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Form **990-EZ**

Short Form Return of Organization Exempt From Income Tax

OMB No 1545-1150

2011

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds, organizations that operate one or more hospital facilities, and certain controlling organizations as defined in section 512(b)(13) must file Form 990 (see instructions)

All other organizations with gross receipts less than \$200,000 and total assets less than \$500,000 at the end of the year may use this form

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2011 calendar year, or tax year beginning January 1, 2011, and ending December 31, 20 11

<p>B Check if applicable:</p> <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input checked="" type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<p>C Name of organization Northwest Florida Development Group, Inc.</p> <p>Number and street (or P O box, if mail is not delivered to street address) Room/suite P.O. Box 550</p> <p>City or town, state or country, and ZIP + 4 Andalusia, AL 36420-1299</p>	<p>D Employer identification number 63-1008579</p> <p>E Telephone number 334-427-3000</p> <p>F Group Exemption Number ▶</p>
<p>G Accounting Method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual Other (specify) ▶</p>		<p>H Check <input checked="" type="checkbox"/> if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).</p>
<p>I Website: ▶ N/A</p>		
<p>J Tax-exempt status (check only one) — <input type="checkbox"/> 501(c)(3) <input checked="" type="checkbox"/> 501(c) (6) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527</p>		

K Check if the organization is not a section 509(a)(3) supporting organization or a section 527 organization and its gross receipts are normally not more than \$50,000. A Form 990-EZ or Form 990 return is not required though Form 990-N (e-postcard) may be required (see instructions) But if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6c, and 7b, to line 9 to determine gross receipts. If gross receipts are \$200,000 or more, or if total assets (Part II, line 25, column (B) below) are \$500,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$ 0

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (see the instructions for Part I.)

Check if the organization used Schedule O to respond to any question in this Part I

	Description		Amount	Total	
Revenue	1 Contributions, gifts, grants, and similar amounts received	1	0	0	
	2 Program service revenue including government fees and contracts	2	0	0	
	3 Membership dues and assessments	3	0	0	
	4 Investment income	4	0	0	
	5a Gross amount from sale of assets other than inventory	5a	0	0	
	b Less: cost or other basis and sales expenses	5b	0		
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	5c	0		
	6 Gaming and fundraising events				
	a Gross income from gaming (attach Schedule G if greater than \$15,000)	6a	0	0	
	b Gross income from fundraising events (not including \$ <u>0</u> of contributions from fundraising events reported on line 1) (attach Schedule G if the sum of such gross income and contributions exceeds \$15,000)	6b	0		
c Less: direct expenses from gaming and fundraising events	6c	0			
d Net income or (loss) from gaming and fundraising events (add lines 6a and 6b and subtract line 6c)	6d	0	0		
7a Gross sales of inventory, less returns and allowances	7a	0	0		
b Less: cost of goods sold	7b	0			
c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	0			
8 Other revenue (describe in Schedule O)	8	0	0		
9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6d, 7c, and 8	9	▶	0		
Expenses	10 Grants and similar amounts paid (list in Schedule O)	10	0	0	
	11 Benefits paid to or for members	11	0	0	
	12 Salaries, other compensation, and employee benefits	12	0	0	
	13 Professional fees and other payments to independent contractors	13	0	0	
	14 Occupancy, rent, utilities, and maintenance	14	0	0	
	15 Printing, publications, postage, and shipping	15	0	0	
	16 Other expenses (describe in Schedule O)	16	0	0	
17 Total expenses. Add lines 10 through 16	17	▶	0		
Net Assets	18 Excess or (deficit) for the year (Subtract line 17 from line 9)	18	0	0	
	19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	0	0	
	20 Other changes in net assets or fund balances (explain in Schedule O)	20	0	0	
	21 Net assets or fund balances at end of year. Combine lines 18 through 20	21	▶	0	



SCANNED JUN 21 2012

Part V Other Information (Note the Schedule A and personal benefit contract statement requirements in the instructions for Part V.) Check if the organization used Schedule O to respond to any question in this Part V

