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Form 990-PF

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

1545-0052 2011

Department of the Treasury Internal Revenue Service

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

		Oct 1 , 201	1, and ending De	c :		
	foundation Alzar Foundation			A	Employer identification nu 45-3444341	mber
Number	and street (or P.O. box number if mail is not delivered to st Poplar Avenue	reet address)	Room/suite 710	В	Telephone number (see the (901) 761-241	
City or t	DWN		ZIP code	С	If exemption application is	pending, check here
Memr			38119	۱	ii exempuon applicauon is	beaming check use - [Y]
G Ch	eck all that apply: X Initial return	Initial Return of a for Amended return	rmer public charity	D	1 Foreign organizations, che	ck here ▶ []
	Address change	Name change		ļ	2 Foreign organizations mee	ting the 85% test, check
H (1(c)(3) exempt private	foundation	1	here and attach computate	on
	Section 4947(a)(1) nonexempt charitable	trust Other taxable	private foundation	E	If private foundation status	
1 7	air market value of all assets at end of year J Ac	counting method: X	Cash Accrual		under section 507(b)(1)(A), check here
) ► <u>:</u>		Other (specify) , column (d) must be o	n cach hasis	F	If the foundation is in a 60 under section 507(b)(1)(B)	
Part						
	Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investme income	:iii	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received (att sch)	41,750,000.				
	2 Ck if the foundn is not reg to att Sch B					
	3 Interest on savings and temporary cash investments	660.	66	0.		
	4 Dividends and interest from securities					
	5 a Gross rents	RECEI	VED			
R	6a Net gain/(loss) from sale of assets not on line 10					
E	b Gross sales price for all assets on line 6a	4 110 1	Š			
Ē	7 Capital gain net income (from Part IV, line 2)	\$ MAR 1 6		_	·	
N U	8 Net short-term capital gain 9 Income modifications	000		_		
Ě	10 a Gross sales less returns and allowances	- OGDEN	, UT 			
	allowances					·
	goods sold					
	c Gross profit/(loss) (att sch)					
	Tr other meetine (attach solledate)					
	12 Total. Add lines 1 through 11	41,750,660.		0.		
	13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages	52,500.				. 52,500.
	15 Pension plans, employee benefits	5,664.				5,664.
A	16a Legal fees (attach schedule). L-16a. S.tmt					5,285.
Ď M	b Accounting fees (attach sch)			\Box		
0 1	c Other prof fees (attach sch)					
	17 Interest		 			
PERAT	18 Taxes (attach scheduleXsee instrs)					
i i	sch) and depletion					· ·
N V	20 Occupancy					
A E	22 Printing and publications					
A X P	23 Other expenses (attach schedule)	50.001		1		E2 201
K	See Line 23 Stmt	52,201.		{		52,201.
Ĕ	24 Total operating and administrative expenses. Add lines 13 through 23.	115,650.				115,650.
	25 Contributions, gifts, grants paid	85,000.		_]		85,000.
	26 Total expenses and disbursements. Add lines 24 and 25	200, 650.			1	200,650.
	27 Subtract line 26 from line 12:	200,0001		_		
	a Excess of revenue over expenses and disbursements	41,550,010.		1		;
	b Net Investment income (if negative, enter -0-)	41,000,010.	66	0.		
	C Adjusted not income (d negative enter .0.)		· · · · · · · · · · · · · · · · · · ·	$\neg \uparrow$,

BAA For Paperwork Reduction Act Notice, see instructions.

SCANNED APR 1 2 2012

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Form 990-PF (2011) C 4 B . O C 1

Form	1 990	PF (2011) The Alzar Foundation		45-344	
Dart II		Balance Sheets Attached schedules and amounts in the description column should be for end-of year amounts only. (See instructions.)	Beginning of year		f year
<u> </u>			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments		41,486,820.	41,486,820.
	3	, 1600 E 116 1000 116 010 1111 1111 1111			
		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 instructions)			
_	7	Other notes and loans receivable (attach sch).			
ASSETS	}	Less: allowance for doubtful accounts ►			
š	8	Inventories for sale or use			
E	9	Prepaid expenses and deferred charges			
S	10:	a Investments — U.S. and state government obligations (attach schedule)			
		b Investments — corporate stock (attach schedule)			
		c Investments — corporate bonds (attach schedule)			
	1	Investments - land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments – mortgage loans			
		Investments - other (attach schedule)			
		Land, buildings, and equipment: basis►		•	
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe Deposits)		63,190.	63,190.
		Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)		41,550,010.	41,550,010.
Ļ	17	Accounts payable and accrued expenses			1
A	18	Grants payable			
A B	19	Deferred revenue			•
Ľ	20	Loans from officers, directors, trustees, & other disqualified persons			4
ī	21	Mortgages and other notes payable (attach schedule)			i
Ţ	22	Other liabilities (describe			
Ė	l				•
S	23	Total liabilities (add lines 17 through 22)			:
	ļ Ł	Foundations that follow SFAS 117, check here			
N F	24	Unrestricted			
N F E U T N	25	Temporarily restricted			1
D	26	Permanently restricted			
A B A L A N		Foundations that do not follow SFAS 117, check here . > X and complete lines 27 through 31.			
ĔL	27	Capital stock, trust principal, or current funds			, , !
SNC	28	Paid-in or capital surplus, or land, building, and equipment fund			
0 E	29	Retained earnings, accumulated income, endowment, or other funds		41,550,010.	
R S	30_		-	41,550,010.	
	31	Total liabilities and net assets/fund balances (see instructions)	0.	41,550,010.	,
Parl	III .	(see instructions) Analysis of Changes in Net Assets or Fund Balance	·s		
		net assets or fund balances at beginning of year — Part II, colur of-year figure reported on prior year's return)		ree with	
2	Fnte	r amount from Part I, line 27a		2	41,550,010.
3	Other	increases not included in line 2 (Itemize)			41,330,010.
4	Dake Add	lines 1, 2, and 3			41,550,010.
					41,000,010.
J		ases not included in line 2 (itemize)			

