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OMB No 1545-0052

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

2010

For	cale	ndar year 2010, or tax	year beginning 07-	01-2010 , and	dend	ding 06-30-	2011	
G Ch	neck a	Il that apply	_	of a former public ch		Final re	turn	
		undation H JR FOUNDATION	, , , , , , , , , , , , , , , , , , , ,				entification numb	er
۱۳۱۷	A SMIII	T JR FOUNDATION				63-6018078		
Num	ber and	I street (or P O box number if mail is	not delivered to street address	s) Room/suite		B Telephone nu	ımber (see page 10	of the instructions)
		ER 1628		, , , , , , , , , , , , , , , , , , , ,		(251) 342-0402	2	
Citi						C If avamption	application is pondin	a shock boro
		n, state, and ZIP code 366331628				•	application is pendin rganizations, check h	<u></u>
						T. Poleigiro	iganizations, check ii	eie F 1
		ype of organization			n		rganizations meeting re and attach comput	
		ket value of all assets at end	J Accounting method	F Cash F Acci	rual		undation status was i n 507(b)(1)(A), chec	
		from Part II, col. (c), :\$ 3,013,876	Other (specify)	_			ation is in a 60-mont	
			(Part I, column (d) mus	t de on casti dasis.)	I	under sectio	n 507(b)(1)(B), ched 	ck here • (d) Disbursements
Pa	πī	Analysis of Revenue total of amounts in columns (b), necessarily equal the amounts in the instructions)	(c), and (d) may not	(a) Revenue and expenses per books	(b)	Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc , rec	ceived (attach schedule)					
	2	Check 🕨 🔽 if the foundation is no	t required to attach Sch B					
	3	Interest on savings and temp	orary cash investments	34		34		
	4	Dividends and interest from s	ecurities	62,074		62,074		
	5a	Gross rents						
	ь	Net rental income or (loss)						
Φ.	6a	Net gain or (loss) from sale o	fassets not on line 10	122,388				
Revenue	Ь	Gross sales price for all assets on lin						
	7	Capital gain net income (from			122,388			
	8	Net short-term capital gain						
	9	Income modifications	Í					
	10a	Gross sales less returns and allowan						
	Ь	Less Cost of goods sold .						
	C	Gross profit or (loss) (attach Other income (attach schedu						
	11 12	Total. Add lines 1 through 11	•	184,496		184,496		
	13	Compensation of officers, dire		10,136		3,139		6,997
	14	Other employee salaries and						1,111
φ	15	Pension plans, employee ben	-					
en s	16a	Legal fees (attach schedule)						
Expenses	ь	Accounting fees (attach sche	dule)	4,850		2,425		2,425
Ф	c	Other professional fees (attac	ch schedule)	12,869		12,869		0
ğ	17	Interest						
and Administrative	18	Taxes (attach schedule) (see page	14 of the instructions)	% 250		250		0
≣	19	Depreciation (attach schedul	e) and depletion					
늘	20	Occupancy						
4	21	Travel, conferences, and mee	tings					
	22	Printing and publications .						
Ľ.	23	Other expenses (attach sche	dule)	3,555		0		3,555
Operating	24	Total operating and administ	rative expenses.					
Ē		Add lines 13 through 23 .		31,660		18,683		12,977
0	25	Contributions, gifts, grants pa	aid	124,000				124,000
	26	Total expenses and disburseme	nts. Add lines 24 and 25	155,660		18,683		136,977
	27	Subtract line 26 from line 12						
	а	Excess of revenue over exper	nses and disbursements	28,836				
	ь	Net investment income (if ne	- ,			165,813		
	С	Adjusted net income (if negat	tive, enter - 0 -)					

Ра	rt II	Balance Sheets Attached schedules and amounts in the description column	Beginning of year			f year
		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Va		(c) Fair Market Value
	1	Cash—non-interest-bearing	93,033		38,460	38,460
	2	Savings and temporary cash investments				
	3	Accounts receivable				
		Less allowance for doubtful accounts -				
	4	Pledges receivable				
		Less allowance for doubtful accounts -				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other				
		disqualified persons (attach schedule) (see page 15 of the				
		instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
<u>₹</u>	8	Inventories for sale or use				
۱۵	9	Prepaid expenses and deferred charges				
٦	10a	Investments—U S and state government obligations (attach schedule)	544,851	5	38,308	560,626
	b	Investments—corporate stock (attach schedule)	1,340,098		06,143	1,913,273
	c	Investments—corporate bonds (attach schedule)	457,496	4	82,136	501,517
	11	Investments—land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis				
		Less accumulated depreciation (attach schedule)				
	15	Other assets (describe				
	16	Total assets (to be completed by all filers—see the				
		instructions Also, see page 1, item I)	2,435,478	2,4	65,047	3,013,876
	17	Accounts payable and accrued expenses				
	18	Grants payable				
s G	19	Deferred revenue				
<u> </u>	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
: 	22	Other liabilities (describe				
		,				
	23	Total liabilities (add lines 17 through 22)	0		0	
		Foundations that follow SFAS 117, check here 🕨 🦵				
		and complete lines 24 through 26 and lines 30 and 31.				
or Fund Balances	24	Unrestricted				
흥	25	Temporarily restricted				
នួ	26	Permanently restricted				
₽l		Foundations that do not follow SFAS 117, check here ▶ ▽				
ቜ፞፞፟፟፟		and complete lines 27 through 31.				
5	27	Capital stock, trust principal, or current funds	0		0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0		0	
Assets	29	Retained earnings, accumulated income, endowment, or other funds	2,435,478	2,4	65,047	
	30	Total net assets or fund balances (see page 17 of the				
š		ınstructions)	2,435,478	2,4	65,047	
	31	Total liabilities and net assets/fund balances (see page 17 of				
		the instructions)	2,435,478	2,4	65,047	
Pa	rt II	Analysis of Changes in Net Assets or Fund Balances				
1		Total net assets or fund balances at beginning of year—Part II, column (a	a), line 30 (must agre	e T	\neg	
_					.	2,435,478
2		Enter amount from Part I, line 27a			_	28,836
3		Other increases not included in line 2 (itemize)		· % 3	_	733
4		Add lines 1, 2, and 3			_	2,465,047
5		Decreases not included in line 2 (itemize)			_	2,403,047
6		Total net assets or fund balances at end of year (line 4 minus line 5)—Pa			-	2,465,047

