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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 01-01-2009 , and ending 12-31-2009

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 MISSISSIPPI POWER FOUNDATION INC		A Employer identification number 72-1370746	
	Number and street (or P O box number if mail is not delivered to street address) PO BOX 4079		Room/suite	B Telephone number (see page 10 of the instructions) (228) 864-1211
	City or town, state, and ZIP code GULFPORT, MS 39502		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,141,270		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	112	112		
	4 Dividends and interest from securities.	179,237	179,237		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-541,163			
	b Gross sales price for all assets on line 6a <u>3,724,485</u>				
	7 Capital gain net income (from Part IV , line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications			2,855	
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	-361,814	179,349	2,855	
	13 Compensation of officers, directors, trustees, etc	51,829	20,732	0	31,097
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	639	639	0	0
	b Accounting fees (attach schedule)	13,500	6,750	0	6,750
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,305	2,305	0	0
	22 Printing and publications				
	23 Other expenses (attach schedule)	81,590	60,354	0	21,236
	24 Total operating and administrative expenses. Add lines 13 through 23	149,863	90,780	0	59,083
	25 Contributions, gifts, grants paid	707,047			687,047
	26 Total expenses and disbursements. Add lines 24 and 25	856,910	90,780	0	746,130
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,218,724			
	b Net investment income (if negative, enter -0-)		88,569		
	c Adjusted net income (if negative, enter -0-)			2,855	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	28,336	36,676	36,676
	2	Savings and temporary cash investments	92,555	210,101	210,101
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	4,512,220	 3,453,392	3,453,392
	b	Investments—corporate stock (attach schedule)	4,716,902	 5,422,217	5,422,217
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	 10,118	 18,884	 18,884	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,360,131	9,141,270	9,141,270	
Liabilities	17	Accounts payable and accrued expenses	12,851	16,075	
	18	Grants payable	1,546,667	728,333	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,559,518	744,408	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	7,800,613	8,396,862	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	7,800,613	8,396,862	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,360,131	9,141,270	

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 7,800,613
2	Enter amount from Part I, line 27a	2 -1,218,724
3	Other increases not included in line 2 (itemize) ▶ 	3 1,814,973
4	Add lines 1, 2, and 3	4 8,396,862
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 8,396,862

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 Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-541,163
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,287,146	11,784,407	0 109225
2007	1,356,052	12,555,642	0 108003
2006	1,996,505	7,984,442	0 250049
2005	478,765	8,872,929	0 053958
2004	396,308	8,279,993	0 047863

2	Total of line 1, column (d).	2	0 569098
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 113820
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	8,851,965
5	Multiply line 4 by line 3.	5	1,007,531
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	886
7	Add lines 5 and 6.	7	1,008,417
8	Enter qualifying distributions from Part XII, line 4.	8	746,130

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,771	
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	1,771	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,771	
6		Credits/Payments				
a		2009 estimated tax payments and 2008 overpayment credited to 2009	6a	3,280		
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	3,280	
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,509	
11		Enter the amount of line 10 to be Credited to 2010 estimated tax	1,509	Refunded	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) MS _____			
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	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of MS REBECCA MONTGOMERY Telephone no (228) 865-5925 Located at PO BOX 4079 GULFPORT MS ZIP+4 39502			
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	

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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		No
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?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	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 20____, 20____, 20____, 20____			
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.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	0
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	8,917,601
b	Average of monthly cash balances.	1b	69,165
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	8,986,766
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	8,986,766
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	134,801
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,851,965
6	Minimum investment return. Enter 5% of line 5.	6	442,598

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	442,598
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	1,771
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,771
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	440,827
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	440,827
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	440,827

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	746,130
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	746,130
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	746,130
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				440,827
2	Undistributed income, if any, as of the end of 2008				
a	Enter amount for 2008 only.			0	
b	Total for prior years 20____, 20____, 20____		0		
3	Excess distributions carryover, if any, to 2009				
a	From 2004.				
b	From 2005.				38,626
c	From 2006.				1,611,365
d	From 2007.				731,958
e	From 2008.				704,444
f	Total of lines 3a through e.	3,086,393			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 746,130				
a	Applied to 2008, but not more than line 2a			0	
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2009 distributable amount.				440,827
e	Remaining amount distributed out of corpus	305,303			
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	3,391,696			
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 page 27 of the instructions . . .		0		
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)	0			
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	3,391,696			
10	Analysis of line 9				
a	Excess from 2005. . . .				38,626
b	Excess from 2006. . . .				1,611,365
c	Excess from 2007. . . .				731,958
d	Excess from 2008. . . .				704,444
e	Excess from 2009. . . .				305,303

