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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

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

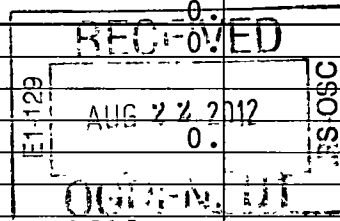
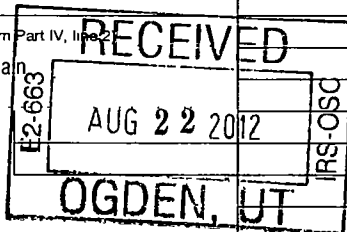
For calendar year 2011 or tax year beginning

, and ending

Name of foundation PROTECTIVE LIFE FOUNDATION		A Employer identification number 63-1129596
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 13008	Room/suite	B Telephone number 205-268-1395
City or town, state, and ZIP code BIRMINGHAM, AL 35202		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 98,517.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,625,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			0.		
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 or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		2,625,000.	0.		
13 Compensation of officers, directors, trustees, etc		0.			0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 1		4,659.	0.		0.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		14,077.	0.		0.
22 Printing and publications		6,565.	0.		0.
23 Other expenses STMT 2		79,253.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		104,554.	0.		0.
25 Contributions, gifts, grants paid		2,501,148.			2,501,148.
26 Total expenses and disbursements. Add lines 24 and 25		2,605,702.	0.		2,501,148.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		19,298.			
b Net investment income (if negative, enter -0-)			0.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			77,152.	98,517.	98,517.
	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					
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock					
	c Investments - corporate bonds					
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
	16 Total assets (to be completed by all filers)			77,152.	98,517.	98,517.
Liabilities	17 Accounts payable and accrued expenses				2,067.	
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	2,067.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	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			0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds			77,152.	96,450.		
	30 Total net assets or fund balances			77,152.	96,450.	
	31 Total liabilities and net assets/fund balances			77,152.	98,517.	

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	77,152.
2 Enter amount from Part I, line 27a	2	19,298.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	96,450.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	96,450.

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				
b NONE				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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				
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	
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). 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 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	1,719,398.	313,892.	5.477674
2009	1,681,502.	373,991.	4.496103
2008	2,134,082.	361,330.	5.906185
2007	2,238,480.	338,613.	6.610733
2006	2,348,715.	323,601.	7.258059
2 Total of line 1, column (d)			29.748754
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			5.949751
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			385,080.
5 Multiply line 4 by line 3			2,291,130.
6 Enter 1% of net investment income (1% of Part I, line 27b)			0.
7 Add lines 5 and 6			2,291,130.
8 Enter qualifying distributions from Part XII, line 4			2,501,148.

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)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	0.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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		0.
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 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. \$ 0. (2) On foundation managers. \$ 0.		
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? 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) <u>AL</u>		
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

N/A

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>KATE H. COTTON</u> Telephone no. ► <u>205-268-4434</u> Located at ► <u>1209 MONTGOMERY HIGHWAY, BIRMINGHAM, AL</u> ZIP+4 ► <u>35223</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> <u>N/A</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 ►	16	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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ 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)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
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? ☐ Yes ☒ No If "Yes," list the years ►		
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.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.) <u>N/A</u>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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))?

☐ 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)?

☐ 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)?

5b

X

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

6b

X

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

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.

(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
JOHN D. JOHNS 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223	DIRECTOR/PRESIDENT	0.00	0.	0.
KATE H. COTTON 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223	DIRECTOR/SECRETARY	0.00	0.	0.
CHARLES D. EVERS, JR. 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223	ASSISTANT TREASURER	0.00	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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. 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

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

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.	
3	
Total. Add lines 1 through 3	0.

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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	390,944.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	390,944.
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	2	0.
3	Subtract line 2 from line 1d	3	390,944.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,864.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	385,080.
6	Minimum investment return. Enter 5% of line 5	6	19,254.

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	19,254.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	19,254.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	19,254.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	19,254.

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	2,501,148.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,501,148.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,501,148.

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				19,254.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,332,535.			
b From 2007	2,221,549.			
c From 2008	2,116,015.			
d From 2009	1,662,802.			
e From 2010	1,703,703.			
f Total of lines 3a through e	10,036,604.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 2,501,148.				
a Applied to 2010, but not more than line 2a			0.	
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				19,254.
e Remaining amount distributed out of corpus	2,481,894.			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,518,498.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	2,332,535.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	10,185,963.			
10 Analysis of line 9:				
a Excess from 2007	2,221,549.			
b Excess from 2008	2,116,015.			
c Excess from 2009	1,662,802.			
d Excess from 2010	1,703,703.			
e Excess from 2011	2,481,894.			

N/A

- ☐ 4942(i)(3) or ☐ 4942(i)(5)

- (4) Gross investment income**

[illegible]

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
a Paid during the year				
SEE ATTACHED SCHEDULE P.O. BOX 13008 BIRMINGHAM, AL 35202	NONE	501(C)(3) EXEMPT ORGANIZATION	SEE ATTACHED SCHEDULE	2,501,148.
Total			3a	2,501,148.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
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						
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						
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)		0 .		0 .		0 .
13 Total. Add line 12, columns (b), (d), and (e)						0 .

