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

2008

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 SEP 1, 2008, and ending AUG 31, 2009

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

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

Name of foundation
THE WALTER ALAN RICHARDS FOUNDATION INC.

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
2137 SPRINGDALE DRIVE

City or town, state, and ZIP code
COLUMBUS, GA 31906

A Employer identification number
58-6035136

B Telephone number
(706) 322-1985

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, col (c), line 16)
\$ 1,452,066. (Part I, column (d) must be on cash basis)

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

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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	57,587.	57,587.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<44,032.>			STATEMENT 1
b	Gross sales price for all assets on line 6a	74,737.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	13,555.	57,587.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	2,500.	2,500.		0.
c	Other professional fees STMT 4	9,924.	9,924.		0.
17	Interest				
18	Taxes STMT 5	737.	143.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	175.	175.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	13,336.	12,742.		0.
25	Contributions, gifts, grants paid	81,500.			81,500.
26	Total expenses and disbursements. Add lines 24 and 25	94,836.	12,742.		81,500.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<81,281.>			
b	Net investment income (if negative, enter -0-)		44,845.		
c	Adjusted net income (if negative, enter -0-)			N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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SCANNED JAN 25 2010

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		140,002.	42,744.	42,744.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 7		48,683.	48,683.	53,428.
	b	Investments - corporate stock STMT 8		1,003,431.	1,020,527.	982,084.
	c	Investments - corporate bonds STMT 9		80,000.	112,061.	108,689.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		296,411.	263,231.	265,121.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		1,568,527.	1,487,246.	1,452,066.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	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		1,568,527.	1,487,246.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
	30	Total net assets or fund balances		1,568,527.	1,487,246.	
	31	Total liabilities and net assets/fund balances		1,568,527.	1,487,246.	

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	1,568,527.
2	Enter amount from Part I, line 27a	2	<81,281.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,487,246.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,487,246.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
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 74,737.		118,769.	<44,032.>

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			<44,032.>

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** <44,032.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } **3** N/A

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

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

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

Was the 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 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))
2007	100,939.	1,752,585.	.057594
2006	102,580.	1,871,717.	.054805
2005	102,190.	1,832,200.	.055774
2004	100,038.	1,879,103.	.053237
2003	98,624.	1,893,383.	.052089

2 Total of line 1, column (d)	2 .273499
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 .054700
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4 1,289,960.
5 Multiply line 4 by line 3	5 70,561.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 448.
7 Add lines 5 and 6	7 71,009.
8 Enter qualifying distributions from Part XII, line 4	8 81,500.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	448.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	448.
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	448.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	600.	
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	600.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	152.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
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.		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		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► GA		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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? Website address ► N/A	13	X	
14	The books are in care of ► STEPHEN M. HOWARD Telephone no. ► (706) 322-1985 Located at ► 2137 SPRINGDALE DRIVE, COLUMBUS, GA ZIP+4 ► 31906			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			
		15		N/A

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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the 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.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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)? ☐ 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)?

Organizations relying on a current notice regarding disaster assistance check here

N/A
▶ ☐

5b

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
J. W. FEIGHNER, JR. 2137 SPRINGDALE DRIVE COLUMBUS, GA 31906	PRESIDENT 0.00	0.	0.	0.
CELIA PAGE 2137 SPRINGDALE DRIVE COLUMBUS, GA 31906	V. PRESIDENT 0.00	0.	0.	0.
STEPHEN M. HOWARD 2137 SPRINGDALE DRIVE COLUMBUS, GA 31906	SEC./TREAS. 0.00	0.	0.	0.
CELIA PAGE 2137 SPRINGDALE DRIVE COLUMBUS, GA 31906	ASST. TREAS. 0.00	0.	0.	0.

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

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

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

▶ 0

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

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

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 NONE	
	0.
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:		
a	Average monthly fair market value of securities	1a	1,207,810.
b	Average of monthly cash balances	1b	101,794.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,309,604.
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	1,309,604.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,644.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,289,960.
6	Minimum investment return. Enter 5% of line 5	6	64,498.

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	64,498.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	448.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	448.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	64,050.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	64,050.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	64,050.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	81,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	81,500.
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	5	448.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	81,052.

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				64,050.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003	6,707.			
b From 2004	10,007.			
c From 2005	13,200.			
d From 2006	10,834.			
e From 2007	14,432.			
f Total of lines 3a through e	55,180.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 81,500.				
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				64,050.
e Remaining amount distributed out of corpus	17,450.			
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	72,630.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	6,707.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	65,923.			
10 Analysis of line 9:				
a Excess from 2004	10,007.			
b Excess from 2005	13,200.			
c Excess from 2006	10,834.			
d Excess from 2007	14,432.			
e Excess from 2008	17,450.			