33 Did the organization engage in any significant activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O
34 Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions)
35a Did the organization have unrelated business gross income of \$1,000 or more during the year from business activities (such as those reported on lines 2, 6a, and 7a, among others)?
35b If "Yes," to line 35a, has the organization filed a Form 990-T for the year? If "No," provide an explanation in Schedule O
35c Was the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements during the year? If "Yes," complete Schedule C, Part III
36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N
37a Enter amount of political expenditures, direct or indirect, as described in the instructions.
37b Did the organization file Form 1120-POL for this year?
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?
38b If "Yes," complete Schedule L, Part II and enter the total amount involved
39 Section 501(c)(7) organizations. Enter:
39a Initiation fees and capital contributions included on line 9
39b Gross receipts, included on line 9, for public use of club facilities
40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under:
40b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year, or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I.
40c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
40d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization
40e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T.
41 List the states with which a copy of this return is filed.
42a The organization's books are in care of
42b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?
42c At any time during the calendar year, did the organization maintain an office outside the U.S.?
43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year
44a Did the organization maintain any donor advised funds during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ
44b Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ
44c Did the organization receive any payments for indoor tanning services during the year?
44d If "Yes" to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O
45a Did the organization have a controlled entity within the meaning of section 512(b)(13)?
45b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," Form 990 and Schedule R may need to be completed instead of Form 990-EZ (see instructions)

	Yes	No
46 Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		<input checked="" type="checkbox"/>
46		

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 47-49b and 52, and complete the tables for lines 50 and 51.
 Check if the organization used Schedule O to respond to any question in this Part VI

	Yes	No
47 Did the organization engage in lobbying activities or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		<input checked="" type="checkbox"/>
47		
48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		<input checked="" type="checkbox"/>
48		
49a Did the organization make any transfers to an exempt non-charitable related organization?		<input checked="" type="checkbox"/>
49a		
b If "Yes," was the related organization a section 527 organization?		<input checked="" type="checkbox"/>
49b		

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
N/A				

f Total number of other employees paid over \$100,000 ▶ 0

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
N/A		

d Total number of other independent contractors each receiving over \$100,000 ▶ 0

52 Did the organization complete Schedule A? **Note:** All section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A ▶ Yes No

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 officer) is based on all information of which preparer has any knowledge.

Sign Here
 Signature of officer: F. Ferrell Walton Date: 5/15/2012
 Type or print name and title: F. Ferrell Walton Assistant Secretary Treasurer

Paid Preparer Use Only
 Preparer's name: _____ Preparer's signature: _____ Date: _____ Check if self-employed PTIN: _____
 Firm's name: _____ Firm's EIN: _____
 Firm's address: _____ Phone no: _____

May the IRS discuss this return with the preparer shown above? See instructions ▶ Yes No

2011

Open to Public Inspection

SCHEDULE N (Form 990 or 990-EZ) Liquidation, Termination, Dissolution, or Significant Disposition of Assets

Complete if the organization answered "Yes" to Form 990, Part IV, lines 31 or 32; or Form 990-EZ, line 36. Attach certified copies of any articles of dissolution, resolutions, or plans. Attach to Form 990 or 990-EZ.

Department of the Treasury Internal Revenue Service

Name of the organization

Northwest Florida Development Group, Inc.

Employer identification number

63-1008579

Part I Liquidation, Termination, or Dissolution. Complete this part if the organization answered "Yes" to Form 990, Part IV, line 31, or Form 990-EZ, line 36. Part I can be duplicated if additional space is needed.

Table with 7 columns: (a) Description of asset(s) distributed or transaction expenses paid, (b) Date of distribution, (c) Fair market value of asset(s) distributed or amount of transaction expenses, (d) Method of determining FMV for asset(s) distributed or transaction expenses, (e) EIN of recipient, (f) Name and address of recipient, (g) IRC section of recipient(s) (if tax-exempt) or type of entity.

Table with 4 rows (2a-2d) and 2 columns (Yes/No) for questions regarding successor or transferee organizations.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or Form 990-EZ.

Cat. No 50087Z

Schedule N (Form 990 or 990-EZ) (2011)

Part I **Liquidation, Termination, or Dissolution (Continued)**

Note. If the organization distributed all of its assets during the tax year, then Form 990, Part X, column (B), line 16 (Total assets), and line 26 (Total liabilities), should equal -0-.

