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**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 <b>BEACH FDN TR C FOR UAB DIABETES HOSP</b>		A Employer identification number <b>1055000147</b>
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>63-6121522</b>
<b>C/O REGIONS BANK, P.O. BOX 11647</b>		<b>(251) 690-1024</b>
City or town, state, and ZIP code <b>BIRMINGHAM, AL 35202-1647</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address 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"/>
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input 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) <b>\$ 4,254,274.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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)
Revenue	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	241.	241.		STMT 1
	4 Dividends and interest from securities	113,372.	113,372.		STMT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	212,636.			
	b Gross sales price for all assets on line 6a	3,076,151.			
	7 Capital gain net income (from Part IV, line 2)		212,636.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	177.	177.		STMT 3
	12 Total. Add lines 1 through 11	326,426.	326,426.		
	13 Compensation of officers, directors, trustees, etc.	36,039.	28,831.		7,208.
	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 4	800.	800.	NONE	NONE
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	3,543.	1,285.		
	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) STMT 6	1,908.	1,908.		
	24 Total operating and administrative expenses. Add lines 13 through 23	42,290.	32,824.	NONE	7,208.
	25 Contributions, gifts, grants paid	173,129.			173,129.
	26 Total expenses and disbursements. Add lines 24 and 25	215,419.	32,824.	NONE	180,337.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	111,007.			
	b Net investment income (if negative, enter -0-)		293,602.		
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

JSA

Form 990-PF (2011)

118

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	47,153.	60,076.	60,076.
	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) . . . . .	383,462.	369,616.	384,667.
	b Investments - corporate stock (attach schedule) . . . . .	1,563,199.	1,222,487.	1,464,116.
	c Investments - corporate bonds (attach schedule) . . . . .	1,055,203.	1,380,647.	1,421,157.
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . .	993,023.	1,126,593.	924,258.
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
Liabilities	15 Other assets (describe ▶ )			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	4,042,040.	4,159,419.	4,254,274.
	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
Net Assets or Fund Balances	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ )			
	23 Total liabilities (add lines 17 through 22) . . . . .			
	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 . . . . .			
Net Assets or Fund Balances	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 . . . . .	4,042,040.	4,159,419.	
	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) . . . . .	4,042,040.	4,159,419.	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	4,042,040.	4,159,419.	

## 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	4,042,040.
2 Enter amount from Part I, line 27a . . . . .	2	111,007.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11 . . . . .	3	6,372.
4 Add lines 1, 2, and 3 . . . . .	4	4,159,419.
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	4,159,419.

Form 990-PF (2011)

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 3,078,317.		2,863,515.	214,802.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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			
<b>a</b>			214,802.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	212,636.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
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	189,762.	4,161,960.	0.045594
2009	370,449.	3,934,521.	0.094154
2008	107,832.	4,597,190.	0.023456
2007	248,585.	5,251,338.	0.047337
2006	244,095.	4,980,496.	0.049010
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.259551
<b>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</b>			<b>3</b> 0.051910
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b> 4,378,853.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 227,306.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 2,936.
<b>7 Add lines 5 and 6</b>			<b>7</b> 230,242.
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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.			<b>8</b> 180,337.

**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)		1	5,872.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	5,872.
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	5,872.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a	1,360.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	1,360.	
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	4,512.	
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 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

Form 990-PF (2011)

**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>SEE STATEMENT 12</u> Telephone no. <u></u>			
Located at <u></u> ZIP + 4 <u></u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	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)? <u>1b</u>		X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? <u>1c</u>		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years <u>2010</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.) <u>2b</u>	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.) <u>3b</u>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4a</u>		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? <u>4b</u>		X

Form 990-PF (2011)

**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**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 13		36,039.	-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

Form 990-PF (2011)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE

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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

Total. Add lines 1 through 3 . . . . .

