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Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

|                                                                                                                                                                                                                                                                                                     |                                                                                                                                                  |                                                                                                                                                                              |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>THE DANIEL FOUNDATION OF ALABAMA</b>                                                                                                                                                                                                                                       |                                                                                                                                                  | A Employer identification number<br><b>63-0736444</b>                                                                                                                        |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>510 OFFICE PARK DRIVE</b>                                                                                                                                                                                    | Room/suite<br><b>210</b>                                                                                                                         | B Telephone number<br><b>(205) 874-3523</b>                                                                                                                                  |
| City or town, state, and ZIP code<br><b>BIRMINGHAM, AL 35223</b>                                                                                                                                                                                                                                    |                                                                                                                                                  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                                                                                                                                                  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><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)<br><b>\$ 127,311,017.</b>                                                                                                                                                                                        | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><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<br>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) |                                                                                               | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                            | 1 Contributions, gifts, grants, etc., received                                                |                                    |                           | N/A                     |                                                             |
|                                                                                                                                                    | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 3 Interest on savings and temporary cash investments                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 4 Dividends and interest from securities                                                      | 2,647,657.                         | 2,647,657.                |                         | STATEMENT 1                                                 |
|                                                                                                                                                    | 5a Gross rents                                                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                    | b Net rental income or (loss)                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 6a Net gain or (loss) from sale of assets not on line 10                                      | 4,326,454.                         |                           |                         |                                                             |
|                                                                                                                                                    | b Gross sales price for all assets on line 6a                                                 | 309,694.                           |                           |                         |                                                             |
|                                                                                                                                                    | 7 Capital gain net income (from Part IV, line 2)                                              |                                    | 4,326,454.                |                         |                                                             |
|                                                                                                                                                    | 8 Net short-term capital gain                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 9 Income modifications                                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 10a Gross sales less returns and allowances                                                   |                                    |                           |                         |                                                             |
| b Less Cost of goods sold                                                                                                                          |                                                                                               |                                    |                           |                         |                                                             |
| c Gross profit or (loss)                                                                                                                           |                                                                                               |                                    |                           |                         |                                                             |
| 11 Other income                                                                                                                                    | 75,574.                                                                                       | 75,574.                            |                           | STATEMENT 2             |                                                             |
| 12 Total. Add lines 1 through 11                                                                                                                   | 7,049,685.                                                                                    | 7,049,685.                         |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                              | 13 Compensation of officers, directors, trustees, etc                                         | 121,943.                           | 63,049.                   |                         | 0.                                                          |
|                                                                                                                                                    | 14 Other employee salaries and wages                                                          | 68,117.                            | 34,058.                   |                         | 0.                                                          |
|                                                                                                                                                    | 15 Pension plans, employee benefits                                                           | 9,270.                             | 4,635.                    |                         | 0.                                                          |
|                                                                                                                                                    | 16a Legal fees STMT 3                                                                         | 4,307.                             | 1,077.                    |                         | 0.                                                          |
|                                                                                                                                                    | b Accounting fees STMT 4                                                                      | 19,000.                            | 8,475.                    |                         | 0.                                                          |
|                                                                                                                                                    | c Other professional fees STMT 5                                                              | 256,187.                           | 256,187.                  |                         | 0.                                                          |
|                                                                                                                                                    | 17 Interest                                                                                   |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 18 Taxes STMT 6                                                                               | 13,960.                            | 2,057.                    |                         | 0.                                                          |
|                                                                                                                                                    | 19 Depreciation and depletion                                                                 | 10,153.                            | 10,153.                   |                         |                                                             |
|                                                                                                                                                    | 20 Occupancy                                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 21 Travel, conferences, and meetings                                                          | 8,658.                             | 8,658.                    |                         | 0.                                                          |
|                                                                                                                                                    | 22 Printing and publications                                                                  |                                    |                           |                         |                                                             |
|                                                                                                                                                    | 23 Other expenses STMT 7                                                                      | 35,837.                            | 32,025.                   |                         | 0.                                                          |
|                                                                                                                                                    | 24 Total operating and administrative expenses. Add lines 13 through 23                       | 547,432.                           | 420,374.                  |                         | 0.                                                          |
|                                                                                                                                                    | 25 Contributions, gifts, grants paid                                                          | 6,329,700.                         |                           |                         | 6,329,700.                                                  |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                           | 6,877,132.                                                                                    | 420,374.                           |                           | 6,329,700.              |                                                             |
| 27 Subtract line 26 from line 12:                                                                                                                  |                                                                                               |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                | 172,553.                                                                                      |                                    |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                   |                                                                                               | 6,629,311.                         |                           |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                     |                                                                                               |                                    | N/A                       |                         |                                                             |

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BIRMINGHAM

JENNIFER L. STONE

STMT 7

RS-03C

| Part II Balance Sheets      |     | Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year | End of year    |                       |
|-----------------------------|-----|-------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                             |     |                                                                                                 | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1   | Cash - non-interest-bearing                                                                     |                   |                |                       |
|                             | 2   | Savings and temporary cash investments                                                          | 9,065,086.        | 5,480,344.     | 5,480,344.            |
|                             | 3   | Accounts receivable ▶                                                                           |                   |                |                       |
|                             |     | Less: allowance for doubtful accounts ▶                                                         |                   |                |                       |
|                             | 4   | Pledges receivable ▶                                                                            |                   |                |                       |
|                             |     | Less: allowance for doubtful accounts ▶                                                         |                   |                |                       |
|                             | 5   | Grants receivable                                                                               |                   |                |                       |
|                             | 6   | Receivables due from officers, directors, trustees, and other disqualified persons              |                   |                |                       |
|                             | 7   | Other notes and loans receivable ▶                                                              |                   |                |                       |
|                             |     | Less: allowance for doubtful accounts ▶                                                         |                   |                |                       |
|                             | 8   | Inventories for sale or use                                                                     |                   |                |                       |
|                             | 9   | Prepaid expenses and deferred charges                                                           |                   |                |                       |
|                             | 10a | Investments - U.S. and state government obligations STMT 8                                      | 13,169,147.       | 0.             | 0.                    |
|                             | b   | Investments - corporate stock STMT 9                                                            | 16,798,335.       | 58,928,347.    | 66,258,495.           |
|                             | c   | Investments - corporate bonds STMT 10                                                           | 9,358,477.        | 27,705,421.    | 27,705,421.           |
| Liabilities                 | 11  | Investments - land, buildings, and equipment basis ▶                                            |                   |                |                       |
|                             |     | Less: accumulated depreciation ▶                                                                |                   |                |                       |
|                             | 12  | Investments - mortgage loans                                                                    |                   |                |                       |
|                             | 13  | Investments - other STMT 11                                                                     | 69,359,477.       | 25,701,600.    | 27,851,188.           |
|                             | 14  | Land, buildings, and equipment: basis ▶ 91,332.                                                 |                   |                |                       |
|                             |     | Less: accumulated depreciation ▶ 75,763.                                                        | 25,722.           | 15,569.        | 15,569.               |
|                             | 15  | Other assets (describe ▶)                                                                       |                   |                |                       |
|                             | 16  | <b>Total assets (to be completed by all filers)</b>                                             | 117,776,244.      | 117,831,281.   | 127,311,017.          |
|                             | 17  | Accounts payable and accrued expenses                                                           |                   |                |                       |
|                             | 18  | Grants payable                                                                                  |                   |                |                       |
| Net Assets or Fund Balances | 19  | Deferred revenue                                                                                |                   |                |                       |
|                             | 20  | Loans from officers, directors, trustees, and other disqualified persons                        |                   |                |                       |
|                             | 21  | Mortgages and other notes payable                                                               |                   |                |                       |
|                             | 22  | Other liabilities (describe ▶)                                                                  | 6,174.            | 0.             |                       |
|                             | 23  | <b>Total liabilities (add lines 17 through 22)</b>                                              | 6,174.            | 0.             |                       |
|                             |     | 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 ▶ <input checked="" type="checkbox"/>       |                   |                |                       |
|                             |     | and complete lines 27 through 31.                                                               |                   |                |                       |
|                             | 27  | Capital stock, trust principal, or current funds                                                | 117,770,070.      | 117,770,070.   |                       |
|                             | 28  | Paid-in or capital surplus, or land, bldg., and equipment fund                                  | 0.                | 0.             |                       |
|                             | 29  | Retained earnings, accumulated income, endowment, or other funds                                | 0.                | 61,211.        |                       |
|                             | 30  | <b>Total net assets or fund balances</b>                                                        | 117,770,070.      | 117,831,281.   |                       |
|                             | 31  | <b>Total liabilities and net assets/fund balances</b>                                           | 117,776,244.      | 117,831,281.   |                       |

## 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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 117,770,070. |
| 2 | Enter amount from Part I, line 27a                                                                                                                            | 2 | 172,553.     |
| 3 | Other increases not included in line 2 (itemize) ▶                                                                                                            | 3 | 0.           |
| 4 | Add lines 1, 2, and 3                                                                                                                                         | 4 | 117,942,623. |
| 5 | Decreases not included in line 2 (itemize) ▶ <b>CASH BASIS ADJUSTMENTS</b>                                                                                    | 5 | 111,342.     |
| 6 | <b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>                                                  | 6 | 117,831,281. |

**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<br>P - Purchase<br>D - Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|------------------------------------------------------------------------------------------------------------------------------------|--|--------------------------------------------------|--------------------------------------|----------------------------------|
| <b>1a GAIN ON SALE OF SECURITIES</b>                                                                                               |  |                                                  |                                      |                                  |
| <b>b CAPITAL GAINS DIVIDENDS</b>                                                                                                   |  |                                                  |                                      |                                  |
| <b>c</b>                                                                                                                           |  |                                                  |                                      |                                  |
| <b>d</b>                                                                                                                           |  |                                                  |                                      |                                  |
| <b>e</b>                                                                                                                           |  |                                                  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| <b>a</b>              |                                            |                                                 | <b>4,016,760.</b>                            |
| <b>b 309,694.</b>     |                                            |                                                 | <b>309,694.</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 |                                      |                                                 | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|
| (i) F.M.V. as of 12/31/69                                                                   | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any |                                                                                                 |
| <b>a</b>                                                                                    |                                      |                                                 | <b>4,016,760.</b>                                                                               |
| <b>b</b>                                                                                    |                                      |                                                 | <b>309,694.</b>                                                                                 |
| <b>c</b>                                                                                    |                                      |                                                 |                                                                                                 |
| <b>d</b>                                                                                    |                                      |                                                 |                                                                                                 |
| <b>e</b>                                                                                    |                                      |                                                 |                                                                                                 |

|                                                                                                                                                                                                       |  |          |                   |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----------|-------------------|
| <b>2</b> Capital gain net income or (net capital loss) <span style="font-size: 2em; vertical-align: middle;">{</span> If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 |  | <b>2</b> | <b>4,326,454.</b> |
| <b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8                |  | <b>3</b> | <b>N/A</b>        |

**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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|----------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2011                                                                 | 5,474,150.                               | 127,308,144.                                 | .042999                                                     |
| 2010                                                                 | 5,463,000.                               | 121,160,915.                                 | .045089                                                     |
| 2009                                                                 | 5,703,003.                               | 109,226,844.                                 | .052212                                                     |
| 2008                                                                 | 5,504,800.                               | 133,935,757.                                 | .041100                                                     |
| 2007                                                                 | 7,525,200.                               | 156,068,019.                                 | .048217                                                     |

|                                                                                                                                                                                       |          |                     |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------------------|
| <b>2</b> Total of line 1, column (d)                                                                                                                                                  | <b>2</b> | <b>.229617</b>      |
| <b>3</b> 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>3</b> | <b>.045923</b>      |
| <b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5                                                                                                 | <b>4</b> | <b>123,648,431.</b> |
| <b>5</b> Multiply line 4 by line 3                                                                                                                                                    | <b>5</b> | <b>5,678,307.</b>   |
| <b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                   | <b>6</b> | <b>66,293.</b>      |
| <b>7</b> Add lines 5 and 6                                                                                                                                                            | <b>7</b> | <b>5,744,600.</b>   |
| <b>8</b> Enter qualifying distributions from Part XII, line 4                                                                                                                         | <b>8</b> | <b>6,329,700.</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.