	the kind(s) of property sold (e g , re ouse, or common stock, 200 shs M	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)				
1a PUBLICLY TRADED	SECURITIES		Р					
b CAPITAL GAINS DIV	VIDENDS		Р					
С								
d								
e								
(e) Gross sales price	(f) Depreciation allowe (or allowable)		t or other basıs opense of sale	(h) Gain or (loss) (e) plus (f) minus (g)				
a 83	37,641		715,70	2	121,939			
b	449				449			
С								
d								
е								
Complete only for assets s	howing gain in column (h) and owner	·			(h) gain minus			
(i) F M V as of 12/31/69	(j) A djusted basis as of 12/31/69	, , ,	cess of col (ı) col (j), ıf any		less than -0-) or om col (h))			
a					121,939			
b					449			
С								
d								
е								
2 Capital gain net incor	ne or (net capital loss)	If gain, also enter If (loss), enter -0-		2	122,388			
3 Net short-term capita	۔ Il gaın or (loss) as defined ın sectio	ns 1222(5) and (6)		,			
·	art I, line 8, column (c) (see pages			լ				
If (loss), enter -0 - in				} 3				
Part V Qualification U	Inder Section 4940(e) for R	adveced Tax or	. Not Tourseture	<u> </u>				
f "Yes," the foundation does no	e section 4942 tax on the distribut t qualify under section 4940(e) Do	not complete this	part		┌ Yes ┌ No			
· · · · · · · · · · · · · · · · · · ·	unt in each column for each year, s	ee page 18 orther	nstructions before					
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncha		(d) Distribution (col (b) divided				
2009	123,983		2,561,412		0 048404			
2008	108,759		2,262,113		0 048079			
2007	151,276		2,866,483		0 052774			
2006	142,611		2,770,710		0 051471			
2005	138,715		2,676,588		0 051825			
2 Total of line 1, columi	ı (d)			2	0 252553			
	ratio for the 5-year base period—div			2	0.05051			
the number of years t	he foundation has been in existence	e if less than 5 yea	rs	3	0 05051:			
4 Enter the net value of	noncharitable-use assets for 2010) from Part X, line !	5	4	2,884,92			
5 Multiply line 4 by line	3			5	145,72			
6 Enter 1% of net inves	tment income (1% of Part I, line 2	7b)		6	1,65			
7 Add lines 5 and 6				7	147,37			
8 Enter qualifying distri	butions from Part XII, line 4			8	136,97			
If line 8 is equal to or the Part VI instructio	greater than line 7, check the box	ın Part VI, lıne 1b,	and complete that	part using a 1% tax	rate See			

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)				
ь	Domestic foundations that meet the section 4940(e) requirements in Part V, check			:	3,316
	here F and enter 1% of Part I, line 27b				
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				0
3	Add lines 1 and 2				3,316
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)				0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0 5				3,316
6	C redits/P ay ments				
а	2010 estimated tax payments and 2009 overpayment credited to 2010 6a 1,685				
b	Exempt foreign organizations—tax withheld at source 6b				
c	Tax paid with application for extension of time to file (Form 8868)				
d	Backup withholding erroneously withheld 6d				
7	Total credits and payments Add lines 6a through 6d				1,685
8	Enter any penalty for underpayment of estimated tax. Check here T if Form 2220 is attached.				33
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed				1,664
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 Refunded Refunded 11				
Par	t VII-A Statements Regarding Activities				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did			Yes	No
	it participate or intervene in any political campaign?		. 1a		No
Ь	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19	of			
	the instructions for definition)?		. 1b		No
	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 -I	Did the foundation file Form 1120-POL for this year?		1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation (2) On foundation managers \$\$\frac{1}{2}\$\$				
_	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed				
-	on foundation managers \blacktriangleright \$0				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		. 2		No
-	If "Yes," attach a detailed description of the activities.		\ <u> </u>		110
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, article	2 5			
•	of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		. 3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
Ь	If "Yes," has it filed a tax return on Form 990-T for this year?		4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		. 5		No
	If "Yes," attach the statement required by General Instruction T.				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either				
	By language in the governing instrument, or				
	• By state legislation that effectively amends the governing instrument so that no mandatory directions				
	that conflict with the state law remain in the governing instrument?		. 6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the				
	ınstructions) ►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	Yes	<u> </u>
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 or	1			
	page 27)? If "Yes," complete Part XIV		. 9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	1	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 page 20 of the instructions)	11		No
4.7			-	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	ļ.,	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►N/A	13	Yes	<u> </u>
14	The books are in care of ►REGIONS BANK TRUST DEPARTMENT Telephone no ►(251)	438-	8387	
	Located at ►11 NORTH WATER STREET - 28TH FLOOR MOBILE AL ZIP+4 ►36602			
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			▶ ┌
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		No
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country			
Pai	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes V No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	ıf the foundatıon agreed to make a grant to or to employ the official for a period			
	after termination of government service, if terminating within 90 days) Yes 🔽 No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	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		No
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))			
а	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 🕨 20 , 20 , 20 , 20			
Ь	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			
	(relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)			
	to all years listed, answer "No" and attach statement—see page 20 of the instructions)	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			
	▶ 20, 20, 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business			
	enterprise at any time during the year?			
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation			
	or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved			
	by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3)			
	the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine			
	If the foundation had excess business holdings in 2010.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			
	charitable nurness that had not been removed from joonardy before the first day of the tay year heginning in 20102	1 4 h	1	l No

Pai	rt VII-B	Statements Rega	rdin	g Activities for	Wh	ich Form 4720	May	Be Required (cont	inue	1)		
5a		e year did the foundation										
	(1) Carry	on propaganda, or other	wise	attempt to influence	e leg	ıslatıon (section 49	45(e))?	√ No			
	(2) Influe	ence the outcome of any	speci	fic public election (see	section 4955), or to	car	ry				
		rectly or indirectly, any v							- No			
	•	de a grant to an individua		-				┌ Yes ┡				
		de a grant to an organiza		, ,,		• •	scrib					
						· -		ctions) T Yes F	- No			
				nan religious, charitable, scientific, literary, or								
									- No			
b				prevention of cruelty to children or animals?								
_				a current notice regarding disaster assistance (see page 22 of the instructions)?								
				notice regarding disaster assistance (see page 22 of the instructions),								
_												
·	c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?											
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).											
c -												
оа	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?											
										c l		NI.
Ь			r, pay	premiums, directly	orı	ndirectly, on a perso	onai	benefit contract?	•	6b		No
_		o 6b, file Form 8870.							.			
7a		ne during the tax year, w										
_ь	If yes, did							the transaction?		7b		
Pa	rt VIII	Information About and Contractors	Offi	cers, Directors	5, Ti	rustees, Founda	atio	n Managers, Highly	Paid	Emp	loyee	es,
	List all off		fou	ndation managers a	ınd t	heir compensation (see i	page 22 of the instruction	ne)			
		Todio, unicotoro, trabicoo		Fitle, and average		c) Compensation		(d) Contributions to				
	(a) Name and address		hours per week			(If not paid, enter		employee benefit plans			e acco owance	
			dev	devoted to position		-0-)		and deferred compensation				
See	A dditional	Data Table										
	Compensati	tion of five highest-paid	emnl	ovees (other than	t hos	e included on line 1-	-see	page 23 of the instruction	ons).			
_	•	nter "NONE."	Ср.	o, cco (center enum				page 15 or the morraction	,.			
				(b) Title, and aver	206			(d) Contributions to				
(a)		l address of each employ	ee	hours per week	_	(c) Compensation	n	employee benefit	1	•	e acco	
	paid r	more than \$50,000		devoted to positi	on			plans and deferred compensation	oti	ner all	owance	es
NON	IF											
									<u> </u>			
-												
Tota	Laumbara	fother employees hald o	var d	F0 000		•						

