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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			
	2 Savings and temporary cash investments	22,811.	567,887.	567,887.
	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 schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	329,568.	226,961.	239,715.
	b Investments - corporate stock (attach schedule)	949,334.	952,376.	1,411,647.
	c Investments - corporate bonds (attach schedule)	542,470.	689,977.	721,000.
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ STMT 5)	1.	1.	1.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,844,184.	2,437,202.	2,940,250.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,844,184.	2,437,202.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,844,184.	2,437,202.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,844,184.	2,437,202.	

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	1,844,184.
2 Enter amount from Part I, line 27a	2	592,619.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	422.
4 Add lines 1, 2, and 3	4	2,437,225.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	23.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,437,202.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,490,044.		808,631.	681,413.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			681,413.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	685,524.	
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		

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 (col. (b) divided by col. (c))
2010	150,538.	3,036,426.	0.04957736497
2009	133,095.	2,879,868.	0.04621565988
2008	174,845.	3,519,997.	0.04967191733
2007	216,935.	4,349,343.	0.04987764819
2006	181,201.	3,951,176.	0.04586001737
2 Total of line 1, column (d)			2 0.24120260774
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 0.04824052155
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 3,041,051.
5 Multiply line 4 by line 3			5 146,702.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,441.
7 Add lines 5 and 6			7 154,143.
8 Enter qualifying distributions from Part XII, line 4 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.			8 149,857.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b.		1	14,882.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2.		3	14,882.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	14,882.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011.	6a	1,448.	
b Exempt foreign organizations - tax withheld at source.	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868).	6c	NONE	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	1,448.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9	13,434.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax. Refunded.	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation: \$ _____ (2) On foundation managers: \$ _____		
e 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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

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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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address <u>N/A</u>				
14	The books are in care of <u>REGIONS BANK</u> Telephone no. <u>(205) 326-5382</u>			
	Located at <u>P O BOX 11647, BIRMINGHAM, AL</u> ZIP + 4 <u>35202-1647</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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 <u></u>	Yes	No	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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></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.)		X
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></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)		
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?		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations 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? ☐ 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? ☐ Yes ☒ No
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? ☐ Yes ☒ No

5b

6b

7b

X

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		25,533.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII 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		NONE

Total number of others receiving over \$50,000 for professional services **NONE**

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 NONE	
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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	

Total. Add lines 1 through 3

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,087,361.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,087,361.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,087,361.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,310.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,041,051.
6	Minimum investment return. Enter 5% of line 5	6	152,053.

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

1	Minimum investment return from Part X, line 6	1	152,053.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	14,882.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,882.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	137,171.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	137,171.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	137,171.

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	149,857.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	149,857.
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)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	149,857.

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				137,171.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			NONE	
b Total for prior years: 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	183.			
d From 2009	NONE			
e From 2010	1,607.			
f Total of lines 3a through e	1,790.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>149,857.</u>				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				137,171.
e Remaining amount distributed out of corpus	12,686.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	14,476.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	14,476.			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	183.			
c Excess from 2009	NONE			
d Excess from 2010	1,607.			
e Excess from 2011	12,686.			

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

1a 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

4942(1)(3) or

4942(1)(5)

		Tax year	Prior 3 years		(e) Total
		(a) 2011	(b) 2010	(c) 2009	
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed .				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test - enter				
	(1) Value of all assets . . .				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i).				
b	"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .				
c	"Support" alternative test - enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income .				

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see 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.