**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.<br>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       | 66,293. |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                             |    |         |         |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                            |    | 2       | 0.      |
| 3 Add lines 1 and 2                                                                                                                                                                                                                    |    | 3       | 66,293. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                                                                                          |    | 4       | 0.      |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-                                                                                                                                              |    | 5       | 66,293. |
| 6 Credits/Payments:                                                                                                                                                                                                                    |    |         |         |
| a 2012 estimated tax payments and 2011 overpayment credited to 2012                                                                                                                                                                    | 6a | 78,247. |         |
| b Exempt foreign organizations - tax withheld at source                                                                                                                                                                                | 6b |         |         |
| c Tax paid with application for extension of time to file (Form 8868)                                                                                                                                                                  | 6c | 15,000. |         |
| d Backup withholding erroneously withheld                                                                                                                                                                                              | 6d |         |         |
| 7 Total credits and payments. Add lines 6a through 6d                                                                                                                                                                                  | 7  | 93,247. |         |
| 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  |         |         |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                           | 10 | 26,954. |         |
| 11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 26,954. Refunded <input type="checkbox"/>                                                                                     | 11 | 0.      |         |

**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  |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?<br>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:<br>(1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.                                                                                             |     |    |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.                                                                                                                                                          |     |    |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>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?<br>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:<br>• By language in the governing instrument, or<br>• 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?<br>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) <input checked="" type="checkbox"/> 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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV                                                                                     |     | X  |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses                                                                                                                                                                                                      |     | X  |

N/A

Form 990-PF (2012)

**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?<br>Website address ► N/A                                                                                                                                                                                      | 13 | X   |         |
| 14 | The books are in care of ► MARIA S. KENNEDY, EXECUTIVE DIRECTOR Telephone no. ► (205) 874-3523<br>Located at ► 510 OFFICE PARK DRIVE, SUITE 210, BIRMINGHAM, AL ZIP+4 ► 35223                                                                                                                                                     |    |     |         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year<br>► 15 N/A                                                                                                                                   |    |     |         |
| 16 | At any time during calendar year 2012, 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?<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | 16 | Yes | No<br>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 type="checkbox"/> Yes <input checked="" 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)?<br>Organizations relying on a current notice regarding disaster assistance check here<br>► N/A                                                                                                                                                                                   | 1b  |    |
| 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 2012?                                                                                                                                                                                                                                                                                                               | 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ►                                                                                                                                                                                                                                                   |     |    |
| b   | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)<br>N/A                                                                                                                                                                                      | 2b  |    |
| c   | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>►                                                                                                                                                                                                                                                                                                                                                                                 |     |    |
| 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 2012 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 2012)<br>N/A | 3b  |    |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                       | 4a  | X  |
| b   | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?                                                                                                                                                                                                                                                                     | 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)? ☐ 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)? **N/A**Organizations relying on a current notice regarding disaster assistance check here ☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b****Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| SEE STATEMENT 12     |                                                           | 121,943.                                  | 5,877.                                                                | 2,687.                                |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

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

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

Total number of other employees paid over \$50,000

0

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

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

Total number of others receiving over \$50,000 for professional services

0

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

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

|       | Expenses |
|-------|----------|
| 1 N/A |          |
|       |          |
| 2     |          |
|       |          |
| 3     |          |
|       |          |
| 4     |          |
|       |          |

**Part IX-B****Summary of Program-Related Investments**

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

|                                                          | Amount |
|----------------------------------------------------------|--------|
| 1 N/A                                                    |        |
|                                                          |        |
| 2                                                        |        |
|                                                          |        |
| All other program-related investments. See instructions. |        |
| 3                                                        |        |
|                                                          |        |

Total. Add lines 1 through 3

0.

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

|          |                                                                                                             |           |              |
|----------|-------------------------------------------------------------------------------------------------------------|-----------|--------------|
| <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> | 107,567,831. |
| <b>b</b> | Average of monthly cash balances                                                                            | <b>1b</b> | 17,963,571.  |
| <b>c</b> | Fair market value of all other assets                                                                       | <b>1c</b> |              |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c)                                                                       | <b>1d</b> | 125,531,402. |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | <b>1e</b> | 0.           |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets                                                        | <b>2</b>  | 0.           |
| <b>3</b> | Subtract line 2 from line 1d                                                                                | <b>3</b>  | 125,531,402. |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | <b>4</b>  | 1,882,971.   |
| <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>  | 123,648,431. |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5                                                        | <b>6</b>  | 6,182,422.   |

**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>  | 6,182,422. |
| <b>2a</b> | Tax on investment income for 2012 from Part VI, line 5                                                    | <b>2a</b> | 66,293.    |
| <b>b</b>  | Income tax for 2012. (This does not include the tax from Part VI.)                                        | <b>2b</b> |            |
| <b>c</b>  | Add lines 2a and 2b                                                                                       | <b>2c</b> | 66,293.    |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | <b>3</b>  | 6,116,129. |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions                                                 | <b>4</b>  | 0.         |
| <b>5</b>  | Add lines 3 and 4                                                                                         | <b>5</b>  | 6,116,129. |
| <b>6</b>  | Deduction from distributable amount (see instructions)                                                    | <b>6</b>  | 0.         |
| <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>  | 6,116,129. |

**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> | 6,329,700. |
| <b>b</b> | Program-related investments - total from Part IX-B                                                                                | <b>1b</b> | 0.         |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | <b>2</b>  |            |
| <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> |            |
| <b>b</b> | Cash distribution test (attach the required schedule)                                                                             | <b>3b</b> |            |
| <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>  | 6,329,700. |
| <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 | <b>5</b>  | 66,293.    |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4                                                             | <b>6</b>  | 6,263,407. |

**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.

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**Part XIII** Undistributed Income (see instructions)

|                                                                                                                                                                                   | (a)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2012 from Part XI, line 7                                                                                                                       |               |                            |             | 6,116,129.  |
| <b>2</b> Undistributed income, if any, as of the end of 2012                                                                                                                      |               |                            |             |             |
| <b>a</b> Enter amount for 2011 only                                                                                                                                               |               |                            | 5,878,587.  |             |
| <b>b</b> Total for prior years:                                                                                                                                                   |               | 0.                         |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2012:                                                                                                                         |               |                            |             |             |
| <b>a</b> From 2007                                                                                                                                                                |               |                            |             |             |
| <b>b</b> From 2008                                                                                                                                                                |               |                            |             |             |
| <b>c</b> From 2009                                                                                                                                                                |               |                            |             |             |
| <b>d</b> From 2010                                                                                                                                                                |               |                            |             |             |
| <b>e</b> From 2011                                                                                                                                                                |               |                            |             |             |
| <b>f</b> Total of lines 3a through e                                                                                                                                              | 0.            |                            |             |             |
| <b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ 6,329,700.                                                                                                 |               |                            |             |             |
| <b>a</b> Applied to 2011, but not more than line 2a                                                                                                                               |               |                            | 5,878,587.  |             |
| <b>b</b> Applied to undistributed income of prior years (Election required - see instructions)                                                                                    |               | 0.                         |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required - see instructions)                                                                                            | 0.            |                            |             |             |
| <b>d</b> Applied to 2012 distributable amount                                                                                                                                     |               |                            |             | 451,113.    |
| <b>e</b> Remaining amount distributed out of corpus                                                                                                                               | 0.            |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)                                        | 0.            |                            |             | 0.          |
| <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                                                                                                                          | 0.            |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b                                                                                                         |               | 0.                         |             |             |
| <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 |               | 0.                         |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions                                                                                                         |               | 0.                         |             |             |
| <b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.                                                                                |               |                            | 0.          |             |
| <b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013                                                              |               |                            |             | 5,665,016.  |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)                                                     | 0.            |                            |             |             |
| <b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7                                                                                                 | 0.            |                            |             |             |
| <b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a                                                                                              | 0.            |                            |             |             |
| <b>10</b> Analysis of line 9:                                                                                                                                                     |               |                            |             |             |
| <b>a</b> Excess from 2008                                                                                                                                                         |               |                            |             |             |
| <b>b</b> Excess from 2009                                                                                                                                                         |               |                            |             |             |
| <b>c</b> Excess from 2010                                                                                                                                                         |               |                            |             |             |
| <b>d</b> Excess from 2011                                                                                                                                                         |               |                            |             |             |
| <b>e</b> Excess from 2012                                                                                                                                                         |               |                            |             |             |

N/A

- 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) 2012 | (b) 2011 | (c) 2010      | (d) 2009 |  |           |

- (4) Gross investment income**

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

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount     |
|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|------------|
| <b>a</b> Paid during the year                    |                                                                                                                    |                                      |                                     |            |
| SEE ATTACHED SCHEDULE                            | NONE                                                                                                               |                                      | GIFT                                | 6,329,700. |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
| <b>Total</b>                                     |                                                                                                                    |                                      | ▶ <b>3a</b>                         | 6,329,700. |
| <b>b</b> Approved for future payment             |                                                                                                                    |                                      |                                     |            |
| NONE                                             |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
|                                                  |                                                                                                                    |                                      |                                     |            |
| <b>Total</b>                                     |                                                                                                                    |                                      | ▶ <b>3b</b>                         | 0.         |



