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

2008

Department of the Treasury
Internal Revenue Service (77)

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

For calendar year 2008, or tax year beginning

, 2008, and ending

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

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

THE BATTLE FAMILY FOUNDATION
290 INTERSTATE NORTH #200
ATLANTA, GA 30339

A Employer identification number

58-6343708

B Telephone number (see the instructions)

404-956-0520

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)

► \$ 2,805,565.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	69,901.	69,901.	69,901.	
	4 Dividends and interest from securities	72,466.	72,466.	72,466.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-150,708.			
	b Gross sales price for all assets on line 6a 2,063,461.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
SEE STATEMENT 1	14,221.	8,843.	8,843.		
12 Total. Add lines 1 through 11	5,880.	151,210.	151,210.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) SEE ST 2	2,214.	2,214.	2,214.	
	c Other prof fees (attach sch) SEE ST 3	6,204.	6,204.	6,204.	
	17 Interest				
	18 Taxes (attach schedule) SEE STMT 4	5,502.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	13,920.	8,418.	8,418.		
25 Contributions, gifts, grants paid PART XV	650,000.			650,000.	
26 Total expenses and disbursements. Add lines 24 and 25	663,920.	8,418.	8,418.	650,000.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-658,040.				
b Net investment income (if negative, enter -0-)		142,792.			
c Adjusted net income (if negative, enter -0-)			142,792.		

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing	766,639.	748,449.	
	2 Savings and temporary cash investments			
	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 the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	2,635,706.	1,995,858.	2,805,565.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)	2.		
	16 Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	3,402,347.	2,744,307.	2,805,565.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUNDS	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
NET ASSETS OR FUND BALANCES	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,402,347.	2,744,307.	
	30 Total net assets or fund balances (see the instructions)	3,402,347.	2,744,307.	
	31 Total liabilities and net assets/fund balances (see the instructions)	3,402,347.	2,744,307.	

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	3,402,347.
2 Enter amount from Part I, line 27a	2	-658,040.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	2,744,307.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,744,307.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a CHARLES SCHWAB SHORT TERM GAINS		P	VARIOUS	VARIOUS
b CHARLES SCHWAB SHORT TERM LOSSES		P	VARIOUS	VARIOUS
c CHARLES SCHWAB LONG TERM GAINS		P	VARIOUS	VARIOUS
d CHARLES SCHWAB LONG TERM LOSSES		P	VARIOUS	VARIOUS
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 698,241.		694,866.	3,375.
b 502,064.		658,132.	-156,068.
c 710,471.		675,233.	35,238.
d 152,685.		185,938.	-33,253.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			3,375.
b			-156,068.
c			35,238.
d			-33,253.
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	-150,708.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 </div>		3	-152,693.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	119,000.	2,554,010.	0.046593
2006	60,000.	2,005,316.	0.029920
2005		1,418,414.	
2004	100,711.	911,540.	0.110484
2003	108,914.	540,425.	0.201534
2 Total of line 1, column (d)			2 0.388531
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 0.077706
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 3,869,638.
5 Multiply line 4 by line 3			5 300,694.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,428.
7 Add lines 5 and 6			7 302,122.
8 Enter qualifying distributions from Part XII, line 4			8 650,000.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see 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	1,428.
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, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,428.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,428.
6 Credits/Payments:			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a		
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		48.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		1,476.
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 2009 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input type="checkbox"/> <u>N/A</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities *Continued*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>WILLIAM R. BATTLE III</u> Telephone no <u>404-956-0520</u> Located at <u>290 INTERSTATE NORTH - SUITE 200 ATLANTA GA</u> ZIP + 4 <u>30339</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			

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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2b	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
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 2008 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 2008)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	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))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If you answered 'Yes' to 6b, also file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WILLIAM R. BATTLE III 290 INTERSTATE NORTH #200 ATLANTA, GA 30339	TRUSTEE 0	0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). If none, enter NONE.