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a

The name, address, and telephone number of the person to whom applications should be addressed

REBECCA MONTGOMERY
PO BOX 4079
GULFPORT, MS 39502
(228) 865-5925

b

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

SEE ATTACHED APPLICATION

c

Any submission deadlines

NO SUBMISSION DEADLINES



d

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

AWARDS CANNOT BE GRANTED TO AN ORGANIZATION THAT IS NOT EITHER A TAX-EXEMPT ENTITY UNDER INTERNAL REVENUE CODE SECTION 501(c)(3) OR A GOVERNMENT ENTITY THE FUNDS CANNOT BE USED TO CARRY ON PROPAGANDA OR OTHERWISE ATTEMPT TO INFLUENCE LEGISLATION, TO INFLUENCE THE OUTCOME OF ANY SPECIFIC PUBLIC ELECTION OR TO CONDUCT, EITHER DIRECTLY OR INDIRECTLY, ANY VOTER REGISTRATION DRIVE, TO FUND A GRANT TO AN INDIVIDUAL, TO PURCHASE ELECTRIC APPLIANCES, INSTALL ATHLETIC FIELD LIGHTING, OR TO FUND ANY OTHER SIMILAR ACTIVITY WHICH WOULD PRODUCE A TANGIBLE ECONOMIC BENEFIT TO MISSISSIPPI POWER COMPANY, NOR CAN THE MISSISSIPPI POWER COMPANY OR MISSISSIPP POWER FOUNDATION RECIEVE TICKETS, A TABLE AT A BANQUET, OR ANY OTHER ITEM OF FOUNDATION RECIEVE TICKETS, A TABLE AT A BANQUET, OR ANY OTHER ITEM OF VALUE AS A RESULT OF THE CONTRIBUTION

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			 3a	687,047
b <i>Approved for future payment</i> O hr-O'Keefe Museum of Art PO Box 429 Biloxi, MS 39530			Donation-2010-2012 commitment	20,000
Total			 3b	20,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2009)

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

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

[illegible]

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

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.				
*****			2010-10-19	
Signature of officer or trustee			Title	

Paid Preparer's Use Only	Preparer's Signature MITCH BECKWITH CPA	Date 2010-10-19	Check if self-employed <input checked="" type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code HORNE LLP PO BOX 22964 JACKSON, MS 392252964		EIN *****	
			Phone no (601) 948-0940	