N/A

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 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 28				
Total			▶ 3a	143,750.
b Approved for future payment				
Total			▶ 3b	

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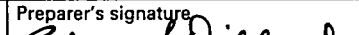
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | | |
|----------|--|--------------|------------|-----------|
| 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? | | Yes | No |
| 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. | | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				
	 Signature of officer or trustee		15/2/12 Date		BOARD CHAIRMAN Title
Paid Preparer Use Only	<div style="border: 1px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>				
	RICHARD I. PIGFORD Print/Type preparer's name		Preparer's signature 		Date 4/19/2012
	REBECCA S. DILLARD Firm's name		Check <input type="checkbox"/> if self-employed		PTIN P00638801
	Firm's address P O BOX 2886 MOBILE, AL		Firm's EIN 63-0371391		36652-2886 Phone no. 205-801-0205

Form **990-PF** (2011)

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----		NET INVESTMENT INCOME -----	
OTHER INTEREST		10.		10.
		-----		-----
TOTAL		10.		10.
		=====		=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	6,626.	6,626.
DOMESTIC DIVIDENDS	34,601.	34,601.
CORPORATE INTEREST	31,403.	31,403.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE OID INCOME ON USGI	4,818.	4,818.
NONQUALIFIED FOREIGN DIVIDENDS	1,593.	1,593.
NONQUALIFIED DOMESTIC DIVIDENDS	55.	55.
	426.	426.
TOTAL	79,522.	79,522.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	46.	46.
FEDERAL TAX PAYMENT - PRIOR YE	186.	
FEDERAL ESTIMATES - PRINCIPAL	1,448.	
FOREIGN TAXES ON QUALIFIED FOR	466.	466.
FOREIGN TAXES ON NONQUALIFIED	8.	8.
	-----	-----
TOTALS	2,154.	520.
	=====	=====

THE C EUGENE IRELAND FDN INC AGENCY
FORM 990PF, PART II - OTHER ASSETS
=====

63-0745195

DESCRIPTION

CORPORATE SEAL

TOTALS

QK9057 9155 04/16/2012 11:44:28

1055000833

STATEMENT 5

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

ADJUSTMENT TO CORRECT DONOR STOCK BASIS

422.

TOTAL

422.
=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

TIMING DIFFERENCE - PURCHASED INTEREST

23.

TOTAL

23.
=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

REGIONS BANK

ADDRESS:

1901 6TH AVENUE NORTH

BIRMINGHAM, AL 35203

TITLE:

AGENT FOR FOUNDATION

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 8

COMPENSATION 25,533.

OFFICER NAME:

RICHARD I. PIGFORD

ADDRESS:

230 CHIMNEY ROCK ROAD

LEEDS, AL 35094

TITLE:

CHAIRMAN OF THE BOARD

OFFICER NAME:

L. DANIEL MORRIS, JR.

ADDRESS:

3155 HIGHFIELD DRIVE

MONTGOMERY, AL 36111

TITLE:

SECRETARY OF THE FOUNDATION

OFFICER NAME:

JEAN H SULZBY

ADDRESS:

3316 BROOKWOOD ROAD

BIRMINGHAM, AL 35223

TITLE:

BOARD TRUSTEE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

WILLIAM C IRELAND, JR

ADDRESS:

P O BOX 58117

NASHVILLE, TN 37205

TITLE:

BOARD TRUSTEE

OFFICER NAME:

ALAN R MATTHEWS

ADDRESS:

2540 CANTERBURY ROAD

BIRMINGHAM, AL 35223

TITLE:

BOARD TRUSTEE

OFFICER NAME:

EDMUND RUCKER AGEE, JR

ADDRESS:

P O BOX 55595

BIRMINGHAM, AL 35255

TITLE:

BOARD TRUSTEE

OFFICER NAME:

COMER IRELAND AEBERSOLD

ADDRESS:

50 KING STREET, APT 6F

NEW YORK, NY 10014

TITLE:

BOARD TRUSTEE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

JEAN S JONES

ADDRESS:

3316 BROOKWOOD ROAD
BIRMINGHAM, AL 35223

TITLE:

BOARD TRUSTEE

OFFICER NAME:

WILSON H MATTHEWS

ADDRESS:

308 CLERMONT DRIVE
HOMEWOOD, AL 35209

TITLE:

BOARD TRUSTEE

OFFICER NAME:

JAY PIGFORD

ADDRESS:

130 19TH ST. SOUTH
BIRMINGHAM, AL 35233

TITLE:

BOARD TRUSTEE

OFFICER NAME:

LAURA LINTON IUZZOLINO

ADDRESS:

10610 1/2 EAST BAY ROAD
GIBSONTON, FL 33534

TITLE:

BOARD TRUSTEE

THE C EUGENE IRELAND FDN INC AGENCY

63-0745195

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

MICHAEL W. JACOWAY

ADDRESS:

743 TARENTO DRIVE

SAN DIEGO, CA 92106

TITLE:

BOARD TRUSTEE

TOTAL COMPENSATION:

25,533.

