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 11/01/09 , and ending 10/31/10

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: BACOT / MCCARTY FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 1442 | Room/suite:

City or town, state, and ZIP code: PASCAGOULA MS 39568-1442

A Employer identification number: 64-0620054

B Telephone number (see page 10 of the instructions): 228-762-3311

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 1,269,876

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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)	454,817			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	10,529	10,529	10,529	
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	-76,614			
b	Gross sales price for all assets on line 6a 273,386				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 2	14,705	13,080	14,705	
12	**Total.** Add lines 1 through 11	403,437	23,609	25,234	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	30,500			30,500
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 3	20,231			20,231
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	446			446
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	355			355
22	Printing and publications				
23	Other expenses (att. sch) Stmt 5	127,454			127,054
24	**Total operating and administrative expenses.** Add lines 13 through 23	178,986	0		178,586
25	Contributions, gifts, grants paid	225,663			225,663
26	**Total expenses and disbursements.** Add lines 24 and 25	404,649	0	0	404,249
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-1,212			
b	**Net investment income** (if negative, enter -0-)		23,609		
c	**Adjusted net income** (if negative, enter -0-)			25,234	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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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	365,075	807,409	807,409
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att 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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 6	898,235	462,467	462,467
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶ Stmt 7	5,705		
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,269,015	1,269,876	1,269,876
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 (attach schedule)			
	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 ▶** [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	1,221,338	1,059,648	
	25	Temporarily restricted	47,677	210,228	
	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			
	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)	1,269,015	1,269,876	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,269,015	1,269,876	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,269,015
2	Enter amount from Part I, line 27a	2	-1,212
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	2,073
4	Add lines 1, 2, and 3	4	1,269,876
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,269,876

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	N/A			
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				
b				
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				
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	
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	395,260	1,244,360	0.317641
2007	706,659	1,482,579	0.476642
2006	621,572	1,623,105	0.382952
2005	1,039,480	1,685,972	0.616546
2004	171,412	1,052,383	0.162880

2 **Total** of line 1, column (d)	2	1.956661
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	0.391332
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	0
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	236
7 Add lines 5 and 6	7	236
8 Enter qualifying distributions from Part XII, line 4	8	404,249

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 VI Excise 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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	236
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	236
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	236
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	
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	236
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ Refunded ▶	11	

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 page 19 of the 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 ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
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 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	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 on page 27)? 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

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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 page 20 of the 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 ▶ TODD TRENCHARD P.O. BOX 1442 Telephone no ▶ 228-762-3311

Located at ▶ PASCAGOULA, MS ZIP+4 ▶ 39568-1442

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)?	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?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 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 ▶ 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)	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. ▶ 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.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 Statement 9				

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 ▶

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 ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

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	0
b	Average of monthly cash balances			1b	0
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	0
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	0
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	0
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	0
6	**Minimum investment return.** Enter 5% of line 5			6	0

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	
2a	Tax on investment income for 2009 from Part VI, line 5	2a	236		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	236
3	Distributable amount before adjustments Subtract line 2c from line 1			3	-236
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	-236
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	-236

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	404,249
b	Program-related investments—total from Part IX-B	1b	
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	404,249
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	236
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	404,013

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				-236
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only				
b	Total for prior years: 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2009.				
a	From 2004 119,083				
b	From 2005 956,506				
c	From 2006 541,421				
d	From 2007 634,000				
e	From 2008 333,416				
f	**Total** of lines 3a through e	2,584,426			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 404,249				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				-236
e	Remaining amount distributed out of corpus	404,485			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,988,911			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
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)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	119,083			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	2,869,828			
10	Analysis of line 9:				
a	Excess from 2005 956,506				
b	Excess from 2006 541,421				
c	Excess from 2007 634,000				
d	Excess from 2008 333,416				
e	Excess from 2009 404,485				

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

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a 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 page 28 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))

N/A

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.

N/A

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:

N/A

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

See Statement 10

c Any submission deadlines:

THERE ARE NO SUBMISSION DEADLINES.