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| FORM 990-PF                               |              | DIVIDENDS AND INTEREST FROM SECURITIES |                      | STATEMENT | 1 |
|-------------------------------------------|--------------|----------------------------------------|----------------------|-----------|---|
| SOURCE                                    | GROSS AMOUNT | CAPITAL GAINS<br>DIVIDENDS             | COLUMN (A)<br>AMOUNT |           |   |
| DIVIDENDS & INTEREST - FROM<br>SECURITIES | 2,957,351.   | 309,694.                               | 2,647,657.           |           |   |
| TOTAL TO FM 990-PF, PART I, LN 4          | 2,957,351.   | 309,694.                               | 2,647,657.           |           |   |

| FORM 990-PF                           |                             | OTHER INCOME                      |                               | STATEMENT | 2 |
|---------------------------------------|-----------------------------|-----------------------------------|-------------------------------|-----------|---|
| DESCRIPTION                           | (A)<br>REVENUE<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME |           |   |
| OTHER INVESTMENT INCOME               | 75,574.                     | 75,574.                           |                               |           |   |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 75,574.                     | 75,574.                           |                               |           |   |

| FORM 990-PF                |                              | LEGAL FEES                        |                               | STATEMENT                     | 3  |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|----|
| DESCRIPTION                | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |    |
| LEGAL FEES                 | 4,307.                       | 1,077.                            |                               |                               | 0. |
| TO FM 990-PF, PG 1, LN 16A | 4,307.                       | 1,077.                            |                               |                               | 0. |

| FORM 990-PF                  |                              | ACCOUNTING FEES                   |                               | STATEMENT                     | 4  |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|----|
| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |    |
| ACCOUNTING FEES              | 19,000.                      | 8,475.                            |                               |                               | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 19,000.                      | 8,475.                            |                               |                               | 0. |

| FORM 990-PF                  | OTHER PROFESSIONAL FEES      |                                   |                               | STATEMENT                     | 5 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                  | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| COMPASS WMG FEES             | 17,683.                      | 17,683.                           |                               | 0.                            |   |
| WELCH HORNSBY FEES           | 61,573.                      | 61,573.                           |                               | 0.                            |   |
| MERRILL LYNCH FEES           | 47,403.                      | 47,403.                           |                               | 0.                            |   |
| PORTFOLIO EVALUATIONS        | 107,500.                     | 107,500.                          |                               | 0.                            |   |
| JP MORGAN FEES               | 22,028.                      | 22,028.                           |                               | 0.                            |   |
| TO FORM 990-PF, PG 1, LN 16C | 256,187.                     | 256,187.                          |                               | 0.                            |   |

| FORM 990-PF                 | TAXES                        |                                   |                               | STATEMENT                     | 6 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| FOREIGN TAXES               | 2,057.                       | 2,057.                            |                               | 0.                            |   |
| PAYROLL TAXES               | 11,903.                      | 0.                                |                               | 0.                            |   |
| TO FORM 990-PF, PG 1, LN 18 | 13,960.                      | 2,057.                            |                               | 0.                            |   |

| FORM 990-PF                 | OTHER EXPENSES               |                                   |                               | STATEMENT                     | 7 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| DESCRIPTION                 | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |   |
| OFFICE EXPENSE              | 7,575.                       | 7,575.                            |                               | 0.                            |   |
| INSURANCE                   | 7,624.                       | 3,812.                            |                               | 0.                            |   |
| COMPUTER EXPENSE            | 10,539.                      | 10,539.                           |                               | 0.                            |   |
| DUES & SUBSCRIPTIONS        | 10,099.                      | 10,099.                           |                               | 0.                            |   |
| TO FORM 990-PF, PG 1, LN 23 | 35,837.                      | 32,025.                           |                               | 0.                            |   |

|             |                                            |           |   |
|-------------|--------------------------------------------|-----------|---|
| FORM 990-PF | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS | STATEMENT | 8 |
|-------------|--------------------------------------------|-----------|---|

| DESCRIPTION                                      | U.S.<br>GOV'T | OTHER<br>GOV'T | BOOK VALUE | FAIR MARKET<br>VALUE |
|--------------------------------------------------|---------------|----------------|------------|----------------------|
| U.S. GOVT BONDS                                  | X             |                | 0.         | 0.                   |
| TOTAL U.S. GOVERNMENT OBLIGATIONS                |               |                |            |                      |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS |               |                |            |                      |
| TOTAL TO FORM 990-PF, PART II, LINE 10A          |               |                | 0.         | 0.                   |

|             |                 |           |   |
|-------------|-----------------|-----------|---|
| FORM 990-PF | CORPORATE STOCK | STATEMENT | 9 |
|-------------|-----------------|-----------|---|

| DESCRIPTION                             | BOOK VALUE  | FAIR MARKET<br>VALUE |
|-----------------------------------------|-------------|----------------------|
| STOCKS & EQUITIES                       | 58,928,347. | 66,258,495.          |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 58,928,347. | 66,258,495.          |

|             |                 |           |    |
|-------------|-----------------|-----------|----|
| FORM 990-PF | CORPORATE BONDS | STATEMENT | 10 |
|-------------|-----------------|-----------|----|

| DESCRIPTION                             | BOOK VALUE  | FAIR MARKET<br>VALUE |
|-----------------------------------------|-------------|----------------------|
| CORPORATE BONDS                         | 27,705,421. | 27,705,421.          |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 27,705,421. | 27,705,421.          |

|             |                   |           |    |
|-------------|-------------------|-----------|----|
| FORM 990-PF | OTHER INVESTMENTS | STATEMENT | 11 |
|-------------|-------------------|-----------|----|

| DESCRIPTION                            | VALUATION<br>METHOD | BOOK VALUE  | FAIR MARKET<br>VALUE |
|----------------------------------------|---------------------|-------------|----------------------|
| MUTUAL FUNDS                           | FMV                 | 25,128,241. | 27,204,210.          |
| OTHER INVESTMENTS                      | FMV                 | 573,359.    | 646,978.             |
| PROCEEDS DUE FROM BROKER               | FMV                 | 0.          | 0.                   |
| TOTAL TO FORM 990-PF, PART II, LINE 13 |                     | 25,701,600. | 27,851,188.          |

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FORM 990-PF      PART VIII - LIST OF OFFICERS, DIRECTORS      STATEMENT 12  
TRUSTEES AND FOUNDATION MANAGERS

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| NAME AND ADDRESS                                                                | TITLE AND<br>AVRG HRS/WK | COMPEN-<br>SATION | EMPLOYEE<br>BEN PLAN CONTRIB | EXPENSE<br>ACCOUNT |
|---------------------------------------------------------------------------------|--------------------------|-------------------|------------------------------|--------------------|
| CHARLES W. DANIEL<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223   | PRESIDENT<br>1.00        | 4,000.            | 0.                           | 0.                 |
| MARION DANIEL HEAD<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223  | VICE PRESIDENT<br>1.00   | 4,000.            | 0.                           | 373.               |
| JAMES F. HUGHEY, JR<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223 | DIRECTOR<br>1.00         | 4,000.            | 0.                           | 0.                 |
| LYNDRA P. DANIEL<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223    | DIRECTOR<br>1.00         | 4,000.            | 0.                           | 0.                 |
| MARIA S. KENNEDY<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223    | EXEC. DIRECTOR<br>32.00  | 97,943.           | 5,877.                       | 834.               |
| LUCY MCVAY<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223          | DIRECTOR<br>1.00         | 4,000.            | 0.                           | 853.               |
| JACK HAWKINS, JR.<br>510 OFFICE PARK DRIVE, SUITE 210<br>BIRMINGHAM, AL 35223   | DIRECTOR<br>1.00         | 4,000.            | 0.                           | 627.               |
| TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII                                    |                          | 121,943.          | 5,877.                       | 2,687.             |

FORM 990-PF

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

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MARIA S. KENNEDY, EXECUTIVE DIRECTOR  
510 OFFICE PARK DRIVE, SUITE 210  
BIRMINGHAM, AL 35223

TELEPHONE NUMBER

(205) 874-3523

FORM AND CONTENT OF APPLICATIONS

AFTER REQUESTING GUIDELINES FROM THE FOUNDATION, SUBMISSION OF A REQUEST BY  
THE DESIGNATED DEADLINE SHOULD FOLLOW THE GUIDELINES AND EXAMPLE PROVIDED.

ANY SUBMISSION DEADLINES

PLEASE CONTACT THE FOUNDATION.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GENERALLY LIMITED TO THE STATE OF ALABAMA AND RELATED TO ARTS, HEALTH,  
EDUCATION AND SOCIAL SERVICES.

## Payments Made By Program Area 1

Paid Date is any date between 1/1/2012 and 12/31/2012  
8/29/2013

| Organization and Project<br>Grant Amount                                                                                                                                 | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Arts and Culture</b>                                                                                                                                                  |                       |                 |                   |                 |                       |
| Alabama Alliance for Arts Education<br><i>Scholarships for Sustaining Artful Instruction &amp;<br/>Learning Program</i><br>\$6,000 00                                    | 3945                  | 5/7/2012        | \$6,000 00        |                 | 6856                  |
| Alabama Asian Cultures Foundation<br><i>Support for completion of Phase II Feasibility<br/>Plan, cultural program support, and operational<br/>support</i><br>\$7,500 00 | 3887                  | 1/30/2012       | \$7,500 00        |                 | 6703                  |
| Alabama Ballet, Inc.<br><i>2011-12 Operating Season</i><br>\$35,000 00                                                                                                   | 3846                  | 1/30/2012       | \$35,000 00       |                 | 6705                  |
| Alabama Blues Project<br><i>Support for Camps and Alabama Blues Club</i><br>\$5,000 00                                                                                   | 4104                  | 8/2/2012        | \$5,000 00        |                 | 7002                  |
| Alabama Dance Council<br><i>Alabama Dance Festival Programs and<br/>Performances</i><br>\$10,000 00                                                                      | 4232                  | 10/29/2012      | \$10,000 00       |                 | 7161                  |
| Alabama Moving Image Association, Inc.<br><i>2012 Sidewalk Film Festival</i><br>\$10,000 00                                                                              | 4108                  | 8/2/2012        | \$10,000 00       |                 | 7007                  |
| Alabama School of Fine Arts<br><i>Steinway for Dorothy Jemison Day Theater</i><br>\$66,000 00                                                                            | 3956                  | 5/7/2012        | \$66,000 00       |                 | 6864                  |

| Organization and Project<br>Grant Amount                                                                                | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Alabama Shakespeare Festival<br><i>Production Expenses - over three years</i><br>\$120,000 00                           | 4110                  | 8/2/2012        | \$40,000 00       |                 | 7007                  |
| Alabama Symphony Orchestra , Inc.<br><i>Annual Operating Support</i><br>\$75,000 00                                     | 3923                  | 1/30/2012       | \$75,000 00       |                 | 6713                  |
| Arts and Humanities Council of Tuscaloosa County,<br>Inc<br><i>Dinah Washington Cultural Arts Center</i><br>\$40,000 00 | 3882                  | 1/30/2012       | \$40,000 00       |                 | 6715                  |
| Arts 'N Autism<br><i>Discretionary-MDH</i><br>\$1,000 00                                                                | 4215                  | 4/6/2012        | \$1,000 00        |                 | 6818                  |
| Bards of Birmingham<br><i>Theatre Equipment</i><br>\$7,500 00                                                           | 4302                  | 10/29/2012      | \$7,500 00        |                 | 7169                  |
| Bevill State Community College<br><i>Summer Theatre Camp</i><br>\$7,500 00                                              | 4303                  | 10/29/2012      | \$7,500 00        |                 | 7173                  |
| Birmingham Boys Choir Foundation<br><i>Satellite Programs / Capacity Building Programs</i><br>\$15,000 00               | 3910                  | 1/30/2012       | \$15,000 00       |                 | 6717                  |
| Birmingham Civil Rights Institute<br><i>General Operating Costs</i><br>\$15,000 00                                      | 3906                  | 1/30/2012       | \$15,000 00       |                 | 6718                  |
| Birmingham History Center<br><i>General Operating Support</i><br>\$10,000 00                                            | 4243                  | 10/29/2012      | \$10,000 00       |                 | 7175                  |

