Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [X] Address change [ ] Name change

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

Name of foundation
THE BEN MAY CHARITABLE TRUST
REGIONS BANK TRUSTEE #1255000027

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. DRAWER 1628

City or town, state, and ZIP code
MOBILE, AL 36633-1628

A Employer identification number
23-7145009

B Telephone number
(251)438-8554

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: [X] 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) ▶$ 10,823,298.

J Accounting method: [X] 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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	949.	949.		STATEMENT 1
	4 Dividends and interest from securities	105,278.	105,278.		STATEMENT 2
	5a Gross rents	2,044.	2,044.		STATEMENT 3
	b Net rental income or (loss) 2,044.				
	6a Net gain or (loss) from sale of assets not on line 10	<386,393.>			
	b Gross sales price for all assets on line 6a 3,769,433.				
	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	<39,983.>	<39,983.>		STATEMENT 4
	12 **Total.** Add lines 1 through 11	<318,105.>	68,288.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	30,480.	13,054.		17,426.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 5	15,211.	0.		15,211.
	b Accounting fees STMT 6	12,650.	10,000.		2,650.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 7	16,466.	18,438.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	31,969.	0.		31,969.
	22 Printing and publications				
	23 Other expenses STMT 8	34,070.	32,470.		1,600.
	24 **Total operating and administrative expenses** Add lines 13 through 23	140,846.	73,962.		68,856.
	25 Contributions, gifts, grants paid	540,300.			540,300.
	26 **Total expenses and disbursements.** Add lines 24 and 25	681,146.	73,962.		609,156.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<999,251.>			
	b **Net investment income** (if negative, enter -0-)		0.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions** Form **990-PF** (2009)

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	166,960.	125,931.	125,931.
	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 11	745,322.	883,991.	883,991.
	b Investments - corporate stock STMT 12	2,960,717.	2,976,170.	2,976,170.
	c Investments - corporate bonds STMT 13	338,092.	636,688.	636,688.
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	6,470,235.	6,200,518.	6,200,518.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	10,681,326.	10,823,298.	10,823,298.
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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	10,681,326.	10,823,298.	
	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	10,681,326.	10,823,298.	
	31 Total liabilities and net assets/fund balances	10,681,326.	10,823,298.	

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	10,681,326.
2	Enter amount from Part I, line 27a	2	<999,251.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	1,173,971.
4	Add lines 1, 2, and 3	4	10,856,046.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	32,748.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,823,298.

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	TIMBER SALES	P	VARIOUS	/ /09
b	PUBLICLY TRADED SECURITIES	P		
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	172,993.		6,806.	166,187.
b	3,596,440.		4,149,020.	<552,580.>
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				166,187.
b				<552,580.>
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	<386,393.>
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))
2008	601,829.	12,051,855.	.049937
2007	617,148.	13,068,269.	.047225
2006	601,369.	12,627,014.	.047626
2005	620,880.	12,215,815.	.050826
2004	652,316.	12,729,735.	.051243

2 **Total** of line 1, column (d)	2	.246857
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	.049371
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	10,599,643.
5 Multiply line 4 by line 3	5	523,315.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	523,315.
8 Enter qualifying distributions from Part XII, line 4	8	609,156.

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 or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	0.
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	0.
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	0.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 8,320.		
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	8,320.
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	8,320.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 0. **Refunded** ▶		11	8,320.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
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. ▶ $ 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*	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
4a 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	X	
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL			
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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
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 ▶ N/A

14 The books are in care of ▶ KEN NIEMEYER; REGIONS BANK TRUSTEE Telephone no. ▶ 251-438-8260
Located at ▶ 11 NORTH WATER STREET, 28TH FLOOR, MOBILE, AL ZIP+4 ▶ 36602

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.

		Line	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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ 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 2009 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 2009.)* N/A	3b		
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 2009?	4b		X

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)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the 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** No: X

If "Yes" to 6b, 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? N/A **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.