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 SEE STATEMENT 5	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.	1a	3,928,567.
a Average monthly fair market value of securities	1b	
b Average of monthly cash balances	1c	
c Fair market value of all other assets (see instructions)	1d	3,928,567.
d Total (add lines 1a, b, and c)		
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	3,928,567.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	58,929.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,869,638.
6 Minimum investment return. Enter 5% of line 5	6	193,482.

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

1 Minimum investment return from Part X, line 6	1	193,482.
2a Tax on investment income for 2008 from Part VI, line 5	2a	1,428.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,428.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	192,054.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	192,054.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	192,054.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	650,000.
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1b	
b Program-related investments — total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes		
3 Amounts set aside for specific charitable projects that satisfy the:	3a	
a Suitability test (prior IRS approval required)	3b	
b Cash distribution test (attach the required schedule)	4	650,000.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4		
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,428.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	648,572.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				192,054.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			0.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004	934.			
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	934.			
4 Qualifying distributions for 2008 from Part XII, line 4: \$ 650,000.				
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2008 distributable amount				192,054.
e Remaining amount distributed out of corpus	457,946.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	458,880.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	458,880.			
10 Analysis of line 9:				
a Excess from 2004	934.			
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008	457,946.			

N/A

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

b 85% of line 2a.

d Amounts included in line 2c not used directly for active conduct of exempt activities

3 Complete 3a, b, or c for the alternative test relied upon.

a 'Assets' alternative test – enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter.

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> UNIVERSITY OF ALABAMA PO BOX 870323 TUSCALOOSA, AL 35487	NONE		EDUCATIONAL	650,000.
Total			3a	650,000.
<i>b Approved for future payment</i>				
Total			3b	

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?

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

[illegible]

☐ Yes ☒ No

(c) Description of relationship

(1) Name of Organization	(2) Type of Organization	(3) Description of Relationship
N/A		

Signature of officer or trustee

13/21/09
Date

TRUSTEE
Title

22 JUL 2004

**Paid
Pre-
parer's
Use
Only**

1. James H. Beck
 FOLKING & ASSOCIATES, P.C.

Firm's name (or yours if self-employed), address, and ZIP code

ROLLINS & ASSOCIATES, P.C.
1201 PEACHTREE ST. #1500
ATLANTA, GA 30361

Date

3/21/89

Check if
self
employed

Preparer's Identifying number
(See Signature in the instrs)

FIN

58-1486773

Phone no

▶ (404) 892-7967

BAA

Form 990-PF (2008)

THE BATTLE FAMILY FOUNDATION

58-6343708

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
IRS REFUND	\$ 5,378.		
OTHER INVESTMENT INCOME	8,843.	8,843.	8,843.
TOTAL	\$ 14,221.	\$ 8,843.	\$ 8,843.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	\$ 2,214.	\$ 2,214.	\$ 2,214.	
TOTAL	\$ 2,214.	\$ 2,214.	\$ 2,214.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	\$ 6,204.	\$ 6,204.	\$ 6,204.	
TOTAL	\$ 6,204.	\$ 6,204.	\$ 6,204.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	\$ 23.			
TAXES	5,479.			
TOTAL	\$ 5,502.	\$ 0.	\$ 0.	\$ 0.

2008

FEDERAL STATEMENTS

PAGE 2

THE BATTLE FAMILY FOUNDATION

58-6343708

STATEMENT 5
FORM 990-PF, PART IX-A, LINE 1
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES

EXPENSES

TO PAY OUT OR USE INCOME OR PRINCIPAL EXCLUSIVELY TO
OR FOR CHARITABLE ORGANIZATIONS DESCRIBED IN AND EXEMPT
FROM TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE
CODE.

