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 NOVEMBER 1 **, 2009, and ending** OCTOBER 31 **, 20**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
ALFA FOUNDATION

A Employer identification number
72-1373145

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 11189

B Telephone number (see page 10 of the instructions)
334-288-3900

City or town, state, and ZIP code
MONTGOMERY, AL 36111

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 14,917,124

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	924	924		
4	Dividends and interest from securities	154,936	108,629		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,645,089			
b	Gross sales price for all assets on line 6a 30,787,790				
7	Capital gain net income (from Part IV, line 2)		1,013,865		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) STMT 1	19,576	19,576		
12	**Total.** Add lines 1 through 11	1,820,525	1,142,994		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0	0		0
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 1	2,883	2,883		0
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				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 1	1,338	1,338		0
24	**Total operating and administrative expenses.** Add lines 13 through 23	4,221	4,221		
25	Contributions, gifts, grants paid	757,500			757,500
26	**Total expenses and disbursements** Add lines 24 and 25	761,721	4,221		757,500
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	1,058,804			
b	**Net investment income** (if negative, enter -0-)		1,138,773		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. JSA Form **990-PF** (2009)

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Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	508	189	189
	2	Savings and temporary cash investments	83,815	142,607	142,607
	3	Accounts receivable ▶ 2,000			
		Less allowance for doubtful accounts ▶	199,109	2,000	2,000
	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 (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 2	10,772,669	11,969,668	13,772,329
	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) STMT 3	999,999	999,999	999,999
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	12,056,100	13,114,463	14,917,124
Liabilities	17	Accounts payable and accrued expenses	724	283	
	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)	724	283	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	12,055,376	13,114,180	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	12,055,376	13,114,180	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	12,056,100	13,114,463	

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	12,055,376
2	Enter amount from Part I, line 27a	2	1,058,804
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	13,114,180
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	13,114,180

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 STATEMENT 5	P		
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	1,013,865
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	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? . . . . ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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	700,000	12,198,455	0.0574
2007	1,839,827	21,859,776	0.0842
2006	1,460,000	26,089,527	0.0560
2005	1,231,000	23,718,982	0.0519
2004	1,103,750	21,447,850	0.0515

2	**Total** of line 1, column (d)	2	0.3010
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	0.0602
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	14,643,981
5	Multiply line 4 by line 3	5	881,568
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,388
7	Add lines 5 and 6.	7	892,956
8	Enter qualifying distributions from Part XII, line 4.	8	757,500

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions 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 ruling letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	22,775
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	22,775
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	22,775
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	37,648		
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	37,648
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	14,873
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 14,873 **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 $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶$ 0 (2) On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV 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

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**		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 ▶ JEFFREY NICKLES Telephone no ▶ 334-288-3900

Located at ▶ 2108 EAST SOUTH BOULEVARD, MONTGOMERY, AL ZIP + 4 ▶ 36116

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ **15** N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		**Yes**	**No**
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☒ **No**			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ **Yes** ☐ **No**			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☒ **No**			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☒ **No**			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ **Yes** ☒ **No**			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	**1b**		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	**1c**		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ **Yes** ☒ **No** If "Yes," list the years ▶ ________ , ________ , ________ , ________			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see 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 ▶ ________ , ________ , ________ , ________			
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? ☐ 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? **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
JERRY A. NEWBY 2108 E. SOUTH BLVD MONT. AL 36116	PRESIDENT 1.0	0	0	0
C. LEE ELLIS 2108 E. SOUTH BLVD MONT. AL 36116	VP 1.0	0	0	0
H. AL SCOTT 2108 E. SOUTH BLVD MONT. AL 36116	SECRETARY 1.0	0	0	0
STEPHEN G. RUTLEDGE 2108 E. SOUTH BLVD MONT. AL 36116	TREASURER 1.0	0	0	0

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 N/A	
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	
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	13,123,402
b	Average of monthly cash balances	1b	357,686
c	Fair market value of all other assets (see page 24 of the instructions)	1c	1,385,898
d	**Total** (add lines 1a, b, and c)	1d	14,866,986
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	14,866,986
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	223,005
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,643,981
6	**Minimum investment return.** Enter 5% of line 5	6	732,199