=====

STATEMENT 11

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	3,173,036.		
FEBRUARY	3,281,713.		
MARCH	3,277,094.		
APRIL	3,318,255.		
MAY	3,220,266.		
JUNE	3,156,211.		
JULY	3,046,783.		
AUGUST	2,971,259.		
SEPTEMBER	2,740,043.		
OCTOBER	2,956,468.		
NOVEMBER	2,966,958.		
DECEMBER	2,940,250.		
	-----	-----	-----
TOTAL	37,048,336.		
	=====	=====	=====
AVERAGE FMV	3,087,361.		
	=====	=====	=====

THE C EUGENE IRELAND FDN INC AGENCY
FORM 990PF, PART XV - LINES 2a - 2d
=====

63-0745195

RECIPIENT NAME:

N/A

FORM, INFORMATION AND MATERIALS:

REQUESTS FOR DISTRIBUTIONS ARE NOT SOLICITED.

THE RECIPIENTS ARE CHOSEN BY THE TRUSTEES.

SUBMISSION DEADLINES:

N/A

RESTRICTIONS OR LIMITATIONS ON AWARDS:

N/A

STATEMENT 13

RECIPIENT NAME:
ALABAMA CHILDREN'S
HOSPITAL FOUNDATION
ADDRESS:
1600 7TH AVENUE SOUTH
BIRMINGHAM, AL 35233
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF THE IRELAND CENTER
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
ALABAMA INSTITUTE FOR THE
DEAF AND BLIND
ADDRESS:
POST OFFICE BOX 698
TALLADEGA, AL 35161-9969
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
ALABAMA SHAKESPEARE
FESTIVAL
ADDRESS:
#1 FESTIVAL DRIVE
MONTGOMERY, AL 36117
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
ALABAMA WILDLIFE
REHABILITATION CENTER
ADDRESS:
100 TERRACE DRIVE
PELHAM, AL 35124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
ALABAMA WORLD AFFAIRS COUNCIL
ADDRESS:
P O BOX 241462
MONTGOMERY, AL 36124-1462
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
BAYLOR SCHOOL
ADDRESS:
POST OFFICE BOX 1337
Chattanooga, TN 37401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
BIG OAK RANCH
ADDRESS:
POST OFFICE BOX 507
Springville, AL 35146
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
BIRMINGHAM BOTANICAL
GARDENS
ADDRESS:
2612 LANE PARK ROAD
Birmingham, AL 35233
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
BIRMINGHAM EDUCATION FOUNDATION
ADDRESS:
P O BOX 1476
BIRMINGHAM, AL 35201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

CAHABA RIVER SOCIETY

ADDRESS:

2717 7TH AVENUE NO., SUITE 205

BIRMINGHAM, AL 35233

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CAMP SMILE-A-MILE

ADDRESS:

POST OFFICE BOX 550155

BIRMINGHAM, AL 35255

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

COMMUNITY FOUNDATION OF

GREATER BIRMINGHAM

ADDRESS:

2100 FIRST AVE NO., SUITE 700

BIRMINGHAM, AL 35203

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 8,000.