Additional Data

Software ID: 09000028

Software Version: 2009.04040

EIN: 72-1370746

Name: MISSISSIPPI POWER FOUNDATION INC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
T ROWE GROWTH STOCK		2008-05-06	2009-02-11
DWS DREMAN S/C VAL		2008-05-06	2009-03-03
DWS DREMAN S/C VAL		2008-05-13	2009-03-03
DODGE & COX STOCK FD		2008-05-27	2009-03-03
FED INTERCONTINENTAL		2008-05-13	2009-03-03
FID ADV NEW INSIGHTS		2008-05-06	2009-03-03
FID ADV NEW INSIGHTS		2008-05-13	2009-03-03
FID LOW PRICE #316		2008-05-06	2009-03-03
FID LOW PRICE #316		2008-05-13	2009-03-03
FRANKLIN MUT DISC Z		2008-05-21	2009-03-03
FRANKLIN MUT DISC Z		2008-05-27	2009-03-03
T ROWE GROWTH STOCK		2008-05-06	2009-03-03
T ROWE GROWTH STOCK		2008-05-13	2009-03-03
T ROWE EQ INC		2008-05-06	2009-03-03
T ROWE MID CAP GWTH		2008-05-06	2009-03-03
T ROWE MID CAP GWTH		2008-05-13	2009-03-03
ROYCE PA MUT FD		2008-05-06	2009-03-03
ROYCE PA MUT FD		2008-05-13	2009-03-03
ROYCE PA MUT FD		2008-05-21	2009-03-03
FHLB 2 0		2008-12-18	2009-04-01
FHLB 4 35		2008-05-14	2009-05-22
FHLB 3 625		2008-05-12	2009-05-28
FHLB 3 0		2008-05-22	2009-06-09
FHLB 4 05		2008-06-09	2009-06-30
FHLB 2 75		2009-06-30	2009-10-15
FHLB 1 625		2009-08-04	2009-11-25
FFCB 2 15		2008-12-03	2009-12-03
T ROWE GROWTH STOCK		2008-12-17	2009-12-17
FHLB 2 00		2008-12-29	2009-12-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
100,000		165,291	-65,291
13,182		26,120	-12,938
8,958		18,061	-9,103
27,644		62,634	-34,990
22,870		60,584	-37,714
36,278		65,871	-29,593
4,080		7,393	-3,313
29,574		65,300	-35,726
10,980		24,380	-13,400
3,217		4,762	-1,545
47,469		69,652	-22,183
76,373		143,479	-67,106
46,165		86,837	-40,672
27,060		57,920	-30,860
64,248		130,600	-66,352
10,795		22,173	-11,378
19,223		39,180	-19,957
19,080		39,180	-20,100
7,804		15,950	-8,146
249,485		250,000	-515
500,000		500,013	-13
500,000		500,010	-10
500,000		500,014	-14
500,000		500,000	0
250,000		250,010	-10
200,000		200,000	0
250,000		250,005	-5
50,000		60,229	-10,229
150,000		150,000	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-65,291
			-12,938
			-9,103
			-34,990
			-37,714
			-29,593
			-3,313
			-35,726
			-13,400
			-1,545
			-22,183
			-67,106
			-40,672
			-30,860
			-66,352
			-11,378
			-19,957
			-20,100
			-8,146
			-515
			-13
			-10
			-14
			0
			-10
			0
			-5
			-10,229
			0


Form 990PF Part VIII Line 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
JOHN ATHERTON	CHAIRMAN 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
REBECCA MONTGOMERY	PRESIDENT 16 00	51,829	0	381
PO BOX 4079 GULFPORT, MS 395024079				
FRANCES V TURNAGE	SECRETARY 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
VICKI PIERCE	TREASURER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
MIKE COLLINS	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
TODD TERRELL	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
4-H Club Foundation of Mississippi Box 9601 Mississippi State, MS 397629641			Donation-US Congressional Awards program	10,000
4-H Club Foundation of Mississippi Box 9601 Mississippi State, MS 397629641			Donation-US Congressional awards program ('09-'11)	20,000
Afro-American Cultural SocietyPO Box 80294 Starkville, MS 39759			Donation-Brickfire project	2,000
Alzheimer's Disease & Related Disorders4900 Poplar Springs Drive Suite 3 Meridian, MS 39305			Donation CC-G O	500
Alzheimer's Disease & Related Disorders4900 Poplar Springs Drive Suite 3 Meridian, MS 39305			CC Meridian-donation	750
Alzheimer's Disease & Related Disorders4900 Poplar Springs Drive Suite 3 Meridian, MS 39305			Donation	1,000
American Association of Blacks in EnergyPO Box 851675 Mobile, AL 36685			Donation	2,320
American Association of Blacks in EnergyPO Box 851675 Mobile, AL 36685			Donation	3,342
American Association of Blacks in EnergyPO Box 851675 Mobile, AL 36685			Donation	4,339
American Cancer Society417 Security Square Gulfport, MS 39507			Donation	13,868
American Heart AssociationPO Box 8272 Gulfport, MS 39506			Donation	18,688
American Red CrossP O Box 4514 Biloxi, MS 395354514			Donation	3,850
Area Development Partnership FoundationOne Convention Center Plaza Hattiesburg, MS 39401			Donation	11,800
Association for the Rights of Citizens with Developmental DisabilitiesPO Box 18800 Hattiesburg, MS 39404			Donation	3,750
Auburn University317 S College Street Auburn, AL 36849			Donation-matching gift	100
Total  3a				687,047