(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		30,480.	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 N/A	
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 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,207,578.
b	Average of monthly cash balances	1b	310,036.
c	Fair market value of all other assets	1c	5,243,445.
d	**Total** (add lines 1a, b, and c)	1d	10,761,059.
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	10,761,059.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	161,416.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,599,643.
6	**Minimum investment return** Enter 5% of line 5	6	529,982.

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	529,982.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a:		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	529,982.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	529,982.
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	529,982.

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	609,156.
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	609,156.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	609,156.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				529,982.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			588,435.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 609,156.				
a Applied to 2008, but not more than line 2a			588,435.	
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 2009 distributable amount				20,721.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				509,261.
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 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, 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)

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see 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 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:

MR. VIVIAN G. JOHNSTON, JR; THE BEN MAY CHARITABLE TRUST, 251-432-5511
P.O. BOX 123, MOBILE, AL 36601

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

NO PRESCRIBED FORM

c Any submission deadlines:

NONE

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

ONLY 501(C)(3) ORGANIZATIONS THAT ARE NOT PRIVATE FOUNDATIONS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 16				
Total			▶ 3a	540,300.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513 or 514		
1 Program service revenue:	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	949.	
4 Dividends and interest from securities			14	105,278.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			15	2,044.	
6 Net rental income or (loss) from personal property					
7 Other investment income	531120	<20,744.>	14	<19,239.>	
8 Gain or (loss) from sales of assets other than inventory			18	<386,393.>	
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)		<20,744.>		<297,361.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <318,105.>

(See worksheet in line 13 instructions to verify calculations.)

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

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

923621
02-02-10

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting 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
		N/A	

2a 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
N/A		

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

REGIONS BANK AS TRUSTEE

KENNETH E. NIEMEYER 11/12/10 VICE PRESIDENT

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature	Date 11/9/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	SMITH DUKES & BUCKALEW LLP 3800 AIRPORT BLVD MOBILE, AL 36608-1667	EIN	
		Phone no.	(251)343-1200

Form **990-PF** (2009)

923622
02-02-10

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

SOURCE	AMOUNT
SHORT TERM INVESTMENT FUNDS	949.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	949.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BOND INTEREST	17,713.	0.	17,713.
CORPORATE DIVIDENDS	51,238.	0.	51,238.
US INTEREST INCOME	36,327.	0.	36,327.
TOTAL TO FM 990-PF, PART I, LN 4	105,278.	0.	105,278.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LEASE INCOME	1	2,044.
TOTAL TO FORM 990-PF, PART I, LINE 5A		2,044.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
HARBERT REAL ESTATE FD	<23,194.>	<23,194.>	
HARBERT REAL ESTATE FD	<20,744.>	<20,744.>	
CLASS ACTION PROCEEDS	3,955.	3,955.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<39,983.>	<39,983.>	

FORM 990-PF LEGAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	15,211.	0.		15,211.
TO FM 990-PF, PG 1, LN 16A	15,211.	0.		15,211.

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	12,650.	10,000.		2,650.
TO FORM 990-PF, PG 1, LN 16B	12,650.	10,000.		2,650.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX REFUNDS	<1,972.>	0.		0.
REAL ESTATE TAXES	18,359.	18,359.		0.
FOREIGN TAX	79.	79.		0.
TO FORM 990-PF, PG 1, LN 18	16,466.	18,438.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES	1,879.	279.		1,600.
ROAD & TIMBER MAINTENANCE	30,968.	30,968.		0.
INSURANCE	1,175.	1,175.		0.
PROCESSING FEES	48.	48.		0.
TO FORM 990-PF, PG 1, LN 23	34,070.	32,470.		1,600.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
INCREASE (DECREASE) IN UNREALIZED GAINS	1,172,154.
TIMING DIFFERENCE	1,817.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,173,971.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
BOOK / TAX DIFFERENCE ON HARBERT REAL ESTATE FUND	32,748.
TOTAL TO FORM 990-PF, PART III, LINE 5	32,748.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT OBLIGATIONS - SEE ATTACHED LIST	X		883,991.	883,991.
TOTAL U.S. GOVERNMENT OBLIGATIONS			883,991.	883,991.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			883,991.	883,991.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - SEE ATTACHED LIST	1,972,713.	1,972,713.
EQUITY MUTUAL FUNDS	1,003,457.	1,003,457.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,976,170.	2,976,170.