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization

Employer identification number

PROTECTIVE LIFE FOUNDATION

63-1129596

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
PROTECTIVE LIFE FOUNDATION	63-1129596

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	<u>PROTECTIVE LIFE INSURANCE COMPANY</u> <u>2801 HIGHWAY 280 SOUTH</u> <u>BIRMINGHAM, AL 35223</u>	\$ <u>2,625,000.</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Employer identification number

63-1129596

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization

Employer identification number

PROTECTIVE LIFE FOUNDATION**63-1129596****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ► \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	LEGAL FEES			STATEMENT 1
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,659.	0.		0.
TO FM 990-PF, PG 1, LN 16A	4,659.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	77,446.	0.		0.
DUES	1,508.	0.		0.
OFFICE EXPENSES	299.	0.		0.
TO FORM 990-PF, PG 1, LN 23	79,253.	0.		0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 3

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KATE H. COTTON
P.O. BOX 2606
BIRMINGHAM, AL 35202

TELEPHONE NUMBERNAME OF GRANT PROGRAM

205-268-4434

PROTECTIVE LIFE FOUNDATION

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM

ANY SUBMISSION DEADLINES

THE SCHOLARSHIP PROGRAM HAS A 4-15 DEADLINE TO ALLOW FOR THE SELECTION
PROCESS & FUND DISTRIBUTIONS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS OR LIMITATIONS WITH THE EXEPTION OF THE SCHOLARSHIP PROGRAM
WHICH IS LIMITED TO THE CHILDREN OF THE EMPLOYEES OF PROTECTIVE LIFE
ENTITIES. THE SCHOLARSHIP PROGRAM HAS RECEIVED APPROVAL FROM THE IRS.

Payments Made - By Month

7/16/2012

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
January 2011					
Birmingham Civil Rights Institute 2011 - Multi-year operating gift \$ 150,000.00	3378	1/14/2011	\$50,000.00	Protective Life Foundation	1003239
Greater Alabama Council 2011 Memorial Gift \$ 1,000.00	3379	1/18/2011	\$1,000.00	Protective Life Foundation	1003240
PLF Scholar - Alysia R. Barr PLF Scholar: 2009-2010, 2010-2011, 2011-2012, 2012-2013. \$ 10,000.00	2919	1/20/2011	\$425.00	Protective Life Foundation	1003243
PLF Scholar - Alysia R. Barr PLF Scholar: 2009-2010, 2010-2011, 2011-2012, 2012-2013 \$ 10,000.00	2919	1/20/2011	\$511.61	Protective Life Foundation	1003242
PLF Scholar - Tonya M. Auxier 2010 - 2011 PLF Scholar - PLC Scholarship Award \$ 10,000.00	3219	1/7/2011	\$1,125.00	Protective Life Foundation	1003238
Total January 2011			\$53,061.61	(5 items)	

February 2011

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Cystic Fibrosis Foundation <i>2011 matching funds on EE's team in Minneapolis, MN</i> \$ 1,000.00	3381	2/11/2011	\$1,000.00	Protective Life Foundation	1003248
March of Dimes <i>2011 March for Babies</i> \$ 5,000.00	3372	2/11/2011	\$5,000.00	Protective Life Foundation	1003250
Total February 2011 (2 items)			\$6,000.00		
<u>March 2011</u>					
American Enterprise Institute for Public Policy Research <i>2011 Operating Support</i> \$ 5,000.00	3392	3/25/2011	\$5,000.00	Protective Life Foundation	1003278
Antioch Christian Church <i>Memorial Gift - Margaret Nell Falks Long</i> \$ 200.00	3417	3/2/2011	\$200.00	Protective Life Foundation	1003259
Birmingham Children's Theatre <i>2011 - "A Night in Story Land"</i> \$ 1,500.00	3406	3/24/2011	\$1,500.00	Protective Life Foundation	1003270
Birmingham Historical Society <i>2011 Corporate Membership</i> \$ 1,000.00	3415	3/24/2011	\$1,000.00	Protective Life Foundation	1003271
Children's Art Guild <i>2011 Gift</i> \$ 1,000.00	3418	3/2/2011	\$1,000.00	Protective Life Foundation	1003260

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Community Foundation of Greater Birmingham 2011 Memorial Gift - Dr. Brooks Cotten \$ 125.00	3420	3/2/2011	\$125.00	Protective Life Foundation	1003262
Community Grief Support Service 2011 Workshop \$ 1,000.00	3411	3/24/2011	\$1,000.00	Protective Life Foundation	1003272
Duchesne Society \$ 2,500.00	3419	3/2/2011	\$2,500.00	Protective Life Foundation	1003261
Fellowship of Christian Athletes 2011 UAB-FCA Campus Director Banquet - 100% donation \$ 1,500.00	3399	3/24/2011	\$1,500.00	Protective Life Foundation	1003273
Greater Birmingham Ministries 2011 CROP Walk \$ 1,000.00	3412	3/24/2011	\$1,000.00	Protective Life Foundation	1003274
Leadership Birmingham 2011 Operating Support \$ 10,000.00	3413	3/24/2011	\$10,000.00	Protective Life Foundation	1003276
Muscular Dystrophy Association of Greater Alabama 2011 Derby for Duchenne \$ 1,000.00	3403	3/25/2011	\$1,000.00	Protective Life Foundation	1003279
PLF Scholar - Tempest West PLF Scholar - 2nd, 3rd and 4th years of PLF Scholarship - Up to \$2,500 per year for four consecutive years (2010-2011, 2011-2012, 2012-2013). \$ 7,500.00	2936	3/1/2011	\$1,796.50	Protective Life Foundation	1003256