Form 990-PF (2011)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,445,536.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,445,536.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,445,536.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	66,683.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,378,853.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	218,943.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	218,943.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	5,872.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,872.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	213,071.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	213,071.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	213,071.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	180,337.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	180,337.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	180,337.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				213,071.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only . . . . .			197,958.	
<b>b</b> Total for prior years 20 09, 20 , 20 . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006 . . . . .	NONE			
<b>b</b> From 2007 . . . . .	NONE			
<b>c</b> From 2008 . . . . .	NONE			
<b>d</b> From 2009 . . . . .	NONE			
<b>e</b> From 2010 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 180,337.				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .			180,337.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2011 distributable amount . . . . .				NONE
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			17,621.	
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .				213,071.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007 . . . . .	NONE			
<b>b</b> Excess from 2008 . . . . .	NONE			
<b>c</b> Excess from 2009 . . . . .	NONE			
<b>d</b> Excess from 2010 . . . . .	NONE			
<b>e</b> 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)

**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).)

NONE

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

NONE

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

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

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

**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
<b>a Paid during the year</b>				
SEE STATEMENT 15				
<b>Total</b> . . . . .			<b>3a</b>	173,129.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

Enter gross amounts unless otherwise indicated.

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

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

NOT APPLICABLE

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

- |   |                                                                                                                                                                                                                                                                                                                                                                                              |       |     |    |
|---|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?                                                                                                                                          |       | Yes | No |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of:                                                                                                                                                                                                                                                                                                           |       |     |    |
|   | (1) Cash                                                                                                                                                                                                                                                                                                                                                                                     | 1a(1) |     | X  |
|   | (2) Other assets                                                                                                                                                                                                                                                                                                                                                                             | 1a(2) |     | X  |
| b | Other transactions:                                                                                                                                                                                                                                                                                                                                                                          |       |     |    |
|   | (1) Sales of assets to a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                                   | 1b(1) |     | X  |
|   | (2) Purchases of assets from a noncharitable exempt organization                                                                                                                                                                                                                                                                                                                             | 1b(2) |     | X  |
|   | (3) Rental of facilities, equipment, or other assets                                                                                                                                                                                                                                                                                                                                         | 1b(3) |     | X  |
|   | (4) Reimbursement arrangements                                                                                                                                                                                                                                                                                                                                                               | 1b(4) |     | X  |
|   | (5) Loans or loan guarantees                                                                                                                                                                                                                                                                                                                                                                 | 1b(5) |     | X  |
|   | (6) Performance of services or membership or fundraising solicitations                                                                                                                                                                                                                                                                                                                       | 1b(6) |     | X  |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees                                                                                                                                                                                                                                                                                                             | 1c    |     | X  |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |     |    |

[illegible]

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

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

**Sign  
Here**

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

Signature of officer or trustee

Date \_\_\_\_\_

TRUST OFFICER  
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

REGIONS BANK, TRUSTEE

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check <input type="checkbox"/> if self-employed	PTIN
-------------------------------------------------	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INTEREST	241.	241.
	-----	-----
TOTAL	241.	241.
	=====	=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	10,215.	10,215.
DOMESTIC DIVIDENDS	35,771.	35,771.
CORPORATE INTEREST	53,982.	53,982.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	7,308.	7,308.
OID INCOME ON USGI	2,721.	2,721.
US GOVERNMENT INTEREST REPORTED AS QUALI	5.	5.
NONQUALIFIED FOREIGN DIVIDENDS	16.	16.
NONQUALIFIED DOMESTIC DIVIDENDS	3,354.	3,354.
TOTAL	113,372.	113,372.



FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INCOME	177.	177.
	-----	-----
TOTALS	177.	177.
	=====	=====

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

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

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	78.	78.
FEDERAL TAX PAYMENT - PRIOR YE	898.	
FEDERAL ESTIMATES - PRINCIPAL	1,360.	
FOREIGN TAXES ON QUALIFIED FOR	1,141.	1,141.
FOREIGN TAXES ON NONQUALIFIED	66.	66.
	-----	-----
TOTALS	3,543.	1,285.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NON-ALLOCABLE EXPENSE -	1,908.	1,908.
TOTALS	----- 1,908. =====	----- 1,908. =====

BEACH FDN TR C FOR UAB DIABETES HOSP

63-6121522

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
U S TREASURY SECURITIES	369,616.	384,667.
	-----	-----
TOTALS	369,616.	384,667.
	=====	=====

BEACH FDN TR C FOR UAB DIABETES HOSP  
 FORM 990PF, PART II - CORPORATE STOCK  
 =====

63-6121522

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
CORPORATE SECURITIES	1,222,487.	1,464,116.
	-----	-----
TOTALS	1,222,487.	1,464,116.
	=====	=====

BEACH FDN TR C FOR UAB DIABETES HOSP  
FORM 990PF, PART II - CORPORATE BONDS  
=====

63-6121522

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
CORPORATE BONDS	1,380,647.	1,421,157.
	-----	-----
TOTALS	1,380,647.	1,421,157.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ---
MUTUAL FUNDS	C		
HARBERT PRIVATE EQUITY FUND II	C	892,920.	832,114.
ROUNDING ADJUSTMENT	C	233,673.	92,144.
		-----	-----
TOTALS		1,126,593.	924,258.
		=====	=====





REGIONS BANK

Run on 05/02/2012 10:29:39 AM

## Chronological Statement

Start Date 12/31/2011

End Date 12/31/2011

Account: 1055000147  
 TRUSTEE FOR UAB DIABETES  
 HOSPITAL UNDER TERMS OF THE  
 THOMAS AND MILDRED BEACH  
 FOUNDATION TRUST

Administrator: BARBARA HAYS WATSON @ 205-264-5754

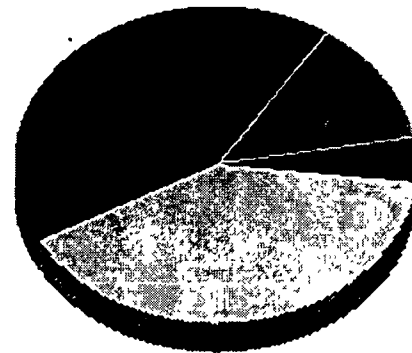
## SUMMARY

Category	Book Value	Market Value	Est Income	% of Portfolio
CASH AND EQUIVALENTS	60,076.46	60,076.46	12.02	1.41
EQUITIES	1,545,233.96	1,788,006.73	37,674.05	42.02
FIXED	1,750,263.09	1,805,823.86	73,789.50	42.47
INTERNATIONAL	570,172.87	508,222.78	9,513.71	11.94
PARTNERSHIPS	233,672.94	92,144.00		2.16
<b>TOTAL PORTFOLIO</b>	<b>4,159,419.32</b>	<b>4,254,273.83</b>	<b>120,989.28</b>	<b>100.00</b>

## Market Value

<b>\$60,076.46</b>	<b>1.41%</b>
<b>\$1,788,006.73</b>	<b>42.02%</b>
<b>\$1,805,823.86</b>	<b>42.47%</b>
<b>\$508,222.78</b>	<b>11.94%</b>
<b>\$92,144.00</b>	<b>2.16%</b>

