Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning MAR 18, 2010 , and ending FEB 28, 2011

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

Name of foundation: MERRILL I & GRACE HANKS CHARITABLE TR

A Employer identification number: 61-6394207

Number and street (or P O box number if mail is not delivered to street address): REGIONS BANK, TRUSTEE, P.O. BOX 1628 | Room/suite

B Telephone number: 251.690.1411

City or town, state, and ZIP code: MOBILE, AL 36633-1628

C If exemption application is pending, check here ▶ [X]

D 1. Foreign organizations, check here ▶ [ ]

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 3,876,395.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	3,434,179.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	70,572.	70,559.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<24,832.>			
	b Gross sales price for all assets on line 6a 1,046,046.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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				
	12 **Total** Add lines 1 through 11	3,479,919.	70,559.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	29,697.	7,424.		22,273.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 2	2,615.	2,615.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 3	6,006.	6,006.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	38,318.	16,045.		22,273.
	25 Contributions, gifts, grants paid	0.			0.
	26 **Total expenses and disbursements.** Add lines 24 and 25	38,318.	16,045.		22,273.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	3,441,601.			
	b **Net investment income** (if negative, enter -0-)		54,514.		
	c **Adjusted net income** (if negative enter -0-)			N/A	

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15240109 756342 391201 2010.05020 MERRILL I & GRACE HANKS CHA 391201_1

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing		248,531.	248,531.
	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			
	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 STMT 4	0.	194,544.	195,957.
	b Investments - corporate stock STMT 5	0.	2,280,938.	2,687,654.
	c Investments - corporate bonds STMT 6	0.	339,930.	354,437.
	11 Investments - land, buildings, and equipment basis ▶ 158,000.			
	Less accumulated depreciation ▶		158,000.	158,000.
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	0.	221,483.	231,816.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	0.	3,443,426.	3,876,395.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	3,443,426.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	0.	3,443,426.	
	31 **Total liabilities and net assets/fund balances**	0.	3,443,426.	

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	0.
2	Enter amount from Part I, line 27a	2	3,441,601.
3	Other increases not included in line 2 (itemize) ▶ BOOK/TAX TIMING DIFFERENCE	3	2,290.
4	Add lines 1, 2, and 3	4	3,443,891.
5	Decreases not included in line 2 (itemize) ▶ BASIS ADJUSTMENTS	5	465.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,443,426.

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	PUBLICLY TRADED SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,046,046.		1,070,878.	<24,832.>
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<24,832.>
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — **2** <24,832.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 — **3** N/A

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

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

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			
2008			
2007			
2006			
2005			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b			1	1,090.
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	1,090.
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	1,090.
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	1,663.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,663.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	30.
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	543.
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶		543. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 8	10	X	

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK TRUST DEPT. Telephone no. ▶ 251.690.1411
Located at ▶ P.O. BOX 1628, MOBILE, AL ZIP+4 ▶ 36633-1628

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

		Line	Yes	No
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		X
	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 ▶			

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

			Line	Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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	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)?	☐ 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	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
REGIONS BANK P.O. BOX 1628 MOBILE, AL 36633-1628	TRUSTEE 2.00	29,697.	0.	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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	3,012,922.
b	Average of monthly cash balances	1b	188,762.
c	Fair market value of all other assets	1c	151,417.
d	**Total** (add lines 1a, b, and c)	1d	3,353,101.
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	3,353,101.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	50,297.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,302,804.
6	**Minimum investment return**. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	157,448.

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	157,448.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,090.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,090.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	156,358.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	156,358.
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	156,358.

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	22,273.
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	22,273.
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	22,273.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				156,358.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 22,273.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				22,273.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				134,085.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV | Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see 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 ▶ [X] 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 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:

SEE STATEMENT 9

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

c Any submission deadlines:

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

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*				
NONE				
Total			▶ 3a	0.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	70,572.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<24,832.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		45,740.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 45,740.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Regions Bank as Trustee by G. McCoy, V.P. 1/13/12 TRUST OFFICER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
J WILBERT JORDAN, JR	J Wilbert Jordan Jr	01/09/12		
Firm's name ▶ SMITH DUKES & BUCKALEW LLP			Firm's EIN ▶	
Firm's address ▶ 3800 AIRPORT BLVD MOBILE, AL 36608-1667			Phone no. (251)343-1200	

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

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization

MERRILL I & GRACE HANKS CHARITABLE TR

Employer identification number

61-6394207

Organization type (check one).

