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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

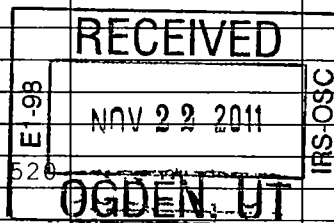
2010

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 , 2010, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name changeName of foundation
COMPASS BANK FOUNDATION
A Employer identification number
63-0823545Number and street (or P O box number if mail is not delivered to street address) Room/suite
PO BOX 10566, MAILCODE: AL BI CH ACT
B Telephone number (see page 10 of the instructions)
205-297-5724City or town, state, and ZIP code
BIRMINGHAM, AL 35296
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 foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,552,950
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	4,600,000			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	8,420	8,420		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
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)				
12 Total. Add lines 1 through 11	4,608,420	8,420		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
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) Miscellaneous	6			
24 Total operating and administrative expenses. Add lines 13 through 23	526			
25 Contributions, gifts, grants paid	5,596,428			5,596,428
26 Total expenses and disbursements Add lines 24 and 25	5,596,954			5,596,428
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-988,534			
b Net investment income (if negative, enter -0-)		8,420		
c Adjusted net income (if negative, enter -0-)				



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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		2,535,576	1,552,950	1,552,950
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule),				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule),				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			2,535,576	1,552,950	1,552,950
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)					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	2,535,576	1,552,950		
	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)	2,535,576	1,552,950		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,535,576	1,552,950		

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	2,535,576
2	Enter amount from Part I, line 27a	2	-988,534
3	Other increases not included in line 2 (itemize) ▶ RETURN OF PRIOR YEAR CONTRIBUTIONS	3	5,908
4	Add lines 1, 2, and 3	4	1,552,950
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,552,950

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					
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> </div>		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; border-right: 1px solid black; padding: 0 5px;"> 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. </div> </div>		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.

(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	4,104,795	4,762,352	0.8619
2008	3,350,378	7,349,990	0.4558
2007	4,729,645	6,783,071	0.6973
2006	3,694,781	7,043,379	0.5246
2005	3,408,483	6,835,755	0.4986
2 Total of line 1, column (d)			2 3.0382
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 0.6076
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 2,091,894
5 Multiply line 4 by line 3			5 1,271,035
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 84
7 Add lines 5 and 6			7 1,271,119
8 Enter qualifying distributions from Part XII, line 4			8 5,596,428

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)		1	84
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	84
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	84
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b Exempt foreign organizations-tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	100	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7		100
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		16
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 16 Refunded <input type="checkbox"/> 11	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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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		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	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> ALABAMA		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 <input type="checkbox"/> _____				
14	The books are in care of <input type="checkbox"/> REY OCANAS Telephone no <input type="checkbox"/> 713-831-5705			
	Located at <input type="checkbox"/> 2001 KIRBY DR STE C110, HOUSTON, TX ZIP + 4 <input type="checkbox"/> 77019			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15			
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?	16	Yes	No
	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 <input type="checkbox"/>			X

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? <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)? <input type="checkbox"/>	1b	
Organizations relying on a current notice regarding disaster assistance check here. <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?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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)	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 <input type="checkbox"/>		
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)	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 2010?	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)? ☐ Yes ☒ No
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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See attached list				

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	2,123,750
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,123,750
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,123,750
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	31,856
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,091,894
6	Minimum investment return. Enter 5% of line 5	6	104,595

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	104,595
2a	Tax on investment income for 2010 from Part VI, line 5 2a 84		
b	Income tax for 2010 (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	84
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	104,511
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	104,511
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	104,511

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	5,596,428
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	5,596,428
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	84
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,596,344

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				104,511
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	3,069,117			
b From 2006	3,348,522			
c From 2007	4,397,449			
d From 2008	2,980,693			
e From 2009	3,867,089			
f Total of lines 3a through e	17,662,870			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 5,596,428				
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				104,511
e Remaining amount distributed out of corpus . .	5,491,917			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	23,154,787			
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				
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)	3,069,117			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	20,085,670			
10 Analysis of line 9				
a Excess from 2006 . . .	3,348,522			
b Excess from 2007 . . .	4,397,449			
c Excess from 2008 . . .	2,980,693			
d Excess from 2009 . . .	3,867,089			
e Excess from 2010 . . .	5,491,917			

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

NA

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 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)(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

Reymundo Ocasio, BBVA Compass Foundation, 2001 Kirby Drive, Ste C110, Houston, TX 77019 7138315705

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

Online application available at www.bbvacompass.com/foundation

c Any submission deadlines

September 30th of each calendar year

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

Available online at www.bbvacompass.com/foundation

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 ATTACHED LIST OF RECIPIENTS				
Total			▶ 3a	5,596,428
b Approved for future payment NONE				
Total			▶ 3b	0

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			14	8,420
4 Dividends and interest from securities				
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property .				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory				
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)				8,420
13 Total. Add line 12, columns (b), (d), and (e)				8,420

(See worksheet in line 13 instructions on page 29 to verify calculations)

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

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☒ Yes ☐ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
COMPASS BANK EMPLOYEE VOLUNTEER ORG	501 (C) (4)	COMMON CONTROL
COMPASS BANCSHARES INC PAC	527	COMMON CONTROL
COMPASS BANK EMPLOYEE BENEFIT PLANS	501 (C) (9)	COMMON CONTROL

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date

PTIN

Check ☐ if self-employed

**Paid
Preparer
Use Only**

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

Schedule of Contributors

OMB No 1545-0047

2010

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

Name of the organization

Employer identification number

COMPASS BANK FOUNDATION

63-0823545

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization

COMPASS BANK FOUNDATION

Employer identification number

63-0823545

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	COMPASS BANK PO BOX 10566 BIRMINGHAM, AL 35296	\$ 4,600,000.00	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

COMPASS BANK FOUNDATION

Employer identification number

63-0823545

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
____	NA _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____
____	_____ _____ _____ _____ _____	\$ _____	_____

Name of organization

COMPASS BANK FOUNDATION

Employer identification number

63-0823545

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	NA		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
COMPASS BANK FOUNDATION**

TO THE JUDGE OF PROBATE OF JEFFERSON COUNTY, ALABAMA:

This is to certify that, pursuant to, and with the effect provided in, Sections 10-3A-82 and 10-3A-83, Code of Alabama (1975) as amended, the undersigned corporation does hereby make, adopt, and file the following Articles of Amendment to the Articles of Incorporation of Compass Bank Foundation (the "Foundation"):

FIRST: Name of the Foundation

The name of the Foundation is:

Compass Bank Foundation

SECOND: Amendment

The Articles of Incorporation of the Foundation, as filed with the Probate Judge of Jefferson County, Alabama, on May 20, 1981, and as amended on November 8, 1993, are hereby further amended to delete Article I of said Articles of Incorporation and to insert in lieu thereof the following:

ARTICLE I

Name

The name of the corporation (hereinafter referred to as the
"Foundation") shall be:

BBVA Compass Foundation

THIRD: Adoption of Amendment

The Foundation's Articles of Incorporation, as amended, provide that the Foundation shall have no members, and that the powers normally exercised by a board of directors shall instead be exercised by a Board of Trustees. The preceding amendment to the Articles of Incorporation was adopted by the Unanimous Written Consent to Action by the Board of

Trustees of the Foundation, effective November 18, 2010, in the manner prescribed by the Alabama Nonprofit Corporation Act.

IN WITNESS WHEREOF, the Foundation has caused its duly authorized officers to execute these Articles of Amendment to the Articles of Incorporation on November 18th, 2010.

COMPASS BANK FOUNDATION

By: Tiffany Dunne
Name: Tiffany Dunne
Its President

By: Joseph B. Cartee
Name: Joseph B. Cartee
Its Secretary

STATE OF ALABAMA)
COUNTY OF JEFFERSON)

I, the undersigned authority, a notary public in said county and said state, hereby certify that Tiffany Dunne, whose name is signed to the foregoing instrument as President of Compass Bank Foundation, an Alabama nonprofit corporation, and who is known to me, acknowledged before me on this day, that, being informed of the contents of such instrument, he, in his capacity as such officer, and with full authority, executed the same voluntarily for and as the act of said Foundation, and that the statements contained herein are true.

Given under my hand and official seal on November 18th, 2010.

(Notary Seal)

Deborah M. Speakman
Notary Public
My Commission expires: March 9, 2013

ACTION OF THE BOARD OF TRUSTEES
OF
COMPASS BANK FOUNDATION
BY UNANIMOUS WRITTEN CONSENT

Pursuant to Section 10-3A-40, Code of Alabama (1975), the undersigned, being all of the members of the Board of Trustees of Compass Bank Foundation (the "Foundation"), hereby consent that the following resolutions and actions be adopted effective as of the date written below as an act of the Board of Trustees of the Foundation and that such resolutions and actions shall have all of the force and effect as if adopted at a formal meeting thereof:

RESOLVED, that the Board of Trustees deems it desirable and in the best interest of Compass Bank Foundation (the "Foundation"), and the appropriate officers of the Foundation are authorized and directed, to amend the Foundation's Articles of Incorporation, as filed with the Probate Judge of Jefferson County, Alabama, on May 20, 1981, and as amended on November 8, 1993, by deleting that paragraph entitled Article I and substituting the following:

ARTICLE I

Name

The name of the Foundation (hereinafter referred to as the
"Foundation") shall be:

BBVA Compass Foundation

RESOLVED, that the following officers of Compass Bank (or any successor thereto) shall serve in the offices set forth below for the Foundation:

Compass Bank Office	Current Office Holder	Office with the Foundation
Chief Executive Officer	Manolo Sánchez	Chairman of the Board
Director, Communications and Corporate Responsibility	Tiffany Dunne	President
Director, Corporate Reputation and Responsibility	Rey Ocañas	Vice President and Executive Director

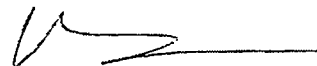
Chief Accounting Officer	Kirk Pressley	Treasurer
Designee of the Office of General Counsel	Joseph B. Cartee	Secretary

RESOLVED, that by execution of this action, the Board of Trustees hereby waives any and all notice required by the Articles of Incorporation, the Bylaws and the laws of the State of Alabama; and

RESOLVED, that these resolutions shall be filed with the minutes of the proceedings of the Board of Trustees and shall have the same force and effect as if unanimously adopted at a duly called and held meeting of the Board of Trustees;

The undersigned further consent to the execution of this document and counterpart originals. Each such counterpart shall constitute an original and, altogether, such counterparts shall constitute an act of the Board of Trustees.

IN WITNESS WHEREOF, the undersigned have executed this document as of the 18th day of November, 2010.



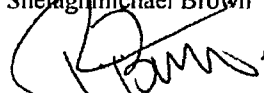
Manolo Sánchez



Isabel Giori



Shelagh Michael Brown



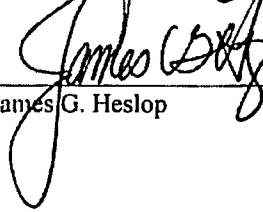
Rafael Bustillo



Bill Helms



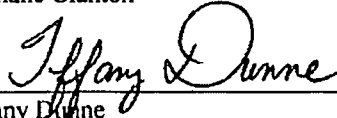
Krister Holm



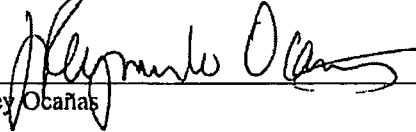
James G. Heslop



B. Shane Clanton



Tiffany Dunne



Rey Ocañas

**ACTION OF THE BOARD OF DIRECTORS
OF COMPASS BANCSHARES, INC.
BY UNANIMOUS WRITTEN CONSENT**

November 18, 2010

Acting by unanimous written consent, pursuant to and with the effect provided in Section 10-2B-7.04 of the Code of Alabama 1975, the undersigned, constituting all of the members of the Board of Directors of Compass Bancshares, Inc., an Alabama corporation (the "Corporation"), hereby adopt the following resolutions as of November 18, 2010:

RESOLVED, that the Bylaws attached hereto as Exhibit A are adopted and declared to be the Bylaws of the Corporation, and that the Secretary of the Corporation be and hereby is authorized and directed to place a copy of such Bylaws in the minute book of the Corporation;

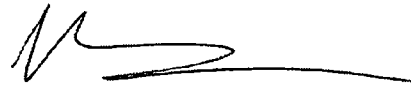
RESOLVED, that the following officers of Compass Bank (or any successor thereto) shall serve as Trustees for the BBVA Compass Foundation (formerly known as the Compass Bank Foundation) during the period in which they hold such offices:

Compass Bank Office	Current Office Holder
Chief Executive Officer	Manolo Sánchez
Chief Financial Officer	Isabel Goiri
Retail Banking Executive Officer	Shelaghmichael Brown
Commercial Banking Executive Officer	Rafael Bustillo
Wealth Management Executive Officer	Bill Helms
U.S. Corporate and Investment Banking Executive	Krister Holm
Chief Human Resources Executive	James G. Heslop
General Counsel	B. Shane Clanton
Director, Communications & Corporate Responsibility	Tiffany Dunne
Director, Corporate Reputation and Responsibility	Rey Ocañas

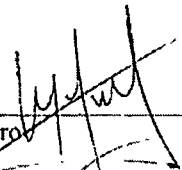
RESOLVED, that the proper officers of the Corporation are authorized, empowered and directed for and on behalf of the Corporation to do any and all acts and things necessary or appropriate in connection with the adoption and effectuation of the foregoing resolutions.

By execution of this written consent, the members of the Board hereby waive any and all notice required by the Corporation's Certificate of Incorporation and Bylaws, by the laws of the State of Alabama or otherwise in connection with the consideration and adoption of these resolutions. These resolutions shall be filed with the minutes of the proceedings of the Board and shall have the same force and effect as if adopted at a duly called and held meeting of the Board. This written consent may be signed in one or more counterparts, each of which shall be deemed an original, and all of which shall constitute one instrument.

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date first written above.



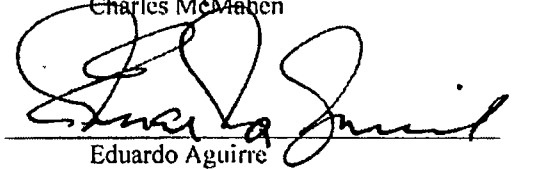
Manuel Sánchez Rodríguez



Raúl Santoro

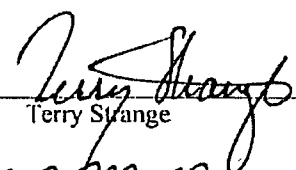


Charles McMahon

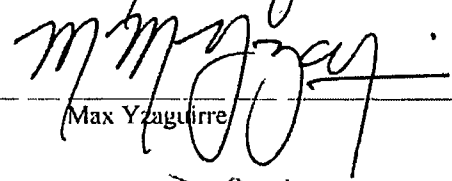


Eduardo Aguirre

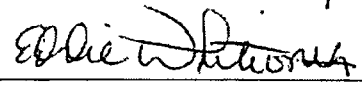
Glen Roney



Terry Strange



Max Yzaguirre



Eddie Whitworth

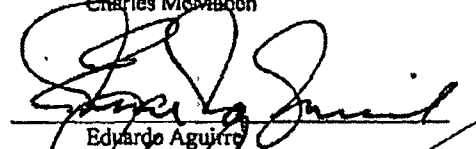
By execution of this written consent, the members of the Board hereby waive any and all notice required by the Corporation's Certificate of Incorporation and Bylaws, by the laws of the State of Alabama or otherwise in connection with the consideration and adoption of these resolutions. These resolutions shall be filed with the minutes of the proceedings of the Board and shall have the same force and effect as if adopted at a duly called and held meeting of the Board. This written consent may be signed in one or more counterparts, each of which shall be deemed an original, and all of which shall constitute one instrument.

IN WITNESS WHEREOF, the undersigned have executed this written consent as of the date first written above.



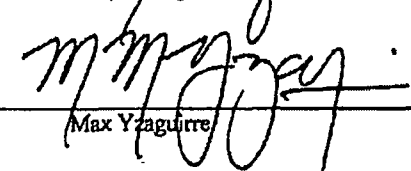
Manuel Sánchez Rodríguez

Raúl Santoro

Charles McMahon

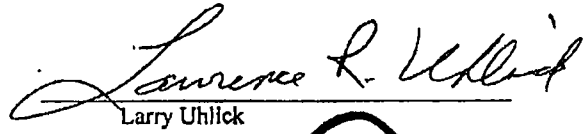
Eduardo Aguirre


Glen Roney

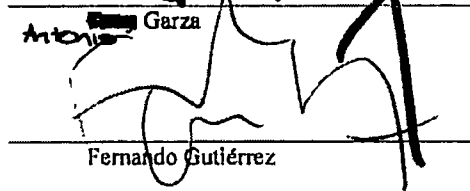
Terry Strange

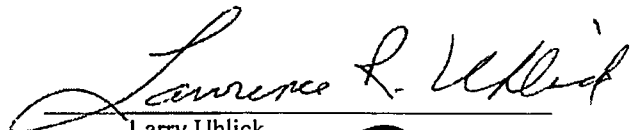
Max Yzaguirre

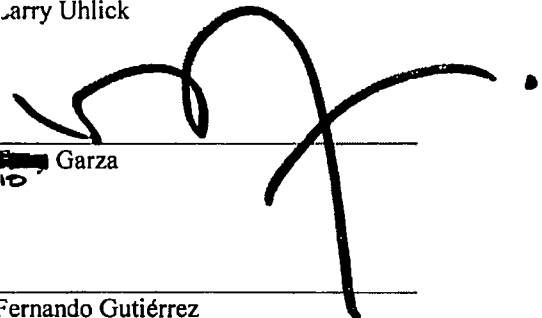
Eddie Whitworth


Larry Uhlick


Antonio Garza


Fernando Gutiérrez


Larry Uhlick


Antonio Garza

Fernando Gutiérrez

EXHIBIT A

**BYLAWS
OF
BBVA COMPASS FOUNDATION**

Amended and Restated November 18, 2010

**BYLAWS
OF
BBVA COMPASS FOUNDATION**

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**BYLAWS
OF
BBVA COMPASS FOUNDATION**

**ARTICLE I
Board of Trustees**

Section 1. Creation of Board. All corporate powers of BBVA Compass Foundation (the "Foundation") shall be exercised by or under the authority of, and the business and affairs of the Foundation shall be managed under the discretion of, a Board of Trustees (the "Board"). All of the powers and duties conferred or imposed upon a board of directors by Sections 10-3A-1, *et seq.*, Code of Alabama (1975) as amended, shall be exercised and performed by the Board.

Section 2. Eligibility to Serve as Trustee. The following officers of Compass Bank (or any successor thereto) shall serve as trustees of the Foundation during the period in which they hold such offices:

Compass Bank Office	Current Office Holder
President and Chief Executive Officer	Manolo Sánchez
Chief Financial Officer	Isabel Goiri
Retail Banking Executive Officer	Shelaghmichael Brown
Commercial Banking Executive Officer	Rafael Bustillo
Wealth Management Executive Officer	Bill Helms
U.S. Corporate and Investment Banking Executive	Krister Holm
Chief Human Resources Executive	James G. Heslop
General Counsel	B. Shane Clanton
Director, Communications & Corporate Responsibility	Tiffany Dunne
Director, Corporate Reputation and Responsibility	Rey Ocañas

The Chief Executive Officer of Compass Bank shall serve as Chairman of the Board. When the current office holder ceases to hold such position, whether as a result of retirement, termination of employment or a change in corporate responsibilities, he or she shall automatically cease to be a member of the Board of Trustees, and his or her successor shall automatically become a member of the Board. For so long as any officer holds more than one office at Compass Bank which is designated to serve as a trustee of the Foundation, then the number of trustees of the Foundation will be reduced by the number of positions held by the individual in excess of one position. If Compass Bank should change the titles of its officers such that any of the above-designated titles is no longer utilized, the remaining members of the Board shall designate a successor by amendment of the Bylaws, even if the remaining members shall constitute less than a quorum of the Board.