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued) 3. Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE". (a) Name and address of each person paid more than \$50,000 (b) Type of service (c) Compensation NONE Total number of others receiving over\$50,000 for professional services. O	Form 990-PF (2010)		Page 7
(c) Compensation NONE Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services.		rustees, Foundation Managers, Highly	Paid Employees,
Total number of others receiving over \$50,000 for professional services. Description Descripti	3 Five highest-paid independent contractors for professional serv	vices (see page 23 of the instructions). If none, e	:nter "NONE".
Total number of others receiving over \$50,000 for professional services. Del the foundation's four largest direct charitable Activities List the foundation's four largest direct charitable activities during the lax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. 1 2 3 4 Part IX-B Summary of Program-Related Investments (see page 24 of the instructions) Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 Amount 1 Amount Total. Add lines 1 through 3.	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 4 Part IX-B Summary of Program-Related Investments (see page 24 of the instructions) Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 A mount 1 A mount	NONE		
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 4 Part IX-B Summary of Program-Related Investments (see page 24 of the instructions) Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 A mount 1 A mount			
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 4 Part IX-B Summary of Program-Related Investments (see page 24 of the instructions) Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 A mount 1 A mount			
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All other program-related investments See page 24 of the instructions Total. Add lines 1 through 3			•
All other program-related investments See page 24 of the instructions Total. Add lines 1 through 3			-
All other program-related investments See page 24 of the instructions Total. Add lines 1 through 3	2		
3	•		-
3			•
3	All other program-related investments. See page 24 of the instru	ctions	
Total. Add lines 1 through 3		ctions	
Total Add Illies I tillough St	<u> </u>		1
Total Add Illies I tillough St			1
Total Add Illies I tillough St		_ 1	
	Iotal. Add lines 1 through 3		

Ра	see page 24 of the instructions.)	reign	roundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
	purposes		
а	A verage monthly fair market value of securities	1a	2,829,156
b	A verage of monthly cash balances	1b	99,701
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	2,928,857
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	2,928,857
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25		
	of the instructions)	4	43,933
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,884,924
6	Minimum investment return. Enter 5% of line 5	6	144,246
Par	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(
	foundations and certain foreign organizations check here 🕨 🚺 and do not complete t	his pa	
1	Minimum investment return from Part X, line 6	1	144,246
2a	Tax on investment income for 2010 from Part VI, line 5 2a 3,316		
b	Income tax for 2010 (This does not include the tax from Part VI) 2b		
C	Add lines 2a and 2b	2c	3,316
3	Distributable amount before adjustments Subtract line 2c from line 1	3	140,930
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	140,930
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	140,930
Par	t XIII Qualifying Distributions (see page 25 of the instructions)		
1	A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	136,977
ь	Program-related investments—total from Part IX-B	1b	0
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,		
	purposes	2	
3	A mounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
ь	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	136,977
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	-	
	income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	136,977
-	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating wheth		,
	the section 4940(e) reduction of tax in those years		·

For	m 990-PF (2010)				Page 9
Р	art XIII Undistributed Income (see page	26 of the instruct	ions)		
		(a)	(b)	(c)	(d)
	Distribute ble assessed for 2010 forms Boot VI. line 7	Corpus	Years prior to 2009	2009	2010
	Distributable amount for 2010 from Part XI, line 7				140,930
	Undistributed income, if any, as of the end of 2010			0	
	Enter amount for 2009 only		0		
b	· · · — · — · — ·		Ŭ		
3 a	Excess distributions carryover, if any, to 2010 From 2005				
a b	0.445				
_	14.700				
	From 2008				
	From 2009				
	Total of lines 3a through e	23,232			
	Qualifying distributions for 2010 from Part				
	XII, line 4 🕨 \$ 136,977				
а	Applied to 2009, but not more than line 2a			0	
ь	Applied to undistributed income of prior years				
	(Election required—see page 26 of the instructions)		0		
c	Treated as distributions out of corpus (Election				
	required—see page 26 of the instructions)	0			
	Applied to 2010 distributable amount				136,977
	Remaining amount distributed out of corpus	0			
5	Excess distributions carryover applied to 2010	3,953			3,953
	(If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	19,279			
b	Prior years' undistributed income Subtract				
	line 4 b from line 2 b		0		
c	Enter the amount of prior years' undistributed				
	income for which a notice of deficiency has				
	been issued, or on which the section 4942(a) tax has been previously assessed		0		
d	Subtract line 6c from line 6b Taxable				
	amount—see page 27 of the instructions		0		
е	Undistributed income for 2009 Subtract line				
	4a from line 2a Taxable amount—see page 27			0	
£	of the instructions				
•	lines 4d and 5 from line 1. This amount must				
	be distributed in 2011				0
7	A mounts treated as distributions out of				
	corpus to satisfy requirements imposed by				
	section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
R	Excess distributions carryover from 2005 not				
Ū	applied on line 5 or line 7 (see page 27 of the				
	instructions)	0			
9	Excess distributions carryover to 2011.	10.270			
	Subtract lines 7 and 8 from line 6a	19,279			
	Analysis of line 9				
_	Excess from 2006 4,493				
b					
	Excess from 2008 Excess from 2009				
d	Excess from 2009				
-			I		l

P	art XIV Private Operating Fou	ndations (see	page 27 of the ins	structions and Pai	rt VII-A, question	9)
1a	If the foundation has received a ruling or d foundation, and the ruling is effective for 2		•			
b	Check box to indicate whether the organiz	ation is a private	operating foundation	described in section	on Г 4942(j)(3) o	r Г 4942(j)(5)
	Enter the lesser of the adjusted net	Tax year		Prior 3 years		(e) Total
	income from Part I or the minimum investment return from Part X for each	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Iotai
	year listed					
ь	85% of line 2a					
c	Q ualifying distributions from Part XII,					
_	line 4 for each year listed					
	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					
а	"Assets" alternative test—enter					
	(1) Value of all assets(2) Value of assets qualifying					
	under section 4942(1)(3)(B)(1)					
ь	"Endowment" alternative test— enter 2/3					
	of minimum investment return shown in					
С	Part X, line 6 for each year listed "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					
Pa	rt XV Supplementary Information	n (Complete	this part only if	the organizati	on had \$5,000 d	or more in
	assets at any time during		page 27 of the	instructions.)		
1	Information Regarding Foundation Manage List any managers of the foundation who has		ore than 2% of the t	otal contributions r	acaived by the found	dation
a	before the close of any tax year (but only i				· · · · · · · · · · · · · · · · · · ·	uation
		100/	6.1			
Ь	List any managers of the foundation who or ownership of a partnership or other entity)		-		lly large portion of th	ne
	ownership of a parenership of other energy	or willer the roun		greater micrest		
2	Information Regarding Contribution, Gran					
	Check here 🕨 🗆 If the foundation only ma	kes contributions	to preselected char	itable organizations	and does not accep	ot
	unsolicited requests for funds If the found under other conditions, complete items 2a	_	, grants, etc (see pa	age 28 of the instru	ctions) to individual	s or organizations
	under other conditions, complete items 24	, b, c, and a				
а	The name, address, and telephone numbe	r of the nerson to	whom annlications s	hould be addressed	I	
-	MARY MARTIN RISER	r or the person to	Wildin applications s	modia be addressed	•	
	1809 YUILLE LANE					
	DAPHNE, AL 36526					
	(251) 510-1311					
b	The form in which applications should be s			als they should inclu	ıde	
	NO PRESCRIBED FORM, LETTER TO OL	TILINE REQUES	<u> </u>			
C	Any submission deadlines					
	NONE					
d	Any restrictions or limitations on awards, factors	such as by geogr	aphical areas, charit	able fields, kinds of	finstitutions, or othe	er
	NONE					
	NONL					