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	732,199
2a	Tax on investment income for 2009 from Part VI, line 5 2a 22,775		
b	Income tax for 2009 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	22,775
3	Distributable amount before adjustments Subtract line 2c from line 1	3	709,424
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	709,424
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	709,424

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	757,500
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	757,500
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	757,500

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					709,424
2	Undistributed income, if any, as of the end of 2009					
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	68,852				
b	From 2005	75,413				
c	From 2006	237,442				
d	From 2007	755,456				
e	From 2008	94,773				
f	**Total** of lines 3a through e		1,231,936			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 757,500					
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					709,424
e	Remaining amount distributed out of corpus		48,076			
5	Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a))*					0
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,280,012			
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)		68,852			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		1,211,160			
10	Analysis of line 9					
a	Excess from 2005	75,413				
b	Excess from 2006	237,442				
c	Excess from 2007	755,456				
d	Excess from 2008	94,773				
e	Excess from 2009	48,076				

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			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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

DAVID R. PROCTOR, P.O. BOX 11189, MONTGOMERY, AL 36111-0189 (334)613-4498

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

NO SPECIFIC REQUIREMENTS

c Any submission deadlines

NO SPECIFIC REQUIREMENTS

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

NON-PROFIT ORGANIZATIONS DOMICILED IN THE STATE OF ALABAMA

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 4				757,500
Total . . . . ▶ **3a**				757,500
b Approved for future payment				
NONE				
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			14	924	
4 Dividends and interest from securities			14	154,936	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,645,089	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				1,800,949	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,800,949

(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)

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 | 2/10/11 Date | ▶ CHIEF FINANCIAL OFFICER Title

Paid Preparer's Use Only

Preparer's signature ▶	Date	Check if self-employed ▶ ☐	Preparer's identifying number (See **Signature** on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code ▶		EIN ▶	
		Phone no	

ALFA FOUNDATION (EIN 72-1373145)
ATTACHMENT TO FORM 990-PF -- RETURN OF PRIVATE FOUNDATION
10/31/2010

PART I - ANALYSIS OF REVENUE AND EXPENSES

LINE 11 - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSE PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MISCELLANEOUS	19,576	19,576		
TOTALS	19,576	19,576	-	-

LINE 16b - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSE PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	2,883	2,883	-	-
TOTALS	2,883	2,883	-	-

LINE 23 - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSE PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BANK CHARGES	1,338	1,338		
FILING FEES	-	-		
DUES	-	-		
		-	-	-
TOTALS	1,338	1,338	-	-

ALFA FOUNDATION (EIN 72-1373145)
ATTACHMENT TO FORM 990-PF -- RETURN OF PRIVATE FOUNDATION
10/31/2010

PART II - BALANCE SHEETS

LINE 10b - CORPORATE STOCK

COMPANY	# OF SHARES	BOOK VALUE	FMV
APPLE COMPUTER	1,500	356,122.00	451,470.00
AVON PRODUCTS	8,000	246,692.00	243,600.00
BAC CLIRN SPX	50,000	500,000.00	510,000.00
BAC SPX STEP UP NOTES SV S&P 500	100,000	1,000,000.00	1,120,000.00
BANK OF AMERICA CORP	50,000	500,000 00	500,000.00
BAXTER INTL INC	5,300	256,621 76	269,929.00
BEST BUY CO INC	9,000	351,976 50	386,820.00
BLACKSTONE GROUP LP CO	30,000	359,709.00	404,400.00
BRINKS CO	10,000	202,514 00	236,000.00
BROCADE COMMUNICATIONS SYS INC	30,000	186,411 00	190,500.00
CARTER INC	13,000	344,793 80	323,570 00
CME GROUP INC	1,300	341,611 40	376,545 00
EGSHARES DOW JONES	54,000	1,105,920.00	1,212,840.00
EMC CORP / MASS	17,000	313,865.90	357,340.00
ESRX EXPRESS SCRIPTS COMMON	4,500	207,477.90	218,340 00
GAMESTOP CORP NEW	32,500	631,257.50	638,625 00
GOOGLE INC	725	335,883 15	444,932 50
HALOZYME THERAPEUTICS INC	65,000	450,523.50	476,450 00
JARDEN CORP	12,500	349,953.35	400,750 00
KINDER MORGAN MANAGEMENT LLC	1	0.00	56 19
SPDR TRUST SERIES 1	36,900	3,249,609.24	4,372,281 00
THORATEC CORP	10,000	352,686.00	326,600.00
TEVA PHARMACEUTICAL INDS LTD	6,000	326,040.00	311,280.00
TOTAL		11,969,668.00	13,772,328.69