REALIZED CAPITAL GAINS AND LOSSES
Battle Family Foundation

From 01-01-08 Through 12-31-08

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain or Loss
				136,262.85	132,887.44	3,375.41
				498,246.18	650,642.05	-152,395.87
				634,509.03	783,529.49	-149,020.46
				158,099.67	124,776.33	33,323.34
				152,685.48	185,938.03	-33,252.55
				310,785.15	310,714.36	70.79
				945,294.18	1,094,243.85	-148,949.67

REALIZED CAPITAL GAINS AND LOSSES
Battle Family Foundation

From 01-01-08 Through 12-31-08

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain or Loss
Short Term Gains						
02-15-08	02-25-08	2,572.71	Schwab Value Adv MM	2,572.71	2,572.71	0.00
12-13-07	05-02-08	73.49	Oakmark Eq Income	2,028.24	1,986.35	41.89
12-13-07	05-02-08	29.51	Oakmark Eq Income	814.48	797.66	16.82
03-12-08	05-02-08	389.29	Oakmark Eq Income	10,744.29	10,502.93	241.36
02-25-08	05-19-08	119.72	Ivy Asset Strategy	3,350.92	3,323.55	27.37
01-15-08	05-19-08	1,196.62	Ivy Asset Strategy	33,491.90	33,182.29	309.61
01-29-08	05-19-08	109.76	Ivy Asset Strategy	3,071.99	2,983.22	88.77
01-18-08	05-19-08	922.17	Ivy Asset Strategy	25,810.34	25,000.00	810.34
06-16-08	06-27-08	1,541.78	Schwab Value Adv MM	1,541.78	1,541.78	0.00
05-05-08	07-16-08	34.00	Philip Morris	1,796.42	1,733.90	62.52
05-05-08	07-16-08	82.00	Philip Morris	4,332.56	4,181.75	150.81
05-05-08	07-16-08	184.00	Philip Morris	9,721.86	9,383.44	338.42
05-05-08	07-16-08	400.00	Philip Morris	21,134.49	20,398.78	735.71
05-05-08	07-16-08	300.00	Philip Morris	15,850.87	15,299.08	551.78
TOTALS:		7,955.04		136,262.85	132,887.44	3,375.41
Short Term Losses						
02-20-07	01-14-08	13.98	Baron Partners	297.21	336.49	-39.28
12-20-07	01-14-08	36.85	Baron Partners	783.52	878.60	-95.08
12-20-07	01-14-08	29.71	Baron Partners	631.61	708.26	-76.65
03-27-07	01-14-08	3.29	Baron Partners	69.95	76.04	-6.09
12-18-07	03-11-08	3.05	American Cent Heritage	55.94	64.97	-9.03
12-18-07	03-11-08	48.00	American Cent Heritage	881.28	1,023.35	-142.07
07-13-07	03-11-08	725.24	American Cent Heritage	13,315.37	15,171.98	-1,856.61
09-20-07	03-11-08	304.39	American Cent Heritage	5,588.57	6,352.58	-764.01
10-12-07	03-13-08	327.56	Matthews China	10,154.52	14,556.98	-4,402.46
12-06-07	03-13-08	10.51	Matthews China	325.84	450.10	-124.26
12-06-07	03-13-08	0.83	Matthews China	25.82	35.66	-9.84
09-18-07	03-13-08	2,442.54	T. Rowe New Asia	40,647.21	50,000.00	-9,352.79
12-18-07	03-13-08	182.89	T. Rowe New Asia	3,043.53	3,712.67	-669.14
12-18-07	03-13-08	27.67	T. Rowe New Asia	460.53	561.79	-101.26
12-18-07	03-13-08	22.86	T. Rowe New Asia	380.44	464.08	-83.64
03-14-08	05-02-08	378.19	Ivy Asset Strategy	10,457.01	10,506.18	-49.17
03-14-08	05-02-08	1,603.01	Ivy Asset Strategy	44,323.31	44,531.71	-208.40
02-25-08	05-02-08	7.94	Ivy Asset Strategy	219.68	220.55	-0.87
06-19-07	05-02-08	1,319.31	Oakmark Eq Income	36,412.99	37,125.40	-712.41
12-12-07	05-30-08	1,455.60	Janus Contrarian	26,928.67	30,000.00	-3,071.33
12-14-07	05-30-08	166.56	Janus Contrarian	3,081.32	3,212.91	-131.59
12-14-07	05-30-08	16.47	Janus Contrarian	304.71	317.73	-13.02
04-01-08	05-30-08	116.85	Janus Contrarian	2,161.76	2,169.94	-8.18
01-18-08	06-27-08	1,000.00	Duke Energy	17,037.67	19,187.95	-2,150.28
07-01-08	07-16-08	2,003.20	ProFunds Ultra OTC	48,798.07	50,000.00	-1,201.93
05-30-08	07-16-08	587.37	Matthews China	16,902.20	20,000.00	-3,097.80
05-30-08	07-16-08	1,076.43	Matthews India	15,752.41	20,000.00	-4,247.59
07-01-08	07-17-08	966.60	Profunds Ult Emer Mkts	29,384.55	32,893.31	-3,508.76
11-05-07	09-09-08	1,528.12	Matthews Asia G&I	25,000.00	32,930.92	-7,930.92
09-18-07	09-09-08	532.10	T. Rowe Emerg Stk	14,964.09	21,917.98	-6,953.89
05-19-08	09-10-08	325.41	T. Rowe Price Latin	13,076.14	20,000.00	-6,923.86
12-28-07	09-16-08	7.54	Dodge & Cox Intl	261.54	348.16	-86.62
12-28-07	09-16-08	27.71	Dodge & Cox Intl	960.84	1,278.95	-318.11
12-28-07	09-16-08	25.46	Dodge & Cox Intl	883.05	1,175.42	-292.37
09-18-07	09-17-08	681.75	T. Rowe Emerg Stk	16,541.77	28,082.02	-11,540.25