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

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

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

General Rule

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

Special Rules

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

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

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

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

Employer identification number: 61-6394207

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ESTATE OF MERRILL I HANKS, REGIONS BANK EXECUTOR PO BOX 1628 MOBILE, AL 36633	$ 137,291.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	ESTATE OF MERRILL I HANKS, REGIONS BANK EXECUTOR PO BOX 1628 MOBILE, AL 36633	$ 158,000.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
3	ESTATE OF MERRILL I HANKS, REGIONS BANK EXECUTOR PO BOX 1628 MOBILE, AL 36633	$ 3,138,888.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
MERRILL I & GRACE HANKS CHARITABLE TR	61-6394207

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	REAL ESTATE, 301 EAST LAUREL STREET, ATMORE, AL	$ 158,000.	03/31/10

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	PUBLICLY TRADED STOCKS AND BONDS	$ 3,138,888.	03/26/10

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
MERRILL I & GRACE HANKS CHARITABLE TR	61-6394207

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORP. INTEREST	28,541.	0.	28,541.
DIVIDENDS	37,534.	0.	37,534.
MUNI INTEREST	146.	0.	146.
US INTEREST	4,351.	0.	4,351.
TOTAL TO FM 990-PF, PART I, LN 4	70,572.	0.	70,572.

FORM 990-PF TAXES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAX	1,770.	1,770.		0.
FOREIGN TAX W/H	845.	845.		0.
TO FORM 990-PF, PG 1, LN 18	2,615.	2,615.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UTILITIES	1,351.	1,351.		0.
BANK SERVICE FEE	12.	12.		0.
PROPERTY MAINTENANCE/LANDSCAPING	2,825.	2,825.		0.
INVESTMENT FEES	203.	203.		0.
PROPERTY LIABILITY INSURANCE	1,615.	1,615.		0.
TO FORM 990-PF, PG 1, LN 23	6,006.	6,006.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 4

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
20000 US T-NOTE 6.25% 08/15/23	X		24,659.	24,959.
7000 US T-NOTE 5.375% 02/15/31	X		8,110.	8,046.
10000 US T-NOTE 3.5% 02/15/39	X		8,163.	8,409.
38621 US T- INFLATION BD 1.375% 07/15/2018	X		39,351.	41,080.
64000 US T-NOTE .75% 11/30/11	X		63,923.	64,250.
17000 US T-NOTE .75% 08/15/13	X		16,957.	16,942.
8000 US T-NOTE 2.625 11/15/20	X		7,565.	7,485.
23000 TENN VALLEY AUTH 6.79% 05/23/12	X		25,816.	24,786.
TOTAL U.S. GOVERNMENT OBLIGATIONS			194,544.	195,957.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			194,544.	195,957.

FORM 990-PF	CORPORATE STOCK	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
160 SHS AUTONATION INC	4,351.	5,382.
350 SHS BAMXY (BMW)	7,559.	9,514.
430 SHS CHICOS FAS INC	4,579.	5,908.
90 SHS COACH INC	3,315.	4,943.
337 SHS COPART INC	12,559.	14,157.
256 SHS EXPONET INC	6,951.	10,074.
179 SHS FUJIFILM CORP	6,219.	6,249.
230 SHS GAP INC	4,593.	5,182.
110 SHS HARMAN INTL INDS INC	4,598.	5,350.
160 SHS GUESS INC	6,683.	7,246.
1120 SHS MATTEL INC	24,687.	28,067.
1070 SHS MCGRAW HILL INC	36,182.	41,388.
216 SHS NISSAN MOTOR CO LTD	3,054.	4,403.
476 SHS POOL CORP	9,668.	11,881.
70 SHS ROSS STORES INC	3,289.	5,043.
1330 SHS STAPLES INC	31,593.	28,329.
541 SHS SWIRE PAC LTD	6,366.	7,557.
247 SHS TATA MOTORS LTD	6,416.	6,081.
265 SHS TEMPUR-PEDIC INTL	7,547.	12,439.
210 SHS URBAN OUTFITTERS INC	6,805.	8,060.
360 SHS VF CORP	25,743.	34,441.
188 SHS STEINER LEISURE LTD	7,992.	8,866.

