



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

Department of the Treasury  
Internal Revenue ServiceReturn of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No. 1545-0052

2010

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

For calendar year 2010, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

Name of foundation

Ray Foundation

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
2020 University Boulevard

City or town, state, and ZIP code

Tuscaloosa AL 35401

H Check type of organization.  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at J Accounting method.  Cash  Accrual  
end of year (from Part II, col. (c),  
line 16) ► \$ 459,493 (Part I, column (d) must be on cash basis.)

A Employer identification number

20-1209964

B Telephone number (see page 10 of the instructions)

205-345-5564

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 ► 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)

1 Contributions, gifts, grants, etc., received (attach schedule)	36,556		
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B			
3 Interest on savings and temporary cash investments	525	525	
4 Dividends and interest from securities	5,165	5,165	
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	Stmt 1	11,474	
b Gross sales price for all assets on line 6a	264,770		
7 Capital gain net income (from Part IV, line 2)		542	
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	10,000	10,000
12 Total. Add lines 1 through 11	63,720	16,232	0

13 Compensation of officers, directors, trustees, etc.	0		
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)	Stmt 3	1,511	
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 4	1,918	1,554
24 Total operating and administrative expenses.		3,429	1,554
Add lines 13 through 23		23,200	0
25 Contributions, gifts, grants paid		26,629	23,200
26 Total expenses and disbursements. Add lines 24 and 25		37,091	14,678
27 Subtract line 26 from line 12:			0
a Excess of revenue over expenses and disbursements			
b Net investment income (if negative, enter -0-)			
c Adjusted net income (if negative, enter -0-)			

For Paperwork Reduction Act Notice, see page 30 of the Instructions.

DAA

24 P Form 990-PF (2010)

## Form 990-PF (2010) Ray Foundation

20-1209964

Page 2

	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	(d) Book Value	(e) Book Value	(f) Fair Market Value
Assets	1 Cash—non-interest-bearing		26,653	26,669	26,669			
	2 Savings and temporary cash investments		98,032	61,810	61,810			
	3 Accounts receivable ►							
	Less: allowance for doubtful accounts ►							
	4 Pledges receivable ►							
	Less: allowance for doubtful accounts ►							
	5 Grants receivable							
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)							
	7 Other notes and loans receivable (att schedule) ► See Wrk	175,000	0	150,000	175,000	175,000		
	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) See Stmt 5		123,534	171,831	190,514			
	11 Investments—land, buildings, and equipment basis ►							
	Less accumulated depreciation (attach sch) ►							
	12 Investments—mortgage loans							
	13 Investments—other (attach schedule) See Statement 6		5,500	5,500	5,500			
	14 Land, buildings, and equipment basis ►							
	Less accumulated depreciation (attach sch) ►							
	15 Other assets (describe ►							
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item l)		403,719	440,810	459,493			
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 ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.							
	24 Unrestricted		403,719	440,810				
	25 Temporarily restricted							
	26 Permanently restricted							
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.							
	27 Capital stock, trust principal, or current funds							
	28 Paid-in or capital surplus, or land, bldg , and equipment fund							
	29 Retained earnings, accumulated income, endowment, or other funds							
	30 Total net assets or fund balances (see page 17 of the instructions)		403,719	440,810				
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		403,719	440,810				

## 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	403,719
2 Enter amount from Part I, line 27a	2	37,091
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	440,810
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	440,810

Form 990-PF (2010)

## 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 <b>Scottrade</b>				
b <b>LPL Financial</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 15			15	
b 527			527	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			15	
b			527	
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	542
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))
2009	6,500	208,296	0.031206
2008	3,250	300,572	0.010813
2007	11,000	318,563	0.034530
2006	16,000	270,961	0.059049
2005	100,936	154,071	0.655127

2 Total of line 1, column (d)

2 0.790725

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 0.158145

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 237,366

5 Multiply line 4 by line 3

5 37,538

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 147

7 Add lines 5 and 6

7 37,685

8 Enter qualifying distributions from Part XII, line 4

8 23,200

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.