THE C EUGENE IRELAND FDN INC AGENCY 63-0745195
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
COMMUNITY FURNITURE BANK
ADDRESS:
2224 BLUE RIDGE BOULEVARD
BIRMINGHAM, AL 35226
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:
CREATIVE MONTESSORI SCHOOL
ADDRESS:
1650 28TH COURT SOUTH
HOMewood, AL 35209
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CYSTIC FIBROSIS
FOUNDATION
ADDRESS:
2302 PARKLAKE DR NE, SUITE 210
ATLANTA, GA 30345
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
DIABETES FOUNDATION
ADDRESS:
100 EDGEWOOD AVE NE, SUITE 1004
ATLANTA, GA 30303
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
FIRST LIGHT, INC.
ADDRESS:
2100 FOURTH AVENUE NORTH
BIRMINGHAM, AL 35203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 4,750.

RECIPIENT NAME:
FIRST PRESBYTERIAN CHURCH
ADDRESS:
320 DATE STREET
SAN DIEGO, CA 92101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THE FOUNDRY

REV. BILL HEINTZ, EXE DIRECTOR

ADDRESS:

POST OFFICE BOX 824

BESSEMER, AL 35021

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

FRIENDS OF AFRICA FOUNDA

MS WENDY WOOD

ADDRESS:

POST OFFICE BOX 233

FRIDAY HARBOR, WA 98250

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

FULL LIFE AHEAD FOUNDATION

MRS. JUDY BARCLAY

ADDRESS:

2908 CLAIRMONT AVENUE

BIRMINGHAM, AL 35205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
 GATEWAY, INC.
 ADDRESS:
 5201 AIRPORT HIGHWAY
 BIRMINGHAM, AL 35212
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 SUPPORT OF FUNCTIONS
 FOUNDATION STATUS OF RECIPIENT:
 EXEMPT
 AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
 GLOBAL AIDS INTERFAITH ALLIANCE
 THE PRESIDIO OF SAN FRANCISCO
 ADDRESS:
 POST OFFICE BOX 29110
 SAN FRANCISCO, CA 94129-0110
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 SUPPORT OF FUNCTIONS
 FOUNDATION STATUS OF RECIPIENT:
 EXEMPT
 AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
 HILLSBOROUGH COUNTY 4-H PROGRAM
 SEEDS OF HOPE
 ADDRESS:
 5339 SOUTH COUNTY ROAD 579
 SEFFNER, FL 33584
 RELATIONSHIP:
 NONE
 PURPOSE OF GRANT:
 SUPPORT OF FUNCTIONS
 FOUNDATION STATUS OF RECIPIENT:
 EXEMPT
 AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
INDEPENDENT PRESBYTERIAN CHURCH
C/O MR MERRILL STEWART
ADDRESS:
3100 HIGHLAND AVENUE SOUTH
BIRMINGHAM, AL 35235
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
KID ONE TRANSPORT SYSTEM
MR RUSSELL JACKSON, DIRECTOR
ADDRESS:
POST OFFICE BOX 360943
BIRMINGHAM, AL 35236
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
LEADING EDGE INSTITUTE
DR SUZANNE MARTIN
ADDRESS:
POST OFFICE BOX 59402
BIRMINGHAM, AL 35259
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

LINLY HEFLIN SCHOLARSHIP TRUST FUND
MRS. MARGARET CALEY

ADDRESS:

13 OFFICE PARK CIRCLE, SUITE B
BIRMINGHAM, AL 35223

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

LUPUS FOUNDATION OF AMERICA
GEORGIA CHAPTER, INC.

ADDRESS:

1800 LAKE PARK DRIVE, SUITE 101
SMYRNA, GA 30080

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

MAGIC MOMENTS
C/O CHILDREN'S HOSPITAL OF ALABAMA

ADDRESS:

1600 SEVENTH AVENUE SOUTH
BIRMINGHAM, AL 35233

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MCWANE CENTER BUILDING FUND

MR TIM RITCHIE, PRESIDENT

ADDRESS:

200 NINETEENTH STREET NORTH

BIRMINGHAM, AL 35203

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR THE BUILDING FUND

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MONTGOMERY MUSEUM OF FINE ARTS

MR MARK M JOHNSON, DIRECTOR

ADDRESS:

POST OFFICE BOX 230819

MONTGOMERY, AL 36123-0819

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

RE-ENTRY MINISTRIES

ADDRESS:

2224 3RD AVENUE NORTH

BIRMINGHAM, AL 35210

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
REGIONAL CULTURAL ALLIANCE OF
GREATER BIRMINGHAM
ADDRESS:
1731 FIRST AVE NO., SUITE 190
BIRMINGHAM, AL 35203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,250.