Section 3. Annual Meeting of the Board. The annual meeting of the Board shall be held at such time and place as the Board may determine.

Section 4. Regular Meetings of the Board. Regular meetings of the Board shall be held at such times and places as the Board may determine. If any day fixed for a regular meeting shall be a legal holiday at the place where the meeting is to be held, then the meeting which would otherwise be held on that day shall be held at the same hour on the next succeeding business day which is not a legal holiday.

Section 5. Special Meetings of the Board. Special meetings of the Board may be called by either (a) the Chairman of the Board or (b) a majority of the trustees then in office. Each special meeting shall be held at such time and place as may be specified in the notice of the special meeting. Business transacted at a special meeting shall be limited to the purpose or purposes stated in the notice of meeting.

Section 6. Notice of Meetings. Notice of the time, day, and place of all meetings of the Board shall be given to all members of the Board in person or by telephone, mail, e-mail, or facsimile, by or at the direction of the Chairman of the Board or the persons who called the meeting. For special meetings, the notice of meeting shall further specify the purpose or purposes for which the meeting is being called. If the notice is sent by mail, it must be deposited in the United States first class mail or with a private mail carrier for overnight delivery, postage prepaid and addressed to the member at his address as it appears on the records of the Foundation, at least five days before the day of the meeting. If the notice is sent by any other method or is delivered in person, the notice must be sent or delivered at least forty-eight hours before the meeting. A waiver of notice in writing signed by the person or persons entitled to notice, whether before or after the time stated therein, shall be equivalent to the giving of notice.

Section 7. Quorum. A majority of the trustees then in office shall constitute a quorum at any meeting of the Board for the transaction of business. The act of a majority of the trustees present at any meeting at which there is a quorum shall be an act of the Board, except as may be otherwise specifically provided by law or by the Articles of Incorporation of the Foundation or by these Bylaws. Members of the Board may participate in any meeting of the Board by means of a conference telephone or similar communications equipment by means of which all persons participating at the meeting can hear each other at the same time, and participation by such means shall constitute presence in person at a meeting.

Section 8. Written Consent Actions. Any action required to be taken or permitted to be taken by the Board may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the Board. The written consent action shall have the same force and effect as a unanimous vote of the Board and shall be filed with the minutes of the proceedings of the Board.

Section 9. Compensation of Trustees. Trustees shall not receive compensation for their services in such office; provided, however, that the Board may provide for the reimbursement of reasonable expenses.

ARTICLE II Committees

Section 1. In General. The Board may, by a resolution passed by a majority of the trustees then in office, create an executive committee and such committees as it may deem necessary or useful to promote the purposes and carry on the work of the Foundation. Each such committee shall consist of members of the Board who are elected to membership in such committee by the Board. To the extent authorized to do so in an enabling resolution, committees may exercise the power of the Board, except that no committee shall have the power to do any of the following:

- (a) Amend or restate the Articles of Incorporation;
- (b) Amend, alter, or repeal the Bylaws;
- (c) Adopt a plan for the distribution in liquidation of the assets of the Foundation;
- (d) Effect a dissolution of the Foundation;
- (e) Authorize the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Corporation;
- (f) Adopt a plan of merger or consolidation;
- (g) Elect, appoint, or remove any member of any such committee or any trustee or officer of the Foundation; or
- (h) Amend, alter, or repeal any action or resolution of the Board unless by its terms such resolution provides that it may be amended, altered, or repealed by such committee.

The Board may by resolution create other committees not having or exercising the authority of the Board. Persons serving on such committees need not be members of the Board.

Section 2. Terms. Each member of a committee shall continue in such capacity until the next annual meeting of the Board or until such person's successor is appointed, unless the committee shall sooner be terminated by the Board.

Section 3. Resignation and Removal. Any member of a committee may resign at any time upon written notice to the Foundation addressed to it at its principal office or to its President or Secretary. The Board may remove any member of a committee from such office at any time with or without cause.

Section 4. Chairmen of Committees. The Board shall appoint one member of each committee as chairman.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as is provided for in the case of original appointments.

Section 6. Quorum. Unless otherwise provided in the resolution of the Board establishing the committee, a majority of the whole committee shall constitute a quorum.

Section 7. Written Consent Actions. Any action required to be taken or permitted to be taken by a committee of the Board may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the committee. The written consent action shall have the same force and effect as a unanimous vote of such committee and shall be filed with the minutes of the proceedings of such committee.

Section 8. Rules of Governance. Each committee may adopt rules for its own governance not inconsistent with the Articles of Incorporation of the Foundation, these Bylaws, or rules adopted by the Board. If a committee does not adopt such rules, the rules applicable to the Board shall apply to the committee.

ARTICLE III Officers

Section 1. In General. The officers of the Foundation shall consist of a Chairman of the Board, a President, one or more Vice Presidents, a Secretary, and a Treasurer. Such officers shall be elected by the Board at its annual meeting and shall serve upon such conditions as the Board deems appropriate, except that such individual who serves as the Chief Executive Officer for Compass Bank shall serve as Chairman of the Board. The Board may appoint such other officers, assistant officers, and agents (including an Executive Director) as it deems necessary to carry out the business of the Foundation. Such other officers, assistant officers, and agents shall hold their offices upon such conditions and shall exercise such powers and perform such duties as shall be determined from time to time by the Board. Two or more offices may be held by the same person, except that the President may not also serve as Secretary. No officer, other than the Chairman of the Board, need be a member of the Board.

Section 2. Terms. Unless an officer should earlier resign, be removed from office, be disqualified from serving in such office, become incapacitated, or die, each officer shall hold office for a term ending on the date of the annual meeting following such officer's election;

provided, however, that if (a) the officer is not re-elected at such annual meeting, (b) no successor is elected to fill the position held by such officer, and (c) the Board does not designate the office as vacant, then the officer shall continue to serve as such officer until one of the events in (a), (b), or (c) should occur, but for a period of no more than three years. Notwithstanding any other provision of these Bylaws, any officer may be removed at any time, with or without cause, by the vote of a majority of the members of the Board then in office.

Section 3. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board for the unexpired portion of the term related to the vacancy.

Section 4. Duties of the Chairman of the Board. The Chairman of the Board shall, when present, preside at all meetings of the Board. In general, such person shall perform all the duties incident to the office of chairman of the board. The Chairman of the Board shall perform such other duties as may be prescribed by these Bylaws or assigned to such person by the Board.

Section 5. Duties of the President. The President shall be the chief executive officer of the Foundation and shall be subject to the general direction of the Board. The President shall exercise general supervision over the property, business, and affairs of the Foundation, shall perform such other duties as may be prescribed by these Bylaws or assigned to such person by the Board, and shall coordinate the work of the other officers of the Foundation.

Section 6. Duties of Vice Presidents. The Vice Presidents, in order of their seniority or as designated by the Board, shall in the absence, inability, or disability of the President perform the duties and exercise the powers of said office, and when so acting shall be subject to all restrictions upon the President. At all other times the Vice Presidents shall perform such other duties and exercise such other powers as the Board may prescribe, or as the President may delegate.

Section 7. Duties of the Secretary. The Secretary shall record the minutes of the meetings of the Board and shall perform such other duties as may be delegated to the Secretary by the President or the Board. The Secretary shall have charge of the seal of the Foundation.

Section 8. Duties of the Treasurer. The Treasurer shall have charge and custody of the funds, securities, and other like property of the Foundation and shall be responsible for the receipt, investment, safeguarding, and disbursement of the funds of the Foundation. The Treasurer shall be subject to the general direction of the President and the Board.

Section 9. Duties of the Executive Director. The Executive Director, if one is appointed by the Board, shall have general supervision over the daily management of the business of the Foundation and shall be responsible for carrying into effect all actions and resolutions of the Board to the extent that such actions and resolutions are not made the responsibility of another officer of the Foundation. The Executive Director shall make such reports to the Board as it may require. The Executive Director shall be subject to the general direction of the Chairman of the Board.

Section 10. Execution of Documents. The Chairman of the Board, the President, and any Vice President are authorized, in their discretion and to the extent permitted herein and by

law, to do and perform any and all corporate and official acts in carrying on the Foundation's business, including but not limited to the authority to make, execute, acknowledge, and deliver all written instruments that may be necessary in the purchase, sale, lease, assignment, transfer, management, or handling in any way of property of any description held or controlled by the Foundation in any capacity. The Board may authorize any other officer or officers or agent or agents to enter into such instruments, and such authority may be delegated by the person so authorized. The Treasurer, the Secretary, or any Assistant Treasurer or Assistant Secretary is authorized to attest the signature of another officer on such instruments and to affix the corporate seal to any and all instruments requiring such attestation or execution under seal; provided, however, that no person holding two offices shall attest his own signature.

In addition to the foregoing, the Treasurer may give receipts and endorse checks, drafts, and other instruments for the payment of money for deposit or collection by the Foundation.

The enumeration herein of particular powers shall not restrict in any way the general powers and authority of the officers.

Section 11. Compensation of Officers and Employees. The officers and employees of the Foundation may receive such reasonable compensation for services rendered as the Board may deem appropriate. The Board will approve all compensation arrangements in advance of paying compensation and will document such arrangements in writing. Such documentation will include the names of those persons who decided or voted on the compensation arrangements, information about compensation paid by similarly-situated taxable or tax-exempt organizations for similar services (including any compensation surveys compiled by independent firms or actual written offers from similarly-situated organizations), and any other information on which the Board relies in making its decision. The Board shall review its compensation arrangements periodically.

The Foundation shall make no loans to its trustees or officers.

ARTICLE IV Conflicts of Interest

Section 1. Purpose. It is the policy of the Foundation that all persons who exercise substantial influence over the affairs of the Foundation should be free from the influence of conflicting interests when they act on behalf of the Foundation, and that they should act solely in the best interests of the Foundation, without regard to personal considerations. All transactions with persons who exercise substantial influence over the affairs of the Foundation shall satisfy the requirements to meet the rebuttable presumption of reasonableness under Section 4958 of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any subsequent federal tax law), and the regulations currently or hereafter promulgated thereunder (the "Code")

This Article IV provides procedures to be observed when the Foundation is contemplating entering into a Transaction that might benefit the private interest of a person who exercises substantial influence over the affairs of the Foundation, to require the reporting of such private benefits, to address the making of compensation determinations and the receipt of gifts, and to require annual statements of compliance with this Article IV. This Article IV is intended

to supplement but not replace any applicable state and federal laws governing conflicts of interest applicable to the Foundation, including Section 4958 of the Code.

Section 2. Definitions. For purposes of this Article IV:

(a) A "Conflict of Interest" exists where any of the following are present:

- (1) The Foundation is contemplating entering into, a Transaction or Compensation Arrangement, with an Interested Person or a Related Person; or
- (2) The Foundation is contemplating entering into a Transaction in which an Interested Person's personal interests (or those of a Related Person), or interests which the Interested Person (or a Related Person) owes to others, arise simultaneously or appear to clash with those interests of the Foundation.

A Conflict of Interest does not exist when the Transaction will result in benefits to an Interested Person (or a Related Person) which are also available to a large group, or when the benefits are of inconsequential value. Further, a Conflict of Interest does not exist when an Interested Person votes on the election of the Interested Person or others to unpaid positions.

- (b) "Compensation Arrangement" includes direct and indirect remuneration as well as gifts or favors.
- (c) "Governing Board" means the Foundation's Board of Trustees or other body which is considering a Transaction.
- (d) "Influential Persons" means the employees, officers, and trustees of the Foundation and any other persons who, based on all facts and circumstances, are in a position to exercise substantial influence over the affairs of the Foundation. Such term does not include Interested Persons.
- (e) "Interested Person" means the persons who are members of the Governing Board.
- (f) "Related Person" means (1) an Interested Person's spouse, siblings, ancestors, descendants, and the spouses of descendants and (2) a corporation, partnership, trust, or estate in which the Interested Person or any person described in (1) own an investment or beneficial interest.

- (g) "Transaction" means a transaction, arrangement, or decision to be entered into by the Foundation.

Section 3. Disclosure of an Interested Person's Conflict of Interest. An Interested Person shall disclose any Conflict of Interest of the Interested Person to the Governing Board. Disclosure of the Conflict of Interest, including all material facts, shall be accomplished by written or oral notice delivered to the Governing Board at a meeting of the Governing Board. Thereafter, the Interested Person shall leave the meeting.

Section 4. Actions for Addressing an Interested Person's Conflict of Interest. With respect to any Conflict of Interest of an Interested Person disclosed to or identified by the Governing Board pursuant to this Article IV, the Governing Board shall take the following action:

- (a) The chairman of the Governing Board shall, if appropriate, appoint a disinterested person or committee to investigate a reasonable alternative to the Transaction;
- (b) After exercising due diligence, the Governing Board shall determine whether the Foundation can secure, with reasonable efforts, a more advantageous Transaction such that no Conflict of Interest is present; and
- (c) If a more advantageous Transaction cannot be secured without creating a Conflict of Interest, the Governing Board shall determine whether the Transaction is fair and reasonable to the Foundation, in its best interest, and for its own benefit. The Foundation shall thereafter make its decision as to whether to enter into the Transaction.

No Transaction between the Foundation and an Interested Person or a Related Person shall be either void or voidable solely because of a Conflict of Interest, if the Conflict of Interest is disclosed to the Governing Board, and the underlying Transaction is found to be fair and reasonable to the Foundation and in the best interest of the Foundation, in accordance with this Article IV.

All decisions of the Governing Board shall be taken by a majority vote of the disinterested members of the Governing Board. With respect to proceedings required by this Section 4, the minutes of meetings of the Governing Board shall contain:

- (aa) The names of the Interested Persons who disclosed or otherwise were found to have a Conflict of Interest;
- (bb) The nature of the Conflict of Interest;
- (cc) Any action taken to determine whether the Transaction was or would be fair and reasonable to the Foundation and in its best interest;

- (dd) The determination of the Governing Board as to whether the Transaction in fact was or would be in the best interest of the Foundation; and
- (ee) The names of the persons who were present for discussions and votes relating to the Transaction, the content of the discussion, including any alternatives to the Transaction, and a record of any votes taken in connection with the proceedings.

Section 5. Conflicts of Interest for Influential Persons. The preceding sections of this Article IV apply to Conflicts of Interest involving Interested Persons. Influential Persons shall also be subject to this Article IV as follows:

- (a) The definitions of "Conflict of Interest" and "Related Person" shall be applied by substituting "Influential Person" for "Interested Person."
- (b) In the event that an Influential Person has a role in the contemplation of a Transaction which is a Conflict of Interest, the Influential Person shall disclose the Conflict of Interest to a supervisor who is disinterested. The Influential Person shall thereafter not be involved in the Transaction. Rules similar to those in Section 4 shall be applicable to the deliberations of the disinterested supervisor.

Section 6. Failure to Disclose a Conflict of Interest. If the Board has reasonable cause to believe any Interested Person or Influential Person has failed to make the disclosure required by this Article IV, the Board shall inform the person of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose. After hearing the response, if any, of the person, and after making further investigation as warranted by the circumstances, the Board shall take appropriate disciplinary and corrective action.

Section 7. Annual Statements. Each year at the Board's annual meeting, the Board shall identify the Interested Persons and the Influential Persons. Thereafter, each Interested Person and each Influential Person shall complete and affirm a statement, in the form of Exhibit A attached hereto, that such person (a) has received a copy of this Article IV; (b) has read and understands this Article IV; (c) has agreed to comply with this Article IV; and (d) understands the Foundation is a nonprofit organization and that, in order to maintain its tax-exempt status, the Foundation must engage primarily in activities which accomplish one or more of its exempt purposes.

Section 8. Periodic Reviews. To ensure the Foundation operates in a manner consistent with its purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted by the Board. Any such review shall be conducted at or in conjunction with an annual meeting of the Board and shall address the following subjects:

- (a) whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining; and
- (b) whether partnerships, joint ventures, and arrangements with management organizations in which the Foundation participates, conform to the Foundation's written policies, are properly recorded, reflect reasonable investments or payments for goods and services, further the purposes of the Foundation, and do not result in any inurement, impermissible private benefit or in any excess benefit transaction.

When conducting the periodic reviews provided for in this Section 8, the Foundation may, but need not, use outside advisors. Use of outside experts shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE V

Whistleblower Policy

The Foundation will adhere to all laws and regulations that apply to it. The support of all employees, officers, and trustees is necessary to achieving compliance with various laws and regulations. The Foundation will not retaliate against an employee, officer, or trustee who, in good faith, has made a protest as to, complained about, disclosed, or threatened to disclose some practice of the Foundation to a supervisor, public body, or law enforcement officer on the basis of a reasonable belief that the practice is in violation of a law, rule, or regulation or is in violation of a clear mandate of public policy.

Employees, officers, and trustees are encouraged to make such protests, complaints, and disclosures within the Foundation prior to seeking redress outside the Foundation. Any employee may make such complaints in writing to such employee's supervisor, any officer, or any member of the Board. Any officer may make such complaints in writing to any superior officer or any member of the Board. Any trustee may make such complaints in writing to the Chairman of the Board.

Any person receiving such a complaint shall immediately report it to the Chairman of the Board (or to some other board member, officer, or employee of the Foundation who is not implicated by the complaint), and the receiver of the report shall appoint a committee of three members of the Board to investigate the complaint. The results of such investigation shall be distributed to the Board within thirty days of appointment of such committee. If, given the nature of the complaint, a committee of the Board cannot be appointed, legal counsel shall be consulted and appropriate actions taken.

An employee, officer, or trustee who files a complaint must be acting in good faith and must have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

ARTICLE VI

Document Retention Policy

Section 1. Purpose. This Article VI provides for the systematic review, retention and destruction of documents received or created by the Foundation in connection with the transaction of the Foundation's business. This Article VI covers all records and documents, regardless of physical form and contains guidelines for how long certain documents should be kept and how records should be destroyed. The Article VI is intended to ensure compliance with federal and state laws and regulations, to eliminate accidental or innocent destruction of records, and to facilitate the Foundation's operations by promoting efficiency and freeing up valuable storage space.

Section 2. Document Retention. The Foundation shall abide by the document retention time periods provided below. Documents that are not listed but are substantially similar to a document which is listed shall be retained for the length of time provided for the listed document.

Corporate Records

Articles of Incorporation	Permanent
Bylaws	Permanent
Board and Committee Minutes	Permanent
Annual Reports to Secretary of State/Attorney General	Permanent
IRS Form 1023 (Application for Tax-Exempt Status)	Permanent
IRS Determination Letter	Permanent
State Tax Correspondence	Permanent

Accounting and Corporate Tax Records

Annual Audits and Financial Statements	Permanent
General Ledgers	Permanent
IRS Form 990 (Tax Returns)	Permanent
Business Expense Records	7 years
IRS Form 1099s	7 years
Journal Entries	7 years
Invoices	7 years
Donor Records and Acknowledgement Letters	7 years
Grant Agreements and Applications	5 years after completion
Sales Records	5 years

Bank Records

Check Registers	Permanent
Bank Deposit Slips	7 years
Bank Statements and Reconciliation	7 years

Electronic Fund Transfer Documents	7 years
Petty Cash Vouchers	3 years
Cash Receipts	3 years
Credit Card Receipts	3 years

Other

Insurance Policies	Permanent
Real Estate Documents	Permanent
Stock and Bond Records	Permanent
Copyright Registrations	Permanent
Contracts	7 years after completion
Leases	6 years after expiration
Correspondence	3 years

Section 3. Electronic Documents and Records. Electronic documents will be retained as if they were paper documents. Therefore, any electronic files, including records of donations made online will be maintained for the appropriate amount of time if they are listed in Section 2 of this Article VI. Email messages which are required to be maintained shall be printed in hard copy and placed in the appropriate file or moved to an archive computer file folder. Backup and recovery methods will be tested on a regular basis.