ALFA FOUNDATION (EIN 72-1373145)
ATTACHMENT TO FORM 990-PF -- RETURN OF PRIVATE FOUNDATION
10/31/2010

PART II - BALANCE SHEETS

LINE 13 - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
PARTNERSHIP INVESTMENTS	999,999	999,999	999,999
TOTALS	999,999	999,999	999,999

ALFA FOUNDATION (EIN 72-1373145)
ATTACHMENT TO FORM 990-PF -- RETURN OF PRIVATE FOUNDATION
10/31/2010

PART XV - SUPPLEMENTARYINFORMATION

LINE 3 - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED TO FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RECIPIENT STATUS	PURPOSE OF GRANT	RECIPIENT RELATIONSHIP	AMOUNT
AUBURN UNIVERSITY BIOSYSTEMS ENGINEERING DEPT. 209 TOM E CORLEY BUILDING AUBURN UNIVERSITY, AUBURN, AL 36849	SCHOOL	GENERAL PURPOSE	N/A	75,000
AUBURN UNIVERSITY FOUNDATION 317 SOUTH COLLEGE STREET AUBURN, ALABAMA 36849	PUBLIC CHARITY	GENERAL PURPOSE	N/A	225,000
SAMARITAN COUNSELING CENTER, INC 2911 ZELDA ROAD MONTGOMERY, AL 36106	PUBLIC CHARITY	GENERAL PURPOSE	N/A	25,000
ALABAMA MASTER GARDNERS ASSOCIATION P O. BOX 242722 MONTGOMERY, AL 36124	PUBLIC CHARITY	GENERAL PURPOSE	N/A	7,500
ALABAMA SHAKESPEARE FESTIVAL ONE FESTIVAL DRIVE MONTGOMERY, AL 36117	PUBLIC CHARITY	GENERAL PURPOSE	N/A	200,000
MONTGOMERY THERAPEUTIC RECREATION CENTER 604 AUGUSTA AVENUE MONTGOMERY, AL 36111	PUBLIC CHARITY	GENERAL PURPOSE	N/A	5,000
MONTGOMERY AREA FOOD BANK 521 TRADE CENTER STREET MONTGOMERY, AL 36108-2107	PUBLIC CHARITY	GENERAL PURPOSE	N/A	15,000
SOCIETY OF ST. ANDREW P O BOX 610806 BIRMINGHAM, AL 35261	PUBLIC CHARITY	GENERAL PURPOSE	N/A	20,000
RIVER REGION UNITED WAY P O. BOX 6135 MONTGOMERY, AL 36106	PUBLIC CHARITY	GENERAL PURPOSE	N/A	100,000
MONTGOMERY YMCA 880 SOUTH LAWRENCE STREET MONTGOMERY, AL 36104	PUBLIC CHARITY	GENERAL PURPOSE	N/A	40,000
MONTGOMERY AREA NONTRADITIONAL EQUESTRIANS INC 3699 WALLAHATCHIE ROAD PIKE ROAD, AL 36064	PUBLIC CHARITY	GENERAL PURPOSE	N/A	20,000
ATHENS STATE FOUNDATION 300 NORTH BEATY STREET ATHENS, AL 35611	SCHOOL	GENERAL PURPOSE	N/A	25,000
				757,500