orm 990-PF (2011) The Alzar	Losses for Tax on Investment	Income		45-3444341	Page
(a) List and descri	be the kind(s) of property sold (e.g., rouse; or common stock, 200 shares ML	eal estate.	(b) How acquired P — Purchase	(C) Date acquired (month, day, year)	(d) Date sold (month, day, yea
·	use, or common stock, 200 shares with	C Company)	D — Donation		
1a				 	
<u>b</u>	· · · · · · · · · · · · · · · · · · ·			 	
<u>c</u>	· · · · · · · · · · · · · · · · · · ·			 	
<u>d</u>			<u> </u>		
e	1 (2)		 	1 2 2 2	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sal		(h) Gain or (e) plus (f) m	
3					
ь					
С					
<u>d</u>					
е	<u> </u>				
	ing gain in column (h) and owned by			(I) Gains (Colu	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if ar		gain minus column (k nan -0-) or Losses (in	
a					
b					
С					
d					
e					
in Part I, line 8	e 8, column (c) (see instructions). If (I r Section 4940(e) for Reduced	<u> – .</u>	nt Income		
in Part I, line 8 art V Qualification Under or optional use by domestic private section 4940(d)(2) applies, leave the as the foundation liable for the sectives, the foundation does not qual 1 Enter the appropriate amount i (a) Base period years Calendar year (or tax year)	r Section 4940(e) for Reduced e foundations subject to the section 49	Tax on Net Investment 40(a) tax on net investment aunt of any year in the base plete this part.	period?	Yes (d) Distribution umn (b) divided t	
in Part I, line 8 Part V Qualification Under or optional use by domestic private section 4940(d)(2) applies, leave the as the foundation liable for the sectives, the foundation does not qual 1 Enter the appropriate amount in Base period years Calendar year (or tax year beginning in)	r Section 4940(e) for Reduced e foundations subject to the section 49 his part blank. Itton 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year, see the	Tax on Net Investment 40(a) tax on net investment funt of any year in the base plete this part. instructions before making a (c) Net value of	period?	(d) Distribution	ratio
in Part I, line 8 art V Qualification Under or optional use by domestic private section 4940(d)(2) applies, leave the as the foundation liable for the sec Yes,' the foundation does not qual 1 Enter the appropriate amount i (a) Base period years Calendar year (or tax year beginning in)	r Section 4940(e) for Reduced e foundations subject to the section 49 his part blank. Itton 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year, see the	Tax on Net Investment 40(a) tax on net investment funt of any year in the base plete this part. instructions before making a (c) Net value of	period?	(d) Distribution	ratio
in Part I, line 8 Part V Qualification Under or optional use by domestic private section 4940(d)(2) applies, leave the as the foundation liable for the sectives, the foundation does not qual 1 Enter the appropriate amount i (a) Base period years Calendar year (or tax year beginning in) 2010 2009	r Section 4940(e) for Reduced e foundations subject to the section 49 his part blank. Itton 4942 tax on the distributable amount of the section 4940(e). Do not comin each column for each year, see the	Tax on Net Investment 40(a) tax on net investment funt of any year in the base plete this part. instructions before making a (c) Net value of	period?	(d) Distribution	ratio
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in Part I, line 8	r Section 4940(e) for Reduced e foundations subject to the section 49 this part blank. Ition 4942 tax on the distributable amount for under section 4940(e). Do not comin each column for each year, see the (b) Adjusted qualifying distributions	Tax on Net Investment 40(a) tax on net investment aunt of any year in the base plete this part. instructions before making a (c) Net value of noncharitable-use ass	period? any entries.	(d) Distribution	ratio
in Part I, line 8	r Section 4940(e) for Reduced e foundations subject to the section 49 his part blank. Ition 4942 tax on the distributable amo lify under section 4940(e). Do not com n each column for each year, see the (b) Adjusted qualifying distributions	Tax on Net Investment 40(a) tax on net investment aunt of any year in the base plete this part. instructions before making a (c) Net value of noncharitable-use ass	period? any entries. ets (col	(d) Distribution	ratio
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in Part I, line 8	r Section 4940(e) for Reduced e foundations subject to the section 49 his part blank. Ition 4942 tax on the distributable amo lify under section 4940(e). Do not com in each column for each year, see the (b) Adjusted qualifying distributions the 5-year base period — divide the total in has been in existence if less than 5 in table-use assets for 2011 from Part X frome (1% of Part I, line 27b)	Tax on Net Investment A0(a) tax on net investment aunt of any year in the base plete this part. Instructions before making a (c) Net value of noncharitable-use ass all on line 2 by 5, or by the years , line 5	period? any entries. ets (col	(d) Distribution	ratio

Form	1990-PF (2011) The Alzar Foundation 45-3444341			Page 4
Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instruction	ns)		
1 a	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 instrs)			
E	Domestic foundations that meet the section 4940(e) requirements in Part V,			13.
	check here . ▶ ☐ and enter 1% of Part I, line 27b			
•	: All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable	-		
	foundations only. Others enter -0-)			<u>0.</u>
3	Add fines 1 and 2 3			13.
4	Subtitle A (Income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).			<u>0.</u>
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0 5		-	13.
6	Credits/Payments:			
a	2011 estimated tax pmts and 2010 overpayment credited to 2011 6a			
b	Exempt foreign organizations — tax withheld at source			
C	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld			
7				
8	Enter thy perianty for disappayment of estimated tax: one of the enter the estimated tax:			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			13.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			<u> </u>
11 Pa-	Enter the amount of line 10 to be: Credited to 2012 estimated tax			
		_	Yes	No
1 a	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?	l la	162	X
				-
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1ь		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.	1		;
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 > \$ (2) On foundation managers > \$,
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers > \$			}
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
•	If 'Yes,' attach a detailed description of the activities.	<u> </u>		 ^ ,
	·			
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
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			x
	If 'Yes,' has it filed a tax return on Form 990-T for this year?			
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If 'Yes,' attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			ļ '
	By language in the governing instrument, or			1 !
	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, column (c), and Part XV	7	Х	<u> </u>
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	TN - Tennessee	-		1
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	:-		i
		86	<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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV.	9		<u> </u>
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names	,,	v	
RAA	and addresses	10	X O DE	(2011)