## Form 990-PF (2010) Ray Foundation

20-1209964

Page 4

## 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)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

1c 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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2010 estimated tax payments and 2009 overpayment credited to 2010

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2011 estimated tax ► Refunded ►

1	294
2	0
3	294
4	0
5	294
6a	
6b	
6c	
6d	
7	
8	
9	294
10	
11	

## Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1a Yes X

1b 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 Yes 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.

1c Did the foundation file Form 1120-POL for this year? 1c Yes 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? 2 Yes X

If "Yes," attach a detailed description of the activities

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 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b Yes X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes X

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  
 • By language in the governing instrument, or  
 • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 6 Yes 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 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► AL 8a Yes X

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation 8b Yes 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV 9 Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 Yes X

Stmt 7

Form 990-PF (2010)

**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	<input checked="" type="checkbox"/>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <b>Martin Ray</b> <b>2020 University Blvd.</b>	Telephone no. ► <b>205-345-5564</b>	
	Located at ► <b>Tuscaloosa</b>	AL	ZIP+4 ► <b>35401</b>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here and enter the amount of tax-exempt interest received or accrued during the year	► <b>15</b> <input type="checkbox"/>	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

**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):	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<b>N/A</b> ► <input type="checkbox"/>	
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 2010?	<b>N/A</b>	
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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► <b>20 20 20 20</b>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 22 of the instructions)	<b>N/A</b>	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <b>20 20 20 20</b>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2010 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 2010.)	<b>N/A</b>	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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 2010?	<b>4b</b> <input checked="" type="checkbox"/>	

**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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	5b
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? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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
Martin Ray 2020 University Blvd.	Tuscaloosa AL 35401	President 1.00	0	0
Sandra Hall Ray 618 19th Avenue	Tuscaloosa AL 35401	Vice-Pres. 1.00	0	0
Allison Ray Tatum 2008 University Blvd.	Tuscaloosa AL 35401	Secretary 1.00	0	0
Borden M. Ray, Jr. 2020 University Blvd.	Tuscaloosa AL 35401	Treasurer 1.00	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
<b>NONE</b>		

**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**

Form 990-PF (2010)

**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	167,215
b	Average of monthly cash balances	1b	73,766
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	240,981
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	240,981
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	3,615
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	237,366
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	11,868

**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	11,868
2a	Tax on investment income for 2010 from Part VI, line 5	2a	294
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	294
3	Distributable amount before adjustments Subtract line 2c from line 1	3	11,574
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,574
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	11,574

**Part XII** **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	23,200
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	23,200
b	Cash distribution test (attach the required schedule)	5	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	23,200
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)		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				11,574
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only				
b Total for prior years 20_____, 20_____, 20_____				
3 Excess distributions carryover, if any, to 2010				
a From 2005	70,340			
b From 2006	2,645			
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	72,985			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 23,200				
a Applied to 2009, 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 2010 distributable amount				
e Remaining amount distributed out of corpus	11,626			11,574
5 Excess distributions carryover applied to 2010 (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:	84,611			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
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 2009. Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	70,340			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	14,271			
10 Analysis of line 9:				
a Excess from 2006	2,645			
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010	11,626			

**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 2010, enter the date of the ruling				►			
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed							(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007				
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)(ii)							
	(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).)

**Martin Ray****\$36,556**

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:

**N/A**

c Any submission deadlines

**N/A**

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

**N/A**

## Part XV | Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
<b>Rotary Club of Tusc Fdtn</b> 11001 Patton Road Northport AL 35475		Public	To support the Honor Flight program	500
<b>Childrens Hands-On Museum</b> 2213 University Blvd Tuscaloosa AL 35401		Public	For support of children's education	1,000
<b>Caring Days</b> 1110 6th Ave East Tuscaloosa AL 35403		Public	For support of care to seniors with memory disorders	2,500
<b>Tide Pride</b> P.O. Box 870333 Tuscaloosa AL 35487		Public	To support the University of Alabama	3,400
<b>Crimson Tide Foundation</b> P.O. Box 870101 Tuscaloosa AL 35487		Public	To support UA Bldg & Facilities Fund	14,800
<b>Jack Warner Foundation</b> 2700 Yacht Club Way NE Tuscaloosa AL 35406		Pvt Op Fdtn	To support the Westervelt-Warner Museum	1,000
<b>Total</b>			► 3a	23,200
<b>b Approved for future payment</b>				
<b>N/A</b>				
<b>Total</b>			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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					525
4 Dividends and interest from securities					5,165
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					10,000
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		10,932	16,232

