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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

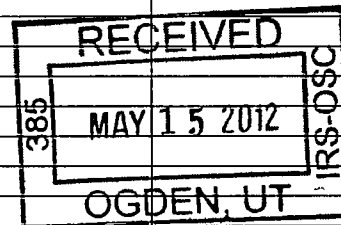
For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation GRAHAM PERDUE FDN FBO UNIV OF GA 1055000619		A Employer identification number 63-6049386
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (205) 326-5120
C/O REGIONS BANK, P O BOX 2886 City or town, state, and ZIP code MOBILE, AL 36652-2886		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,496,953.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(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 (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		4	4		STMT 1
4 Dividends and interest from securities		41,186	41,186		STMT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		29,529			
b Gross sales price for all assets on line 6a 289,608					
7 Capital gain net income (from Part IV, line 2)			29,529		
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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		70,719	70,719		
13 Compensation of officers, directors, trustees, etc.		18,308	14,647		3,662
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 3		800	800	NONE	NONE
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 4		982	608		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings			NONE	NONE	
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		20,090	16,055	NONE	3,662
25 Contributions, gifts, grants paid		70,200			70,200
26 Total expenses and disbursements. Add lines 24 and 25		90,290	16,055	NONE	73,862
27 Subtract line 26 from line 12		-19,571			
a Excess of revenue over expenses and disbursements			54,664		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					



For Paperwork Reduction Act Notice, see instructions.

JSA

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	18,611.	12,556.	12,557.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	1,023,405.	905,672.	964,746.
	c Investments - corporate bonds (attach schedule)	396,849.	501,065.	519,644.
	Liabilities	11 Investments - land, buildings, and equipment basis (attach schedule)		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis (attach schedule)		2.		
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,438,866.	1,419,295.	1,496,953.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	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. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,438,866.	1,419,295.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,438,866.	1,419,295.	
31 Total liabilities and net assets/fund balances (see instructions)	1,438,866.	1,419,295.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,438,866.
2 Enter amount from Part I, line 27a	2	-19,571.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	
4 Add lines 1, 2, and 3	4	1,419,295.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,419,295.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 283,305.		260,079.	23,226.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			23,226.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	29,529.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	66,708.	1,496,749.	0.04456859500
2009	58,657.	1,350,616.	0.04342981277
2008	25,172.	1,599,576.	0.01573667022
2007			
2006			
2 Total of line 1, column (d)			2 0.10373507799
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.03457835933
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,571,215.
5 Multiply line 4 by line 3			5 54,330.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 547.
7 Add lines 5 and 6			7 54,877.
8 Enter qualifying distributions from Part XII, line 4			8 73,862.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	547.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	547.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	547.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	296.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	296.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	251.
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 <input checked="" type="checkbox"/> NONE/Refunded <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>REGIONS BANK</u> Telephone no. <u>(205) 326-5120</u>			
Located at <u>1901 6TH AVENUE NORTH, BIRMINGHAM, AL</u> ZIP + 4 <u>35203</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input checked="" type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> <u></u>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> <u></u>		
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? <input type="checkbox"/> <u></u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <u></u>		
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.) <input type="checkbox"/> <u></u>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011) <input type="checkbox"/> <u></u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> <u></u>	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? <input type="checkbox"/> <u></u>	4b	X

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		18,308.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 UNIVERSITY OF GEORGIA	
	70,200.
2	
3	
4	

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

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

Amount

1 SEE ATTACHMENT	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,595,142.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,595,142.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,595,142.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	23,927.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,571,215.
6	Minimum investment return. Enter 5% of line 5	6	78,561.

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	78,561.
2a	Tax on investment income for 2011 from Part VI, line 5 2a	547.	
b	Income tax for 2011. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	547.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	78,014.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	78,014.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,014.

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	73,862.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	73,862.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	547.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	73,315.

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				78,014.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			70,154.	
b Total for prior years 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 73,862.				
a Applied to 2010, but not more than line 2a			70,154.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				3,708.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				74,306.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

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 STATEMENT 8				
Total			▶ 3a	70,200.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2011)

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue.						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14		4.	
4 Dividends and interest from securities			14		41,186.	
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			18		29,529.	
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)					70,719.	
13 Total. Add line 12, columns (b), (d), and (e)					70,719.	70,719.