RECIPIENT NAME:
RUFFNER MOUNTAIN NATURE CENTER
ADDRESS:
1214 81ST STREET
BIRMINGHAM, AL 35236
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
STILLWATERS FIRE AND RESCUE
STABILIZATION CAMPAIGN
ADDRESS:
1599 STILLWATERS DRIVE
DADEVILLE, AL 36853
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

THE C EUGENE IRELAND FDN INC AGENCY

63-0745195

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

STUDIO BY THE TRACKS

ADDRESS:

POST OFFICE BOX 110114

Irondale, AL 35210

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

TRANSFORMATION RANCH

ADDRESS:

P O BOX 282

CHELSEA, AL 35043

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 2,750.

RECIPIENT NAME:

TRANSITIONAL LIVING, INC

MR CHIP HEALY

ADDRESS:

840 YOUNGS LANE

NASHVILLE, TN 37207

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 3,000.

STATEMENT 26

RECIPIENT NAME:

TUKABATCHEE AREA COUNCIL INC, BSA
WYNTON BLOUNT BOY SCOUT CENTER

ADDRESS:

3067 CARTER HILL ROAD
MONTGOMERY, AL 36111

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:

WOUNDED WARRIOR PROJECT

ADDRESS:

4899 BELFORT ROAD, STE 300
JACKSONVILLE, FL 32256

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

WOMEN'S FUND OF GREATER BIRMINGHAM
MS. JOAN PERRY, PRESIDENT

ADDRESS:

2100 FIRST AVE NO., SUITE 705
BIRMINGHAM, AL 35203

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 3,000.

THE C EUGENE IRELAND FDN INC AGENCY

63-0745195

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

YWCA - DAY CARE CENTER

ADDRESS:

309 23RD STREET NORTH

BIRMINGHAM, AL 35203

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 3,000.

TOTAL GRANTS PAID:

143,750.

=====

STATEMENT 28

AGENT FOR THE C EUGENE IRELAND FOUNDATION INC U/A DTD 6-23-78 1055000833			
63-0745195			
Assets as of December 31, 2011			
CUSIP/ Description	Units	Tax Cost	Market Value
Cash			
CASH			
Total For Cash	0.00		
Short Term Investments			
999990484 REGIONS TRUST CASH SWEEP	567,886.78	567,886.78	567,887
Total For Short Term Investments	567,886.78	567,886.78	567,887
U S Government Obligations			
17313YAJ0 CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012	32,000.00	32,468.87	32,594
24424DAA7 JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012	32,000.00	32,164.28	32,415
31359MH89 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016	19,000.00	19,514.41	22,141
880591DT6 TENNESSEE VALLEY AUTHORITY SER A PUTABLE 6.79% 05/23/2012	30,000 00	30,351.37	30,774
912810EQ7 UNITED STATES TREASURY 6.25% 08/15/2023	23,000.00	27,653.75	32,919
912828NU0 UNITED STATES TREASURY N/B DTD 08/16/2010 .75% 08/15/2013	22,000.00	21,960.57	22,183
912828PC8 UNITED STATES TREASURY N/B DTD 11/15/2010 2.625% 11/15/2020	30,000 00	29,030.09	32,297
912828QV5 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 .625% 07/15/2021 OFV 32000	32,149.44	33,817.29	34,393
Total For U S Government Obligations	220,149.44	226,960.63	239,715
Mortgage Backed Securities			
3138A8SR8 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 OFV 22000	18,209.86	19,131.73	19,234
3138EGNK6 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 OFV 11000	10,457.30	11,123.95	11,196
31402C4H2 FEDERAL NATIONAL MORTGAGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 OFV 328578	62,378.16	64,903 10	68,189
31402DDB3 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034 OFV 20008	4,843.91	4,800.75	5,292
31402RFV6 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 OFV 56000	18,294.81	19,732.67	19,785
31403CXG1 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 OFV 59763	16,518 60	15,958.53	17,857
31410FSJ5 FEDERAL NATIONAL MORTGAGE ASSN POOL #888021 DTD 11/01/2006 6% 12/01/2036 OFV 102000	23,784.84	26,352.85	26,238
31410FSS5 FEDERAL NATIONAL MORTGAGE ASSN POOL #888029 6% 12/01/2036 OFV 68009	16,001.95	16,121.98	17,653
31410GJW4 FEDERAL NATIONAL MORTGAGE ASSN POOL #888677 5.5% 08/01/2022 OFV 62000	11,180.89	11,140.71	12,140
31410NJP4 FEDERAL NATL MTG ASSN POOL #892270 6% 08/01/2036 OFV 19000	7,884.85	7,860.21	8,698
31410TDA0 FEDERAL NATIONAL MORTGAGE ASSN POOL #896597 5% 08/01/2021 OFV 9000	1,433.40	1,396.01	1,548
31412XV35 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 OFV 41000	11,774.13	11,897 41	12,978