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

See Statement 11

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 12				225,663
Total			▶ 3a	225,663
b Approved for future payment N/A				
Total			▶ 3b	

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 (See page 28 of the instructions)
	(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					10,529
4 Dividends and interest from securities					
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					-76,614
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OIL AND GAS REVENUE					13,080
c MISCELLANEOUS INCOME			1	1,625	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,625	-53,005

13 Total. Add line 12, columns (b), (d), and (e) 13 -51,380

(See worksheet in line 13 instructions on page 28 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) (See page 29 of the instructions.)
N/A	

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

Signature of officer or trustee | Date 12.20.10 | Title EXECUTIVE DIRECTOR

Paid Preparer's Use Only

Preparer's signature: Jason S. [signature], CPA	Date 12/14/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions) P00732058
Firm's name (or yours if self-employed), address, and ZIP code: JASON KEENUM, CPA, PA 1719 OLD MOBILE AVE PASCAGOULA, MS 39567-7553	EIN 26-2794966 Phone no 228-712-2088		

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization	**Employer identification number**
BACOT / MCCARTY FOUNDATION, INC.	64-0620054

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization BACOT / MCCARTY FOUNDATION, INC.

Employer identification number 64-0620054

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHEVRON 250 INDUSTRIAL ROAD PASCAGOULA MS 39567	$ 5,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	IP CASINO AND RESORT 850 BAYVIEW AVENUE BILOXI MS 39530	$ 200,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3	NORTHROP GRUMMAN P.O. BOX 149 PASCAGOULA MS 39568-0149	$ 10,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description: Whom Sold	Date Acquired	Date Sold	How Received / Sale Price	Cost	Expense	Depreciation	Net Gain / Loss
PRINCE HENRY NAVIGATOR II			Purchase				
	Various	5/06/10	$ 50,300	$ 150,000	$	$	$ -99,700
POINT CAPITAL CAPITAL MANAGEMENT			Purchase				
	Various	12/14/09	219,722	200,000			19,722
UBS PAINE WEBBER			Purchase				
	Various	2/01/10	29				29
CONSTELLATION TRUST			Purchase				
	Various	2/01/10	3,335				3,335
Total			$ 273,386	$ 350,000	$ 0	$ 0	$ -76,614

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OIL AND GAS REVENUE	$ 13,080	$ 13,080	$ 13,080
MISCELLANEOUS INCOME	1,625		1,625
Total	$ 14,705	$ 13,080	$ 14,705

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	$ 20,231	$	$	$ 20,231
Total	$ 20,231	$ 0	$ 0	$ 20,231

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAXES	$ 446	$	$	$ 446
Total	$ 446	$ 0	$ 0	$ 446

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
ADMINISTRATION	4,564			4,564
ADVERTISING	896			496
BANK CHARGES	1,263			1,263
DUES	800			800
FUNDRAISING EXPENSES	112,031			112,031
INSURANCE	1,338			1,338
MEALS & ENTERTAINMENT	3,043			3,043
OFFICE EXPENSES	3,219			3,219
RENT	300			300
Total	$ 127,454	$ 0	$ 0	$ 127,054

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
UBS PAINE WEBBER BROKERAGE ACCOUNT	$ 257	$	Market	$
OIL LEASES	103,522	111,999	Cost	111,999
POINT CLEAR CAPITAL MGMT.	242,923		Market	
CONSTELLATION	93,289		Market	
NT ENERGY	100,468	100,468	Cost	100,468
VIRGIN OIL PREFERRED SHARES	250,000	250,000	Cost	250,000
PRINCE HENRY NAVIGATOR II, LLC	107,776		Market	
Total	$ 898,235	$ 462,467		$ 462,467

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
TANGIBLE DRILLING COST	$ 5,705	$ 0	$ 0	$
Total	$ 5,705	$ 0	$ 0	$ 0

Federal Statements

Statement 8 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
BOOK /TAX DIFFERENCES ON INVESTMENTS	$ 2,073
Total	$ 2,073