Section 4. Emergency Planning. The Foundation's records will be stored in a safe, secure and accessible manner. Documents and financial files that are essential to the Foundation's operations during emergencies will be duplicated or backed up at least every week and maintained off site.

Section 5. Document Destruction. The Foundation's officers shall be responsible for implementing this Article VI. Any documents which are due for destruction but which contain confidential or proprietary information shall be shredded. Absent legal advice to the contrary as well as the consent of the Chairman of the Board, no documents shall be destroyed during the course of any investigation or lawsuit which involves the Foundation or its employees, officers, trustees, or agents.

Section 6. Compliance. Failure on the part of officers and employees to follow this Article VI can result in disciplinary action. The Chairman of the Board will periodically review this Article VI with legal counsel or the organization's certified public accountant.

ARTICLE VII

Seal

The corporate seal of the Foundation shall consist of two concentric circles, between the edges of which shall be engraved the words: "BBVA Compass Foundation", and across the center thereof the words: "Corporate Seal".

ARTICLE VIII
Principal Place of Business

The principal place of business of the Foundation shall be in Jefferson County, Alabama, or at such other place or places as may be designated from time to time by the Board.

ARTICLE IX
Fiscal Year

The fiscal year of the Foundation shall begin on January 1 and shall end on December 31, but may be changed by the Board.

ARTICLE X
Investments

The Foundation shall have the right to retain all or any part of any securities or property acquired by it in any manner whatsoever and to invest and reinvest any funds held by it, according to the judgment of the Board; provided, however, that no action shall be taken by or on behalf of the Foundation if such action is a prohibited transaction or would result in the denial or loss of status as a tax-exempt organization under the provisions of Section 501(c)(3) of the Code.

ARTICLE XI
Amendments

These Bylaws may be amended, repealed, or altered in whole or in part by the Board at any meeting which is duly convened after notice of such purpose.

ARTICLE XII
Immunity

Section 1. Statutory Immunity for Officers. Pursuant to Section 10-11-1, *et seq.*, Code of Alabama (1975), each noncompensated officer and member of a governing body of the Foundation shall be immune from suit and not subject to civil liability arising from the conduct of the affairs of the Foundation except as follows: (a) his act or omission gives rise to a cause of action and amounts to willful or wanton misconduct or fraud, or gross negligence; (b) the civil action is brought by the Foundation; (c) the cause of action relates to a personal injury to, or death of, another person or property damage arising from an accident inflicted by the officer or trustee acting within the line and scope of his duties; or (d) an action is brought by the Department of Examiners of Public Accounts.

Section 2. Statutory Immunity for Volunteers. Pursuant to Section 6-5-336, Code of Alabama (1975), all volunteers shall be immune from civil liability on the basis of any act or omission of such volunteer resulting in damage or injury if both (a) the volunteer was acting in good faith and within the scope of such volunteer's official functions and duties for the Foundation, and (b) the damage or injury was not caused by willful or wanton misconduct by such volunteer. For purposes of this Section 2, the term "volunteer" shall include all persons performing services for the Foundation without compensation (other than reimbursement for

actual expenses incurred), and such term shall include any such person serving as a director, officer, trustee, or direct service volunteer.

ARTICLE XIII

Indemnification

Section 1. Definition. For purposes of this Article XIII, the term "officer" shall include the Foundation's officers, directors, trustees, and the members of any other governing body of the Foundation, and any reference herein to directors, trustees, officers, employees, or agents shall include former directors, trustees, officers, employees, and agents and their respective heirs, executors, and administrators.

Section 2. In General. The Foundation shall indemnify any officer of the Foundation who was, is, or is threatened to be made a party to any proceeding by reason of the fact that the officer is or was such an officer or is or was serving at the request of the Foundation as a director, trustee, officer, employee, or agent of another corporation, partnership, joint venture, trust, employee benefit plan, or other profit or nonprofit enterprise against all liabilities and expenses incurred in the proceeding except such liabilities and expenses as are incurred because of the officer's willful misconduct or knowing violation of the criminal law. Unless a determination has been made that indemnification is not permissible, the Foundation shall make advances and reimbursements for expenses incurred by an officer of the Foundation in a proceeding upon receipt of an undertaking from the officer to repay the same if it is ultimately determined that the officer is not entitled to indemnification. Such undertaking shall be an unlimited, unsecured general obligation of the officer of the Foundation and shall be accepted without reference to the officer's ability to make repayment. The Board is hereby empowered to contract in advance to indemnify and advance the expenses of any officer of the Foundation.

Section 3. Additional Indemnification. The Board is hereby empowered to cause the Foundation to indemnify or contract in advance to indemnify any person not specified in Section 2 of this Article XIII who is, was, or is threatened to be made a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Foundation, or is or was serving at the request of the Foundation as a director, trustee, officer, employee, or agent of another corporation, partnership, joint venture, trust, employee benefit plan, or other profit or nonprofit enterprise, to the same extent as if such person was specified as one to whom indemnification is granted in Section 2.

Section 4. Indemnification Insurance. The Foundation may purchase and maintain insurance to indemnify it against the whole or any portion of the liability assumed by it in accordance with this Article XIII and may also procure insurance, in such amounts as the Board may determine, on behalf of any person who is or was a director, trustee, officer, employee, or agent of another corporation, partnership, joint venture, trust, employee benefit plan, or other profit or nonprofit enterprise, against any liability asserted against or incurred by such person in any such capacity or arising from such person's status as such, whether or not the Foundation would have power to indemnify such person against such liability under the provisions of this Article XIII.

Section 5. Legal Determinations. In the event of a change in the composition of a majority of the Board after the date of the alleged act or omission with respect to which indemnification is claimed, any determination as to indemnification and advancement of expenses with respect to any claim for indemnification made pursuant to Section 2 of this Article XIII shall be made by special legal counsel agreed upon by the Board and the proposed indemnitee. If the Board and the proposed indemnitee are unable to agree upon such special legal counsel, the Board and the proposed indemnitee each shall select a nominee, and the nominees shall select such special legal counsel.

Section 6. Scope of Indemnification. The provisions of this Article XIII shall be applicable to all actions, claims, suits, or proceedings commenced after the adoption hereof, whether arising from any action taken or failure to act before or after such adoption. No amendment, modification, or repeal of this Article XIII shall diminish the rights provided hereby or diminish the right to indemnification with respect to any claim, issue, or matter in any then-pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification, or repeal.

EXHIBIT A

BBVA COMPASS FOUNDATION
ANNUAL DISCLOSURE STATEMENT

I, _____, hereby certify the following:

1. I have received a copy of the Conflicts of Interest Policy included in Article IV of the Bylaws of BBVA Compass Foundation (the "Policy");
2. I have read the Policy;
3. I understand the Policy;
4. I agree to comply with the Policy; and
5. I have previously disclosed any conflicts of interest in accordance with the Policy.

Dated _____, ____.

By: _____

Name: _____

Title: _____

BBVA Compass Foundation - Part VIII, Question 1 - Officers, Directors, etc.

(a) Name and Address	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefits plan and deferred compensation	(e) Expense Account, other allowances
Manolo Sanchez / P O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Chairman of the Board / 25	0	0	0
Isabel Goiri / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0 15	0	0	0
Shelaghmichael Brown / P O Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0 15	0	0	0
Rafael Bustillo / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0.15	0	0	0
Bill Helms / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0.15	0	0	0
Krister Holm / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0.15	0	0	0
James G Heslop / P O Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0.15	0	0	0
B. Shane Clanton / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Board of Trustee / 0 15	0	0	0
Tiffany Dunne / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	President / 0.5	0	0	0
Reymundo Ocanas / P.O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Vice President and Executive Director / 20	0	0	0
Kirk Pressley/ P O. Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Treasurer / 0.15	0	0	0
Joseph B Cartee / P O Box 10566 Mailcode AL BI CH ACT Birmingham, AL 35296	Secretary / 0 15	0	0	0

Charitable Contribution for Compass Bank Foundation

Date	Amount	Name & Address
1/5/2010	1,500	QUALITY NEW MEXICO P.O BOX 25005 ALBUQUERQUE, NM 87125
1/5/2010	2,000	FOOD BANK OF THE ROCKIES 10700 E 45TH AVE DENVER, CO 80239
1/5/2010	1,000	PHOENIX CHILDREN'S HOSPITAL FDN 2929 E. CAMELBACK RD SUITE 122
1/5/2010	1,000	ALTRUSA INTERNATIONAL FOUNDATION 332 S. MICHIGAN AVE SUITE 1123
1/5/2010	1,000	GABRIELS DREAM, INC 7726 E. PASADENA AVE SCOTTSDALE, AZ 85250
1/5/2010	10,000	SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235
1/6/2010	3,000	SECOND HARVEST FOOD BANK SERVING RIVERSIDE AND SAN BERNARDINO CNTS
1/6/2010	250	HABITAT FOR HUMANITY OF CALHOUN COUNTY P.O. BOX 1135
1/6/2010	268	VALLEY YOUTH THEATRE ATTN: BOBB COOPER 807 N THIRD STREET
1/6/2010	20,000	AMERICAN CANCER SOCIETY, INC DUVAL UNIT 1430 PRUDENTIAL DRIVE
1/6/2010	500	PAYSON AREA HABITAT FOR HUMANITY P.O. BOX 1131 PAYSON, AZ 85547
1/6/2010	500	HUMANE SOCIETY OF CENTRAL ARIZONA 812 S. MCLANE ROAD PAYSON, AZ 85541
1/6/2010	500	PAYSON INSTITUTE OF LEARNING 904 N. SCENIC DRIVE PAYSON, AZ 85541
1/6/2010	11,000	CELEBRITY FIGHT NIGHT ATTN: SEAN CURRIE 211 E HIGHLAND AVENUE SUITE 135
1/6/2010	1,500	NATIONAL INSTITUTE OF FLAMENCO 214 GOLD AVENUE SW ALBUQUERQUE, NM 87102
1/6/2010	33,500	UNITED WAY OF NE FLORIDA, INC P.O. BOX 864228 ORLANDO, FL 32886-4228
1/6/2010	10,000	CHILDREN'S MUSEUM OF DENVER, INC 2121 CHILDREN'S MUSEUM DRIVE DENVER, CO 80211
1/6/2010	2,537	MAVERICK COUNTY JUNIOR LIVESTOCK SHOW, INC P.O BOX 3916
1/6/2010	4,880	BOYS AND GIRLS CLUB OF GREATER SCOTTSDALE 10515 E LAKEVIEW DRIVE
1/6/2010	550	MARSHALL COUNTY CHRISTMAS COALITION, INC P.O BOX 71
1/6/2010	500	BAPTIST HOSPITALS OF SOUTHEAST TEXAS FOUNDATION 810 HOSPITAL DR STE 235
1/6/2010	1,800	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
1/6/2010	4,000	BIG BROTHERS BIG SISTERS CO 1391 NORTH SPEAR BLVD SUITE 450
1/6/2010	2,550	SPECTRUM CENTER FOR AUTISM AND RELATED DISORDERS, INC
1/6/2010	500	THE ARC OF MADISON COUNTY, INC 1100 WASHINGTON STREET HUNTSVILLE, AL 35801
1/8/2010	500	AMERICAN HERITAGE GIRLS, INC 2218 W. AVE D TEMPLE, TX 76504
1/8/2010	5,775	CHILDREN'S MUSEUM, INC 1500 BINZ ST HOUSTON, TX 77004
1/8/2010	1,340	HABITAT FOR HUMANITY OF LAREDO, INC P.O. BOX 440709
1/8/2010	1,500	MARCH OF DIMES FOUNDATION LAREDO DIVISION 3900 N 10TH STREET, SUITE 920
1/8/2010	950	AMERICAN CANCER SOCIETY, INC DUVAL UNIT 1430 PRUDENTIAL DRIVE
1/8/2010	100	COMMUNITY FOOD BANK, INC P.O BOX 26727 TUCSON, AZ 85726-6727
1/8/2010	10,000	DESERT MISSION, INC 9201 N 5TH STREET PHOENIX, AZ 85020
1/8/2010	4,200	FLORENCE CRITTENTON SERVICES OF ARIZONA, INC ATTN: SARAH HENKEL
1/8/2010	500	CONVENANT HOSPICE, INC 2001 N. PALAFOX ST PENSACOLA, FL 32501
1/8/2010	500	ARIZONA STATE PARKS FOUNDATION P O BOX 4216 PHOENIX, AZ 85030-4216
1/8/2010	1,500	DOWNTOWN ACTION, TEAM, INC 100 GOLD AVENUE SW SUITE 204 ALBUQUERQUE, NM 87102
1/8/2010	1,000	FRIENDSHIP MISSION, INC ATTN: VINCENT A. ROSATO 3561 MOBILE HWY
1/8/2010	1,090	PROVIDENCE FOUNDATION, INC P.O. BOX 850429 MOBILE, AL 36685
1/8/2010	5,000	CENTRE FOR THE LIVING ARTS 250 CONTI STREET MOBILE, AL 36602
1/8/2010	5,000	UNIVERSITY OF SOUTH ALABAMA ATTN LAUREN WEIGEL, OFFICE OF DEV 650 CLINIC DRIVE
1/8/2010	10,000	TUCSON CONQUISTADORES FOUNDATION 6450 E BROADWAY BLVD TUCSON, AZ 85710-3504
1/8/2010	25,000	TEXAS CHRISTIAN UNIVERSITY TCU BOX 297044 FORT WORTH, TX 76129-0001
1/8/2010	10,000	UNIVERSITY OF SOUTH ALABAMA ATTN: LAUREN WEIGEL, OFFICE OF DEV 650 CLINIC DRIVE
1/8/2010	-1,000	LEADERSHIP GAINESVILLE ALUMNI ASSOCIATION, INC OBO KIDS START FAIR KSF
1/8/2010	1,000	UNIVERSITY OF NORTH TEXAS HEALTH SCIENCE CENTER FOUNDATION 3500 CAMP BOWIE BLVD
1/8/2010	5,000	VAN CLIBURN FOUNDATION, INC 2525 RIDGMAR BLVD STE 307 FT WORTH, TX 76116
1/8/2010	250	JAMES RICHARD CLOSNER FOUNDATION P.O. BOX 29
1/8/2010	4,150	FLORIDA COMMUNITY COLLEGE AT JACKSONVILLE FDN, INC 501 WEST STATE STREET
1/8/2010	5,775	CHILDREN'S MUSEUM, INC 1500 BINZ ST HOUSTON, TX 77004
1/8/2010	5,250	LITTLE LEAGUE BASEBALL, INC ATTN LANCE VAN AUKEN P O. BOX 25053
1/8/2010	7,750	UNITED WAY OF BEAUMONT P.O. BOX 1430 BEAUMONT, TX 77704-1430
1/8/2010	2,000	FORT WORTH PUBLIC LIBRARY FOUNDATIO 500 W. 3RD STREET FORT WORTH, TX 76102
1/8/2010	3,795	UNITED WAY OF CENTRAL ALABAMA, INC P.O. BOX 320189 BIRMINGHAM, AL 35232-0189
1/8/2010	5,000	SPORTMEN'S CLUB OF FORTH WORTH P O. BOX 470393 FORT WORTH, TX 76147
1/8/2010	1,000	SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235
1/8/2010	50	FIRST UNITED METHODIST CHURCH BENEVOLENT FUND P.O. BOX 336
1/8/2010	1,000	LEADERSHIP GAINESVILLE ALUMNI ASSOCIATION, INC OBO KIDS START FAIR KSF
1/8/2010	1,100	DEKALB COUNTY CHILDREN'S ADVOCACY CENTER, INC 104 ALABAMA AVE N.W
1/11/2010	1,000	ABILENE BOYS RANCH P.O. BOX 6839 ABILENE, TX 79608
1/11/2010	2,000	UNITED WAY OF ABILENE 270 CYPRESS ST ALIBENE, TX 79601
1/19/2010	2,500	WEATHERFORD ISD 1100 LONGHORN DRIVE WEATHERFORD, TX 76086
1/19/2010	9,250	AMERICAN HEART ASSOCIATION, INC 500 N SHORELINE BLVD #203 CORPUS CHRISTI, TX 78741
1/19/2010	500	BALDWIN COUNTY HUMANE SOCIETY P O. BOX 206 FAIRHOPE, AL 36533