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

[illegible]

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INTEREST	4.	4.
	-----	-----
TOTAL	4.	4.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS	41,186.	41,186.
	-----	-----
TOTAL	41,186.	41,186.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	800.	800.		
TOTALS	800.	800.	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	29.	29.
FEDERAL TAX PAYMENT - PRIOR YE	78.	
FEDERAL ESTIMATES - PRINCIPAL	296.	
FOREIGN TAXES ON QUALIFIED FOR	521.	521.
FOREIGN TAXES ON NONQUALIFIED	58.	58.
	-----	-----
TOTALS	982.	608.
	=====	=====

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

=====

DESCRIPTION	AMOUNT
-----	-----

ADJUSTMENT FOR ROUNDING

TOTAL

=====

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

OFFICER NAME:

REGIONS BANK

ADDRESS:

P. O. BOX 11426

BIRMINGHAM, AL 35202

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION 18,308.

TOTAL COMPENSATION:

18,308.

=====

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

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	1,625,531.		
FEBRUARY	1,646,788.		
MARCH	1,645,394.		
APRIL	1,691,011.		
MAY	1,673,702.		
JUNE	1,649,375.		
JULY	1,624,819.		
AUGUST	1,538,896.		
SEPTEMBER	1,450,353.		
OCTOBER	1,558,369.		
NOVEMBER	1,540,518.		
DECEMBER	1,496,953.		
	-----	-----	-----
TOTAL	19,141,709.		
	=====	=====	=====
AVERAGE FMV	1,595,142.		
	=====	=====	=====

GRAHAM PERDUE FDN FBO UNIV OF GA 1055000619

63-6049386

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

=====

RECIPIENT NAME:

UNIVERSITY OF GEORGIA

ATTN: SUSAN MCCULLOUGH

ADDRESS:

424 EAST BROAD STREET, ROOM 105

ATHENS, GA 30602-4227

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FINANCIAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 70,200.

TOTAL GRANTS PAID:

70,200.

=====

STATEMENT 8



REGIONS BANK

Run on 04/23/2012 04:33:59 PM

Asset Details

As of 12/31/2011

Combined Portfolios

Settlement Date Basis

Account: 1055000619

AS TRUSTEE U/W OF EDNA
PERDUE TORBERT EXECUTED
9/3/59 FBO
UNIVERSITY OF GEORGIA

Administrator: CARA GOBER @ 205-264-7132

Investment Officer: REBECCA FREEMAN @ 205-326-5965

Investment Authority: Sole

Investment Objective: GROWTH WITH INCOME (65E/35F)

Lot Select Method: LTHC

Sort By: CUSIP

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio Income	Est. Yield	Pricing Date
	CASH								0.00	
AGN	018490102 ALLERGAN INC	190.000000	87.740	7,729.76	7,729.76	16,671	8,941	1.11	38 0.23	12/31/2011
AXP	025816109 AMERICAN EXPRESS CO	300.000000	47.170	13,034.40	13,034.40	14,151	1,117	0.95	216 1.53	12/31/2011
APA	037411105 APACHE CORPORATION	110.000000	90.580	11,912.23	11,912.23	9,964	1,948	0.67	66 0.66	12/31/2011
ARTVX	04314H501 ARTISAN FDS INC SMALL CAP VALUE FD-INV	2,114.690000	14.920	31,783.80	31,783.80	31,551	233	2.11	13 0.04	12/31/2011
ADSK	052769106 AUTO DESK INC	300.000000	30.330	9,612.60	9,612.60	9,099	514	0.61	0.00	12/31/2011
BMCIX	091929760 BLACKROCK US OPPORTUNITIES-I	903.281000	33.490	33,367.20	33,367.20	30,251	3,116	2.02	0.00	12/31/2011
BLK	09247X101 BLACKROCK INC	70.000000	178.240	14,056.70	14,056.70	12,477	1,580	0.83	385 3.09	12/31/2011
CVS	126650100 CVS/CAREMARK CORPORATION	410.000000	40.780	15,493.90	15,493.90	16,720	1,226	1.12	267 1.59	12/31/2011
CAT	149123101 CATERPILLAR INC	120.000000	90.600	6,205.67	6,205.67	10,872	4,666	0.73	221 2.03	12/31/2011
CVX	166764100 CHEVRON CORP	130.000000	106.400	4,400.16	4,400.16	13,832	9,432	0.92	421 3.05	12/31/2011
CSCO	17275R102 CISCO SYSTEMS INC	735.000000	18.080	12,566.12	12,566.12	13,289	723	0.89	176 1.33	12/31/2011
EMC	268648102 E M C CORP MASS	500.000000	21.540	5,874.37	5,874.37	10,770	4,896	0.72	0.00	12/31/2011
EMR	291011104 EMERSON	230.000000	46.590	13,397.50	13,397.50	10,716	2,682	0.72	368 3.43	12/31/2011