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Tonya M. Auxier 2010 - 2011 PLF Scholar - PLC Scholarship Award \$ 10,000.00	3219	3/24/2011	\$398.93	Protective Life Foundation	1003275
Washington Legal Foundation 2011 Programming Support \$ 5,000.00	3421	3/1/2011	\$5,000.00	Protective Life Foundation	1003257
Watershed Identity Foundation 2011 Longleaf Pine Book Project \$ 10,000.00	3394	3/24/2011	\$10,000.00	Protective Life Foundation	1003277
Total March 2011 (16 items)			\$43,020.43		
April 2011					
Alabama Ballet 2010 - 2011 Board Dues \$ 1,000.00	3461	4/15/2011	\$1,000.00	Protective Life Foundation	1003298
Alabama Kidney Foundation 2011 Walk-a-Thon \$ 500.00	3423	4/15/2011	\$500.00	Protective Life Foundation	1003299
Alys Stephens Performing Arts Center 2011 ArtPlay Initiative - Innovation Fund \$ 25,000.00	3358	4/14/2011	\$25,000.00	Protective Life Foundation	1003283
American Cancer Society 2011 West Shelby Relay for Life \$ 500.00	3424	4/14/2011	\$500.00	Protective Life Foundation	1003284

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
American Heart Association 2011 "Go Red for Women" Luncheon - 100% donation \$ 2,500.00	3425	4/14/2011	\$2,500.00	Protective Life Foundation	1003285
American Heart Association 2011 Donation - David Atkinson \$ 500.00	3465	4/25/2011	\$500.00	Protective Life Foundation	1003306
Birmingham History Center 75-Year Club Celebration \$ 1,000.00	3428	4/14/2011	\$1,000.00	Protective Life Foundation	1003286
Birmingham Museum of Art 2011 Exhibit - "Who Shot Rock & Roll. A Photographic History, 1955 - Present" \$ 50,000.00	3446	4/18/2011	\$50,000.00	Protective Life Foundation	1003304
Children's Harbor Family Center 2011 "Friends of Children's Harbor" fundraiser \$ 5,000.00	3432	4/14/2011	\$5,000.00	Protective Life Foundation	1003288
Collat Jewish Family Services 2011 "Hands Up Together" - 100% donation - no tickets. \$ 2,500.00	3434	4/14/2011	\$2,500.00	Protective Life Foundation	1003289
Greater Alabama Council 2011 Explorer Program \$ 500.00	3431	4/14/2011	\$500.00	Protective Life Foundation	1003287
Greater Alabama Council 2011 Capital and Endowment Campaign \$ 250,000.00	3457	4/15/2011	\$50,000.00	Protective Life Foundation	1003297

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Greater Alabama Council 2011 Friends of Scouting Campaign - MO \$ 1,500.00	3430	4/15/2011	\$1,500.00	Protective Life Foundation	1003300
Innovation Depot 2011 Multi-Year Operational Support \$ 150,000.00	3448	4/14/2011	\$50,000.00	Protective Life Foundation	1003282
Jones Valley Teaching Farm 2011 Programming Support \$ 25,000.00	3459	4/15/2011	\$25,000.00	Protective Life Foundation	1003301
Junior Achievement of Greater Birmingham, Inc. 2011 Bowling Classic \$ 1,725.00	3462	4/14/2011	\$1,725.00	Protective Life Foundation	1003290
King's Home (formerly The King's Ranch and Hannah Homes) 2011 Operating Support \$ 15,000.00	3449	4/14/2011	\$15,000.00	Protective Life Foundation	1003291
The McWane Science Center Minor's 2011 visit to McWane \$ 10,000.00	3437	4/14/2011	\$10,000.00	Protective Life Foundation	1003292
Mountain Brook YMCA 2011 Healthy Snacks Initiative \$ 2,500.00	3441	4/15/2011	\$2,500.00	Protective Life Foundation	1003302
National Multiple Sclerosis Society 2011 Legacy of Leadership Campaign Honoring Hall Thompson \$ 15,000.00	3410	4/14/2011	\$15,000.00	Protective Life Foundation	1003293

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
National Multiple Sclerosis Society 2011 Donation \$ 500.00	3466	4/25/2011	\$500.00	Protective Life Foundation	1003310
The Nature Conservancy of Alabama 2011 Operating Support \$ 15,000.00	3453	4/14/2011	\$15,000.00	Protective Life Foundation	1003296
One-Way-2-Play Drug Free 2011 Sponsor of the Bama Coaches Clinic FCA Breakfast \$ 10,000.00	3463	4/14/2011	\$10,000.00	Protective Life Foundation	1003294
Red Mountain Theatre Company 2011 Matching Campaign - Final Phase \$ 20,000.00	3458	4/14/2011	\$20,000.00	Protective Life Foundation	1003295
Spring Valley School 2011 Fundraiser \$ 2,500.00	3443	4/15/2011	\$2,500.00	Protective Life Foundation	1003303
State of Alabama Historical Commission 2011 - Road to Equality - The 1961 Freedom Rides \$ 7,500.00	3464	4/25/2011	\$7,500.00	Protective Life Foundation	Mailed from acctg.
Workshops, Inc. 2011 Operating Support \$ 10,000.00	3456	4/25/2011	\$10,000.00	Protective Life Foundation	1003312
Total April 2011 (27 items)			\$325,225.00		

May 2011

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Alabama Symphony Orchestra 2011 - Sponsorship of Symphony in the Summer at Railroad Park - Family Fun Day \$ 60,000.00	3469	5/25/2011	\$60,000.00	Protective Life Foundation	1003319
Alabama Wildlife Federation 2010 - Protect Forever Wild \$ 10,000.00	3283	5/25/2011	\$5,000.00	Protective Life Foundation	1003321
American Cancer Society 2011 Memorial Gift \$ 100.00	3470	5/25/2011	\$100.00	Protective Life Foundation	1003322
American Liver Foundation 2011 Memorial Gift \$ 1,000.00	3471	5/27/2011	\$1,000.00	Protective Life Foundation	1003327
American Red Cross, Birmingham Area Chapter 2011 Alabama Tornado Relief \$ 83,333.34	3467	5/27/2011	\$83,333.34	Protective Life Foundation	1003326
Amos House 2011 Operating Support \$ 1,500.00	3472	5/25/2011	\$1,500.00	Protective Life Foundation	1003323
Big Brothers Big Sisters of Greater Birmingham 2011 matching on PLC associate's involvement with Bowl for Kids' Sake \$ 1,200.00	3473	5/25/2011	\$1,200.00	Protective Life Foundation	1003324
Child & Family Services 2011 Operating Support \$ 1,500.00	3474	5/27/2011	\$1,500.00	Protective Life Foundation	1003328