	<b>CASH AND EQUIVALENTS</b>
	<b>EQUITIES</b>
	<b>FIXED</b>
	<b>INTERNATIONAL</b>
	<b>PARTNERSHIPS</b>



## ASSET SCHEDULE

Ticker	Description	Units	Price	Book Value	Market Value	Est Income	% of Port
	<b>CASH AND EQUIVALENTS</b>						
	CASH			0.00	0.00		0.00
	REGIONS TRUST CASH SWEEP	60,076.460	1.000	60,076.46	60,076.46	12.02	1.41
	<b>TOTAL FOR CASH AND EQUIVALENTS</b>			<b>60,076.46</b>	<b>60,076.46</b>	<b>12.02</b>	<b>1.41</b>
	<b>EQUITIES</b>						
ABT	ABBOTT LABS	500.000	56.230	25,684.87	28,115.00	960.00	0.66
AGN	ALLERGAN INC	375.000	87.740	13,844.17	32,902.50	75.00	0.77
AXP	AMERICAN EXPRESS CO	625.000	47.170	25,906.25	29,481.25	450.00	0.69
APA	APACHE CORPORATION	250.000	90.580	27,199.92	22,645.00	150.00	0.53
ARTVX	ARTISAN FDS INC SMALL CAP VALUE FD-INV	3,484.360	14.920	58,360.00	51,986.65	20.91	1.22
ARTQX	ARTISAN FDS INC MID CAP VALUE FD INV SHS	3,006.955	19.700	61,790.00	59,237.01	384.89	1.39
ADSK	AUTO DESK INC	800.000	30.330	26,039.76	24,264.00		0.57
BLK	BLACKROCK INC	145.000	178.240	27,674.78	25,844.80	797.50	0.61
BUFSX	BUFFALO SMALL CAP FUND	2,517.762	24.930	56,700.00	62,767.81		1.48
CAT	CATERPILLAR INC	275.000	90.600	14,221.32	24,915.00	506.00	0.59
CVX	CHEVRON CORP	300.000	106.400	5,830.04	31,920.00	972.00	0.75