| Organization and Project<br>Grant Amount                                                                         | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Birmingham Multicultural Association<br><i>International Street Fair</i><br>\$5,000 00                           | 4121                  | 8/2/2012        | \$5,000 00        |                 | 7015                  |
| Birmingham Museum of Art Foundation<br><i>African Gallery Reinstallation Project</i><br>\$25,000 00              | 4122                  | 8/2/2012        | \$25,000 00       |                 | 7016                  |
| Birmingham Music Club, Inc.<br><i>Young People's Concerts</i><br>\$10,000 00                                     | 3962                  | 5/7/2012        | \$10,000 00       |                 | 6868                  |
| Capri Community Film Society Inc<br><i>High Definition digital Film Equipment</i><br>\$25,000 00                 | 4245                  | 10/29/2012      | \$25,000 00       |                 | 7178                  |
| Carnegie Visual Arts Center<br><i>Support for the Arts Center and its Programs</i><br>\$15,000 00                | 3873                  | 1/30/2012       | \$15,000 00       |                 | 6726                  |
| Centre for the Living Arts<br><i>The Memory Project</i><br>\$25,000 00                                           | 3871                  | 1/30/2012       | \$25,000 00       |                 | 6727                  |
| Centre for the Living Arts<br><i>Discretionary-LCM</i><br>\$1,000 00                                             | 4213                  | 4/6/2012        | \$1,000 00        |                 | 6823                  |
| Children's Dance Foundation<br><i>Community Partnership Program and School<br/>Touring Program</i><br>\$7,500 00 | 3969                  | 5/7/2012        | \$7,500 00        |                 | 6873                  |
| Friends of the Arts<br><i>Broad Brush Capital Campaign</i><br>\$20,000 00                                        | 4132                  | 8/2/2012        | \$20,000 00       |                 | 7035                  |

| Organization and Project<br>Grant Amount                                                                                    | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                                |
|-----------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|----------------------------------------------------------------------|
| Gadsden Cultural Arts Foundation, Inc.<br>Outreach & Scholarship Programs<br>\$10,000 00                                    | 3978                  | 5/7/2012        | \$1,000 00        |                 | 6882                                                                 |
| Gadsden Cultural Arts Foundation, Inc.<br>Outreach & Scholarship Programs<br>\$10,000 00                                    | 3978                  | 5/7/2012        | (\$1,000 00)      |                 | VOID - 6882<br>Void of Payment [3953] for 1,000, paid<br>on 5/7/2012 |
| Gadsden Cultural Arts Foundation, Inc.<br>Outreach & Scholarship Programs<br>\$10,000 00                                    | 3978                  | 5/7/2012        | \$10,000 00       |                 | 6882<br>Reissue of Payment [3953] for 1,000,<br>paid on 5/7/2012     |
| Huntsville Museum of Art<br>Museum Academy Studio Programs<br>\$7,500 00                                                    | 4261                  | 10/29/2012      | \$7,500 00        |                 | 7195                                                                 |
| Huntsville Youth Orchestra<br>Operating Expenses<br>\$5,000 00                                                              | 3991                  | 5/7/2012        | \$5,000 00        |                 | 6889                                                                 |
| Leeds Arts Council, Inc.<br>Fall Mystery Theatre<br>\$5,000 00                                                              | 4160                  | 8/2/2012        | \$5,000 00        |                 | 7046                                                                 |
| Merrimack Academy for the Performing Arts, Inc.<br>Merrimack Hall Renovations and Inspired HeArts<br>Program<br>\$25,000 00 | 4269                  | 10/29/2012      | \$25,000 00       |                 | 7202                                                                 |
| Metropolitan Youth Orchestras of Central Alabama<br>Scrollworks Program<br>\$5,000 00                                       | 3913                  | 1/30/2012       | \$5,000 00        |                 | 6751                                                                 |

| Organization and Project<br>Grant Amount                                                          | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Mobile Ballet, Inc.</b><br>2012-2013 Discover Dance Season<br>\$5,000 00                       | 4270                  | 10/29/2012      | \$5,000 00        |                 | 7203                  |
| <b>Mobile Ballet, Inc.</b><br>Discretionary-LCM<br>\$1,000 00                                     | 4551                  | 12/4/2012       | \$1,000 00        |                 | 7261                  |
| <b>Mobile Opera, Inc.</b><br>Puccini Project-La Fanciulla del West"<br>\$10,000 00                | 4003                  | 5/7/2012        | \$10,000 00       |                 | 6900                  |
| <b>Mobile Opera, Inc.</b><br>Discretionary-LCM<br>\$1,000 00                                      | 4555                  | 12/6/2012       | \$1,000 00        |                 | 7264                  |
| <b>Mobile Symphony, Inc.</b><br>General Operating and Education Programs<br>\$30,000 00           | 4166                  | 7/30/2012       | \$30,000 00       |                 | 7049                  |
| <b>Mobile Symphony, Inc.</b><br>Discretionary-LCM<br>\$1,000 00                                   | 4556                  | 12/4/2012       | \$1,000 00        |                 | 7266                  |
| <b>Mobile Theatre Guild</b><br>Discretionary-LCM<br>\$1,000 00                                    | 4432                  | 8/27/2012       | \$1,000 00        |                 | 7090                  |
| <b>Montgomery Museum of Fine Arts</b><br>K-12 Education Outreach Programs<br>\$15,000 00          | 3850                  | 1/30/2012       | \$15,000 00       |                 | 6754                  |
| <b>Music Opportunity Program Foundation</b><br>Support of MOP's Academy Initiatives<br>\$4,000 00 | 3884                  | 1/30/2012       | \$4,000 00        |                 | 6755                  |

| Organization and Project<br>Grant Amount                                                                             | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|----------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Music South</b><br>2012-2013 Concert Season<br>\$7,500 00                                                         | 4271                  | 10/29/2012      | \$7,500 00        |                 | 7205                  |
| <b>Opera Birmingham</b><br>2013 Production of Puccini's <i>Madama Butterfly</i> "<br>\$12,500 00                     | 4011                  | 5/7/2012        | \$12,500 00       |                 | 6907                  |
| <b>Peep This Actors-Directors Guild</b><br><i>On The Set Summer Film Camp program</i><br>\$3,000 00                  | 4279                  | 10/29/2012      | \$3,000 00        |                 | 7210                  |
| <b>Playhouse in the Park</b><br><i>Discretionary-LCM</i><br>\$500 00                                                 | 4565                  | 12/4/2012       | \$500 00          |                 | 7270                  |
| <b>Princess Theatre Center for the Performing Arts</b><br><i>Comprehensive Arts Education Program</i><br>\$15,000 00 | 4283                  | 10/29/2012      | \$15,000 00       |                 | 7214                  |
| <b>Red Mountain Theatre Company</b><br><i>Discretionary-JFH</i><br>\$1,000 00                                        | 4591                  | 12/17/2012      | \$1,000 00        |                 | 7308                  |
| <b>Regional Cultural Alliance</b><br><i>Operational Expenses</i><br>\$35,000 00                                      | 4135                  | 8/2/2012        | \$35,000 00       |                 | 7062                  |
| <b>Seasoned Performers, Inc.</b><br><i>Discretionary-LPD</i><br>\$500 00                                             | 4611                  | 12/27/2012      | \$500 00          |                 | 7327                  |
| <b>Southern Danceworks</b><br><i>Dance for Parkinson's Program</i><br>\$7,500 00                                     | 4181                  | 8/2/2012        | \$7,500 00        |                 | 7066                  |

| Organization and Project<br>Grant Amount                                                                                          | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-----------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Southern Museum of Flight Foundation, Inc.<br><i>Promotional/Marketing Project</i><br>\$10,000 00                                 | 3855                  | 1/30/2012       | \$10,000 00       |                 | 6764                  |
| Troy-Pike Cultural Arts Center<br><i>2011 and 2012 Fall Exhibitions and Associated<br/>Educational Programming</i><br>\$30,000 00 | 3611                  | 8/15/2012       | \$15,000 00       |                 | 7087                  |
| Troy-Pike Cultural Arts Center<br><i>Discretionary-JHJ</i><br>\$1,000 00                                                          | 4451                  | 10/11/2012      | \$1,000 00        |                 | 7129                  |
| Tuscaloosa Symphony Orchestra<br><i>Season and Program Support</i><br>\$10,000 00                                                 | 4187                  | 8/2/2012        | \$10,000 00       |                 | 7072                  |
| Virginia Samford Theatre<br><i>Discretionary Contribution - LPD</i><br>\$2,500 00                                                 | 4208                  | 3/16/2012       | \$2,500 00        |                 | 6810                  |
| WBHM 90.3 FM<br><i>Discretionary Contribution - LPD</i><br>\$500 00                                                               | 4209                  | 3/16/2012       | \$500 00          |                 | 6809                  |
| Wiregrass Museum of Art<br><i>Youth Art Month and Project Installation</i><br>\$7,500 00                                          | 4311                  | 10/29/2012      | \$7,500 00        |                 | 7229                  |
| Woodlawn Foundation, Inc.<br><i>Discretionary-JFH</i><br>\$1,500 00                                                               | 4441                  | 9/25/2012       | \$1,500 00        |                 | 7110                  |
| Total Arts and Culture<br>(59 items)                                                                                              |                       |                 | \$740,000 00      |                 |                       |
| <b>Civic and Community</b>                                                                                                        |                       |                 |                   |                 |                       |

| Organization and Project<br>Grant Amount                                                          | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| A.G. Gaston Boys & Girls Club, Inc.<br><i>Expand Club Tech program</i><br>\$20,000 00             | 4230                  | 10/29/2012      | \$20,000 00       |                 | 7158                  |
| Ability Plus, Inc.<br><i>Day Habitation Program</i><br>\$5,000 00                                 | 3942                  | 5/7/2012        | \$5,000 00        |                 | 6853                  |
| ACCION Texas, Inc.<br><i>Birmingham Operations</i><br>\$15,000 00                                 | 3943                  | 5/7/2012        | \$15,000 00       |                 | 6854                  |
| Air University Foundation<br><i>Discretionary-JHJ</i><br>\$1,000 00                               | 4445                  | 10/12/2012      | \$1,000 00        |                 | 7135                  |
| Alabama Appleseed Center for Law & Justice<br><i>Discretionary-JFH</i><br>\$500 00                | 4588                  | 12/17/2012      | \$500 00          |                 | 7300                  |
| Alabama Association of Nonprofits<br><i>Discretionary-MSK</i><br>\$3,000 00                       | 4220                  | 2/17/2012       | \$3,000 00        |                 | 6789                  |
| Alabama Association of Nonprofits<br><i>Tuition Expenses and Staff Support</i><br>\$7,500 00      | 4314                  | 10/29/2012      | \$7,500 00        |                 | 7160                  |
| Alabama Baseball Coaches Association, Inc.<br><i>Youth League Coaching Clinics</i><br>\$15,000 00 | 3946                  | 5/7/2012        | \$15,000 00       |                 | 6857                  |
| Alabama Baseball Coaches Association, Inc.<br><i>Discretionary-JHJ</i><br>\$1,000 00              | 4619                  | 12/31/2012      | \$1,000 00        |                 | 7338                  |