FOI	1 930-PF (2011) The Alzar Foundation	42-144474	<u> </u>		-age
Pa	t VII-A Statements Regarding Activities (continued)				
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)		11		x
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified advisory privileges? If 'Yes,' attach statement (see instructions)	person had	12		х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption ap			x	
14	Website address		761	-247	
14	The books are in care of > Joseph L. Ott Telephone no Located at > 6410 Poplar Avenue, Ste 710 Memphis TN ZIP + 4 >	<u> </u>		- 41/	3
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		 	₽	
	·			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authobank, securities, or other financial account in a foreign country?		16		Х
<u> </u>	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name foreign country	of the			
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required				
٦.	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		├─┤	Yes	No
14	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?	Ves V No	} }	1	
		ies kino		İ	
	(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?			Ì	
	(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 X 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 X 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 instructions)?		1 b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ 🔲 🔠			
С	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 2011?		 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)).	-			!
а	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	res 🗵 No			ļ
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)((relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2 all years listed, answer 'No' and attach statement — see instructions)) to	2b		! _X
С	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 , 20				
3a		res 🕱 No			
b	If 'Yes,' did it have excess business holdings in 2011 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 2011).		3Ь		· · · · · · · · · · · · · · · · · · ·
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		48		x
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could peopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4ь		i i
ŘΔA			m 990	-PF (2	2011)

