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 [ ] Address change [ ] Name change

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

Name of foundation
ROBERT F. HENRY FOUNDATION
1155000715

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O REGIONS BANK, PO BOX 2450

City or town, state, and ZIP code
MONTGOMERY, AL 36102-2450

A Employer identification number
63-6053365

B Telephone number
(334) 230-6103

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) ▶$ 221,392.

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	3.	3.		STATEMENT 1
	4 Dividends and interest from securities	7,928.	7,928.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-13,530.			
	b Gross sales price for all assets on line 6a 48,137.				
	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	-5,599.	7,931.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	895.	895.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	977.	244.		733.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	80.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,952.	1,139.		733.
	25 Contributions, gifts, grants paid	9,750.			9,750.
	26 **Total expenses and disbursements.** Add lines 24 and 25	11,702.	1,139.		10,483.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-17,301.			
	b **Net investment income** (if negative, enter -0-)		6,792.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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14050503 759094 JD24080600 2009.03051 ROBERT F. HENRY FOUNDATION JD240811

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	7,303.	7,158.	7,158.
	3	Accounts receivable ▶ 543.			
		Less: allowance for doubtful accounts ▶	918.	543.	543.
	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			
	b	Investments - corporate stock			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 6	232,386.	217,105.	213,691.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	240,607.	224,806.	221,392.
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	271,422.	272,922.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	-30,815.	-48,116.	
	30	**Total net assets or fund balances**	240,607.	224,806.	
	31	**Total liabilities and net assets/fund balances**	240,607.	224,806.	

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	240,607.
2	Enter amount from Part I, line 27a	2	-17,301.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	1,500.
4	Add lines 1, 2, and 3	4	224,806.
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	224,806.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b	CAPITAL GAINS DIVIDENDS			
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	48,107.		61,667.	-13,560.
b	30.			30.
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				-13,560.
b				30.
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	-13,530.
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	13,382.	234,488.	.057069
2007	17,018.	275,787.	.061707
2006	12,871.	272,008.	.047318
2005	16,119.	270,726.	.059540
2004	14,755.	279,261.	.052836

2	**Total** of line 1, column (d)	2	.278470
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	.055694
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	202,993.
5	Multiply line 4 by line 3	5	11,305.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	68.
7	Add lines 5 and 6	7	11,373.
8	Enter qualifying distributions from Part XII, line 4	8	10,483.

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 ▶ ☐ and enter 1% of Part I, line 27b			1	136.
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	136.
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	136.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	172.		
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	172.
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	36.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	36.	**Refunded** ▶	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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 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? N/A	4b		
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)*

			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 ▶ REGIONS BANK, TRUST DEPT. Telephone no. ▶ (334) 230-6103

Located at ▶ MONTGOMERY, ALABAMA ZIP+4 ▶ 36102-2450

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)?	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)*

		Yes	No
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		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
REGIONS BANK P O BOX 2450 MONTGOMERY, AL 36102	TRUSTEE 2.00	895.	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 FOUNDATION RECEIVES APPLICATIONS FROM ORGANIZATIONS AND INDIVIDUALS MEETING QUALIFICATIONS SET FORTH IN INSTRUMENT. SEE SCHEDULE OF DONEES IN SECTION XV FOR DETAILED GIFTS.	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 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	197,074.
b	Average of monthly cash balances	1b	9,010.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	206,084.
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	206,084.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,091.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	202,993.
6	**Minimum investment return.** Enter 5% of line 5	6	10,150.

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	10,150.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 136.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	136.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,014.
4	Recoveries of amounts treated as qualifying distributions	4	1,500.
5	Add lines 3 and 4	5	11,514.
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	11,514.

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	10,483.
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	10,483.
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	10,483.

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				11,514.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005 308.				
c From 2006				
d From 2007 3,645.				
e From 2008				
f Total of lines 3a through e	3,953.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 10,483.				
a Applied to 2008, 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 2009 distributable amount				10,483.
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).)	1,031.			1,031.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,922.			
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				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 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	2,922.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 2,922.				
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:

SEE STATEMENT 7

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
a *Paid during the year*				
SEE STATEMENT 8				
Total			▶ 3a	9,750.
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		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3.	
4 Dividends and interest from securities			14	7,928.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-13,530.	
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)		0.		-5,599.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -5,599.