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

13 Total: Add line 12, columns (b), (d), and (e).  
(See worksheet in line 13 instructions on page 2.)

#### **P-14-VB-2. Relationship of Activities to the Accomplishment of Event Purposes**

**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 )
3	<b>The interest/dividend income helps to offset operational/</b>
4	<b>administrative expenses so more funds are available to</b>
7	<b>contribute to charitable organizations.</b>

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of:**

- (1) Cash
- (2) Other assets

**b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

**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

4

President

Paid	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed
Preparer	Barrett A. Burns		04/03/11	
Use Only	Firm's name ► Morrison & Smith, LLP		PTIN	P01279735
	Firm's address ► P.O. Box 20647		Firm's EIN ►	63-0401542
RECEIVED	Tuscaloosa, AL 35402-0647		Phone no	205-349-2424

303

RECEIVED  
APR 12 2011

100

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

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF.

**2010**

Name of the organization

Employer identification number

**Ray Foundation****20-1209964**

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 foundationCheck 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 VII, 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 on line H 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).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

## Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page 1 of 1 of Part I

Name of organization

Ray Foundation

Employer identification number

20-1209964

## Part II Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Martin Ray 2020 University Blvd.  Tuscaloosa AL 35401	\$ 30,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
2	Martin Ray 2020 University Blvd.  Tuscaloosa AL 35401	\$ 6,556	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

## Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Page 1 of 1 of Part II

Name of organization

Ray Foundation

Employer identification number

20-1209964

## Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	112Sh Continental Resources Inc	\$ 6,556	12/06/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

## Other Notes and Loans Receivable

Forms  
**990 / 990-PF****2010**

For calendar year 2010, or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name

Ray Foundation

Employer Identification Number

20-1209964**Form 990-PF, Part II, Line 7 - Additional Information**

Name of borrower	Relationship to disqualified person
(1) <b>DT &amp; Freight</b>	<b>None</b>
(2) <b>Jon McGee</b>	<b>None</b>
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1) <b>150,000</b>	<b>04/18/08</b>	<b>04/18/11</b>	<b>Int monthly, bal maturity</b>	<b>6.000</b>
(2) <b>25,000</b>	<b>08/12/10</b>	<b>08/12/11</b>	<b>Int monthly, bal maturity</b>	<b>12.000</b>
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1) <b>Unsecured</b>	<b>Fund Operations</b>
(2) <b>Unsecured</b>	<b>Financial assistance</b>
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value (990-PF only)
(1) <b>Cash</b>	<b>150,000</b>	<b>150,000</b>	<b>150,000</b>
(2) <b>Cash</b>		<b>25,000</b>	<b>25,000</b>
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
<b>Totals</b>	<b>150,000</b>	<b>175,000</b>	<b>175,000</b>

RAYFOUNDA Ray Foundation  
20-1209964  
FYE: 12/31/2010

## Federal Statements

4/3/2011 2:18 PM

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

Description	Date Acquired	Date Sold	How Received		Expense	Depreciation	Net Gain/Loss
			Sale Price	Cost			
130Sh WisdomTree Trust Brazilian	11/19/09	1/12/10	\$ 3,441	\$ 3,535	\$		\$ -94
300Sh Permian Basin Royalty Tr	1/04/08	5/06/10	Purchase 5,933	4,320			1,613
200Sh Permian Basin Royalty Tr	12/09/09	5/06/10	Purchase 3,946	2,758			1,188
500Sh Permian Basin Royalty Tr	Various	5/11/10	Purchase 9,012	7,238			1,774
202Sh iShares Inc	8/07/09	8/02/10	Purchase 5,336	5,000			336
28Sh Frontier Communications	7/06/10	8/05/10	Purchase 209	214			-5
120Sh iShares FTSE Xinhua China	8/12/09	8/05/10	Purchase 5,079	5,010			69
132Sh Market Vectors	11/19/09	8/05/10	Purchase 3,574	3,502			72
52Sh Silver Wheaton Corp	5/18/10	8/05/10	Purchase 978	1,095			-117
300Sh Permian Basin Royalty Tr	5/11/10	8/06/10	Purchase 5,783	5,445			338
136Sh Powershares ETF Trust	5/18/10	11/09/10	Purchase 2,992	2,968			24
300Sh Frontier Communications	Various	11/16/10	Purchase 2,766	2,268			498
150Sh Southern Company	12/04/09	12/09/10	Purchase 5,713	4,868			845
200Sh iShares Silver	11/16/10	12/10/10	Purchase 5,833	5,279			554
150Sh ASA Limited	10/20/09	12/28/10	Purchase 4,893	3,984			909
150Sh ASA Limited	Various	12/28/10	Purchase 4,893	4,840			53
2000Sh Lynas Corp Ltd	9/04/09	12/28/10	Purchase 3,373	1,072			2,301