136 SHS BRITISH AMERICAN TOB PLC	9,201.	11,034.
840 SHS CVS/CAREMARK CORP	33,630.	27,770.
80 SHS CLOROX CO	5,071.	5,421.
71 SHS DIAGEO PLC	4,910.	5,556.
137 SHS IMPERIAL TOBACCO GROUP	8,108.	8,797.
140 SHS JARDEN CORP	4,415.	4,602.
460 SHS PEPSICO INC	30,984.	29,173.
640 SHS PHILIP MORRIS INTL INC	25,305.	40,179.
470 SHS PROCTER & GAMBLE CO	30,638.	29,634.
143 SHS TATE & LYLE PLC	3,957.	5,396.
840 SHS WALGREEN CO	29,318.	36,406.
70 SHS BUNGE LTD	4,290.	5,052.
320 SHS APACHE CORP	33,700.	39,878.
33 SHS CNOOC LTD	5,423.	7,535.
50 SHS CAMERON INTL CORP	2,070.	2,956.
79 SHS CARBO CERAMICS INC	4,982.	9,794.
380 SHS CHEVRON CORP	33,019.	39,425.
93 SHS CHINA PETROLEUM	8,104.	9,542.
20 SHS CIMAREX ENERGY CO	1,162.	2,323.
93 SHS ENI SPA	4,084.	4,543.
80 SHS ENBRIDGE INC	3,688.	4,792.
470 SHS EXXON MOBIL CORP	36,986.	40,199.
126 SHS OAO GAZPROM ADR	2,740.	3,614.
1050 SHS HALLIBURTON CO	36,211.	49,287.
580 SHS WAL MART STORES INC	32,545.	30,148.
282 SHS WAL MART DE MEXICO	6,635.	8,083.
530 SHS HESS CORP	34,617.	46,126.
176 SHS NEXEN INC	4,023.	4,807.
60 SHS NOBLE ENERGY INC	4,358.	5,560.
69 SHS LUKOIL ADR	3,911.	4,874.
162 SHS PETROLEO BRASILEIRO SA	6,198.	6,452.
76 SHS RWE AG	6,111.	5,145.
258 SHS YPF SA	5,902.	8,682.
68 SHS ROYAL DUTCH SHELL PLC	3,712.	4,913.
450 SHS SCHLUMBERGER LTD	37,298.	42,039.
263 SHS STATOIL ASA	5,496.	6,941.
710 SHS AMERICAN EXPRESS CO	21,722.	30,935.
120 SHS AMERIPRISE FINL INC	4,852.	7,598.
269 SHS AUSTRALIA & NEW ZEALAND BKG	5,354.	6,610.
169 SHS BNP PARIBAS ADR	5,845.	6,604.
464 SHS BANCO SANTANDER SA	6,053.	5,707.
1810 SHS BANK OF AMERICA CORP	28,000.	25,865.
131 SHS BANK OF MONTREAL	6,980.	8,362.
606 SHS BANK OF CHINA LTD	7,848.	7,994.
190 SHS BLACKROCK INC	38,965.	38,758.
165 SHS BROOKFIELD ASSET MGNT	4,524.	5,594.
604 SHS BROWN & BROWN INC	9,954.	15,789.
220 SHS CBR ELLIS GROUP	3,170.	5,509.
576 SHS CHEUNG KONG HDGS LTD	7,069.	8,963.
468 SHS COHEN & STEERS INC	10,130.	13,666.
84 SHS CREDIT SUISSE GROUP	3,527.	3,883.
477 SHS FEDERATED INVS INC	11,986.	13,146.
210 SHS GOLDMAN SACHS GROUP INC	31,988.	34,394.
516 SHS ITAU UNIBANCO HDGS SA	11,033.	11,466.