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Back Bay Mission1012 Division Street Biloxi, MS 39530			Donation	1,000
Bay St Louis Little TheatrePO Box 3296 Bay St Louis, MS 39521			Donation	1,000
Bethel Free Health Clinic1650 Carrol Drive Biloxi, MS 39531			Donation	3,000
Biloxi Chamber of Commerce11975 Seaway Road Suite E Gulfport, MS 39503			Donation-African American Heritage Art Exhibit	500
Blood Systems1115 25th Avenue Meridian, MS 39301			Donation	500
Boy Scouts of America1318 Hardy Street Hattiesburg, MS 39401			Donation	4,250
Boys and Girls Club of East MississippiPO Box 4202 Meridian, MS 39304			Donation	1,000
Boys and Girls Clubs of Jackson & GeorgeP O Box 8522 Moss Point, MS 395328522			Donation	1,500
Boys and Girls Clubs of the Gulf Coast11975-B Seaway Road Gulfport, MS 39503			Donation-Academic Achievement	5,000
Care Lodge Domestic Violence Shelter InPO Box 5331 Meridian, MS 39302			Donation-CC Meridian	1,000
Catholic Social & Community Services1520 29th Avenue Gulfport, MS 39501			Donation-CC	500
Center for the Prevention of Child Abuse3201 D Avenue Gulfport, MS 39507			Donation-CC-Coast	1,000
Coastal Conservation AssnMississippi109 South 27th Avenue STE 219 Hattiesburg, MS 39401			Donation	1,000
Community Foundation of East MississippiPO Box 865 Meridian, MS 39302			Donation	3,000
Diabetes Foundation of MississippiPO Box 17141 Hattiesburg, MS 39404			Donation	1,500
Total  3a				687,047

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Domestic Abuse Family ShelterPO Box 273 Laurel, MS 39441			Donation	500
Dreams Do Come True Community Empowerment Center3007 23rd Street Meridian, MS 39301			Donation	800
E MS Business Development FoundationP O Box 790 Meridian, MS 393020792			Donation-Young Professionals of Meridian	125
E MS Business Development FoundationP O Box 790 Meridian, MS 393020790			Donation-Leadership Lauderdale	250
E MS Business Development FoundationP O Box 790 Meridian, MS 393020791			Donation-Leadership Lauderdale Youth	350
E MS Foothills Land Trust Inc2401 11th Street Meridian, MS 39302			Donation	1,000
E MS Foothills Land Trust Inc2401 11th Street Meridian, MS 39301			Donation	5,000
Educational Support OrganizationPO Box 7785 Gulfport, MS 39506			Donation-The Nourishing Place	1,466
Escatawpa Volunteer Fire Department PO Box 592 Escatawpa, MS 39552			Donation	500
Explosion of ExcellencePost Office Box 480 Pascagoula, MS 395680480			Donation	2,000
First Tee of MeridianPO Box 8028 Meridian, MS 39303			Donation	1,000
Friends of Mississippi VeteransPO Box 1265 Meridian, MS 39302			Donation	1,000
Friends of the South Mississippi State Hospital825 Hwy 589 Purvis, MS 39475			Donation	500
Gulf Coast Christian Life Center Inc PO Box 6883 Gulfport, MS 39502			Donation-CC-Coast	1,500
Gulf Coast Community FoundationP O Box 2984 Gulfport, MS 39502			Donation - Italy night fundraiser	2,500
Total  3a				687,047


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Gulf Coast Down Syndrome Society IncPO Box 654 Gautier, MS 39553			CC match-support Buddy Walk	500
Gulf Coast Symphony11975 Seaway Road Suite A130 Gulfport, MS 39503			Donation	3,701
Gulf Coast Womens Center for NonviolenceP O Box 333 Biloxi, MS 39533			Donation-CC-Coast	1,000
Gulf of Mexico FoundationPMB 51 5403 Everhart Road Corpus Cristi, TX 78411			Donation-Gulf of Mexico program	500
Gulf Pines Girl Scout Council IncPO Box 15309 Hattiesburg, MS 39404			Donation	15,000
Hancock Community Development Foundation412 Hwy 90 STE 6 Bay St Louis, MS 39520			Donation	4,000
Hancock County Food Pantry IncPO Box 4313 Bay St Louis, MS 39521			Donation-CC-Coast	1,000
Hancock Medical Foundation149 Drinkwater Blvd Bay St Louis, MS 39520			Donation	1,250
Harrison County Volunteer FundPO Box 7017 Gulfport, MS 39506			Donation	5,500
Home of GraceP O Box 5009 Vancleave, MS 39565			CC Jackson/George-Needy men during the holiday season	400
Home of GraceP O Box 5009 Vancleave, MS 39565			CC Jackson/George-support needy women and children during holidays	400
Home of Hope for ChildrenPO Box 18496 Hattiesburg, MS 39401			Donation	700
Hope for Children IncPO Box 26 Meridian, MS 39302			Donation for Hope Village	1,750
Hope HavenP O Box 3777 Bay St Louis, MS 39521			CC-G O donation	1,500
Hurley Volunteer Fire Department 21728 Hwy 613 Moss Point, MS 39562			Donation	500
Total  3a				687,047


