00				P 09/07/2007	11/15/2007	2.00
175.00		20. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 163.00				P 09/07/2007	11/16/2007	12.00
202.00		23. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 187.00				P 09/07/2007	11/16/2007	15.00
170.00		20. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 163.00				P 09/07/2007	11/20/2007	7.00
170.00		20. SKYWORKS SOLUTIONS INC COM PROPERTY TYPE: SECURITIES 163.00				P 09/07/2007	11/20/2007	7.00
1,940.00		100. SOVEREIGN BANCORP INC PROPERTY TYPE: SECURITIES 2,456.00				P 05/03/2007	07/31/2007	-516.00

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)	
8,656.00		125. TXU CORP COM PROPERTY TYPE: SECURITIES 8,139.00				P 05/03/2007	10/11/2007	
204.00		10. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 295.00				P 07/20/2007	08/03/2007	
491.00		24. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 642.00				P 05/04/2007	08/03/2007	
811.00		42. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 1,123.00				P 05/04/2007	08/03/2007	
200.00		10. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 267.00				P 05/04/2007	08/06/2007	
440.00		22. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 588.00				P 05/04/2007	08/06/2007	
194.00		10. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 267.00				P 05/04/2007	08/07/2007	
428.00		22. TETRA TECHNOLOGIES INC DEL PROPERTY TYPE: SECURITIES 588.00				P 05/04/2007	08/07/2007	
457.00		10. TESSERA TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 454.00				P 05/04/2007	05/14/2007	
377.00		10. TESSERA TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 454.00				P 05/04/2007	11/20/2007	
114.00		1. TEXTRON INC PROPERTY TYPE: SECURITIES 103.00				P 05/04/2007	07/03/2007	

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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			
713.00		10. TEXTRON INC PROPERTY TYPE: SECURITIES 515.00				P	05/04/2007	12/14/2007 198.00
361.00		10. TRIMBLE NAV LTD PROPERTY TYPE: SECURITIES 329.00				P	07/03/2007	08/01/2007 32.00
505.00		14. TRIMBLE NAV LTD PROPERTY TYPE: SECURITIES 452.00				P	06/27/2007	08/01/2007 53.00
361.00		10. TRIMBLE NAV LTD PROPERTY TYPE: SECURITIES 323.00				P	06/27/2007	08/01/2007 38.00
342.00		9. TRIMBLE NAV LTD PROPERTY TYPE: SECURITIES 290.00				P	06/27/2007	08/02/2007 52.00
642.00		17. TRIMBLE NAV LTD PROPERTY TYPE: SECURITIES 548.00				P	06/27/2007	08/07/2007 94.00
378.00		10. TRIMBLE NAV LTD PROPERTY TYPE: SECURITIES 323.00				P	06/27/2007	08/07/2007 55.00
552.00		10. UNDER ARMOUR INC CL A COM PROPERTY TYPE: SECURITIES 484.00				P	07/03/2007	07/30/2007 68.00
55.00		1. UNDER ARMOUR INC CL A COM PROPERTY TYPE: SECURITIES 46.00				P	06/07/2007	07/30/2007 9.00
632.00		10. UNDER ARMOUR INC CL A COM PROPERTY TYPE: SECURITIES 459.00				P	06/07/2007	07/31/2007 173.00
821.00		13. UNDER ARMOUR INC CL A COM PROPERTY TYPE: SECURITIES 597.00				P	06/07/2007	07/31/2007 224.00

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)	
989.00		16. UNDER ARMOUR INC CL A COM PROPERTY TYPE: SECURITIES 735.00				P 06/07/2007	254.00	07/31/2007
100,000.00		100000. UNITED STATES TREAS NT DTD 05/02 PROPERTY TYPE: SECURITIES 100,113.00				P 05/17/2005	-113.00	04/30/2007
1,668.00		35. WACHOVIA CORP 2ND NEW PROPERTY TYPE: SECURITIES 1,944.00				P 05/03/2007	-276.00	07/31/2007
31.00		.75 COVIDIEN LTD COM PROPERTY TYPE: SECURITIES 31.00				P 05/03/2007		07/30/2007
3,001.00		73. COVIDIEN LTD COM PROPERTY TYPE: SECURITIES 3,055.00				P 05/03/2007	-54.00	07/31/2007
528.00		13. ENDURANCE SPECIALITY HLDGS LTD COM PROPERTY TYPE: SECURITIES 475.00				P 05/04/2007	53.00	07/02/2007
1,272.00		10. FOSTER WHEELER LTD NEW COM PROPERTY TYPE: SECURITIES 895.00				P 08/17/2007	377.00	09/14/2007
276.00		2. FOSTER WHEELER LTD NEW COM PROPERTY TYPE: SECURITIES 141.00				P 05/04/2007	135.00	11/20/2007
135.00		1. FOSTER WHEELER LTD NEW COM PROPERTY TYPE: SECURITIES 70.00				P 05/04/2007	65.00	11/26/2007
492.00		3. FOSTER WHEELER LTD NEW COM PROPERTY TYPE: SECURITIES 211.00				P 05/04/2007	281.00	12/10/2007
1,416.00		30. NOBLE CORPORATION COM PROPERTY TYPE: SECURITIES 1,403.00				P 08/17/2007	13.00	10/10/2007

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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			
37.00		.75 TYCO INTL LTD COM PROPERTY TYPE: SECURITIES 39.00				P	05/03/2007	07/30/2007 -2.00
3,486.00		73. TYCO INTL LTD COM PROPERTY TYPE: SECURITIES 3,767.00				P	05/03/2007	07/31/2007 -281.00
29.00		.75 TYCO ELECTRONICS LTD COM PROPERTY TYPE: SECURITIES 28.00				P	05/03/2007	07/30/2007 1.00
2,621.00		73. TYCO ELECTRONICS LTD COM PROPERTY TYPE: SECURITIES 2,773.00				P	05/03/2007	07/31/2007 -152.00
TOTAL GAIN(LOSS)							----- 210,801. =====	

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

JOSEPH D. LESLEY CHAR TR 52-7165953

CONTRIBUTOR ADDRESS:

P.O. BOX 831041

DALLAS, TX 75283-1041

CONTRIBUTION DATE:

12/31/2007

DIRECT PUBLIC SUPPORT 847,380.

TOTAL DIRECT PUBLIC SUPPORT:

847,380.