| Organization and Project<br>Grant Amount                                                                           | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Alabama Communities of Excellence<br><i>Resource Guide for ACE Programs</i><br>\$20,000 00                         | 3898                  | 5/7/2012        | \$20,000 00       |                 | 6858                  |
| Alabama Cooperative Extension System - Auburn<br><i>Support for county 4-H Program</i><br>\$8,000 00               | 3845                  | 1/30/2012       | \$8,000 00        |                 | 6707                  |
| Alabama Environmental Council<br><i>Downtown Birmingham Recycling Center<br/>Renovation project</i><br>\$10,000 00 | 4233                  | 10/29/2012      | \$10,000 00       |                 | 7162                  |
| Alabama Environmental Council<br><i>Discretionary-LPD</i><br>\$500 00                                              | 4609                  | 12/27/2012      | \$500 00          |                 | 7318                  |
| Alabama Folklife Association<br><i>Teaching Institute &amp; Community Scholars<br/>Institute</i><br>\$10,000 00    | 3948                  | 5/7/2012        | \$10,000 00       |                 | 6859                  |
| Alabama Forever<br><i>Discretionary-JFH</i><br>\$1,000 00                                                          | 4594                  | 12/17/2012      | \$1,000 00        |                 | 7301                  |
| Alabama Giving, Inc.<br><i>Discretionary-MSK</i><br>\$1,200 00                                                     | 4221                  | 2/1/2012        | \$1,200 00        |                 | 6777                  |
| Alabama Goodwill Industries, Inc.<br><i>Birmingham Sheltered Employee Program</i><br>\$12,500 00                   | 4106                  | 8/2/2012        | \$12,500 00       |                 | 7005                  |
| Alabama Grief Support Services, Inc.<br><i>Creative Therapy Groups</i><br>\$7,500 00                               | 3949                  | 5/7/2012        | \$7,500 00        |                 | 6860                  |

| Organization and Project<br>Grant Amount                                                                                                                                 | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Alabama Historic Ironworks Foundation, Inc.<br><i>Creation of a Fund Development Program</i><br>\$7,500 00                                                               | 3950                  | 5/7/2012        | \$7,500 00        |                 | 6861                  |
| Alabama Historical Commission<br><i>Construction of Old Cahawba Visitor's Complex</i><br>\$100,000 00                                                                    | 3902                  | 1/30/2012       | \$100,000 00      |                 | 6710                  |
| Alabama Humanities Foundation<br><i>Discretionary-JHJ</i><br>\$500 00                                                                                                    | 4614                  | 12/27/2012      | \$500 00          |                 | 7314                  |
| Alabama Lighthouse Association<br><i>Discretionary-LCM</i><br>\$500 00                                                                                                   | 4347                  | 8/1/2012        | \$500 00          |                 | 6998                  |
| Alabama Mountains Rivers and Valleys Resource<br>Conservation and Development Council<br><i>Expand the education efforts of the WaterWorks<br/>project</i><br>\$7,000 00 | 3952                  | 5/7/2012        | \$7,000 00        |                 | 6862                  |
| Alabama Rivers Alliance, Inc<br><i>Watershed Leadership Program</i><br>\$7,500 00                                                                                        | 4234                  | 10/29/2012      | \$7,500 00        |                 | 7163                  |
| Alabama Wildlife Center<br><i>Operating and Program Support</i><br>\$12,500 00                                                                                           | 4111                  | 8/2/2012        | \$12,500 00       |                 | 7009                  |
| Alabama Wildlife Center<br><i>Discretionary-LPD</i><br>\$1,000 00                                                                                                        | 4610                  | 12/27/2012      | \$1,000 00        |                 | 7319                  |
| Aldridge Gardens<br><i>Formalize Fund Development Efforts</i><br>\$10,000 00                                                                                             | 3854                  | 1/30/2012       | \$10,000 00       |                 | 6714                  |

| Organization and Project<br>Grant Amount                                                             | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| American Red Cross<br><i>Board Discretionary - Alabama Spring Storms<br/>2012</i><br>\$20,000 00     | 4205                  | 3/9/2012        | \$20,000 00       |                 | 6801                  |
| American Red Cross<br><i>Support for Regional Lead Specialist and<br/>Programs</i><br>\$15,000 00    | 4236                  | 10/29/2012      | \$15,000 00       |                 | 7166                  |
| Assistance League of Mobile<br><i>Operation School Bell program</i><br>\$10,000 00                   | 4113                  | 8/2/2012        | \$10,000 00       |                 | 7011                  |
| Assistance League of Mobile<br><i>Discretionary-LCM</i><br>\$500 00                                  | 4562                  | 12/4/2012       | \$500 00          |                 | 7255                  |
| Autism Avenue, Inc.<br><i>Talk, Learn, &amp; Live Program</i><br>\$10,000 00                         | 4238                  | 10/29/2012      | \$10,000 00       |                 | 7168                  |
| Bay Area Food Bank<br><i>Discretionary-LCM</i><br>\$750 00                                           | 4550                  | 12/4/2012       | \$750 00          |                 | 7256                  |
| Baybears Charities, Inc.<br><i>Youth Tour Program</i><br>\$10,000 00                                 | 4239                  | 10/29/2012      | \$10,000 00       |                 | 7170                  |
| Benedictine Sisters / Sacred Heart Monastery<br><i>Motherhouse and Retreat Center</i><br>\$30,000 00 | 4240                  | 10/29/2012      | \$30,000 00       |                 | 7171                  |
| Bethel Ensley Action Task, Inc.<br><i>Executive Director salary</i><br>\$45,000 00                   | 3219                  | 8/15/2012       | \$15,000 00       |                 | 7084                  |

| Organization and Project<br>Grant Amount                                                                    | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Big Brothers Big Sisters of Greater Birmingham</b><br><i>School Based Program Support</i><br>\$7,500 00  | 3958                  | 5/7/2012        | \$7,500 00        |                 | 6866                  |
| <b>Big Brothers Big Sisters of South Alabama</b><br><i>Capacity Building Campaign</i><br>\$15,000 00        | 4030                  | 5/7/2012        | \$15,000 00       |                 | 6916                  |
| <b>Big Oak Ranch, Inc.</b><br><i>Purchase 2 Buses</i><br>\$50,000 00                                        | 4119                  | 8/2/2012        | \$50,000 00       |                 | 7013                  |
| <b>Big Oak Ranch, Inc.</b><br><i>Discretionary-LPD</i><br>\$5,000 00                                        | 4576                  | 12/14/2012      | \$5,000 00        |                 | 7287                  |
| <b>Big Oak Ranch, Inc.</b><br><i>Discretionary-JHJ</i><br>\$1,500 00                                        | 4577                  | 12/14/2012      | \$1,500 00        |                 | 7285                  |
| <b>Big Oak Ranch, Inc.</b><br><i>Discretionary-JFH</i><br>\$2,500 00                                        | 4578                  | 12/14/2012      | \$2,500 00        |                 | 7286                  |
| <b>Big Oak Ranch, Inc.</b><br><i>Discretionary-CWD</i><br>\$2,500 00                                        | 4579                  | 12/14/2012      | \$2,500 00        |                 | 7279                  |
| <b>Birmingham Botanical Society</b><br><i>Renovation of the Conservatory at the Gardens</i><br>\$300,000 00 | 3649                  | 8/15/2012       | \$100,000 00      |                 | 7086                  |
| <b>Birmingham Mentoring Assistance Network</b><br><i>Plant Project Program</i><br>\$5,000 00                | 4332                  | 8/2/2012        | \$5,000 00        |                 | 7014                  |

| Organization and Project<br>Grant Amount                                                                      | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Birmingham Zoo, Inc.<br><i>Discretionary-CWD</i><br>\$5,000 00                                                | 4581                  | 12/14/2012      | \$5,000 00        |                 | 7282                  |
| Blue Star Salute Foundation, Inc.<br><i>Blue Star Salute at The American Village</i><br>\$4,000 00            | 3963                  | 5/7/2012        | \$4,000 00        |                 | 6869                  |
| Boy Scouts of America/Alabama-Florida Council<br><i>Discretionary-JHJ</i><br>\$1,250 00                       | 4457                  | 10/11/2012      | \$1,250 00        |                 | 7132                  |
| Boys & Girls Club of Central Alabama<br><i>Discretionary-CWD</i><br>\$5,000 00                                | 4498                  | 11/5/2012       | \$5,000 00        |                 | 7236                  |
| Boys & Girls Club of Pike County<br><i>Discretionary-JHJ</i><br>\$1,000 00                                    | 4323                  | 6/8/2012        | \$1,000 00        |                 | 6950                  |
| Boys & Girls Clubs of North Alabama<br><i>Expansion of After-School Programs</i><br>\$20,000 00               | 3964                  | 5/7/2012        | \$20,000 00       |                 | 6870                  |
| Boys & Girls Clubs of the Alexander City Area<br><i>Power Hour Making Minutes Count Program</i><br>\$7,500 00 | 3908                  | 1/30/2012       | \$7,500 00        |                 | 6721                  |
| Boys & Girls Club of the River Region, Inc.<br><i>Support for Core Programs</i><br>\$15,000 00                | 3860                  | 1/30/2012       | \$15,000 00       |                 | 6720                  |
| Boys & Girls Clubs of South Alabama<br><i>General Operating Expenses for Three Clubs</i><br>\$30,000 00       | 3883                  | 1/30/2012       | \$30,000 00       |                 | 6722                  |

| Organization and Project<br>Grant Amount                                                         | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Boy Scouts of America/Greater Alabama Chapter<br><i>Discretionary-JHJ</i><br>\$1,000 00          | 4456                  | 10/11/2012      | \$1,000 00        |                 | 7131                  |
| Brantwood Children's Home<br><i>Discretionary-JHJ</i><br>\$1,000 00                              | 4447                  | 10/11/2012      | \$1,000 00        |                 | 7125                  |
| Bridge Tenders International, Inc.<br><i>General Operating and Program Support</i><br>\$7,500 00 | 4124                  | 8/2/2012        | \$7,500 00        |                 | 7017                  |
| Brother Bryan Rescue Mission<br><i>Discretionary-CWD</i><br>\$1,500 00                           | 4584                  | 12/14/2012      | \$1,500 00        |                 | 7284                  |
| Build A Better Community<br><i>Community Development Center</i><br>\$30,000 00                   | 4331                  | 10/29/2012      | \$30,000 00       |                 | 7176                  |
| Butler County Humane Society<br><i>Discretionary - MDH</i><br>\$1,000 00                         | 4196                  | 2/10/2012       | \$1,000 00        |                 | 6780                  |
| C.A.R.E. Center<br><i>Discretionary-MDH</i><br>\$5,000 00                                        | 4329                  | 6/15/2012       | \$5,000 00        |                 | 6962                  |
| Cahaba River Society, Inc.<br><i>Discretionary-LPD</i><br>\$500 00                               | 4613                  | 12/27/2012      | \$500 00          |                 | 7320                  |
| Campus Counseling Center, Inc.<br><i>2012 Operating Budget</i><br>\$7,000 00                     | 3867                  | 1/30/2012       | \$7,000 00        |                 | 6723                  |