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 11					
Total				► 3a	81,500.
b Approved for future payment					
NONE					
Total				► 3b	0.

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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	678 SHS GABELLI EQUITY	P	12/31/03	07/21/09
b	500 SHS WELLS FARGO CAP TR VII 5.85%	P	01/28/04	07/21/09
c	CASH IN LIEU CITIGROUP INC	P	12/21/07	07/30/09
d	622 SHS GABELLI EQUITY TR 5.875%	P	12/31/03	03/27/09
e	320 SHS ISHARES TR LEHMAN US AGGREGATE FD	P	06/29/05	11/25/08
f	1000 SHS AMERICAN INTL GROUP	P	04/21/95	12/17/08
g	450 SHS AMERICAN INTL GROUP	P	08/11/08	12/17/08
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 15,472.		17,534.	<2,062.>
b 9,797.		12,734.	<2,937.>
c 1.		1.	0.
d 15,550.		16,040.	<490.>
e 31,455.		33,180.	<1,725.>
f 1,698.		28,128.	<26,430.>
g 764.		11,152.	<10,388.>
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,062.>
b			<2,937.>
c			0.
d			<490.>
e			<1,725.>
f			<26,430.>
g			<10,388.>
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

<44,032.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

N/A

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
678 SHS GABELLI EQUITY				12/31/03	07/21/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
15,472.	17,534.	0.	0.	<2,062.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
500 SHS WELLS FARGO CAP TR VII 5.85%				01/28/04	07/21/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
9,797.	12,734.	0.	0.	<2,937.>	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CASH IN LIEU CITIGROUP INC				12/21/07	07/30/09
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
1.	1.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
622 SHS GABELLI EQUITY TR 5.875%	12/31/03	03/27/09			
	15,550.	16,040.	0.	0.	<490.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
320 SHS ISHARES TR LEHMAN US AGGREGATE FD	06/29/05	11/25/08			
	31,455.	33,180.	0.	0.	<1,725.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1000 SHS AMERICAN INTL GROUP	04/21/95	12/17/08			
	1,698.	28,128.	0.	0.	<26,430.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
450 SHS AMERICAN INTL GROUP	08/11/08	12/17/08			
	764.	11,152.	0.	0.	<10,388.>

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

<44,032.>

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP GLOBAL MKTS INC	57,587.	0.	57,587.
TOTAL TO FM 990-PF, PART I, LN 4	57,587.	0.	57,587.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,500.	2,500.		0.
TO FORM 990-PF, PG 1, LN 16B	2,500.	2,500.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	9,924.	9,924.		0.
TO FORM 990-PF, PG 1, LN 16C	9,924.	9,924.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	594.	0.		0.
FOREIGN TAXES	143.	143.		0.
TO FORM 990-PF, PG 1, LN 18	737.	143.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CORPORATE REGISTRATION FEE	30.	30.		0.	
POSTAGE	74.	74.		0.	
INVESTMENT TRANSACTION FEES	6.	6.		0.	
MISCELLANEOUS EXPENSES	65.	65.		0.	
TO FORM 990-PF, PG 1, LN 23	175.	175.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
GEORGIA PWR CAP TR VII 5.875%	X		48,683.	53,428.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			48,683.	53,428.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			48,683.	53,428.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
3M COMPANY	46,637.		43,260.	
AFLAC INC	31,115.		54,837.	
ALLSTATE CORP	37,997.		23,512.	
AMERICAN INTERNATIONAL GROUP	0.		0.	
AMGEN INC	43,964.		41,846.	
BANK OF AMERICA CORP.	22,439.		28,144.	
CITIGROUP INC	48,509.		82,210.	
DARDEN RESTAURANTS	28,860.		42,809.	
EMERSON ELECTRIC CO	40,439.		40,557.	
GABELLI EQUITY TR 5.875 PFD	57,096.		53,262.	
GENERAL ELECTRIC CO	44,295.		25,020.	
HARTFORD FINANCIAL SERVICES GROUP INC.	4,102.		9,488.	
INTEL	89,250.		40,640.	
JOHNSON & JOHNSON	14,302.		78,572.	
MEDTRONIC INC	46,200.		34,470.	