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STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABBOTT LABS	15.	15.
AETNA INC NEW COM	9.	9.
AIR PRODS & CHEMS INC	33.	33.
ALLERGAN INC	7.	7.
ALTRIA GROUP INC COM	742.	742.
AMEREN CORP	116.	116.
ANADARKO PETE CORP	86.	86.
ANNALY MTG MGMT INC COM	178.	178.
AON CORP	25.	25.
APACHE CORP	57.	57.
ARCH COAL INC	13.	13.
BARD C R INC	18.	18.
BARNES & NOBLE INC	28.	28.
BRANDYWINE REALTY TRUST SH BEN INT	58.	58.
BRITISH AMERICAN TOBACCO PLC (UK/US\$) IS	49.	49.
CIT GROUP INC NEW COM	59.	59.
CVS CAREMARK CORP COM	11.	11.
CANADIAN NAT RES LTD ISIN CA1363851017 C	5.	5.
CHESAPEAKE ENERGY CORP	12.	12.
CHEVRONTEXACO CORP COM	365.	365.
CHUBB CORP	116.	116.
COCA COLA CO	14.	14.
COLONIAL BANCGROUP INC	38.	38.
COLONIAL PPTYS TR COM SH BEN INT	28.	28.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	1,602.	1,602.
COLUMBIA MARSICO GROWTH FUND CLASS Z SHA	1,490.	1,490.
COLUMBIA LARGE CAP INDEX FUND CLASS Z SH	19,645.	19,645.
COLUMBIA MULTI-ADVISOR INTL EQUITY FUND	31,877.	31,877.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	372.	372.
CONOCOPHILLIPS COM	560.	560.
COOPER TIRE & RUBR CO	17.	17.
DEERE & CO	24.	24.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DEVON ENERGY CORPORATION	111.	111.
ENCANA CORP COM	30.	30.
FEDERAL HOME LN MTG CORP MTN CALL 9/1/05	8,250.	8,250.
FEDERAL HOME LN MTG CORP MTN CALL 2/8/07	5,000.	5,000.
FEDERAL HOME LN MTG CORP MTN	2,869.	2,869.
FEDERAL HOME LN MTG CORP NT CALL 11/1/07	5,479.	5,479.
FEDERAL FARM CR BKS CONS BD	1,275.	1,275.
FEDERAL FARM CR BKS CONS BD CALL 5/29/09	4,163.	4,163.
FEDERAL HOME LN BKS CONS BD CALL 6/1/09	2,688.	2,688.
FEDERAL HOME LN MTG CORP	536.	536.
FEDERAL NATL MTG ASSN	420.	420.
FEDERAL NATL MTG ASSN NT	16,125.	16,125.
FEDERAL NATL MTG ASSN BENCHMARK NT CALL	3,875.	3,875.
FEDERAL NATL MTG ASSN BENCHMARK NT	4,151.	4,151.
FEDERAL NATL MTG ASSN MTN SER 1	7,750.	7,750.
FEDERAL NATL MTG ASSN MTN CALL 11/28/03	3,200.	3,200.
FEDERAL NATL MTG ASSN MTN CALL 9/8/05 @1	11,100.	11,100.
FEDERAL HOME LN MTG CORP REFERENCE NT	4,875.	4,875.
FEDERAL NATL MTG ASSN NT	1,219.	1,219.
GENERAL ELEC CO	246.	246.
GENUINE PARTS CO	37.	37.
GOLDCORP INC NEW COM	7.	7.
GOODRICH B F CO	6.	6.
GREAT PLAINS ENERGY INC COM	95.	95.
GUESS ? INC	7.	7.
HCP INC REIT	16.	16.
HARTFORD FINANCIAL SVCS GRP	105.	105.
HASBRO INC	24.	24.
HEALTH CARE PPTY INVS INC	16.	16.
HEALTH CARE REIT INC	79.	79.
HILTON HOTELS CORP	4.	4.
HOME DEPOT INC	136.	136.
ISTAR FINANCIAL INC	216.	216.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
IMPERIAL TOBACCO GROUP ADR UNITED KINGDO	34.	34.
INTEGRYS ENERGY GROUP INC COM	113.	113.
INTERSIL HLDG CORP CL A	13.	13.
ISHARES RUSSELL 1000 VALUE INDEX FUND	198.	198.
J P MORGAN CHASE & CO COM	51.	51.
KEYCORP NEW	237.	237.
KEYSPAN CORP	56.	56.
LILLY ELI & CO	121.	121.
LOWES COS INC	59.	59.
LYONDELL CHEMICAL CO COM	22.	22.
MACYS INC COM	40.	40.
MANPOWER INC WIS	10.	10.
MARRIOTT INTERNATIONAL CL A	10.	10.
MATTEL INC	51.	51.
MONEYGRAM INTERNATIONAL INC COM	9.	9.
NEW YORK CMNTY BANCORP INC COM	30.	30.
NISOURCE INC	46.	46.
NOBLE ENERGY INC COM	10.	10.
NORDSTROM INC	12.	12.
NORTHROP GRUMMAN CORP	211.	211.
NUVEEN INVESTMENTS COM CL A	7.	7.
OCCIDENTAL PETROLEUM CORP	80.	80.
OLD REP INTL CORP	73.	73.
PMI GROUP INC MASS	5.	5.
PNC BK CORP	224.	224.
PEABODY ENERGY CORP COM	4.	4.
PENNEY J C INC	14.	14.
PENSKE AUTOMOTIVE GROUP INC COM	11.	11.
PENTAIR INC	22.	22.
PFIZER INC	718.	718.
PHILLIPS VAN HEUSEN CORP	5.	5.
PIONEER NATURAL RESOURCES CO	7.	7.
PRECISION CASTPARTS CORP	3.	3.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRICE T ROWE GROUP INC COM	5.	5.
PRINCIPAL FINL GROUP INC COM	48.	48.
PROGRESS ENERGY INC COM	98.	98.
QUEST DIAGNOSTICS INC	11.	11.
REDWOOD TRUST COM	86.	86.
ROGERS COMMUNICATIONS INC CL B	16.	16.
ROWAN COS INC	20.	20.
SEMPRA ENERGY	24.	24.
SOVEREIGN BANCORP INC	77.	77.
TELEPHONE & DATA SYS INC SPL COM	18.	18.
TEXTRON INC	45.	45.
3M CO COM	288.	288.
TYCO INTERNATIONAL LTD	30.	30.
UDR INC REITS	9.	9.
US BANCORP DEL COM NEW	148.	148.
UNITED STATES TREAS NT DTD 05/02/05 3.62	1,813.	1,813.
UNITED STATES TREAS NTS DTD 05/16/05 3.7	3,750.	3,750.
UNITED TECHNOLOGIES CORP	115.	115.
VERIZON COMMUNICATIONS	234.	234.
WACHOVIA CORP 2ND NEW	516.	516.
WASHINGTON MUTUAL INC	756.	756.
WILLIAMS COS INC	30.	30.
WYETH COM	335.	335.
XCEL ENERGY INC COM	26.	26.
BANK OF AMERICA MONEY MARKET SAVINGS ACC	37,351.	37,351.
ENDURANCE SPECIALITY HLDGS LTD COM	81.	81.
NOBLE CORPORATION COM	2.	2.
SEAGATE TECHNOLOGY COM	8.	8.
TOTAL	190,225.	190,225.

FORM 990PF, PART I - LEGAL FEES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BISIGNANO & HARRISON LLP	13,061.			13,061.
TOTALS	13,061.	NONE	NONE	13,061.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE- BANK OF AMERICA	990.			990.
TOTALS	990.	NONE	NONE	990.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
	-----	-----
INVESTMENT MGMT FEE- BANK OF AMERICA	19,620.	19,620.
TOTALS	19,620.	19,620.
	=====	=====

FORM 990PF, PART I - TAXES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1,130.	1,130.
EXCISE TAX - PRIOR YEAR	983.	
FEDERAL ESTIMATES - INCOME	974.	
FEDERAL ESTIMATES - PRINCIPAL	974.	
TOTALS	4,061.	1,130.