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
AMERICAN HEART ASSOCIATIO		501(C)(3)	GRANT / DONATION	1,770
AMERICAN RED CROSS		501(C)(3)	GRANT / DONATION	2,000
BACKPACK BUDDIES		501(C)(3)	GRANT / DONATION	10,500
TRINITY HOUSE		501(C)(3)	GRANT / DONATION	2,000
JACKSON COUNTY CASA		501(C)(3)	GRANT / DONATION	400
JACKSON COUNTY CHAMBER		CIVIC ASSOC.	GRANT / DONATION	3,325
EAST CENTRAL CIVIC ASSOC.		501(C)(3)	GRANT / DONATION	2,000
EXPLOSION OF EXCELLENCE		501(C)(3)	GRANT / DONATION	5,000
GATEWAY CHRISTIAN ACADEMY		501(C)(3)	GRANT / DONATION	4,000
GAUTIER ROTARY		501(C)(3)	GRANT / DONATION	500
GULF COAST SYMPHONY		501(C)(3)	GRANT / DONATION	5,775
GULF COAST COMM. FOUNDATI		501(C)(3)	GRANT / DONATION	2,150
GRACE BAPTSIT CHURCH		501(C)(3)	GRANT / DONATION	200
JR. AUXILLARY OF PASCAGOU		501(C)(3)	GRANT / DONATION	6,000
MARCH OF DIMES		501(C)(3)	GRANT / DONATION	800
MARITIME SEAFOOD MUSEUM		501(C)(3)	GRANT / DONATION	425
OUR DAILY BREAD		501(C)(3)	GRANT / DONATION	500
PASCAGOULA ROTARY		501(C)(3)	GRANT / DONATION	9,500

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
RESURECTION CATHOLIC SCHO		SCHOOL	GRANT / DONATION	6,436
SINGING RIVER ART ASSOCIA		501(C)(3)	GRANT / DONATION	6,000
ST. PATRICK CATHOLIC HS		501(C)(3)	GRANT / DONATION	3,500
ST. PAUL METHODIST CHURCH		501(C)(3)	GRANT / DONATION	3,584
UNITED WAY OF JACKSON		501(C)(3)	GRANT / DONATION	620
WALTER ANDERSON MUSEUM OF		501(C)(3)	GRANT / DONATION	3,000
YOUTH FOR CHRIST		501(C)(3)	GRANT / DONATION	4,000
INDIVIDUAL ASSISTANCE		INDIVIDUALS	GRANT / DONATION	10,450
BOYS AND GRILS CLUB		501(C)(3)	GRANT / DONATION	24,100
BOY SCOUTS		501(C)(3)	GRANT / DONATION	13,064
CAST EARLY EDUCATION CENT		501(C)(3)	GRANT / DONATION	2,000
DREAM PROGRAM		501(C)(3)	GRANT / DONATION	14,975
GAUTIER PLAYGROUND PROJEC		501(C)(3)	GRANT / DONATION	5,000
HOME OF GRACE		501(C)(3)	GRANT / DONATION	7,241
HOPE HOUSE		501(C)(3)	GRANT / DONATION	10,000
EXCEL BY 5		501(C)(3)	GRANT / DONATION	1,107
MARY C. O'KEEFE CENTER		501(C)(3)	GRANT / DONATION	3,765
MEMORIAL INSTITUE		501(C)(3)	GRANT / DONATION	1,000

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
PROMISS		501(C)(3)	GRANT / DONATION	4,000
SALVATION ARMY		501(C)(3)	GRANT / DONATION	2,151
PASCAGOULA SENIOR CITIZEN		501(C)(3)	GRANT / DONATION	2,973
SEASHORE MISSION		501(C)(3)	GRANT / DONATION	5,242
YMCA		501(C)(3)	GRANT / DONATION	7,500
TRENT LOTT MIDDLE SCHOOL		501(C)(3)	GRANT / DONATION	1,000
VANCLEAVE PLAYGROUND PROJ		501(C)(3)	GRANT / DONATION	1,000
EEC		501(C)(3)	GRANT / DONATION	3,000
ROYAL RANGERS		501(C)(3)	GRANT / DONATION	1,000
OHR/O'KEEFE MUSEUM		501(C)(3)	GRANT / DONATION	2,000
PHOENOMINAL PEOPLE		501(C)(3)	GRANT / DONATION	5,000
VANCLEAVE GIRLS SOFTBALL		501(C)(3)	GRANT / DONATION	2,000
BAND CORPS		501(C)(3)	GRANT / DONATION	1,000
AMERICAN CANCER SOCIETY		501(C)(3)	GRANT / DONATION	1,000
VALLEY SERVICES		501(C)(3)	GRANT / DONATION	1,396
HOPE COMMUNITY DEVELOPMEN		501(C)(3)	GRANT / DONATION	500
OCEAN SPRINGS ROTARY		501(C)(3)	GRANT / DONATION	250
PASCAGOULA WORLD SERIES		501(C)(3)	GRANT / DONATION	2,000