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MICROSOFT CORP	56,327.	56,695.
NOKIA CORP	45,364.	24,518.
PAYCHEX INC	41,292.	36,070.
PEPSICO INC	36,920.	38,252.
TYCO ELECTRONICS	21,625.	7,987.
TYCO INTERNATIONAL	28,868.	11,092.
UNITED PARCEL SERVICE CL B	47,331.	34,749.
WALGREEN CO	42,243.	40,656.
WELLS FARGO CAP TR VII 5.85%	76,542.	61,140.
WESTERN UNION CO	38,292.	36,982.
WHIRLPOOL CORP	30,518.	35,316.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,020,527.	982,084.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FORD MOTOR CREDIT 7.3%, 2012	80,000.	70,857.
SBC COMMUNICATIONS INC NOTES 5.100% MATY 9/15/14	32,061.	37,832.
TOTAL TO FORM 990-PF, PART II, LINE 10C	112,061.	108,689.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES BARCLAYS TREAS INFLATION PROTECTED SECS FD	FMV	55,519.	55,968.
ISHARES BARCLAYS US AGGR BOND FD	FMV	117,721.	119,623.
ISHARES IBOXX INVESTOP	FMV	89,991.	89,530.
TOTAL TO FORM 990-PF, PART II, LINE 13		263,231.	265,121.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BROOKSTONE SCHOOL, 440 BRADLEY PARK DRIVE, COLUMBUS, GA 31995	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	7,000.
CALLAWAY EDUCATIONAL FOUNDATION, US HWY 27, PINE MOUNTAIN, GA 31822	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	1,000.
COLUMBUS MUSEUM, 1251 WYNNTON ROAD, COLUMBUS, GA 31906	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	3,000.
COLUMBUS STATE UNIVERSITY, 4225 UNIVERSITY AVENUE, COLUMBUS, GA 31907	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	35,000.
COLUMBUS SYMPHONY, PO BOX 1499, COLUMBUS, GA 31902	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	2,000.
COLUMBUS TECHNICAL COLLEGE, 928 MANCHESTER EXPRESSWAY, COLUMBUS, GA 31904	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	3,000.
FAMILY COUNSELING CENTER, PO BOX 1825, COLUMBUS, GA 31902	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	1,000.
GEORGIA TECH FOUNDATION, INC., 760 SPRING ST NW, STE 400, ATLANTA, GA 30332	N/A GENERAL USE OF DONEE	OTHER PUBLIC CHARITY	4,000.

INTERNATIONAL FRIENDSHIP MINISTRIES	N/A	OTHER PUBLIC CHARITY	1,000.
3404 UNIVERSITY AVENUE, COLUMBUS, GENERAL USE OF DONEE GA 31907			
LAGRANGE COLLEGE, 601 BROAD STREET, LAGRANGE, GA 30240	N/A	OTHER PUBLIC CHARITY	1,000.
GENERAL USE OF DONEE			
MERCER UNIVERSITY, 1400 CULLMAN AVENUE, MACON, GA 31207	N/A	OTHER PUBLIC CHARITY	1,500.
GENERAL USE OF DONEE			
PASTORAL INSTITUTE, PO BOX 8649, COLUMBUS, GA 31908	N/A	OTHER PUBLIC CHARITY	1,000.
GENERAL USE OF DONEE			
RICHARDS MIDDLE SCHOOL, 2892 EDGEWOOD ROAD, COLUMBUS, GA 31906	N/A	OTHER PUBLIC CHARITY	2,500.
GENERAL USE OF DONEE			
RIVERCENTER, INC., PO BOX 2425, COLUMBUS, GA 31902	N/A	OTHER PUBLIC CHARITY	2,000.
GENERAL USE OF DONEE			
SPRINGER ACADEMY, 103 10TH STREET, COLUMBUS, GA 31901	N/A	OTHER PUBLIC CHARITY	2,000.
GENERAL USE OF DONEE			
TILLINGHURST CENTER, 514 MORRIS ROAD, COLUMBUS, GA 31993	N/A	OTHER PUBLIC CHARITY	2,000.
GENERAL USE OF DONEE			
UNIVERSITY OF GEORGIA, 394 SOUTH MILLEDGE AVENUE, ATHENS, GA 30602	N/A	OTHER PUBLIC CHARITY	4,000.
GENERAL USE OF DONEE			

YMCA, 118 EAST 11TH STREET,
COLUMBUS, GA 31993

N/A

GENERAL USE OF DONEE

OTHER
PUBLIC
CHARITY

6,000.

YOUTH ORCHESTRA OF GREATER
COLUMBUS

N/A

GENERAL USE OF DONEE

OTHER
PUBLIC
CHARITY

2,500.

PO BOX 8612, COLUMBUS, GA 31908

TOTAL TO FORM 990-PF, PART XV, LINE 3A

81,500.