(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).
13	THE TRUST ASSETS EARN INCOME WHICH "SHALL BE HELD, ADMINISTERED, AND
	DISTRIBUTED EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC,
	LITERARY OR EDUCATIONAL PURPOSES," AS INSTRUCTED BY TRUST INSTRUMENT
	THIS TRUST WAS CREATED "TO PROVIDE A VEHICLE TO RECEIVE AND CARRY
13	THROUGH A LONG-TERM PLAN OF GIVING."

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

R Ellis Moore, Regions Bank 05/06/10 Vice President & Trust Officer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Jim H. Neal CPA	Date 5/3/10	Check if self-employed ☐
			Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	WILSON PRICE CPA 3815 INTERSTATE CT. MONTGOMERY, AL 36109		EIN
			Phone no. (334)271-2200

Form **990-PF** (2009)

923622
02-02-10

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

SOURCE	AMOUNT
PIONEER TREASURY RESERVES FD	1.
RMK TREASURY MM	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
AMERICAN CENT LARGE CO VAL FUND	180.	0.	180.
AMERICAN FDS EUROPACIFIC GROWTH CL F	87.	0.	87.
MFS RESERACH INTL FD CL A	75.	0.	75.
PIMCO FOREIGN BD US$ HD-A	264.	0.	264.
PIMCO FOREIGN BOND FD CL A	206.	0.	206.
PIMCO TOTAL RETURN CL A FD	403.	30.	373.
PIONEER BOND FD	5,949.	0.	5,949.
PIONEER CULLEN VALUE FD CL A	92.	0.	92.
PIONEER GROWTH FD	15.	0.	15.
PIONEER LARGE CAP GROWTH FD CL A	6.	0.	6.
PIONEER MID CAP VALUE FD CL A	22.	0.	22.
PIONEER VALUE FD	97.	0.	97.
REGIONS FDS FIXED INC TR	529.	0.	529.
REGIONS FDS VALUE TR	33.	0.	33.
TOTAL TO FM 990-PF, PART I, LN 4	7,958.	30.	7,928.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	977.	244.		733.
TO FORM 990-PF, PG 1, LN 16B	977.	244.		733.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	20.	0.		0.
EXCISE TAXES	60.	0.		0.
TO FORM 990-PF, PG 1, LN 18	80.	0.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 5

DESCRIPTION	AMOUNT
RECOVERIES OF PRIOR YEAR CONTRIBUTIONS PAID	1,500.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,500.

FORM 990-PF OTHER INVESTMENTS STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERICAN CENT LARGE CO VAL FUND	COST	11,534.	8,932.
PIONEER BOND FD CL A	COST	121,515.	121,349.
PIONEER VALUE FD	COST	5,711.	4,468.
PIONEER SMALL CAP VALUE FD	COST	3,455.	3,216.
AMERICAN FDS EUROPACIFIC GROWTH	COST	3,319.	4,660.
MFS RESERACH INT FD CL A	COST	4,888.	4,651.
PIONEER MID CAP VALUE FD CL A	COST	3,673.	3,179.
PIONEER LARGE CAP GROWTH FD	COST	11,742.	9,892.
PIONEER SELECT MID CAP GROWTH A	COST	3,499.	3,270.
PIONEER GROWTH FD A	COST	8,236.	9,927.
PIONEER SER TR II GROWTH	COST	3,719.	3,201.
PIONEER CULLEN VALUE FD CL A	COST	9,329.	9,043.
PIMCO FOREIGN BOND FUND CL A	COST	13,466.	14,573.
PIMCO TOTAL RETURN FD	COST	13,019.	13,330.
TOTAL TO FORM 990-PF, PART II, LINE 13		217,105.	213,691.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 7
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE ROBERT F. HENRY FOUNDATION COMMITTEE, REGIONS BANK, TRUST DEPT.
P.O. BOX 2450
MONTGOMERY, AL 36102

TELEPHONE NUMBER

334-230-6103

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS FOR CONTRIBUTIONS SHOULD BE WRITTEN REQUEST FROM THE SUBMITTING INSTITUTION.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