Year WI-R Statements Regarding Activities for Which Form 4720 May Be Required (continued)	orm 990-PF (2011) The Alzar Foundat	ion		45-344	44341	Page 6
Sa During the year did the foundation pay or incur any amount to: Clearly on propagands, or diverses attempt to influence tegration (section 4945(e))?	art VII-B Statements Regarding Activit	ies for Which Forn	n 4720 May Be Req	uired (continued)		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any other registration of very (3) Provide a grant to an individual for travel, study, or other smaller purposes? (4) Provide a grant to an individual for travel, study, or other smaller purposes? (5) Provide for any purpose other than religious, charilable, scentific, therapy, or educational purposes, or for the prevention of cruelly to children or animals? (6) Provide for any purpose other than religious, charilable, scentific, therapy, or educational purposes, or for the prevention of cruelly to children or animals? (7) Provide for any purpose other than religious, charilable, scentific, therapy, or educational purposes, or for the prevention of cruelly to children or animals? (8) Provide for any purpose other than religious, charilable, scentific, therapy, or educational purposes, or for the prevention of cruelly to children or animals? (9) Provide a grant to an operation of cruelly to children or animals? (9) Provide a grant to an operation of cruelly to children or animals? (1) Provide for any purpose other than religious, charilable, scentific, therapy, or the contract or the crue of the provide section of the company of the crue day of the provided provided to section from the crue of	5a During the year did the foundation pay or inci-	ur any amount to:			[[1
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any worker registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an individual for travel, study, or other similar purposes? (5) Provide for any purpose other than relatious, excitina 4940(0)(2)? (see instructions). (5) Provide for any purpose other than relatious, excitinates, exemitive, therapy, or educational purposes, or for the prevention of creetly to children or animate? (6) Provide for any purpose other than relatious, excitinates, exemitive, therapy, or educational purposes, or for the prevention of creetly to children or animate? (7) Provide for any purpose other than relatious, excitinates, the capture of the exceptions (see instructions) and the complex of the excitination of creetly to children or animate? (8) Provide for any purpose, or for the prevention of creetly to children or animate? (9) Provide for any purpose of the than relations are exceptions as exceptions are exceptions as exceptions are exceptions as exceptions are exceptions. (9) If any answer is "Yes" to See (1) A complex of the prevention of the exceptions are exception from the law purposes, or for the prevention of the exception of th	(1) Carry on propaganda, or otherwise attem	pt to influence legislation	on (section 4945(e))?	🔲 Yes 🗓	No	
(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No (4) Provide a grant to an individual for travel, study, or other similar purposes? Yes No (5) Provide for any purpose other than religious, charidate, screntific, not not provide in section 59(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). Yes No bit any answer is Yes 10 5a(1)-(5), did any of the transactions fall to qualify under the exceptions described in Regulations section 33-495 or in a current notice regarding disaster assistance (see instructions)? Organizations selvino on a current notice regarding disaster assistance check here Show Organizations relying on a current notice regarding disaster assistance check here Show Organizations relying on a current notice regarding disaster assistance check here Yes No Organizations relying on a current notice regarding disaster assistance check here Yes No Organizations relying on a current notice regarding disaster assistance check here Yes No Organizations relying on a current notice regarding disaster assistance check here Yes No Organizations relying on a current notice regarding disaster assistance check here Yes No Organizations relying on a current notice regarding disaster assistance check here Yes No Organizations relying to the provide of the study of the contract Yes No Organizations relying to the provide of the study of the contract Yes No Organizations relying to the provide of the study of the contract Yes No Organizations relying to the provide of the study of the contract Yes No Organizations relying to the study of the study of the study of the form study of the form study of the form study of the study of the form study of the study of t	(2) Influence the outcome of any specific put on, directly or indirectly, any voter registr	olic election (see section ation drive?	n 4955); or to carry		No	
in section 599(a)(1), (2), or (3), or (3), or (4),	(3) Provide a grant to an individual for travel	, study, or other similar	purposes?		No	'
educational purposes, or for the prevention of cruelty to children of animates	(4) Provide a grant to an organization other t in section 509(a)(1), (2), or (3), or section	than a charitable, etc, on 4940(d)(2)? (see instri	rganization described uctions)	🗌 Yes 🕱	No	,
(a) Name and address (b) Titles and surrent notice regarding disaster assistance check here	educational purposes, or for the prevention	on of cruelty to children	or animais		No	
Criganizations relying on a current notice regarding disaster assistance check here. If Yes, a that he statement required by Regulations section 53:4945-5(9). So Did the foundation, during the year, receiver any funds, directly, or indirectly, to pay premiums on a personal benefit contract? If Yes, attach the statement required by Regulations section 53:4945-5(9). So Did the foundation, during the year, receiver any funds, directly or indirectly, to pay premiums on a personal benefit contract? If Yes, the year, the year premiums, directly or indirectly, to a personal benefit contract? If Yes (to 6), the Form 8870. To Al any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? If Yes, the foundation receive any proceeds or have any net income attributable to the transaction? It List all officers, directors, trustees, foundation managers and their compensation (see instructions). It List all officers, directors, trustees, foundation managers and their compensation (see instructions). (a) Name and address (b) Title, and verage (c) Compensation (see instructions). (a) Name and address The Halper of the remover of the properties of	(see 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(3). 5a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 5b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 5b Did the foundation, during the year, was the foundation a party to a prohibited tax shelter transaction? 7c At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7d At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7d Did Tress, did the foundation receive any proceeds or have any net income attributable to the transaction? 7d Did Tress, did the foundation receive any proceeds or have any net income attributable to the transaction? 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions). 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions). 1 List all officers, directors, trustees, foundation managers and their compensation (frot paid, enter -0.) 1 (a) Name and address 1 Did Poplar Avenue, Ste 710 1 Departy Avenue, Ste 710 2 Director 2 Director 3 Director 3 Director 4 Director 4 Director 5 Director 6 Director 6 Director 6 Director 7 Director 7 Director 7 Director 7 Director 7 Director 7 Director 8 Director 9 D	Organizations relying on a current notice rega	arding disaster assistan	ce check here			Ì
### Annual Contractors Statement required by Regulations section 33.494-5(d) Sa Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums Yes No on a personal benefit contract? Sa Did the foundation during the year, pay premiums, directly or indirectly, to pay premiums Yes No on a personal benefit contract? Yes Sa Did the foundation of fundation a party to a prohibited tax shelter transaction? Yes No Yes To Did the foundation receives any proceeds or have any net income attributable to the transaction? Yes No Yes Yes No Yes Yes No Yes Yes Yes No Yes	c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	the foundation claim exisibility for the grant? .	emption from the	Yes	No	1
bill the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If Yes' to 6b, file Form 8870. Bit Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? It Ist all officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors List all officers, directors, trustees, foundation managers and their compensation (see instructions). (a) Name and address (b) Tite, and average the violation of five highest-paid employees (other than those included on line 1 – see instructions). Examphia TN 38119 Enformation about Officers, Directors, Trustees, Foundation for paid, enter -0, on the compensation of the highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NORE. Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NORE. Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NORE. (c) Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NORE. (d) Name and address of each employee (b) Title, and average (c) Compensation (d) Contributions to employee benefit plans and defered compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter 'NORE. (e) Expense account, other allowances on the paid more than \$50,000 (c) Title, and average (c) Compensation (d) Contributions to employee benefit plans and defered compensation of the remaining that the paid that	If 'Yes,' attach the statement required by Reg	ulations section 53.494	5-5(d).			