Federal Statements

Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
GREATER ANTIOCH CHURCH		501(C)(3)	GRANT / DONATION	500
GULFPORT HIGH SCHOOL BAND		501(C)(3)	GRANT / DONATION	840
MISC. 501(C)(3) CHARITIES		501(C)(3)	GRANT / DONATION	4,624
Total				225,663

Statement 10 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

NO ORAL REQUESTS WILL BE CONSIDERED. WRITTEN REQUESTS INCLUDE THE FOLLOWING:
1. DETAILED DESCRIPTION OF THE PROGRAM
2. SPONSORING ORGANIZATION
3. EVIDENCE TO SUPPORT THE NEED FOR THE ORGANIZATION
4. SHOW THAT THE COMMUNITY WILL SUPPORT THE PROGRAM
5. WHAT SEGMENTS OF THE OPOULATION WILL SUPPORT THE PROGRAM SERVE
6. HOW THE PROGRAM WILL ENHANCE THE OBJECTIVE OF THE FOUNDATION
7. DURATION OF THE PROGRAM
8. SOURCE OF THE OTHER FUNDING
9. PRINCIPALS ASSOCIATED WITH THE PROGRAM

THE PROGRAMS ADMINISTRATION MUST PROVIDE ASSURANCE OF FINANCIAL AS WELL AS SERVICE ACCOUNTABILITY. ANNUAL AUDIT REPORTS SHOULD BE MADE AVAILABLE TO THE FOUNDATION.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

THERE ARE NO SUBMISSION DEADLINES.

Statement 11 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

THE PROGRAM SHOULD BE CONSISTENT WITH THE OBJECTIVE OF YOUTH AND EDUCATION. PRIORITY CONSIDERATION IS GIVEN TO PROGRAMS WHICH PROVIDE LASTING BENEFIT TO THE CITIZENS OF JACKSON COUNTY, MISSISSIPPI.

Federal Statements

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
ROBERT H. MAXWELL 3003 PASCAGOULA STREET PASCAGOULA MS 39567	DIRECTOR	1.00	0	0	0
S. MICHAEL DICKSON 3118 PASCAGOULA STREET PASCAGOULA MS 39567	DIRECTOR	1.00	0	0	0
DAN MACGRUDER 805 CRANEBRAKE DRIVE OCEAN SPRINGS MS 39564	DIRECTOR	1.00	0	0	0
EVELYN S. MCCARTY 2321 ATKINSON GAUTIER MS 39553	SECRETARY	1.00	0	0	0
CYNTHIA BABER STRUNK 2500 AMONETT STREET PASCAGOULA MS 39567	PRESIDENT	1.00	0	0	0
MARSHALL SMITH 1613 FAIRHAVEN DRIVE GAUTIER MS 39553	VICE - PRES.	1.00	0	0	0
HENRY FOX 517 WESTWOOD STREET PASCAGOULA MS 39567	TREASURER	1.00	0	0	0
DEBBI McCALLAM 1805 GEERKIN STREET, UNIT 24 PASCAGOULA MS 39581	DIRECTOR	1.00	0	0	0
LEE BOND 5500 RITCHER ROAD OCEAN SPRINGS MS 39564	DIRECTOR	1.00	0	0	0
BOBBY EDWARDS	DIRECTOR	1.00	0	0	0

Federal Statements

Statement 9 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc. (continued)

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
105 SHADY OAKS LANE OCEAN SPRINGS MS 39564					
SCOTT WALKER 104 TEMPLE TERRACE OCEAN SPRINGS MS 39564	DIRECTOR	1.00	0	0	0
RICH WESTFALL 11975 SEAWAY ROAD B-150 GULFPORT MS 39503	DIRECTOR	1.00	0	0	0
TODD TRENCHARD P.O. BOX 1442 PASCAGOULA MS 39568	DIRECTOR	4.00	30,500	0	0