ALFA FOUNDATION (EIN 72-1373145)
ATTACHMENT TO FORM 990-PF -- RETURN OF PRIVATE FOUNDATION
10/31/10

Purchased	P
Donated	D

PART IV - Capital Gains and Losses for Tax on Investment Income

(a)		(b)	(c) Date	(d) Date	(e)	(g)	(h)
Description	Shares	Acquired	Acquired	Sold	Sales Price	Cost	Gain/Loss
COMVERSE TECHNOLOGY INC	12,000	P	3/30/2006	3/24/2010	102 596	280,370	(177,774)
COMVERSE TECHNOLOGY INC	6 000	P	5/2/2006	3/24/2010	51 298	144,272	(92,974)
COMVERSE TECHNOLOGY INC	22 000	P	4/22/2008	3/24/2010	188 093	379 280	(191,187)
JARDEN CORP	10,000	P	5/21/2008	12/2/2009	289,944	203 734	86,210
JARDEN CORP	7,000	P	7/2/2009	9/17/2010	204 621	133 105	71,516
JARDEN CORP	500	P	7/2/2009	10/26/2010	16 389	9 508	6,882
MERRILL LYNCH S&P NOTES	55,600	P	11/25/2008	1/29/2010	806 200	556,000	250,200
SPDR TRUST SERIES 1	4 800	P	12/3/2008	12/11/2009	532 594	410,525	122,069
SPDR TRUST SERIES 1	2 300	P	12/3/2008	12/23/2009	257 501	196 710	60,791
SPDR TRUST SERIES 1	2 600	P	12/3/2008	1/6/2010	295,795	222,368	73,427
SPDR TRUST SERIES 1	1 600	P	12/4/2008	1/6/2010	181 755	139 427	42,328
SPDR TRUST SERIES 1	200	P	12/4/2008	1/11/2010	22,925	17,428	5,497
SPDR TRUST SERIES 1	3,200	P	1/7/2009	1/11/2010	366 807	292,576	74,231
SPDR TRUST SERIES 1	700	P	12/3/2008	2/2/2010	77,048	59,868	17,180
SPDR TRUST SERIES 1	1,000	P	12/3/2008	2/18/2010	111 023	85,526	25,497
SPDR TRUST SERIES 1	2 000	P	12/3/2008	2/26/2010	221 897	171 052	50,845
SPDR TRUST SERIES 1	4 500	P	12/3/2008	3/2/2010	504,354	384 867	119,486
SPDR TRUST SERIES 1	640	P	12/3/2008	4/14/2010	77,426	54 737	22,689
SPDR TRUST SERIES 1	1 660	P	3/26/2009	6/2/2010	179,368	137 398	41,970
SPDR TRUST SERIES 1	1 140	P	4/2/2009	6/2/2010	123 181	94,403	28,777
SPDR TRUST SERIES 1	460	P	12/3/2008	6/4/2010	49 213	39,342	9,871
SPDR TRUST SERIES 1	2,600	P	1/23/2009	6/4/2010	278 162	216,284	61,878
SPDR TRUST SERIES 1	240	P	3/26/2009	6/4/2010	25,677	19,865	5 812
Total Long-Term Capital Losses					4,963,867	4,248,647	715,220
ABBOTT LABORATORIES	7 500	P	4/20/2010	5/10/2010	370,353	398 621	(28,268)
ABBOTT LABORATORIES	5,000	P	8/4/2010	9/24/2010	259 172	250,394	8,778
AK STL HLDG CORP	25,000	P	5/28/2010	6/8/2010	318 852	384 470	(65,618)
AMAZON COM INC	2,400	P	2/2/2010	5/27/2010	299,763	280,859	18,904
AMEDISYS INC	7 100	P	5/28/2010	7/13/2010	190 379	352 423	(162,044)
APPLE COMPUTER	1 000	P	1/25/2010	4/28/2010	261,546	202 307	59,239
APPLE COMPUTER	200	P	1/25/2010	5/5/2010	50,972	40 461	10,511
APPLE COMPUTER	800	P	2/12/2010	5/5/2010	203,889	160,366	43,523
APPLE COMPUTER	1 500	P	5/7/2010	8/26/2010	362 473	354 009	8,464
BANK OF AMER CORP	22,000	P	2/25/2010	5/5/2010	388 386	362 767	25 619
BIG LOTS INC	9,000	P	2/12/2010	4/28/2010	349 115	274 513	74,602