### Avanue Ste 710 Barper At 10 Poplar Avenue At 10 Poplar Avenue At 10 Poplar Avenue At 10 Poplar Avenue Avenue Avenue Avenue	on a personal benefit contract?			[] 165 [A]		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	b Did the foundation, during the year, pay prem	iums, directly or indirec	tly, on a personal bene	fit contract?	[6Ы	X
Bill Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b						;
Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors 1	7a At any time during the tax year, was the foun	dation a party to a proh	ibited tax shelter transa	action? Yes X		
Titles and Contractors 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions). (a) Name and address (b) Title, and average (c) Compensation (d) Contributions to employee benefit plans and deferred compensation (c) Expense account, other allowances plans and deferred compensation (d) Contributions to employee benefit plans and deferred compensation (e) Expense account, other allowances plans and deferred compensation (e) Expense account, other allowances plans and deferred compensation (f) not paid, enter -0-1 plans and deferred compensation (g) Rapper	b If 'Yes,' did the foundation receive any proces	eds or have any net inco	Equipolation Manage	ransaction?		
(a) Name and address (b) Title, and average heaved to position (c) Compensation (d) Contributions to ether allowances (d) Contributions to ether allowances (e) Expense account, other allowances (f) Total paid, enter -0-1 (e) Expense account, other allowances (g) Compensation (g) Compensation (d) Contributions to ether allowances (g) Compensation (e) Expense account, other allowances (g) Compensation (e) Contributions to ether -0-1 (e) Expense account, other allowances (g) Compensation (e) Contributions to ether -0-2 (e) Expense account, other allowances (g) Compensation (g) Compensation (e) Contributions to ether -0-2 (e) Expense account, other allowances (g) Compensation (g) Compensation (e) Contributions to ether -0-2 (e) Expense account, other allowances (g) Compensation of Five highest-paid employees (e) Expense account, other allowances (e) Expense account, other allowances (g) Compensation of Five highest-paid employees (e) Expense account, other allowances (e) Compensation (g) Compensation (e) Contributions to ether allowances (g) Compensation (e) Contributions to ether hand those included on line 1 – see Instructions). If none, enter NONE. (g) Compensation (e) Contributions to ether hand those included on line 1 – see Instructions). If none, enter NONE. (g) Compensation (e) Contributions to ether hand those included on line 1 – see Instructions). If none, enter NONE. (g) Compensation (e) Contributions to ether hand those included on line 1 – see Instructions). If none, enter NONE. (g) Compensation (e) Contributions to ether hand those include	and Contractors				impioyees	·
tall number of other employees paid over \$50,000. TEAMSS 1,00001 American R. Boyd Interesting the devoted to position devoted to position devoted to position plans and deferred compensation other allowances of the rallowances plans and deferred compensation other allowances plans and deferred compensation plans and deferred compe	1 List all officers, directors, trustees, foundation			_	(a) Evans	
amphis TN 38119 20 Harper 110 Poplar Avenue, Ste 900 30 Director 310 Poplar Avenue, Ste 900 3110 Poplar Avenue, Ste 710 3110 Poplar Avenue, Ste 900 3110 P	(a) Name and address	hours per week	(c) Compensation (if not paid, enter -0-)	employee benefit plans and deferred		
### A 10 Poplar Avenue, Ste 710 Executive Popular Avenue, Ste 710 August 19 August 1	ames R. Boyd					
Director amphis TN 38119 1.00 3.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0		Exec. Dir. & Director				
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Treasurer 4.00 Poplar Avenue, Ste 710 emphis TN 38119 4.00 O. O. O. Compensation of five highest-paid employees (other than those included on line 1— see Instructions). If none, enter 'NONE.' (a) Name and address of each employee paid more than \$50,000 Diagram of the highest-paid employee (b) Title, and average hours per week devoted to position of the paid more than \$50,000 Diagram of the highest-paid employee (b) Title, and average hours per week devoted to position of the paid more than \$50,000 Diagram of the member of other employees paid over \$50,000. TEFA0306 1205011	110 Poplar Avenue, Ste 900		_	_		_
#10 Poplar Avenue, Ste 710 emphis TN 38119 # 0. 0. 0. 0. # Information about Officers. Directors, Trustees, Etc. # 2 Compensation of five highest-paid employees (other than those included on line 1 – see Instructions). If none, enter 'NONE.' # (a) Name and address of each employee paid more than \$50,000 # (b) Title, and average hours per week devoted to position # (c) Compensation (d) Contributions to employee benefit plans and deterred compensation # (a) Compensation (d) Contributions to employee benefit plans and deterred compensation # (b) Title, and average hours per week devoted to position # (c) Compensation (d) Contributions to employee benefit plans and deterred compensation # (a) Contributions to employee benefit plans and deterred compensation # (b) Title, and average hours per week devoted to position # (c) Compensation (d) Contributions to employee benefit plans and deterred compensation # (b) Title, and average hours per week devoted to position # (c) Compensation # (d) Contributions to employee benefit plans and deterred compensation # (e) Expense account, other allowances # (b) Title, and average hours per week devoted to position # (c) Compensation # (d) Contributions to employee benefit plans and deterred compensation # (c) Expense account, other allowances # (d) Contributions to employee benefit plans and deterred compensation # (d) Contributions to employee benefit plans and deterred compensation # (d) Contributions to employee benefit plans and deterred compensation # (d) Contributions to employee benefit plans and deterred compensation # (e) Expense account, other employees paid over \$50,000. # (b) Title, and average hours per week devoted to position # (d) Contributions to employees paid to expense per week devoted to position # (d) Contributions to expense per week devoted to position # (d) Contributions to expense per week devoted to position # (d) Contributions to expense per week devoted to position # (e) Expense per week devoted to position # (d) Contri		1.00	0.	0.		0.
emphis TN 38119 4.00 0. 0. 0. 0. To information about Officers, Directors, Trustees, Etc. 2 Compensation of five highest-paid employees (other than those included on line 1 – see Instructions). If none, enter 'NONE.' (a) Name and address of each employee hours per week devoted to position paid more than \$50,000 (b) Title, and average hours per week devoted to position compensation (c) Compensation (d) Contributions to employee benefit plans and deferred compensation other allowances compensation (e) Expense account, other allowances compensation (c) Title, and average hours per week devoted to position (e) Expense account, other allowances compensation (e) E				•		
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2 Compensation of five highest-paid employees (other than those included on line 1 – see Instructions). If none, enter 'NONE.' (a) Name and address of each employee paid more than \$50,000 (b) Title, and average hours per week devoted to position (c) Compensation (d) Contributions to employee benefit plans and deferred compensation other allowances (e) Expense account, other allowances other allowances None	is a normalion about Ource. 2' Director 2' Lingles 2' Cir.	1				
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otal number of other employees paid over \$50,000	(a) Name and address of each employee	(b) Title, and average hours per week		(d) Contributions to employee benefit plans and deferred	(e) Expense	
otal number of other employees paid over \$50,000	one					
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A TEEA0306 12/05/11 Form 990-PF (20] 1 カ カ カ カ カ				<u></u> ▶	_ <u></u>	None
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Part		
	and Contractors (continued)	
<u> </u>	(a) Name and address of each person paid more than \$50,000 (b) Type of service	(a) Composables
None		(c) Compensation
2.2.2.		
- <i>-</i> -		
-		
		**
	number of others receiving over \$50,000 for professional services	None
Part	X-A Summary of Direct Charitable Activities	
List the i	foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of tions and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
	The Foundation performs no direct charitable activities.	
	he exempt purpose is carried out via contributions to existing charitable organizations.	
_		0.
2 _		
-		
3 _		
_		
		