- 3 Did the organization distribute its assets in accordance with its governing instrument(s)? If "No," describe in Part III. **3**
- 4a Is the organization required to notify the attorney general or other appropriate state official of its intent to dissolve, liquidate, or terminate? **4a**
- b If "Yes," did the organization provide such notice? **4b**
- 5 Did the organization discharge or pay all of its liabilities in accordance with state laws? **5**
- 6a Did the organization have any tax-exempt bonds outstanding during the year? **6a**
- b Did the organization discharge or defease all of its tax-exempt bond liabilities during the tax year in accordance with the Internal Revenue Code and state laws? **6b**
- c If "Yes" to line 6b, describe in Part III how the organization defeased or otherwise settled these liabilities. If "No," explain in Part III.

Part II **Sale, Exchange, Disposition, or Other Transfer of More Than 25% of the Organization's Assets.** Complete this part if the organization answered "Yes" to Form 990, Part IV, line 32, or Form 990-EZ, line 36. Part II can be duplicated if additional space is needed.

1	(a) Description of asset(s) distributed or transaction expenses paid	(b) Date of distribution	(c) Fair market value of asset(s) distributed or amount of transaction expenses	(d) Method of determining FMV for asset(s) distributed or transaction expenses	(e) EIN of recipient	(f) Name and address of recipient	(g) IRC section of recipient(s) (if tax-exempt) or type of entity
	N/A - Northwest Florida Development Group, Inc. was a shell corporation that had no operations to report and no assets to dispose of upon dissolution.						
	See the attached dissolution documents.						

2	Did or will any officer, director, trustee, or key employee of the organization:	Yes	No
a	Become a director or trustee of a successor or transferee organization?	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
b	Become an employee of, or independent contractor for, a successor or transferee organization?	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
c	Become a direct or indirect owner of a successor or transferee organization?	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
d	Receive, or become entitled to, compensation or other similar payments as a result of the organization's significant disposition of assets?	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
e	If the organization answered "Yes" to any of the questions in this line, provide the name of the person involved and explain in Part III. ▶ N/A		

Part III **Supplemental Information.** Complete to provide the information required by Part I, lines 2e and 6c, and Part II, line 2e. Also complete this part to provide any additional information.

Part I - Line 3: Northwest Florida Development Group, Inc. was a shell corporation that had no operations to report and no assets to dispose of upon dissolution. See the attached dissolution documents. Also, see the attached Form 990-EZ for a balance sheet detail.

Part I - Line 6b: Northwest Florida Development Group, Inc. was a shell corporation that had no operations to report and no assets to dispose of upon dissolution. See the attached dissolution documents. Also, see the attached Form 990-EZ for a balance sheet detail.

Northwest Florida Development Group, Inc
Listing of Officers, Directors, Trustees, and Key Employees
12/31/2011

<u>Name/ Address</u>	<u>Title</u>	<u>Avg. Hours per Week Devoted to Position</u>	<u>Compensation</u>	<u>Employee Benefit Plan/Deferred Compensation Contributions</u>	<u>Expense Account/Other Allowances</u>
Gary L. Smith P.O. Box 550 Andalusia, AL 36420-1299	Executive Vice-President	1.0	0	0	0
Gary Harrison P.O. Box 550 Andalusia, AL 36420-1299	Chairman	1.0	0	0	0
William S. Rimes P.O. Box 550 Andalusia, AL 36420-1299	Vice Chairman	1.0	0	0	0
E. A. Jakins Jr. P.O. Box 550 Andalusia, AL 36420-1299	Secretary/Treasurer	1.0	0	0	0
F. Ferrell Walton P.O. Box 550 Andalusia, AL 36420-1299	Asst. Secretary Treasurer	1.0	0	0	0

State of Florida



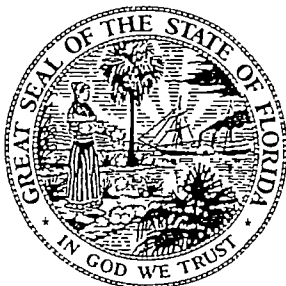
Department of State

I certify from the records of this office that NORTHWEST FLORIDA DEVELOPMENT GROUP, INC. was a corporation organized under the laws of the State of Florida, filed on April 13, 1988.