BLACKSTONE GROUP LP	14 200	P	1/6/2010	1/25/2010	179,403	199 256	(19,852)
CHK CHESAPEAKE ENERGY CORP	10 000	P	7/20/2009	11/19/2009	231,944	204 651	27,293
CHK CHESAPEAKE ENERGY CORP	16 000	P	3/30/2010	6/8/2010	376,131	379 110	(2,979)
COINSTAR INC	6,500	P	1/6/2010	1/25/2010	171,734	195,224	(23,489)
COMVERSE TECHNOLOGY INC	20 000	P	12/23/2009	3/24/2010	170 994	192 622	(21,628)
CORINTHIAN COLLEGES INC	20,000	P	7/22/2010	8/12/2010	140 654	205,598	(64,944)
CORNING INC	13,000	P	1/25/2010	2/25/2010	226 885	243 598	(16,713)
CVS CORP	9 000	P	1/11/2010	3/5/2010	313 575	306 504	7,071
CVS CORP	5 000	P	1/29/2010	3/5/2010	174,208	162 500	11,709
CVS CORP	8 000	P	8/4/2010	10/13/2010	248,597	246 385	2,213
DARDEN RESTAURANTS INC	8 800	P	1/11/2010	3/3/2010	356,876	300,961	55,915
EXPEDIA INC DEL	15 000	P	3/31/2010	5/27/2010	326,130	374 349	(48,219)
FLIR SYS INC	11,000	P	3/15/2010	7/13/2010	334 358	293,965	40,393
FLIR SYS INC	9 000	P	3/23/2010	7/13/2010	273 566	250,407	23,159
FLIR SYS INC	5,000	P	3/31/2010	7/13/2010	151,981	141 379	10,602
GAMESTOP CORP NEW	12,000	P	1/12/2010	4/20/2010	302 989	249 325	53,664
GAMESTOP CORP NEW	13,000	P	3/1/2010	4/20/2010	328 238	228 199	100,039
GAMESTOP CORP NEW	5,000	P	3/23/2010	4/20/2010	126 245	108 379	17,866
GOLDMAN SACHS GROUP INC	1 700	P	1/5/2010	1/29/2010	258,730	295 273	(36,544)
GOLDMAN SACHS GROUP INC	2 300	P	2/25/2010	6/8/2010	313 507	358,794	(45,287)
GOLDMAN SACHS GROUP INC	1 200	P	4/28/2010	6/8/2010	163 569	188,015	(24,445)
GOLDMAN SACHS GROUP INC	1,500	P	5/21/2010	6/8/2010	204,461	211,758	(7,296)
GOOGLE INC	650	P	3/5/2010	7/8/2010	294,102	367,249	(73,147)
GTX INC DEL	5,250	P	8/17/2009	12/11/2009	20 294	50 135	(29,841)
GTX INC DEL	7,250	P	8/17/2009	12/14/2009	26 650	69 235	(42,585)
GTX INC DEL	5,000	P	10/7/2009	12/14/2009	18 379	54 497	(36,118)
HESS CORP	3 800	P	6/18/2009	1/11/2010	246,378	207 022	39,356
HUMANA INC	7,500	P	12/23/2009	1/12/2010	344,135	343,764	371
INTEL CORP	10,000	P	10/16/2009	12/23/2009	200,995	209,150	(8,155)
INTEL CORP	13,000	P	3/15/2010	8/23/2010	242,989	275 922	(32,933)
INTEL CORP	12 000	P	3/23/2010	8/23/2010	224,298	271,204	(46,906)
INTERPUBLIC GROUP COS INC	25 000	P	8/10/2010	9/29/2010	248 996	237,325	11,671
INTUIT	8,200	P	10/8/2009	12/23/2009	250 230	230,771	19,459
JACKSON HEWITT TAX SVCS INC	25,000	P	12/11/2009	12/23/2009	142 359	128 898	13,461
JARDEN CORP	2,500	P	7/2/2009	4/20/2010	81 214	47 538	33,677
JARDEN CORP	10 000	P	9/24/2009	4/20/2010	324 857	272 942	51,915
JARDEN CORP	7,500	P	1/29/2010	4/20/2010	243,642	231 869	11,774
JARDEN CORP	7,500	P	5/25/2010	10/26/2010	245,837	195 554	50,283
JARDEN CORP	2 000	P	5/28/2010	10/26/2010	65,556	58 512	7,044
JOHNSON & JOHNSON COMMON STOCK	6 200	P	8/26/2010	9/29/2010	386,311	359,815	26,495