AGENT FOR THE C EUGENE IRELAND FOUNDATION INC U/A DTD 6-23-78 1055000833			
63-0745195			
Assets as of December 31, 2011			
CUSIP/ Description	Units	Tax Cost	Market Value
31413YRR4 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 OFV 53000	14,309.62	14,410.23	15,772
31419DMQ1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 OFV 24000	17,970.03	18,643.90	18,809
Total For Mortgage Backed Securities	235,042.35	243,474.03	255,389
Corporate Bonds			
001055AC6 AFLAC INC DTD 5/21/09 8.5% 05/15/2019	8,000	9,825.79	9,804
00206RAM4 AT&T INC DTD 05/13/08 5.6% 05/15/2018	9,000	9,118.08	10,458
0258M0DA4 AMERICAN EXPRESS CREDIT CORP SERIES: MTN DTD 09/13/2010 2.75% 09/15/2015	11,000	11,216.63	11,058
03523TBA5 ANHEUSER-BUSCH INBEV WOR DTD 01/27/2011 2.875% 02/15/2016	10,000	10,049.89	10,551
06739GBB4 BARCLAYS BANK PLC DTD 04/07/2010 3.9% 04/07/2015	11,000	11,062.22	11,047
126408GN7 CSX CORP DTD 3/27/08 6.25% 04/01/2015	9,000	9,818.44	10,283
126650BR0 CVS/CAREMARK CORPORATION DTD 9/11/09 6.125% 09/15/2039	9,000	9,164.33	10,952
12673PAC9 CA INC DTD 11/13/09 5.375% 12/01/2019	10,000	10,188.40	10,908
149123BQ3 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	8,000	7,986.90	10,650
172967FE6 CITIGROUP INC DTD 06/15/2010 6% 12/13/2013	10,000	10,627.45	10,348
20030NAZ4 COMCAST CORP DTD 06/18/09 5.7% 07/01/2019	9,000	9,193.02	10,441
22546QAA5 CREDIT SUISSE NEW YORK DTD 5/4/09 5.5% 05/01/2014	20,000	20,882.40	20,788
25459HAN5 DIRECTV HOLDGS/FING DTD 03/11/2010 3.55% 03/15/2015	10,000	10,287.88	10,409
26441CAG0 DUKE ENERGY CORPORATION DTD 11/17/2011 2.15% 11/15/2016	11,000	11,007.10	11,031
369622SM8 GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5.3% 02/11/2021	10,000	10,090.41	10,690
36962G3P7 GENERAL ELECTRIC CAPITAL CORP DTD 01/14/08 5.875% 01/14/2038	10,000	10,325.07	10,596
38141EA25 GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% 02/15/2019	9,000	9,867.39	9,940
38141EA33 GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05/01/2014	10,000	10,191.92	10,415
42809HAB3 HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	8,000	9,405.46	10,269
428236BE2 HEWLETT-PACKARD CO DTD 12/02/2010 2.2% 12/01/2015	11,000	11,011.19	10,742
458140AJ9 INTEL CORP DTD 09/19/2011 3.3% 10/01/2021	11,000	10,959.12	11,588
46625HHL7 J P MORGAN CHASE & CO DTD 04/23/09 6.3% 04/23/2019	9,000	9,074.12	10,194
50075NBB9 KRAFT FOODS INC DTD 02/08/2010 4.125% 02/09/2016	10,000	10,013.79	10,857
59018YN64 MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04/25/2018	10,000	10,100.38	9,859
59022CAJ2 MERRILL LYNCH & CO 6.11% 01/29/2037	11,000	10,383.69	8,480
61747YCJ2 MORGAN STANLEY SERIES: MTN DTD 9/23/09 5.625% 09/23/2019	10,000	10,099.07	9,261
61747YCK9 MORGAN STANLEY DTD 11/20/2009 4.2% 11/20/2014	11,000	11,432.75	10,609
68323AAE4 ONTARIO (PROVINCE OF) DTD 01/27/2011 1.375% 01/27/2014	22,000	22,039.28	22,230

