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Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

2010

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

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

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

Name of foundation <b>THE BLACKMON FAMILY FOUNDATION C/O FRED BLACKMON, JR.</b>		A Employer identification number <b>63-1201181</b>
Number and street (or P O box number if mail is not delivered to street address) <b>4323 CHICKASAW COVE</b>	Room/suite	B Telephone number <b>901-682-7100</b>
City or town, state, and ZIP code <b>MEMPHIS, TN 38117</b>		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 820,791.</b> (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(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			N/A	
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	28,479.	28,479.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20,936.			
	b Gross sales price for all assets on line 6a	392,643.			
	7 Capital gain net income (from Part IV, line 2)		20,936.		
	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)					
11 Other income	-1,221.	-1,221.		STATEMENT 2	
12 Total. Add lines 1 through 11	48,194.	48,194.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,989.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 4,216.	4,216.		0.
	c Other professional fees	STMT 4 12,054.	12,054.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 5 1,871.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	33,130.	16,270.		0.
	25 Contributions, gifts, grants paid	39,200.			39,200.
26 Total expenses and disbursements. Add lines 24 and 25	72,330.	16,270.		39,200.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-24,136.				
b Net investment income (if negative, enter -0-)		31,924.			
c Adjusted net income (if negative, enter -0-)			N/A		

6

**THE BLACKMON FAMILY FOUNDATION**  
**C/O FRED BLACKMON, JR.**

63-1201181

Page 2

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing		1,586.	1,906.	1,906.
	2	Savings and temporary cash investments		143,252.	125,978.	129,990.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	\$TMT 6	393,279.	349,036.	349,359.
	c	Investments - corporate bonds	\$TMT 7	75,128.	95,128.	96,423.
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	\$TMT 8	271,359.	284,722.	243,113.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers)		884,604.	856,770.	820,791.	
<b>Liabilities</b>	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				
	22	Other liabilities (describe ▶ <b>STATEMENT 9</b> )		8,436.	4,738.	
23	<b>Total liabilities</b> (add lines 17 through 22)		8,436.	4,738.		
<b>Net Assets or Fund Balances</b>	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		876,168.	852,032.		
30	<b>Total net assets or fund balances</b>		876,168.	852,032.		
31	<b>Total liabilities and net assets/fund balances</b>		884,604.	856,770.		

**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	876,168.
2	Enter amount from Part I, line 27a	2	-24,136.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	852,032.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	852,032.

**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.)
<b>1a SEE ATTACHED SCHEDULE</b>	P	VARIOUS	VARIOUS
<b>b COHEN &amp; STEERS - CASH IN LIEU</b>	P		03/26/10
<b>c SECURITIES LITIGATION PROCEEDS</b>	P	VARIOUS	VARIOUS
<b>d CAPITAL GAINS DIVIDENDS</b>			
<b>e</b>			

(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)
<b>a 390,904.</b>		<b>371,707.</b>	<b>19,197.</b>
<b>b 4.</b>			<b>4.</b>
<b>c 308.</b>			<b>308.</b>
<b>d 1,427.</b>			<b>1,427.</b>
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>a</b>			<b>19,197.</b>
<b>b</b>			<b>4.</b>
<b>c</b>			<b>308.</b>
<b>d</b>			<b>1,427.</b>
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	<b>20,936.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	<b>3</b>	<b>N/A</b>

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

**1** Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	58,600.	693,530.	.084495
2008	46,000.	943,990.	.048729
2007	73,328.	1,163,329.	.063033
2006	46,200.	1,119,534.	.041267
2005	55,353.	1,048,227.	.052806

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.290330</b>
<b>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</b>	<b>3</b>	<b>.058066</b>
<b>4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5</b>	<b>4</b>	<b>771,749.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>44,812.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>319.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>45,131.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>39,200.</b>

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.