4 -		
-		
Part	X-B Summary of Program-Related Investments (see instructions)	
	be the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
	Yone	Amount
_		0.
2 _		
-		
All oth	ner program-related investments. See instructions.	
3 _		
_		
Total	Add lines 1 through 3	None
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Part X Minimum Investment Return (All domestic foundations must complete this part. F see instructions.)	oreign	
1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: a Average monthly fair market value of securities	. 1a	0.
b Average of monthly cash balances	. 1b	14,433,771.
c Fair market value of all other assets (see instructions)		63,191.
d Total (add lines 1a, b, and c)		14,496,962.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c	Γ	·
(attach detailed explanation)	1 1	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	. 3	14,496,962.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	217,454.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	. 5	14,279,508.
6 Minimum investment return. Enter 5% of line 5	. 6	176,048.
Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private open	ating f	oundations
and certain foreign organizations check here ► and do not complete this part.)	- 3	
1 Minimum investment return from Part X. line 6	. 1	176,048.
1 Minimum investment return from Part X, line 6		
b Income tax for 2011. (This does not include the tax from Part VI.)	1	
c Add lines 2a and 2b	2 c	13.
3 Distributable amount before adjustments. Subtract line 2c from line 1		176,035.
4 Recoveries of amounts treated as qualifying distributions		
5 Add lines 3 and 4		176,035.
6 Deduction from distributable amount (see instructions)		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		176,035.
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	200,650.
b Program-related investments – total from Part IX-B	1Ы	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)		
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	200,650.
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 instructions)		0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	200,650.
Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whethe qualifies for the section 4940(e) reduction of tax in those years.	r the fou	ındatıon
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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI,				176 025
2 Undistributed income, if any, as of the end of 2011:				176,035.
a Enter amount for 2010 only				
b Total for prior years: 20, 20, 20				
3 Excess distributions carryover, if any, to 2011:			_	
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part				
XII, line 4: \$ 200,650.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions).				·
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2011 distributable amount				
e Remaining amount distributed out of corpus.	200,650.		· · · · · · · · · · · · · · · · · · ·	
5 Excess distributions carryover applied to 2011				
(If an amount appears in column (d), the same amount must be shown in column (a))	,		Í	
6 Enter the net total of each column as				
Indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	200,650.			<u> </u>
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		,
c Enter the amount of prior years' undistribut-			-	
ed income for which a notice of deficiency has been issued, or on which the section				j
4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable		_		ı
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from				
line 2a, Taxable amount — see instructions			0.	
f Undistributed income for 2011. Subtract lines	1	Í		
4d and 5 from line 1. This amount must be distributed in 2012				176,035.
7 Amounts treated as distributions out of				170,033.
corpus to satisfy requirements imposed		ļ		
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		,	j	
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions).	0.			i
· · · · · · · · · · · · · · · · · · ·				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	200,650.			
10 Analysis of line 9	}			į
a Excess from 2007 . 0 .	İ			•
b Excess from 2008				
c Excess from 2009 0. d Excess from 2010 0.				1
e Excess from 2011 200,650.		,		;
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Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) M/A Is if the foundation has received a uting or determination letter that it as private operating foundation, and the ruting is effective for 2011, enter the date of the ruting. Is the fective for 2011, enter the date of the ruting Is the fective for 2011, enter the date of the ruting Is the fective for 2011, enter the date of the ruting Is the fective for 2011, enter the date of the ruting Is the fective for 2011 Is the fective	Form 990-PF (2011) The Alzar Foundat:				45-3444341	. Page 10
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(0/30 or 19342(0/30 or 19342(0	Part XIV Private Operating Foundation	ons (see instru	uctions and Par	t VII-A, question	9)	N/A
2a Einter the tesser of the adjusted net income from Part I of the minimum investment return from Part I of the minimum investment return from Part I of the minimum investment return from Part I of the minimum investment return from Part I of the part I	1 a If the foundation has received a ruling or de is effective for 2011, enter the date of the ru	termination letter	that it is a private	operating foundation	, and the ruling	
income from Part I or the minimum investment return from Part X for each year listed. 6 Daultying distributions from Part XII, lime 4 for each year listed. 6 Caultying distributions from Part XII, lime 4 for each year listed. 6 Part All Part I was a search year listed. 6 Part All Part I was a search year listed. 6 Caultying distributions from Part XII, lime 4 for each year listed. 6 Part All Part I was a search year listed. 6 Part All Part I was a search year listed. 6 Caultying distributions from Bart XII, lime 6 for each year listed upon: a 'Assets' alternative lest — enter: (1) Value of all assets. (2) Value of assets qualifying under section 4942(0)(38)(3). b 'Endowment' alternative lest — enter: (1) Value of all assets. (2) Value of assets qualifying under section 4942(0)(38)(3). b 'Endowment' alternative lest — enter: (1) Total support other than gross dividends, rents, payments on securities learns (section 512(a)(5)), or royalties, enter, payments on securities learns (section 512(a)(5)), or royalties). (2) Support from general public and 5 or mere earnyl origanization. (3) Largest amount of support from an exempt origanization income. (4) Gross investment income. (4) Gross investment income. Part XVI Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.) 1 Information Regarding Foundation Managers: a 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 a particership or other entity) of which the foundation has a 10% or greater interest. 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Check here * XI if the foundation only makes contributions to preselected chanitable organizations under other conditions, complete lems 2a, b, c, and d. a The name, address, and telephone number of the person to whom applications should be addressed. b The form in which applications shoul	b Check box to indicate whether the foundation	n is a private ope	erating foundation		4942(j)(3) or	4942()(5)
investment return from Part X for each year listed	2a Enter the lesser of the adjusted net					
c Cushiying distributions from Part XII, line 4 for each year Islate of cachy serious of an each year Islate of cachy serious of the stock of the cachy serious of the stock of seven serious of seven serious of the stock of seven serious of seven serious of the stock of seven serious of serious of the alternative test related upon: a 'Assets' alternative test eledic upon: a 'Assets' alternative test eledic upon: a 'Assets' alternative sets eledic upon: a 'Assets' alternative sets eledic upon: a 'Assets' alternative sets eledic upon: b 'Endowment laternative test eledic upon: c Support alternative test eledic upon: d Support alternative test eledic upon: d Support alternative test eledic upon: a Support alternative test eledic upon: a Support alternative test eledic upon: a Support alternative test eledic upon: a Support alternative test eledic upon: a Information Regarding Contribution who own 10% or more of the stock of a corporation (or an equally large portion of the ownership a partifership or other entity) of which the foundation who as a 10% or greater interest: C Su	investment return from Part X for	(a) 2011	(ь) 2010	(c) 2009	(d) 2008	(e) Total
iline 4 for each year listed. d Annousin included in line 2 not used directly for active conduct of exempt activities. C Qualifying distributions made directly for active conduct of exempt activities. Subtract line 26 from line 2c. 3 Complete 3a, b, or c for the alternative test — enter: (1) Value of all assets — enter: (1) Value of all assets — enter: (2) Value of assets qualifying under section 9492(0)(3(9)(0). b Endowment alternative test — enter 27 and maintenance and enternative section 9492(0)(3(9)(0). b Endowment alternative test — enter 27 and maintenance and enternative section 9492(0)(3(9)(0). b Endowment alternative test — enter 27 and maintenance and enternative section 9492(0)(3(9)(0). c Support internative test — enter: (1) Total support other than gross investment income (interest), on securities loans (section 512(a)(6)), or royalties). (2) Support from general piblic and 5 or more securities and enternative securities. (3) Largest amount of support from an exempt organization as growded many securities and enternative securities and enternative securities. (3) Largest amount of support from an exempt organization managers: a List any managers of the foundation who have contributed more than \$5,000, (See section \$97(6)(2).) O. Mason Bawkins b List any managers of the foundation who have contributed more than \$5,000, (See section \$97(6)(2).) c) Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Chack 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 tiems 2a, b., c., and d. b The form in which applications should be submitted and informati	b 85% of line 2a					
for active conduct of exempt activities © Qualifying distributions made directly for active conduct of exempt activities. Subtract like 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 all assets (3) Value of assets qualifying under section 4942(Q1090), under section 4942(Q1090), under section 4942(Q1090), under section 4942(Q1090), under section 4942(Q1090), under section 4942(Q1090), under section 1942(Q1090), under s	c Qualifying distributions from Part XII, line 4 for each year listed		<u> </u>			
for active conduct of exempt activities. Subtract line 2d from line 2c. Complete 3a, b, or c for the alternative test — enter: (1) Value of alsasets (auditiving under section 4942(0)(3)(6)(0). b' Endowment alternative test — enter 27.3 of minimum exempts (approximately active test — enter 27.3 of minimum exempt (approximately active test — enter 27.3 of minimum exempt (approximately active test — enter 27.3 of minimum exempt (approximately active test — enter 27.3 of minimum exempt (approximately active test — enter 27.3 of minimum exempt (approximately active test — enter 27.3 of minimum exempt (approximately active test — enter (active test — enter (b) (active test — enter (c) (b) (active test — enter (c) (c) (c) (c) (c) (c) (c) (c) (c) (c)	for active conduct of exempt activities		·			
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(2) Value of assets qualifying under section 4942(0)(3(6))(5)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)	a 'Assets' alternative test — enter:					
b Enfowment alternative test — enter 2/3 of minimum investment etum shown in Part X, line 6 for each year listed. C Support' alternative test — enter: (1) Total support other than gross investment income (interest, on securities loans (section 512(a)(5)), or royalties). (2) Support from general public and 5 or more exempt organizations as provided in section 492((3)(5)(8)(iii)). (3) Largest amount of support from an exempt organization income. Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.) Part Xv Supplementary Information 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).) O. Mason Bawkins b List any managers of the foundation who have contributed more than \$5,000). (See section 507(d)(2).) 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 a partnership or other entity) of which the foundation has a 10% or greater interest. 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Check here * X 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: b The form in which applications should be submitted and information and materials they should include: c Any submission deadlines:	` ' F	<u> </u>		-		
minimum investment return shown in Parl X, line 6 for each year listed — enter: (1) Total support other than gross investment income (interest, dividends, rents, payments of the companies of t	r					
(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 492(f)(3)(9)(iii) (3) Largest amount of support from an exempt organization (4) Gross investment income (4) Gross investment income (5) Support from general public and 5 or more exempt organization of support from an exempt organization (6) Information Regarding Foundation Managers: a List any managers of the foundation who have contributed more than \$5,000). (See section 507(d)(2).) O. Maeon Hawkins 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 a partnership or other entity) of which the foundation has a 10% or greater interest. 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Chack here P X If the foundation only makes contributions to preselected charilable 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: b The form in which applications should be submitted and information and materials they should include:	minimum investment return shown in Part X,					
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 492(0)(50)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)(6)	c 'Support' alternative test - enter:			1	ľ	
more exempt draganzations as provided in section 4942(3)(3)(3)(3)(3)(3)(3)(3)(3)(3)(3)(3)(3)(investment income (interest, dividends, rents, payments on securities loans (section					
an exempt organization	more exempt organizations as provided					
Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year — see instructions.) 1	(3) Largest amount of support from an exempt organization		•			
assets at any time during the year — see 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 to close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) O. Mason Hawkins 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 a partnership or other entity) of which the foundation has a 10% or greater interest. 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Check here FX 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. b The form in which applications should be submitted and information and materials they should include: c Any submission deadlines:				<u></u>		
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).) O. Mason Hawkins 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 a partnership or other entity) of which the foundation has a 10% or greater interest. 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Check here ► ▼ If the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see 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. b The form in which applications should be submitted and information and materials they should include: c Any submission deadlines:	assets at any time during the	omplete this year — see in:	part only if the structions.)	organization had	d \$5,000 or more	e in
a partnership or other entity) of which the foundation has a 10% or greater interest. 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs: Check here ► ▼ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see 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. b The form in which applications should be submitted and information and materials they should include: c Any submission deadlines:	a List any managers of the foundation who had close of any tax year (but only if they have of	ve contributed mo	ore than 2% of the than \$5,000). (See	total contributions re section 507(d)(2).)	ceived by the found	ation before the
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. b The form in which applications should be submitted and information and materials they should include: c Any submission deadlines:	b List any managers of the foundation who ow a partnership or other entity) of which the fo	n 10% or more of undation has a 10	f the stock of a cor 0% or greater inter	poration (or an equa est.	lly large portion of t	he ownership of
b The form in which applications should be submitted and information and materials they should include: c Any submission deadlines:	Check here ► X if the foundation only ma requests for funds. If the foundation makes complete items 2a, b, c, and d.	kes contributions gifts, grants, etc,	to preselected cha (see instructions) t	ırıtable organizations o individuals or organ	nizations under othe	ot unsolicited er conditions,
c Any submission deadlines:	a The name, address, and telephone number	of the person to v	hom applications	should be addressed	•	
c Any submission deadlines:	-	-				
	b The form in which applications should be su	bmitted and infor	mation and materia	ils they should includ	e:	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:	c Any submission deadlines:					
	d Any restrictions or limitations on awards, suc	ch as by geograph	nical areas, charita	ble fields, kinds of in	stitutions, or other f	actors:

art XV Supplementary Info					··-
3 Grants and Contributions Pai	d During the Y			T T	
Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant of	Amount
Name and address (home or	business)	substantial contributor	recipient	 	
a Paid during the year					
ings Daughters & Sons		n/a		nursing home	
568 Appling Road	mr 20122	.	E01 (=\ 3		25,00
artlett	TN 38133		501(c)3	conservation	25,00
irdsong Nature Center 106 Meridian Road		N/A		Conservation	
homasville	GA 31792		501 (c) 3		10,00
nomasville layhouse on the square		N/A		performing arts	20,00
6 South Cooper	G			porrorming drop	
emphis	TN 38104		501(c)3	!	50,00
empura	114 20104	'	301(0,5	[20,00
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Total		T	<u></u> .	▶ 3a	85,00
a Approved for fature payment				1	
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		PF (2011) The Alzar Foundation				45-344434	1 Page 1
Pa	n XV	-A Analysis of Income-Producing A	ctivities				
Enter gross amounts unless otherwise indicated.		Unrelated business income Exclu			section 512, 513, or 514	(e)	
•	1 Program service revenue:		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (See instructions)
	•				Code		
	 h				1		
	- c						
	f						
	g Fees	and contracts from government agencies			_		
2		bership dues and assessments					
3		it on savings and temporary cash investments			1	660.	
4		ends and interest from securities	ļ				
5		ental income or (loss) from real estate:			 		
		financed property			- 		
_		lebt-financed property					
6 7		ntal income or (loss) from personal property			+		
8		r (loss) from sales of assets other than inventory			- 		
9		ncome or (loss) from special events			- 		
10		s profit or (loss) from sales of inventory					
_		revenue:					
1	3						
Į							
(<u>. </u>						
•	•				_		·
		otal. Add columns (b), (d), and (e)				660.	
		Add line 12, columns (b), (d), and (e)			• • • • • • • • • • • • • • • • • • • •	13 _	660.
(See	works	heet in line 13 instructions to verify calculation	s.)				
Pai	t XVI	B Relationship of Activities to the	Accomplish	ment of Exemp	t Purposes		
Lin	e No. ▼	Explain below how each activity for which included accomplishment of the foundation's exempt p	ome is reported urposes (other	in column (e) of P	art XVI-A con unds for such	tributed importantly purposes). (See inst	to the ructions.)
		N/A					
				 	.		
							