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER INVESTMENT FEE	1.	1.	
CORP REPRESENATION			
FEE - CT CORP	62.		62.
TOTALS	63.	1.	62.
	=====	=====	=====

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

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT - 2006	2,280.
NET ROUNDING DIFFERENCE	2.
ROC ADJUSTMENT - 2007	217.
TOTAL	2,499.

STATEMENT 11

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

DESCRIPTION	AMOUNT
MUTUAL FUND ADJUSTMENT - 2007	1,339.
TOTAL	1,339.

STATEMENT 12

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

TX

STATEMENT 13

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

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
JOSEPH D. LESLEY CHAR TR 52-7165953 P.O. BOX 831041 DALLAS, TX 75283-1041	12/31/2007	847,380.
TOTAL CONTRIBUTION AMOUNTS		847,380.

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

OFFICER NAME:

JOSEPH D. LESLEY - C/O BOA, N.A.

ADDRESS:

5500 PRESTON RD, SUITE B
DALLAS, TX 75205-2653

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SARAH A. KEEYES - C/O BOA, N.A.

ADDRESS:

5500 PRESTON RD, SUITE B
DALLAS, TX 75205-2653

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

SAMMY JOE RAMSEY - C/O BOA, N.A.

ADDRESS:

5500 PRESTON RD, SUITE B
DALLAS, TX 75205-2653

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

STATEMENT 15

RECIPIENT NAME:

JANE SHEA - BANK OF AMERICA, N.A.

ADDRESS:

5500 PRESTON RD, SUITE B
DALLAS, TX 75205-2653

RECIPIENT'S PHONE NUMBER: 214-559-6304

FORM, INFORMATION AND MATERIALS:

HATTIE MAE LESLEY FOUNDATION GRANT APPLICATION MAY BE REQUESTED
FROM THE CONTACT NAMED ABOVE

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

RESTRICTED TO ORGANIZATIONS DESCRIBED IN IRC SECTION 501(C) (3)

STATEMENT 16

RECIPIENT NAME:

FORT WORTH OPERA
ASSOCIATION, INC.

ADDRESS:

1300 GENDY ST
FORT WORTH, TX 76107

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT CHILDREN'S OPERA THEATRE PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 30,000.

RECIPIENT NAME:

PROSPER OPEN FOUNDATION, INC.

ADDRESS:

P.O. BOX 158
PROSPER, TX 75078

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROSPER EAGLE BASEBALL PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 39,150.

RECIPIENT NAME:

PROSPER OPEN FOUNDATION, INC.

ADDRESS:

P.O. BOX 158
PROSPER, TX 75078

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 5TH GRADE CAMP GRADY SPRUCE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 5,215.

STATEMENT 17

RECIPIENT NAME:

PROSPER OPEN FOUNDATION, INC.

ADDRESS:

P.O. BOX 158
PROSPER, TX 75078

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PROSPER HIGH SCHOOL BAND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

LOW BIRTH WEIGHT DEVELOPMENT
CENTER

ADDRESS:

345 CALUMET AVE
DALLAS, TX 75211

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 'JUMP START TO SUCCESS'

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SANTA FE OPERA FOUNDATION

ADDRESS:

P.O. BOX 2408
SANTA FE, NM 87504

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT CAPITAL CAMPAIGN

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 50,000.

STATEMENT 18

RECIPIENT NAME:

UPLIFT EDUCATION FOUNDATION

ADDRESS:

606 E ROYAL LN
IRVING, TX 75039

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOOL FACILITY AND INSTRUCTIONAL EQUIPMENT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 55,550.

RECIPIENT NAME:

DALLAS SYMPHONY ORCHESTRA
GUILD

ADDRESS:

6116 N CENTRAL EXPY, SUITE 920
DALLAS, TX 75206

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT ARTS EDUCATION THROUGH MUSIC

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C) (3)

AMOUNT OF GRANT PAID 2,500.

TOTAL GRANTS PAID:

202,415.

STATEMENT 19

ASSET SUMMARY

AS OF 12/31/07

ACCOUNT
30-01-100-1211408

HATTIE MAE LESLEY FDN - COMB

PAGE 1

TYPE OF ASSET	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD
CASH AND CASH EQUIVALENTS					
INCOME CASH	-297.92	-297.92	.005		
PRINCIPAL CASH	297.92	297.92	.005		
MONEY MARKET FUNDS	1,191,365.12	1,191,365.12	19.016	56,101.38	4.7
TOTAL CASH AND CASH EQUIVALENTS	1,191,365.12	1,191,365.12	19.016	56,101.38	4.7
FIXED INCOME					
GOVERNMENT AND AGENCY	1,801,597.52	1,831,856.50	29.239	84,937.50	4.6
EQUITIES					
CONSUMER DISCRETIONARY	65,646.75	56,556.69	.903	680.61	1.2
CONSUMER STAPLES	53,876.87	60,458.96	.965	1,941.66	3.2
ENERGY	131,007.72	162,454.26	2.593	1,785.54	1.1
FINANCIALS	203,930.36	141,092.49	2.252	6,845.14	4.9
HEALTH CARE	151,241.56	147,712.75	2.358	2,009.86	1.4
INDUSTRIALS	94,394.35	104,453.47	1.667	1,704.59	1.6
INFORMATION TECHNOLOGY	43,749.95	43,670.29	.697	59.46	.1
MATERIALS	13,594.71	14,661.42	.234	102.68	.7
TELECOMMUNICATION SERVICES	35,746.51	36,724.08	.586	1,862.49	5.1
UTILITIES	22,054.97	22,172.19	.354	900.30	4.1
MUTUAL FUNDS-EQUITY	1,963,604.00	2,418,267.31	38.599	27,658.40	1.1
OTHER EQUITIES	14,993.84	15,462.56	.247	254.80	1.6
TOTAL EQUITIES	2,793,841.59	3,223,686.47	51.455	45,805.53	1.4
ALTERNATIVE INVESTMENTS					
REAL ESTATE	23,591.47	18,163.62	.290	1,404.62	7.7
TOTAL ASSETS	5,810,395.70	6,265,071.71	100.000	188,249.03	3.0
ACCOUNT TOTAL	5,810,395.70	6,265,071.71	100.003		

L I S T O F A S S E T S

AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
CASH AND CASH EQUIVALENTS							
MONEY MARKET FUNDS							
101,840.610	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (INCOME INVESTMENT) CUSIP NO: 994458719 ACCOUNT 30-01-100-0421875	101,840.61		101,840.61	4.71	4,795.67	4.7
1,053,779.320	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 30-01-100-0421875	1,053,779.32		1,053,779.32	4.71	49,622.47	4.7
1,606.480	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (INCOME INVESTMENT) CUSIP NO: 994458719 ACCOUNT 30-01-100-1211374	1,606.48		1,606.48	4.71	75.65	4.7
3,552.140	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 30-01-100-1211374	3,552.14		3,552.14	4.71	167.27	4.7
5,040.310	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 30-01-100-1211382	5,040.31		5,040.31	4.71	237.35	4.7
6,170.610	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (INCOME INVESTMENT) CUSIP NO: 994458719 ACCOUNT 30-01-100-1211390	6,170.61		6,170.61	4.71	290.57	4.7