**THE BLACKMON FAMILY FOUNDATION**  
**C/O FRED BLACKMON, JR.**

63-1201181

Page 4

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	638.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	638.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	638.
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		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		11.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		649.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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
1c 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. ► \$ 0. (2) On foundation managers. ► \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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 instructions) ► <u>AL</u>		
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)? 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

N/A

Form 990-PF (2010)

**THE BLACKMON FAMILY FOUNDATION**  
**C/O FRED BLACKMON, JR.**

63-1201181

Page 5

**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 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? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>FREDERICK M. BLACKMON, JR.</b> Telephone no. ► <b>901-682-7100</b> Located at ► <b>4323 CHICKASAW COVE, MEMPHIS, TN</b> ZIP+4 ► <b>38117</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2010)

**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)?

☐ 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 instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

**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.

(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
FREDERICK M. BLACKMON 3022 JASMINE ROAD MONTGOMERY, AL 36111	PRESIDENT	0.00	0.	0.
ELIZABETH B. LUECK 1851 LAUREN LANE AUBURN, AL 36830	DIRECTOR	1.00	5,000.	0.
FREDERICK M. BLACKMON, JR. 4323 CHICKASAW COVE MEMPHIS, TN 38117	DIRECTOR	2.00	9,989.	0.

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

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

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

0

Form 990-PF (2010)

13300505 759094 GES03261000 2010.03050 THE BLACKMON FAMILY FOUNDAT GES03261



**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	727,185.
b Average of monthly cash balances	1b	56,317.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	783,502.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	783,502.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	11,753.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	771,749.
6 Minimum investment return. Enter 5% of line 5	6	38,587.

**Part XI** Distributable Amount (see 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	38,587.
2a Tax on investment income for 2010 from Part VI, line 5	2a	638.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	638.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	37,949.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	37,949.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	37,949.

**Part XII** Qualifying Distributions (see 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	39,200.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	39,200.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	39,200.

**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.

Form 990-PF (2010)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				<b>37,949.</b>
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			<b>0.</b>	
<b>b</b> Total for prior years:		<b>0.</b>		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005	<b>3,936.</b>			
<b>b</b> From 2006				
<b>c</b> From 2007	<b>17,506.</b>			
<b>d</b> From 2008				
<b>e</b> From 2009	<b>24,623.</b>			
<b>f</b> Total of lines 3a through e	<b>46,065.</b>			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: <b>\$ 39,200.</b>				
<b>a</b> Applied to 2009, but not more than line 2a			<b>0.</b>	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		<b>0.</b>		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	<b>0.</b>			
<b>d</b> Applied to 2010 distributable amount				<b>37,949.</b>
<b>e</b> Remaining amount distributed out of corpus	<b>1,251.</b>			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	<b>0.</b>			<b>0.</b>
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>47,316.</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		<b>0.</b>		
<b>c</b> 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		<b>0.</b>		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		<b>0.</b>		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			<b>0.</b>	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				<b>0.</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	<b>0.</b>			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	<b>3,936.</b>			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	<b>43,380.</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007	<b>17,506.</b>			
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009	<b>24,623.</b>			
<b>e</b> Excess from 2010	<b>1,251.</b>			



**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b> <b>CHRIST CHURCH</b>		501(C)(3)	CHARITABLE	10,000.
<b>LAUSANNE COLLEGIATE SCHOOL</b>		501(C)(3)	CHARITABLE	5,000.
<b>MONTGOMERY MUSEUM OF FINE ARTS</b>		501(C)(3)	CHARITABLE	1,200.
<b>THE MONTGOMERY ACADEMY</b>		501(C)(3)	CHARITABLE	2,500.
<b>TUCKABATCHEE AREA COUNCIL</b>		501(C)(3)	CHARITABLE	500.
<b>UNIVERSITY OF ALABAMA</b>		501(C)(3)	CHARITABLE	20,000.
<b>Total</b>			<b>3a</b>	<b>39,200.</b>
<b>b Approved for future payment</b>  <b>NONE</b>				
<b>Total</b>			<b>3b</b>	<b>0.</b>



## Part XVII

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |          |  | Yes | No |
|----------|--|-----|----|
| <b>1</b> | 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?  |     |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |     |    |
|          | (1) Cash   |     | X  |
|          | (2) Other assets   |     | X  |
| <b>b</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  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |     | X  |
| <b>d</b> | 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
N/A		

**Sign  
Here**

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

Signature of officer or trustee

5/22/11  
Date

**DIRECTOR**

Title

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

GREGORY E. SELLERS  
C.P.A.