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Jewish Federation 2011 Memorial Gift \$ 100.00	3475	5/27/2011	\$100.00	Protective Life Foundation	1003329
The McWane Science Center 2011 Family Memberships \$ 5,000.00	3476	5/25/2011	\$5,000.00	Protective Life Foundation	1003325
Pendleton Place 2011 gift for Liberty Life closing \$ 10,000.00	3380	5/5/2011	\$10,000.00	Protective Life Foundation	1003317
PLF Scholar - Meisha D. Oliver PLF Scholarship Award of up to \$2,500 for the 2008-2009 academic year. \$ 9,000.00	2573	5/20/2011	\$2,500.00	Protective Life Foundation	1003318
PLF Scholar - Meisha D. Oliver PLF Scholarship Award of up to \$2,500 for the 2008-2009 academic year. \$ 9,000.00	2573	5/20/2011	\$363.00	Protective Life Foundation	1003318 Reissue of Payment [3979] for \$2,500.00, paid on 5/20/2011.
PLF Scholar - Meisha D. Oliver PLF Scholarship Award of up to \$2,500 for the 2008-2009 academic year. \$ 9,000.00	2573	5/24/2011	(\$2,500.00)	Protective Life Foundation	VOID - 1003318 Void of Payment [3979] for \$2,500.00, paid on 5/20/2011.
The Salvation Army 2011 Alabama Tornado Relief \$ 83,333.34	3468	5/25/2011	\$83,333.34	Protective Life Foundation	1003320
University of Alabama Acts of Kindness Fund 2011 Fundraiser in Washington, D C. for AL Tornado Victims \$ 2,500.00	3477	5/27/2011	\$2,500.00	Protective Life Foundation	1003330

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
June 2011					
Total May 2011 (16 items)			\$254,929.68		
Alabama Civil Justice Foundation 2011 Roast & Toast Gala - 100% contribution \$ 1,000.00	3484	6/1/2011	\$1,000.00	Protective Life Foundation	1003333
Alabama Giving 2011 Membership Dues \$ 500.00	3485	6/1/2011	\$500.00	Protective Life Foundation	1003334
Alabama Governor's Emergency Relief Fund 2011 Funding for tornado relief efforts for the citizens of Alabama \$ 15,000.00	3492	6/2/2011	\$15,000.00	Protective Life Foundation	1003342
American Red Cross, Birmingham Area Chapter 2011 Alabama Tornado Relief - 100% match on EE donations \$ 17,894.00	3494	6/13/2011	\$17,894.00	Protective Life Foundation	1003347
Big Brothers Big Sisters of Greater Birmingham 2011 funding for its school-based program with Minor Elementary \$ 5,000.00	3486	6/1/2011	\$5,000.00	Protective Life Foundation	1003335
Birmingham Business Alliance 2011 Crimestoppers Golf Tournament - 100% donation; no golf team. \$ 500.00	3487	6/1/2011	\$500 00	Protective Life Foundation	1003336
Birmingham Business Alliance 2011 Birmingham Sister Cities/Hitachi Relief Fund \$ 2,500.00	3493	6/2/2011	\$2,500.00	Protective Life Foundation	1003341

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Birmingham-Southern College <i>Funding for Phase I of BSC's Comprehensive Campaign</i> \$ 250,000.00	2332	6/27/2011	\$50,000.00	Protective Life Foundation	1003353
Birmingham-Southern College <i>Extension of five-year pledge - Request from Dr. Berte to pay entire amount in 2011 if total fundraising goal is met.</i> \$ 250,000.00	3320	6/27/2011	\$250,000.00	Protective Life Foundation	1003353
Impact Alabama: A Student Service Initiative <i>2011 Statewide Sponsor - Brightest Company in Alabama Competition</i> \$ 50,000.00	3354	6/3/2011	\$50,000.00	Protective Life Foundation	1003343
Junior Achievement of Greater Birmingham, Inc. <i>2011 Operating/Programming Support</i> \$ 5,500.00	3402	6/10/2011	\$5,500.00	Protective Life Foundation	1003346
Leadership Alabama <i>2011 Operating Support</i> \$ 10,000.00	3488	6/1/2011	\$10,000.00	Protective Life Foundation	1003337
MOMENTUM <i>2011 Tuition - Stella Swetnick</i> \$ 3,500.00	3542	6/28/2011	\$3,500.00	Protective Life Foundation	1003355
The Salvation Army <i>2011 Alabama Tornado Relief - 100% matching on EE donations</i> \$ 7,430.00	3495	6/13/2011	\$7,430.00	Protective Life Foundation	1003348
The Three Parks Fund <i>Funding for the "Greening of the Community"</i> \$ 250,000.00	2263	6/28/2011	\$50,000.00	Protective Life Foundation	1003354