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AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
19,375.650	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 30-01-100-1211390	19,375.65		19,375.65	4.71	912.40	4.7
	TOTAL MONEY MARKET FUNDS	<u>1,191,365.12</u>		<u>1,191,365.12</u>		<u>56,101.38</u>	<u>4.7</u>
	TOTAL CASH AND CASH EQUIVALENTS	<u>1,191,365.12</u>		<u>1,191,365.12</u>		<u>56,101.38</u>	<u>4.7</u>
FIXED INCOME							
GOVERNMENT AND AGENCY							
100,000	FEDERAL HOME LN MTG CORP MTN CALL 2/8/07 @100 DTD 02/08/06 5.000% DUE 02/08/08 MOODYS: AAA S&P: AAA CUSIP NO: 3128X4F48 ACCOUNT 30-01-100-0421875	99,600.00	100.03	100,034.00	5.00	5,000.00	5.0
100,000	UNITED STATES TREAS NT DTD 05/16/05 3.750% DUE 05/15/08 MOODYS: AAA S&P: AAA CUSIP NO: 912828DT4 ACCOUNT 30-01-100-0421875	100,230.47	100.11	100,117.00	3.75	3,750.00	3.7
100,000	FEDERAL NATL MTG ASSN BENCHMARK NT CALL 11/17/05 @100 DTD 11/17/03 3.875% DUE 11/17/08 MOODYS: AAA S&P: AAA CUSIP NO: 31359MTQ6 ACCOUNT 30-01-100-0421875	99,503.00	99.75	99,750.00	3.88	3,875.00	3.9
100,000	FEDERAL NATL MTG ASSN MTN CALL 11/28/03 @100 DTD 05/28/03 3.200% DUE 11/28/08 MOODYS: AAA S&P: AAA CUSIP NO: 3136F3UG9 ACCOUNT 30-01-100-0421875	100,000.00	99.21	99,219.00	3.20	3,200.00	3.2

L I S T O F A S S E T S

AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
100,000	FEDERAL HOME LN MTG CORP REFERENCE NT DTD 02/13/06 4.875% DUE 02/17/09 MOODYS: AAA S&P: AAA CUSIP NO: 3137EAAA7 ACCOUNT 30-01-100-0421875	99,426.30	101.03	101,031.00	4.88	4,875.00	4.8
200,000	FEDERAL HOME LN MTG CORP MTN CALL 9/1/05 @100 DTD 09/01/04 4.125% DUE 09/01/09 MOODYS: AAA S&P: AAA CUSIP NO: 3128X3VA8 ACCOUNT 30-01-100-0421875	199,652.00	100.83	201,674.00	4.13	8,250.00	4.1
200,000	FEDERAL NATL MTG ASSN MTN SER 1 DTD 01/14/05 3.875% DUE 02/15/10 MOODYS: AAA S&P: AAA CUSIP NO: 31359MXH1 ACCOUNT 30-01-100-0421875	198,682.00	100.65	201,312.00	3.88	7,750.00	3.8
300,000	FEDERAL NATL MTG ASSN NT DTD 11/23/01 5.375% DUE 11/15/11 MOODYS: AAA S&P: AAA CUSIP NO: 31359MLS0 ACCOUNT 30-01-100-0421875	303,512.40	105.68	317,064.00	5.38	16,125.00	5.1
150,000	FEDERAL NATL MTG ASSN NT DTD 05/18/07 4.875% DUE 05/18/12 MOODYS: AAA S&P: AAA CUSIP NO: 31398ABX9 ACCOUNT 30-01-100-0421875	151,216.35	103.90	155,859.00	4.88	7,312.50	4.7

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AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
100,000	FEDERAL HOME LN BKS CONS BD CALL 6/1/09 @100 DTD 06/01/07 5.375% DUE 06/01/12 MOODYS: AAA S&P: AAA CUSIP NO: 3133XKYQ2 ACCOUNT 30-01-100-0421875	100,000.00	102.25	102,250.00	5.38	5,375.00	5.3
150,000	FEDERAL FARM CR BKS CONS BD CALL 5/29/09 @100 DTD 05/29/07 5.550% DUE 05/29/14 MOODYS: AAA S&P: AAA CUSIP NO: 31331XZY1 ACCOUNT 30-01-100-0421875	149,775.00	102.03	153,046.50	5.55	8,325.00	5.4
200,000	FEDERAL NATL MTG ASSN MTN CALL 9/8/05 @100 DTD 06/08/05 5.550% DUE 06/08/15 MOODYS: AAA S&P: AAA CUSIP NO: 3136F66U8 ACCOUNT 30-01-100-0421875	200,000.00	100.25	200,500.00	5.55	11,100.00	5.5
TOTAL GOVERNMENT AND AGENCY		1,801,597.52		1,831,856.50		84,937.50	4.6
TOTAL FIXED INCOME		1,801,597.52		1,831,856.50		84,937.50	4.6
EQUITIES							
CONSUMER DISCRETIONARY							
62	BARNES & NOBLE INC CUSIP NO: 067774109 ACCOUNT 30-01-100-1211374	2,475.66	34.45	2,135.90	.60	37.20	1.7
91	CABLEVISION NY GROUP CLASS A COM CUSIP NO: 12686C109 ACCOUNT 30-01-100-1211374	3,265.73	24.50	2,229.50			

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 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
40	CROCS INC CUSIP NO: 227046109 ACCOUNT 30-01-100-1211382	1,844.06	36.81	1,472.40			
83	DREAMWORKS ANIMATION INC CL A COM CUSIP NO: 26153C103 ACCOUNT 30-01-100-1211374	2,486.68	25.54	2,119.82			
50	GAMESTOP CORP NEW CL A COM CUSIP NO: 36467W109 ACCOUNT 30-01-100-1211382	1,661.62	62.11	3,105.50			
50	GENUINE PARTS CO CUSIP NO: 372460105 ACCOUNT 30-01-100-1211374	2,462.50	46.30	2,315.00	1.46	73.00	3.2
60	GUESS INC CUSIP NO: 401617105 ACCOUNT 30-01-100-1211382	2,927.45	37.89	2,273.40	.32	19.20	.8
75	HASBRO INC CUSIP NO: 418056107 ACCOUNT 30-01-100-1211374	2,450.25	25.58	1,918.50	.64	48.00	2.5
50	LIFE TIME FITNESS INC CUSIP NO: 53217R207 ACCOUNT 30-01-100-1211382	2,479.50	49.68	2,484.00			
490	LOWES COS INC CUSIP NO: 548661107 ACCOUNT 30-01-100-1211390	14,435.36	22.62	11,083.80	.32	156.80	1.4
155	MACYS INC CUSIP NO: 55616P104 ACCOUNT 30-01-100-1211390	6,742.50	25.87	4,009.85	.52	80.60	2.0

