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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.

For calendar year 2011, or tax year beginning _____, 2011, and ending _____

COMMUNITY SERVICE FOUNDATION OF BAY
COUNTY, INC.
P.O. BOX 15483
PANAMA CITY, FL 32406

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) J Accounting method. Cash Accrual
 ► \$ 1,959,602. Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number
59-1681213

B Telephone number (see the instructions)
(850) 747-0329

C If exemption application is pending, check here ►

D **1** Foreign organizations, check here ►

2 Foreign organizations meeting the 85% test, check here and attach computation ►

E If private foundation status was terminated under section 507(b)(1)(A), check here. ►

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

Part I | Analysis of Revenue and

Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(See Instructions)				
R E V E N U E	1 Contributions, gifts, grants, etc, received (att sch)			
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B			
	3 Interest on savings and temporary cash investments			
	4 Dividends and interest from securities	35,516.	35,516.	35,516.
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain/(loss) from sale of assets not on line 10	120.		
	b Gross sales price for all assets on line 6a	114,497.		
	7 Capital gain net income (from Part IV, line 2)		120.	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
	b Less Cost of goods sold			
	c Gross profit/(loss) (att sch)			
	11 Other income (attach schedule)			
	12 Total. Add lines 1 through 11	35,636.	35,636.	35,516.
A D M I N I S T R A T U R E O P E R A T I V E A N D E X P E N S E S	13 Compensation of officers, directors, trustees, etc	21,250.	21,250.	
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach sch) SEE ST 1	3,600.		3,600.
	c Other prof fees (attach sch)			
	17 Interest			
	18 Taxes (attach schedule)(see instrs) SEE STM 2	2,237.	2,035.	202.
	19 Depreciation (attach sch) and depletion	204.		
	20 Occupancy	2,623.		2,623.
	21 Travel, conferences, and meetings	382.		382.
	22 Printing and publications			
	23 Other expenses (attach schedule) SEE STATEMENT 3	5,131.		5,131.
RECD MAY 12 2012				
MAY 12 2012 OGDEN UT	24 Total operating and administrative expenses. Add lines 13 through 23	35,427.	23,285.	202.
	25 Contributions, gifts, grants paid PART XV.	110,317.		110,317.
	26 Total expenses and disbursements. Add lines 24 and 25	145,744.	23,285.	202.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-110,108.		
	b Net investment income (if negative, enter -0)		12,351.	
MAY 12 2012 OGDEN UT				
C Adjusted net income (if negative, enter -0-)				35,314.

BAA For Paperwork Reduction Act Notice, see instructions.

TEEA0504L 12/05/11

Form 990-PF (2011)

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing		22,224.	100.	100.
	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 instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	Less: allowance for doubtful accounts	►			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		1,195.	993.	993.
	10a Investments – U S. and state government obligations (attach schedule)	STATEMENT 4	130,940.	115,762.	441,128.
	b Investments – corporate stock (attach schedule)				
	c Investments – corporate bonds (attach schedule)				
	11 Investments – land, buildings, and equipment: basis	►			
	Less: accumulated depreciation (attach schedule)	►			
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)	STATEMENT 5	1,771,265.	1,704,672.	1,517,202.
	14 Land, buildings, and equipment: basis	►	6,400.		
	Less: accumulated depreciation (attach schedule)	►			
	SEE STMT 6	►	6,221.	383.	179.
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		1,926,007.	1,821,706.	1,959,602.
LIABILITIES	17 Accounts payable and accrued expenses		741.	1,017.	
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ► SEE STATEMENT 7)			5,531.	
	23 Total liabilities (add lines 17 through 22)		741.	6,548.	
NET ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	►	X		
	24 Unrestricted		1,925,266.	1,815,158.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	►			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		1,925,266.	1,815,158.	
	31 Total liabilities and net assets/fund balances (see instructions)		1,926,007.	1,821,706.	

Part III | Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,925,266.
2 Enter amount from Part I, line 27a	2	-110,108.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	1,815,158.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,815,158.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 1357.971 PIMCO FDS PAC INV		P	5/05/99	5/09/11
b 15000 BUFFALO NY RFDG SER A		P	1/22/04	5/09/11
c 2002.002 BOND FUND OF AMERICA		P	7/10/92	8/29/11
d 2281.478 PIMCO FDS PAC INV		P	5/05/99	8/29/11
e 1343.73 INVESTMENT CO AMERICA		P	VARIOUS	11/29/11
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 14,987.		14,428.		559.
b 14,511.		15,179.		-668.
c 25,000.		26,776.		-1,776.
d 25,000.		24,247.		753.
e 34,999.		33,747.		1,252.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
a				559.
b				-668.
c				-1,776.
d				753.
e				1,252.
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	120.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	128,154.	1,978,819.	0.064763
2009	138,869.	1,849,741.	0.075075
2008	141,693.	2,129,259.	0.066546
2007	154,802.	2,551,779.	0.060664
2006	144,084.	2,483,705.	0.058012