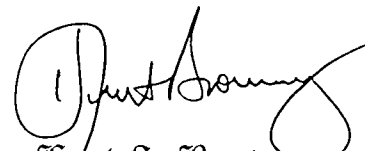
The document number of this corporation is N25875.

I further certify that said corporation was voluntarily dissolved on June 20, 2011.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-second day of June, 2011



CR2EO22 (01-07)


Kurt S. Browning
Secretary of State

State of Florida

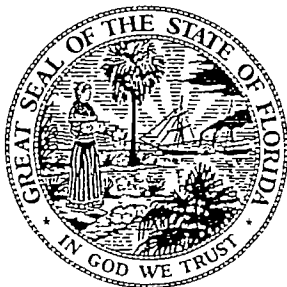


Department of State

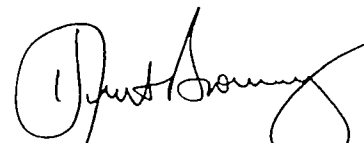
I certify the attached is a true and correct copy of the Articles of Dissolution, filed on June 20, 2011, dissolving NORTHWEST FLORIDA DEVELOPMENT GROUP, INC., a Florida Corporation, as shown by the records of this office.

The document number of this corporation is N25875.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-second day of June, 2011



CR2EO22 (01-07)


Kurt S. Browning
Secretary of State

ARTICLES OF DISSOLUTION

Pursuant to section 617 1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST The name of the corporation as currently filed with the Florida Department of State

Northwest Florida Development Group, Inc.

SECOND: The document number of the corporation (if known): N25875

THIRD Adoption of Dissolution
(COMPLETE SECTION I OR II)

SECTION I

If the corporation has members entitled to vote:

(CHECK/COMPLETE ONE)

The date of the meeting of members at which the resolution to dissolve was adopted
May 27, 2011. The number of votes cast by the
members was sufficient for approval

The resolution was adopted by written consent of the members and executed in
accordance with section 617.0701, Florida Statutes

SECTION II

If the corporation has no members or members entitled to vote on the dissolution:

The corporation has no members or members entitled to vote on the dissolution

The date of adoption of the resolution by the board of directors was _____

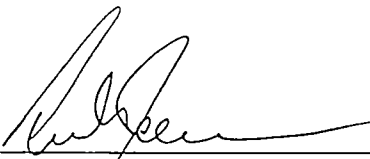
The number of directors in office was _____ and the vote for resolution was

_____ for and _____ against (must be a majority vote)

FILED
11 JUN 20 AM 9:55
TALLAHASSEE, FLORIDA

EXHIBIT A

FOURTH Effective date of dissolution if applicable May 27, 2011
(no more than 90 days after dissolution file date)

Signature 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Ronald C. Jones
(Typed or printed name of the person signing)

Chairman of the Board
(Title of person signing)

FILING FEE: \$35

EXHIBIT A

**POWERSOUTH ENERGY COOPERATIVE
RESOLUTION
DISSOLUTION OF
NORTHWEST FLORIDA DEVELOPMENT GROUP, INC.
MAY 27, 2011**

WHEREAS, PowerSouth Energy Cooperative; Choctawhatchee Electric Cooperative, Inc., Escambia River Electric Cooperative, Inc., Gulf Coast Electric Cooperative, Inc., and West Florida Electric Cooperative, Inc., (hereinafter collectively called the "Members") incorporated the Northwest Florida Development Group, Inc. as a nonprofit, cooperative corporation on April 13, 1988;

WHEREAS, the Members have determined that it is no longer desirable or necessary to continue the existence and operation of the Northwest Florida Development Group, Inc.; and

WHEREAS, the Members have unanimously decided to dissolve the Northwest Florida Development Group, Inc., effective as of May 27, 2011.