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Jackson County Literacy Council1713 Kenneth Avenue Pascagoula, MS 39567			Donation	50
Jackson County Youth Court4903 Telephone Road Pascagoula, MS 39567			Donation-CC Jackson/George for Rhonda Crane Shelter	500
Jimmie Rodgers FoundationPO Drawer 2170 Meridian, MS 39302			Donation	500
Jr Auxiliary of Laurel MS IncP O Box 875 Laurel, MS 394410875			Donation	350
Jr Auxiliary of Meridian MS Inc8468 Highway 45 North Meridian, MS 39305			Donation	500
Junior Achievement of Mississippi Inc1695 High Street Jackson, MS 39202			Donation CC match-Coast	2,260
Junior Auxiliary of GulfportP O Box 6452 Gulfport, MS 39506			Donation	1,000
Junior Auxiliary of Hattiesburg28 Market Court SUITE 160-222 Hattiesburg, MS 39402			Donation	350
Junior Auxiliary of Pascagoula-Moss PointPO Box 209 Pascagoula, MS 395680209			Donation	1,000
Keep Mississippi Beautiful208 Key Drive Suite B Madison, MS 39110			Donation to support community clean up within MPC territory	35,000
Kemper County Economic Development Authority14062 Hwy 16 W Dekalb, MS 39328			Donation	2,000
Kids Kicking Cancer Inc3201 Danny Park STE 202 METAIRIE, LA 70002			CC match-Coast donation	200
Land Trust for the MS Coastal PlainPO Box 245 Biloxi, MS 39533			Donation	7,000
Lauderdale County 4-H410 Constitution Avenue Meridian, MS 39301			Donation	350
Lauderdale County Habitat for HummanityPO Box 562 Meridian, MS 39302			Donation	1,000
Total  3a				687,047

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Lauderdale Outreach & Volunteer Effort PO Box 562 Meridian, MS 39302			Donation	1,000
Leukemia & Lymphoma Society Inc 1311 Mamaroneck Avenue Suite 310 White Plains, NY 10605			Donation	500
Living Lands & Waters Restoration Org 17624 Rt 84 N East Moline, IL 61244			Donation	1,000
Long Beach Food Pantry PO Box 508 Long Beach, MS 39560			CC-G O donation	1,000
Make A Wish Fdn of MS Chartered 4800 155N STE 30 Jackson, MS 39211			Donation	1,750
March of Dimes PO Drawer 6737 Gulfport, MS 39506			Donation	950
Meml Hosp at Gulfport Foundation Inc PO Box 940 Gulfport, MS 39502			Donation-Take a Swing at Breast Cancer	1,500
Mental Health Assn of South Mississippi 2436 Pass Road STE C Biloxi, MS 39531			CC-Coast donation	500
Meridian Council for the Arts P O Box 1405 Meridian, MS 39302			Donation-Threefoot Art Festival	500
Meridian Museum of Art PO Box 5773 Meridian, MS 39302			Donation	500
Meridian Restoration Foundation 905 Martin Luther King Drive Meridian, MS 39301			Donation	500
Meridian Symphony Association Inc PO Box 2171 Meridian, MS 39302			Donation	1,250
Mississippi 4-H Clubs Foundation PO Box 9601 Mississippi State, MS 39762			Donation	1,500
Mississippi Blues Foundation PO Box 139 Jackson, MS 39205			Donation	10,000
Mississippi Center for Nonprofits Inc 921 N President Street STE C Jackson, MS 39202			Donation	5,000
Total  3a				687,047