| Organization and Project<br>Grant Amount                                                     | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|----------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| CASA of Marshall County<br><i>Safety Net Program</i><br>\$10,000 00                          | 4193                  | 8/2/2012        | \$10,000 00       |                 | 7019                  |
| CASA of Shelby County<br><i>General Operating Expenses</i><br>\$10,000 00                    | 3967                  | 5/7/2012        | \$10,000 00       |                 | 6871                  |
| Central Alabama Sports Commission<br><i>Discretionary-JHJ</i><br>\$1,000 00                  | 4572                  | 12/14/2012      | \$1,000 00        |                 | 7289                  |
| Central Alabama Sports Commission<br><i>Discretionary-JHJ</i><br>\$1,000 00                  | 4616                  | 12/27/2012      | \$1,000 00        |                 | 7315                  |
| Central Alabama Women's Business Center<br><i>On-Going Program Support</i><br>\$5,000 00     | 4128                  | 8/2/2012        | \$5,000 00        |                 | 7021                  |
| Character@Heart, Inc.<br><i>Character@Heart programs</i><br>\$7,500 00                       | 4247                  | 10/29/2012      | \$7,500 00        |                 | 7179                  |
| Cherokee County Family Resource Center<br><i>Support for Ongoing Programs</i><br>\$10,000 00 | 4249                  | 10/29/2012      | \$10,000 00       |                 | 7180                  |
| Child Advocacy Center, Inc.<br><i>Discretionary-LCM</i><br>\$1,000 00                        | 4439                  | 8/30/2012       | \$1,000 00        |                 | 7095                  |
| Child Care Resource Center, Inc.<br><i>Maintain and Expand Programs</i><br>\$5,000 00        | 3828                  | 1/30/2012       | \$5,000 00        |                 | 6728                  |

| Organization and Project<br>Grant Amount                                                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Childcare Resources<br>Training Programs<br>\$7,000 00                                                 | 4130                  | 8/2/2012        | \$7,000 00        |                 | 7023                  |
| Children's Harbor, Inc.<br>Capital Campaign for Facilities Expansion<br>\$150,000 00                   | 4131                  | 8/2/2012        | \$50,000 00       |                 | 7024                  |
| Children's Village Inc<br>Counseling programs<br>\$20,000 00                                           | 4250                  | 10/29/2012      | \$20,000 00       |                 | 7181                  |
| Civic Club Foundation, Inc.<br>25th Anniversary Capul Fundraising Campaign<br>\$25,000 00              | 3868                  | 1/30/2012       | \$25,000 00       |                 | 6729                  |
| Collaborative Solutions, Inc<br>Affordable Housing Initiative<br>\$5,000 00                            | 3970                  | 5/7/2012        | \$5,000 00        |                 | 6875                  |
| Collat Jewish Family Services<br>Comprehensive Care Management Program<br>\$7,500 00                   | 4198                  | 5/7/2012        | \$7,500 00        |                 | 6876                  |
| Community Food Bank of Central Alabama<br>Weekenders Program<br>\$15,000 00                            | 4025                  | 5/7/2012        | \$15,000 00       |                 | 6877                  |
| Community Food Bank of Central Alabama<br>Discretionary-JFH<br>Weekenders Program<br>\$1,000 00        | 4328                  | 6/12/2012       | \$1,000 00        |                 | 6956                  |
| Community Foundation of Greater Birmingham<br>Board Discretionary for Tornado Recovery<br>\$125,000 00 | 4272                  | 5/9/2012        | \$125,000 00      |                 | 6918                  |

| Organization and Project<br>Grant Amount                                                                    | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Community Furniture Bank<br>General Operating Support<br>\$15,000 00                                        | 3866                  | 1/30/2012       | \$15,000 00       |                 | 6730                  |
| Community Furniture Bank<br>Discretionary-LPD<br>Room Air Conditioners<br>\$500 00                          | 4339                  | 8/1/2012        | \$500 00          |                 | 6993                  |
| Community Grief Support Service<br>Program Support<br>\$15,000 00                                           | 4254                  | 10/29/2012      | \$15,000 00       |                 | 7184                  |
| Community Kitchens of Birmingham<br>Discretionary-JFH<br>\$2,000 00                                         | 4586                  | 12/17/2012      | \$2,000 00        |                 | 7302                  |
| Covenant Hospice, Inc.<br>Butterfly Bag Program<br>\$5,000 00                                               | 3973                  | 5/7/2012        | \$5,000 00        |                 | 6878                  |
| Dallas County Family Resource Center<br>Family Resource Center<br>\$7,500 00                                | 3975                  | 5/7/2012        | \$7,500 00        |                 | 6874                  |
| Dauphin Island Sea Lab Foundation, Inc.<br>Discretionary-LCM<br>\$1,000 00                                  | 4554                  | 12/4/2012       | \$1,000 00        |                 | 7257                  |
| Dothan-Houston County Substance Abuse<br>Partnership<br>Maintain and Expand Current Programs<br>\$15,000 00 | 4139                  | 8/2/2012        | \$15,000 00       |                 | 7028                  |
| Downtown Rescue Mission<br>Discretionary-MDH<br>\$5,000 00                                                  | 4330                  | 6/15/2012       | \$5,000 00        |                 | 6963                  |

| Organization and Project<br>Grant Amount                                                                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-----------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Downtown Rescue Mission</b><br><i>Upgrade Heating &amp; Cooling System</i><br>\$20,000 00                    | 4140                  | 8/2/2012        | \$20,000 00       |                 | 7029                  |
| <b>Druid City Garden Project</b><br><i>Salary and Operating Support</i><br>\$5,000 00                           | 4141                  | 8/2/2012        | \$5,000 00        |                 | 7030                  |
| <b>Dumas Wesley Community Center</b><br><i>Homeless Family Program</i><br>\$12,500 00                           | 4142                  | 8/2/2012        | \$12,500 00       |                 | 7031                  |
| <b>Dumas Wesley Community Center</b><br><i>Discretionary-LCM</i><br>\$1,000 00                                  | 4567                  | 12/4/2012       | \$1,000 00        |                 | 7258                  |
| <b>Easter Seals Alabama, Inc.</b><br><i>Operating Expenses and Therapy Dog<br/>Sponsorship</i><br>\$10,000 00   | 3865                  | 1/30/2012       | \$10,000 00       |                 | 6731                  |
| <b>Emma's Harvest Home, Inc.</b><br><i>Programs and General Operating Support</i><br>\$10,000 00                | 4255                  | 10/29/2012      | \$10,000 00       |                 | 7185                  |
| <b>Episcopal Place</b><br><i>ECares Supportive Service Program</i><br>\$7,500 00                                | 3977                  | 5/7/2012        | \$7,500 00        |                 | 6880                  |
| <b>Exceptional Foundation</b><br><i>Capital Support for Facility Expansion</i><br>\$30,000 00                   | 4442                  | 10/29/2012      | \$30,000 00       |                 | 7186                  |
| <b>Family Counseling Service of Tuscaloosa County,<br/>Inc.</b><br><i>HELP Operating Expenses</i><br>\$7,500 00 | 4143                  | 8/2/2012        | \$7,500 00        |                 | 7032                  |

| Organization and Project<br>Grant Amount                                                                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                                                                              |
|-----------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|--------------------------------------------------------------------------------------------------------------------|
| Fellowship of Christian Athletes in SE Alabama<br><i>Discretionary-JHJ</i><br>\$1,000 00                        | 4454                  | 10/11/2012      | \$1,000 00        |                 | 7124                                                                                                               |
| First Baptist Church of Shreveport<br><i>Discretionary-LPD</i><br><i>Dodd Hall Window Project</i><br>\$2,000 00 | 4325                  | 6/8/2012        | \$2,000 00        |                 | 6953                                                                                                               |
| First Priority of Alabama, Inc.<br><i>Leader's Summit 2013</i><br>\$7,500 00                                    | 4144                  | 8/2/2012        | \$7,500 00        |                 | 7033                                                                                                               |
| Foundry, Inc.<br><i>Challenge Grant for Rescue Program</i><br>\$25,000 00                                       | 3980                  | 6/8/2012        | \$25,000 00       |                 | 6949<br>Void of Payment [3951] for 25,000, paid<br>on 5/2/2013 Original ck and void<br>deleted This is the reissue |
| Freedom Source, Inc.<br><i>Addiction Coalition Program Support</i><br>\$8,000 00                                | 4145                  | 8/2/2012        | \$8,000 00        |                 | 7034                                                                                                               |
| Friendship Mission, Inc.<br><i>General Operating Support</i><br>\$15,000 00                                     | 3981                  | 5/7/2012        | \$15,000 00       |                 | 6881                                                                                                               |
| Full Life Ahead Foundation<br><i>2012 Weekend Workshop / Family Retreat<br/>Program</i><br>\$10,000 00          | 3877                  | 1/30/2012       | \$10,000 00       |                 | 6732                                                                                                               |
| Gateway<br><i>Breaking the Cycle of Violence</i><br>\$12,000 00                                                 | 3982                  | 5/7/2012        | \$12,000 00       |                 | 6883                                                                                                               |

| Organization and Project<br>Grant Amount                                                                            | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Grace House Ministries, Inc.<br>Education Program<br>\$10,000 00                                                    | 3831                  | 1/30/2012       | \$10,000 00       |                 | 6733                  |
| Greater Alabama Council, Inc.-BSA<br>Discretionary-JFH<br>\$5,000 00                                                | 4197                  | 2/17/2012       | \$5,000 00        |                 | 6790                  |
| Greater Birmingham AMBUCS<br>Purchase of AmTrykes<br>\$6,000 00                                                     | 4151                  | 8/2/2012        | \$6,000 00        |                 | 7036                  |
| Greater Birmingham Humane Society<br>Board Discretionary-All Board Members<br>in Memory of Tina Jones<br>\$1,000 00 | 4431                  | 8/15/2012       | \$1,000 00        |                 | 7083                  |
| Greater Birmingham Humane Society<br>Discretionary-CWD<br>\$1,500 00                                                | 4583                  | 12/14/2012      | \$1,500 00        |                 | 7283                  |
| Greater Birmingham Humane Society<br>Discretionary-LPD<br>\$150 00                                                  | 4607                  | 12/27/2012      | \$150 00          |                 | 7322                  |
| Greater Birmingham Ministries<br>2012 General Operating Support<br>\$13,000 00                                      | 3899                  | 1/30/2012       | \$13,000 00       |                 | 6734                  |
| Growing Kings, Inc.<br>Current In-School Based Enrichment and<br>Mentoring Programs<br>\$10,000 00                  | 3890                  | 1/30/2012       | \$10,000 00       |                 | 6735                  |