2 Total of line 1, column (d)	2	0.325060
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.065012
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,000,609.
5 Multiply line 4 by line 3	5	130,064.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	124.
7 Add lines 5 and 6	7	130,188.
8 Enter qualifying distributions from Part XII, line 4	8	122,053.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)		
1	247.	
2	0.	
3	247.	
4	0.	
5	247.	
6	Credits/Payments:	
6a	993.	
6b		
6c		
6d		
7	993.	
8		
9	0.	
10	746.	
11	0.	
Part VII-A Statements Regarding Activities		
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?	
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	
<i>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.</i>		
1 c	Did the foundation file Form 1120-POL for this year?	
1 d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	
1 e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>	
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? <i>If 'Yes,' attach a conformed copy of the changes</i>	
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
4 b	If 'Yes,' has it filed a tax return on Form 990-T for this year?	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>	
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?	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) FL	
8 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? <i>If 'No,' attach explanation</i>	
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)? <i>If 'Yes,' complete Part XIV</i>	
10	Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes', attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X
14	The books are in care of ► <u>JOHN BENTON</u> Telephone no. ► <u>(850) 763-4486</u> Located at ► <u>P O BOX 15483 PANAMA CITY FL</u> ZIP + 4 ► <u>32406</u>		
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 ► <u>15</u>	N/A	► <input type="checkbox"/> N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes', enter the name of the foreign country ►	16	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	N/A	
1c	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? ..	X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years ► <u>20__ , 20__ , 20__ , 20__</u> .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__ , 20__ , 20__ , 20__</u> .		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 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.)		
3b	N/A		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	X	
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		
4b	X		

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No Yes No
 Yes No Yes No... Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ►

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

N/A Yes No

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

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

 Yes No

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

6b X

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

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

 Yes No

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		21,250.	0.	0.

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	(e) Expense account, other allowances
NONE				

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

►

0

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

3 Five highest-paid independent contractors for professional services (see 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		► 0

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

0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		

All other program-related investments. See instructions

Total. Add lines 1 through 3 ► 0.

Total. Add lines 1 through 3 ► 0.

BAA

Form 990-PF (2011)

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

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

1a	2,013,365.
1b	16,175.
1c	1,535.
1d	2,031,075.
1e	0.
2	0.
3	2,031,075.
4	30,466.
5	2,000,609.
6	100,030.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

- 1 Minimum investment return from Part X, line 6
- 2a Tax on investment income for 2011 from Part VI, line 5
- b Income tax for 2011 (This does not include the tax from Part VI)
- c Add lines 2a and 2b
- 3 Distributable amount before adjustments Subtract line 2c from line 1
- 4 Recoveries of amounts treated as qualifying distributions
- 5 Add lines 3 and 4
- 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

1	100,030.
2a	247.
2b	
2c	247.
3	99,783.
4	
5	99,783.
6	
7	99,783.

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
 - b Program-related investments — total from Part IX-B
- 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes
- 3 Amounts set aside for specific charitable projects that satisfy the:
 - a Suitability test (prior IRS approval required)
 - 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
- 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)
- 6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

1a	122,053.
1b	
2	
3a	
3b	
4	122,053.
5	
6	122,053.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				99,783.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years. 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008	22,079.			
d From 2009	46,884.			
e From 2010	29,617.			
f Total of lines 3a through e	98,580.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 122,053.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				99,783.
e Remaining amount distributed out of corpus	22,270.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	120,850.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	120,850.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	22,079.			
c Excess from 2009	46,884.			
d Excess from 2010	29,617.			
e Excess from 2011	22,270.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling				
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input checked="" type="checkbox"/> 4942(j)(5)			
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a 'Assets' alternative test – enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c 'Support' alternative test – enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the 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 have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV **Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i> SEE STATEMENT 10				
Total				► 3a 110,317.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					35,516.
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					120.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					35,636.
13 Total. Add line 12, columns (b), (d), and (e)				13	35,636.
(See worksheet in line 13 instructions to verify calculations)					

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If 'Yes,' complete the following schedule

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

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

► Shirley O. Jenkins | 5/4/12 ► PRESIDENT
Signature of officer or trustee Date Title
May the IRS discuss this return with the preparer shown below (see instructions)?