Preparer's signature \_\_\_\_\_

Date \_\_\_\_\_

**Check**

☐ self- employed

PTIN

Firm's name ► **WILSON PRICE CPA**  
**3815 INTERSTATE CT.**

Firm's address ► **MONTGOMERY, AL 36109**

Firm's EIN ▶

Phone no.	(334) 271-2200
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Form **990-PF** (2010)

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	29,906.	1,427.	28,479.
TOTAL TO FM 990-PF, PART I, LN 4	29,906.	1,427.	28,479.

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MARKWEST ENERGY PARTNERS LP	-237.	-237.	
ENTERPRISE PRODUCTS PARTNERS LP	-893.	-893.	
PLAINS ALL AMERICAN PIPELINE	-91.	-91.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-1,221.	-1,221.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,216.	4,216.		0.
TO FORM 990-PF, PG 1, LN 16B	4,216.	4,216.		0.

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FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	12,054.	12,054.		0.
TO FORM 990-PF, PG 1, LN 16C	12,054.	12,054.		0.

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FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PAYROLL TAXES	1,147.	0.			0.
FOREIGN TAX W/HELD ON DIVIDENDS	58.	0.			0.
MISCELLANEOUS	666.	0.			0.
TO FORM 990-PF, PG 1, LN 23	1,871.	0.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SECURITIES	349,036.		349,359.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	349,036.		349,359.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
CORPORATE BONDS	95,128.		96,423.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	95,128.		96,423.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
MUTUAL FUNDS	COST	259,517.	217,203.	
ENTERPRISE PRODUCTS PARTNERS LP	COST	0.	0.	
PLAINS ALL AMERICAN PIPELINE LP	COST	0.	0.	
ENERGY TRANSFER PARTNERS LP	COST	25,205.	25,910.	
TOTAL TO FORM 990-PF, PART II, LINE 13		284,722.	243,113.	



FORM 990-PF	OTHER LIABILITIES	STATEMENT	9
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
SHORT SALES OUTSTANDING	8,436.	4,738.
TOTAL TO FORM 990-PF, PART II, LINE 22	8,436.	4,738.