Charitable Contribution for Compass Bank Foundation

1/19/2010	500	BALDWIN FAMILY VIOLENCE SHELTER P.O. BOX 531 ROBERTSDALE, AL 36567
1/19/2010	300	DR MARTIN LUTHER KING, JR. CELEBRATION COMMITTEE, INC P.O. BOX 4331
1/19/2010	1,800	SALVATION ARMY 6500 HARRY HINES BLVD DALLAS, TX 75235
1/19/2010	2,500	PEAK EDUCATION 730 N NEVADA AVE COLORADO SPRINGS, CO 80903-100
1/19/2010	793	S4P SYNERGY, INC 24 BASS AVE SW FT. WALTON BEACH, FL 32548-5356
1/19/2010	50,000	UNITED WAY OF ALABAMA, INC P.O. BOX 320189 BIRMINGHAM, AL 35232-0189
1/19/2010	4,000	GREATER BIRMINGHAM HABITAT FOR HUMANITY P.O. BOX 540
1/19/2010	1,000	BEAUMONT ROTARY FOUNDATION, INC SUITE 106 RED CARPET INN 55 INTERSTATE 10 NORTH
1/19/2010	2,000	MARBRIDGE FOUNDATION, INC P.O. BOX 2250 MANHACA, TX 78652
1/19/2010	1,600	CASA OF TRAVIS COUNTY 6330 HWY 290 EAST SUITE 3501
1/19/2010	755	PROJECT NORMALIZATION OPEN DOOR PRESCHOOL 3804 CHERRYWOOD ROAD
1/19/2010	2,500	COLORADO SPRINGS PHILHARMONIC ORCHESTRA P.O. BOX 1266
1/19/2010	1,000	EASTERN SHORE CHAMBER OF FDN, INC P.O. BOX 310 DAPHNE, AL 36532
1/19/2010	5,500	UNITED WAY OF LEE COUNTY 2133 EXECUTIVE PARK DRIVE OPELIKA, AL 36801-6041
1/19/2010	1,000	BAYSIDE ACADEMY, INC 303 DRYER AVE DAPHNE, AL 36526
1/19/2010	5,000	WOMEN'S CENTER OF TARRANT COUNTY, INC 1723 HEMPHILL
1/19/2010	1,000	BUCKNER CHILDREN AND FAMILY SERVICES, INC 600 N. PEARL ST STE 1900
1/19/2010	110	WELD FOOD BANK 1108 H STREET GREELEY, CO 80631
1/19/2010	1,000	JUNIOR LEAGUE OF BEAUMONT TEXAS 2388 MCFADDIN ST BEAUMONT, TX 77702-2017
1/19/2010	2,863	WIREGRASS UNITED WAY, INC P.O. BOX 405
1/19/2010	2,500	UNITED WAY OF MARSHALL COUNTY 705 BLOUNT AVENUE GUNTERSVILLE, AL 35976-0000
1/19/2010	1,250	ECUMENICAL MINISTRIES, INC P.O. BOX 1103 FAIRHOPE, AL 36533
1/19/2010	1,500	UNITED WAY OF BALDWIN COUNTY P.O. BOX 244 FOLEY, AL 36536
1/19/2010	5,500	UNITED WAY OF BALDWIN COUNTY P.O. BOX 244 FOLEY, AL 36536
1/19/2010	3,000	FOUNDATION FOR AUBURN CONTINUING ENRICHMENT IN SCHOOLS P.O. BOX 1370
1/19/2010	1,000	CENTRAL ALABAMA OPPORTUNITIES INDUSTRIALIZATION CENTER, INC 2035 MOBILE ROAD
1/19/2010	2,000	COMMUNITIES IN SCHOOLS- EL PASO, IN 1401 PENDALE, SUITE 300 P.O. BOX 371395
1/19/2010	2,600	OKALOOSA WALTON HOMELESS CONTINUUM OF CARE OPPORTUNITY, INC 305 LOVEJOY ROAD
1/19/2010	1,875	ROYAL GENERATION DEVELOPMENT OF KINGS & QUEENS 24 BASS AVE SW
1/19/2010	1,500	POUDRE VALLEY HEALTH SYSTEM FDN 2315 E HARMONY RD FORT COLLINS, CO 80528-8620
1/19/2010	1,000	FAMILY SUNSHINE CENTER FDN, INC P.O. BOX 5160 MONTGOMERY, AL 36103
1/19/2010	1,500	LEADERSHIP NEW MEXICO P.O. BOX 35696 ALBUQUERQUE, NM 87176-569
1/19/2010	1,000	DEEP WATER HEALTHCARE SERVICES ATTN: MARK PLATT 4770-B WOODMERE BLVD, STE B
1/19/2010	1,370	HOSPICE OF MONTGOMERY ATTN: JENILLE BALL 1111 HOLLOWAY PARK
1/19/2010	1,000	HUNTSVILLE HOSPITAL FOUNDATION, INC 101 SIVLEY ROAD HUNTSVILLE, AL 35801
1/19/2010	250	HUNTSVILLE-MADISON COUNTY SENIOR CENTER, INC 2200 DRAKE AVE SW
1/19/2010	3,000	UNITED WAY PARKER COUNTY P.O. BOX 1476 WEATHERFORD, TX 76086
1/19/2010	1,000	CHILDREN'S MUSEUM OF THE BRAZOS VALLEY 111 EAST 27TH STREET
1/19/2010	85	FRIENDS FOR LIFE 5000 LAKEWOOD WACO, TX 76710
1/19/2010	1,000	JOHN C CALHOUN STATE COMMUNITY COLLEGE FOUNDATION, INC P.O. BOX 2216
1/19/2010	875	CHILDHAVEN P.O. BOX 2070 CULLMAN, AL 35056
1/19/2010	1,650	DENTON PUBLIC SCHOOL FOUNDATION 1307 N LOCUST ST DENTON, TX 76201-3037
1/19/2010	5,000	YWCA FOUNDATION 309 23RD STREET NORTH BIRMINGHAM, AL 35203-3820
1/19/2010	8,000	UAB 1530 3RD AVE SOUTH ASC 150
1/19/2010	5,000	BREAST CANCER RESEARCH FOUNDATION OF ALABAMA 1802 6TH AVE SOUTH, NP 2519
1/19/2010	2,420	FOOD BANK OF EAST ALABAMA, INC 375 INDUSTRY DRIVE AUBURN, AL
1/19/2010	1,000	UNITED WAY OF OKALOOSA/ WALTON COUNTY, INC 112 TUPELO AVENUE
1/19/2010	250	PENSACOLA MUSEUM OF ART 407 SOUTH JEFFERSON ST PENSACOLA, FL 32502
1/19/2010	1,500	SHELTER HOUSE, INC P.O. BOX 220 FT WALTON BEACH, FL 32549
1/19/2010	5,000	GEORGE BUSH PRESIDENTIAL LIBRARY FOUNDATION 1145 TAMU
1/19/2010	350	NEW MEXICO CYSTIC FIBROSIS FDN 4004 CARLISLE NE SUITE B ALBUQUERQUE, NM 87107
2/5/2010	-500	CONVENANT HOSPICE, INC 2001 N. PALAFOX ST
2/5/2010	500	CHILDREN'S HOME SOCIETY OF FLORIDA P.O. BOX 19136 PENSACOLA, FL 32523-9136
2/23/2010	3,340	UNIVERSITY OF TEXAS FOUNDATION
3/11/2010	-10,000	NEIGHBORHOOD HOUSING SERVICES OF
3/23/2010	5,000	PIKES PEAK UNITED WAY 518 NORTH NEVADA AVENUE
3/23/2010	720	WOMEN'S CITY CLUB OF LAREDO P.O. BOX 450085
6/4/2010	5,000	THE EXCEPTIONAL FOUNDATION 1616 OXMOOR ROAD BIRMINGHAM, AL 35209
6/4/2010	5,000	ROTARY CLUB OF BIRMINGHAM FOUNDATION 2019 FOURTH AVENUE NORTH THE HARBERT CENTER
6/4/2010	200,000	TEXAS A & M INTERNATIONAL UNIVERSITY OUTREACH OFFICE OF INSTITUTIONAL ADVANCEMENT
6/4/2010	25,000	DALLAS MUSEUM OF ART 1717 NORTH HARWOOD STREET DALLAS, TX 75201
6/4/2010	5,000	JEFFERSON COUNTY SCHOOLS PUBLIC SCHOOLS PUBLIC EDUCATION FOUNDATION 2100 SOUTH 18TH STREET
6/4/2010	25,000	COMMUNITY FOUNDATION OF NORTH TEXAS 306 W 7TH STREET, SUITE 850
6/4/2010	3,333	WOMEN'S ECONOMIC SELF- SUFFICIENCY TEAM CORP 414 SILVER SW

Charitable Contribution for Compass Bank Foundation

6/4/2010	50,000	UNITED WAY OF CENTRAL ALABAMA, INC P.O. BOX 320189 BIRMINGHAM, AL 35232-0189
6/4/2010	10,000	RECIPE FOR SUCCESS FOUNDATION PLEDGE #2010-622 P.O. BOX 56405
6/4/2010	5,000	CULLMAN REGIONAL MEDICAL CENTER, IN ATTN: DARLA WEST, CAPITAL CAMPAIGN P.O. BOX 1108
6/4/2010	10,000	ENTREPRENEURIAL CENTER, INC 110 NORTH 12TH STREET BIRMINGHAM, AL 35203
6/4/2010	1,000	ATHENS-LIMESTONE HOSPITAL FOUNDATIO CAPITAL CAMPAIGN P O. BOX 999
6/4/2010	10,000	IMPACT FAMILY COUNSELING 1000 24TH ST S BIRMINGHAM, AL 35205-2308
6/4/2010	5,000	THE FOUNDRY RESCUE MISSION & RECOVERY CENTER, INC P O. BOX 824
6/4/2010	5,000	VULCAN PARK FOUNDATION P.O. BOX 59754 BIRMINGHAM, AL 35259
6/4/2010	10,000	UNITED CEREBRAL PALSY OF GREATER BIRMINGHAM, INC 120 OSLO CIRCLE
6/4/2010	10,000	SAMFORD UNIVERSITY 800 LAKESHORE DRIVE BIRMINGHAM, AL 35229-2306
6/4/2010	25,000	ST. VINCENTS FOUNDATION OF ALABAMA, INC 2800 UNIVERSITY BLVD, SUITE 304
6/4/2010	10,000	SLOSS FURNACE FOUNDATION, INC TWENTY 32ND STREET NORTH BIRMINGHAM, AL 35222-1236
6/4/2010	5,000	SAFEHOUSE OF SHELBY COUNTY, INC P O BOX 620 COLUMBIANA, AL 35051-0620
6/4/2010	10,000	RONALD MCDONALD HOUSE CHARITITIES OF THE RGV 1720 TREASURE HILLS BLVD
6/4/2010	5,000	RED MOUNTAIN THEATER COMPANY, INC 2900 1ST AVE BIRMINGHAM, AL 35223
6/4/2010	7,500	MARCH OF DIMES FOUNDATION LAREDO DIVISION 3900 N 10TH STREET, SUITE 920
6/4/2010	5,000	URBAN FINANCIAL SERVICES COALITION P.O. BOX 226991 DALLAS, TX 75222
6/4/2010	10,000	ALABAMA SCHOOL OF FINE ARTS, INC 1800 8TH AVE NORTH BIRMINGHAM, AL 35203-2203
6/4/2010	2,500	BIRMINGHAM-JEFFERSON HISTORY MUSEUM 12 OFFICE PARK CIRCLE, STE 107 BIRMINGHAM, AL 35223
6/4/2010	50,000	NEW AMERICA ALLIANCE INSTITUTE 8150 N CENTRAL EXPRESSWAY SUITE 1625
6/4/2010	5,000	THE MUSEUM OF FINE ARTS, HOUSTON ATTN TAMMY LARGENT, DONOR SER DIR 1001 BISSENET
6/4/2010	5,000	STOCKTONIANS TAKING ACTION TO NEUTRALIZE DRUGS (STAND) P.O. BOX 30231
6/4/2010	5,000	ALABAMA PUBLIC TELEVISION 2112 11TH AVE SOUTH, STE 400 BIRMINGHAM, AL 35205-2884
6/4/2010	5,775	CHILDRENS MUSEUM, INC 1500 BINZ ST HOUSTON, TX 77004
6/4/2010	90,000	HOUSTON SYMPHONY BRANDON VAN WAEYENBERGHE, DIR 615 LOUISIANA, SUITE 102
6/4/2010	5,000	AFRICAN AMERICAN MUSEUM P.O. BOX 150157 DALLAS, TX 75315
6/4/2010	5,000	FAIR HOUSING COUNCIL OF RIVERSIDE COUNTY 3933 MISSION INN AVE
6/4/2010	5,000	DALLAS BLACK DANCE THEATRE P.O. BOX 131290 DALLAS, TX 75201
6/4/2010	15,000	JEFFRIES STREET LEARNING CENTER 3001 GRAND AVE DALLAS, TX 75215
6/4/2010	40,000	DALLAS HABITAT FOR HUMANITY 2800 N HAMPTON RD DALLAS, TX 75212
6/4/2010	15,000	BIRMINGHAM CIVIL RIGHTS INSTITUTE 520-16TH STREET NORTH BIRMINGHAM, AL 35203-1911
6/8/2010	6,000	SETON HEALTHCARE (THE SETON FUND) 1201 W 38TH ST AUSTIN, TX 78705
6/8/2010	6,000	AUSTIN SYMPHONY ORCHESTRA SOCIETY 1101 RED RIVER AUSTIN, TX 78701
6/8/2010	3,875	HUMANE SOCIETY OF ETOWAH COUNTY 4200 BROOKE AVE GADSDEN, AL 35904
6/8/2010	8,000	DECATUR GENERAL HOSPITAL FOUNDATION P.O. BOX 2239 DECATUR, AL 35602
6/8/2010	2,000	UNITED WAY OF ETOWAH COUNTY 605 S 4TH ST GADSDEN, AL 35901-5218
6/8/2010	2,500	THE UNIVERSITY OF ALABAMA AT BIRMINGHAM HPB 121 E/1530-3RD AVENUE, SOUTH
6/8/2010	5,000	THE UNIVERSITY OF SOUTH ALABAMA P O BOX 16006 MOBILE, AL 36616
6/8/2010	5,000	AMERICAN NATIONAL RED CROSS & ITS CONST. CHAPTERS AND BRANCHES 950-22ND STREET NORTH, SUITE 750
6/8/2010	5,000	HOLY FAMILY CRISTO REY CATHOLIC HIGH SCHOOL 2001 19TH STREET, ENSLEY
6/8/2010	4,500	THE BELL CENTER FOR EARLY INTERVENTION PROGRAMS 1700 29TH CT S
6/8/2010	5,000	SETON HEALTHCARE CHILDRENS MEDICAL CENTER FOUNDATION OF CENTRAL TEXAS
6/8/2010	2,500	MEALS ON WHEELS AND MORE 3227 E 5TH ST AUSTIN, TX 78702
6/8/2010	5,000	BOYS AND GIRLS CLUBS OF AUSTIN AND TRAVIS COUNTY, INC 5407 NORTH INTERSTATE 35 SUITE 400
6/8/2010	2,500	HUSTON-TILLOTSON UNIVERSITY 900 CHICON STREET AUSTIN, TX 78702
6/8/2010	3,000	GOODWILL INDUSTRIES OF CENTRAL TEXA 1015 NORWOOD PARK BLVD AUSTIN, TX 78753
6/8/2010	10,000	EASTER SEALS OF CENTRAL TEXAS 1611 HEADWAY CIRCLE, BUILDING 2 AUSTIN, TX 78754
6/8/2010	1,500	JUNIOR ACHIEVEMENT OF CENTRAL TEXAS P.O. BOX 684571 AUSTIN, TX 78768-4571
6/8/2010	5,000	YWCA FOUNDATION 309 23RD STREET NORTH BIRMINGHAM, AL 35203-3820
6/15/2010	10,000	YWCA FOUNDATION
6/17/2010	2,500	MADISON ACADEMY, INC 325 SLAUGHTER RD MADISON, AL 35758
6/17/2010	1,000	WOMEN'S BUSINESS CENTER OF NORTH ALABAMA (WBCNA) 225 CHURCH STREET
6/17/2010	10,000	BAPTIST HEALTH FOUNDATION 841 PRUDENTIAL DRIVE, SUITE 1300 JACKSONVILLE, FL 32207
6/17/2010	2,500	BOYS & GIRLS CLUB OF GEORGETOWN 210 W 18TH ST GEORGETOWN, TX 78626-7845
6/17/2010	2,500	RIDE ON CENTER FOR KIDS P O. BOX 2422 GEORGETOWN, TX 78627
6/17/2010	20,000	QUALITY OF LIFE FOUNDATION OF AUSTIN, INC 210 BARTON SPRINGS RD STE 400
6/17/2010	20,000	NATIONAL LOW INCOME HOUSING COALITION 727 15TH ST NW 6TH FLOOR
6/17/2010	1,000	BOYS AND GIRLS CLUBS OF GREATER LEE COUNTY INC 1365 GATEWOOD DR
6/17/2010	20,000	HUNTSVILLE/MADISON COUNTY CHAMBER OF COMMERCE FOUNDATION 225 CHURCH ST NW
6/17/2010	2,000	LIFESOUTH COMMUNITY BLOOD CENTERS, INC 4039 NEWBERRY RD
6/17/2010	5,775	CHILDREN'S MUSEUM, INC 1500 BINZ ST HOUSTON, TX 77004
6/17/2010	3,000	HOLOCAUST MUSEUM HOUSTON 5401 CAROLINE STREET HOUSTON, TX 77004-6804
6/18/2010	2,500	SETON HEALTHCARE (THE SETON FUND) 1201 W. 38TH ST AUSTIN, TX 78705
6/18/2010	2,500	AMERICAN RED CROSS OF CENTRAL TEXAS 2218 PERSHING DRIVE AUSTIN, TX 78723