BEN MAY CHARITABLE TRUST
REGIONS BANK, TRUSTEE
23-7145009
2009 FORM 990-PF

Schedule of Government Obligations

Description	December 31, 2009 Par	Market Value
FHLMC Pool #G11769, 5%, 10/1/20	5,255	5,525
FHLMC Pool #G02251, 6%, 8/1/36	10,455	11,115
FHLMC Pool #G11650, 5%, 2/1/20	27,482	28,928
FHLMC Pool #G05281, 6%, 11/1/38	11,123	11,815
FHLMC Pool #G13071, 5%, 4/1/23	26,564	27,799
FHLMC Pool #G12206, 5%, 6/1/21	5,184	5,450
FHLMC Pool #G12335, 5%, 5/1/21	31,812	33,446
FHLMC Pool #G02931, 6%, 4/1/37	31,486	33,443
FHLMC Pool #G03616, 6%, 12/1/37	21,336	22,663
FHLMC Pool #G12559, 5%, 9/1/21	5,716	6,010
FHLMC Pool #G12593, 5%, 9/1/21	6,020	6,329
FHLMC Pool G03440, 6%, 10/1/37	3,061	3,251
FHLMC Pool #B11386, 5%, 12/1/18	14,484	15,264
FNMA 5%, 3/15/16	29,000	31,520
FNMA Pool #255770, 5 5%, 7/1/35	15,579	16,365
FNMA Pool #256200, 5 5%, 4/1/21	4,919	5,219
FNMA Pool #725773, 5 5%, 9/1/34	68,592	72,093
FNMA Pool #725946, 5 5%, 11/1/34	14,256	14,984
FNMA Pool #735681, 5 5%, 7/1/20	5,121	5,459
FNMA Pool #745079, 5%, 4/1/34	42,063	44,211
FNMA Pool #811499, 5%, 9/1/20	8,062	8,474
FNMA Pool #831124, 5%, 11/1/20	6,686	7,027
FNMA Pool #849915, 6%, 9/1/35	137,601	146,975
FNMA Pool #872463, 6%, 6/1/36	26,474	28,120
FNMA Pool #888356, 5 5%, 3/1/22	21,240	22,537
FNMA Pool #995724, 6%, 4/1/39	22,845	24,265
Tenn Valley Auth Ser A 6.79%, 5/23/12	42,000	47,053
US Treasury 6 25%, 8/15/23	13,000	15,527
US Treasury NB 4 375%, 2/15/38	16,000	15,360
US Treasury Inflation Index 1 375%, due 7/15/18	78,192	78,351
US Treasury N/B 75%, 11/30/11	90,000	89,413
		883,991