740 SHS JP MORGAN CHASE CO	28,342.	34,551.
370 SHS JANUS CAPITAL GROUPS	4,798.	4,969.
20 SHS MASTERCARD INC	4,507.	4,811.
268 SHS MUENCHENER RUECK ADR	4,167.	4,493.
110 SHS NASDAQ OMX GROUP INC	2,056.	3,147.
486 SHS PRUDENTIAL FINL INC	20,094.	31,993.
730 SHS STATE STREET CORP	30,248.	32,646.
134 SWISS REINSURANCE CO ADR	5,785.	8,203.
610 SHS TRAVELERS CO	29,166.	36,557.
1084 SHS UN BANCORP ALABAMA	16,016.	3,306.
199 SHS UN OVERSEAS BK LTD	5,315.	5,656.
350 SHS VISA INC	30,481.	25,568.
127 SHS DEUTSCHE BANK AG	7,363.	8,151.
139 SHS ACE LTD	8,121.	8,792.
319 SHS ABAXIS INC	8,058.	8,460.
620 SHS ABBOTT LABS	32,378.	29,822.
530 SHS ALLERGAN INC	28,610.	39,310.
72 SHS ASTRAZENECA PLC	3,287.	3,540.
130 SHS CELGENE CORP	7,673.	6,903.
122 SHS DR REDDYS LABS LTD	3,967.	4,154.
80 SHS EXPRESS SCRIPTS INC	3,595.	4,498.
127 SHS HAEMONETICS CORP	6,760.	7,830.
470 SHS JOHNSON & JOHNSON	31,031.	28,877.
760 SHS MERCK & CO	26,165.	24,753.
147 SHS NOVARIS AG	7,772.	8,272.
520 SHS STRYKER CORP	29,624.	32,895.
188 SHS TECHNE CORP	11,947.	13,478.
666 SHS TEVA PHARMACEUTICAL INDS	31,032.	33,367.
569 SHS THERMO FISHER SCIENTIFIC INC	27,785.	31,762.
180 SHS VERTEXPHARMACEUTICALS INC	7,204.	8,401.
660 SHS ARM CORP	5,607.	4,448.
200 SHS ADVISORY BOARD CO	7,285.	10,232.
67 SHS AGRIUM INC	6,141.	6,370.
262 SHS ASAHI GLASS CO	2,708.	3,639.
242 SHS ATLAS COPCO AB	3,355.	6,083.
62 SHS CANADIAN NAT RAILWAY	3,337.	4,543.
450 SHS CATERPILLAR INC	23,409.	46,318.
90 SHS ENERGIZER HOLDINGS INC	5,128.	6,015.
40 SHS FLOWSERVE CORP	4,172.	4,999.
257 SHS FORWARD AIR CORP	5,978.	7,615.
1670 SHS GE CO	31,037.	34,936.
100 SHS JACOBE ENGR GROUP	3,937.	5,006.
136 SHS KUBOTA LTD	5,849.	6,969.
466 SHS LG PHILIPS LCD	7,266.	7,447.
147 SHS LINCOLN ELEC HLDGS INC	7,476.	10,493.
510 SHS NORFOLF SOUTHERN CORP	26,545.	33,446.
30 SHS PRECISION CASTPARTS CORP	3,402.	4,252.
1110 SHS ROBERT HALF INTL INC	25,099.	35,409.
70 SHS ROCKWELL COLLINS INC	3,853.	4,511.
234 SHS ROLLINS INC	3,240.	4,591.
65 SHS ROPER INDS INC	3,528.	5,468.
207 SHS AB SKF- ADR	3,785.	5,772.
621 SHS SANDVIK AB	6,985.	11,920.
12 SHS SIEMENS AG	1,398.	1,613.