Signature or officer or preparer		Date	Title	X	Yes	No
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	JERRY F. SOWELL, JR		<i>JF S</i>	<i>5-8-12</i>	P00420492	
	Firm's name	► SEGERS, SOWELL, STEWART, JOHNSON & BRILL, PA			Firm's EIN	► 59-2500568
Firm's address	► P.O. BOX 2346 PANAMA CITY, FL 32402			Phone no	(850) 769-2371	

BAA

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	<u>(A)</u> <u>EXPENSES</u> <u>PER BOOKS</u>	<u>(B)</u> <u>NET</u> <u>INVESTMENT</u> <u>INCOME</u>	<u>(C)</u> <u>ADJUSTED</u> <u>NET INCOME</u>	<u>(D)</u> <u>CHARITABLE</u> <u>PURPOSES</u>
SEGERS, SOWELL, STEWART, JOHNSON & BRILL	\$ 3,600.	\$ 0.	\$ 0.	\$ 3,600.
TOTAL	<u>\$ 3,600.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 3,600.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	<u>(A)</u> <u>EXPENSES</u> <u>PER BOOKS</u>	<u>(B)</u> <u>NET</u> <u>INVESTMENT</u> <u>INCOME</u>	<u>(C)</u> <u>ADJUSTED</u> <u>NET INCOME</u>	<u>(D)</u> <u>CHARITABLE</u> <u>PURPOSES</u>
FOREIGN TAX	\$ 410.	\$ 410.		
INCOME TAX	202.		\$ 202.	
PAYROLL TAXES	1,625.	1,625.		
TOTAL	<u>\$ 2,237.</u>	<u>\$ 2,035.</u>	<u>\$ 202.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	<u>(A)</u> <u>EXPENSES</u> <u>PER BOOKS</u>	<u>(B)</u> <u>NET</u> <u>INVESTMENT</u> <u>INCOME</u>	<u>(C)</u> <u>ADJUSTED</u> <u>NET INCOME</u>	<u>(D)</u> <u>CHARITABLE</u> <u>PURPOSES</u>
BANK CHARGES	\$ 180.			\$ 180.
LIABILITY INSURANCE	1,575.			1,575.
OFFICE EXPENSE	3,376.			3,376.
TOTAL	<u>\$ 5,131.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 5,131.</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

	<u>VALUATION</u> <u>METHOD</u>	<u>BOOK</u> <u>VALUE</u>	<u>FAIR MARKET</u> <u>VALUE</u>
U.S. GOVERNMENT OBLIGATIONS			
U S TREASURY SEC 08-15-12	COST	\$ 34,128.	\$ 124,923.
U S TREASURY SEC 08-15-17	COST	40,248.	187,922.
U S TREASURY SEC 08-15-20	COST	41,386.	128,283.
		<u>\$ 115,762.</u>	<u>\$ 441,128.</u>
BUFFALO, NY 5.5% 02-01-2023	COST	0.	0.
		<u>\$ 115,762.</u>	<u>\$ 441,128.</u>

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STATEMENT 5
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER PUBLICLY TRADED SECURITIES</u>			
BOND FUND OF AMERICA	COST	\$ 184,526.	\$ 173,362.
INVESTMENT CO OF AMERICA	COST	180,894.	195,025.
WASH MUTUAL INVESTORS	COST	206,359.	240,850.
CMA MONEY FND	COST	0.	0.
GROWTH FUND OF AMERICA -CLASS A	COST	129,070.	147,480.
PIMCO FUNDS TOTAL RETURN FUND CLASS A	COST	170,252.	174,040.
ALLIANZ FUNDS MULTI CLASS A	COST	214,867.	166,573.
AIM INVESCO EUROPEAN GROWTH FUND, CL A	COST	235,199.	152,097.
ING MUTUAL FUNDS, CL A	COST	111,008.	70,307.
OPPENHEIMER SMALL & MID CAP, CL A	COST	108,453.	74,023.
PIONEER MID CAP VALUE, CL A	COST	164,044.	123,445.
TOTAL		<u>\$ 1,704,672.</u>	<u>\$ 1,517,202.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	\$ 1,799.	\$ 1,772.	\$ 27.	\$ 27.
MACHINERY AND EQUIPMENT	4,601.	4,449.	152.	152.
TOTAL	<u>\$ 6,400.</u>	<u>\$ 6,221.</u>	<u>\$ 179.</u>	<u>\$ 179.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