ORGANIZATIONS AND INDIVIDUALS REQUESTING GIFTS, GRANTS, OR AWARDS MUST MEET THE QUALIFICATIONS OF A "RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL" ENTITY AS SET FORTH IN THE TRUST AGREEMENT SETTING UP THE FOUNDATION AND QUALIFYING IT AS A PRIVATE FOUNDATION.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AFRICAN BIBLE COLLEGE	GENERAL FUND	PUBLIC CHARITY	200.
ALABAMA PUBLIC RADIO	GENERAL FUND	PUBLIC CHARITY	100.
ALPHA DELTA PI	GENERAL FUND	PUBLIC CHARITY	100.
ARAB WORLD MINISTRIES	GENERAL FUND	PUBLIC CHARITY	100.
CAMPUS CRUSADE FOR CHRIST INTERNATIONAL	GENERAL FUND	PUBLIC CHARITY	900.
CHILD EVANGELISM FELLOWSHIP	GENERAL FUND	PUBLIC CHARITY	500.
EMORY UNIVERSITY	GENERAL FUND	PUBLIC CHARITY	300.
FIRST UNITED METHODIST CHURCH	GENERAL FUND	PUBLIC CHARITY	2,050.

HAGGAI INSTITUTE	GENERAL FUND	PUBLIC CHARITY	200.
HARVARD BUSINESS SCHOOL	GENERAL FUND	PUBLIC CHARITY	200.
MISSION TO THE WORLD	GENERAL FUND	PUBLIC CHARITY	1,100.
PHI DELTA THETA FOUNDATION	GENERAL FUND	PUBLIC CHARITY	200.
RIVER REGION UNITED WAY, MONTGOMERY,AL	GENERAL FUND	PUBLIC CHARITY	100.
SAV-A-LIFE	GENERAL FUND	PUBLIC CHARITY	300.
STEGALL SEMINARY FOUNDATION	GENERAL FUND	PUBLIC CHARITY	500.
TUKABATCHEE AREA COUNCIL - BOY SCOUTS	GENERAL FUND	PUBLIC CHARITY	600.
WYCLIFFE	GENERAL FUND	PUBLIC CHARITY	300.
YMCA, MONTGOMERY, ALABAMA	GENERAL FUND	PUBLIC CHARITY	200.

BLUE GRAY TENNIS	GENERAL FUND	PUBLIC CHARITY	100.
FIRST WHITE HOUSE ASSOC	GENERAL FUND	PUBLIC CHARITY	900.
ALABAMA WORLD AFFAIRS COUNCIL	GENERAL FUND	PUBLIC CHARITY	100.
INSTITUTE ON RELIGION AND DEMOCRACY	GENERAL FUND	PUBLIC CHARITY	100.
TRANSILVANIA COMMUNITY HOSPITAL	GENERAL FUND	PUBLIC CHARITY	200.
RUF HOLMES COLLEGE	GENERAL FUND	PUBLIC CHARITY	200.
COMMON GROUND MONTGOMERY	GENERAL FUND	PUBLIC CHARITY	200.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			9,750.

ACCT H705 1155000715
FROM 01/01/2009
TO 12/31/2009

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
SUCC TR U/A ROBERT HENRY FOUNDATION

RUN 02/09/2010
05:42:29 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER: 6130
TRUST ADMINISTRATOR: 791
INVESTMENT OFFICER: 77