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AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
68	MATTEL INC CUSIP NO: 577081102 ACCOUNT 30-01-100-1211374	1,527.00	19.04	1,294.72	.75	51.00	3.9
70	PENSKE AUTOMOTIVE GROUP INC CUSIP NO: 70959W103 ACCOUNT 30-01-100-1211382	1,392.85	17.46	1,222.20	.36	25.20	2.1
10	PRICELINE COM INC COM NEW CUSIP NO: 741503403 ACCOUNT 30-01-100-1211382	1,055.99	114.86	1,148.60			
51	ROGERS COMMUNICATIONS INC CL B CANADIAN CUSIP NO: 775109200 ACCOUNT 30-01-100-1211374	2,036.94	45.25	2,307.75	.51	25.76	1.1
565	STAPLES INC CUSIP NO: 855030102 ACCOUNT 30-01-100-1211390	13,107.02	23.07	13,034.55	.29	163.85	1.3
87	TIME WARNER CABLE INC CL A COM CUSIP NO: 88732J108 ACCOUNT 30-01-100-1211374	3,295.64	27.60	2,401.20			
TOTAL CONSUMER DISCRETIONARY		65,646.75		56,556.69		680.61	1.2
CONSUMER STAPLES							
515	ALTRIA GROUP INC CUSIP NO: 02209S103 ACCOUNT 30-01-100-1211390	35,880.05	75.58	38,923.70	3.00	1,545.00	4.0

L I S T O F A S S E T S

AS OF 12/31/07

ACCOUNT
30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
65	BRITISH AMERN TOB PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 110448107 ACCOUNT 30-01-100-1211390	4,083.30	78.56	5,106.40	2.33	151.58	3.0
110	CVS CAREMARK CORP CUSIP NO: 126650100 ACCOUNT 30-01-100-1211382	4,026.60	39.75	4,372.50	.24	26.40	.6
47	CENTRAL EUROPEAN DIST CORP CUSIP NO: 153435102 ACCOUNT 30-01-100-1211382	1,517.16	58.08	2,729.76			
40	COCA COLA CO CUSIP NO: 191216100 ACCOUNT 30-01-100-1211374	2,459.23	61.37	2,454.80	1.36	54.40	2.2
40	IMPERIAL TOBACCO GROUP PLC SPONSORED ADR UNITED KINGDOM CUSIP NO: 453142101 ACCOUNT 30-01-100-1211390	3,476.00	107.28	4,291.20	2.83	113.28	2.6
34	PEPSICO INC CUSIP NO: 713448108 ACCOUNT 30-01-100-1211374	2,434.53	75.90	2,580.60	1.50	51.00	2.0
TOTAL CONSUMER STAPLES		53,876.87		60,458.96		1,941.66	3.2
ENERGY							
50	NOBLE CORP CAYMAN ISLANDS CUSIP NO: G65422100 ACCOUNT 30-01-100-1211382	2,650.99	56.51	2,825.50	.16	8 00	.3

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AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
28	WEATHERFORD INTL LTD BERMUDA CUSIP NO: G95089101 ACCOUNT 30-01-100-1211374	1,594.53	68.60	1,920.80			
20	WEATHERFORD INTL LTD BERMUDA CUSIP NO: G95089101 ACCOUNT 30-01-100-1211382	1,290.17	68.60	1,372.00			
110	ACERGY S A SPONSORED ADR LUXEMBOURG CUSIP NO: 00443E104 ACCOUNT 30-01-100-1211382	2,452.96	21.97	2,416.70	.18	19.80	.8
59	ANADARKO PETE CORP CUSIP NO: 032511107 ACCOUNT 30-01-100-1211374	3,119.59	65.69	3,875.71	.36	21.24 ^ .5	
300	ANADARKO PETE CORP CUSIP NO: 032511107 ACCOUNT 30-01-100-1211390	13,767.00	65.69	19,707.00	.36	108.00	.5
155	APACHE CORP CUSIP NO: 037411105 ACCOUNT 30-01-100-1211390	11,542.85	107.54	16,668.70	.60	93.00	.6
51	ARCH COAL INC CUSIP NO: 039380100 ACCOUNT 30-01-100-1211374	1,885.98	44.93	2,291.43	.28	14.28	.6
90	CHESAPEAKE ENERGY CORP CUSIP NO: 165167107 ACCOUNT 30-01-100-1211382	3,189.78	39.20	3,528.00	.27	24.30	.7

L I S T O F A S S E T S

AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
170	CHEVRON CORP CUSIP NO: 166764100 ACCOUNT 30-01-100-1211390	13,506.50	93.33	15,866.10	2.32	394.40	2.5
455	CONOCOPHILLIPS CUSIP NO: 20825C104 ACCOUNT 30-01-100-1211390	31,859.10	88.30	40,176.50	1.64	746.20	1.9
280	DEVON ENERGY CORP NEW CUSIP NO: 25179M103 ACCOUNT 30-01-100-1211390	21,319.29	88.91	24,894.80	.56	156.80	.6
59	HERCULES OFFSHORE INC CUSIP NO: 427093109 ACCOUNT 30-01-100-1211374	1,898.04	23.78	1,403.02			
60	NEWFIELD EXPL CO CUSIP NO: 651290108 ACCOUNT 30-01-100-1211382	2,780.62	52.70	3,162.00			
41	NOBLE ENERGY INC CUSIP NO: 655044105 ACCOUNT 30-01-100-1211374	2,500.18	79.52	3,260.32	.48	19.68	.6
100	OCCIDENTAL PETE CORP DEL CUSIP NO: 674599105 ACCOUNT 30-01-100-1211390	5,196.00	76.99	7,699.00	1.00	100.00	1.3
48	PIONEER NAT RES CO CUSIP NO: 723787107 ACCOUNT 30-01-100-1211374	2,458.56	48.84	2,344.32	.28	13.44	.6
66	ROWAN COS INC CUSIP NO: 779382100 ACCOUNT 30-01-100-1211374	2,549.58	39.46	2,604.36	.40	26.40	1.0

L I S T O F A S S E T S

AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
40	ULTRA PETE CORP CANADA CUSIP NO: 903914109 ACCOUNT 30-01-100-1211374	2,520.00	71.50	2,860.00			
100	WILLIAMS COS INC DEL CUSIP NO: 969457100 ACCOUNT 30-01-100-1211382	2,926.00	35.78	3,578.00	.40	40.00	1.1
TOTAL ENERGY		131,007.72		162,454.26		1,785.54	1.1
FINANCIALS							
67	ENDURANCE SPECIALITY HLDGS LTD BERMUDA CUSIP NO: G30397106 ACCOUNT 30-01-100-1211374	2,449.52	41.73	2,795.91	1.00	67.00	2.4
47	ENDURANCE SPECIALITY HLDGS LTD BERMUDA CUSIP NO: G30397106 ACCOUNT 30-01-100-1211382	1,775.29	41.73	1,961.31	1.00	47.00	2.4
60	MF GLOBAL LTD ISIN BMG606421086 BERMUDA CUSIP NO: G60642108 ACCOUNT 30-01-100-1211382	1,760.69	31.47	1,888.20			
82	AON CORP CUSIP NO: 037389103 ACCOUNT 30-01-100-1211374	3,453.84	47.69	3,910.58	.60	49.20	1.3
40	ASSURANT INC CUSIP NO: 04621X108 ACCOUNT 30-01-100-1211382	2,638.81	66.90	2,676.00	.48	19.20	.7