GREG SELLERS / WILSON PRICE

REALIZED CAPITAL GAIN AND LOSS SUMMARY

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
3.0000	CALL MWX APR 00040.00	01/11/10	01/09/09	514.99	15.00	299.99 ST
5.0000	CALL JNJ JAN 00085.00	01/13/10	01/12/09	499.99	100.00	399.99 ST
4.0000	CALL PG JAN 00080.00	01/13/10	01/24/09	619.98	700.00	(80.02) ST
1.0000	CALL PG JAN 00080.00	01/13/10	07/24/09	153.00	178.00	(21.00) ST
15.0000	CALL GEW MAR 00017.50	02/22/10	12/03/09	988.92	75.00	914.97 ST
11.0000	CALL ABX APR 00055.00	02/24/10	11/11/09	1,946.95	44.00	1,902.95 ST
200.0000	MARATHON OIL CORP	12/31/09	02/19/10	5,899.92	5,470.00	529.92 LT
100.0000	MARATHON OIL CORP	04/09/08	02/19/10	2,999.97	2,850.00	149.97 ST
100.0000	PLAINS ALL AMERN PIPL LP	07/23/09	01/29/10	5,154.92	4,825.00	329.92 N/C
500.0000	PLAINS ALL AMERN PIPL LP	07/23/09	01/29/10	25,774.88	24,150.00	1,624.88 N/C
40,000.0000	DN M&I MARSHALL & IL CLD	03/05/08	03/22/10	40,000.00	40,000.00	0.00
7.0000	CALL BIJ APR 00045.00	03/23/10	03/03/09	1,504.99	1,190.00	314.98 ST
5.0000	CALL PGN APR 00040.00	03/23/10	01/13/10	374.99	150.00	224.99 ST
400.0000	ABB LTD SPON ADR	12/21/09	03/03/10	8,199.89	7,391.32	808.57 ST
100.0000	ABB LTD SPON ADR	12/21/09	03/02/10	2,049.98	1,848.00	201.98 ST
500.0000	COLONIAL PTYS T SBI ALA	07/17/98	03/03/10	6,054.92	15,258.71	(9,203.79) LT
215.0000	COLONIAL PTYS T SBI ALA	01/23/01	03/03/10	2,622.97	5,724.37	(3,101.40) LT
200.0000	ENTERPRISE PRDTS PRTN LP	04/09/08	02/24/10	6,478.92	6,998.80	(519.88) N/C
8.0000	CALL KO MAY 00080.00	04/07/10	11/11/09	899.98	30.00	869.98 ST
5.0000	CALL JNJ APR 00085.00	03/31/10	01/11/10	899.88	320.00	579.88 ST
500.0000	YAMANA GOLD INC	08/05/08	04/27/10	5,245.35	5,480.00	(234.65) LT
500.0000	YAMANA GOLD INC	08/12/08	04/27/10	5,245.35	4,895.00	350.36 LT
100.0000	YAMANA GOLD INC	09/08/08	04/27/10	1,049.06	863.00	186.08 LT
4.0000	CALL STI MAY 00030.00	05/24/10	04/06/10	359.99	N/A	359.99 ST
5.0000	CALL BP JUL 00080.00	05/05/10	01/28/10	225.00	225.00	0.00
5.0000	CALL PCL MAY 00040.00	05/18/10	12/11/09	574.99	25.00	549.99 ST
7.0000	CALL BHI JUL 00050.00	05/24/10	03/29/10	1,189.98	455.00	734.98 ST
5.0000	CALL EPD SEP 00035.00	05/04/10	03/02/10	399.98	775.00	(375.01) ST
3.0000	CALL ADP MAY 00045.00	05/05/10	03/15/10	269.99	15.00	254.99 ST
200.0000	GENERAL ELECTRIC	04/02/01	05/21/10	3,223.84	8,510.00	(5,286.08) LT
200.0000	GENERAL ELECTRIC	08/19/02	05/21/10	3,223.84	6,538.00	(3,314.08) LT
100.0000	GENERAL ELECTRIC	09/25/02	05/21/10	1,611.98	2,686.00	(1,074.02) LT
100.0000	GENERAL ELECTRIC	05/14/03	05/21/10	1,613.09	2,850.00	(1,236.91) LT
200.0000	GENERAL ELECTRIC	10/28/03	05/21/10	3,223.19	5,670.00	(2,446.81) LT
100.0000	GENERAL ELECTRIC	03/11/04	05/21/10	1,613.13	3,087.00	(1,473.88) LT
100.0000	GENERAL ELECTRIC	03/23/04	05/21/10	1,613.13	2,939.00	(1,325.87) LT
300.0000	ENTERPRISE PRDTS PRTN LP	04/09/08	05/10/10	10,189.92	8,144.00	2,045.92 N/C
200.0000	ENTERPRISE PRDTS PRTN LP	04/11/08	05/10/10	6,773.99	5,910.00	863.99 N/C
100.0000	ENTERPRISE PRDTS PRTN LP	04/11/08	05/10/10	3,385.94	19,594.28	(16,208.34) N/C

Enterprise Proceeds continued  
on following page 17-50008 (R02-10)

PLEASE SEE REVERSE SIDE  
Page 36 of 38  
Statement Period Year Ending 12/31/10  
Account No. 575-98680