							·
					<u> </u>		
	-						
							
					<u> </u>		

- 1	Under penalties of perjury, I declare that I have example correct, and complete. Declaration of preparer (other	mined this return, including accompanying sch r than taxpayer) is based on all information of	edules and statements, and which preparer has any kn	d to the best of my knowledgowiedge.	ge and belief, it is true,
Sign Here	Dough L. Ott	3-/2-/2	Treasu	rer	May the IRS discuss this return with the preparer shown below (see instructions)?
	Signature of officed or trustee	Date	Title		Yes No
Paid	Print/Type preparer's name	Preparer's signature	Date .	Check if	PTIN .
Paio Prepai Use O	_			Firm's EIN	
use o		······································		Phone no.	
ВАА	CIS CASE DO NOT	CORRESPOND FOR A	3-/2-/2 Treasurer		

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2011

Internal Revenue Service				
Name of the organization		Employer is	ientification number	
The Alzar Poundat	tion	45-344	4341	
Organization type (check of	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 for	undation	
	527 political organization			
Form 990-PF	x 501(c)(3) exempt private foundation			
rom 990-rr	4947(a)(1) nonexempt charitable trust treated as a	nrivate founds	tion	
	501(c)(3) taxable private foundation	i private locitos	ido:i	
Note. Only a section 501(c)	is covered by the General Rule or a Special Rule . c)(7), (8), or (10) organization can check boxes for both the General Rule an	d a Special Rul	e. See instructions.	
General Rule For an organization filir contributor. (Complete	ing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or m Parts I and II.)	ore (in money (or property) from any one	
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, total 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 total 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-PF, but it must answer 'No' on Part I, 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).				
BAA For Paperwork Redu 990EZ, or 990-PF.	uction Act Notice, see the Instructions for Form 990, Schedu	le B (Form 990,	990-EZ, or 990-PF) (2011)	

Name of on	B (Form 990, 990-EZ, or 990-PF) (2011)	Page	r Identification number
	zar Foundation	ſ · ·	444341
Part I	Contributors (see instructions). Use duplicate copies of Part I if additional s	space is needed.	
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	O. Mason Hawkins 6410 Poplar Avenue, Ste 710 Memphis TN 38119	\$41,000,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	Southeastern Asset Management, Inc. 6410 Poplar Avenue, Ste 900 Memphis TN 38119	\$750,000.	Person X Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ -	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Miscellaneous Statement

Persons Becoming Substantial Contributors During Year				
O. Mason Hawkins				
6410 Poplar Avenue, Ste 900				
Memphis, TN 38119	l			

Total

Form 990-PF, Page 1, Part I, Line 23 Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Supplies	1,479.			1,479.
Telephone	642.			642.
Contracted services	50,038.			50,038.
Other	42.			42.

Total

52,201.

52,201.

Form 990-PF, Page 6, Part VIII, Line 1 Information about Officers, Directors, Trustees, Etc.

(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
Person . X Business O. Mason Hawkins 6410 Poplar Avenue, Ste 900 Memphis TN 38119 Person X Business Andrew R. McCarroll	Member & Director	0.	_0.	0.
6410 Poplar Avenue, Ste 900MemphisTN38119	Secretary & Direc 2.00	0.	0.	0.

Total

0.	0.	0.
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Form 990-PF, Page 1, Part I Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Cowan, DeBaets, et.	name search	5,285.			

Total

5,285.

Supporting Statement of:

Form 990-PF, p8/Part X, Line 1b

Description	Amount
Cash balance, end of:	
October - 934,911	0.
November - 865,403	0.
December - 41501000	0.
Total - 43,301,314	
Average	14,433,771.
Total	14,433,771.

Supporting Statement of:

Legal and Professional Fees/Line 16a Book Amount-1

Description	Amount
Cowan, DeBaets, et. al.	5,285.
Total	5,285.