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
United Way of Central Alabama 2011 Alabama Tornado Relief Efforts - 100% matching on EE donations \$ 7,610.00	3496	6/13/2011	\$7,610.00	Protective Life Foundation	
West Alabama Chamber Foundation 2011 Disaster Relief \$ 2,098.05	3497	6/14/2011	\$2,098.05	Protective Life Foundation	1003350
Total June 2011 (17 items)			\$478,532.05		
July 2011					
Alabama Humanities Foundation 2011 Programming Support \$ 6,500.00	3536	7/21/2011	\$6,500.00	Protective Life Foundation	1003380
The ALS Association - Alabama Chapter 2011 Walk to Defeat ALS \$ 1,000.00	3538	7/22/2011	\$1,000.00	Protective Life Foundation	1003387
American Cancer Society 2011 Life Inspiration Awards - 100% gift; no table. \$ 1,000.00	3539	7/21/2011	\$1,000.00	Protective Life Foundation	1003372
Children's Hospital - Capital Campaign 2008 Capital Expansion of Children's Hospital \$ 250,000.00	2494	7/21/2011	\$50,000.00	Protective Life Foundation	1003371
Community Grief Support Service 2011 Programming Support \$ 2,500.00	3524	7/21/2011	\$2,500.00	Protective Life Foundation	1003374

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The Literacy Network of Greater Cincinnati 2011 Tee Up for Literacy \$ 1,000.00	3533	7/21/2011	\$1,000.00	Protective Life Foundation	1003376
The Lovelady Center 2011 Operating Support \$ 5,000.00	3535	7/22/2011	\$5,000.00	Protective Life Foundation	1003388
National Association for the Advancement of Colored People 2011 State Conference \$ 5,000.00	3528	7/22/2011	\$5,000.00	Protective Life Foundation	1003386
PLF Scholar - Ashley R. Eubanks PLF Scholar. 2009-2010, 2010-2011, 2011-2012, 2012-2013. \$ 10,000.00	2923	7/22/2011	\$2,003.00	Protective Life Foundation	1003391
PLF Scholar - Brian Bocian PLF Scholar for Academic Year 2011 - 2012 \$ 10,000.00	3498	7/13/2011	\$1,342.00	Protective Life Foundation	1003368
PLF Scholar - Emily M. Higgins PLF Scholar - 2011 - 2012 \$ 1,000.00	3505	7/21/2011	\$1,000.00	Protective Life Foundation	1003373
PLF Scholar - Jazmyne D. Williams PLF Scholar - 2011 - 2012 \$ 10,000.00	3511	7/22/2011	\$2,447.98	Protective Life Foundation	1003384
PLF Scholar - Jessica S. Bonnett 2010 - 2011 PLF Scholar - Recipient of the PLF Scholarship Award \$ 10,000.00	3220	7/21/2011	\$883.00	Protective Life Foundation	1003377

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Laura Perez 2010 - 2011 PLF Scholar - PLF Scholarship Award \$ 10,000.00	3231	7/21/2011	\$2,500.00	Protective Life Foundation	1003375
PLF Scholar - Meisha D. Oliver PLF Scholarship Award of up to \$2,500 for the 2008-2009 academic year. \$ 9,000.00	2573	7/22/2011	\$1,070.00	Protective Life Foundation	1003392
PLF Scholar - Miguel V. Marshall PLF Scholar 2009-2010, 2010-2011, 2011-2012, 2012-2013. \$ 10,000.00	2932	7/21/2011	\$1,360.00	Protective Life Foundation	1003378
PLF Scholar - Sarah M. Karchunas PLF Scholar - 2011 - 2012 \$ 1,000.00	3507	7/22/2011	\$1,000.00	Protective Life Foundation	1003389
PLF Scholar - Shauntai M. Craver - NO LONGER ELIGIBLE AS OF JUNE 12, 2012 PLF Scholar - 2011 - 2012 Academic Year \$ 10,000.00	3500	7/8/2011	\$2,500.00	Protective Life Foundation	1003363
PLF Scholar - Steven A. Mathe PLF Scholar: 2009 - 2010, 2010 - 2011, 2011 - 2012, 2012 - 2013 \$ 10,000.00	2917	7/11/2011	\$2,500.00	Protective Life Foundation	1003365
PLF Scholar - Tonya M. Auxier 2010 - 2011 PLF Scholar - PLC Scholarship Award \$ 10,000.00	3219	7/8/2011	\$972.00	Protective Life Foundation	1003362

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - William R. Mathe PLF Scholar - 2011 - 2012 \$ 10,000.00	3509	7/27/2011	\$2,500.00	Protective Life Foundation	1003393
Ruffner Mountain Nature Preserve 2011 Programming Support \$ 3,000.00	3522	7/22/2011	\$3,000.00	Protective Life Foundation	1003383
Shelby County Distinguished Young Women Program (formerly known as Junior Miss) 2011 Scholarship Funding \$ 1,000.00	3523	7/22/2011	\$1,000.00	Protective Life Foundation	1003382
Studio By The Tracks 2011 "Art from the Heart" benefit - 100% donation; no tickets. \$ 2,500.00	3530	7/22/2011	\$2,500.00	Protective Life Foundation	1003385
The Virginia Samford Theatre and The Metropolitan Arts Center 2011 - 2012 Sponsorship \$ 10,000.00	3532	7/21/2011	\$10,000.00	Protective Life Foundation	1003379
Total July 2011 (25 items)			\$110,577.98		
August 2011					
Alabama Heritage 2011 Sponsorship \$ 10,000.00	3556	8/31/2011	\$10,000.00	Protective Life Foundation	1003415
Alabama Radio Network for the Print Impaired 2011 Operating Funding \$ 2,500.00	3570	8/31/2011	\$2,500.00	Protective Life Foundation	1003416