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to status of A mount any foundation manager contribution recipient Name and address (home or business) or substantial contributor a Paid during the year See Additional Data Table 124,000 **b** Approved for future payment

Dart	90-PF (2010) XVI-A Analysis of Income-Produc	ina Activitie				Page 12
	gross amounts unless otherwise indicated		isiness income	Excluded by section	512, 513, or 514	(e)
1 Pro	gram service revenue	(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	Related or exempt function income (See page 28 of
						the instructions)
d _						
	and contracts from accomment accomme					
	ees and contracts from government agencies mbership dues and assessments					
	erest on savings and temporary cash investments			14	34	
4 Div	vidends and interest from securities			14	62,074	
5 Ne	t rental income or (loss) from real estate					
	Debt-financed property					
	lot debt-financed property					
	t rental income or (loss) from personal property her investment income					
	in or (loss) from sales of assets other than inventory			18	122,388	
	t income or (loss) from special events					
10 Gr	oss profit or (loss) from sales of inventory					
	herrevenue a					
	_					
e_ 12 Su	btotal Add columns (b), (d), and (e).		0		184,496	0
	tal. Add line 12, columns (b), (d), and (e).			1	,	
	ee worksheet in line 13 instructions on page 2					,
	ee worksheet in line 13 instructions on page 2 XVI-B Relationship of Activities to	the Accom	plishment of E		es	
	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to Explain below how each activity for whith accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Resplain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to
Part Line	XVI-B Relationship of Activities to No. Explain below how each activity for whith the accomplishment of the organization	the Accomplich income is re	plishment of E ported in column (e) of Part XVI-A co	es ontributed importa	ntly to

Part	XVI		Noncharitable			ransac	tions and Relations	snips With			
1 Did	the or	ganız			of the following with any oth	ner organiz	ation described in section			Yes	No
501	(c) of	the C	ode (other than section	501(c)(3) organ	izations) or in section 527, re	elating to p	oolitical organizations?				
a Tra	nsfer	s fro	m the reporting four	ndation to a n	oncharitable exempt or	ganızatıo	n of				
(1)	Cas	h.							1a(1)		No
(2)	O th	era	ssets						1a(2)		No
b 0 th	ner tra	ansa	ictions								
(1)	Sale	es of	fassets to a noncha	rıtable exemp	ot organization				1b(1)		No
(2)	Pur	chas	es of assets from a	noncharitable	e exempt organization.				1b(2)		No
(3)	Ren	talo	of facilities, equipme	nt, or other a	ssets				1b(3)		No
(4)	Reir	mbui	rsement arrangemer	nts					1b(4)		No
(5)	Loa	ns o	r loan guarantees.						1b(5)		No
(6)	Perf	orma	ince of services or n	nembership o	r fundraising solicitatio	ns			1b(6)		No
c Sha	arıng	of fa	cilities, equipment,	maılıng lısts,	other assets, or paid er	mployees			1c		No
of t ın a	he go iny tr	ods, ansa	, other assets, or se action or sharing arr	rvices given angement, sh	by the reporting foundar ow in column (d) the va	tion If th alue of th	olumn (b) should always be foundation received les e goods, other assets, or	ss than fair marke services receive	et value d		
(a) Line	No	(b) Amount involved	(c) Name of n	oncharitable exempt organiz	ration	(d) Description of transfers,	transactions, and sha	rıng arra	ngemer	nts
des	crıbe	d in	•	ne Code (othe schedule	ed with, or related to, on er than section 501(c)(3 (b) Type of o	3)) or in s		ns		ıs F	No
	the	bes	st of my knowledge a	and belief, it is			ncluding accompanying s eclaration of preparer (otl				
			* * * *	cii piepai	oas any knowledge		2011-09-30	*****			
	₽	Sıg	nature of officer or t	rustee			Date	Title			
	<u> </u>						Date	<u>,</u> 	PTIN		
20							Date	Check if self-	FILM		
Sign Here	Preparer's JOHN M SIRMON 2011-09-06										
Ω	Paid Prenarer	Use Only	Firm's name 🕨		SMITH DUKES & BUC	KALEW	LLP	Firm's EIN ►	•		
		: <u>`</u>			3800 AIRPORT BLV)					
			Firm's address 🕨		MOBILE, AL 366081	1667		Phone no (251) 343-	1200	
	1							I			

Software ID: Software Version:

EIN: 63-6018078

Name: MW SMITH JR FOUNDATION

Form 990PF Part VIII Line 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	TRUSTEE	3,139	0	0
POST OFFICE BOX 1628 MOBILE, AL 36633	1 00			
LOUIS M FINLAY JR	CHAIRMAN	1,909	0	0
PO BOX 131 JACKSON,AL 36545	1 00			
MARY MARTIN RISER	COMMITTEE	1,272	0	0
1809 YUILLE LANE DAPHNE,AL 36526	MEMBER/SECRETARY 4 00			
JOHN H MARTIN III	COMMITTEE MEMBER	1,272	0	0
553 FAIRHOPE AVE FAIRHOPE,AL 36532	1 00			
MALCOLM PEARSON	COMMITTEE MEMBER	1,272	0	0
149 BOBBITT ROAD MEDINA,TN 38355	1 00			
SANDY SMITH	COMMITTEE MEMBER	1,272	0	0
103 BROUGHTON ST MONROEVILLE,AL 36460	1 00			