AGENT FOR THE C EUGENE IRELAND FOUNDATION INC U/A DTD 6-23-78 1055000833			
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Assets as of December 31, 2011			
CUSIP/ Description	Units	Tax Cost	Market Value
68389XAC9 ORACLE CORPORATION DTD 04/09/08 5.75% 04/15/2018	9,000	9,143.87	10,921
71645WAP6 PETROBRAS INTL FIN CO DTD 10/30/09 5.75% 01/20/2020	20,000	20,655.74	21,402
717081DB6 PFIZER INC DTD 3/24/09 6.2% 03/15/2019	9,000	9,943.13	11,105
74432QBP9 PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5% 11/15/2020	11,000	10,960.28	11,061
867914BE2 SUNTRUST BKS INC DTD 11/01/2011 3.5% 01/20/2017	10,000	10,002.50	10,052
87425EAL7 TALISMAN ENERGY INC DTD 6/1/09 7.75% 06/01/2019	9,000	10,371.45	11,098
87612EAP1 TARGET CORP CALLABLE 5.375% 05/01/2017	9,000	8,896.87	10,578
87938WAP8 TELEFONICA EMISIONES SAU DTD 02/16/2011 5.462% 02/16/2021	11,000	11,194.41	10,497
88166HAA5 TEVA PHARMA FIN IV LLC DTD 11/10/2011 1.7% 11/10/2014	11,000	11,004.94	11,085
88732JAL2 TIME WARNER CABLE 6.75% 07/01/2018	9,000	9,803.35	10,689
89233P5F9 TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3.4% 09/15/2021	11,000	10,972.28	11,337
92343VAW4 VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	9,000	8,943.79	11,159
929903DT6 WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	9,000	9,188.35	10,168
Total For Corporate Bonds	434,000	446,503.13	465,611
Common Stock			
018490102 ALLERGAN INC	400	19,688.00	35,096
037411105 APACHE CORPORATION	200	18,194.98	18,116
064058100 BANK OF NEW YORK MELLON CORP	450	10,855.22	8,960
126650100 CVS/CAREMARK CORPORATION	400	15,987.28	16,312
149123101 CATERPILLAR INC	175	11,555.23	15,855
166764100 CHEVRON CORP	250	8,883.75	26,600
17275R102 CISCO SYSTEMS INC	1,250	17,601.88	22,600
194162103 COLGATE-PALMOLIVE CO	200	11,611.64	18,478
205887102 CONAGRA FOODS INC	750	11,353.65	19,800
244199105 DEERE & COMPANY	250	8,675.00	19,338
25746U109 DOMINION RES INC VA NEW	700	26,467.21	37,156
268648102 E M C CORP MASS	700	10,814.37	15,078
278058102 EATON CORP	600	19,468.48	26,118
291011104 EMERSON ELECTRIC CO	350	20,856.50	16,307
30231G102 EXXON MOBIL CORP	200	18,669.64	16,952
369604103 GENERAL ELECTRIC CO	1,200	19,763.40	21,492
372460105 GENUINE PARTS CO	400	11,238.95	24,480
38141G104 GOLDMAN SACHS GROUP INC	100	14,743.28	9,043
406216101 HALLIBURTON CO	300	14,288.34	10,353
42809H107 HESS CORPORATION	350	20,760.11	19,880
452308109 ILLINOIS TOOL WORKS INC	300	14,354.50	14,013
458140100 INTEL CORP	750	19,161.15	18,188
46625H100 J P MORGAN CHASE & CO	300	13,829.46	9,975
478160104 JOHNSON & JOHNSON	300	15,545.00	19,674
48203R104 JUNIPER NETWORKS INC	800	11,886.56	16,328
577081102 MATTEL INC	850	18,152.94	23,596
58933Y105 MERCK & CO. INC. NEW	500	15,835.00	18,850