L I S T O F A S S E T S

AS OF 12/31/07

 ACCOUNT
 30-01-100-1211408 HATTIE MAE LESLEY FDN - COMB

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
235	CIT GROUP INC NEW COM CUSIP NO: 125581108 ACCOUNT 30-01-100-1211390	8,455.19	24.03	5,647.05	1.00	235.00	4.2
200	CHUBB CORP CUSIP NO: 171232101 ACCOUNT 30-01-100-1211390	10,892.00	54.58	10,916.00	1.16	232.00	2.1
100	COLONIAL BANCGROUP INC CUSIP NO: 195493309 ACCOUNT 30-01-100-1211374	2,475.00	13.54	1,354.00	.75	75.00	5.5
445	FEDERAL HOME LN MTG CORP CUSIP NO: 313400301 ACCOUNT 30-01-100-1211390	29,101.28	34.07	15,161.15	1.00	445.00	2.9
275	FEDERAL NATL MTG ASSN CUSIP NO: 313586109 ACCOUNT 30-01-100-1211390	16,684.25	39.98	10,994.50	2.00	550.00	5.0
105	HARTFORD FINL SVCS GROUP INC CUSIP NO: 416515104 ACCOUNT 30-01-100-1211390	10,826.55	87.19	9,154.95	2.12	222.60	2.4
180	KEYCORP NEW CUSIP NO: 493267108 ACCOUNT 30-01-100-1211390	6,505.20	23.45	4,221.00	1.50	270.00	6.4
102	MONEYGRAM INTERNATIONAL INC CUSIP NO: 60935Y109 ACCOUNT 30-01-100-1211374	2,879.89	15.37	1,567.74	.20	20.40	1.3
130	NEW YORK CMNTY BANCORP INC CUSIP NO: 649445103 ACCOUNT 30-01-100-1211382	2,403.03	17.58	2,285.40	1.00	130.00	5.7

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
30	NORTHERN TR CORP CUSIP NO: 665859104 ACCOUNT 30-01-100-1211382	2,094.57	76.58	2,297.40	1.12	33.60	1.5
153	OLD REP INTL CORP CUSIP NO: 680223104 ACCOUNT 30-01-100-1211374	3,287.97	15.41	2,357.73	.64	97.92	4.2
190	PNC FINL SVCS GROUP INC CUSIP NO: 693475105 ACCOUNT 30-01-100-1211390	13,963.70	65.65	12,473.50	2.52	478.80	3.8
20	PRICE T ROWE GROUP INC CUSIP NO: 741447108 ACCOUNT 30-01-100-1211382	1,227.48	60.88	1,217.60	.96	19.20	1.6
53	PRINCIPAL FINL GROUP INC CUSIP NO: 74251V102 ACCOUNT 30-01-100-1211374	3,350.13	68.84	3,648.52	.90	47.70	1.3
101	SOVEREIGN BANCORP INC CUSIP NO: 845905108 ACCOUNT 30-01-100-1211374	2,466.42	11.40	1,151.40	.32	32.32	2.8
330	SOVEREIGN BANCORP INC CUSIP NO: 845905108 ACCOUNT 30-01-100-1211390	8,104.80	11.40	3,762.00	.32	105.60	2.8
260	US BANCORP DEL COM NEW CUSIP NO: 902973304 ACCOUNT 30-01-100-1211390	8,763.06	31.74	8,252.40	1.70	442.00	5.4
525	WACHOVIA CORP 2ND NEW COM CUSIP NO: 929903102 ACCOUNT 30-01-100-1211390	26,198.59	38.03	19,965.75	2.56	1,344.00	6.7

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
840	WASHINGTON MUT INC CUSIP NO: 939322103 ACCOUNT 30-01-100-1211390	32,173.10	13.61	11,432.40	2.24	1,881.60	16.5
TOTAL FINANCIALS		203,930.36		141,092.49		6,845.14	4.9
HEALTH CARE							
59	COVIDIEN LTD BERMUDA CUSIP NO: G2552X108 ACCOUNT 30-01-100-1211374	2,443.51	44.29	2,613.11	.64	37.76	1.4
45	ABBOTT LABS CUSIP NO: 002824100 ACCOUNT 30-01-100-1211374	2,440.96	56.15	2,526.75	1.30	58.50	2.3
230	AETNA INC NEW COM CUSIP NO: 00817Y108 ACCOUNT 30-01-100-1211390	11,060.70	57.73	13,277.90	.04	9.20	.1
34	ALLERGAN INC CUSIP NO: 018490102 ACCOUNT 30-01-100-1211382	2,064.48	64.24	2,184.16	.20	6.80	.3
240	AMGEN INC CUSIP NO: 031162100 ACCOUNT 30-01-100-1211390	14,970.30	46.44	11,145.60			
19	BARD C R INC CUSIP NO: 067383109 ACCOUNT 30-01-100-1211374	1,571.87	94.80	1,801.20	.60	11.40	.6
40	BARD C R INC CUSIP NO: 067383109 ACCOUNT 30-01-100-1211382	3,268.69	94.80	3,792.00	.60	24.00	.6

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
50	CELGENE CORP CUSIP NO: 151020104 ACCOUNT 30-01-100-1211382	3,122.30	46.21	2,310.50			
50	CERNER CORP CUSIP NO: 156782104 ACCOUNT 30-01-100-1211382	2,710.85	56.40	2,820.00			
30	CHARLES RIV LABORATORIES INTL INC COM CUSIP NO: 159864107 ACCOUNT 30-01-100-1211382	1,974.38	65.80	1,974.00			
38	COVANCE INC CUSIP NO: 222816100 ACCOUNT 30-01-100-1211382	2,473.73	86.62	3,291.56			
50	COVENTRY HEALTH CARE INC CUSIP NO: 222862104 ACCOUNT 30-01-100-1211382	2,945.79	59.25	2,962.50			
52	GENZYME CORP COM GENL DIV CUSIP NO: 372917104 ACCOUNT 30-01-100-1211374	3,416.74	74.44	3,870.88			
100	GILEAD SCIENCES INC CUSIP NO: 375558103 ACCOUNT 30-01-100-1211382	4,012.83	46.01	4,601.00			
40	HAEMONETICS CORP CUSIP NO: 405024100 ACCOUNT 30-01-100-1211382	2,098.30	63.02	2,520.80			
36	HOLOGIC INC CUSIP NO: 436440101 ACCOUNT 30-01-100-1211382	2,377.33	68.64	2,471.04			

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
95	LILLY ELI & CO CUSIP NO: 532457108 ACCOUNT 30-01-100-1211390	5,604.05	53.39	5,072.05	1.88	178.60	3.5
40	PEDIATRIX MED GROUP CUSIP NO: 705324101 ACCOUNT 30-01-100-1211382	2,339.60	68.15	2,726.00			
850	PFIZER INC CUSIP NO: 717081103 ACCOUNT 30-01-100-1211390	22,583.50	22.73	19,320.50	1.28	1,088.00	5.6
62	SCHEIN HENRY INC CUSIP NO: 806407102 ACCOUNT 30-01-100-1211374	3,317.00	61.40	3,806.80			
70	THERMO FISHER SCIENTIFIC CORP CUSIP NO: 883556102 ACCOUNT 30-01-100-1211382	3,721.23	57.68	4,037.60			
440	UNITEDHEALTH GROUP INC CUSIP NO: 91324P102 ACCOUNT 30-01-100-1211390	23,145.61	58.20	25,608.00	.03	13.20	.1
520	WYETH CUSIP NO: 983024100 ACCOUNT 30-01-100-1211390	27,577.81	44.19	22,978.80	1.12	582.40	2.5
TOTAL HEALTH CARE		151,241.56		147,712.75		2,009.86	1.4
INDUSTRIALS							
50	COOPER INDS LTD NEW BERMUDA COM CUSIP NO: G24182100 ACCOUNT 30-01-100-1211382	2,626.83	52.88	2,644.00	.84	42.00	1.6