628 SHS SUMITOMO CORP	6,996.	9,259.
350 SHS 3M CO	26,693.	32,280.
204 SHS UNITED CONTINENTAL HLDGS	4,719.	4,904.
420 SHS UNITED TECHNOLOGIES CORP	29,304.	35,087.
110 SHS AGILENT TECHNOLOGIES INC	4,116.	4,629.
130 SHS ALTERA CORP	3,340.	5,442.
233 SHS ANSYS INC	10,121.	13,123.
150 SHS APPLIED MATERIALS INC	2,478.	2,464.
960 AUTO DESK INC	26,319.	40,368.
434 SHS BLACKBAUD INC	9,978.	11,549.
200 SHS CIENA CORP	2,869.	5,514.
1180 SHS CISCO SYSTEMS INC	30,497.	21,901.
60 SHS COGNIZANT TECH SOLUTIONS	2,848.	4,612.
147 SHS CPSI INC	5,564.	7,939.
1580 SHS EMC CORP	26,127.	42,992.
81 SHS FACTSET RESH SYS INC	5,292.	8,495.
60 SHS GOOGLE INC	37,524.	36,804.
437 SHS JACK HENRY & ASSOC INC	10,023.	13,945.
133 SHS HITTITE MICROWAVE CORP	6,657.	8,164.
70 SHS ITT EDL SVCS INC	4,475.	5,309.
93 SHS INFOSYS TECH LTD	5,243.	6,203.
1360 SHS INTEL CORP	28,640.	29,199.
230 SHS JABIL CIRCUIT INC	4,057.	4,929.
1070 SHS JUNIPER NETWORKS INC	27,813.	47,080.
60 SHS KYOCERA CORP	6,055.	6,266.
1040 SHS MICROSOFT CORP	28,717.	27,643.
90 SHS NETAPP INC	4,725.	4,649.
200 SHS NVIDIA CORP	2,802.	4,532.
1230 SHS ORACLE CORP	27,048.	40,467.
810 QUALCOMM INC	34,367.	48,260.
57 SHS RICOH CO LTD	4,135.	3,750.
205 SHS ROGERS COMMUN INC	6,711.	7,236.
165 SHS SAP AG	7,239.	9,966.
80 SHS SYNOPSYS INC	2,258.	2,218.
330 SHS TERADYNE INC	3,175.	6,148.
150 SHS WESTERN DIGITAL CORP	5,574.	4,587.
150 SHS XILINX INC	3,819.	4,987.
201 SHS ANGLO AMERN PLC	3,641.	5,449.
6 SHS APERAM NY	211.	250.
107 SHS APTARGROUP INC	4,051.	5,154.
150 SHS ARCH COAL INC	3,398.	5,030.
125 SHS ARCELORMITTAL NY	4,017.	4,584.
102 SHS BASF SE ADR	5,674.	8,506.
130 SHS BHP BILLITON PLC	7,627.	10,310.
100 SHS BARRICK GOLD CORP	3,855.	5,282.
110 SHS CARPENTER TECH CORP	4,585.	4,574.
548 SHS MONSANTO CO	36,876.	39,396.
60 SHS MOSAIC CO	3,645.	5,151.
90 SHS NEWMONT MINING CORP	4,378.	4,974.
42 SHS POSCO ADR ONE ADR	4,639.	4,329.
80 SHS PEABODY ENERGY CORP	3,744.	5,239.
154 SHS RBC BEARINGS INC	4,012.	5,573.
203 SHS VALE SA	5,541.	6,949.
210 SHS AMERICAN MOVIL SA	10,088.	12,058.