ELECTRIC CO											
AEPFX	29875E100 AMERICAN EUROPACIFIC GRTH-F2	3,209.367000	35.110	132,238.70	132,238.70	112,681	19,558-	7.53	2,243	1.99	12/31/2011
XOM	30231G102 EXXON MOBIL CORP	160.000000	84.760	11,916.86	11,916.86	13,562	1,645	0.91	301	2.22	12/31/2011
GE	369604103 GENERAL ELECTRIC CO	670.000000	17.910	11,018.01	11,018.01	12,000	982	0.80	456	3.80	12/31/2011
GS	38141G104 GOLDMAN SACHS GROUP INC	80.000000	90.430	14,278.12	14,278.12	7,234	7,044-	0.48	112	1.55	12/31/2011
GOOG	38259P508 GOOGLE INC CL A	20.000000	645.900	12,001.40	12,001.40	12,918	917	0.86		0.00	12/31/2011
HAL	406216101 HALLIBURTON CO	290.000000	34.510	13,784.74	13,784.74	10,008	3,777-	0.67	104	1.04	12/31/2011
HAS	418056107 HASBRO INC	193.000000	31.890	6,902.91	6,902.91	6,155	748-	0.41	232	3.76	12/31/2011
INTC	458140100 INTEL CORP	670.000000	24.250	14,386.05	14,386.05	16,248	1,861	1.09	563	3.46	12/31/2011
JPM	46625H100 J P MORGAN CHASE & CO	290.000000	33.250	6,423.50	6,423.50	9,643	3,219	0.64	290	3.01	12/31/2011
JNJ	478160104 JOHNSON & JOHNSON	230.000000	65.580	13,497.18	13,497.18	15,083	1,586	1.01	524	3.48	12/31/2011
JNPR	48203R104 JUNIPER NETWORKS INC	315.000000	20.410	9,203.54	9,203.54	6,429	2,774-	0.43		0.00	12/31/2011
MRSIX	552983470 MFS RESH INTL FD CL I	7,292.087000	13.730	78,657.00	78,657.00	100,120	21,463	6.69	2,158	2.16	12/31/2011
MAT	577081102 MATTEL INC	560.000000	27.760	13,199.20	13,199.20	15,546	2,346	1.04	515	3.31	12/31/2011
MHP	580645109 MCGRAW HILL INC	350.000000	44.970	11,896.95	11,896.95	15,740	3,843	1.05	350	2.22	12/31/2011
MRK	58933Y105 MERCK & CO. INC. NEW	420.000000	37.700	15,271.90	15,271.90	15,834	562	1.06	706	4.46	12/31/2011
MSFT	594918104 MICROSOFT CORP	550.000000	25.960	15,026.91	15,026.91	14,278	749-	0.95	440	3.08	12/31/2011
MON	61166W101 MONSANTO CO NEW	190.000000	70.070	11,205.94	11,205.94	13,313	2,107	0.89	228	1.71	12/31/2011
NEE	65339F101 NEXTERA ENERGY, INC.	240.000000	60.880	13,149.10	13,149.10	14,611	1,462	0.98	528	3.61	12/31/2011