Charitable Contribution for Compass Bank Foundation

6/24/2010	750	JUNIOR SERVICE LEAGUE OF LEE COUNTY P O. BOX 3802 AUBURN, AL 36831
6/25/2010	7,500	ARIZONA LEAGUE OF CONSERVATION VOTERS EDUCATION FUND 738 N 5TH AVE
6/25/2010	600	AMERICAN HEART ASSOCIATION, INC 500 N SHORELINE BLVD #203 CORPUS CHRISTI, TX 78741
6/25/2010	10,000	RANDOLPH SCHOOL 1005 DRAKE AVE SE HUNTSVILLE, AL 35802-1036
6/28/2010	5,000	YOUNG MENS CHRISTIAN ASSOCIATION OF FLORIDAS FIRST 12735 GRAN BAY PARKWAY WEST STE 250
6/28/2010	12,160	AMELIA COMMUNITY THEATRE ASSOC INC P.O. BOX 662 FERNANDINA BEACH, FL 32035-0662
6/28/2010	12,000	SOCIAL ENTERPRISE ALLIANCE 75 REMITTANCE DRIVE, SUITE 6504 CHICAGO, IL 60675-6504
6/28/2010	1,250	BOY SCOUTS OF AMERICA 1230 INDIANA CT REDLANDS, CA 92374-2896
6/28/2010	2,000	HUNTSVILLE MADISON COUNTY BOTANICAL GARDEN SOCIETY, INC 4747 BOB WALLACE AVENUE
6/28/2010	2,250	AMERICAN CANCER SOCIETY, INC DUVAL UNIT 1430 PRUDENTIAL DRIVE
6/28/2010	5,850	FLORIDA STATE COLLEGE FOUNDATION IN 501 WEST STATE STREET, STE 466 JACKSONVILLE, FL 32202
6/29/2010	5,000	YAVAPAI REGIONAL MEDICAL CENTER FOUNDATION 1003 WILLOW CREEK ROAD
6/29/2010	10,000	AMERICAN NATIONAL RED CROSS P.O. BOX 22679, NETWORK PLACE CHICAGO, IL 60673
6/29/2010	2,000	BAPTIST HEALTH CARE FOUNDATION P.O. BOX 17500 PENSACOLA, FL 32522-7500
6/29/2010	1,000	ST. MARY'S UNIVERSITY ADVANCEMENT SERVICES ONE CAMINO SANTA MARIA
6/29/2010	15,000	PHOENIX ROTARY CLUB FOUNDATION 501 EAST OSBORN ROAD PHOENIX, AZ 85012
6/29/2010	500	NORTHLAND CARES 3112 CLEARWATER DR SUITE A PRESCOTT, AZ 86305-0000
6/29/2010	910	PROVIDENCE FOUNDATION P.O. BOX 850429 MOBILE, AL 36685
6/29/2010	5,000	RONALD MCDONALD HOUSE CHARITIES OF THE RGV 1720 TREASURE HILLS BLVD
6/29/2010	20,000	MCMAY ART MUSEUM P. O. BOX 6069 SAN ANTONIO, TX 78209-0069
6/29/2010	500	BIG BROTHERS BIG SISTERS OF NORTHWEST FLORIDA 1149 CREIGHTON RD STE 1
6/29/2010	5,000	UNIVERSITY OF NORTH ALABAMA FDN UNA BOX 5113 FLORENCE, AL 35632-001
7/7/2010	30,000	ALABAMA SYMPHONY ORCHESTRA 3621 6TH AVE SOUTH BIRMINGHAM, AL 35222-2407
7/16/2010	10,000	JUVENILE DIABETES RESEARCH FOUNDATION- LAREDO 7913 MCPHERSON #105
7/16/2010	25,000	TEXAS A & M INTERNATIONAL UNIVERSITY OUTREACH OFFICE OF INSTITUTIONAL ADVANCEMENT
7/19/2010	5,000	UNIVERSITY OF ARIZONA FOUNDATION 1111 N CHERRY AVE TUCSON, AZ 85721
7/19/2010	2,500	FAMILY LIFE COMMUNICATIONS INC 7355 NORTH ORACLE ROAD TUCSON, AZ 85704
7/19/2010	1,000	ARIZONA'S CHILDREN ASSOCIATION 2700 S. 8TH AVE TUCSON, AZ 85713
7/19/2010	500	PIMA COUNCIL ON AGING 8467 E. BROADWAY BLVD TUCSON, AZ 85710-4009
7/19/2010	12,500	TUCSON MEDICAL CENTER FOUNDATION 5301 E. GRANT RD TUCSON, AZ 85712
7/20/2010	20,000	NATIONAL ASSOCIATION FOR LATINO COMMUNITY ASSET BUILDERS 1313 GUADALUPE ST SUITE 203
7/20/2010	10,000	GREATER PHOENIX ECONOMIC COUNCIL TWO NORTH CENTRAL AVENUE, STE 2500 PHOENIX, AZ 85004
7/20/2010	30,000	OPPORTUNITY FUND 111 W. SAINT JOHN ST STE 710 SAN JOSE, CA 95113-1106
7/20/2010	40,000	HISPANIC HERITAGE FOUNDATION 3724 BRAYTON AVE LONG BEACH, CA 90807
7/20/2010	5,000	DRISCOLL CHILDREN'S HOSPITAL 3533 S ALAMEDA ST
7/20/2010	7,500	TACDC 1524 S I-35 STE 310 AUSTIN, TX 78704-2650
7/29/2010	1,950	JUNIOR ACHIEVEMENT ROCKY MOUNTAIN 1445 MARKET ST STE 200 DENVER, CO 80202-1728
7/29/2010	20,000	SCIENCE FOUNDATION ARIZONA 400 E VAN BUREN ST STE 230 PHOENIX, AZ 85004-2289
7/29/2010	2,000	CATHOLIC FOUNDATION FOR THE DIOCESE OF TUCSON 111 S CHURCH AVE
7/29/2010	20,000	PINK RIBBONS PROJECT 2449 SOUTH BLVD STE 100 HOUSTON, TX 77098-5131
7/29/2010	5,000	RIVER OAKS ELEMENTARY PTO 2008 KIRBY DR HOUSTON, TX 77019-6016
7/29/2010	7,500	DIOCESE OF LAREDO 1901 CORPUS CHRISTI STREET LAREDO, TX 78043-0000
7/29/2010	10,000	LEADERSHIP BIRMINGHAM P O. BOX 2641 BIRMINGHAM, AL 35291-0001
7/29/2010	2,000	COMMUNITY FOOD BANK, INC P O. BOX 26727 TUCSON, AZ 85726-6727
7/29/2010	10,000	BOYS & GIRLS CLUB OF TUCSON P.O. BOX 40217 TUCSON, AZ 85717-0217
7/29/2010	7,500	BIRMINGHAM CHILDREN'S THEATRE, INC 2130 RICHARD ARRINGTON JR. BLVD N BIRMINGHAM, AL 35203
7/29/2010	750	AUTISM SPEAKS, INC 1060 STATE ROAD PRINCETON, NJ 08540-1446
7/29/2010	500	AMERICAN DIABETES ASSOCIATION, INC 1701 N. BEAUREGARD STREET ALEXANDRIA, VA 22311-1742
7/29/2010	50,000	MCCOMBS SCHOOL OF BUSINESS FDN 1 UNIVERSITY STA STOP B6000 AUSTIN, TX 78712-0201
8/25/2010	8,000	GATOR BOWL ASSOCIATION, INC 1 GATOR BOWL BLVD JACKSONVILLE, FL 32202-1507
8/25/2010	2,500	UNITED WAY OF HOOD COUNTY PO BOX 1611 GRANBURY, TX 76048-8611
8/25/2010	50,000	UNITED WAY OF CENTRAL ALABAMA, INC P.O. BOX 320189 BIRMINGHAM, AL 35232-0189
8/25/2010	10,000	THE UNIVERSITY OF TEXAS FOUNDATION P.O. BOX 250 AUSTIN, TX 78767-0250
8/25/2010	15,000	TEXAS HOME ACCESS FUND, INC 16250 KNOLL TRAIL, ST 210 DALLAS, TX 75248-2683
8/25/2010	2,500	TEXAS HEALTH HARRIS METHODIST FOUNDATION 6100 WESTERN PLACE
8/25/2010	10,000	HOUSING COLORADO 225 EAST 16TH AVE SUITE 575 DENVER, CO 80203-0000
8/25/2010	2,500	HABITAT FOR HUMANITY TUCSON 621 W. LESTER ST TUCSON, AZ 85705-6432
8/25/2010	35,000	GEORGE GERVIN YOUTH CENTER, INC 6944 SUNBELT DR SAN ANTONIO, TX 78218-3336
8/25/2010	10,000	DISCOVERY GREEN CONSERVERSARY 1500 MCKINNEY ST HOUSTON, TX 77010-4011
8/25/2010	3,350	DENTON PUBLIC SCHOOL FOUNDATION 1307 N LOCUST ST DENTON, TX 76201-3037
8/25/2010	40,000	PEOPLESFUND 207 CHALMER'S AVE AUSTIN, TX 78702-4436
8/25/2010	20,000	NEIGHBORHOOD HOUSING SERVICES OF PHOENIX 1405 E MCDOWELL RD 100
8/25/2010	12,500	BEAUMONT AREA ALLIACE OF BLACK SCHOOL EDUCATORS P.O. BOX 22577
8/25/2010	5,000	CALIFORNIA HISPANIC CHAMBERS OF COMMERCE FOUNDATION 770 L ST STE 900

Charitable Contribution for Compass Bank Foundation

8/25/2010	35,000	AVENIDA GUADALUPE ASSOCIATION 1313 GUADALUPE ST. STE 100 SAN ANTONIO, TX 78207-5547
8/25/2010	10,000	HOMEWARD BOUND 2302 W. COLTER ST PHOENIX, AZ 85015-2750
8/25/2010	5,000	WJCT, INC 100 FESTIVAL PARK AVE JACKSONVILLE, FL 32202-1309
9/21/2010	7,500	MARCH OF DIMES FOUNDATION LAREDO DIVISION
9/23/2010	10,000	SAN JUAN DIEGO CATHOLIC REGIONAL HIGH SCHOOL P.O. BOX 2347
9/23/2010	30,000	STARS SOUTH TEXAS ACADEMIC RISING SCHOLARS 3900 N MCCOLL RD
9/23/2010	2,500	SOUTHWEST HUMAN DEVELOPMENT 2850 N 24TH ST PHOENIX, AZ 85008
9/23/2010	7,500	JOHOVAH JIREH VILLAGE CDC, INC P O BOX 20214 BEAUMONT, TX 77720
9/23/2010	2,500	THE YOUNG PHILANTHROPISTS FOUNDATIO 1407 LARIMER STREET, SUITE 200 DENVER, CO 80202
9/23/2010	5,000	FUTURE FOR KIDS 6991 E CAMELBACK RD STE D-301 SCOTTSDALE, AZ 85251
9/23/2010	10,000	HOUSTON MINORITY BUSINESS COUNCIL THREE RIVERWAY HOUSTON, TX 77056
9/23/2010	33,333	EPISCOPAL FOUNDATION OF JEFFERSON COUNTY ST MARTINS IN THE PINES 4941 MONTEVALLO RD
9/23/2010	20,000	EL PASO SYMPHONY ORCHESTRA ASSOCIATION P.O. BOX 180
9/23/2010	5,000	CLAYTON DABNEY FOUNDATION FOR KIDS WITH CANCER 6500 GREENVILLE AVE STE 342
9/23/2010	16,666	INDIAN SPRINGS SCHOOL 190 WOODWARD DR INDIAN SPRINGS, AL 35124
10/4/2010	40,000	TEACH FOR AMERICA, INC 4669 SOUTHWEST FREEWAY, SUITE 600 HOUSTON, TX 77027
10/4/2010	1,000	THE EDUCATIONAL ARTS CORPORATION 1738 HUNTINGTON DRIVE BIRMINGHAM, AL 35214
10/4/2010	7,500	SUPPORTIVE HOUSING COALITION OF NEW MEXICO P O BOX 27459
10/4/2010	7,500	SUPPORTIVE HOUSING COALITION OF NEW MEXICO P.O. BOX 27459
10/4/2010	2,000	RONALD MCDONALD HOUSE CHARITIES OF SOUTHERN ARIZONA P O. BOX 40725
10/4/2010	10,000	SEEDCO FINANCIAL SERVICES, INC 505 NORTH 20TH STREET, STE 1525 BIRMINGHAM, AL 35203
10/4/2010	10,000	MOBILE BALLET 4351 DOWNTOWNER LOOP N MOBILE, AL 36609
10/4/2010	5,000	REBUILDING TOGETHER-HOUSTON 811 RUSK ST STE 1730 HOUSTON, TX 77002-2814
10/4/2010	1,500	PLAN FUND 2801 SWISS AVENUE STE 120 DALLAS, TX 75204-0000
10/4/2010	7,500	PATHWAYS 409 RICHARD ARRINGTON JR BLVD N BIRMINGHAM, AL 35203-3308
10/4/2010	5,000	METROPOLITAN ARTS CENTER & VIRGINIA SAMFORD THEATRE 1116 26TH ST S
10/4/2010	2,500	THE WOODS PROJECT, INC 6 SLEEPY OAKS CIR HOUSTON, TX 77024-5427
10/4/2010	25,000	JUNIOR ACHIEVEMENT OF DALLAS, INC 1201 EXECUTIVE DRIVE WEST RICHARDSON, TX 75081-0000
10/4/2010	14,000	MAKE-A-WISH FOUNDATION OF NORTH TEXAS 6655 DESEO
10/4/2010	5,000	HOUSING CRISIS CENTER 4210 JUNIUS STREET DALLAS, TX 75246
10/4/2010	15,000	HANDSON SOUTH ALABAMA 1050 GOVERNMENT ST STE 201
10/4/2010	5,000	EL RIO HEALTH CENTER FOUNDATION 839 W CONGRESS ST TUCSON, AZ 85745-2819
10/4/2010	5,000	ACCION SAN DIEGO 404 EUCLID AVE SUITE 271
10/4/2010	2,500	BEAUMONT CHAMBER FOUNDATION 1110 PARK STREET BEAUMONT, TX 77701
10/4/2010	30,000	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
10/15/2010	10,000	SOUTH REGION MINORITY SUPPLIER DEVELOPMENT COUNCIL
10/26/2010	500	BEAUMONT PUBLIC SCHOOLS FOUNDATION, INC 3395 HARRISON AVE
10/26/2010	30,000	AVENUE COMMUNITY DEVELOPEMENT CORPORATION 2505 WASHINGTON AVE STE 400
10/26/2010	600	AMERICAN NATIONAL RED CROSS P.O. BOX 22679, NETWORK PLACE CHICAGO, IL 60673
10/26/2010	500	AMERICAN CANCER SOCIETY INC 755 11TH ST SUITE 212 BEAUMONT, TX 77701
10/26/2010	2,500	ANGEL CHARITY FOR CHILDREN, INC P.O. BOX 14225 TUCSON, AZ 85732-4225
10/26/2010	5,000	AMERICAN RED CROSS SOUTHERN ARIZONA CHAPTER 2916 E BROADWAY BLVD
10/26/2010	10,000	AMERICAN HEART ASSOCIATION 8200 BROOKRIVER, SUITE N-100 DALLAS, TX 75247
10/26/2010	7,500	AIDS FOUNDATION HOUSTON, INC 3202 WESLAYAN HOUSTON, TX 77027-5796
10/26/2010	5,000	CAMP FIRE USA FIRST TEXAS COUNCIL 2700 MEACHAM BLVD FORT WORTH, TX 76137-4601
10/26/2010	5,000	EASTER SEALS BLAKE FOUNDATION 5704 E. GRANT RD TUCSON, AZ 85712-2235
10/26/2010	40,000	MILE HIGH UNITED WAY 2505 18TH ST DENVER, CO 80211
10/26/2010	10,000	JUVENILE DIABETES RESEARCH FOUNDATION- LAREDO 7913 MCPHERSON #105
10/26/2010	2,500	JUNIOR ACHIEVEMENT OF THE GOLDEN TRIANGLE 505 MILAM STREET, STE 700
10/26/2010	250	JEFFERSON COUNTY BAR ASSOCIATION FOUNDATION 1001 PEARL ST STE 202
10/26/2010	25,000	HUNTSVILLE MUSEUM OF ART 300 CHURCH ST. SW HUNTSVILLE, AL 35801-4910
10/26/2010	200	HUGHEN CENTER INC 2849 9TH AVE PORT ARTHUR, TX 77642-3961
10/26/2010	10,000	HOUSTON MUSEUM OF NATURAL SCIENCE 5555 HERMANN PARK DR HOUSTON, TX 77030
10/26/2010	250	HARBOR HOSPICE FOUNDATION INC 2450 N MAJOR DR BEAUMONT, TX 77713-9575
10/26/2010	10,000	JUNIOR ACHIEVEMENT OF THE GOLDEN TRIANGLE 505 MILAM STREET, STE 700
10/26/2010	3,800	BOYS & GIRLS CLUBS OF THE BRAZOS VALLEY 900 W. WILLIAM J. BRYAN
10/26/2010	10,000	FRAMEWORKS COMMUNITY DEVELOPMENT CORPORATION, INC 701 TILLERY ST SUITE A-7B BOX 15
10/26/2010	500	AMERICAN HEART ASSOCIATION INC 1125 JUDSON RD SUITE 150 LONGVIEW, TX 75601
10/26/2010	1,000	DAUGHTERS OF THE REPUBLIC OF TEXAS VILLA DE SAN AGUSTIN DE LAREDO CHAPTER
10/26/2010	10,000	COMMUNITIES IN SCHOOLS OF GREATER TARRANT COUNTY 6707 BRENTWOOD STAIR RD
10/26/2010	10,000	FRIENDS OF WEDNESDAY'S CHILD 2801 SWISS AVENUE, SUITE 130 DALLAS, TX 75204-5925
10/26/2010	2,500	FRIENDS OF SAGUARO NATIONAL PARK 2700 NORTH KINNEY ROAD TUCSON, AZ 85743
10/26/2010	5,000	FRIENDS OF LCC/LATINO CULTURAL CENTER 2600 LIVE OAK
10/26/2010	1,000	ENVIRONMENTAL LEARNING AND RESEARCH CENTER P.O. BOX 10008

Charitable Contribution for Compass Bank Foundation

10/26/2010	250	BOYS HAVEN OF AMERICA, INC P.O. BOX 5815 BEAUMONT, TX 77726-5815
10/26/2010	10,000	CHILD PROTECTIVE SERVICES COMMUNITY PARTNERS 1215 SKILES ST
10/26/2010	7,500	CENTRAL DALLAS FOOD PANTRY 511 N. AKARD ST STE 302 DALLAS, TX 75201-6615
10/26/2010	6,000	JUNIOR ACHIEVEMENT OF SOUTH TEXAS DBA JA OF LAREDO 313 W VILLAGE BLVD, SUITE 111
10/26/2010	2,000	NEW WORLD MUSEUM, INC 5230 CENTER ST HOUSTON, TX 77007-3238
10/26/2010	25,000	MUSEUM OF NEW MEXICO FOUNDATION P.O. BOX 2065 SANTA FE, NM 87504-2065
10/26/2010	500	UBI CARITAS 4400 HIGHLAND AVE BEAUMONT, TX 77705-5205
10/26/2010	5,000	UNITED WAY OF TUCSON AND SOUTHERN ARIZONA 330 N COMMERCE PARK LOOP, STE 200
10/26/2010	20,000	THE WOMEN'S RESOURCE OF GREATER HOUSTON 730 N POST OAK RD STE 204
10/26/2010	2,500	THE WAY STATION AT PALMER CHURCH 6221 MAIN STREET HOUSTON, TX 77030
10/26/2010	10,000	THE REAL ESTATE COUNCIL FOUNDATION 5430 LBJ FREEWAY 100 DALLAS, TX 75240-2667
10/26/2010	5,000	THE PRIMAVERA FOUNDATION 702 S 6TH AVENUE TUCSON, AZ 85701
10/26/2010	2,500	THE LADDER ALLIANCE, INC 1000 BONNIE BRAE NO 200 FORT WORTH, TX 76111-4301
10/26/2010	1,000	THE ENSEMBLE THEATRE 3535 MAIN ST HOUSTON, TX 77002-9529
10/26/2010	50,000	UNITED WAY OF CENTRAL ALABAMA, INC P.O. BOX 320189 BIRMINGHAM, AL 35232-0189
10/26/2010	2,500	UA FOUNDATION ON BEHALF OF THE ARIZONA STATE MUSEUM 1111 N CHERRY AVE
10/26/2010	100	RICHARD L. SHORKEY EDUCATION AND REHABILITATION CENTER 855 S 8TH ST
10/26/2010	2,500	THE CENTER SERVING PERSONSWITH MENTAL RETARDATION 3550 W DALLAS ST
10/26/2010	10,000	SOUTH DALLAS FAIR PARK INNERCITY COMMUNITY DEVELOPMENT CORPORATION 4907 SPRING AVE
10/26/2010	1,000	SOME OTHER PLACE INC P.O. BOX 843 BEAUMONT, TX 77704-0843
10/26/2010	560	PORT ARTHUR HIGHER EDUCATION FOUNDATION, INC 1500 PROCTOR ST
10/26/2010	3,000	PARENTS ALLIANCE 1417 HOUSTON AVE HOUSTON, TX 77007
10/26/2010	35,000	OPPORTUNITY FINANCE NETWORK 620 CHESTNUT ST STE 572 PHILADELPHIA, PA 19106-3411
10/26/2010	500	NUTRITION & SERVICES FOR SENIORS 4590 CONCORD BEAUMONT, TX 77702
10/26/2010	3,000	WORLD AFFAIRS COUNCIL OF JACKSONVILLE, INC 3948 THIRD ST SOUTH SUITE 380
10/26/2010	100	NEDERLAND HERITAGE FESTIVAL FOUNDATION, INC P.O. BOX 1176
11/10/2010	350	BEAUMONT URBAN IMPROVEMENT LEADERSHIP FOR DOWNTOWN, INIC 505 ORLEANS ST STE 104
11/10/2010	25,000	ACCION TEXAS INC 2014 S HACKBERRY ST SAN ANTONIO, TX 78210-3541
11/10/2010	10,000	AFFORDABLE HOUSING CLEARINGHOUSE 23861 EL TORO RD STSE 401 LAKE FOREST, CA 92630-4735
11/10/2010	5,000	WEATHERFORD ISD EDUCATION FOUNDATIO 1100 LONGHORN DR WEATHERFORD, TX 76086-5095
11/10/2010	15,000	ACCION TEXAS INC 2014 S HACKBERRY ST SAN ANTONIO, TX 78210-3541
11/10/2010	4,850	WIREGRASS UNITED WAY 304 NORTH FOSTER STREET DOTHAN, AL 36303
11/10/2010	5,000	UNITED WAY OF WEST ALABAMA, IN P.O. BOX 2291 TUSCALOOSA, AL 35401
11/10/2010	2,000	NCMC FOUNDATION 1801 16TH ST GREELEY, CO 80631-5154
11/10/2010	4,340	JULIE ROGERS 2390 DOWLEN ROAD BEAUMONT, TX 77706
11/10/2010	8,560	JULIE ROGERS 2390 DOWLEN ROAD BEAUMONT, TX 77706
11/10/2010	2,500	HOUSTON-TAMPICO SISTER CITY ASSOCIATION, INC 1330 AUGUSTA DR APT. 14
11/10/2010	10,000	EL PASO COLLABORATIVE FOR COMMUNITY & ECONOMIC DEVELOPMENT 1359 LOMALAND DR
11/10/2010	5,000	CENTERS FOR CHILDREN & FAMILIES, IN 1004 N BIG SPRING ST STE 325 MIDLAND, TX 79701-3370
11/10/2010	1,000	BLINN COLLEGE FOUNDATION 902 COLLEGE AVE BRENHAM, TX 77833-4049
11/10/2010	500	BAPTIST HOSPITALS OF SOUTHEAST TEXAS FOUNDATION 810 HOSPITAL DR STE 235
11/29/2010	100,000	AMERICAN NATIONAL RED CROSS P O. BOX 22679, NETWORK PLACE CHICAGO, IL 60673
12/9/2010	2,250	ARIZONA AEROSPACE FOUNDATION 6000 E VALENCIA RD TUCSON, AZ 85756
12/9/2010	2,000	BAPTIST HEALTH CARE FOUNDATION P O BOX 17500 PENSACOLA, FL 32522-7500
12/9/2010	4,000	LENA POPE HOME, INC 3131 SANGUINET STREET FORT WORTH, TX 76107-533
12/9/2010	5,000	AUTISM SOCIETYOF ALABAMA 4217 DOLLY RIDGE RD BIRMINGHAM, AL 35243
12/9/2010	5,000	AUSTIN PLAYHOUSE 3601 S CONGRESS AVE BLDG C AUSTIN, TX 78704
12/9/2010	1,667	LEADERSHIP NEW MEXICO P O. BOX 35696 ALBUQUERQUE, NM 87176-569
12/9/2010	2,500	ASSOCIATED SOLO ARTISTS (IN PROXY FOR ARTZ OUT LOUD) 88 HARDCRABBLE ROAD
12/9/2010	1,000	AUSTIN CHILDREN'S SHELTER 4800 A MANOR ROAD AUSTIN, TX 78723
12/9/2010	333	LEADERSHIP NEW MEXICO P.O. BOX 35696 ALBUQUERQUE, NM 87176-569
12/9/2010	1,000	JUNIOR LEAGUE OF PLANO 5805 COIT ROAD PLANO, TX 75093-698
12/9/2010	1,000	ARTHRITIS FOUNDATION SOUTH CENTRAL REGION 4300 MACARTHUR AVE STE 245
12/9/2010	10,000	BAPTIST HEALTH FOUNDATION 841 PRUDENTIAL DRIVE, SUITE 1300 JACKSONVILLE, FL 32207
12/9/2010	1,500	ARC OF MADISON COUNTY 1100 WASHINGTON ST NW HUNTSVILLE, AL 35801
12/9/2010	2,500	ANY BABY CAN, INC 1121 E 7TH ST AUSTIN, TX 78702
12/9/2010	2,750	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
12/9/2010	10,000	AMERICAN HEART ASSOCIATION 8200 BROOKRIVER, SUITE N-100 DALLAS, TX 75247
12/9/2010	5,000	AMERICAN HEART ASSOCIATION 8200 BROOKRIVER, SUITE N-100 DALLAS, TX 75247
12/9/2010	10,000	JUNIOR LEAGUE OF DALLAS 8003 INWOOD ROAD DALLAS, TX 75209-333
12/9/2010	2,000	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
12/9/2010	5,000	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
12/9/2010	1,500	AMERICAN DIABETES ASSOCIATION 12385 SORRENTO ROAD, A-2 PENSACOLA, FL 32507
12/9/2010	10,000	ARTS COUNCIL OF FORT WORTH & TARRANT COUNTY 1300 GENDY ST