REALIZED CAPITAL GAINS AND LOSSES
Battle Family Foundation

From 01-01-08 Through 12-31-08

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain or Loss
12-18-07	09-17-08	8.87	T. Rowe Emerg Stk	215.29	364.16	-148.87
12-18-07	09-17-08	73.06	T. Rowe Emerg Stk	1,772.61	2,998.22	-1,225.61
12-18-07	09-17-08	14.20	T. Rowe Emerg Stk	344.47	582.65	-238.18
05-20-08	11-13-08	1,147.39	CGM Realty	17,978.41	40,000.00	-22,021.59
07-21-08	11-13-08	2,674.27	CGM Realty	41,903.05	83,594.01	-41,690.96
07-31-08	11-13-08	14.92	CGM Realty	233.84	458.60	-224.76
10-30-08	11-13-08	38.71	CGM Realty	606.55	690.58	-84.03
11-06-08	11-13-08	661.85	CGM Realty	10,370.59	10,906.99	-536.40
12-06-07	11-21-08	2.17	Matthews Asia G&I	24.91	43.84	-18.93
12-06-07	11-21-08	163.27	Matthews Asia G&I	1,874.37	3,298.12	-1,423.75
12-06-07	11-21-08	76.27	Matthews Asia G&I	875.59	1,540.67	-665.08
04-15-08	11-21-08	416.88	Matthews Asia G&I	4,785.83	8,000.00	-3,214.17
01-18-08	11-21-08	1,331.91	Matthews Asia G&I	15,290.36	25,000.00	-9,709.64
06-25-08	11-21-08	95.25	Matthews Asia G&I	1,093.52	1,690.76	-597.24
06-25-08	11-21-08	59.09	Matthews Asia G&I	678.36	1,048.87	-370.51
06-25-08	11-21-08	7.43	Matthews Asia G&I	85.31	131.90	-46.59
TOTALS:		24,790.58		498,246.18	650,642.05	-152,395.87