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24	FOSTER WHEELER LTD NEW COM CUSIP NO: G36535139 ACCOUNT 30-01-100-1211382	1,686.24	155.02	3,720.48			
108	BE AEROSPACE INC CUSIP NO: 073302101 ACCOUNT 30-01-100-1211382	4,069.20	52.90	5,713.20			
63	CINTAS CORP CUSIP NO: 172908105 ACCOUNT 30-01-100-1211374	2,492.62	33.62	2,118.06	.39	24.57	1.2
40	DEERE & CO CUSIP NO: 244199105 ACCOUNT 30-01-100-1211382	2,272.60	93.12	3,724.80	1.00	40.00	1.1
440	GENERAL ELEC CO CUSIP NO: 369604103 ACCOUNT 30-01-100-1211390	16,412.00	37.07	16,310.80	1.24	545.60	3.3
40	GOODRICH CORP CUSIP NO: 382388106 ACCOUNT 30-01-100-1211382	2,616.53	70.61	2,824.40	.90	36.00	1.3
60	KBR INC CUSIP NO: 48242W106 ACCOUNT 30-01-100-1211382	2,519.32	38.80	2,328.00			
60	MCDERMOTT INTL INC PANAMA CUSIP NO: 580037109 ACCOUNT 30-01-100-1211382	1,963.95	59.03	3,541.80	.20	12.00	.3
190	NORTHROP GRUMMAN CORP CUSIP NO: 666807102 ACCOUNT 30-01-100-1211390	13,957.40	78.64	14,941.60	1.48	281.20	1.9

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
74	PENTAIR INC CUSIP NO: 709631105 ACCOUNT 30-01-100-1211374	2,460.50	34.81	2,575.94	.60	44.40	1.7
25	PRECISION CASTPARTS CORP CUSIP NO: 740189105 ACCOUNT 30-01-100-1211382	2,804.70	138.70	3,467.50	.12	3.00	.1
100	SPIRIT AEROSYSTEMS HLDGS INC CL A COM CUSIP NO: 848574109 ACCOUNT 30-01-100-1211382	3,656.85	34.50	3,450.00			
48	TEXTRON INC CUSIP NO: 883203101 ACCOUNT 30-01-100-1211374	2,475.60	71.30	3,422.40	.92	44.16	1.3
48	TEXTRON INC CUSIP NO: 883203101 ACCOUNT 30-01-100-1211382	2,471.76	71.30	3,422.40	.92	44.16	1.3
210	3M CO CUSIP NO: 88579Y101 ACCOUNT 30-01-100-1211390	17,732.04	84.32	17,707.20	1.92	403.20	2.3
51	U S G CORP COM NEW CUSIP NO: 903293405 ACCOUNT 30-01-100-1211374	2,476.05	35.79	1,825.29	.10	5.10	.3
140	UNITED TECHNOLOGIES CORP CUSIP NO: 913017109 ACCOUNT 30-01-100-1211390	9,700.16	76.54	10,715.60	1.28	179.20	1.7
TOTAL INDUSTRIALS		94,394.35		104,453.47		1,704.59	1.6

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
INFORMATION TECHNOLOGY							
80	SEAGATE TECHNOLOGY CAYMAN ISLANDS CUSIP NO: G7945J104 ACCOUNT 30-01-100-1211382	1,906.36	25.50	2,040.00	.40	32.00	1.6
40	LOGITECH INTL S A SWITZERLAND CUSIP NO: H50430232 ACCOUNT 30-01-100-1211382	1,433.41	36.64	1,465.60			
100	ADOBE SYS INC CUSIP NO: 00724F101 ACCOUNT 30-01-100-1211382	4,107.90	42.73	4,273.00	.03	2.50	.1
56	AFFILIATED COMPUTER SERVICES CL A CUSIP NO: 008190100 ACCOUNT 30-01-100-1211374	3,081.90	45.10	2,525.60			
104	BROADRIDGE FINL SOLUTIONS INC CUSIP NO: 11133T103 ACCOUNT 30-01-100-1211374	2,341.06	22.43	2,332.72	.24	24.96	1.1
70	CITRIX SYS INC CUSIP NO: 177376100 ACCOUNT 30-01-100-1211382	2,333.71	38.01	2,660.70			
100	COGNIZANT TECHNOLOGY SOLUTIONS CL A CUSIP NO: 192446102 ACCOUNT 30-01-100-1211382	4,015.55	33.94	3,394.00			
65	EQUINIX INC NEW COM CUSIP NO: 29444U502 ACCOUNT 30-01-100-1211382	5,552.24	101.07	6,569.55			

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
106	F5 NETWORKS INC CUSIP NO: 315616102 ACCOUNT 30-01-100-1211382	4,061.83	28.52	3,023.12			
170	FOUNDRY NETWORKS INC CUSIP NO: 35063R100 ACCOUNT 30-01-100-1211382	3,081.80	17.52	2,978.40			
40	JUNIPER NETWORKS INC CUSIP NO: 48203R104 ACCOUNT 30-01-100-1211382	1,287.05	33.20	1,328.00			
130	NVIDIA CORP CUSIP NO: 67066G104 ACCOUNT 30-01-100-1211382	3,648.86	34.02	4,422.60			
100	OMNITURE INC CUSIP NO: 68212S109 ACCOUNT 30-01-100-1211382	3,350.49	33.29	3,329.00			
80	TESSERA TECHNOLOGIES INC CUSIP NO: 88164L100 ACCOUNT 30-01-100-1211382	3,547.79	41.60	3,328.00			
TOTAL INFORMATION TECHNOLOGY		43,749.95		43,670.29		59.46	.1
MATERIALS							
43	AIR PRODS & CHEMS INC CUSIP NO: 009158106 ACCOUNT 30-01-100-1211374	3,307.13	98.63	4,241.09	1.52	65.36	1.5
70	F M C CORP COM NEW CUSIP NO: 302491303 ACCOUNT 30-01-100-1211382	3,764.97	54.55	3,818.50	.42	29.40	.8