**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)**

Whom Sold	Description	How Received		Expense	Depreciation	Net Gain / Loss
		Date Acquired	Date Sold	Sale Price	Cost	
175Sh AllianceBernstein	1/11/10 12/28/10	\$ 3,997	\$ 4,987	\$	\$	-990
200Sh Verizon Communications	3/19/10 12/28/10	7,025	5,969			1,056
200Sh AllianceBernstein Holding	3/03/10 12/28/10	4,546	5,647			-1,101
374Sh ASA Ltd	Various Various	10,984	10,566			418
2000Sh Byd Company Ltd	1/14/10 12/08/10	11,845	16,775			-4,930
364Sh Central Fund of Canada	10/08/09 8/30/10	5,588	4,997			591
109Sh China Fund Inc	9/20/10 10/27/10	3,651	3,524			127
112Sh Continental Resources Inc	12/06/10 12/07/10	6,556	6,302			254
70Sh iShares Inc MSCI Brazil	10/08/09 10/06/10	5,511	5,025			486
287Sh iShares Silver Trust	10/08/09 8/30/10	5,341	5,023			318
75Sh iShares Trust Barclays	8/30/10 10/26/10	7,538	8,032			-494
81Sh iShares Trust Barclays	7 10 Yr 8/30/10 10/26/10	7,977	8,014			-37
3000Sh Lynas Corp Ltd	9/24/10 12/08/10	4,425	3,855			570
103Sh Market Vectors Gold Miners Fd	10/08/09 8/30/10	5,473	5,047			426
500Sh Permian Basin Royalty Trust	3/03/10 8/30/10	9,255	8,582			673
70Sh Pioneer Natural Resources Co	6/17/10 6/30/10	4,158	4,988			-830
2510.753Sh PNC Funds	Various 6/17/10	25,254	25,338			-84

**Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)**

Whom Sold	Description	How Received		Cost	Expense	Depreciation	Net Gain / Loss
		Date Acquired	Date Sold				
254Sh ProShares Trust II	9/20/10 11/05/10	\$ 4,699	\$ 5,511	\$ 5,511	\$	\$	\$ -812
1000Sh Rare Element Res Ltd	9/24/10 12/08/10	\$ 9,947	\$ 7,602	\$	\$	\$	\$ 2,345
163Sh Rubicon Technology Inc	6/17/10 8/30/10	\$ 4,202	\$ 5,017	\$	\$	\$	\$ -815
169Sh Silver Wheaton Corp	9/20/10 10/27/10	\$ 4,463	\$ 4,275	\$	\$	\$	\$ 188
140Sh SPDR Gold Trust	Various	\$ 17,645	\$ 16,503	\$	\$	\$	\$ 1,142
500Sh Tahoe Res Inc	11/01/10 12/13/10	\$ 7,323	\$ 5,031	\$	\$	\$	\$ 2,292
60Sh Teva Pharmaceutical Industries	9/20/10 10/26/10	\$ 3,143	\$ 3,264	\$	\$	\$	\$ -121
272Sh Venoco Inc	6/17/10 8/30/10	\$ 4,751	\$ 5,020	\$	\$	\$	\$ -269
188Sh WisdomTree Trust	10/08/09 8/30/10	\$ 5,177	\$ 5,006	\$	\$	\$	\$ 171
Total		\$ 264,228	\$ 253,296	\$ 0	\$ 0	\$ 0	\$ 10,932