NSC	655844108 NORFOLK SOUTHERN CORP	190.000000	72.860	11,790.37	11,790.37	13,843	2,053	0.92	327	2.36	12/31/2011
OXY	674599105 OCCIDENTAL PETE CORP	97.000000	93.700	8,959.37	8,959.37	9,089	130	0.61	178	1.96	12/31/2011
OPMYX	68381F409 OPPENHEIMER MAIN ST SMALL CAP FD CL Y	1,623.516000	20.820	31,026.00	31,026.00	33,802	2,776	2.26	209	0.62	12/31/2011
ORCL	68389X105 ORACLE CORPORATION	430.000000	25.650	9,659.43	9,659.43	11,030	1,370	0.74	103	0.94	12/31/2011
PTTRX	693390700 PIMCO TOTAL RETURN INSTL FD #35	30,384.274000	10.870	312,896.64	312,896.64	330,277	17,380	22.05	10,908	3.30	12/31/2011
PEP	713448108 PEPSICO INC	220.000000	66.350	11,595.90	11,595.90	14,597	3,001	0.97	453	3.10	12/31/2011
PM	718172109 PHILIP MORRIS INTERNATIONAL INC	200.000000	78.480	8,455.21	8,455.21	15,696	7,241	1.05	616	3.92	12/31/2011
PICYX	723622403 PIONEER BOND FUND CLASS Y FD #0703	20,038.862000	9.450	188,168.69	188,168.69	189,367	1,199	12.65	9,238	4.88	12/31/2011
PYCGX	72375Q405 PIONEER MID CAP VALUE FUND CLASS Y FD #0710	1,630.604000	20.530	39,055.55	39,055.55	33,476	5,579	2.24	307	0.92	12/31/2011
PX	74005P104 PRAXAIR INC	108.000000	106.900	10,192.41	10,192.41	11,545	1,353	0.77	216	1.87	12/31/2011
PG	742718109 PROCTER & GAMBLE CO	209.000000	66.710	11,160.60	11,160.60	13,942	2,782	0.93	439	3.15	12/31/2011
PRU	744320102 PRUDENTIAL FINANCIAL INC	210.000000	50.120	19,452.62	19,452.62	10,525	8,927	0.70	305	2.89	12/31/2011
QCOM	747525103 QUALCOMM INC	240.000000	54.700	9,009.99	9,009.99	13,128	4,118	0.88	206	1.57	12/31/2011
SLB	806857108 SCHLUMBERGER LTD	140.000000	68.310	8,335.10	8,335.10	9,563	1,228	0.64	140	1.46	12/31/2011
SPLS	855030102 STAPLES INC	660.000000	13.890	15,551.53	15,551.53	9,167	6,384	0.61	264	2.88	12/31/2011
STT	857477103 STATE STREET CORP	295.000000	40.310	12,329.35	12,329.35	11,891	438	0.79	212	1.79	12/31/2011
SYK	863667101	216.000000	49.710	6,337.44	6,337.44	10,737	4,400	0.72	184	1.71	12/31/2011

STRYKER CORP

TEVA	881624209 TEVA PHARMACEUTICAL INDS SPONS ADR ONE ADR REPRS ONE ORD SHARE	270.000000	40.360	11,885.44	11,885.44	10,897	988-	0.73	212	1.94	12/31/2011
TXN	882508104 TEXAS INSTRS INC	380.000000	29.110	13,214.61	13,214.61	11,062	2,153-	0.74	258	2.34	12/31/2011
TMO	883556102 THERMO FISHER SCIENTIFIC, INC.	245.000000	44.970	12,381.36	12,381.36	11,018	1,364-	0.74		0.00	12/31/2011
MMM	88579Y101 3M CO	150.000000	81.730	11,314.50	11,314.50	12,260	945	0.82	330	2.69	12/31/2011
TRV	89417E109 TRAVELERS COMPANIES, INC.	240.000000	59.170	7,792.80	7,792.80	14,201	6,408	0.95	394	2.77	12/31/2011
UTX	913017109 UNITED TECHNOLOGIES CORP	155.000000	73.090	8,030.55	8,030.55	11,329	3,298	0.75	298	2.63	12/31/2011
VFC	918204108 VF CORP	140.000000	126.990	10,047.94	10,047.94	17,779	7,731	1.19	403	2.27	12/31/2011
VZ	92343V104 VERIZON COMMUNICATIONS	346.000000	40.120	8,033.72	8,033.72	13,882	5,848	0.92	692	4.99	12/31/2011
V	92826C839 VISA INC - CLASS A SHRS	180.000000	101.530	15,575.44	15,575.44	18,275	2,700	1.22	158	0.87	12/31/2011
WAG	931422109 WALGREEN CO	310.000000	33.060	10,991.98	10,991.98	10,249	743-	0.68	279	2.72	12/31/2011
	999990484 REGIONS TRUST CASH SWEEP	12,556.480000	1.000	12,556.48	12,556.48	12,556		0.84	3	0.02	01/01/1901
	NR4986036 MINERAL AUDIT ASSET INTERNAL USE ONLY TO COVER OG3994281	0.500000	10.000	1.00	1.00	5	4			0.00	01/01/1901
	OG3994281 50% INTEREST IN 650 ACRES MINERAL RIGHTS GREENE COUNTY, GA	1.000000		1.00	1.00	1				0.00	01/01/1901

Total Portfolio

1,419,295.44 1,419,295.44 1,496,953 77,658 100.00 39,253 2.62