CSCO	CISCO SYSTEMS INC	1,600.000	18.080	26,103.06	28,928.00	384.00	0.68
CAG	CONAGRA FOODS INC	1,200.000	26.400	28,552.20	31,680.00	1,152.00	0.74
DPS	DR PEPPER SNAPPLE GROUP INC	400.000	39.480	15,337.92	15,792.00	512.00	0.37
DUK	DUKE ENERGY CORPORATION	1,500.000	22.000	27,899.85	33,000.00	1,500.00	0.78
EMC	E M C CORP MASS	1,100.000	21.540	14,081.95	23,694.00		0.56
ETN	EATON CORP	650.000	43.530	29,002.87	28,294.50	884.00	0.67
EMR	EMERSON ELECTRIC CO	500.000	46.590	29,652.40	23,295.00	800.00	0.55
XOM	EXXON MOBIL CORP	350.000	84.760	25,955.34	29,666.00	658.00	0.70
GE	GENERAL ELECTRIC CO	2,000.000	17.910	29,014.60	35,820.00	1,360.00	0.84
GPC	GENUINE PARTS CO	900.000	61.200	29,091.87	55,080.00	1,620.00	1.29
HAL	HALLIBURTON CO	650.000	34.510	31,213.45	22,431.50	234.00	0.53
PNMFX	HIGH MARK GENEVA MID CAP GROWTH FD CL FID	1,498.015	22.310	33,960.00	33,420.71		0.79
ITW	ILLINOIS TOOL WORKS INC	600.000	46.710	29,570.44	28,026.00	864.00	0.66
INTC	INTEL CORP	1,300.000	24.250	26,829.47	31,525.00	1,092.00	0.74
JPM	J P MORGAN CHASE & CO	675.000	33.250	8,559.87	22,443.75	675.00	0.53
JNJ	JOHNSON & JOHNSON	525.000	65.580	27,505.50	34,429.50	1,197.00	0.81
JNPR	JUNIPER NETWORKS INC	1,125.000	20.410	27,448.71	22,961.25		0.54
KMB	KIMBERLY CLARK CORP	400.000	73.560	27,094.96	29,424.00	1,120.00	0.69
MAT	MATTEL INC	1,500.000	27.760	31,867.35	41,640.00	1,380.00	0.98
MWV	MEADWESTVACO CORPORATION	500.000	29.950	14,154.30	14,975.00	500.00	0.35
MRK	MERCK & CO. INC. NEW	850.000	37.700	29,364.52	32,045.00	1,428.00	0.75
MSFT	MICROSOFT CORP	1,300.000	25.960	34,761.63	33,748.00	1,040.00	0.79
NEE	NEXTERA ENERGY, INC.	500.000	60.880	26,977.65	30,440.00	1,100.00	0.72
NSC	NORFOLK SOUTHERN CORP	425.000	72.860	27,323.25	30,965.50	731.00	0.73
OXY	OCCIDENTAL PETE CORP	300.000	93.700	26,600.28	28,110.00	552.00	0.66
OPMYX	OPPENHEIMER MAIN ST SMALL CAP FD CL Y	7,000.000	20.820	144,157.46	145,740.00	903.00	3.43
ORCL	ORACLE CORPORATION	1,000.000	25.650	21,913.19	25,650.00	240.00	0.60
PEP	PEPSICO INC	450.000	66.350	21,327.12	29,857.50	927.00	0.70
PX	PRAXAIR INC	250.000	106.900	23,443.70	26,725.00	500.00	0.63
PG	PROCTER & GAMBLE CO	450.000	66.710	24,223.23	30,019.50	945.00	0.71
QCOM	QUALCOMM INC	550.000	54.700	19,190.16	30,085.00	473.00	0.71
SLB	SCHLUMBERGER LTD	350.000	68.310	14,794.18	23,908.50	350.00	0.56
STT	STATE STREET CORP	650.000	40.310	27,106.17	26,201.50	468.00	0.62
SYK	STRYKER CORP	525.000	49.710	23,608.75	26,097.75	446.25	0.61
TXN	TEXAS INSTRS INC	1,100.000	29.110	38,441.48	32,021.00	748.00	0.75
TMO	THERMO FISHER SCIENTIFIC, INC.	500.000	44.970	18,339.15	22,485.00		0.53
MMM	3M CO	325.000	81.730	25,619.00	26,562.25	715.00	0.62
TRV	TRAVELERS COMPANIES, INC.	475.000	59.170	8,467.44	28,105.75	779.00	0.66
UTX	UNITED TECHNOLOGIES CORP	350.000	73.090	18,774.00	25,581.50	672.00	0.60
VFC	VF CORP	225.000	126.990	16,159.23	28,572.75	648.00	0.67
VZ	VERIZON COMMUNICATIONS	800.000	40.120	17,759.69	32,096.00	1,600.00	0.75
V	VISA INC - CLASS A SHRS	400.000	101.530	34,669.84	40,612.00	352.00	0.95
WAG	WALGREEN CO	725.000	33.060	19,588.12	23,968.50	652.50	0.56
WM	WASTE MANAGEMENT INC	850.000	32.710	26,477.50	27,803.50	1,156.00	0.65
	<b>TOTAL FOR EQUITIES</b>			1,545,233.96	1,788,006.73	37,674.05	42.02
	<b>FIXED</b>						
	AFLAC INC DTD 5/21/09 8.5% 05/15/2019	14,000.000	122.555	17,197.54	17,157.70	1,190.00	0.40
	AT&T INC DTD 05/13/08 5.6% 05/15/2018	15,000.000	116.195	15,709.40	17,429.25	840.00	0.41
	AMERICAN EXPRESS CREDIT CORP SERIES: MTN DTD 09/13/2010 2.75% 09/15/2015	17,000.000	100.530	17,333.91	17,090.10	467.50	0.40
	ANHEUSER-BUSCH INBEV WOR DTD 01/27/2011 2.875% 02/15/2016	17,000.000	105.514	17,106.56	17,937.38	488.75	0.42
	BARCLAYS BANK PLC DTD 04/07/2010 3.9% 04/07/2015	18,000.000	100.427	18,376.79	18,076.86	702.00	0.43
	CSX CORP DTD 3/27/08 6.25% 04/01/2015	15,000.000	114.261	16,612.36	17,139.15	937.50	0.40
	CVS/CAREMARK CORPORATION DTD 9/11/09 6.125% 09/15/2039	15,000.000	121.688	15,445.48	18,253.20	918.75	0.43
	CA INC DTD 11/13/09 5.375% 12/01/2019	16,000.000	109.077	16,534.11	17,452.32	860.00	0.41

CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	13,000.000	133.130	14,082.80	17,306.90	1,027.00	0.41
CITIGROUP INC DTD 06/15/2010 6% 12/13/2013	16,000.000	103.476	17,008.90	16,556.16	960.00	0.39
CITIGROUP INC FDIC GUARANTEED DTD 08/06/2009 2.25% 12/10/2012	52,000.000	101.857	53,042.54	52,965.64	1,170.00	1.25
COMCAST CORP DTD 06/18/09 5.7% 07/01/2019	15,000.000	116.009	15,828.26	17,401.35	855.00	0.41
CREDIT SUISSE NEW YORK DTD 5/4/09 5.5% 05/01/2014	33,000.000	103.942	34,810.18	34,300.86	1,815.00	0.81
JOHN DEERE CAPITAL CORP INSD: FDIC DTD 12/19/08 2.875% 06/19/2012	53,000.000	101.297	53,640.35	53,687.41	1,523.75	1.26
DIRECTV HOLDGS/FING DTD 03/11/2010 3.55% 03/15/2015	17,000.000	104.087	17,554.30	17,694.79	603.50	0.42
DUKE ENERGY CORPORATION DTD 11/17/2011 2.15% 11/15/2016	18,000.000	100.284	18,014.40	18,051.12	387.00	0.42
FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016	30,000.000	116.532	32,351.75	34,959.60	1,500.00	0.82
FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026	33,936.550	105.622	35,654.59	35,844.46	1,357.46	0.84
FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041	17,111.960	107.061	18,202.85	18,320.24	770.04	0.43
FEDERAL NATIONAL MORTGAGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034	97,383.090	109.316	102,201.36	106,455.30	5,356.07	2.50
FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5.5% 07/01/2034	6,054.900	109.254	6,000.98	6,615.22	333.02	0.16
FEDERAL NATIONAL MORTGAGE ASSN POOL #725946 DTD 10/01/04 5.5% 11/01/2034	27,920.850	109.254	30,163.24	30,504.65	1,535.65	0.72
FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035	34,956.150	108.144	37,703.48	37,802.98	1,747.81	0.89
FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020	22,249.550	108.103	21,495.15	24,052.43	1,112.48	0.57
FEDERAL NATIONAL MTG ASSN POOL #847931 5% 12/01/2020	3,689.790	108.103	3,664.72	3,988.77	184.49	0.09
FEDERAL NATL MTG ASSN POOL #852029 6% 01/01/2036	6,947.380	110.597	7,042.90	7,683.59	416.84	0.18
FEDERAL NATIONAL MORTGAGE ASSN POOL #888021 DTD 11/01/2006 6% 12/01/2036	61,793.940	110.316	68,465.76	68,168.60	3,707.64	1.60
FEDERAL NATIONAL MORTGAGE ASSN POOL #888029 6% 12/01/2036	21,081.880	110.316	21,239.99	23,256.69	1,264.91	0.55
FEDERAL NATIONAL MORTGAGE ASSN POOL #888677 5.5% 08/01/2022	14,607.310	108.582	14,554.81	15,860.91	803.40	0.37
FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038	22,545.830	110.598	24,437.56	24,935.24	1,352.75	0.59
FEDERAL NATIONAL MORTGAGE ASSN POOL #931675 DTD 07/01/2009 5.5% 01/01/2018	32,648.230	108.634	35,545.76	35,467.08	1,795.65	0.83
FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037	14,358.700	110.222	14,509.01	15,826.45	861.52	0.37
FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037	18,089.520	110.222	18,216.72	19,938.63	1,085.37	0.47
FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025	34,442.540	104.667	35,734.14	36,049.97	1,205.49	0.85
GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5.3% 02/11/2021	17,000.000	106.895	17,225.02	18,172.15	901.00	0.43
GENERAL ELECTRIC CAPITAL CORP DTD 01/14/08 5.875% 01/14/2038	17,000.000	105.959	17,535.45	18,013.03	998.75	0.42

GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% 02/15/2019	16,000.000	110.441	17,805.22	17,670.56	1,200.00	0.42
GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05/01/2014	16,000.000	104.150	16,723.36	16,664.00	960.00	0.39
HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	14,000.000	128.366	16,748.81	17,971.24	1,137.50	0.42
HEWLETT-PACKARD CO DTD 12/02/2010 2.2% 12/01/2015	18,000.000	97.654	18,004.58	17,577.72	396.00	0.41
INTEL CORP DTD 09/19/2011 3.3% 10/01/2021	17,000.000	105.343	16,935.04	17,908.31	561.00	0.42
J P MORGAN CHASE & CO DTD 04/23/09 6.3% 04/23/2019	15,000.000	113.264	15,623.81	16,989.60	945.00	0.40
KRAFT FOODS INC DTD 02/08/2010 4.125% 02/09/2016	17,000.000	108.573	17,352.34	18,457.41	701.25	0.43
MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04/25/2018	16,000.000	98.594	16,749.26	15,775.04	1,100.00	0.37
MERRILL LYNCH & CO 6.11% 01/29/2037	21,000.000	77.094	19,978.85	16,189.74	1,283.10	0.38
MORGAN STANLEY SERIES: MTN DTD 9/23/09 5.625% 09/23/2019	17,000.000	92.608	17,318.30	15,743.36	956.25	0.37
MORGAN STANLEY DTD 11/20/2009 4.2% 11/20/2014	18,000.000	96.444	18,708.62	17,359.92	756.00	0.41
ONTARIO (PROVINCE OF) DTD 01/27/2011 1.375% 01/27/2014	35,000.000	101.047	35,053.97	35,366.45	481.25	0.83
ORACLE CORPORATION DTD 04/09/08 5.75% 04/15/2018	15,000.000	121.348	15,911.76	18,202.20	862.50	0.43
PETROBRAS INTL FIN CO DTD 10/30/09 5.75% 01/20/2020	33,000.000	107.012	34,377.91	35,313.96	1,897.50	0.83
PFIZER INC DTD 3/24/09 6.2% 03/15/2019	14,000.000	123.391	15,879.00	17,274.74	868.00	0.41
PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5% 11/15/2020	17,000.000	100.555	16,920.11	17,094.35	765.00	0.40
SUNTRUST BKS INC DTD 11/01/2011 3.5% 01/20/2017	18,000.000	100.516	18,007.48	18,092.88	630.00	0.43
TALISMAN ENERGY INC DTD 6/1/09 7.75% 06/01/2019	14,000.000	123.306	16,366.58	17,262.84	1,085.00	0.41
TARGET CORP CALLABLE 5.375% 05/01/2017	15,000.000	117.528	15,411.95	17,629.20	806.25	0.41
TELEFONICA EMISIONES SAU DTD 02/16/2011 5.462% 02/16/2021	18,000.000	95.427	18,361.86	17,176.86	983.16	0.40
TENNESSEE VALLEY AUTHORITY SER A PUTABLE 6.79% 05/23/2012	51,000.000	102.580	51,974.91	52,315.80	3,462.90	1.23
TEVA PHARMA FIN IV LLC DTD 11/10/2011 1.7% 11/10/2014	18,000.000	100.773	18,006.40	18,139.14	306.00	0.43
TIME WARNER CABLE 6.75% 07/01/2018	15,000.000	118.771	16,547.09	17,815.65	1,012.50	0.42
TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3.4% 09/15/2021	17,000.000	103.060	16,957.16	17,520.20	578.00	0.41
UNITED STATES TREASURY 6.25% 08/15/2023	38,000.000	143.125	46,514.59	54,387.50	2,375.00	1.28
UNITED STATES TREASURY N/B DTD 06/01/10 .75% 05/31/2012	124,000.000	100.289	124,402.24	124,358.36	930.00	2.92
UNITED STATES TREASURY N/B DTD 08/16/2010 .75% 08/15/2013	35,000.000	100.832	34,943.01	35,291.20	262.50	0.83
UNITED STATES TREASURY N/B DTD 11/15/2010 2.625% 11/15/2020	50,000.000	107.656	48,373.60	53,828.00	1,312.50	1.27
UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 .625% 07/15/2021	60,280.200	106.977	63,407.41	64,485.95	376.75	1.52
VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	15,000.000	123.987	14,937.60	18,598.05	900.00	0.44
WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	15,000.000	112.983	15,717.15	16,947.45	862.50	0.40
<b>TOTAL FOR FIXED</b>			1,750,263.09	1,805,823.86	73,789.50	42.47
<b>INTERNATIONAL</b>						
AEFPX AMERICAN EUROPACIFIC GRTH-F2	5,208.763	35.110	202,758.00	182,879.67	3,640.93	4.30