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

Description	Revenue per Books		Net Investment Income	Adjusted Net Income
	\$ 9,000	\$ 9,000		
Interest - Loan to DT & Frei	\$ 1,000	\$ 1,000	\$	\$
Interest - Loan to Jon McGee	\$ 10,000	\$ 10,000	\$	\$ 0
Total				

RAYFOUNDA Ray Foundation  
20-1209964  
FYE: 12/31/2010

**Federal Statements**

4/3/2011 2:18 PM

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	\$ 1,511	\$ 1,511	\$ 0	\$ 0
Total	\$ 1,511	\$ 0	\$ 0	\$ 0

**Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				\$
Fees-LPL Financial	1,542	1,542		
Art Cleaning - Paintings	364			
Service Charges	12	12		
Total	\$ 1,918	\$ 1,554	\$ 0	\$ 0

## Federal Statements

### Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Dominion Res Blk Warrior Tr	\$ 3,629	\$ 7,951	Cost	\$ 7,725
Duke Energy Corp	3,215	8,150	Cost	8,905
Permian Basin RyltyTr	9,147	3,628	Cost	4,532
ASA Limited (Bermuda)	3,984		Cost	
Annaly Capital Management		3,659	Cost	3,584
Lynas (Aust)	1,072		Cost	
Currencyshares Aus Dollar	4,606	4,606	Cost	5,133
IShares Inc Msci CDA Index	5,000		Cost	
IShares Ftse Xinhua China	5,010		Cost	
IShares Silver Trust		5,025	Cost	5,432
Market Vectors Etf	3,502		Cost	
Rare Elements		5,182	Cost	8,030
Spdr Gold Trust	3,283	12,239	Cost	13,872
Southern Co	4,868		Cost	
Tahoe Res Inc		4,987	Cost	4,934
Wisdomtree Trust Chins Yuan	2,544	2,544	Cost	2,537
Wisdomtree Trust Brazilian	3,535		Cost	
ASA Ltd	5,036	7,507	Cost	7,463
Annaly Capital Management Inc		3,655	Cost	3,584
Apollo Investment Corp		2,415	Cost	2,214
Central Fund of Canada Limited Class	4,997		Cost	
Gabriel Res Ltd		7,415	Cost	7,602
Gazprom O A O Sponsored		3,771	Cost	4,528
IShares Inc Msci Australia Index	5,001	5,001	Cost	5,393
IShares Inc Msci CDA Index	5,019	5,019	Cost	5,952
IShares Inc Msci Brazil Free Index	5,025		Cost	

## Federal Statements

### Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ISHares Silver Trust	\$ 5,023	\$ 5,511	Cost	\$ 6,036
Lynas Corp Ltd		7,865	Cost	10,800
Market Vectors Etf Gold Miners Fund	5,047		Cost	
Molycorp Inc		5,029	Cost	4,990
PowerShares DB US Dollar Index Trust		8,026	Cost	7,540
Rare Element		10,162	Cost	16,060
Silver Standard Resource		5,039	Cost	5,644
Spdr Gold Trust	4,981	25,014	Cost	25,663
Wisdomtree Trust Brazilian Real Fund	5,006		Cost	
Allegiant Funds Ultra Short Bond Fd	25,004		Cost	
China Fund Inc		7,456	Cost	6,988
Global X Funds		4,975	Cost	5,373
Total	\$ 123,534	\$ 171,831		\$ 190,514

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

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Paintings	\$ 5,500	\$ 5,500	Cost	\$ 5,500
Total	\$ 5,500	\$ 5,500		\$ 5,500

RAYFOUNDA Ray Foundation  
20-1209964  
FYE: 12/31/2010

**Federal Statements**

4/3/2011 2:18 PM

**Statement 7 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors**

Name	Address	City, State, Zip
------	---------	------------------

Martin Ray

2020 University Blvd.

Tuscaloosa AL 35401

RAYFOUNDA Ray Foundation  
20-1209964  
FYE: 12/31/2010

4/3/2011 2:18 PM

## Federal Statements

### Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

Name of Manager	Amount
Martin Ray	\$ 36,556
Total	\$ 36,556