BEN MAY CHARITABLE TRUST
REGIONS BANK, TRUSTEE
23-7145009
2009 FORM 990-PF

Schedule of Common Stocks

Description	December 31, 2009 Shares	Market Value
AT&T Inc	1,420	39,802
Abbott Labs	670	36,173
Air Products & Chemicals	420	34,045
Allergan Inc	590	37,176
American Express Co	905	36,670
Bank of America	2,130	32,078
Best Buy	885	34,922
CVS/Caremark Corp	1,105	35,592
Chevron Corp	450	34,645
Cisco Systems Inc	1,640	39,261
Citrix System Inc	835	34,744
Darden Restaurants Inc	910	31,914
Dell Inc	2,807	40,309
Devon Energy Corp	535	39,323
Disney Walt Co	1,190	38,378
EMC Corp	2,326	40,635
Eaton Corp	515	32,764
Exelon Corp	815	39,829
Exxon Mobil	510	34,777
Goldman Sachs Group	205	34,612
Halliburton Co	1,085	32,648
Hess Corp	625	37,813
Intel Corp	1,830	37,332
Ishares Tr Russell 1000 Value	2,670	153,258
JP Morgan Chase & Co	660	35,003
Johnson & Johnson	565	36,392
Juniper Networks	1,540	41,072
Microsoft	1,178	35,905
Monsanto Co	455	37,196
Norfolk Southern Corp	700	36,694
Oracle Corp	1,640	40,229
Pepsico Inc	575	34,960
Philip Morris Intl Inc	695	33,492
Proctor & Gamble Co	575	34,862
Prudential Financial Inc	735	36,574
Qualcomm Inc	770	35,620
Robert Half Intl	1,490	39,828
Schlumberger Ltd	510	33,196
State Street Corp	905	39,404
Stryker Corp	715	36,015
3M Co	460	38,028
Teva Pharmaceutical	660	37,079
Thermo Fisher Scientific	795	37,914
Tiffany & Co	835	35,905
Transocean Ltd	390	32,292
Travelers Cos Inc	658	32,808
United Technologies Corp	535	37,134
Verizon Communications	1,216	40,286
Walgreen Co	865	31,763
Walmart Stores Inc	660	35,277
XTO Energy	840	39,085
		1,972,713

FORM 990-PF | CORPORATE BONDS | STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE OBLIGATIONS - SEE ATTACHED LIST	636,688.	636,688.
TOTAL TO FORM 990-PF, PART II, LINE 10C	636,688.	636,688.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TIMBERLANDS & MINERALS	FMV	5,229,208.	5,229,208.
K2 OVERSEAS INVESTORS I LTD.	FMV	691,027.	691,027.
HARBERT REAL ESTATE FUND III	FMV	280,283.	280,283.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,200,518.	6,200,518.

BEN MAY CHARITABLE TRUST
REGIONS BANK, TRUSTEE
23-7145009
2009 FORM 990-PF

Schedule of Corporate Obligations

Description	December 31, 2009 Par	Market Value
AT&T Inc , 5 6%, due 5/15/18	15 000	$ 15 719
Abbott Labs, 5 125%, due 4/1/19	15 000	15 690
BP Capl PLC, 5 25%, due 11/7/13	15,000	16,338
CVS/Caremark 6 125%, due 9/15/39	17,000	16,849
Caterpillar Make Whole, 7 9%, 12/15/18	13,000	15 859
Citigroup 2 25%, due 12/10/12	77,000	77 604
Comcast Corp , 5 7%, due 7/1/19	15 000	15,736
Conocophillips, 6 5%, due 2/1/39	15 000	16 648
Credit Suisse FB, 5 5%, due 5/1/14	15,000	16 278
Deere John Capl Corp Insd, 2 875%, due 6/19/12	46,000	47 402
Duke Energy, 6 25%, due 1/15/12	12 000	12,973
General Electric Co , 5%, due 2/1/13	30 000	31,739
Goldman Sachs Grp, 6%, due 5/1/2014	15,000	16 407
HSBC Finance 4 625%, due 9/15/10	16 000	16 397
Hess Corp , 8 125%, due 2/15/19	13,000	15,677
JP Morgan Chase 6 3%, due 4/23/19	15,000	16 501
Kellogg Co , 5 125%, due 12/3/12	15 000	16 279
McDonalds, 5 35%, due 3/1/18	15 000	16 083
Merrill Lynch & Co , Inc , 6 875%, due 4/25/2018	15,000	16,162
Morgan Stanley 5 05%, due 1/21/11	15,000	15,558
Morgan Stanley 5 625%, due 9/23/19	16 000	16,117
Oracle Corp , 5 75%, due 4/15/18	15 000	16,218
Pepsico Inc , 7 9%, due 11/1/18	13 000	15,954
Petrobras Intl Fin 5 75%, due 1/20/20	16 000	16 277
Pfizer Inc , 4 45%, due 3/15/12	15 000	15,865
Suntrust Bank Atlanta, 6 375%, due 4/1/2011	15 000	15 591
Talisman Energy 7 75%, due 6/1/19	14,000	16 442
Target Corp , 5 375%, due 5/1/17	15 000	16,097
Time Warner Cable 6 75%, due 7/1/18	15 000	16 478
Travelers Inc , 6 25%, 6/15/37	15,000	15 856
US Bank NA, 6 375%, due 8/1/11	15 000	16,125
Verizon Communication, 5 55%, due 2/15/2016	15 000	16 170
Wachovia Corp , 5 75%, due 6/15/17	15,000	15 599
		636 688