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Mississippi Gulf Coast YMCA1810 Government Street Ocean Springs, MS 39564			Donation	500
Mississippi High School ActivitiesPO Box 127 Clinton, MS 39060			Donation	6,000
Mississippi Nature Conservancy405 Briarwood Drive STE 101 Jackson, MS 39206			Donation	10,000
Mississippi Power Community ConnectionPO Box 4079 Gulfport, MS 39502			Donation to support Salvation Army Angel Tree program-match of golf proceeds	37,544
Mississippi Special Olympics15 Olympic Way Madison, MS 39110			Donation	500
Mississippi Wellness Foundation1735 Richard Drive Biloxi, MS 39532			Donation	3,900
MS Council on Economic EducationPO Box 23396 Jackson, MS 39225			Donation-Mississippi Council on Economic Education	2,500
MS Gulf Coast Comm College FoundationP O Box 99 Perkinston, MS 39573			Vocational Scholarships	3,100
MS Minority Business Alliance Inc 1230 Raymond Road BOX 600 JACKSON, MS 39204			Donation	10,000
MS Museum of Natural Science Foundation2418 Riverside Drive Jackson, MS 39202			Donation	1,000
MS State University Foundation Inc PO Box 6149 Mississippi State, MS 39762			Donation-matching gift	50,262
MS University for Women Foundation 1100 College Street MUW-1618 Columbus, MS 39701			Donation-matching gift	500
NAACPPO Box 4149 Biloxi, MS 39535			Donation	18,000
National Guard Association of MississippiPO Box 627 Jackson, MS 39205			Donation	5,000
Newton United Givers FundP O Box 301 Newton, MS 39345			Donation-Newton United Givers Fund	1,000
Total  3a				687,047

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Ocean SpringsLong Beach Interfaith HospPO Box 8562 Biloxi, MS 395354514			Donation-CC-Coast	1,000
O hr-O'Keefe Museum of ArtPO Box 429 Biloxi, MS 39530			Donation-2008 commitment	10,000
Parents for Public Schools of MeridianPO Box 1190 Meridian, MS 39302			Donation	500
Pearl River Comm Coll Development FdnPO Box 5389 Poplarville, MS 39470			Donation	1,000
Petal Association for FamiliesPO Box 1247 Petal, MS 39465			Donation-CC-Pine Belt	500
Petal Children's Task Force Inc418 S Main Street Petal, MS 39465			Donation	3,000
Petal Lighthouse Mission314 S George Street Petal, MS 39465			Donation	1,000
Pink Heart FundsPO Box 1047 Long Beach, MS 39560			Donation	2,250
Rotary Club of HattiesburgPO Box 15185 Hattiesburg, MS 39404			Donation	150
Salvation ArmyPO Box 9 Biloxi, MS 39533			Donation	1,650
Sav-A-Life of Pearl River Area Inc9155 Lorraine Road Gulfport, MS 39503			Donation-CC Coast	500
Save the Children2000 L Street NW Suite 500 Washington, DC 20036			Donation	20,000
Singing River Art AssociationP O Box 716 Pascagoula, MS 39568			Donation for Exhibition	200
St Vincent De Paul Community Pharmacy681 Division Street Biloxi, MS 39530			Donation-CC Jackson/George	2,250
State Games of Mississippi IncP O Box 5866 Meridian, MS 393025866			Donation	5,000
Total ▶ 3a				687,047


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
The Conservation Fund812 Park Avenue SUITE D Mandeville, LA 70448			Donation	5,000
The Foundation for Education & Economic1012 North West Street Jackson, MS 39202			Donation	2,000
The Greater PineBelt Comm FoundationPO Box 945 Petal, MS 39465			Donation	200
The Lord is My Help1205 Desoto Street Ocean Springs, MS 39566			Donation CC-Jackson/George	750
The Trust for Public Lands1137 Baronne Street New Orleans, LA 70113			Donation	2,000
The United Methodist Children's HomePO Box 2589 Madison, MS 391302589			Donation-CC- G O	1,250
Three Rivers Volunteer Fire Department16901 Hwy 63 Moss Point, MS 39562			Donation	500
Tougaloo CollegePO Box 429 University, MS 38677			Donation	30,000
United Christian Outreach Inc3502 Old Mobile Highway Pascagoula, MS 39567			Donation CC-Jackson/George	750
United Way for Jackson & George Counties3510 Magnolia St Pascagoula, MS 39567			Corporate Donation match 1 of 3	8,300
United Way for Jackson & George Counties3510 Magnolia St Pascagoula, MS 39567			Donation-Corporate match 1 of 3	8,300
United Way for Jackson & George Counties3510 Magnolia St Pascagoula, MS 39567			Donation-Corporate match 1 of 3	8,300
United Way of East Mississippi1205 22nd Avenue Meridian, MS 39301			Donation-Women's Leadership Fundraiser	1,000
United Way of East Mississippi1205 22nd Avenue Meridian, MS 39301			Corporate match 1 of 3	3,505
United Way of East Mississippi1205 22nd Avenue Meridian, MS 39301			Corporate match 1 of 3	3,505
Total  3a				687,047