Charitable Contribution for Compass Bank Foundation

12/9/2010	10,000	BOYS & GIRLS CLUBS OF GREATER DALLA 4816 WORTH ST DALLAS, TX 75246
12/9/2010	10,000	CABPES P O. BOX 200508 DENVER, CO 80220
12/9/2010	3,000	BURRITT ON THE MOUNTAIN 3101 BURRITT DR SE HUNTSVILLE, AL 35801
12/9/2010	20,000	BROOKS HEALTH FOUNDATION 3599 UNIVERSITY BLVD S JACKSONVILLE, FL 32216
12/9/2010	5,000	BRENT ELEY FOUNDATION (DBA BRENT'S PLACE) 11980 E 16TH AVE
12/9/2010	5,000	BREAST CANCER RESEARCH FOUNDATION OF ALABAMA 1802 6TH AVE SOUTH, NP 2519
12/9/2010	2,500	CHAMBERLAIN BALLET DBA CHAMBERLAIN PERFORMING ARTS 3003 W 15TH ST
12/9/2010	1,000	CENTRAL COUNTIES CENTER FOR MENTAL HEALTH AND MENTAL RETARDATION SERVICES
12/9/2010	5,000	CATHOLIC CHARITIES OF CENTRAL TEXAS 1817 E 6TH ST AUSTIN, TX 78702
12/9/2010	3,800	CATHOLIC CHARITIES & COMMUNITY SERVICES OF THE ARCHDIOCESE OF DENVER
12/9/2010	7,500	LOCAL INITIATIVE SUPPORT CORPORATIO 1111 NORTH LOOP WEST, SUITE 740 HOUSTON, TX 77008
12/9/2010	6,500	BRANTWOOD CHILDREN'S HOME 1309 UPPER WETUMPKA RD MONTGOMERY, AL 36107
12/9/2010	2,500	LEARN TO READ 2178 P.O. BOX JACKSONVILLE, FL 32203
12/9/2010	550	BOY SCOUTS OF AMERICA 1230 INDIANA CT REDLANDS, CA 92374-2896
12/9/2010	25,000	BIRMINGHAM ZOO, INC 2630 CAHABA ROAD BIRMINGHAM, AL 35223
12/9/2010	10,000	BIG BROTHERS BIG SISTERS OF COLORAD 1391 N SPEER BLVD, STE 450 DENVER, CO 80204
12/9/2010	2,750	BIRMINGHAM URBAN LEAGUE YOUNG PROFESSIONALS P.O. BOX 11269
12/9/2010	2,500	BIG BROTHERS BIG SISTERS OF NORTHWEST FLORIDA 1149 CREIGHTON RD STE 1
12/9/2010	6,750	LUBBOCK AREA UNITED WAY 1655 MAIN ST, STE 101 LUBBOCK, TX 79401-310
12/9/2010	20,000	BIG BROTHERS BIG SISTERS LONE STAR 450 E JOHN CARPENTER FWY IRVING, TX 75062
12/9/2010	5,000	BETTER BUSINESS BUREAU EDUCATION FOUNDATION 1005 LA POSADA DR
12/9/2010	1,500	BELTON EDUCATIONAL ENRICHMENT FOUNDATION 400 N WALL ST
12/9/2010	25,000	AMERICAN BANKERS ASSOCIATION EDUCATION FOUNDATION 1120 CONNECTICUT AVE NW
12/9/2010	10,000	BOYS & GIRLS CLUBS OF ARLINGTON 608 N ELM ST ARLINGTON, TX 76011
12/9/2010	10,000	AMERICAN HEART ASSOCIATION 8200 BROOKRIVER, SUITE N-100 DALLAS, TX 75247
12/9/2010	2,000	CHILD PROTECT, INC 935 S PERRY ST MONTGOMERY, AL 36104
12/9/2010	5,000	JOHN C. LINCOLN HEALTH FOUNDATION 2500 W. UTOPIA ROAD PHOENIX, AZ 85027-417
12/9/2010	2,000	ALTRUSA INTERNATIONAL, INC OF OCALA, FL FOUNDATION P O. BOX 4228
12/9/2010	2,500	AMERICAN DIABETES ASSOCIATION 12385 SORRENTO ROAD, A-2 PENSACOLA, FL 32507
12/9/2010	1,000	AMERICAN BASEBALL FOUNDATION, INC 2660 10TH AVE SOUTH, SUITE 620 BIRMINGHAM, AL 35205
12/9/2010	10,000	JUNIOR ACHIEVEMENT OF ARIZONA 636 W. SOUTHERN AVE TEMPE, AZ 85282-450
12/9/2010	2,500	A SISTER'S GIFT FEMALE HIV OUTREACH SERVICES, INC, RONALD D LEWIS FDN 2201 MAIN STREET, SUITE 300-10
12/9/2010	15,000	AFFORDABLE HOMES OF SOUTH TEXAS, IN 14210 ERIE AVE MCALLEN, TX 78501
12/9/2010	2,500	JEFFERSON COUNTY COUNCIL ON AGING 3712 4TH AVE SOUTH BIRMINGHAM, AL 35222-242
12/9/2010	600	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
12/9/2010	5,000	ADELANTE DEVELOPMENT CENTER, INC 3900 OSUNA RD NE ALBUQUERQUE, NM 87109
12/9/2010	1,150	CARING CONGREGATIONS P.O. BOX 3049 TUSCALOOSA, AL 35403
12/9/2010	2,500	MEALS-ON-WHEELS OF JOHNSON AND ELLIS COUNTIES 106 E KILPATRICK ST
12/9/2010	5,000	NEW MEXICO ALLIANCE FOR HISPANIC EDUCATION 4321 YALE BLVD. NE
12/9/2010	9,700	MUJER, INC PO BOX 44 PHOENIX, AZ 85001-004
12/9/2010	2,000	MONTGOMERY AREA FAMILY VIOLENCE PROGRAM, INC. D B A. FAMILY SUNSHINE CENTER
12/9/2010	650	MOBILE OPERA, INC. 257 DAUPHIN STREET MOBILE, AL 36602-000
12/9/2010	3,000	MILE HIGH FREEDOM BAND PO BOX 9036 DENVER, CO 80209-003
12/9/2010	12,500	OPERATION NEW BIRMINGHAM 505 20TH STREET NORTH BIRMINGHAM, AL 35203-260
12/9/2010	15,000	NORTH TEXAS FOOD BANK 4500 S COCKRELL HILL ROAD DALLAS, TX 75236-202
12/9/2010	5,000	MUSEUM OF NATURE & SCIENCE PO BOX 150349 DALLAS, TX 75315-034
12/9/2010	3,000	MARION THERAPEUTIC RIDING ASSOCIATION, INC. 6850 SE 41ST COURT
12/9/2010	3,250	CHICANOS POR LA CAUSA, INC 1112 E. BUCKEYE RD PHOENIX, AZ 85034
12/9/2010	10,000	CHILDREN'S MUSEUM OF DENVER, IN 2121 CHILDREN'S MUSEUM DR DENVER, CO 80211
12/9/2010	5,000	CHILDHELP, INC 15757 N 78TH ST STE B SCOTTSDALE, AZ 85260
12/9/2010	2,000	CHILD STUDY CENTER 1300 W LANCASTER AVE FORT WORTH, TX 76102
12/9/2010	10,000	MOBILE AREA EDUCATION FOUNDATION 605 BEL AIR BOULEVARD, SUITE 400 MOBILE, AL 36606
12/9/2010	10,000	CHANDLER COMPADRES, INC P O BOX 11038 CHANDLER, AZ 85248
12/10/2010	5,000	DIAMOND CHILDREN'S MEDICAL CENTER UMC FOUNDATION 1501 N CAMPBELL AVENUE
12/10/2010	2,500	TEMPLE COLLEGE FOUNDATION 2600 S 1ST ST TEMPLE, TX 76504-7435
12/10/2010	2,500	FLORIDA COUNCIL ON ECONOMIC EDUCATION 1211 N WESTSHORE BLVD 305
12/10/2010	500	FAMILY COUNSELING SERVICE OF TUSCALOOSA CO, INC 2020 BRYANT DRIVE
12/10/2010	6,000	FAIRHOPE-POINT CLEAR ROTARY YOUTH PROGRAMS, INC P O. BOX 2230
12/10/2010	3,500	FAIRHOPE EDUCATIONAL ENRICHMENT FOUNDATION P.O. BOX 906
12/10/2010	10,000	DRISCOLL CHILDREN'S HOSPITAL 3533 S ALAMEDA ST CRP CHRISTI, TX 78411
12/10/2010	5,000	EMERGENCY FAMILY ASSISTANCE ASSOC 1575 YARMOUTH AVE BOULDER, CO 80304
12/10/2010	2,500	EASTERN SHORE LITERACY COUNCIL 564 FAIRHOPE AVE FAIRHOPE, AL 36532
12/10/2010	10,000	EASTER SEALS RIO GRANDE VALLEY 1217 W HOUSTON AVE MCALLEN, TX 78501
12/10/2010	10,000	FOUNDATION COMMUNITIES, INC 3036 S. 1ST STREET AUSTIN, TX 78704

Charitable Contribution for Compass Bank Foundation

12/10/2010	5,000	DESERT MISSION NEIGHBORHOOD RENEWAL 9229 N 4TH ST PHOENIX, AZ 85020
12/10/2010	500	GIRL SCOUTS OF NORTH-CENTRAL AL, IN 105 HEATHERBROOKE PARK DR BIRMINGHAM, AL 35242
12/10/2010	10,000	DESERT MISSION, INC 9201 N 5TH STREET PHOENIX, AZ 85020
12/10/2010	15,000	TEXAS SOCIETY TO PREVENT BLINDNESS 3610 FAIRMOUNT STREET DALLAS, TX 75219
12/10/2010	1,000	CULTURAL ACTIVITIES CENTER, INC 3011 N 3RD ST TEMPLE, TX 76501
12/10/2010	5,000	DENVER PUBLIC LIBRARY FRIENDS FOUNDATION 10 W 14TH AVENUE PKWY
12/10/2010	1,750	TENNESSEE VALLEY BOY SCOUTS OF AMERICA 2211 DRAKE AVENUE
12/10/2010	1,000	TEMPLE SYMPHONY ORCHESTRA PO BOX 4241 TEMPLE, TX 76505-424
12/10/2010	2,500	DEL MAR COLLEGE FOUNDATION, INC 101 BALDWIN BLVD CORPUS CHRISTI, TX 78404
12/10/2010	2,500	TEMPLE COMMUNITY FREE CLINIC 1905 CURTIS B. ELLIOTT DRIVE P.O. BOX 92
12/10/2010	2,500	TEMPLE EDUCATION FOUNDATION, INC PO BOX 736 TEMPLE, TX 76503-073
12/10/2010	5,000	EARNING BY LEARNING 2904 FLOYD STREET STE A1 DALLAS, TX 75204
12/10/2010	5,000	FORT WORTH SYMPHONY ORCHESTRA ASSOCIATION 330 E 4TH ST STE 200
12/10/2010	5,000	COMMUNITY FOUNDATION OF NORTH TEXAS 306 W 7TH STREET, SUITE 850
12/10/2010	5,000	FOOD BANK OF THE ROCKIES 10700 E 45TH AVE DENVER, CO 80239
12/10/2010	13,000	GOLD CROWN FOUNDATION 7400 E CRESTLINE CIR STE 200 GREENWOOD VLG, CO 80111
12/10/2010	2,000	COVENANT HOSPICE 5041 N 12TH AVE PENSACOLA, FL 32504
12/10/2010	3,000	PENSACOLA STATE COLLEGE 1000 COLLEGE BLVD PENSACOLA, FL 32504-891
12/10/2010	4,600	PENSACOLA AREA CHAMBER FOUNDATION, INC. 117 W GARDEN STREET
12/10/2010	500	PENSACOLA OPERA INC. 75 S. TARRAGONA STREET PENSACOLA, FL 32502
12/10/2010	5,500	PEAK EDUCATION 730 N NEVADA AVE COLORADO SPRINGS, CO 80903-100
12/10/2010	1,000	PEACEABLE KINGDOM RETREAT FOR CHILDREN, INC. 19051 FM 2484
12/10/2010	2,000	RIO GRANDE VALLEY BALLET COMPANY 203 ULEX AVE MCALLEN, TX 78504-264
12/10/2010	5,000	ROCKY MOUNTAIN MULTIPLE SCLEROSIS CENTER 8845 WAGNER STREET
12/10/2010	5,000	SOUTHWEST COMMUNITY INVESTMENT CORPORATION 2852 W TRENTON ROAD
12/10/2010	7,500	TEJANO CENTER FOR COMMUNITY CONCERNS INC. 2950 BROADWAY STREET
12/10/2010	2,000	COMMUNITY ENTERPRISE INVESTMENTS 302 NORTH BARCELONA STREET PENSACOLA, FL 32502
12/10/2010	10,000	SUNNY GLEN CHILDREN'S HOME PO BOX 1373 SAN BENITO, TX 78586-003
12/10/2010	5,000	COMMUNITIES IN SCHOOLS-EL PASO, INC 1401 PENDALE, STE 300 EL PASO, TX 79936
12/10/2010	6,050	COMMUNITIES IN SCHOOLS 8700 N STEMMONS FWY STE 125 DALLAS, TX 75247-3725
12/10/2010	10,000	TEACH FOR AMERICA RIO GRANDE VALLEY 200 S 10TH STREET, SUITE 800 MCALLEN, TX 78501
12/10/2010	15,000	COMMUNITIES IN SCHOOLS 8700 N STEMMONS FWY STE 125 DALLAS, TX 75247-3725
12/10/2010	1,000	COMMUNITIES IN SCHOOLS 8700 N STEMMONS FWY STE 125 DALLAS, TX 75247-3725
12/10/2010	2,000	SPRINGS RESCUE MISSION 5 W LAS VEGAS STREET COLORADO SPRINGS, CO 80903
12/10/2010	1,000	PIKES PEAK UNITED WAY 518 NORTH NEVADA AVENUE COLORADO SPRINGS, CO 80903-110
12/10/2010	10,000	CITY OF EL PASO, TX EL PASO MUSEUM OF HISTORY 2 CIVIC CENTER PLAZA
12/10/2010	5,000	SOUTHWEST COLLEGE OF NUTUROPATHIC MEDICINE & HEALTH SCIENCES
12/10/2010	20,000	SOUTHERN METHODIST UNIVERSITY MEADOWS MUSEUM PO BOX 75275-0402
12/10/2010	25,000	STATE OF ALABAMA BALLET 2726 - 1ST AVENUE SOUTH BIRMINGHAM, AL 35233
12/10/2010	15,000	COMMUNITIES FOUNDATION OF TEXAS 5500 CARUTH HAVEN LANE DALLAS, TX 75225
12/10/2010	2,500	COLORADO SPRINGS PHILHARMONIC ORCHESTRA P O BOX 1266
12/10/2010	1,500	CHINA SPRING ISD EDUCATION FDN P O. BOX 40 CHINA SPRING, TX 76633
12/10/2010	20,000	RIVER REGION UNITED WAY 532 S PERRY ST MONTGOMERY, AL 36104-461
12/10/2010	2,000	SOUTH TEXAS SYMPHONY ASSOCIATION MCALLEN, TX 78501
12/10/2010	1,600	SACRED HEART FOUNDATION 5151 N 9TH AVE PENSACOLA, FL 32504-872
12/10/2010	5,000	ROSIE'S HOUSE A MUSIC ACADEMY FOR CHILDREN PO BOX 13446
12/10/2010	12,050	CITY OF SAN ANTONIO WESTSIDE DEVELOPMENT CORPORATOIN FUND 110 BROADWAY, STE 230
12/13/2010	10,000	UNITED WAY OF METROPOLITAN DALLAS 1800 N LAMAR ST DALLAS, TX 75202-170
12/13/2010	11,240	UNITED WAY OF NORTHEAST FLORIDA INC 1301 RIVERPLACE BLVD STE 400 JACKSONVILLE, FL 32207-900
12/13/2010	10,000	UNITED WAY CAPITAL AREA 2000 E MLK JR BLVD AUSTIN, TX 78702-134
12/13/2010	2,000	UNITED WAY OF MARION COUNTY, INC. 1401 NE 2ND ST OCALA, FL 34470
12/13/2010	15,000	UNITED WAY OF MADISON COUNTY INC. 701 ANDREW JACKSON WAY NE HUNTSVILLE, AL 35801-350
12/13/2010	5,000	UNITED WAY OF LAREDO, INC. 1815 E. HILLSIDE ROAD LAREDO, TX 78041
12/13/2010	15,000	UNITED WAY OF MORGAN COUNTY PO BOX 1058 DECATUR, AL 35602
12/13/2010	5,000	UNITED WAY OF CENTRAL NEW MEXICO 2340 ALAMO AVE SE FLR2 ALBUQUERQUE, NM 87106-382
12/13/2010	2,300	UNITED WAY OF EAST CENTRAL ALABAMA PO BOX 1122 ANNISTON, AL 36202-112
12/13/2010	3,650	UNITED WAY OF DENTON COUNTY INC 625 DALLAS DR STE 525 DENTON, TX 76205-120
12/13/2010	3,000	UNITED WAY OF CENTRAL TEXAS, INC. P O. BOX 1312 TEMPLE, AL 76503
12/13/2010	9,500	THE UNIVERSITY OF TEXAS-PAN AMERICA FOUNDATION 1201 W UNIVERSITY DR SSB 4.103
12/13/2010	5,000	TUSCALOOSA CHILDRENS CENTER INC 520 MARTIN LUTHER KING JR. BLVD TUSCALOOSA, AL 35401-000
12/13/2010	5,000	THE UNIVERSITY OF TEXAS AT EL PASO 500 W. UNIVERSITY AVE KELLY HALL, 7TH FLOOR
12/13/2010	5,000	THE NATURE CONSERVANCY OF TEXAS 200 E GRAYSON ST, SUITE 202 SAN ANTONIO, TX 78215
12/13/2010	15,000	THE CHILDREN'S FUND PO BOX 56303 HOUSTON, TX 77256-630
12/13/2010	5,000	THE JEFFERSON FOUNDATION 809 QUAIL ST BLD 1 LAKEWOOD, CO 80215-550