ALFA FOUNDATION (EIN 72-1373145)
ATTACHMENT TO FORM 990-PF -- RETURN OF PRIVATE FOUNDATION
10/31/10

Purchased	P
Donated	D

PART IV - Capital Gains and Losses for Tax on Investment Income

(a) Description	Shares	(b) Acquired	(c) Date Acquired	(d) Date Sold	(e) Sales Price	(g) Cost	(h) Gain/Loss
LENDER PROCESSING SVCS INC	3 300	P	9/2/2009	3/31/2010	125 064	115 654	9,409
LENDER PROCESSING SVCS INC	3,200	P	1/14/2010	3/31/2010	121 274	129,631	(8,357)
LIFE TIME FITNESS INC	10,000	P	12/23/2009	1/29/2010	239,655	260,484	(20,829)
MACYS INC	13 000	P	2/8/2010	3/16/2010	279 325	215 647	63,678
MARVELL TECHNOLOGY GROUP LTD	12 000	P	3/23/2010	6/8/2010	208 759	255 199	(46,440)
METLIFE INC	8 500	P	12/11/2009	4/26/2010	399,148	307,012	92,136
METLIFE INC	2 500	P	1/29/2010	4/26/2010	117,397	89 438	27,959
METLIFE INC	3 500	P	2/25/2010	4/26/2010	164 355	125,273	39,082
MICROTUNE INC DEL	55,000	P	12/23/2009	9/8/2010	158,947	127,853	31,094
MOSAIC CO	7,000	P	4/26/2010	7/13/2010	294,630	371,798	(77,168)
MOSAIC CO	3 500	P	5/5/2010	7/13/2010	147,315	174 158	(26,843)
NII HLDGS INC	6 400	P	2/18/2010	3/19/2010	263 261	243,136	20,125
NII HLDGS INC	10,000	P	4/28/2010	7/13/2010	344,139	392,564	(48,425)
NII HLDGS INC	3 000	P	5/10/2010	7/13/2010	103 242	115 444	(12,202)
NVIDIA CORP	13 000	P	11/13/2009	12/11/2009	199 315	177 667	21,648
PROSHARES TRUST ULTRASHORT FIN	20,000	P	7/26/2010	8/2/2010	381,200	402,444	(21,244)
QUALCOMM INC	3 400	P	11/3/2009	2/25/2010	126 088	143,444	(17,356)
QUALCOMM INC	3 600	P	12/23/2009	2/25/2010	133 505	165 057	(31,551)
RALCORP HLDGS INC NEW	3,500	P	8/16/2010	9/24/2010	201,930	199 558	2,372
RESEARCH IN MOTION LTD	3 000	P	6/26/2009	11/6/2009	171 162	210 636	(39,473)
RESEARCH IN MOTION LTD	1,500	P	7/20/2009	11/6/2009	85 581	111 581	(26,000)
RESEARCH IN MOTION LTD	1,500	P	9/29/2009	11/6/2009	85,581	100,828	(15,247)
RESEARCH IN MOTION LTD	4 500	P	12/11/2009	1/29/2010	286,500	294 905	(8,405)
RESEARCH IN MOTION LTD	4 500	P	3/10/2010	3/30/2010	332 873	337 003	(4 129)
RESEARCH IN MOTION LTD	6 000	P	4/14/2010	5/20/2010	369,680	440,352	(70,672)
RESEARCH IN MOTION LTD	2 000	P	4/27/2010	5/20/2010	123 227	147,113	(23,886)
RF MICRODEVICES INC	55 000	P	2/8/2010	3/11/2010	257 265	223 702	33,563
SPDR TRUST SERIES 1	1,900	P	4/13/2009	1/6/2010	215,834	163 685	52,149