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Camp Smile-A-Mile <i>2011 2nd Annual Monkey C Monkey Run</i> \$ 2,500.00	3552	8/31/2011	\$2,500.00	Protective Life Foundation	1003417
CASA of Jefferson County <i>2011 Luther Strange Roast - 100% donation; no table.</i> \$ 2,500.00	3548	8/31/2011	\$2,500.00	Protective Life Foundation	1003419
Dolomite Community Development Corporation <i>2011 Operating Support</i> \$ 1,000.00	3572	8/31/2011	\$1,000.00	Protective Life Foundation	1003420
First Light <i>2011 Matching Funds on IT's Charity Golf Tournament</i> \$ 7,684.06	3543	8/17/2011	\$7,684.06	Protective Life Foundation	1003403
Freshwater Land Trust <i>2011 Operating Support</i> \$ 2,500.00	3557	8/31/2011	\$2,500.00	Protective Life Foundation	1003421
Girls on the Run <i>2011 Programming Support</i> \$ 2,500.00	3569	8/31/2011	\$2,500.00	Protective Life Foundation	1003427
Lakeshore Foundation <i>2011 "A Hero's Welcome" Ball - 100% donation; no table</i> \$ 2,500.00	3547	8/31/2011	\$2,500.00	Protective Life Foundation	1003422
Manhattan Institute for Policy Research <i>2011 Programming Support</i> \$ 2,000.00	3562	8/31/2011	\$2,000.00	Protective Life Foundation	1003429

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Minor Elementary School 2011 - 2012 Financial Support \$ 30,000.00	3561	8/31/2011	\$30,000.00	Protective Life Foundation	1003428
Pathways (formerly Bread and Roses) 2011 Operating Support \$ 5,000.00	3558	8/31/2011	\$5,000.00	Protective Life Foundation	1003423
PLF Scholar - Alysha R. Barr PLF Scholar 2009-2010, 2010-2011, 2011-2012, 2012-2013. \$ 10,000.00	2919	8/25/2011	\$337.30	Protective Life Foundation	1003408
PLF Scholar - Alysha R. Barr PLF Scholar 2009-2010, 2010-2011, 2011-2012, 2012-2013. \$ 10,000.00	2919	8/25/2011	\$575.56	Protective Life Foundation	1003411
PLF Scholar - Anna C. Davenport PLF Scholar - 2011 - 2012 Academic Year \$ 10,000.00	3501	8/25/2011	\$2,500.00	Protective Life Foundation	1003409
PLF Scholar - Carson M. Edge PLF Scholar - 2011 - 2012/Doing The Right Thing Award \$ 1,000.00	3503	8/3/2011	\$1,000.00	Protective Life Foundation	1003395
PLF Scholar - Carson M. Edge PLF Scholar - 2011 - 2012 \$ 10,000.00	3504	8/3/2011	\$2,500.00	Protective Life Foundation	1003395
PLF Scholar - Hannah E. Chauvin PLF Scholar 2011 - 2012 \$ 1,000.00	3499	8/11/2011	\$1,000.00	Protective Life Foundation	1003402

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Jana S. Davenport 2010 - 2011 PLF Scholar - PLF Scholarship Award \$ 10,000.00	3224	8/17/2011	\$2,500.00	Protective Life Foundation	1003405
PLF Scholar - Jeremi C. Jackson PLF Scholar - 2011 - 2012 \$ 10,000.00	3506	8/3/2011	\$2,350.00	Protective Life Foundation	1003398
PLF Scholar - Jessica S. Bonnett 2010 - 2011 PLF Scholar - Recipient of the PLF Scholarship Award \$ 10,000.00	3220	8/3/2011	\$1,617.00	Protective Life Foundation	1003399
PLF Scholar - Jon Mitchell Edge PLF "Doing the Right Thing" Award of \$1,000 for the 2008-2009 academic year AND the Scholarship Award of up to \$2,500 for the 2008-2009 academic year \$ 11,000.00	2571	8/3/2011	\$2,500.00	Protective Life Foundation	1003395
PLF Scholar - Kelly E. West 2010 - 2011 PLF Scholar - PLF Scholarship Award \$ 10,000.00	3234	8/3/2011	\$2,500.00	Protective Life Foundation	1003394
PLF Scholar - Krystal L. Conway 2010 - 2011 PLF Scholar - PLF Scholarship Award \$ 10,000.00	3222	8/3/2011	\$2,500.00	Protective Life Foundation	1003397
PLF Scholar - Leticia M. Davidson PLF Scholar for 2011 - 2012 \$ 10,000.00	3502	8/25/2011	\$2,500.00	Protective Life Foundation	1003412

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
PLF Scholar - Malia B. Maddox PLF Scholar: 2009-2010, 2010-2011, 2011-2012, 2012-2013 \$ 10,000.00	2930	8/11/2011	\$2,500.00	Protective Life Foundation	1003401
PLF Scholar - Priya G. Keathley PLF Scholar - 2011 - 2012 \$ 1,000.00	3508	8/17/2011	\$1,000.00	Protective Life Foundation	1003404
PLF Scholar - Rebecca A. Payne 2010 - 2011 PLF Scholar - PLF Scholarship Award \$ 10,000.00	3230	8/31/2011	\$2,500.00	Protective Life Foundation	1003418
PLF Scholar - S. Katie Searcy PLF Scholar - 2011 - 2012 \$ 1,000.00	3510	8/31/2011	\$1,000.00	Protective Life Foundation	1003426
PLF Scholar - W. JaCorey Carter PLF Scholar: 2009-2010, 2010-2011, 2011-2012, 2012-2013. \$ 10,000.00	2921	8/3/2011	\$2,500.00	Protective Life Foundation	1003396
PLF Scholar - W. Kyle Winn PLF Scholar - 2011 - 2012 \$ 1,000.00	3512	8/25/2011	\$1,000.00	Protective Life Foundation	1003407
Public Affairs Research Council of Alabama 2011 Operating Support \$ 6,000.00	3564	8/31/2011	\$6,000.00	Protective Life Foundation	1003430
Shelby County Arts Council 2011 Art Showing \$ 1,500.00	3546	8/31/2011	\$1,500.00	Protective Life Foundation	1003424