| Organization and Project<br>Grant Amount                                                                                                                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                             |
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| Habitat for Humanity of Morgan County<br><i>Purchase of building, renovations and moving costs</i><br>\$20,000 00                                               | 3985                  | 5/7/2012        | \$20,000 00       |                 | 6885                                                              |
| Heart Gallery of Alabama, Inc.<br><i>Recruitment Program</i><br>\$25,000 00                                                                                     | 4258                  | 10/29/2012      | \$25,000 00       |                 | 7191                                                              |
| Helping Montgomery Families Initiative<br><i>Program and Operational Support-Request is for \$300,000 over three years at \$100,000 per year</i><br>\$15,000 00 | 4152                  | 8/2/2012        | \$5,000 00        |                 | 7037                                                              |
| Helping Montgomery Families Initiative<br><i>Program and Operational Support-Request is for \$300,000 over three years at \$100,000 per year</i><br>\$15,000 00 | 4152                  | 8/2/2012        | (\$5,000 00)      |                 | VOID - 7037<br>Void of Payment [4064] for 5,000, paid on 8/2/2012 |
| Helping Montgomery Families Initiative<br><i>Program and Operational Support-Request is for \$300,000 over three years at \$100,000 per year</i><br>\$15,000 00 | 4152                  | 8/2/2012        | \$15,000 00       |                 | 7037                                                              |
| Historic Bethel Baptist Church Community<br><i>Restoration Fund</i><br><i>Staff Salaries</i><br>\$50,000 00                                                     | 4315                  | 10/29/2012      | \$50,000 00       |                 | 7192                                                              |
| Historic Chattahoochee Commission<br><i>Program Support</i><br>\$10,000 00                                                                                      | 3972                  | 5/7/2012        | \$10,000 00       |                 | 6886                                                              |
| Historic Mobile Preservation Society, Inc.<br><i>Restoration of the Cook's House</i><br>\$25,000 00                                                             | 3988                  | 5/7/2012        | \$25,000 00       |                 | 6887                                                              |

| Organization and Project<br>Grant Amount                                                                                                                                                    | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
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| Historic Mobile Preservation Society, Inc.<br><i>Discretionary-LCM</i><br>\$500 00                                                                                                          | 4568                  | 12/4/2012       | \$500 00          |                 | 7259                  |
| Hobson City Community and Economic Development<br>Corporation<br><i>Revitalization of Hobson City J R Striplin Park<br/>Project</i><br>\$40,000 00                                          | 4259                  | 10/29/2012      | \$40,000 00       |                 | 7193                  |
| Hope Here Ministries<br><i>Discretionary Contribution-JH</i><br>\$2,000 00                                                                                                                  | 4101                  | 1/13/2012       | \$2,000 00        |                 | 6681                  |
| Hope Manifest, Inc.<br><i>Non-Profit Consulting Programs</i><br>\$7,500 00                                                                                                                  | 4306                  | 10/29/2012      | \$7,500 00        |                 | 7194                  |
| Hospice of the Valley, Inc.<br><i>Program Support</i><br>\$7,500 00                                                                                                                         | 3989                  | 5/7/2012        | \$7,500 00        |                 | 6888                  |
| Impact Alabama<br><i>Discretionary-JFH</i><br>\$1,000 00                                                                                                                                    | 4589                  | 12/17/2012      | \$1,000 00        |                 | 7303                  |
| Independent Living Resources of Greater<br>Birmingham<br><i>Project to construct a new building to provide<br/>independent living services to more than 2,000<br/>people</i><br>\$25,000 00 | 3836                  | 1/30/2012       | \$25,000 00       |                 | 6742                  |
| Innovation Depot, Inc.<br><i>Interior Development of Facility</i><br>\$75,000 00                                                                                                            | 3992                  | 5/7/2012        | \$75,000 00       |                 | 6890                  |

| Organization and Project<br>Grant Amount                                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|----------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| CASA of Jefferson County<br>General Operating Support<br>\$10,000 00                   | 3966                  | 5/7/2012        | \$10,000 00       |                 | 6891                  |
| Jefferson County Council on Aging, Inc.<br>Meals on Wheels Program<br>\$10,000 00      | 3994                  | 5/7/2012        | \$10,000 00       |                 | 6892                  |
| Jehovah Jireh, Inc<br>All in the Family Program<br>\$7,500 00                          | 3995                  | 5/7/2012        | \$7,500 00        |                 | 6894                  |
| Jimmie Hale Mission<br>Discretionary-CWD<br>\$5,000 00                                 | 4582                  | 12/14/2012      | \$5,000 00        |                 | 7281                  |
| Jimmie Hale Mission<br>Discretionary-JFH<br>Jessie's Place<br>\$2,000 00               | 4593                  | 12/17/2012      | \$2,000 00        |                 | 7281                  |
| Jones Valley Urban Farm<br>Support of Professional Fundraising Services<br>\$25,000 00 | 3842                  | 1/30/2012       | \$25,000 00       |                 | 6744                  |
| Junior Achievement of Greater Birmingham<br>Junior Achievement Program<br>\$15,000 00  | 3872                  | 1/30/2012       | \$15,000 00       |                 | 6745                  |
| L'Arche Mobile<br>Renovation of Community Home<br>\$25,000 00                          | 3839                  | 1/30/2012       | \$25,000 00       |                 | 6746                  |
| L'Arche Mobile<br>Discretionary-LCM<br>\$500 00                                        | 4437                  | 8/30/2012       | \$500 00          |                 | 7099                  |

| Organization and Project<br>Grant Amount                                                                                   | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                                                              |
|----------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|----------------------------------------------------------------------------------------------------|
| <b>Leadership Alabama</b><br><i>Discretionary-LPD</i><br>\$350 00                                                          | 4603                  | 12/27/2012      | \$350 00          |                 | 7323                                                                                               |
| <b>Leading Edge Institute</b><br><i>Support Class XI</i><br><br>\$6,000 00                                                 | 3880                  | 1/30/2012       | \$6,000 00        |                 | 6804<br>6747 was originally paid on 2/1/12<br>Check not received, replaced with 6804<br>on 3/12/12 |
| <b>Lifeline Children's Services</b><br><i>Three-Phase Building Expansion Plan</i><br>\$30,000 00                           | 3733                  | 11/5/2012       | \$10,000 00       |                 | 7231                                                                                               |
| <b>Lighthouse Counseling Center, Inc.</b><br><i>Prevention Services Program</i><br>\$3,500 00                              | 4162                  | 8/2/2012        | \$3,500 00        |                 | 7047                                                                                               |
| <b>Living River A Retreat on the Cahaba, Inc.</b><br><i>Construction of Environmental Education Center</i><br>\$100,000 00 | 3545                  | 5/23/2012       | \$50,000 00       |                 | 6939                                                                                               |
| <b>Lovelady Center</b><br><i>Operating Support and Program Upgrades</i><br>\$50,000 00                                     | 4163                  | 10/11/2012      | \$50,000 00       |                 | 7134                                                                                               |
| <b>Low Income Housing Coalition of Alabama</b><br><i>Housing Works' Conference Support</i><br>\$4,000 00                   | 4000                  | 5/7/2012        | \$4,000 00        |                 | 6897                                                                                               |
| <b>Magic Moments</b><br><i>Program Support</i><br>\$6,000 00                                                               | 3905                  | 1/30/2012       | \$6,000 00        |                 | 6748                                                                                               |
| <b>Main Street Alabama</b><br><i>Start-Up for MSA operations over 3 years</i><br>\$75,000 00                               | 4267                  | 10/29/2012      | \$25,000 00       |                 | 7200                                                                                               |

| Organization and Project<br>Grant Amount                                                                                                                   | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
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| Main Street Birmingham<br>Discretionary-JFH<br>DISCO<br>\$1,000 00                                                                                         | 4592                  | 12/17/2012      | \$1,000 00        |                 | 7305                  |
| Main Street Birmingham, Inc.<br>Social/Venture Technology Package<br>\$60,000 00                                                                           | 4001                  | 5/7/2012        | \$60,000 00       |                 | 6898                  |
| McKemie Place<br>Discretionary-MDH<br>\$1,000 00                                                                                                           | 4216                  | 4/6/2012        | \$1,000 00        |                 | 6819                  |
| McKemie Place<br>Discretionary-LCM<br>\$1,000 00                                                                                                           | 4553                  | 12/4/2012       | \$1,000 00        |                 | 7260                  |
| Miles College Community Development Corporation<br>D W Waite House Demonstration project.<br>Executive Director's salary, & Consultant Fees<br>\$10,000 00 | 3895                  | 1/30/2012       | \$10,000 00       |                 | 6752                  |
| Miracle League of Troy, Inc.<br>Discretionary-JHJ<br>\$1,000 00                                                                                            | 4571                  | 12/14/2012      | \$1,000 00        |                 | 7291                  |
| Mission of Hope<br>Discretionary-LCM<br>\$500 00                                                                                                           | 4348                  | 8/1/2012        | \$500 00          |                 | 6999                  |
| Mobile Baykeeper Inc.<br>Swim Guide program<br>\$5,000 00                                                                                                  | 4307                  | 10/29/2012      | \$5,000 00        |                 | 7204                  |
| Mobile Baykeeper Inc.<br>Discretionary-LCM<br>\$1,000 00                                                                                                   | 4559                  | 12/4/2012       | \$1,000 00        |                 | 7262                  |

| Organization and Project<br>Grant Amount                                                                                                                    | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Mobile Botanical Gardens<br><i>Support for Education Coordinator</i><br>\$15,000 00                                                                         | 3837                  | 1/30/2012       | \$15,000 00       |                 | 6753                  |
| Mobile Historic Development Commission<br><i>Discretionary-LCM</i><br>\$1,000 00                                                                            | 4569                  | 12/4/2012       | \$1,000 00        |                 | 7263                  |
| Mobile Society for the Prevention of Cruelty to<br>Animals<br><i>Discretionary-LCM</i><br>\$500 00                                                          | 4557                  | 12/4/2012       | \$500 00          |                 | 7265                  |
| Mobile United<br><i>Programs and Development</i><br>\$4,000 00                                                                                              | 4004                  | 5/7/2012        | \$4,000 00        |                 | 6901                  |
| Montgomery Area Family Violence & Program, Inc.<br><i>Discretionary-JHJ</i><br>\$250 00                                                                     | 4226                  | 5/1/2012        | \$250 00          |                 | 6852                  |
| Montgomery Humane Society<br><i>Discretionary-JHJ</i><br>\$1,000 00                                                                                         | 4455                  | 10/11/2012      | \$1,000 00        |                 | 7130                  |
| Mothers Against Drunk Drivers-Alabama<br><i>Power of Parents Initiative</i><br>\$2,500 00                                                                   | 4006                  | 5/7/2012        | \$2,500 00        |                 | 6903                  |
| Muscle Shoals National Heritage Area<br><i>Management Planning Project</i><br>\$7,500 00                                                                    | 4168                  | 8/2/2012        | \$7,500 00        |                 | 7051                  |
| National Center for Sports Safety<br><i>Web Portal to standardize sports policy &amp;<br/>procedure at the high school &amp; youth level</i><br>\$20,000 00 | 3384                  | 2/1/2012        | \$10,000 00       |                 | 6774                  |