260 SHS NIPPON TELEG & TEL CORP	5,618.	6,365.
277 SHS SINGAPORE TELECOMM LTD	5,992.	6,473.
1060 SHS VERIZON COMMUNICATIONS	35,333.	39,135.
94 SHS CIA SANEAMENTO BASICO	3,997.	4,694.
767 SHS ENEL SPA ADR	3,931.	4,574.
480 SHS NEXTERA ENERGY INC	26,247.	26,626.
120 SHS SOUTHWEST ENERGY CO	5,102.	4,738.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,280,938.	2,687,654.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
8000 COMCAST CORP	8,485.	8,710.
8000 DIRECTV HOLDINGS	8,290.	8,161.
7000 TARGET CORP	6,939.	7,937.
8000 ANHEUSER-BUSCH	8,044.	7,972.
8000 CVS/CAREMARK	8,131.	8,303.
8000 KRAFT FOODS INC	8,019.	8,339.
7000 CONNOCOPHILLIPS	7,147.	8,126.
6000 HESS CORP	7,153.	7,535.
8000 PETROBRAS INTL	7,993.	8,301.
7000 TALISMAN ENERGY INC	8,230.	8,582.
8000 BB&T CORP	8,295.	8,305.
8000 BARCLAYS BANK	7,862.	8,257.
7000 CITIGROUP INC	7,637.	7,656.
23000 CITIGROUP INC	23,459.	23,602.
15000 CREDIT SUISSE	15,973.	16,493.
25000 JOHN DEERE CAPITAL	25,538.	25,776.
9000GE CAPITAL CORP	9,082.	9,246.
7000 GOLDMAN SACHS GROUP	7,802.	8,251.
8000 GOLDMAN SACHS GROUP	8,242.	8,859.
8000 JP MORGAN CHASE	8,058.	8,995.
8000 MERRILL LYNCH CO	8,040.	9,000.
9000 MERRILL LYNCH CO	8,148.	8,576.
8000 MORGAN STANLEY CO	8,027.	8,218.
16000 PROVINCE OF ONTARIO	16,005.	15,937.
8000 PRUDENTIAL FINL	7,947.	7,905.
7000 TRAVELERS COMPANIES	6,875.	7,642.
8000 WACHOVIA CORP	7,852.	8,921.
7000 PFIZER INC	7,859.	8,106.
7000 CSX CORP	7,844.	7,956.
6000 CATERPILLAR INC	6,611.	7,634.
8000 GE CO	8,221.	8,570.
8000 CA INC	8,186.	8,267.
9000 HP CO	8,992.	8,852.
7000 ORACLE CORP	7,208.	7,873.
7000 TIME WARNER CABLE	7,676.	8,037.
7000 AT&T INC	7,037.	7,734.

7000 VERIZON COMMUNICATIONS	7,023.	7,803.
TOTAL TO FORM 990-PF, PART II, LINE 10C	339,930.	354,437.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
7331 FHLMC 5% 10/01/23	COST	7,729.	7,786.
2456 FHLMC POOL 5% 04/01/23	COST	2,542.	2,608.
6955 FHLMC POOL 5% 07/01/23	COST	7,202.	7,386.
27031 FHLMC POOL 5% 06/01/23	COST	26,769.	28,706.
6443 FNMA POOL 5.5% 04/01/33	COST	6,787.	6,944.
2931 FNMA POOL 5% 12/01/17	COST	3,120.	3,142.
7401 FNMA POOL 5.5% 12/01/35	COST	7,951.	7,959.
2355 FNMA POOL 5.5% 02/01/21	COST	2,555.	2,548.
11584 FNMA POOL 5% 07/01/23	COST	11,468.	12,312.
2845 FNMA POOL 5.5% 12/01/17	COST	3,053.	3,075.
8321 FNMA POOL 5.5% 09/01/34	COST	8,647.	8,964.
14555 FNMA POOL 5.5% 11/01/34	COST	15,578.	15,679.
4952 FNMA POOL 5% 12/01/20	COST	5,130.	5,298.
5671 FNMA POOL 5.5% 12/01/18	COST	6,133.	6,128.
16231 FNMA POOL 6% 09/01/35	COST	16,956.	17,896.
7417 FNMA POOL 5.5% 03/01/22	COST	7,548.	8,011.
2749 FNMA POOL 6% 05/01/38	COST	2,953.	2,993.
13021 FNMA POOL 6% 07/01/37	COST	13,838.	14,315.
31136 FNMA POOL 6% 08/01/37	COST	31,477.	33,892.
2781 FNMA POOL 5% 05/01/23	COST	2,968.	2,956.
12305 FNMA POOL 5.5% 06/01/38	COST	12,119.	13,166.
2958 FNMA POOL 6% 04/01/39	COST	3,103.	3,238.
15000 FNMA 5% 03/15/16	COST	15,857.	16,814.
TOTAL TO FORM 990-PF, PART II, LINE 13		221,483.	231,816.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 8