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Name and address (nome or business) A Pard advang the year PO SOX 71S A CKSON PO SOX 71S BELLINGRATH GARDENS RO PEROSON PO SOX 71S SAMARITAN'S PURSE PO SOX 70S SAMARITAN'					
A PAID dumny they were CSI JACKSON NO BO NO 715 JACKSON NAL 365450715 BELLINGBATH GARDENS 1		show any relationship to	status of	-	A mount
CSI JACKSON PO BOX 715 ACKSON AL 365450715 BELLINGRATH GARDENS AL 365450715 BELLINGRATH GARDENS AL 36502 BELLINGRATH GARDENS AL 36502 BELLINGRATH GARDENS AL 36502 BELLINGRATH GARDENS AL 36502 COMMUNITY WELLFARE 4.7000 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BALLET AND THEATRE ART PERFORMING COMPANIES 253 COLIEGE 57 BOBILE, AL 36602 LITERACY COLORILO F CLARKE COLINY WELLFARE 25.000 COMMUNITY WELLFARE 2.000 COMMUNITY WELLFARE 2.000 BOBILE, AL 36601 BOBILE, AL 36601 BOBILE, AL 36601 COMMUNITY WELLFARE 2.000 COMMUN	Name and address (home or business)		recipient		
BELLINGRATH GARDENS 14401 BELLINGRATH GARDENS RD THEODORE, AL 36582 SAMARITAM'S PURSE POS BOUNDED BOOKE, AL 36606 MOBILE, AL 36608 MOBILE, AL 36608 MOBILE, AL 36609 MORORO HELLA, BLACK POLITION OF BALLOWING MOBILE, AL 36609 MORORO HELLA, 36640 MORORO HELLA, 36609 MORORO HELLA, 36609 MORORO HELLA, 36609 MOBILE, AL 36609 MOBILE	a Paid during the year				
12401 BELLINGRATH GARDENS RD	PO BOX 715			EDUCATION	2,000
PO BOX 3000 BONE, NC 28607 BALLET AND THEATRE ART PERFORMING COMPANIES 23 COLLEGE ST GILGERFOWN, AL 36908 AMERICAN RED CROSS 35 N 3AGE AVE MOBILE, AL 36606 MOBILE, AL 36606 MOBILE, AL 36607 MOBILE, AL 36607 MORNOE COUNTY UBBLIC LIBRARY 213 COLLEGE STREET MONROE COUNTY PUBLIC LIBRARY 214 CHARLES AGE MONROE COUNTY PUBLIC LIBRARY 215 CHARLES AGE MONROE COUNTY PUBLIC LIBRARY MONROE COUNTY PUBLIC LIBRARY MONROE STREET MONROE COUNTY PUBLIC LIBRARY MONROE STREET MONROE COUNTY PUBLIC LIBRARY MONROE COUNTY PUBLIC LIBRARY MONROE STREET MONROE COUNTY PUBLIC LIBRARY MONROE STREET MONROE	12401 BELLINGRATH GARDENS RD			COMMUNITY WELLFARE	4,500
PERFORMING COMPANIES 253 COLLEGE ST GILBERTOWN, AL 36908 AMERICAN RED CROSS 35 N 3696 AVE MOBILE, AL 36606 MOSILE SYMPHONY 257 DAUPHIN STREET MOBILE, AL 36602 LITERACY COUNCIL OF CLARKE COUNTY 119 MAIN STREET GROVE HILL, AL 36451 SMITH MEMORIAL LIBRARY 213 COLLEGE STREET GROVE HILL, AL 36451 MONNOE COUNTY PUBLIC LIBRARY 112 NOON MONNOE OLUSTY PUBLIC LIBRARY 121 FINEVILE ROAD MONNOE HEALTH FOUNDATION 2016 HIGHWAY 21 SOUTH MONNOE OLUSTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36532 EXCEPTIONAL FOUNDATION OF BALDWIN COUNTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36503 SUTHERN CHOCK BAY SOUTH BAY DR FLORENCE, AL 36500 SOUTHERN CHOCKAW LIGHT SOUTH GILBERTOWN, AL 36908 SOUTHERN CHOCKTAW LIGHT SOUTH GILBERTOWN, AL 36908 COMMUNITY WELLFARE COMMUNITY WELLFARE 1.000 COMMUNITY WELLFARE 1.000	PO BOX 3000			COMMUNITY WELLFARE	14,000
MOBILE, AI 36606 MOBILE, SYMPHONY 257 DAUPHIN STREET MOBILE, AL 36602 LITERACY COUNCIL OF CLARKE COUNTY 119 MAIN STREET GROVE HILL, AL 36451 MONROE COUNTY 129 MAIN STREET GROVE HILL, AL 36451 MONROE COUNTY 129 MAIN STREET GROVE HILL, AL 36451 MONROE COUNTY PUBLIC LIBRARY 213 COLLEGE STREET JACKSON, AL 36545 MONROE COUNTY PUBLIC LIBRARY 121 PINEVILLE ROAD MONROE VILLE, AL 36460 MONROE COUNTY PUBLIC LIBRARY 121 PINEVILLE ROAD MONROEVILLE, AL 36460 EXCEPTION DAL FOUNDATION OF BALDWIN COUNTY 7 SOUTH BATVIEW 35451 CAMP RAP-A-HOPE 2701 ARBY DR FLORED BALDWIN COUNTY 7 SOUTH BATVIEW 35500 SOUTHERN CHOCTAW ELEMENT S5600 SOUTHERN CHOCTAW ELEMENT S5600 SOUTHERN CHOCTAW ELEMENT S6608 SOUTHERN CHOCTAW HIGH 5CHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36608	PERFORMING COMPANIES 253 COLLEGE ST			COMMUNITY WELLFARE	4,000
287 DAUPHIN STREET COMMUNITY WELLFARE LITERACY COUNCIL OF CLARKE COMMUNITY WELLFARE COUNTY COMMUNITY WELLFARE 119 MAIN STREET COMMUNITY WELLFARE SMITH MEMORIAL LIBRARY COMMUNITY WELLFARE 213 COLLEGE STREET COMMUNITY WELLFARE JACKSON, AL 36545 COMMUNITY WELLFARE MONROE COUNTY PUBLIC LIBRARY COMMUNITY WELLFARE 121 PINEVILLE ROAD COMMUNITY WELLFARE MONROE HEALTH FOUNDATION COMMUNITY WELLFARE EXCEPTIONAL FOUNDATION OF BALDWIN COUNTY COMMUNITY WELLFARE FEXCEPTIONAL FOUNDATION OF BALDWIN COUNTY EDUCATION FAIRNOPE, AL 36532 EDUCATION CAMP RAP-A-HOPE COMMUNITY FOUNDATION DOUGHARD OR RING'S KIDS EDUCATION SOUTHERN CHOCTAW EDUCATION SOUTHERN CHOCTAW HIGH EDUCATION	35 N SAGE AVE			COMMUNITY WELLFARE	27,000
COUNTY I19 MAIN STREET GROVE HILL, AL 36451 SMITH MEMORIAL LIBRARY 213 COLLEGE STREET JACKSON, AL 36545 MONROE COUNTY PUBLIC LIBRARY 121 PINEVILLE ROAD MONROE HEALTH FOUNDATION 2016 HIGHWAY 21 SOUTH MONROEVILLE, AL 36460 MONROE HEALTH FOUNDATION OF BALDWIN COUNTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36532 CAMP RAP-A-HOPE 2701 AIRPORT BLVD MOBILE, AL 36606 KING'S KIDS 2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTOWN, AL 36908	257 DAUPHIN STREET			COMMUNITY WELLFARE	5,500
213 COLLEGE STREET JACKSON, AL 36545 MONROE COUNTY PUBLIC LIBRARY 121 PINEVILLE ROAD MONROE YILLE, AL 36460 MONROE HEALTH FOUNDATION 2016 HIGHWAY 21 SOUTH MONROE YILLE, AL 36461 EXCEPTIONAL FOUNDATION OF BALDWIN COUNTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36532 CAMP RAP-A-HOPE 2701 AIRPORT BLVD MOBILE, AL 36606 KING'S KIDS 2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36908 COMMUNITY WELLFARE 10,000 COMMUNITY WELLFARE 10,000 COMMUNITY WELLFARE 10,000 EDUCATION EDUCATION BEDUCATION BUCATION SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36908	COUNTY 119 MAIN STREET			COMMUNITY WELLFARE	1,000
121 PINEVILLE ROAD MONROEVILLE, AL 36460 MONROE HEALTH FOUNDATION 2016 HIGHWAY 21 SOUTH MONROEVILLE, AL 36461 EXCEPTIONAL FOUNDATION OF BALDWIN COUNTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36532 CAMP RAP-A-HOPE 2701 AIRPORT BLVD MOBILE, AL 36606 KING'S KIDS 2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTOWN, AL 36908	213 COLLEGE STREET			COMMUNITY WELLFARE	2,000
2016 HIGHWAY 21 SOUTH MONROEVILLE, AL 36461 EXCEPTIONAL FOUNDATION OF BALDWIN COUNTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36532 CAMP RAP-A-HOPE 2701 AIRPORT BLVD MOBILE, AL 36606 KING'S KIDS 2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTOWN, AL 36908	121 PINEVILLE ROAD			COMMUNITY WELLFARE	10,000
BALDWIN COUNTY 7 SOUTH BAYVIEW ST FAIRHOPE, AL 36532 CAMP RAP-A-HOPE 2701 AIRPORT BLVD MOBILE, AL 36606 KING'S KIDS 2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTO WN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTO WN, AL 36908	2016 HIGHWAY 21 SOUTH			COMMUNITY WELLFARE	5,000
2701 AIRPORT BLVD MOBILE, AL 36606 KING'S KIDS 2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTOWN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTOWN, AL 36908	BALDWIN COUNTY 7 SOUTH BAYVIEW ST			EDUCATION	23,000
2001 DARBY DR FLORENCE, AL 35630 SOUTHERN CHOCTAW ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTO WN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTO WN, AL 36908	2701 AIRPORT BLVD			EDUCATION	1,000
ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH GILBERTO WN, AL 36908 SOUTHERN CHOCTAW HIGH SCHOOL 10941 HIGHWAY 17 GILBERTO WN, AL 36908 EDUCATION 10,000	2001 DARBY DR			EDUCATION	9,000
SCHOOL 10941 HIGHWAY 17 GILBERTO WN, AL 36908	ELEMENTARY SCHOOL 10935 HIGHWAY 17 SOUTH			EDUCATION	5,000
Total	SCHOOL 10941 HIGHWAY 17			EDUCATION	10,000
	Total			▶ 3a	124,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