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Firehouse Shelter (The) 2011 Matching Funds on IT's Charity Golf Tournament \$ 7,684.06	3544	8/17/2011	\$7,684.06	Protective Life Foundation	1003406
Tornado Recovery Action Council Foundation 2011 Operating Support \$ 50,000.00	3571	8/29/2011	\$50,000.00	Protective Life Foundation	1003414
United Cerebral Palsy of Greater Birmingham 2011 Junior Board fundraisers \$ 2,000.00	3565	8/31/2011	\$2,000.00	Protective Life Foundation	1003425
Total August 2011 (36 items)			\$172,747.98		
<u>September 2011</u>					
Alabama Women's Commission Revolving Fund 2011 IMPACT: Celebrating Alabama Women \$ 1,000.00	3593	9/22/2011	\$1,000.00	Protective Life Foundation	1003440
Elvin Hill Elementary School 2011 Gift \$ 250.00	3574	9/15/2011	\$250.00	Protective Life Foundation	1003437
PLF Scholar - Tempest West PLF Scholar - 2nd, 3rd and 4th years of PLF Scholarship - Up to \$2,500 per year for four consecutive years (2010-2011, 2011-2012, 2012-2013) \$ 7,500.00	2936	9/12/2011	\$2,500.00	Protective Life Foundation	1003431
St. Martin's in the Pines Capital funding for "The Green House" Project \$ 50,000.00	2160	9/14/2011	\$10,000.00	Protective Life Foundation	1003436

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Teach for America <i>Multi-year funding in support of implementing the program in the Black Belt region</i> \$ 150,000.00	2846	9/21/2011	\$50,000.00	Protective Life Foundation	1003438
The University of Alabama <i>Multi-year funding for IRMAS (Insurance & Financial Services, Risk Management, and Actuarial Science) programs</i> \$ 250,000.00	2842	9/21/2011	\$50,000.00	Protective Life Foundation	1003439
October 2011			<u>\$113,750.00</u>		
<i>Total September 2011 (6 items)</i>					
Alabama Association of Nonprofits (formerly the Nonprofit Resource Center of Alabama) <i>2011 Programming Support</i> \$ 5,000.00	3594	10/4/2011	\$5,000.00	Protective Life Foundation	1003446
Alabama Ballet <i>2011 Operating Support</i> \$ 10,000.00	3575	10/4/2011	\$10,000.00	Protective Life Foundation	1003447
Alabama Law Enforcement Summit Fund <i>2011 Alabama Law Enforcement Summit</i> \$ 5,000.00	3595	10/6/2011	\$5,000.00	Protective Life Foundation	1003459
Autism Speaks <i>2011 Gift</i> \$ 500.00	3596	10/4/2011	\$500.00	Protective Life Foundation	1003448
Birmingham Athletic Partnership <i>Renewal of the Business Partners Program</i> \$ 100,000.00	3210	10/4/2011	\$25,000.00	Protective Life Foundation	1003449

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Birmingham Education Foundation 2011 "Campaign for Ed" \$ 150,000.00	3592	10/6/2011	\$50,000.00	Protective Life Foundation	1003458
Birmingham Museum of Art 2011 Corporate Partner - Sustainer's Circle \$ 40,000.00	3582	10/4/2011	\$40,000.00	Protective Life Foundation	1003443
The Center For Urban Missions 2011 Tornado Relief Assistance Fund \$ 5,000.00	3586	10/5/2011	\$5,000.00	Protective Life Foundation	1003455
Cornerstone Schools of Alabama, Inc. 2010 Capital Campaign - Phase I \$ 50,000.00	3552	10/4/2011	\$50,000.00	Protective Life Foundation	1003444
Cornerstone Schools of Alabama, Inc. 2011 Operating Support \$ 70,000.00	3584	10/4/2011	\$70,000.00	Protective Life Foundation	1003445
The Horizons School 2011 Living Independence Campaign \$ 25,000.00	3591	10/5/2011	\$12,500.00	Protective Life Foundation	1003453
Laura Crandall Brown Ovarian Cancer Foundation 2011 Fundraiser - 100% donation, no tickets. \$ 500.00	3597	10/4/2011	\$500.00	Protective Life Foundation	1003450
Operation New Birmingham 2011 Operating Support \$ 12,000.00	3601	10/5/2011	\$12,000.00	Protective Life Foundation	1003454
Preschool Partners 2011 Operating Support \$ 15,000.00	3576	10/4/2011	\$15,000.00	Protective Life Foundation	1003451

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
YouthServe, Inc. <i>2011 Programming Support</i> \$ 5,000.00	3589	10/5/2011	\$5,000.00	Protective Life Foundation	1003456
		<i>Total October 2011</i> (15 items)	<u>\$305,500.00</u>		
<u>November 2011</u>					
Laura Crandall Brown Ovarian Cancer Foundation <i>2011 Memorial Gift</i> \$ 200.00	3633	11/22/2011	\$200.00	Protective Life Foundation	1003474
		<i>Total November 2011</i> (1 item)	<u>\$200.00</u>		
<u>December 2011</u>					
A+ Coalition and/or A+ Education Foundation <i>Renewal of five-year pledge. 2010 - 2014</i> \$ 125,000.00	3285	12/19/2011	\$25,000.00	Protective Life Foundation	1003503
Alabama for a Brighter Future <i>2011 Operating Support</i> \$ 10,000.00	3628	12/21/2011	\$10,000.00	Protective Life Foundation	1003511
The Alabama Governor's School <i>2011 Operating Support</i> \$ 7,500.00	3632	12/21/2011	\$7,500.00	Protective Life Foundation	1003510
American Lung Association <i>2012 Fight for Air Climb</i> \$ 2,500.00	3606	12/21/2011	\$2,500.00	Protective Life Foundation	1003512