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
REGIONS BANK P.O. DRAWER 1628 MOBILE, AL 36629	TRUSTEE 2.00	20,480.	0.	0.
MARTIN PERLMAN MD 4876 VIA LOS SANTOS SANTA BARBARA, CA 93111	DIST. COMMITTEE MEMBER 0.25	10,000.	0.	0.
VIVIAN G. JOHNSTON JR P.O. BOX 123 MOBILE, AL 36601	DIST COMMITTEE-CHAIRMAN 0.50	0.	0.	0.
W. BREVARD HAND MOBILE, AL 36602	DIST. COMMITTEE MEMBER 0.25	0.	0.	0.
LYNETTE P. KOPPEL 245 E 93RD ST NEW YORK, NY 10128	DIST. COMMITTEE MEMBER 0.25	0.	0.	0.
VIVIAN G. JOHNSTON III 813 DOWNTOWNER BLVD MOBILE, AL 36609	DIST. COMMITTEE MEMBER 0.25	0.	0.	0.
JOHN D. PEEBLES 118 N ROYAL ST MOBILE, AL 36602	DIST. COMMITTEE MEMBER 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		30,480.	0.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 16

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALABAMA ARCHIVES & HISTORY FOUNDATION P.O. BOX 300100 MONTGOMERY, AL 361300100	GENERAL PURPOSES	PUBLIC	2,500.
ALABAMA SHAKESPEARE FESTIVAL INC. 1 FESTIVAL DR. MONTGOMERY, AL 36117	GENERAL PURPOSES	PUBLIC	11,000.
AMERICAN COMMITTEE FOR THE WEITZMAN INSTITUTE OF SCIENCE 144 TENNESSEE AVE. NE WASHINGTON, DC 20002	GENERAL PURPOSES	PUBLIC	75,000.
AVODAH THE JEWISH SERVICE CORPS 45 W 36TH ST, 8TH FLOOR NEW YORK, NY 10018	GENERAL PURPOSES	PUBLIC	18,000.
CHILDREN OF THE WORLD 811 FAIRHOPE AVE FAIRHOPE, AL 36532	GENERAL PURPOSES	PUBLIC	4,500.
FIRST BAPTIST CHURCH OF LEROY PO BOX 5 LEROY, AL 36548	CHURCH'S USE AS DIRECTED BY REV. WATKINS	PUBLIC	5,000.
GOVERNMENT STREET PRESBYTERIAN CHURCH 300 GOVERNMENT ST. MOBILE, AL 36602	BAYTREAT DEBT REDUCTION	PUBLIC	5,000.
HUDSON ALPHA INST FOR BIOTECHNOLOGY 601 GENOME WAY HUNTSVILLE, AL 35806	GENERAL PURPOSES	PUBLIC	5,000.

LITTLE SISTERS OF THE POOR 1655 MCGILL AVE MOBILE, AL 36604	GENERAL PURPOSES	PUBLIC	3,000.
MAIN STREET MOBILE PO BOX 112 MOBILE, AL 36601	GENERAL PURPOSES	PUBLIC	4,800.
MCGILL-TOOLEN CATHOLIC HIGH SCHOOL 1501 OLD SHELL RD. MOBILE, AL 36604	GENERAL PURPOSES	PUBLIC	50,000.
MCGILL-TOOLEN CATHOLIC HIGH SCHOOL 1501 OLD SHELL RD. MOBILE, AL 36604	ART SUPPLIES	PUBLIC	5,000.
RAMAH DAROM PLANNING CORP.	MAINTAIN "BEN MAY CABIN" AT CAMP	PUBLIC	5,000.
SHUBUTA MEMORIAL CEMETERY TRUST PO BOX 375 SHUBUTA, MS 39360	GENERAL PURPOSES	PUBLIC	2,500.
SHUBUTA UNITED METHODIST CHURCH PO BOX 375 SHUBUTA, MS 39360	GENERAL PURPOSES	PUBLIC	2,500.
SPRING HILL BAPTIST CHURCH 2 S. MCGREGOR AVE MOBILE, AL 36608	GENERAL PURPOSES	PUBLIC	8,750.
ST. STEPHENS HISTORICAL COMMISSION P.O. BOX 78 ST STEPHENS, AL 36569	GENERAL PURPOSES	PUBLIC	6,250.
STANFORD UNIVERSITY SCHOOL OF MEDICINE 269 CAMPUS DR W STANFORD, CA 94305	GENERAL PURPOSES	PUBLIC	25,000.