NAME OF CONTRIBUTOR	ADDRESS
ESTATE OF MERRILL I HANKS, REGIONS BANK EXECUTOR	PO BOX 1628 MOBILE, AL 36633

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

OFFICE OF FINANCIAL AID, UNIVERSITY OF MOBILE
5735 COLLEGE PKWY
MOBILE, AL 36613

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
251-442-2222	PASTORAL MINISTRY SCHOLARSHIPS

FORM AND CONTENT OF APPLICATIONS

APPLICATION AVAILABLE FROM UNIVERSITY FINANCIAL AID OFFICES ABOVE

ANY SUBMISSION DEADLINES

DECEMBER 15 PRIOR TO START OF ACADEMIC YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTED TO ENTERING FULL-TIME FRESHMEN, SOPHOMORES, JUNIORS OR SENIORS WITH RELIGION MAJOR OR MINOR INTENDING TO ENTER A CAREER AS A PASTOR. PRIORITY IS GIVEN TO STUDENTS FROM ESCAMBIA AND MONROE COUNTIES IN ALABAMA. THE COMBINED NUMBER OF ANNUAL SCHOLARSHIPS FROM BOTH EDUCATIONAL INSTITUTIONS IS LIMITED TO THREE EACH YEAR.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

OFFICE OF FINANCIAL AID, SAMFORD UNIVERSITY
800 LAKESHORE DRIVE
BIRMINGHAM, AL 35229

TELEPHONE NUMBER	NAME OF GRANT PROGRAM
205-726-2905	PASTORAL MINISTRY SCHOLARSHIPS

FORM AND CONTENT OF APPLICATIONS

APPLICATION AVAILABLE FROM UNIVERSITY FINANCIAL AID OFFICES ABOVE

ANY SUBMISSION DEADLINES

DECEMBER 15 PRIOR TO START OF ACADEMIC YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTED TO ENTERING FULL-TIME FRESHMEN, SOPHOMORES, JUNIORS OR SENIORS WITH RELIGION MAJOR OR MINOR INTENDING TO ENTER A CAREER AS A PASTOR. PRIORITY IS GIVEN TO STUDENTS FROM ESCAMBIA AND MONROE COUNTIES IN ALABAMA. THE COMBINED NUMBER OF ANNUAL SCHOLARSHIPS FROM BOTH EDUCATIONAL INSTITUTIONS IS LIMITED TO THREE EACH YEAR.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print

File by the extended due date for filing your return See instructions

Name of exempt organization: MERRILL I & GRACE HANKS CHARITABLE TR

Employer identification number: 61-6394207

Number, street, and room or suite no. If a P O. box, see instructions: REGIONS BANK, TRUSTEE, P.O. BOX 1628

City, town or post office, state, and ZIP code. For a foreign address, see instructions: MOBILE, AL 36633-1628

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ REGIONS BANK TRUST DEPT. P.O. BOX 1628 - MOBILE, AL 36633-1628

Telephone No ▶ 251.690.1411 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until JANUARY 15, 2012.

5 For calendar year ______ , or other tax year beginning MAR 18, 2010 , and ending FEB 28, 2011

6 If the tax year entered in line 5 is for less than 12 months, check reason: [X] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME TO FILE IS NEEDED IN ORDER TO PROPERLY COMPLETE THE RETURN AND ALLOW THE TRUSTEE TIME TO REVIEW THE RETURN BEFORE FILING.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	8a	$ 1,663.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 1,663.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