			• •	•
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	A mount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
a Paid during the year				
MARY'S SHELTER 14001 FOREST BOROS RD ELBERTA,AL 36530			COMMUNITY WELLFARE	1,000
Total				124,000

TY 2010 Accounting Fees Schedule

Name: MW SMITH JR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,850	2,425		2,425

TY 2010 Investments Corporate Bonds Schedule

Name: MW SMITH JR FOUNDATION

Market Value	EIN: 63-6018078				
ATRET 10,159 11,136 ANHEUSR-BUSCH 11,061 11,208 BARCLAYS BANK PLC 11,061 11,208 BARCLAYS BANK PLC 10,973 11,413 BBAT CORPORATION 11,304 11,362 CA INC 10,212 10,657 CATERPILLER INC 10,212 10,657 CATERPILLER INC 10,212 10,657 CATERPILLER INC 10,764 10,873 CITTGROUP INC 33,468 33,833 CITTGROUP INC 10,764 10,873 COMCAST CORP 10,285 11,125 CONCOC PHILLIPS 0 0 0 CORCAST CORP 10,983 11,450 CSX CORP 10,983 11,450 CVS / CAREMARK 11,189 11,227 DIRECT TV 11,358 11,493 GENERAL ELECTRIC COPT 11,102 11,466 GENERAL ELECTRIC CAPITAL CORP 11,102 11,466 GENERAL ELECTRIC CAPITAL CORP 11,369 11,27 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO, 10,990 11,015 JP MORGAN CHASE 10,1054 11,762 MERRILL LYNCH & CO. 10,161 11,762 MERRILL LYNCH & CO. 10,161 11,762 MERRILL LYNCH & CO. 10,161 11,622 MERRILL LYNCH & CO. 10,161 11,624 MORGAN STANLEY 11,501 11,228 MORGAN STANLEY 11,501 11,228 MORGAN STANLEY 11,501 11,224 ONTARIO 22,007 22,130 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 10,947 11,447 MORGAN STANLEY 10,947 11,447 MORGAN STANLEY 10,947 11,447 MORGAN STANLEY 10,947	Name of Bond	End of Year Book Value	End of Year Fair Market Value		
ANHEUSR-BUSCH 11,661 11,208 BARCLAYS BANK PLC 10,973 11,413 BBRT CORPORATION 11,304 11,362 CATINC 10,212 10,657 CATERPILLER INC 8,479 10,235 CITTGROUP INC 33,468 33,833 CITTGROUP INC 33,468 33,833 CITTGROUP INC 10,764 10,873 COMCAST CORP 10,285 11,125 CONOCO PHILLIPS 0 0 0 0 CREDIT SUISSE NEW YORK 21,099 21,967 CSX CORP 10,983 11,450 CSX CORP 11,358 11,459 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC COP 11,369 11,272 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO, 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL MORGAN STANLEY 10,997 11,298 MORGAN STANLEY 10,997 11,427 TELEFONICA EMISIONES 11,168 11,167 THE WARRIER CABLE 9,990 10,437 TRAVELERS COMPANIES 0 0 0 0 VERIZON 10,997 11,487	AFLAC	11,151	11,007		
BARCLAYS BANK PLC	AT&T	10,159	11,136		
BBRT CORPORATION	ANHEUSR-BUSCH	11,061	11,208		
CA INC 10,212 10,657 CATERPILLER INC 8,479 10,235 CITTGROUP INC 10,764 10,873 COMCAST CORP 10,285 11,125 CONCOCO PHILLIPS 0 0 0 CREDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,450 CVS / CAREMARK 11,138 11,277 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,466 GENERAL ELECTRIC CAPITAL CORP 11,127 10,472 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,339 KRAFT FOODS INC. 10,161 11,062	BARCLAYS BANK PLC	10,973	11,413		
CATERPILLER INC 8,479 10,235 CITTGROUP INC 33,468 33,833 CITTGROUP INC. 10,764 10,873 COMCAST CORP 10,285 11,125 CONOCO PHILLIPS 0 0 CREDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,450 CVS / CAREMARK 11,189 11,277 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CAPTOR 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,259 11,274 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 HEW LETT-PACKARD CO. 10,990 11,015 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL	BB&T CORPORATION	11,304	11,362		
CITTGROUP INC 33,468 33,833 CITTGROUP INC. 10,764 10,873 COMCAST CORP 10,285 11,125 CONOCO PHILLIPS 0 0 CONOCO PHILLIPS 0 0 CERDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,450 CVS / CAREMARK 11,189 11,277 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,368 HEWUETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,662 MERRILL LYNCH	CA INC	10,212	10,657		
CITIGROUP INC. 10,764 10,873 COMCAST CORP 10,285 11,125 CONCOC PHILLIPS 0 0 CREDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,469 CVS / CAREMARK 11,189 11,277 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 11,062 10,254	CATERPILLER INC	8,479	10,235		
COMCAST CORP 10,285 11,125 CONOCO PHILLIPS 0 0 CREDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,450 CVS / CAREMARK 111,389 11,275 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,329 KRAFT FOODS INC. 111,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 11,054 11,288 MORGAN STANLEY 10,947 11,288 MORGAN ST	CIITGROUP INC	33,468	33,833		
CONOCO PHILLIPS 0 0 CREDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,450 CVS / CAREMARK 11,189 11,277 DIRECT TV 113,58 11,493 GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,709 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,662 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 11,062 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 10,046 11,424	CITIGROUP INC.	10,764	10,873		
CREDIT SUISSE NEW YORK 21,059 21,967 CSX CORP 10,983 11,450 CVS / CAREMARK 11,189 11,277 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,389 HESS CORPORATION 10,551 11,389 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,155 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 10,142 ONTARIO 22,007 22,130	COMCAST CORP	10,285	11,125		