Charitable Contribution for Compass Bank Foundation

12/13/2010	3,000	THE EASTERN SHORE ART ASSOCIATION, INC. 401 OAK AVE
12/13/2010	10,000	THE UNIVERSITY OF TEXAS BROWNSVILLE AND TEXAS SOUTHMOST COLLEGE 80 FORT BROWN
12/13/2010	2,500	THE SCHOOLS FOUNDATION PO BOX 763 HUNTSVILLE, AL 35804-076
12/13/2010	2,000	UNITED WAY OF CENTRAL TEXAS, INC. P.O. BOX 1312 TEMPLE, AL 76503
12/13/2010	20,000	UNITED WAY OF METROPOLITAN TARRANT COUNTY 1500 N MAIN ST STE 200
12/15/2010	10,000	HABITAT FOR HUMANITY CENTRAL ARIZON 115 E WATKINS PHOENIX, AZ 85004
12/15/2010	10,000	HERMANN PARK CONSERVANCY 6201 A HERMANN PARK DRIVE HOUSTON, TX 77030
12/15/2010	1,000	HEALTH AND HOPE CLINIC, INC 9999 CHEMSTRAND RD PENSACOLA, FL 32514
12/15/2010	10,000	HAVEN FOR HOPE OF BEXAR COUNTY 1 HAVEN FOR HOPE WAY SAN ANTONIO, TX 78207
12/15/2010	5,000	I.M. SULZBACHER CENTER FOR THE HOMELESS, INC 611 E. ADAMS ST
12/15/2010	750	YOUNG MEN'S CHRISTIAN ASSOC OF TUSCALOOSA COUNTY, ALABAMA, INC 2405 PAUL BRYANT DRIVE
12/15/2010	15,000	YWCA OF METROPOLITAN DALLAS 4144 N CENTRAL EXPY STE 580 DALLAS, TX 75204
12/15/2010	2,500	HANDMAKER FOUNDATION 2221 N ROSEMONT BLVD TUCSON, AZ 85712
12/15/2010	10,000	JA OF NEW MEXICO, INC 4700 LINCOLN RD NE SUITE 108
12/15/2010	800	GULF COAST KID'S HOUSE, INC 3401 N 12TH AVE PENSACOLA, FL 32503
12/15/2010	5,000	VOLUNTEERS FOR OUTDOOR COLORADO 600 SOUTH MARION PARKWAY DENVER, CO 80209
12/15/2010	10,700	WEEKS BAY FOUNDATION, INC 11401 US HIGHWAY 98 FAIRHOPE, AL 36532
12/15/2010	750	WISD EDUCATION FOUNDATION 501 FRANKLIN AVENUE WACO, TX 76701
12/15/2010	2,100	WOMEN'S BUSINESS CENTER, INC 1301 AZALEA RD MOBILE, AL 36693
12/15/2010	20,000	HISPANIC INTEREST COALITION OF ALABAMA 260 WEST VALLEY AVENUE
12/15/2010	3,000	HUNTSVILLE HOSPITAL FOUNDATION 101 SIVLEY RD SW HUNTSVILLE, AL 35801
12/15/2010	50,000	HOUSTON GRAND OPERA 510 PRESTON ST HOUSTON, TX 77002
12/15/2010	10,000	HOUSINGWORKS AUSTIN 1503 SOUTH I-35 AUSTIN, TX 78741
12/15/2010	7,500	HILLCREST BAPTIST MEDICAL CENTER 100 HILLCREST MEDICAL BLVD WACO, TX 76712
12/15/2010	3,000	HUNTSVILLE SYMPHONY ORCHESTRA P O. BOX 2400 HUNTSVILLE, AL 35804
12/15/2010	10,000	VANNIE E COOK JR CANCER FOUNDATION 101 W EXPRESSWAY 83 MCALLEN, TX 78503-1341
12/15/2010	3,640	UNITED WAY OF SOUTHWEST ALABAMA, IN P.O. BOX 89 MOBILE, AL 36601-0089
12/15/2010	2,000	UNITED WAY OF LARIMER COUNTY, INC 424 PINE ST STE 102 FORT COLLINS, CO 80524-2421
12/15/2010	5,000	UNITED WAY OF EL PASO COUNTY P O. BOX 3488 EL PASO, TX 79923-3488
12/15/2010	7,500	TUCSON CONQUISTADORES FOUNDATION 6450 E BROADWAY BLVD TUCSON, AZ 85710-3504
12/15/2010	8,500	RIO GRANDE VALLEY LIVESTOCK SHOW IN P.O. BOX 867 MERCEDES, TX 78570-0867
12/15/2010	2,500	UNIVERSITY OF MARY HARDIN-BAYLOR UMH B BOX 8409/ 900 COLLEGE ST BELTON, TX 76513
12/15/2010	10,000	SALVATION ARMY-RIO GRANDE VALLEY P O. BOX 4766 MCALLEN, TX 78502
12/15/2010	5,000	BORDER CULTURAL PROMOTION FOUNDATIO P.O. BOX 430447 LAREDO, TX 78043
12/15/2010	500	AMERICAN CANCER SOCIETY 78900 CARPENTER FRWY DALLAS, TX 75247
12/15/2010	5,000	UNITED WAY OF NORTHERN CAMERON CO P.O. BOX 531227 HARLINGEN, TX 78553
12/15/2010	5,000	UNITED WAY OF OKALOOSA- WALTON COUNTIES 112 TUPELO AVE SE
12/15/2010	2,500	UNITED WAY OF THE COASTAL BEND 711 N CARANCAHUA ST STE 302 CRP CHRISTI, TX 78401
12/15/2010	20,000	UNITED WAY OF SOUTH TEXAS 1200 E HACKBERRY, SUITE F MCALLEN, TX 78501
12/15/2010	5,000	UNITED WAY OF SOUTHERN CAMERON COUNTY 634 E LEVEE ST
12/15/2010	3,250	UNITED WAY OF WACO 4224 COBBS DR WACO, TX 76710
12/15/2010	2,500	AUSTIN AREA URBAN LEAGUE 8011 CAMERON RD STE A-100 AUSTIN, TX 78754-3806
12/15/2010	4,000	UNIVERSITY OF ARIZONA FOUNDATION 1111 N CHERRY AVE TUCSON, AZ 85721
12/15/2010	5,000	BOYS AND GIRLS CLUB OF LAREDO, INC P O BOX 1419 LAREDO, TX 78042-1419
12/15/2010	2,500	VALLEY ARTIST OUTREACH 4717 N FM 493 DONNA, TX 78537
12/15/2010	10,000	VALLEY OF THE SUN YMCA 350 N FIRST AVENUE PHOENIX, AZ 85003-0000
12/15/2010	5,000	VAN CLIBURN FOUNDATION, INC 2525 RIDGMAR BLVD STE 307 FT WORTH, TX 76116
12/15/2010	5,000	WOMEN'S BEAN PROJECT 3201 CURTIS ST DENVER, CO 80205
12/15/2010	10,000	YES HOUSING, INC 104 ROMA AVE NW ALBUQUERQUE, NM 87102
12/15/2010	5,000	GOOD SAMARITAN CENTER OF SAN ANTONI DBA GOOD SAMARITAN COMMUNITY SERVIC 210 W. CAFFERY ST
12/15/2010	1,500	GREATER PENSACOLA SYMPHONY ORCHESTA, INC P.O. BOX 1752
12/15/2010	5,000	GREATER ALABAMA COUNCIL, BOY SCOUTS OF AMERICA 516 LIBERTY PARKWAY
12/15/2010	5,000	GREAT WALL CHINA ADOPTION 248 ADDIE ROY RD AUSTIN, TX 78746
12/15/2010	1,000	FRIENDS OF THE FORT WORTH HERD 111 W. 4TH STREET, SUITE 200 FORT WORTH, TX 76102
12/15/2010	1,875	UNITED WAY OF WELD COUNTY P.O. BOX 1944 (814 9TH ST) GREELEY, CO 80632
12/15/2010	1,500	HABITAT FOR HUMANITY OF LAREDO, INC P O. BOX 440709 LAREDO, TX 78044-0709
12/15/2010	10,000	LAREDO-WEBB NEIGHBORHOOD HOUSING SERVICES, INC 216 BOB BULLOCK LOOP
12/15/2010	1,500	POUDRE VALLEY HEALTH SYSTEM FDN 2315 E HARMONY RD FORT COLLINS, CO 80528-8620
12/15/2010	20,000	NATIONAL COALITION FOR ASIAN PACIFI AMERICAN COMMUNITY DEVELOPMENT 1628 16TH STREET NW 4TH FLOOR
12/15/2010	11,000	MUSEUM OF SOUTH TEXAS HISTORY 200 N CLOSNER BLVD EDINBURG, TX 78541-3554
12/15/2010	11,000	MCALLEN INTERNATIONAL MUSEUM 1900 NOLANA MCALLEN, TX 78504-4121
12/15/2010	10,000	LAREDO PHILHARMONIC P O. BOX 1399 LAREDO, TX 78045
12/15/2010	5,000	LAREDO WEBB COUNTY FOOD BANK DBA SOUTH TEXAS FOOD BANK P O BOX 2007
12/15/2010	1,000	LAREDO AREA COMMUNITY FOUNDATION 616 LEAL ST LAREDO, TX 78041-3874

Charitable Contribution for Compass Bank Foundation

12/15/2010	1,000	UNITED WAY OF PARKER COUNTY P.O BOX 1476 WEATHERFORD, TX 76086
12/15/2010	8,287	HARLINGEN COMMUNITY DEVELOPMENT CORPORATION 518 E HARRISON AVE
12/15/2010	15,000	SOUTH TEXAS COLLEGE P.O BOX 9701 MCALLEN, TX 78502-9701
12/15/2010	10,000	DOMINICAN SISTERS HOME HEALTH AGENCY OF DENVER, INC 2501 GAYLORD ST
12/15/2010	1,000	GREELEY DOWNTOWN DEVELOPMENT AUTHORITY P.O. BOX 9
12/15/2010	1,500	FOOD BANK FOR LARIMER COUNTY 1301 BLUE SPRUCE FORT COLLINS, CO 80524
12/15/2010	5,000	CAPITAL AREA FOOD BANK OF TEXAS, IN 8201 S CONGRESS AVE AUSTIN, TX 78745-7305
12/15/2010	8,288	COMMUNITY DEVELOPMENT CORPORATION OF BROWNSVILLE, INC 901 E. LEVEE ST
12/15/2010	5,000	COMMUNITIES IN SCHOOLS OF LAREDO 101 W. HILLSIDE RD STE #9 LAREDO, TX 78041-3181
12/15/2010	4,950	COMMUNITIES IN SCHOOLS- CAMERON COUNTY, INC 700 E LEVEE ST STE 204
12/15/2010	10,000	CIS OF HIDALGO COUNTY, INC 3700 N 10TH ST STE 270 MCALLEN, TX 78501-1774
12/15/2010	1,000	AUSTIN BRANCH NAACP 1704 E. 12TH STREET AUSTIN, TX 78702
12/15/2010	2,000	BUILD, INC 505 ORLEANS ST STE 104 BEAUMONT, TX 77701-3224
12/15/2010	2,500	HOUSTONWORKS USA 2118 SMITH ST HOUSTON, TX 77002-8628
12/20/2010	7,500	CENTER FOR AFRICAN AMERICAN MILITAR HISTORY, INC. DBA BUFFALO SOLDIERS NATIONAL MUSEUM
12/20/2010	1,000	FORT WORTH JUNIOR GOLF FOUNDATION, INC DBA THE FIRST TEE OF FORT WORTH 1411 ELLIS AVE
12/20/2010	6,500	FORT WORTH AREA HABITAT FOR HUMANIT INC DBA TRINITY HABITAT FOR HUMANIT 3345 S JONES ST.
12/20/2010	10,000	FIFTH WARD COMMUNITY REDEVELOPMENT 4300 LYONS AVE STE 300 HOUSTON, TX 77020-2569
12/20/2010	5,000	DIOCESE OF LAREDO 1901 CORPUS CHRISTI STREET LAREDO, TX 78043-0000
12/20/2010	10,000	DENVER PUBLIC SCHOOLS FOUNDATION 900 GRANT STREET DENVER, CO 80203
12/20/2010	5,000	COVENANT COMMUNITY CAPITAL CORP 3300 LYONS AVE STE 203 HOUSTON, TX 77020-8254
12/20/2010	1,000	COOK CHILDREN'S MEDICAL CENTER 801 7TH AVE FORT WORTH, TX 76104-2733
12/20/2010	12,500	COMMUNITIES IN SCHOOLS HOUSTON INC 1235 NORTH LOOP W SUITE 300
12/20/2010	15,000	ENTERPRISE COMMUNITY PARTNERS, INC. 10227 WINCOPIN CIR STE 500 COLUMBIA, MD 21044-3400
12/20/2010	15,000	CHILDREN'S MUSEUM INC. 1500 BINZ ST HOUSTON, TX 77004-7112
12/20/2010	15,000	HOUSING OPPORTUNITIES OF FORT WORTH INC 1065 WEST MAGNOLIA AVE
12/20/2010	5,000	BOYS & GIRLS CLUB OF LAREDO INC PO BOX 1419 LAREDO, TX 78042-1419
12/20/2010	5,500	BOYS & GIRLS CLUBS OF GREATER FORT WORTH INC 3218 E BELKNAP ST
12/20/2010	4,000	ACH CHILD AND FAMILY SERVICES 1424 SUMMIT AVE FORT WORTH, TX 76102-5912
12/20/2010	2,000	ALABAMA POVERTY PROJECT P.O. BOX 55058 BIRMINGHAM, AL 35255
12/20/2010	7,250	BIRMINGHAM URBAN LEAGUE YOUNG PROFESSIONALS P.O. BOX 11269
12/20/2010	2,125	NCMC FOUNDATION 1801 16TH ST GREELEY, CO 80631-5154
12/20/2010	5,000	THE WOMEN'S CENTER OF TARRANT COUNT 1723 HEMPHILL ST FORT WORTH, TX 76110-1516
12/20/2010	2,000	UNIVERSITY OF NORTH TEXAS HEALTH SCIENCE CENTER FOUNDATION 3500 CAMP BOWIE BLVD
12/20/2010	10,000	UNIVERSITY OF MONTEVALLO FOUNDATION STATION 6220 MONTEVALLO, AL 35115-0000
12/20/2010	7,500	UNITED WAY OF SAN ANTONIO & BEXAR COUNTY 700 S ALAMO
12/20/2010	4,500	UNITED WAY OF HOOD COUNTY PO BOX 1611 GRANBURY, TX 76048-8611
12/20/2010	1,000	TEXAS BLACK EXPO, INC. 9301 SOUTHWEST FWY STE 250 HOUSTON, TX 77074-1587
12/20/2010	5,000	THE FORT WORTH PUBLIC LIBRARY FOUNDATION 500 W 3RD ST
12/20/2010	25,000	TEXAS CHRISTIAN UNIVERSITY TCU BOX 297044 FORT WORTH, TX 76129-0001
12/20/2010	10,000	GATEWAY 1401 20TH ST S BIRMINGHAM, AL 35205-4913
12/20/2010	4,000	PARTNERS TOGETHER FOR HEALTH 2500 CIRCLE DRIVE NO 300 FORT WORTH, TX 76119-8138
12/20/2010	5,000	HISTORIC FORT WORTH INC 1110 PENN ST FORT WORTH, TX 76102-3417
12/20/2010	5,000	M-POWER MINISTRIES 4022 4TH AVE S BIRMINGHAM, AL 35222-1923
12/20/2010	3,000	LUBICK FOUNDATION DBA RAMSTRENGTH 2221 BALDWIN ST FORT COLLINS, CO 80528-7104
12/20/2010	20,000	TEACH FOR AMERICA, INC. 3030 NORTH CENTRAL AVE SUITE 900
12/20/2010	17,500	TARRANT COUNTY HOUSING PARTNERSHIP, INC. 3204 COLLINSWORTH STREET
12/20/2010	2,500	SACRED HEART CHILDREN'S HOME 3310 SOUTH ZAPATA HWY LAREDO, TX 78046
12/20/2010	20,000	MUSEUM OF FINE ARTS HOUSTON PO BOX 6826 HOUSTON, TX 77265-6826
12/20/2010	5,000	HOUSTON AREA URBAN LEAGUE INC 1301 TEXAS ST HOUSTON, TX 77002-3508
12/20/2010	2,000	LAREDO WEBB COUNTY FOOD BANK DBA SOUTH TEXAS FOOD BANK P O BOX 2007
12/20/2010	10,000	HOUSTON LIVESTOCK SHOW AND RODEO 8334 FANNIN ST HOUSTON, TX 77054
12/20/2010	3,500	STAIR OF BIRMINGHAM 3100 HIGHLAND AVE BIRMINGHAM, AL 35205-1408
12/20/2010	2,500	UNIVERSITY OF ST. THOMAS 3800 MONTROSE BLVD HOUSTON, TX 77035
12/21/2010	5,000	GREATER WACO CHAMBER OF COMMERCE 101 SOUTH THIRD STREET WACO, TX 76701
12/22/2010	8,000	TARRANT AREA FOOD BANK 2600 CULLEN ST FORT WORTH, TX 76107-1302
12/22/2010	6,000	DOTHAN AREA CHAMBER FOUNDATION 102 JAMESTOWN BOULEVARD DOTHAN, AL 36301
12/22/2010	2,500	FOOD BANK OF NORTH ALABAMA 2000B VERNON AVE SW HUNTSVILLE, AL 35805-3052
12/22/2010	1,200	EAST CENTRAL ALABAMA UNITED CEREBRAL PALSY, INC P.O. BOX 694
12/22/2010	1,000	FAMILY ABUSE CENTER P O. BOX 20395 WACO, TX 76702-0395
12/22/2010	1,000	EMPTY STOCKING INC P.O. BOX 1060 ANNISTON, AL 36202
12/22/2010	1,500	EASTER SEALS NORTHWEST ALABAMA 1450 AVALON AVE MUSCLE SHOALS, AL 35661-3110
12/22/2010	1,000	COLLEGE STATION ISD EDUCATION FOUNDATION 1812 WELSH AVE
12/22/2010	5,000	BRYAN COLLEGE STATION HABITAT FOR HUMANITY 119 LAKE ST