GREG SELLERS / WILSON PRICE

Fiscal Statement

REALIZED CAPITAL GAIN AND LOSS SUMMARY

see previous page

Quantity	Security Description	Date of Acquisition	Date of Liquidation	Sale Amount	Cost Basis	Gain or (Loss)
200.0000	ENTERPRISE PRDTS PRTN LP	04/17/08	05/10/10	8,750.24	5,910.04	N/A
200.0000	ENTERPRISE PRDTS PRTN LP	08/25/09	05/10/10	6,750.25	5,400.09	N/A
5.0000	CALL BP JAN 00049.00	08/14/10	08/09/10	499.99	535.00	(35.01) ST
5.0000	CALL BP OCT 00060.00	08/09/10	05/05/10	609.99	75.00	534.99 ST
2.0000	CALL SLB AUG 00070.00	06/03/10	02/22/10	439.99	100.00	339.99 ST
1.0000	CALL SLB AUG 00070.00	06/03/10	02/25/10	189.99	50.00	119.99 ST
5.0000	CALL PG JUL 00065.00	08/13/10	01/13/10	764.98	35.00	729.98 ST
7.0000	CALL BHI JUL 00045.00	08/09/10	05/24/10	1,049.98	245.00	804.98 ST
500.0000	BP PLC SPON ADR	01/29/10	08/14/10	15,865.59	28,859.55	(12,993.96) ST
300.0000	HONEYWELL INTL INC DEL	12/31/09	08/21/10	13,001.78	11,805.00	1,196.78 ST
200.0000	BUCKEYE PARTNERS L P	08/16/10	08/22/10	11,411.80	17,170.57	(5,758.77) N/A
100.0000	BUCKEYE PARTNERS L P	08/16/10	08/22/10	5,705.91	5,724.80	(18.89) N/A
5.0000	CALL PGN JUL 00040.00	07/30/10	05/08/10	389.99	50.00	339.99 ST
3.0000	CALL ADP AUG 00045.00	07/12/10	05/08/10	289.99	15.00	274.99 ST
5.0000	CALL PCL AUG 00040.00	07/30/10	05/18/10	549.99	25.00	524.99 ST
10.0000	CALL EP OCT 00014.00	08/19/10	05/13/10	549.99	50.00	499.99 ST
4.0000	CALL STI OCT 00030.00	09/22/10	05/24/10	799.99	16.00	783.99 ST
3.0000	CALL SLB NOV 00065.00	10/21/10	08/03/10	830.99	498.00	332.99 ST
5.0000	CALL PCL NOV 00040.00	10/26/10	08/02/10	374.99	30.00	344.99 ST
7.0000	CALL BHI OCT 00045.00	10/04/10	08/09/10	1,084.98	336.00	748.98 ST
500.0000	BARRICK GOLD CORPORATION	10/07/03	10/18/10	24,024.59	9,465.00	14,559.59 LT
500.0000	BARRICK GOLD CORPORATION	10/07/03	10/18/10	24,024.59	9,415.00	14,609.59 LT
100.0000	BARRICK GOLD CORPORATION	10/21/03	10/18/10	2,804.99	1,925.00	879.99 LT
100.0000	KIMBERLY CLARK	01/08/10	10/18/10	8,814.89	6,225.00	2,589.89 ST
100.0000	KIMBERLY CLARK	01/11/10	10/18/10	8,814.89	6,180.00	2,634.89 ST
100.0000	KIMBERLY CLARK	01/20/10	10/18/10	8,814.89	6,150.00	2,664.89 ST
100.0000	PROGRESS ENERGY INC	01/08/09	10/06/10	4,068.92	3,988.00	80.92 ST
400.0000	PROGRESS ENERGY INC	01/09/09	10/06/10	16,398.73	15,956.00	442.73 LT
3.0000	CALL ADP JAN 00045.00	11/02/10	07/13/10	269.99	380.00	(110.01) ST
1.0000	CALL CLX DEC 00070.00	11/12/10	10/22/10	85.00	5.00	80.00 ST
2.0000	CALL CLX DEC 00070.00	11/18/10	10/22/10	189.98	10.00	179.98 ST
140.0000	AUTOMATIC DATA PROC	03/01/10	11/02/10	6,264.89	5,862.82	402.07 ST
245.0000	AUTOMATIC DATA PROC	03/02/10	11/02/10	10,983.58	10,267.85	715.73 ST
115.0000	AUTOMATIC DATA PROC	03/02/10	11/02/10	6,146.17	4,810.05	1,336.12 ST
200.0000	BANK OF AMERICA CORP	04/01/05	11/02/10	2,538.38	8,892.00	(6,353.62) LT
200.0000	BANK OF AMERICA CORP	05/17/05	11/02/10	1,119.18	4,582.00	(3,462.82) LT
200.0000	BANK OF AMERICA CORP	08/13/05	11/02/10	2,238.58	9,306.00	(7,067.42) LT
800.0000	MARKWEST ENERGY PARTNERS	08/22/10	11/04/10	21,689.64	19,280.88	2,408.76
5.0000	CALL PG JAN 00065.00	11/30/10	06/18/10	184.99	120.00	64.99
300.0000	HONEYWELL INTL INC DEL	08/24/10	12/20/10	18,948.76	12,450.00	6,498.76 ST

PLEASE SEE REVERSE SIDE  
Page 37 of 38  
Statement Period Year Ending 12/31/10  
Account No. 575-99880

X 0224772

TOTALS 390,904.45 371,706.77 19,197.68