CSX CORP	CONOCO PHILLIPS	0	0		
CVS / CAREMARK 11,189 11,277 DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,109 11,472 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 11,062 MCRGAN STANLEY 10,947 11,288 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 10,066 11,445 PEPSICO INC. 0 0 OPESIZER 10,075 10,528 PRIJEER 10,075 10,528 PRUDENTIAL FINANCIAL	CREDIT SUISSE NEW YORK	21,059	21,967		
DIRECT TV 11,358 11,493 GENERAL ELECTRIC CO 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,284 MORGAN STANLEY 10,947 11,284 MORGAN STANLEY 10,947 11,424 ONTARIO 22,007 22,330 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0 OPETROBAS INT'L FIN CO 22,805 23,469 PFIZER	CSX CORP	10,983	11,450		
GENERAL ELECTRIC CO 0 0 0 GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,428 MORGAN STANLEY 11,501 11,428 MORGAN STANLEY 11,094 11,458 PEPSICO INC. 0 0 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0	CVS / CAREMARK	11,189	11,277		
GENERAL ELECTRIC CAPITAL CORP 11,102 11,446 GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,424 ONTARIO 22,007 22,130 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0 O PETROBAS INTL FIN CO 22,805 23,469 PFIZER 10,075 10,528 PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TALISMAN ENERGY INC. 10,366 10,968 TARGET 9,829 11,427 TELEFONICA EMISIONES 11,168 11,167 TIME WARNER CABLE 9,905 10,437 TRAVELERS COMPANIES 0 0 0 O O O O O O O	DIRECT TV	11,358	11,493		
GENERAL ELECTRIC CAPITAL CORP 11,369 11,127 GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,424 ONTARIO 22,007 22,130 ORACLE CORP 10,086 11,445 PEDSICO INC. 0 0 PETZER 10,075 10,528 PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TALISMAN ENERGY INC. 10,366 10,968 TARGET 9,829 11,427 TIME WARNER CABLE 9	GENERAL ELECTRIC CO	0	0		
GOLDMAN SACHS 9,825 10,472 GOLDMAN SACHS 10,275 10,970 HESS CORPORATION 10,551 11,388 HEWLETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,424 ONTARIO 22,007 22,130 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0 PETROBAS INT'L FIN CO 22,805 23,469 PFIZER 10,075 10,528 PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TALISMAN ENERGY INC. 10,366 10,968 TARGET 9,829 11,427 TELEFONICA EMISIONES 11,168 11,167 TIME WARNER CABLE 9,905 10,437 TRAVELERS COMPANIES 0 0 VERIZON 0 0 VERIZON 10,957 11,487	GENERAL ELECTRIC CAPITAL CORP	11,102	11,446		
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HESS CORPORATION 10,551 11,388 HEW LETT-PACKARD CO. 10,990 11,015 JP MORGAN CHASE 10,150 11,271 JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,424 ONTARIO 22,007 22,130 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0 PETROBAS INT'L FIN CO 22,805 23,469 PFIZER 10,075 10,528 PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TARGET 9,829 11,427 TELEFONICA EMISIONES 11,168 11,167 TIME WARNER CABLE 9,905 10,437 TRAVELERS COMPANIES 0 0 VERIZON 0 0 0 VERIZON 10,957 11,487 <	GOLDMAN SACHS	10,275	10,970		
HEWLETT-PACKARD CO. 10,990 11,015 11,271 10,150 11,271 10,150 11,271 10,150 11,271 10,150 11,271 10,150 11,271 10,150 11,054 11,762 11,054 11,762 11,054 11,762 11,062 10,161 11,062 10,161 11,062 10,176 10,314 10,808 10,477 11,288 10,947 11,288 10,947 11,288 11,501 11,424 11,501 11,424 11,501 11,424 11,501 11,424 11,501 11,424 11,501 11,445 11,601 10,086 11,445 11,450 10,086 11,445 10,075 10,528 10,075 10,528 10,075 10,528 10,075 10,528 10,075 10,528 10,075 10,916 10,968 11,427 10,916 10,968 11,427 10,968 11,427 10,968 11,168 11,167 11,168 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167 11,168 11,167	HESS CORPORATION		11,388		
JOHN DEERE CAPITAL 33,329 33,839 KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,424 ONTARIO 22,007 22,130 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0 PETROBAS INT'L FIN CO 22,805 23,469 PFIZER 10,075 10,528 PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TALISMAN ENERGY INC. 10,366 10,968 TARGET 9,829 11,427 TELEFONICA EMISIONES 11,168 11,167 TIME WARNER CABLE 9,905 10,437 TRAVELERS COMPANIES 0 0 VERIZON 0 0 VERIZON 10,957 11,487 VERIZON 1					
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KRAFT FOODS INC. 11,054 11,762 MERRILL LYNCH & CO. 10,161 11,062 MERRILL LYNCH & CO. 10,176 10,314 MORGAN STANLEY 10,947 11,288 MORGAN STANLEY 11,501 11,424 ONTARIO 22,007 22,130 ORACLE CORP 10,086 11,445 PEPSICO INC. 0 0 PETROBAS INT'L FIN CO 22,805 23,469 PFIZER 10,075 10,528 PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TALISMAN ENERGY INC. 10,366 10,968 TARGET 9,829 11,427 TELEFONICA EMISIONES 11,168 11,167 TIME WARNER CABLE 9,905 10,437 TRAVELERS COMPANIES 0 0 VERIZON 0 0 VERIZON 10,957 11,487	JOHN DEERE CAPITAL		· · · · · · · · · · · · · · · · · · ·		
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PRUDENTIAL FINANCIAL 10,911 10,926 SUNTRUST BANKS ATLANTA 0 0 TALISMAN ENERGY INC. 10,366 10,968 TARGET 9,829 11,427 TELEFONICA EMISIONES 11,168 11,167 TIME WARNER CABLE 9,905 10,437 TRAVELERS COMPANIES 0 0 VERIZON 0 0 VERIZON 10,957 11,487	PFIZER	10,075			
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VERIZON 10,957 11,487		0	0		
		10.957			
WACHOVIA CORP 10,152 11,119					