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
The American Village Citizenship Trust <i>2011 White House Chef Dessert Tasting</i> \$ 1,000.00	3607	12/21/2011	\$1,000.00	Protective Life Foundation	1003519
Black Belt Community Foundation <i>Three-Year Programming Support</i> \$ 100,000.00	3445	12/19/2011	\$33,333.33	Protective Life Foundation	1003501
Camp Smile-A-Mile <i>2011 Matching on Life and Health Administration's fundraising</i> \$ 8,500.00	3555	12/19/2011	\$8,500.00	Protective Life Foundation	1003504
Childcare Resources <i>2011 Operating/Programming/Events Sponsorships</i> \$ 7,500.00	3397	12/19/2011	\$2,500.00	Protective Life Foundation	1003505
Concepts for Adaptive Learning <i>2011 Operating</i> \$ 2,500.00	3627	12/21/2011	\$2,500.00	Protective Life Foundation	1003513
The Exceptional Foundation <i>2011 Programming Support</i> \$ 5,000.00	3366	12/19/2011	\$5,000.00	Protective Life Foundation	1003508
Glenwood, Inc. <i>2005 'Building a Future of Care' Capital Campaign</i> \$ 50,000.00	1657	12/19/2011	\$10,000.00	Protective Life Foundation	1003488
Greater Alabama Council <i>Memorial Gift - Mr. Henry C Goodrich</i> \$ 1,000.00	3655	12/19/2011	\$1,000.00	Protective Life Foundation	1003507

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Holly Hill Children's Services 2011 Christmas Project \$ 2,500.00	3651	12/21/2011	\$2,500.00	Protective Life Foundation	1003514
Jefferson State Community College Partners for Progress Capital Campaign \$ 50,000.00	3215	12/19/2011	\$10,000.00	Protective Life Foundation	1003489
Jeremiah Castille Foundation 2011 Gift \$ 250.00	3648	12/19/2011	\$250.00	Protective Life Foundation	1003490
Mentors International 2011 Programming Support \$ 1,000.00	3647	12/19/2011	\$1,000.00	Protective Life Foundation	1003493
Mercy Maternity Home 2011 Christmas Project \$ 2,500.00	3652	12/21/2011	\$2,500.00	Protective Life Foundation	1003515
Miles College Miles Ahead Capital Campaign \$ 250,000.00	2500	12/19/2011	\$50,000.00	Protective Life Foundation	1003502
MOMENTUM 2012 - The MOMENTUM Conference Building Women Leaders in Alabama \$ 5,000.00	3619	12/19/2011	\$5,000.00	Protective Life Foundation	1003494
Monday Morning Quarterback Club/Crippled Children's Foundation 2011 Fundraising Campaign \$ 1,000.00	3624	12/19/2011	\$1,000.00	Protective Life Foundation	1003506

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Oasis Counseling for Women and Children 2011 Programming Support \$ 2,500.00	3608	12/19/2011	\$2,500.00	Protective Life Foundation	1003495
Partners in Neighborhood Growth, Inc. (PING) 2011 Operating Support \$ 10,000.00	3356	12/21/2011	\$10,000.00	Protective Life Foundation	1003516
Pioneer Center for Human Services 2011 Operating \$ 500.00	3629	12/21/2011	\$500.00	Protective Life Foundation	1003517
PLF Scholar - Brian Bocian PLF Scholar for Academic Year 2011 - 2012 \$ 10,000.00	3498	12/19/2011	\$1,158.00	Protective Life Foundation	1003492
PLF Scholar - Miguel V. Marshall PLF Scholar: 2009-2010, 2010-2011, 2011-2012, 2012-2013 \$ 10,000.00	2932	12/19/2011	\$1,140.00	Protective Life Foundation	1003500
PLF Scholar - Tonya M. Auxier 2010 - 2011 PLF Scholar - PLC Scholarship Award \$ 10,000.00	3219	12/19/2011	\$972.00	Protective Life Foundation	1003491
The Salvation Army 2012 Programming Support \$ 10,000.00	3621	12/19/2011	\$10,000.00	Protective Life Foundation	1003497
Sloss Furnace Capital Campaign - Phase II \$ 75,000.00	2409	12/19/2011	\$15,000.00	Protective Life Foundation	1003496

Payee Organization Project Title, Grant Amount	Grant No. Ref. No.	Payment Date	Payment Amount	Payment Fund	Check Number Notes
Space One Eleven 2011 Programming Support \$ 2,500.00	3630	12/21/2011	\$2,500.00	Protective Life Foundation	1003518
Firchouse Shelter (The) 2011 Fundraiser \$ 500.00	3622	12/19/2011	\$500.00	Protective Life Foundation	1003509
United Way of Central Alabama 2011 Corporate Gift \$ 365,000.00	3649	12/19/2011	\$365,000.00	Protective Life Foundation	1003486
United Way of Elgin 2011 Corporate Gift \$ 2,500.00	3609	12/19/2011	\$2,500.00	Protective Life Foundation	1003498
United Way of Metropolitan Nashville 2011 Corporate Gift \$ 28,000.00	3650	12/19/2011	\$28,000.00	Protective Life Foundation	1003487
The University of Alabama School of Law 2010 - Renewal of three-year gift in support of the Women's Leadership Event and the Moot Court Team \$ 45,000.00	3357	12/19/2011	\$15,000.00	Protective Life Foundation	1003499
Miscellaneous Contribution - \$1,749 67 - Protective Life Foundation					
Grand Total			<u>2,501,147.73</u>		