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63-0745195			
Assets as of December 31, 2011			
CUSIP/ Description	Units	Tax Cost	Market Value
594918104 MICROSOFT CORP	700	18,411.00	18,172
655844108 NORFOLK SOUTHERN CORP	300	13,772.12	21,858
68389X105 ORACLE CORPORATION	850	19,048.50	21,803
713448108 PEPSICO INC	250	10,002.50	16,588
74005P104 PRAXAIR INC	175	16,070.25	18,708
742718109 PROCTER & GAMBLE CO	350	20,188.00	23,349
747525103 QUALCOMM INC	600	20,772.00	32,820
806857108 SCHLUMBERGER LTD	400	18,922.00	27,324
863667101 STRYKER CORP	400	17,468.00	19,884
883556102 THERMO FISHER SCIENTIFIC INC.	375	13,375.71	16,864
88579Y101 3M CO	200	16,213.00	16,346
891027104 TORCHMARK CORP	5,250	773.12	227,798
89417E109 TRAVELERS COMPANIES INC.	350	16,169.19	20,710
913017109 UNITED TECHNOLOGIES CORP	300	16,371.00	21,927
92343V104 VERIZON COMMUNICATIONS	350	11,174.84	14,042
929160109 VULCAN MATERIALS CO	2,284	443.97	89,875
949746101 WELLS FARGO & CO	800	11,974.56	22,048
Total For Common Stock	26,959	661,391.28	1,148,749
Foreign Stock			
881624209 TEVA PHARMACEUTICAL INDS SPONS ADR ONE ADR REPRS ONE ORD SHARE	425	18,887.51	17,153
Total For Foreign Stock	425	18,887.51	17,153
Mutual Funds - Equity			
04314H501 ARTISAN FDS INC SMALL CAP VALUE FD-INV	601.643	8,790.00	8,977
04314H709 ARTISAN FDS INC MID CAP VALUE FD INV SHS	1,244.673	24,957.50	24,520
091929760 BLACKROCK US OPPORTUNITIES-I	602.208	21,276.00	20,168
119804102 BUFFALO SMALL CAP FUND	602.113	13,680.00	15,011
Total For Mutual Funds - Equity	3,050.637	68,703.50	68,675
Mutual Funds - International			
464287465 ISHARES MSCI EAFE INDEX FUND	3,575	203,393.62	177,070
Total For Mutual Funds - International	3,575	203,393.62	177,070
Miscellaneous Assets			
SM0006884 CORPORATE SEAL OF THE IRELAND FDN	1	1.00	1
Total For Miscellaneous Assets	1	1.00	1
Total Portfolio		2,437,201.48	2,940,250