TY 2010 Investments Corporate Stock Schedule

Name: MW SMITH JR FOUNDATION

Name of Stock	End of Year Book Value	End of Year Fair Market Value
зм со.	3,408	5,217
ABBOTT LABS	0	0
ALLERGAN INC.	2,273	4,995
AMERICAN EUROPACIFIC	30,301	45,760
AMERICAN EXPRESS	2,203	5,687
APACHE CORPORATION	5,265	6,170
AUTO DESK INC	3,016	4,246
ARTISAN FDS INC. MID CAP	9,036	18,891
ARTISAN FDS INC. SMALL CAP	15,628	19,347
AUTOZONE INC	26,214	61,919
BANK OF AMERICA	5,964	4,603
BLACKROCK US OPPORTUNITIES	6,152	5,754
BROOKFIELD ASSET MGMT	45,389	51,579
BUCKEYE TECHNOLOGIES INC.	23,672	52,611
BUFFALO SMALL CAP	9,927	18,962
CATERPILLAR	2,601	5,323
CVS/CAREMARK CORP	4,894	4,885
CHEVRON CORP	1,675	5,142
CHESAPEAKE ENERGY	42,561	26,721
CISCO SYSTEMS INC.	4,858	4,683
CORRECTIONS CORP OF AMERICA	26,000	35,723
DARDEN RESTAURANTS	0	0
DELL INC	0	0
DISNEY WALT CO	0	0
EATON CORP	0	0
EMC CORP MASS	1,955	4,959
EMERSON ELECTRIC	5,351	5,063
ENSCO PLC	31,372	46,638
EXELON CORP	0	0
EXXON MOBIL CORP	4,449	4,883

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FEDEX CORP	39,499	55,962
FISERV INC	47,830	58,872
FLOW SERVE CORP	20,140	35,714
FRONTIER COMMUNICATIONS	0	0
GANNETT INC	56,075	53,700
GARDNER DENVER MACHY INC.	28,979	74,384
GARTNER INC.	0	0
GENERAL ELECTRIC CO	5,779	5,847
GOLDMAN SACHS GROUP INC	2,537	3,993
GOOGLE	6,254	5,064
HALIBURTON CO.	2,102	5,100
HCC INS HLDGS INC.	48,915	55,125
HESS CORPORATION	4,575	5,981
HIGH MARK GENEVA MID CAP	19,286	19,173
HOWARD HUGHES CORP	12,796	20,162
INTEL CORP	4,121	4,764
ISHARES TR RUSSELL	0	0
JC PENNY	51,838	47,493
JOHNSON & JOHNSON	4,642	5,987
JP MORGAN CHASE	2,698	4,503
JUNIPER NETWORKS	4,302	5,198
LIBERTY MEDAL HOLDING CORP	40,621	62,888
MCGRAW HILL INC.	3,794	4,610
MANTECH INTL CORP	43,086	47,752
MATTEL INC.	4,188	5,223
MERCK & CO NEW	4,505	4,588
MICROSOFT CORP.	5,311	5,200
MONSANTO NEW	6,096	6,311
MSC INDL DIRECT INC. CL A	49,042	79,572
NEXTERA ENERGY	4,412	4,597

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORFOLK SOUTHERN CORP	3,648	5,994
ORACLE CORPORATION	3,179	4,607
PEPSICO INC	4,217	5,987
PHILLIP MORRIS INTERNAITONAL	2,854	4,941
PLAINS EXPLORATION	29,427	34,308
PROCTOR & GAMBLE	5,076	6,039
PRUDENTIAL FINANCIAL INC.	2,657	5,087
QUALCOMM	2,949	4,827
REPUBLIC SVCS INC CL A	48,656	51,674
ROBER HALF INTL INC	3,775	4,595
SHCLUMBERGER LTD	2,645	5,184
SCRIPPS NEWTORKS	31,768	53,768
SHIRE PLC SPONSORED ADR	45,398	70,186
SIRUS XM RADIO	40,101	49,275
STAPLES INC	6,914	4,740
STATE STREET CORP	4,550	4,960
STEWARD ENTERPRISES INCL CL A	32,360	47,815
STRYKER CORP	3,480	4,695
TEVA PHARMACEUTICALS	4,479	4,822
TEXAS INSTRUMENTS	5,580	5,253
THERMO FISHER SCIENTIFIC	64,604	77,848
THORNBURG INTL	30,693	47,425
TIFFANY & CO.	0	0
TRANSOCAEAN	0	0
TRAVELERS COMPANIES	2,366	4,670
UNITED TECHNOLOGIES	3,231	5,576
VERIZON COMMUNICATIONS	3,565	4,840
VISA INC. CLASS A SHS	6,099	5,898
VF CORP	3,576	5,428
WALGREEN CO	44,441	56,472

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WALMART	0	0
WALTER ENERGY INC.	17,851	69,479
WEATHERFORD INTERNAITONAL LTD	54,866	35,155
WESTERN UNION	0	0
WILLIS GROUP HOLDINGS	26,341	42,063
XTO ENERGY	27,210	42,138

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TY 2010 Investments Government
Obligations Schedule

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Name: MW SMITH JR FOUNDATION

EIN: 63-6018078

US Government Securities - End of

Year Book Value: 538,308

US Government Securities - End of

Year Fair Market Value: 560,626

State & Local Government

Securities - End of Year Book

Value:

State & Local Government

Securities - End of Year Fair

Market Value:

TY 2010 Other Expenses Schedule

Name: MW SMITH JR FOUNDATION

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DISTRIBUTION COMMITTEE MEETING EXPENSE	1,973	0		1,973
DUES	600	0		600
SECRETARY EXPENSE	982	0		982



TY 2010 Other Increases Schedule

Name: MW SMITH JR FOUNDATION

Description	Amount
TIMING DIFFERENCE BOOK AND TAX	733

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TY 2010 Other Professional Fees Schedule

Name: MW SMITH JR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	12,869	12,869		0

TY 2010 Taxes Schedule

Name: MW SMITH JR FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	250	250		0