MRSIX	MFS RESH INTL FD CL I	8,320.069	13.730	137,038.00	114,234.55	2,462.74	2.68
TEVA	TEVA PHARMACEUTICAL INDS SPONS ADR ONE ADR REPRS ONE ORD SHARE	725.000	40.360	32,219.87	29,261.00	569.13	0.69
TGVIX	THORNBURG INTL VALUE FD CL I #209	7,398.192	24.580	198,157.00	181,847.56	2,840.91	4.27
	<b>TOTAL FOR INTERNATIONAL</b>			570,172.87	508,222.78	9,513.71	11.94
	<b>PARTNERSHIPS</b>						
	HARBERT PRIVATE EQUITY FUND II LLC	92,144.000	1.000	233,672.94	92,144.00		2.16
	HARBERT EQUITY COMMITTED	250,000.000		0.00	0.00		
	<b>TOTAL FOR PARTNERSHIPS</b>			233,672.94	92,144.00		2.16
	<b>TOTAL PORTFOLIO</b>			4,159,419.32	4,254,273.83	120,989.28	100.00

**TRANSACTION SCHEDULE**

Settle Date	Transaction	Cash	Book Value
12/31/2011	BEGINNING BALANCE		4,159,419.32
12/31/2011	ENDING BALANCE		4,159,419.32

Back

Save

Mail

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

## =====

## DESCRIPTION

## AMOUNT

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NET ACCRUALS AND ADJUSTMENTS

6,367.

ROUNDING

5.

TOTAL

-----

6,372.

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BEACH FDN TR C FOR UAB DIABETES HOSP

63-6121522

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: REGIONS BANK

ADDRESS: 1901 6TH AVENUE NORTH, SUITE 300  
BIRMINGHAM, AL 35203

TELEPHONE NUMBER: (251)690-1024

STATEMENT 12

BEACH FDN TR C FOR UAB DIABETES HOSP

63-6121522

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

=====

OFFICER NAME:

REGIONS BANK

ADDRESS:

P.O. BOX 11426

BIRMINGHAM, AL 35203

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 2

COMPENSATION ..... 36,039.

COMPENSATION EXPLANATION:

TRUSTEE FEES

TOTAL COMPENSATION:

36,039.

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

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MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	4,451,411.		
FEBRUARY	4,548,155.		
MARCH	4,526,665.		
APRIL	4,636,148.		
MAY	4,621,791.		
JUNE	4,559,652.		
JULY	4,505,239.		
AUGUST	4,340,990.		
SEPTEMBER	4,139,869.		
OCTOBER	4,404,684.		
NOVEMBER	4,357,559.		
DECEMBER	4,254,274.		
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TOTAL	53,346,437.		
	=====	=====	=====
AVERAGE FMV	4,445,536.		
	=====	=====	=====

BEACH FDN TR C FOR UAB DIABETES HOSP 63-6121522  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:

UNIVERSITY OF ALABAMA AT BIRMINGHAM  
DIABETES HOSPITAL

ADDRESS:

UNIVERSITY STATION  
BIRMINGHAM, AL 35294

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OF RECIPIENT'S FUNCTIONS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 173,129.

TOTAL GRANTS PAID:

173,129.

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