Charitable Contribution for Compass Bank Foundation

12/22/2010	25,000	BIRMINGHAM YMCA 2101 4TH AVENUE NORTH BIRMINGHAM, AL 35203
12/22/2010	1,000	HABITAT FOR HUMANITY OF CALHOUN COUNTY P O BOX 1135
12/22/2010	2,000	ATHENS-LIMESTONE PUBLIC LIBRARY FOUNDATION 405 SOUTH ST E
12/22/2010	1,000	HABITAT FOR HUMANITY OF CALHOUN COUNTY P O BOX 1135
12/22/2010	15,000	CALIFORNIA COMMUNITY ECONOMIC DEVELOPMENT ASSOCIATION 244 S SAN PEDRO ST STE 412
12/22/2010	1,000	BRYAN ISD EDUCATION FOUNDATION 101 N TEXAS AVE BRYAN, TX 77803-5315
12/22/2010	2,500	BOYS & GIRLS CLUBS OF THE BRAZOS VALLEY 900 W. WILLIAM J. BRYAN
12/22/2010	7,250	JUNIOR ACHIEVEMENT OF GREATER BIRMINGHAM, INC 216 AQUARIUS DRIVE, SUITE 319
12/22/2010	1,000	ATHENS-LIMESTONE COUNTY FAMILY RESOURCE CENTER 406 SOUTH JEFFERSON STREET
12/22/2010	500	ANAYAT HOUSE, INC P.O. BOX 5934 BEAUMONT, TX 77726-5934
12/22/2010	15,000	JUNIOR LEAGUE OF BIRMINGHAM 2212 20TH AVE S BIRMINGHAM, AL 35223-1004
12/22/2010	5,000	CHILDREN'S AID SOCIETY 181 W VALLEY AVE STE 300 BIRMINGHAM, AL 35209-3698
12/22/2010	2,000	VOZ DE NINOS 902 EAST CALTON ROAD SUITE 106
12/22/2010	13,475	FOOD BANK OF THE RIO GRANDE VALLEY P.O. BOX 6251 MCALLEN, TX 78502-6251
12/22/2010	2,000	BAY AREA FOOD BANK 5248 MOBILE SOUTH ST THEODORE, AL 36582-1604
12/22/2010	500	RAINBOW OMEGA, INC P.O. BOX 740 EASTABOGA, AL 36260-0740
12/22/2010	2,000	WEST TEXAS FOOD BANK P.O. BOX 4242 ODESSA, TX 79760-4242
12/22/2010	10,000	UNITED WAY COMMUNITY FOOD BANK 107 WALTER DAVIS DR BIRMINGHAM, AL 35209-2803
12/22/2010	2,500	THE HEALING PLACE 5604 RICKS LN TUSCUMBIA, AL 35674-5925
12/22/2010	2,000	THE CHILDREN'S MUSEUM OF THE BRAZOS VALLEY 111 E 27TH ST
12/22/2010	3,000	TEXAS WOMAN'S UNIVERSITY FOUNDATION P.O. BOX 425618 DENTON, TX 76204-5618
12/22/2010	5,000	SECOND HARVEST FOOD BANK SERVING RIVERSIDE AND SAN BERNARDINO CNTS
12/22/2010	5,000	GEORGE BUSH PRESIDENTIAL LIBRARY FOUNDATION 1145 TAMU
12/22/2010	3,500	ROADRUNNER FOOD BANK, INC 5840 OFFICE BLVD NE ALBUQUERQUE, NM
12/22/2010	2,500	MAINSTREAM DEVELOPMENT CORPORATION 202-B WILSON DAM ROAD P.O. BOX 2058
12/22/2010	1,000	OXFORD CITY SCHOOLS EDUCATION FOUNDATION P O BOX 7261
12/22/2010	2,000	MONTGOMERY AREA FOOD BANK INC 521 TRADE CENTER ST MONTGOMERY, AL 36108-2107
12/22/2010	2,500	ST MARY'S FOOD BANK ALLIANCE 2831 N 31ST AVE PHOENIX, AZ 85009-1518
12/22/2010	2,500	SOUTHEAST TEXAS FOOD BANK P.O. BOX 21012 BEAUMONT, TX 77720-1012
12/22/2010	2,000	SOUTH PLAINS FOOD BANK, INC 4612 LOCUST AVE LUBBOCK, TX 79404-3840
12/22/2010	3,500	SHOALS ENTREPRENEURIAL CENTER, INC 3115 NORTINGTON COURT FLORENCE, AL 35630-6353
12/22/2010	2,000	HABITAT FOR HUMANITY OF LAREDO, INC P.O. BOX 440709 LAREDO, TX 78044-0709
12/22/2010	2,000	LUTHERAN SOCIAL SERVICES OF NORTHEAST FLORIDA, INC 4615 PHILLIPS HWY
12/22/2010	3,000	FOOD BANK OF CORPUS CHRISTI 826 KRILL ST CRP CHRISTI, TX 78408-2515
12/22/2010	2,500	SECOND HARVEST FOOD BANK OF SAN JOAQUIN & STANISLAUS COUNTY INC 704 INDUSTRIAL PARK DR
12/29/2010	3,000	QUAD COUNTIES COUNCIL OF ALCHOHOL 902 S MAIN ST STE C DEL RIO, TX 78840-5835
12/29/2010	1,000	TALLADEGA CLAY RANDOLPH CHILD CARE CORP 925 NORTH ST E
12/29/2010	1,000	STUDENT INVESTMENT FOUNDATION 402 ARNOLD ST NE CULLMAN, AL 35055-1920
12/29/2010	1,000	LELAND DISHMAN FOUNDATION FOREducational INNOVATION 126 NEWT PARKER DR
12/29/2010	1,000	FOUNDATION FOR THE CALIFORNIA STATE UNIVERSITY SAN BERNARDINO 5500 UNIVERSITY PKWY
12/29/2010	2,500	HABITAT FOR HUMANITY HEMET SAN JACINTO 328 N STATE ST, UNIT D
12/29/2010	500	FRIENDS OF THE ONEONTA PUBLIC LIBRARY, INC. 221 2ND STREET SOUTH
12/29/2010	1,000	THE BLOUNT COUNTY EDUCATION FOUNDATION PO BOX 603
12/29/2010	4,000	LOMA LINDA UNIVERSITY CHILDRENS HOSPITAL FOUNDATION PO BOX 2000
12/29/2010	2,000	THE SALVATION ARMY GREATER BIRMINGHAM COMMAND 2100 11TH AVENUE NORTH
12/29/2010	5,000	YAVAPAI REGIONAL MEDICAL CENTER FOUNDATION 1003 WILLOW CREEK RD
12/29/2010	1,500	UNITED WAY OF MARSHALL COUNTY 705 BLOUNT AVENUE GUNTERSVILLE, AL 35976-0000
12/29/2010	1,500	YAVAPAI COLLEGE FOUNDATION 1100 E SHELTON ST PRESCOTT, AZ 86301-3220
12/29/2010	5,000	UNIVERSITY OF SOUTH ALABAMA ATTN: LAUREN WEIGEL, OFFICE OF DEV 650 CLINIC DRIVE
12/29/2010	1,500	UNITED WAY OF YAVAPAI COUNTY INC. 3343 NORTH WINDSONG DRIVE PRESCOTT VALLEY, AZ 86314-1213
12/29/2010	1,500	THE EVANGELICAL LUTHERAN GOOD SAMARITAN SOCIETY 1065 RUTH STREET
12/29/2010	1,000	TRAUMA INTERVENTION PROGRAMS OF ARIZONA INC. PO BOX 25195
12/29/2010	1,000	THE RANCHO CUCAMONGA COMMUNITY FOUNDATION PO BOX 807
12/29/2010	7,500	SOUTHEAST ALABAMA MEDICAL CENTER FOUNDATION 1108 ROSS CLARK CIR
12/29/2010	2,500	SOUTHEAST ALABAMA CHILD ADVOCACY CENTER PO BOX 8781
12/29/2010	4,000	SAN ANTONIO HOSPITAL FOUNDATION INC 999 SAN BERNARDINO RD UPLAND, CA 91786-4920
12/29/2010	1,500	UNITED WAY OF ETOWAH COUNTY 605 S 4TH ST GADSDEN, AL 35901-5218
12/29/2010	5,000	SAN ANTONIO FOOD BANK INC 5200 OLD HIGHWAY 90 WEST SAN ANTONIO, TX 78227-0000
12/29/2010	1,000	UNITED WAY OF CULLMAN COUNTY 304 1ST AVE NE CULLMAN, AL 35055-2907
12/29/2010	1,500	NORTHLAND CARES 3112 CLEARWATER DR SUITE A PRESCOTT, AZ 86305-0000
12/29/2010	1,000	UNITED GIVERS FUND OF DEKALB COUNTY, ALABAMA INC P.O. BOX 680292
12/29/2010	10,000	TEACH FOR AMERICA, INC 4669 SOUTHWEST FREEWAY, SUITE 600 HOUSTON, TX 77027
12/29/2010	3,000	UNITED WAY OF LEE COUNTY, INC. P.O. BOX 3075 AUBURN, AL 36831
12/29/2010	5,000	COMMUNITY FREE CLINIC OF DECATUR-MORGAN CO 245 JACKSON ST SE

Charitable Contribution for Compass Bank Foundation

12/29/2010	1,000	ANGEL VIEW CRIPPLED CHILDREN'S FOUNDATION, INC. 12379 MIRACLE HILL RD
12/29/2010	3,000	HABITAT FOR HUMANITY OF TUOLUMNE COUNTY 14384 CUESTA COURT
12/29/2010	10,000	MARCH OF DIMES 12660 COIT ROAD SUITE 200
12/29/2010	2,750	LUBBOCK BOYS & GIRLS CLUB 3221 59TH STREET LUBBOCK, TX 79413
12/29/2010	20,000	HUMAN RIGHTS CAMPAIGN FOUNDATION 1640 RHODE ISLAND AVENUE NW WASHINGTON, DC 20036-3212
12/29/2010	20,000	HOUSTON FOOD BANK 3811 EASTEX FWY HOUSTON, TX 77026-3213
12/29/2010	2,750	EARLY LEARNING CENTERS OF LUBBOCK, INC 1639 MAIN ST
12/29/2010	1,500	GIRLS SCOUTS OF SOUTHERN ALABAMA IN 3483 SPRINGHILL AVE MOBILE, AL 36608-1522
12/29/2010	1,625	GADSDEN CULTURAL ARTS FOUNDATION P.O. BOX 1507 GADSDEN, AL 35902
12/29/2010	2,500	FOOD BANK OF EAST ALABAMA, I NC 375 INDUSTRY DR AUBURN, AL 36832-4274
12/29/2010	10,000	FLAGSTAFF MEDICAL CENTER 1200 N. BEAVER ST FLAGSTAFF, AZ 86001
12/29/2010	2,000	DEL RIO AND VAL VERDE COUNTY UNITED FUND INCORPORATED P.O. BOX 1034
12/29/2010	10,000	DECATUR CITY SCHOOLS FOUNDATION P O BOX 1224 DECATUR, AL 35602-1224
12/29/2010	1,000	CULLMAN REGIONAL MEDICAL CENTER, IN 1912 AL HWY 157 P.O. BOX 1108
12/29/2010	2,000	BOYS & GIRLS CLUB OF EAGLES PASS 1904 ANTONIO M GARCIA ST EAGLE PASS, TX 78852-5882
12/29/2010	1,000	BOYS & GIRLS CLUB OF MORGAN COUNTY P.O. BOX 1431 DECATUR, AL 35602-1431
12/29/2010	2,500	BOYS & GIRLS CLUB OF GEORGETOWN 210 W 18TH ST GEORGETOWN, TX 78626-7845
12/29/2010	1,500	BOYS & GIRLS CLUB OF DEL RIO INC 1101 W DE LA ROSA ST DEL RIO, TX 78840-6244
12/29/2010	1,500	BIG BROTHERS BIG SISTERS OF SOUTH TEXAS, INC 202 BALTIMORE AVE
12/29/2010	2,000	AUBURN UNIVERSITY FOUNDATION 317 S COLLEGE ST AUBURN, AL 36849-5149
12/29/2010	2,500	FOUNDATION FOR AUBURNS CONTINUING ENRICHMENT IN SCHOOLS P.O. BOX 1370
12/29/2010	5,000	DECATUR GENERAL HOSPITAL FOUNDATION, INC PO BOX 2239
12/29/2010	10,000	FEEDING AMERICA 35 E WACKER DRIVE CHICAGO, IL 60601-2314
12/29/2010	1,500	BOY SCOUTS OF AMERICA 1230 INDIANA CT REDLANDS, CA 92374-2896
12/29/2010	3,000	AMERICAN NATIONAL RED CROSS P O. BOX 22679, NETWORK PLACE CHICAGO, IL 60673
12/29/2010	1,000	ALBERTVILLE CITY SCHOOLS FOUNDATION 301 S BROAD ST ALBERTVILLE, AL 35950-2215
12/29/2010	2,000	PACT P O BOX 1247 DECATUR, AL 35601
12/29/2010	25,000	P4L 1800 WEST LOOP S STE 1875 HOUSTON, TX 77027-3209
12/29/2010	50,000	NATIONAL COUNCIL OF LA RAZA 1126 16TH ST NW 6TH FL WASHINGTON, DC 20036-4804
12/29/2010	1,000	MIDWAY ISD EDUCATION FOUNDATION 1205 FOUNDATION DR WACO, TX 76712-6821
12/29/2010	1,000	MENTAL HEALTH ASSOCIATION P.O. BOX 1502 DECATUR, AL 35602-1502
12/29/2010	5,000	CALHOUN COMMUNITY COLLEGE P O BOX 2216 DECATUR, AL 35609-2216
12/29/2010	2,500	AMERICAS HUEY 091 FOUNDATION 901 MAIN ST STE 4400 DALLAS, TX 75202-3729
12/29/2010	2,000	BOYS AND GIRLS CLUBS OF GREATER LEE COUNTY INC 1365 GATEWOOD DR
12/29/2010	2,500	AMERICAN NATIONAL RED CROSS P.O. BOX 22679, NETWORK PLACE CHICAGO, IL 60673
12/29/2010	1,500	CANDLES FOR LIFE P.O. BOX 6543 EAGLE PASS, TX 78853-6543
12/30/2010	1,000	ORGANIZATION FOR DISASTER RELIEF, I 825 VISTA HERMOSA DR EAGLE PASS, TX 78852-4415
12/31/2010	3,000	BOYS & GIRLS CLUB OF ALACHUA COUNTY INC PO BOX 532
12/31/2010	2,500	HEALTHY AGING ASSOCIATION 121 DOWNEY AVE STE 102 MODESTO, CA 95354-1235
12/31/2010	5,000	JUNIOR ACHIEVEMENT OF NORTHERN CALIFORNIA 3003 OAK ROAD SUITE 109
12/31/2010	2,500	HABITAT FOR HUMANITY OF TOULUMNE COUNTY 14384 CUESTA COURT
12/31/2010	10,000	GEORGE GERVIN YOUTH CENTER, INC. 6944 SUNBELT DR SAN ANTONIO, TX 78218 3336
12/31/2010	2,500	FOOD BANK OF CONTRA COSTA & SOLANO P.O. 6324 CONCORD, CA 94524
12/31/2010	25,000	EARNED ASSET RESOURCE NETWORK 235 MONTGOMERY STREET 3RD FLOOR SUITE 300
12/31/2010	3,000	LIFESOUTH COMMUNITY BLOOD CENTERS INC 4039 W NEWBERRY RD
12/31/2010	5,000	WEST VALLEY COMMUNITY SERVICES 10104 VISTA DRIVE CUPERTINO, CA 95014-0000
12/31/2010	16,000	UNITED WAY OF NORTH CENTRAL FLORIDA 6031 NW 1ST PL GAINSVILLE, FL 32607-2025
12/31/2010	2,500	UNITED WAY SILICON VALLEY 1400 PARKMOOR AVE STE 250 SAN JOSE, CA 95126-3735
12/31/2010	5,000	NORTHERN CALIFORNIA URBAN DEVELOPMENT CORPORATION 1836 BAY RD., SUITE B
12/31/2010	1,000	TYLERS HOPE FOR DYSTONIA CURE INC 13351 PROGRESS BLVD ALACHUA, FL 32615-9445
12/31/2010	2,500	SAN DIEGO FOOD BANK CORPORATION 9850 DISTRIBUTION AVE SAN DIEGO, CA 92121-2320
12/31/2010	2,500	ROTACARE BAY AREA, INC P.O. BOX 18430 SAN JOSE, CA 95158
12/31/2010	2,500	PENINSULA FAMILY SERVICE 24 2ND AVE SAN MATEO, CA 94401-3828
12/31/2010	10,000	NATIONAL URBAN COALITION INC 2900 LIVE OAK STREET 2ND FLOOR DALLAS, TX 75204-6127
12/31/2010	20,000	NATIONAL HISPANA LEADERSHIP INSTITUTE 1601 N KENT STREET
12/31/2010	10,000	HABITAT FOR HUMANITY INTERNATIONAL INC 55 N 1-H 35 240
12/31/2010	20,000	NATIONAL LOW INCOME HOUSING COALITION 727 15TH ST NW 6TH FLOOR
7/29/2010	129,970	SCHOLARSHIP AMERICA, INC ONE SCHOLARSHIP WAY ST. PETER, MN 56082
10/26/2010	10,000	EDUCATION IS FREEDOM, 2711 N. HASKELL AVE, DALLAS, TX 75204-2911
12/9/2010	2,500	LORENA EDUCATION FOUNDATION, PO BOX 39, LORENA, TX 76655-003
12/9/2010	10,000	BORDERFEST ASSOCIATION, 611 E COMA AVE, HIDALGO, TX 78557
12/13/2010	4,000	THE CHILD ADVOCACY CENTER, INC., 1351 SPRINGHILL AVE, MOBILE, AL 36604-321
12/15/2010	2,500	YOUNG MEN'S CHRISTIAN ASSOCIATION, 761 SOUTH LAWRENCE STREET, MONTGOMERY, AL 36104

Charitable Contribution for Compass Bank Foundation

12/29/2010	25,000	UNITED WAY OF GREATER HOUSTON, 50 WAUGH DR, HOUSTON, TX 77007-5813
12/29/2010	5,000	SCHEW YMCA OF UPLAND, 1325 SAN BERNARDINO RD, UPLAND, CA 91786
12/31/2010	20,000	NATIONAL ASSOCIATION FOR THE, ADVANCEMENT OF COLORED PEOPLE, 4805 MOUNT HOPE DR, BALTIMORE, MD 21215-3206
12/31/2010	<u>20,000</u>	NATIONAL URBAN LEAGUE INC, 120 WALL STREET, NEW YORK, NY 10005-3904
	5,596,428	Total