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
United Way of East Mississippi1205 22nd Avenue Meridian, MS 39301			Corporate match 1 of 3	3,505
United Way of South MississippiP O Box 2128 Gulfport, MS 39505			CC Coast Match	765
United Way of South MississippiP O Box 2128 Gulfport, MS 39505			Corporate Donation Match 1 of 3	24,327
United Way of South MississippiP O Box 2128 Gulfport, MS 39505			Donation-Corporate Match 1 of 3	24,327
United Way of South MississippiP O Box 2128 Gulfport, MS 39505			Donation-Corporate Match 1 of 3	24,327
United Way of Southeast MississippiP O Box 1648 Hattiesburg, MS 394031648			Corporate match 1 of 3	3,178
United Way of Southeast MississippiP O Box 1648 Hattiesburg, MS 394031648			Corporate match 1 of 3	3,178
United Way of Southeast MississippiP O Box 1648 Hattiesburg, MS 394031648			Corporate match 1 of 3	3,178
United Way of the Pine Belt RegionPO Box 2026 Laurel, MS 39442			Donation	1,995
United Way of the Pine Belt RegionPO Box 2026 Laurel, MS 39442			Donation	1,995
United Way of the Pine Belt RegionPO Box 2026 Laurel, MS 39442			Donation	1,995
University of Mississippi FoundationPO Box 429 University, MS 38677			Donation-matching gift	991
University of Mississippi FoundationPO Box 429 University, MS 38677			Donation-matching gift	2,000
University of Mississippi FoundationPO Box 429 University, MS 38677			Donation-matching gift	10,000
University of Southern MississippiSS Box 5043 Hattiesburg, MS 39406			Donation-Joseph Bailey reception at KRC	300
Total			3a	687,047

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
University of Southern Mississippi FoundationSS Box 5043 Hattiesburg, MS 39406			Donation-Partners for the Arts	1,000
University of Southern Mississippi FoundationSS Box 5043 Hattiesburg, MS 39406			Donation-matching gift	8,100
University of Southern Mississippi FoundationSS Box 5043 Hattiesburg, MS 39406			Matching Gift	28,161
US Conference of Catholic Bishops 2204 24th Avenue Gulfport, MS 39501			Donation-CC-Coast	2,500
USM The Children's Center for Communication and DevelopmentSS Box 5043 Hattiesburg, MS 39406			Donation-matching gift	3,000
Weeks Bay Reserve Foundation11401 US Hwy 98 Fairhope, AL 36532			Donation	50
Wesley House Community Center 1520 8th Avenue Meridian, MS 39301			Donation	1,250
Wolf River Conservation Society IncP O Box 447 Pass Christian, MS 39571			Donation	5,000
Total  3a				687,047

TY 2009 Accounting Fees Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	13,500	6,750	0	6,750

**TY 2009 Investments Corporate
Stock Schedule**

Name: MISSISSIPPI POWER FOUNDATION INC
EIN: 72-1370746

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY SECURITIES	5,422,217	5,422,217

TY 2009 Investments Government Obligations Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

**US Government Securities - End of
Year Book Value:**

3,453,392

**US Government Securities - End of
Year Fair Market Value:**

3,453,392

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2009 Legal Fees Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	639	639	0	0

TY 2009 Other Assets Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT INCOME REC-H B	10,118	18,884	18,884

TY 2009 Other Expenses Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursement s for Charit able Purposes
DUES & SUBSCRIPTIONS	3,025	3,025	0	0
INVESTMENT FEES	22,392	22,392	0	0
MISCELLANEOUS EXPENSE	2,186	2,186	0	0
OFFICE SUPPLIES	898	898	0	0
REIMBURSABLE SALARY EXPENSE	53,089	31,853	0	21,236

TY 2009 Other Increases Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Description	Amount
UNREALIZED LOSS	1,812,118
REFUND OF OVERPAID EXCISE TAX	2,855