REALIZED CAPITAL GAINS AND LOSSES
Battle Family Foundation

From 01-01-08 Through 12-31-08

Open Date	Close Date	Quantity	Security	Proceeds	Cost Basis	Gain or Loss
Long Term Gains						
02-08-07	05-30-08	265.70	Janus Contrarian	4,915.47	4,782.62	132.85
10-13-06	05-30-08	578.81	Janus Contrarian	10,708.07	9,938.24	769.83
04-10-06	06-27-08	1,000.00	Duke Energy	17,037.66	16,671.73	365.93
08-18-04	06-27-08	500.00	Duke Energy	8,518.83	6,389.17	2,129.66
12-16-03	06-27-08	500.00	Duke Energy	8,518.84	5,569.81	2,949.03
03-22-06	06-27-08	90.00	Altria Group	1,828.97	1,515.19	313.78
03-22-06	06-27-08	90.00	Altria Group	1,828.97	1,515.19	313.78
04-10-06	06-27-08	200.00	Altria Group	4,064.39	3,219.79	844.60
06-10-05	06-27-08	120.00	Altria Group	2,438.63	1,905.22	533.41
12-16-03	06-27-08	500.00	Altria Group	10,160.97	6,227.53	3,933.44
03-22-06	07-16-08	90.00	Philip Morris	4,755.26	3,434.09	1,321.17
03-22-06	07-16-08	90.00	Philip Morris	4,755.26	3,434.08	1,321.18
04-10-06	07-16-08	20.00	Philip Morris	1,056.72	729.75	326.97
04-10-06	07-16-08	180.00	Philip Morris	9,510.52	6,567.71	2,942.81
06-10-05	07-16-08	120.00	Philip Morris	6,340.35	4,318.06	2,022.29
12-16-03	07-16-08	500.00	Philip Morris	26,418.11	14,114.30	12,303.81
12-29-05	07-16-08	100.00	Southern Company	3,524.09	3,473.99	50.10
12-29-05	07-16-08	400.00	Southern Company	14,097.14	13,895.96	201.18
02-27-06	07-16-08	200.00	Southern Company	7,048.57	6,854.97	193.60
02-27-06	07-16-08	200.00	Southern Company	7,048.57	6,854.98	193.59
03-20-06	07-16-08	100.00	Southern Company	3,524.28	3,363.95	160.33
TOTALS:		5,844.51		158,099.67	124,776.33	33,323.34
Long Term Losses						
01-12-07	01-14-08	207.84	Baron Partners	4,418.68	4,857.21	-438.53
12-14-06	01-14-08	884.56	Baron Partners	18,805.83	20,000.00	-1,194.17
01-04-07	01-14-08	370.17	Baron Partners	7,869.79	8,358.42	-488.63
12-20-06	01-14-08	14.38	Baron Partners	305.70	321.36	-15.66
04-10-07	06-27-08	1,000.00	Duke Energy	17,037.66	20,827.95	-3,790.29
10-13-04	06-27-08	1,000.00	Cons Edison Co. NY	38,431.83	42,509.95	-4,078.12
10-13-06	07-16-08	877.21	Janus Contrarian	14,088.06	15,061.76	-973.70
12-15-06	07-16-08	175.61	Janus Contrarian	2,820.26	2,937.92	-117.66
12-15-06	07-16-08	21.77	Janus Contrarian	349.58	364.17	-14.59
12-15-06	07-16-08	15.79	Janus Contrarian	253.60	264.18	-10.58
09-27-06	07-16-08	310.15	Janus Contrarian	4,981.08	5,185.77	-204.69
06-15-07	09-16-08	1,015.04	Dodge & Cox Intl	35,199.86	50,000.00	-14,800.14
11-05-07	11-21-08	707.63	Matthews Asia G&I	8,123.55	15,249.34	-7,125.79
TOTALS:		6,600.15		152,685.48	185,938.03	-33,252.55

ANNUAL REPORT OF FOUNDATION

Notice is hereby given that the annual report of **The Battle Family Foundation** is available for inspection during regular business hours, 9:00 a.m. to 5:00 p.m., Monday through Friday each week, at the office of William R. Battle, III, Trustee of the Battle Family Foundation, located at 290 Interstate North Parkway, Suite 200, Atlanta, Georgia 30339, telephone number (770) 956-0520. Such annual return may be inspected by any citizen who requests such inspection within 180 days after the date of publication of this notice.

The Battle Family Foundation by William R. Battle, III, Trustee.