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
201	IVANHOE MINES LTD CANADA CUSIP NO: 46579N103 ACCOUNT 30-01-100-1211374	2,492.40	10.73	2,156.73			
33	PEABODY ENERGY CORP CUSIP NO: 704549104 ACCOUNT 30-01-100-1211374	1,522.87	61.64	2,034.12	.24	7.92	.4
66	SILVER STANDARD RES INC CANADA CUSIP NO: 82823L106 ACCOUNT 30-01-100-1211374	2,507.34	36.53	2,410.98			
TOTAL MATERIALS		13,594.71		14,661.42		102.68	.7
TELECOMMUNICATION SERVICES							
39	MILLICOM INTL CELLULAR S A LUXEMBOURG CUSIP NO: L6388F110 ACCOUNT 30-01-100-1211374	3,285.36	117.94	4,599.66			
100	AMERICAN TOWER CORP CL A CUSIP NO: 029912201 ACCOUNT 30-01-100-1211382	3,834.80	42.60	4,260.00			
47	CIENA CORP CUSIP NO: 171779309 ACCOUNT 30-01-100-1211382	1,402.95	34.11	1,603.17			
105	HUTCHISON TELECOMMUNICATIONS INTL LTD SPONSORED ADR CAYMAN ISLANDS CUSIP NO: 44841T107 ACCOUNT 30-01-100-1211374	2,377.48	22.65	2,378.25	12.92	1,356.71	57.0

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UNITS	ASSET DESCRIPTION	FEDERAL TAX COST	MARKET PRICE	MARKET VALUE	ESTIMATED RATE	ESTIMATED INCOME	CURRENT YIELD
80	NII HLDGS INC COM NEW CUSIP NO: 62913F201 ACCOUNT 30-01-100-1211382	6,296.60	48.32	3,865.60			
40	SBA COMMUNICATIONS CORP CUSIP NO: 78388J106 ACCOUNT 30-01-100-1211382	1,221.10	33.84	1,353.60			
62	TELEPHONE & DATA SYS INC SPL COM CUSIP NO: 879433860 ACCOUNT 30-01-100-1211374	3,350.48	57.60	3,571.20	.39	24.18	.7
34	UNITED STATES CELLULAR CORP CUSIP NO: 911684108 ACCOUNT 30-01-100-1211374	2,506.14	84.10	2,859.40			
280	VERIZON COMMUNICATIONS INC CUSIP NO: 92343V104 ACCOUNT 30-01-100-1211390	11,471.60	43.69	12,233.20	1.72	481.60	3.9
TOTAL TELECOMMUNICATION SERVICES		35,746.51		36,724.08		1,862.49	5.1
UTILITIES							
61	AMEREN CORP CUSIP NO: 023608102 ACCOUNT 30-01-100-1211374	3,294.00	54.21	3,306.81	2.54	154.94	4.7
9	FIRST SOLAR INC CUSIP NO: 336433107 ACCOUNT 30-01-100-1211382	956.46	267.14	2,404.26			
76	GREAT PLAINS ENERGY INC CUSIP NO: 391164100 ACCOUNT 30-01-100-1211374	2,469.24	29.32	2,228.32	1.66	126.16	5.7

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57	INTEGRYS ENERGY GROUP INC CUSIP NO: 45822P105 ACCOUNT 30-01-100-1211374	3,305.43	51.69	2,946.33	2.64	150.48	5.1
132	NISOURCE INC CUSIP NO: 65473P105 ACCOUNT 30-01-100-1211374	3,093.07	18.89	2,493.48	.92	121.44	4.9
80	PROGRESS ENERGY INC CUSIP NO: 743263105 ACCOUNT 30-01-100-1211374	4,144.80	48.43	3,874.40	2.46	196.80	5.1
39	SEMPRA ENERGY CUSIP NO: 816851109 ACCOUNT 30-01-100-1211374	2,458.56	61.88	2,413.32	1.24	48.36	2.0
111	XCEL ENERGY INC CUSIP NO: 98389B100 ACCOUNT 30-01-100-1211374	2,333.41	22.57	2,505.27	.92	102.12	4.1
TOTAL UTILITIES		22,054.97		22,172.19		900.30	4.1
MUTUAL FUNDS-EQUITY							
5,346.727	COLUMBIA ACORN USA FUND CLASS Z SHARES CUSIP NO: 197199805 ACCOUNT 30-01-100-0421875	165,000.00	27.97	149,547.95	.05	261.99	.2
28,771.367	COLUMBIA MARSICO GROWTH FUND CLASS Z SHARES CUSIP NO: 19765H180 ACCOUNT 30-01-100-0421875	531,036.00	23.30	670,372.85	.05	1,496.11	.2
36,346.070	COLUMBIA LARGE CAP INDEX FUND CLASS Z SHARES CUSIP NO: 19765H321 ACCOUNT 30-01-100-0421875	830,517.00	28.37	1,031,138.01	.54	19,626.88	1.9

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32,504.785	COLUMBIA MULTI-ADVISOR INTL EQUITY FUND CLASS Z SHARES CUSIP NO: 19765H677 ACCOUNT 30-01-100-0421875	437,051.00	17.45	567,208.50	.19	6,273.42	1.1
	TOTAL MUTUAL FUNDS-EQUITY	1,963,604.00		2,418,267.31		27,658.40	1.1
OTHER EQUITIES							
130	ISHARES RUSSELL 1000 VALUE INDEX FUND CUSIP NO: 464287598 ACCOUNT 30-01-100-1211390	10,827.54	80.25	10,432.50	1.96	254.80	2.4
61	STREETTRACKS GOLD TR GOLD SHS CUSIP NO: 863307104 ACCOUNT 30-01-100-1211374	4,166.30	82.46	5,030.06			
	TOTAL OTHER EQUITIES	14,993.84		15,462.56		254.80	1.6
	TOTAL EQUITIES	2,793,841.59		3,223,686.47		45,805.53	1.4
ALTERNATIVE INVESTMENTS							
REAL ESTATE							
212	ANNALY MTG MGMT INC CUSIP NO: 035710409 ACCOUNT 30-01-100-1211374	3,369.19	18.18	3,854.16	1.36	288.32	7.5
100	BRANDYWINE RLTY TR SH BEN INT NEW CUSIP NO: 105368203 ACCOUNT 30-01-100-1211374	3,303.00	17.93	1,793.00	1.76	176.00	9.8

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67	COLONIAL PPTYS TR COM SH BEN INT CUSIP NO: 195872106 ACCOUNT 30-01-100-1211374	3,293.72	22.63	1,516.21	2.00	134.00	8.8
95	HCP INC REIT CUSIP NO: 40414L109 ACCOUNT 30-01-100-1211374	3,295.55	34.78	3,304.10	1.78	169.10	5.1
75	HEALTH CARE REIT INC CUSIP NO: 42217K106 ACCOUNT 30-01-100-1211374	3,295.50	44.69	3,351.75	2.64	198.00	5.9
86	ISTAR FINL INC CUSIP NO: 45031U101 ACCOUNT 30-01-100-1211374	4,103.92	26.05	2,240.30	3.48	299.28	13.4
106	UDR INC REITS CUSIP NO: 902653104 ACCOUNT 30-01-100-1211374	2,930.59	19.85	2,104.10	1.32	139.92	6.6
TOTAL REAL ESTATE		23,591.47		18,163.62		1,404.62	7.7
TOTAL ALTERNATIVE INVESTMENTS		23,591.47		18,163.62		1,404.62	7.7
TOTAL FOR ACCOUNT		5,810,395.70		6,265,071.71		188,249.03	3.0
TOTAL ASSETS		5,810,395.70		6,265,071.71			