BANK OVERDRAFT	\$ 5,529.
ROUNDING	2.
TOTAL	<u>\$ 5,531.</u>

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STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
SHIRLEY JENKINS 3612 PHILLIPS LANE PANAMA CITY, FL 32401	PRESIDENT 10.00	\$ 0.	\$ 0.	\$ 0.
JOHN HOLLOWMAN 507 PARKWOOD DRIVE PANAMA CITY, FL 32405	VICE PRESIDENT 0.30	0.	0.	0.
GREG FRITH 1012 NEW YORK AVENUE LYNN HAVEN, FL 32444	DIRECTOR 0.30	0.	0.	0.
AMI FULTON-GAST 906 BUENA VISTA BLVD PANAMA CITY, FL 32401	2ND VICE PRES 0.30	0.	0.	0.
JOHN BENTON 3609 DELWOOD DR PANAMA CITY BEACH, FL 32408	TREASURER 0.30	0.	0.	0.
RICHARD YOUD 1418 DEER AVE PANAMA CITY, FL 32401	DIRECTOR 0.30	0.	0.	0.
AL STOPKA PO BOX 300 LYNN HAVEN, FL 32444	LEGAL ADVISOR 0.30	0.	0.	0.
MILTON ACTON 1606 LINDENWOOD DRIVE PANAMA CITY, FL 32405	DIRECTOR 0.30	0.	0.	0.
TED HANEY 735 DRIFTWOOD DR LYNN HAVEN, FL 32444	DIRECTOR 0.30	0.	0.	0.
CHARLEY GRAMLING P.O. BOX 1758 PANAMA CITY, FL 32402	DIRECTOR 0.30	0.	0.	0.
LARRY LYNN 902 N TYNDALL PARKWAY #333 PANAMA CITY, FL 32404	ADMINISTRATOR 30.00	21,250.	0.	0.
RAYFORD LLOYD 714 BUNKERS COVE ROAD PANAMA CITY, FL 32401	DIRECTOR 0.30	0.	0.	0.

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JACKIE WASHINGTON 1015 ELM AVENUE PANAMA CITY, FL 32401	DIRECTOR 0.30	\$ 0.	\$ 0.	\$ 0.
VIRGINIA WHITEHORN 231 SOUTH COVE TERRACE DRIVE PANAMA CITY, FL 32401	DIRECTOR 0.30	0.	0.	0.
LOLA BOWDITCH P O BOX 8493 SOUTHPORT, FL 32409	DIRECTOR 5.00	0.	0.	0.
STAN COSTON 3311 AZELEA CIRCLE LYNN HAVEN, FL 32444	DIRECTOR 0.30	0.	0.	0.
VERA LANSING 414 W 26TH STREET LYNN HAVEN, FL 32444	SECRETARY 0.30	0.	0.	0.
KENNETH SHAW 924 COLLEGE BLVD NORTH LYNN HAVEN, FL 32444	DIRECTOR 0.30	0.	0.	0.
		TOTAL \$ 21,250.	\$ 0.	\$ 0.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: JOHN BENTON
 CARE OF:
 STREET ADDRESS: P O BOX 15483
 CITY, STATE, ZIP CODE: PANAMA CITY, FL 32406
 TELEPHONE: (850) 747-8601
 FORM AND CONTENT: NO FORMAT IS REQUIRED. THE WRITTEN REQUEST SHOULD INCLUDE A REQUEST AMOUNT AND THE PURPOSE FOR USE.
 SUBMISSION DEADLINES: MAY 1ST
 RESTRICTIONS ON AWARDS: NOT ALLOWED TO BE USED FOR ANY POLITICAL LOBBYING PURPOSES.

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STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
FAMILY SERVICE AGENCY 890 W 11TH STREET PANAMA CITY, FL 32401	NONE	PUB CH		\$ 3,000.
SECOND CHANCE 222 E BEACH DR PANAMA CITY, FL 32401	NONE	PUB CH		2,000.
BAY COUNTY COUNCIL ON AGING 1116 FRANKFORD AVE PANAMA CITY, FL 32401	NONE	PUB CH		3,150.
MDA PANAMA CITY, FL 32401	NONE	PUB CH		2,400.
BOYS AND GIRLS CLUBS 3404 W 19TH ST PANAMA CITY, FL 32405	NONE	PUB CH		5,250.
SPRINGFIELD LIBRARY 408 SCHOOL AVE PANAMA CITY, FL 32401	NONE	PUB CH		1,000.
BAY MEDICAL CENTER 2503 W 10TH STREET PANAMA CITY, FL 32401	NONE	PRIV F		10,000.
FSU FOUNDATION 4750 W COLLEGIATE DR PANAMA CITY, FL 32405	NONE	PRIV F		10,000.
SALVATION ARMY 1824 W 15TH STREET PANAMA CITY, FL 32405	NONE	PUB CH		3,250.
GULF COAST STATE COLLEGE FND 5230 W HIGHWAY 98 PANAMA CITY, FL 32401	NONE	PRIV F		5,000.
SCIENCE & DISCOVERY CENTER OF NWFL 308 AIRPORT ROAD PANAMA CITY, FL 32405	NONE	PUB CH		500.
ST ANDREWS BAY CENTER 1804 CAROLINA AVE LYNN HAVEN, FL 32405	NONE	PUB CH		500.
GIRLS, INC 1100 FOUNTAIN AVE PANAMA CITY, FL 32401	NONE	PUB CH		5,750.