SPDR TRUST SERIES 1	2 600	P	12/2/2009	1/11/2010	298 030	290 342	7,688
SPDR TRUST SERIES 1	2 300	P	4/13/2009	2/8/2010	243 705	198 145	45,560
SPDR TRUST SERIES 1	2 200	P	4/13/2009	2/8/2010	233 109	188,430	44,679
SPDR TRUST SERIES 1	4,700	P	4/13/2009	2/16/2010	515,207	402,555	112,652
SPDR TRUST SERIES 1	1 200	P	2/2/2010	8/16/2010	129,469	131 748	(2,278)
SPDR TRUST SERIES 1	2 500	P	4/26/2010	8/16/2010	269 727	303,619	(33,892)
SPDR TRUST SERIES 1	2 000	P	2/2/2010	9/8/2010	220,376	219,579	797
SPDR TRUST SERIES 1	4 140	P	2/2/2010	9/15/2010	467 129	454 529	12,600
SPDR TRUST SERIES 1	2 100	P	5/20/2010	9/15/2010	236 949	226 107	10,842
SPDR TRUST SERIES 1	3 560	P	6/8/2010	9/15/2010	401,685	377,726	23,960
SPDR TRUST SERIES 1	4,400	P	6/8/2010	9/24/2010	504 188	466,852	37,336
SYMANTEC CORP	8 500	P	5/7/2009	11/3/2009	145 351	127 373	17,978
THERMO FISHER SCIENTIFIC INC	6 000	P	5/19/2009	12/14/2009	293 434	216,195	77,239
TIFFANY & CO NEW	5,800	P	8/10/2010	8/27/2010	232,728	253 499	(20,771)
TIVO INC	25,000	P	3/3/2010	3/4/2010	384 553	256 458	128,095
UNITED STATES NATURAL GAS FUND	50 000	P	4/23/2010	5/7/2010	346 494	375,225	(28,731)
UNITED THERAPEUTICS CORP DEL	6,000	P	5/20/2009	2/12/2010	356,302	199,616	156,686
UNITED THERAPEUTICS CORP DEL	3,000	P	8/13/2009	2/12/2010	178 151	137 489	40,662
UNITED THERAPEUTICS CORP DEL	9 000	P	2/16/2010	3/11/2010	534 690	515,037	19,653
UNITED THERAPEUTICS CORP DEL	6 800	P	5/5/2010	7/13/2010	340 555	376,380	(35,825)
VERIZON COMMUNICATIONS	8 000	P	3/23/2010	4/14/2010	237 996	247 217	(9,221)
WARNER CHILCOTT PLC IRELAND	5 000	P	8/4/2010	8/18/2010	145 461	129 316	16,145
WARNER CHILCOTT PLC IRELAND	5 000	P	8/18/2010	8/18/2010	145 461	146,038	(576)
WARNER CHILCOTT PLC IRELAND	10 000	P	8/23/2010	9/8/2010	292,184	295,426	(3,242)
WEATHERFORD INTERNATIONAL LTD	15,000	P	1/11/2010	3/1/2010	248 320	302 886	(54,566)
WILLBROS GROUP INC	7 000	P	12/8/2009	2/25/2010	106 831	109,237	(2,407)
WILLBROS GROUP INC	9 000	P	12/8/2009	3/12/2010	114 879	140,448	(25,569)
WILLBROS GROUP INC	25 000	P	4/23/2010	5/25/2010	227,809	340,845	(113,036)
Total Short-Term Capital Losses					25,823,923	25 478 419	345,503

Total Stock Sales	30,787,790	29,727,066	1,060,723
Gain/Loss on Sale of Options			29,302
Gain/Loss on Puts			-
STCG(L) from Partnerships			(43,033 00)
LTCG(L) from Partnerships			(33,127 00)
Total Gain			1,013,865