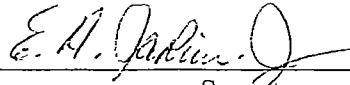
THEREFORE, BE IT RESOLVED, that PowerSouth Energy Cooperative, acting through its Board of Trustees, hereby elects to dissolve the Northwest Florida Development Group, Inc. effective as of May 27, 2011.

BE IT FURTHER RESOLVED, that PowerSouth Energy Cooperative's officers are authorized in the name of PowerSouth Energy Cooperative to execute any and all instruments and documents, make all such payments and do all other acts, in the opinion of the officer or officers acting, necessary or appropriate to dissolve the Northwest Florida Development Group, Inc.

I, E. A. Jakins, Jr., Secretary of PowerSouth Energy Cooperative, hereby certify that the above is a true and correct copy of a resolution adopted at the meeting of the Board of Trustees of PowerSouth Energy Cooperative on May 27, 2011, at which a quorum was present and voted.

I further certify that none of said resolution has been altered, modified or rescinded.

This the 27th of May, 2011.

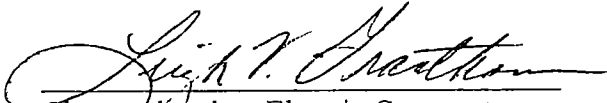


Secretary

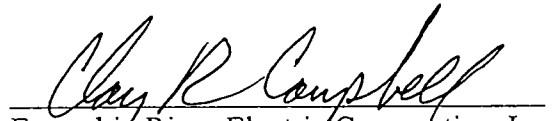
SFAL

NORTHWEST FLORIDA DEVELOPMENT GROUP, INC.
RESOLUTION
MAY 27, 2011


BE IT RESOLVED, that the Members of the Northwest Florida Development Group, Inc. by their signatures set forth below hereby unanimously vote to dissolve the Corporation effective as of May 27, 2011 and hereby authorize the filing of the Articles of Dissolution attached hereto as Exhibit "A" with the Department of State.

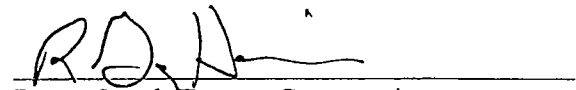

Choctawhatchee Electric Cooperative
Leigh V. Grantham


Gulf Coast Electric Cooperative, Inc.
Michael E. White


Escambia River Electric Cooperative, Inc.
Clay R. Campbell


West Florida Electric Cooperative Assn., Inc.
William S. Rimes

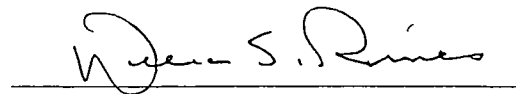

PowerSouth Energy Cooperative
Ronald C. Jones


PowerSouth Energy Cooperative
R. Gary Harrison

I, William S. Rimes, Secretary of the Northwest Florida Development Group, Inc., hereby certify that the above is a true and correct copy of a resolution adopted at the Annual Meeting of the Members thereof on May 27, 2011, at which a quorum was present and voted.

I further certify that none of said resolution has been altered, modified or rescinded.

This the 27th day of May, 2011.


Secretary

SEAL

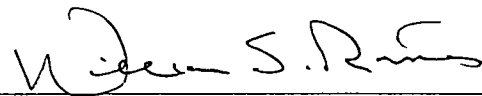
NORTHWEST FLORIDA DEVELOPMENT GROUP, INC.
RESOLUTION
RECOMMENDATION OF DISSOLUTION OF CORPORATION
MAY 27, 2011

BE IT RESOLVED, that the Board of Directors of the Northwest Florida Development Group, Inc. hereby unanimously recommend that the Corporation be dissolved and that the issue of such dissolution be submitted to a vote at the Annual Meeting of the Members to be conducted on May 27, 2011.

I, William S. Rimes, Secretary of the Northwest Florida Development Group, Inc., hereby certify that the above is a true and correct copy of a resolution adopted at the Annual Meeting of the Board of Directors thereof on May 27, 2011, at which a quorum was present and voted.

I further certify that none of said resolution has been altered, modified or rescinded.

This the 27th day of May, 2011.



Secretary

SEAL