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
378.0420 AMERICAN CENTURY LARGE CO VAL ADV FUND # - 025076787 - MINOR = 62						
SOLD		04/20/2009	1440.34			
ACQ	378.0420	03/25/2008	1440.34	2510.20	-1069.86	LT15
8.1160 AMERICAN CENTURY LARGE CO VAL ADV FUND # - 025076787 - MINOR = 62						
SOLD		07/20/2009	35.06			
ACQ	8.1160	03/25/2008	35.06	53.89	-18.83	LT15
168.7350 AMERICAN CENTURY LARGE CO VAL ADV FUND # - 025076787 - MINOR = 62						
SOLD		10/20/2009	852.11			
ACQ	168.7350	03/25/2008	852.11	1120.40	-268.29	LT15
14.0890 AMERICAN FDS EUROPACIFIC GROWTH CL F - 298706409 - MINOR = 64						
SOLD		07/20/2009	462.82			
ACQ	14.0890	12/29/2008	462.82	384.63	78.19	ST
15.9710 AMERICAN FDS EUROPACIFIC GROWTH CL F - 298706409 - MINOR = 64						
SOLD		10/20/2009	622.08			
ACQ	15.9710	12/29/2008	622.08	436.01	186.07	ST
43.3550 MFS RESEARCH INTERNAT FUND CL A - 552983512 - MINOR = 64						
SOLD		07/20/2009	518.96			
ACQ	43.3550	06/26/2008	518.96	757.41	-238.45	LT15
45.0950 MFS RESEARCH INTERNAT FUND CL A - 552983512 - MINOR = 64						
SOLD		10/20/2009	643.95			
ACQ	45.0950	06/26/2008	643.95	787.81	-143.86	LT15
1441.2390 PIMCO FOREIGN BD US$ HD-A - 693391245 - MINOR = 61						
SOLD		07/20/2009	13893.54			
ACQ	1035.8610	12/26/2006	9985.70	10576.14	-590.44	LT15
	11.7530	08/15/2007	113.30	118.00	-4.70	LT15
	120.2220	02/15/2008	1158.94	1257.52	-98.58	LT15
	26.5480	06/26/2008	255.92	268.13	-12.21	LT15
	77.9870	08/14/2008	751.79	793.13	-41.34	ST
	14.0140	09/26/2008	135.09	135.38	-0.29	ST
	50.0650	12/29/2008	482.63	453.09	29.54	ST
	104.7890	04/20/2009	1010.17	955.68	54.49	ST
36.1750 PIMCO FOREIGN BOND FUND CL A - 722005196 - MINOR = 61						
SOLD		10/20/2009	371.88			
ACQ	36.1750	07/20/2009	371.88	334.62	37.26	ST
1195.8260 PIONEER BOND FUND CLASS A FD #0003 - 723622106 - MINOR = 61						
SOLD		07/20/2009	10403.69			
ACQ	1195.8260	11/22/1996	10403.69	11772.66	-1368.97	LT15
2.0300 PIONEER MID CAP VALUE FUND CLASS A FD #0 - 72375Q108 - MINOR = 62						
SOLD		07/20/2009	31.55			
ACQ	2.0300	01/18/2005	31.55	45.11	-13.56	LT15
17.6590 PIONEER MID CAP VALUE FUND CLASS A FD #0 - 72375Q108 - MINOR = 62						
SOLD		10/20/2009	318.40			
ACQ	17.6590	01/18/2005	318.40	392.38	-73.98	LT15
40.8060 PIONEER SMALL CAP VALUE FUND CLASS A FD - 72387Q104 - MINOR = 62						
SOLD		04/20/2009	558.23			
ACQ	40.8060	08/15/2007	558.23	1224.18	-665.95	LT15
7.8470 PIONEER SMALL CAP VALUE FUND CLASS A FD - 72387Q104 - MINOR = 62						
SOLD		07/20/2009	128.46			
ACQ	7.8470	08/15/2007	128.46	235.41	-106.95	LT15
30.1500 PIONEER SMALL CAP GROWTH FUND CLASS A FD - 72387T108 - MINOR = 62						
SOLD		04/20/2009	507.73			
ACQ	30.1500	09/26/2008	507.73	728.12	-220.39	ST
7.7320 PIONEER SMALL CAP GROWTH FUND CLASS A FD - 72387T108 - MINOR = 62						
SOLD		07/20/2009	152.62			
ACQ	7.7320	09/26/2008	152.62	186.73	-34.11	ST
9.1130 PIONEER SMALL CAP GROWTH FUND CLASS A FD - 72387T108 - MINOR = 62						
SOLD		10/20/2009	203.30			
ACQ	9.1130	09/26/2008	203.30	220.08	-16.78	LT15
350.4840 PIONEER LARGE CAP GROWTH FUND CLASS A FD - 72387T405 - MINOR = 62						
SOLD		04/20/2009	2982.62			
ACQ	350.4840	08/15/2007	2982.62	4861 21	-1878.59	LT15
23 2790 PIONEER LARGE CAP GROWTH FUND CLASS A FD - 72387T405 - MINOR = 62						
SOLD		07/20/2009	226.50			
ACQ	23.2790	08/15/2007	226.50	322.88	-96.38	LT15
43.5000 PIONEER LARGE CAP GROWTH FUND CLASS A FD - 72387T405 - MINOR = 62						
SOLD		10/20/2009	471.97			
ACQ	43.5000	08/15/2007	471.97	603.35	-131.38	LT15
6.6860 PIONEER SELECT MID CAP GROWTH A - 72387T827 - MINOR = 62						
SOLD		07/20/2009	81.43			
ACQ	6 6860	01/18/2005	81.43	100.36	-18.93	LT15
25.5010 PIONEER SELECT MID CAP GROWTH A - 72387T827 - MINOR = 62						
SOLD		10/20/2009	365.43			
ACQ	19.7080	01/18/2005	282.42	295.81	-13.39	LT15
	5.7930	12/26/2006	83.01	92.28	-9.27	LT15
34.3350 PIONEER GROWTH FUND A - 72387T884 - MINOR = 62						
SOLD		07/20/2009	525.33			
ACQ	34.3350	07/31/1994	525.33	434.23	91.10	LT15
25.5890 PIONEER GROWTH FUND A - 72387T884 - MINOR = 62						
SOLD		10/20/2009	438.09			
ACQ	25.5890	07/31/1994	438.09	323.62	114.47	LT15
14.1400 PIONEER SER TR II GROWTH OPPORTUNITIES FUND CLASS A FD #0060 - 72387W408 - MINOR = 62						
SOLD		10/20/2009	319.43			
ACQ	14.1400	08/15/2007	319.43	504.57	-185.14	LT15