THE UNIVERSITY OF CHICAGO 929 E. 57TH ST, W421C CHICAGO, IL 60637	CANCER RESEARCH FUNDING	PUBLIC	125,000.
UNITED JEWISH APPEAL 130 E 59TH STREET NEW YORK, NY 10018	GENERAL PURPOSES	PUBLIC	18,000.
UNIVERSITY OF ALABAMA LAW SCHOOL PO BOX 870382 TUSCALOOSA, AL 35487	BEN MAY ENDOWED SCHOLARSHIP	PUBLIC	12,500.
MOBILE ASSOC. FOR RETARDED CITIZENS 2424 GORDON SMITH DR MOBILE, AL 36617	GENERAL PURPOSES	PUBLIC	25,000.
MOBILE BAY AREA VETRANS DAY COMMISSION	HONOR FLIGHT SOUTH ALABAMA	PUBLIC	2,000.
MUSEUM OF MOBILE 111 S ROYAL ST MOBILE, AL 36602	GENERAL PURPOSES	PUBLIC	5,000.
CONGREGATION SHA'ARAI SHOMAYIM 1769 SPRINGHILL AVE MOBILE, AL	GENERAL PURPOSES	PUBLIC	10,000.
SALVATION ARMY PO BOX 1025 MOBILE, AL 36633	NEEDIST FAMILIES CAMPAIGN	PUBLIC	1,000.
UNIVERSITY OF ALABAMA PO BOX 870342 TUSCALOOSA, AL 35487	ALABAMA HERITAGE MAGAZINE	PUBLIC	2,500.
WILMER HALL CHILDREN'S HOME 3811 OLD SHELL RD MOBILE, AL 36608	WILMER HALL LEGACY FDN	PUBLIC	5,000.

GULF COAST EXPLORUM SCIENCE CENTER PO BOX 1968 MOBILE, AL 36633	EXPLOREUM PROGRAM EXPANSION INITIATIVE	PUBLIC	50,000.
FOUNDATION FOR NEW MEDIA PO BOX 218 STONE RIDGE, NY 12484	GENERAL PURPOSES	PUBLIC	5,000.
INFIRMARY FOUNDATION P.O. BOX 2226 MOBILE, AL 36652	GENERAL PURPOSES	PUBLIC	2,500.
JEWISH THEOLOGICAL SEMINARY	GENERAL PURPOSES	PUBLIC	4,000.
MOBILE MUSEUM OF ART 4850 MUSEUM DR MOBILE, AL 36608	GENERAL PURPOSES	PUBLIC	10,000.
BEN MAY MAIN LIBRARY 704 GOVERNMENT ST MOBILE, AL 36602	GENERAL PURPOSES	PUBLIC	15,000.
MOBILE SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS 620 ZEIGLER CIR W MOBILE, AL 36608	GENERAL PURPOSES	PUBLIC	2,000.
PENELOPE HOUSE PO BOX 9127 MOBILE, AL 36691	GENERAL PURPOSES	PUBLIC	2,000.
ALABAMA SHAKESPEARE FESTIVAL ENDOWMENT TRUST 1 FESTIVAL DR. MONTGOMERY, AL 36617	GENERAL PURPOSES	PUBLIC	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			540,300.