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HABITAT FOR HUMANITY 949 JENKS AVE PANAMA CITY, FL 32401	NONE	PUB CH		\$ 2,000.
AMERICAN RED CROSS 430 E 15TH STREET PANAMA CITY, FL 32405	NONE	PUB CH		5,000.
CATHOLIC CHARITIES 3128 E 11TH STREET PANAMA CITY, FL 32401	NONE	PUB CH		6,000.
P C RESCUE MISSION 515 E 6TH STREET PANAMA CITY, FL 32401	NONE	PUB CH		3,000.
MARTIN THEATER 409 HARRISON AVE PANAMA CITY, FL 32401	NONE	PUB CH		1,000.
ANCHORAGE CHILDRENS HOME 2121 LISENBY AVE PANAMA CITY, FL 32405	NONE	PUB CH		1,100.
ST ANDREWS COMM MEDICAL CENTER 1616 CINNCINNATI AVE PANAMA CITY, FL 32401	NONE	PUB CH		6,000.
GULF COAST CHILDRENS ADVOCACY 700 W 23RD ST PANAMA CITY, FL 32405	NONE	PUB CH		2,000.
BAY ARTS ALLIANCE 8 HARRISON AVE PANAMA CITY, FL 32401	NONE	PUB CH		500.
PREGNANCY RESOURCE CENTER 745 GRACE AVENUE PANAMA CITY, FL 32401	NONE	PUB CH		250.
PANAMA CITY MARINE INSTITUTE 222 BEACH DR PANAMA CITY, FL 32401	NONE	PUB CH		2,000.
BAY SCHOOLS AFTER ASSISTANCE PROGRAM 1311 BALBOA AVE PANAMA CITY, FL 32401	NONE	PUB CH		2,500.

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STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
JUNIOR ACHIEVEMENT P O BOX 15087 PANAMA CITY, FL 32406	NONE	PUB CH		\$ 500.
BAY EDUCATION FOUNDATION 1311 BALBOA AVE PANAMA CITY, FL 32401	NONE	PRIV F		500.
BAY COUNTY LIBRARY 898 WEST 11TH ST PANAMA CITY, FL 32401	NONE	PUB CH		2,000.
TOM P HANEY FOUNDATION 3016 HIGHWAY 77 PANAMA CITY, FL 32405	NONE	PUB CH		15,000.
DISABILITY RESOURCE CENTER, INC 625 HIGHWAY 231 PANAMA CITY, FL 32405	NONE	PUB CH		1,000.
BAY COUNTY TEEN COURT P O BOX 1206 PANAMA CITY, FL 32402	NONE			1,417.
HOMELESS & HUNGER COALITION OF NW FL P O BOX 549 PANAMA CITY, FL 32402	NONE			2,750.
BOY SCOUTS OF AMERICA-BAY 2906 HARRISON AVE UNIT D PANAMA CITY, FL 32405	NONE			4,000.
TOTAL				<u>\$ 110,317.</u>

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OPERATING & ADMINISTRATIVE EXP. (990-PF)
OCCUPANCY

ELECTRICITY	\$	0.
RENT		1,486.
TELEPHONE		1,137.
TOTAL	\$	2,623.

OPERATING & ADMINISTRATIVE EXP. (990-PF)
OCCUPANCY

ELECTRICITY	\$	0.
RENT		1,486.
TELEPHONE		1,137.
TOTAL	\$	2,623.

BALANCE SHEET
CASH-NON-INTEREST-BEARING

CASH IN BANK -SUN TRUST	\$	0.
CASH ON HAND		100.
TOTAL	\$	100.

BALANCE SHEET
PREPAID EXPENSES AND DEFERRED CHARGES

PREPAID INCOME TAX	\$	993.
TOTAL	\$	993.

BALANCE SHEET
ACCOUNTS PAYABLE AND ACCRUED EXPENSES

PAYROLL TAXES PAYABLE	\$	1,017.
TOTAL	\$	1,017.