ACCT H705 1155000715
FROM 01/01/2009
TO 12/31/2009

REGIONS BANK, TRUST DEPARTMENT
STATEMENT OF CAPITAL GAINS AND LOSSES
SUCC TR U/A ROBERT HENRY FOUNDATION

RUN 02/09/2010
05·42·29 PM

TRUST YEAR ENDING 12/31/2009

TAX PREPARER: 6130
TRUST ADMINISTRATOR: 791
INVESTMENT OFFICER: 77

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
29.2390 PIONEER CULLEN VALUE FUND CLASS A FD #00 - 72387X109 - MINOR = 62						
SOLD		10/20/2009	480.11			
ACQ	29.2390	10/25/2005	480.11	542.71	-62.60	LT15
222.6080 PIONEER VALUE FUND - 724010103 - MINOR = 62						
SOLD		04/20/2009	1800.90			
ACQ	222.6080	12/26/2006	1800.90	3764.30	-1963.40	LT15
456.3750 PIONEER VALUE FUND - 724010103 - MINOR = 62						
SOLD		07/20/2009	4166.70			
ACQ	456.3750	12/26/2006	4166.70	7717.29	-3550.59	LT15
40.7150 PIONEER VALUE FUND - 724010103 - MINOR = 62						
SOLD		10/20/2009	427.51			
ACQ	40.7150	12/26/2006	427.51	688.49	-260.98	LT15
194.7940 REGIONS FDS GROWTH TR SHS - 759130407 - MINOR = 62						
SOLD		04/20/2009	2528.43			
ACQ	194.7940	07/31/1994	2528.43	2463.50	64.93	LT15
70.0940 REGIONS FDS VALUE TR SHS - 759130605 - MINOR = 62						
SOLD		04/20/2009	767.53			
ACQ	70.0940	10/25/2005	767 53	1109.59	-342.06	LT15
83.0970 RMK MID CAP VALUE CL A - 759130613 - MINOR = 62						
SOLD		04/20/2009	530.16			
ACQ	83.0970	01/18/2005	530.16	868.36	-338.20	LT15
81.8340 REGIONS FDS AGGR GRW CL A - 759130837 - MINOR = 62						
SOLD		04/20/2009	850.26			
ACQ	81.8340	01/18/2005	850.26	1228.33	-378.07	LT15
		TOTALS	TR 48107.12	TR 61667.59		

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	89.42	0.00	-13649.89	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	29.83			0.00
	89.42	0.00	-13620.06	0.00	0.00	0.00
STATE						
SUBTOTAL FROM ABOVE	89.42	0.00	-13649.89	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIVIDENDS	0.00	0.00	29.83			0.00
	89.42	0.00	-13620.06	0.00	0.00	0.00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
ALABAMA	N/A	N/A