| Organization and Project<br>Grant Amount                                                                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| National Children's Advocacy Center<br><i>Salaries for Therapist</i><br>\$7,500 00                                     | 4274                  | 10/29/2012      | \$7,500 00        |                 | 7206                  |
| National Institute for Human Development, Inc.<br><i>Rural Leadership Development Institute Project</i><br>\$45,000 00 | 4170                  | 8/2/2012        | \$15,000 00       |                 | 7053                  |
| National Multiple Sclerosis Society<br><i>Legacy of Leadership Campaign honoring Hall<br/>Thompson</i><br>\$10,000 00  | 3886                  | 1/30/2012       | \$10,000 00       |                 | 6756                  |
| National Multiple Sclerosis Society<br><i>Discretionary-LCM</i><br>\$1,000 00                                          | 4561                  | 12/6/2012       | \$1,000 00        |                 | 7267                  |
| National Park Foundation<br><i>Discretionary-LPD</i><br>\$500 00                                                       | 4612                  | 12/27/2012      | \$500 00          |                 | 7324                  |
| National Trust for Historic Preservation<br><i>Discretionary-LPD</i><br>\$1,000 00                                     | 4604                  | 12/27/2012      | \$1,000 00        |                 | 7325                  |
| Nature Conservancy<br><i>Discretionary-LCM<br/>Mobile Coastal Program</i><br>\$500 00                                  | 4346                  | 8/1/2012        | \$500 00          |                 | 6997                  |
| Nature Conservancy of Alabama<br><i>Discretionary-LPD</i><br>\$2,500 00                                                | 4608                  | 12/27/2012      | \$2,500 00        |                 | 7326                  |
| Neighborhood Christian Center of Alabama, Inc.<br><i>Support Leadership Home Program</i><br>\$10,000 00                | 3892                  | 1/30/2012       | \$10,000 00       |                 | 6757                  |

| Organization and Project<br>Grant Amount                                                                                                         | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
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| Neighborhood Housing Services of Birmingham, Inc.<br><i>Apartment Building Purchase</i><br>\$50,000 00                                           | 4275                  | 10/29/2012      | \$50,000 00       |                 |                       |
| Nellie Burge Community Center, Inc.<br><i>Mary Ellen's Hearth Program</i><br>\$15,000 00                                                         | 4165                  | 8/2/2012        | \$15,000 00       |                 | 7054                  |
| A New Beginning For You, Inc.<br><i>Discretionary-JHJ</i><br>\$250 00                                                                            | 4318                  | 5/18/2012       | \$250 00          |                 | 6930                  |
| Northeast Alabama Community Development<br>Corporation<br><i>Rehabilitation of six houses in the Northeast<br/>Alabama region</i><br>\$10,000 00 | 3861                  | 1/30/2012       | \$10,000 00       |                 | 6758                  |
| Oak Mountain Missions Ministries, Inc<br><i>Operating Expenses</i><br>\$10,000 00                                                                | 4041                  | 5/7/2012        | \$10,000 00       |                 | 6906                  |
| One Place Family Justice Center<br><i>Operating expenses</i><br>\$45,000 00                                                                      | 3376                  | 5/23/2012       | \$15,000 00       |                 | 6934                  |
| Operation New Birmingham<br><i>Fund Development Program</i><br>\$25,000 00                                                                       | 4012                  | 5/7/2012        | \$25,000 00       |                 | 6908                  |
| Opportunity House, Inc<br><i>Shelter program</i><br>\$15,000 00                                                                                  | 4171                  | 8/2/2012        | \$15,000 00       |                 | 7055                  |
| Over the Mountain Miracle League<br><i>Special Needs Baseball Facility</i><br>\$30,000 00                                                        | 4277                  | 10/29/2012      | \$30,000 00       |                 | 7208                  |

| Organization and Project<br>Grant Amount                                                           | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|----------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| P.E.R., Inc.<br><i>East Lake Community Kitchen</i><br>\$15,000 00                                  | 4014                  | 5/7/2012        | \$15,000 00       |                 | 6909                  |
| Partners in Progress, Inc.<br><i>Cooperative Program</i><br>\$5,000 00                             | 4278                  | 10/29/2012      | \$5,000 00        |                 | 7209                  |
| Pathways, Inc.<br><i>Day Center program</i><br>\$7,500 00                                          | 3863                  | 1/30/2012       | \$7,500 00        |                 | 6760                  |
| Pathways, Inc.<br><i>Discretionary-JFH</i><br>\$2,000 00                                           | 4590                  | 12/17/2012      | \$2,000 00        |                 | 7306                  |
| Penelope House Inc.<br><i>Victims Assistance Services Program</i><br>\$12,500 00                   | 4173                  | 8/2/2012        | \$12,500 00       |                 | 7057                  |
| Penelope House Inc.<br><i>Discretionary-LCM</i><br>\$1,000 00                                      | 4558                  | 12/4/2012       | \$1,000 00        |                 | 7269                  |
| Piedmont Benevolence Center, Inc.<br><i>Food Storage and Distribution Warehouse</i><br>\$20,000 00 | 4280                  | 10/29/2012      | \$20,000 00       |                 | 7211                  |
| Pike Regional Child Advocacy Center<br><i>Program Support</i><br>\$20,000 00                       | 4174                  | 8/2/2012        | \$20,000 00       |                 | 7058                  |
| Pike Regional Child Advocacy Center<br><i>Discretionary-JHJ</i><br>\$1,000 00                      | 4615                  | 12/27/2012      | \$1,000 00        |                 | 7316                  |

| Organization and Project<br>Grant Amount                                                                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Project Horseshoe Farm, Inc</b><br><i>Community Clubhouse program</i><br>\$12,500 00                                | 3843                  | 1/30/2012       | \$12,500 00       |                 | 6761                  |
| <b>Promise Homes, Inc</b><br><i>Home Construction project</i><br>\$25,000 00                                           | 4284                  | 10/29/2012      | \$25,000 00       |                 | 7215                  |
| <b>Railroad Park Foundation</b><br><i>Enhance, Beautify and Secure Railroad Park</i><br>\$40,000 00                    | 3784                  | 11/5/2012       | \$20,000 00       |                 | 7232                  |
| <b>Rape Counselors of East Alabama, Inc.</b><br><i>Prevention Education Programs and Victim Services</i><br>\$8,000 00 | 4176                  | 8/2/2012        | \$8,000 00        |                 | 7060                  |
| <b>Rebecca's Paws and Claws</b><br><i>Discretionary-LPD</i><br><i>Missing Link Rescue</i><br>\$500 00                  | 4340                  | 8/1/2012        | \$500 00          |                 | 6994                  |
| <b>Rebuilding Together Morgan County</b><br><i>Home Repairs and Renovation</i><br>\$2,500 00                           | 4210                  | 8/2/2012        | \$2,500 00        |                 | 7061                  |
| <b>Red Barn Foundation</b><br><i>Discretionary-MDH</i><br>\$3,000 00                                                   | 4460                  | 11/5/2012       | \$3,000 00        |                 | 7235                  |
| <b>Saint Mary's Home Foundation, Inc.</b><br><i>Discretionary-LCM</i><br>\$500 00                                      | 4440                  | 9/11/2012       | \$500 00          |                 | 7103                  |
| <b>Salvation Army</b><br><i>Discretionary-MDH</i><br>\$500 00                                                          | 4219                  | 4/6/2012        | \$500 00          |                 | 6821                  |

| Organization and Project<br>Grant Amount                                                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Salvation Army<br>Operational Support - Multi-Year Request<br>\$100,000 00                      | 3522                  | 5/23/2012       | \$50,000 00       |                 | 6940                  |
| Salvation Army<br>Discretionary-JFH<br>\$2,000 00                                               | 4585                  | 12/17/2012      | \$2,000 00        |                 | 7309                  |
| Salvation Army - Mobile Chapter<br>Discretionary-LCM<br>\$750 00                                | 4552                  | 12/4/2012       | \$750 00          |                 | 7272                  |
| Sav-A-Life, Inc<br>Education & Mentoring program<br>\$10,000 00                                 | 4308                  | 10/29/2012      | \$10,000 00       |                 | 7217                  |
| Second Mile Development, Inc.<br>Discretionary-MDH<br>\$5,000 00                                | 4461                  | 11/5/2012       | \$5,000 00        |                 | 7234                  |
| Semper Fi Community Task Force, Inc.<br>Heroes Outdoor Adventures<br>\$8,000 00                 | 4287                  | 10/29/2012      | \$8,000 00        |                 | 7218                  |
| Senior Citizens Services, Inc.<br>Bridging Generations Capital Campaign-Phase II<br>\$20,000 00 | 3834                  | 1/30/2012       | \$20,000 00       |                 | 6763                  |
| Senior Citizens Services, Inc.<br>Discretionary-LCM<br>\$500 00                                 | 4435                  | 8/30/2012       | \$500 00          |                 | 7098                  |
| Southern Environmental Law Center<br>Alabama Wetland's Project<br>\$6,000 00                    | 4182                  | 8/2/2012        | \$6,000 00        |                 | 7067                  |

| Organization and Project<br>Grant Amount                                                                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Southern Research Institute<br><i>Construct Lab and Office Building</i><br>\$300,000 00                                | 3424                  | 5/23/2012       | \$150,000 00      |                 | 6936                  |
| Special Equestrians, Inc.<br><i>Therapeutic Riding and Hippotherapy Programs</i><br>\$8,000 00                         | 4183                  | 8/2/2012        | \$8,000 00        |                 | 7068                  |
| St. Martin's In the Pines<br><i>Shabbazim &amp; Clinical Support Team Training</i><br>\$50,000 00                      | 3832                  | 1/30/2012       | \$25,000 00       |                 | 6766                  |
| St. Thomas Food Basket<br><i>Discretionary-MDH</i><br>\$1,000 00                                                       | 4195                  | 2/10/2012       | \$1,000 00        |                 | 6781                  |
| Still Serving Veterans<br><i>Veterans Workforce Investment Program</i><br>\$10,000 00                                  | 4291                  | 10/29/2012      | \$10,000 00       |                 | 7223                  |
| Stoney Creek Outreach, Inc.<br><i>CAMP 2540 and Lodge Construction</i><br>\$12,500 00                                  | 4021                  | 5/7/2012        | \$12,500 00       |                 | 6912                  |
| Sumatanga Camp and Conference Center<br><i>Renovation of Cabins and Acquisition of Alpine<br/>Tower</i><br>\$50,000 00 | 4186                  | 8/2/2012        | \$50,000 00       |                 | 7071                  |
| Team Focus<br><i>Discretionary-LCM</i><br>\$1,000 00                                                                   | 4563                  | 12/4/2012       | \$1,000 00        |                 | 7273                  |
| Triana Historical Society<br><i>Restoration of the Warden's Residence/Clinic</i><br>\$7,500 00                         | 3830                  | 1/30/2012       | \$7,500 00        |                 | 6767                  |

| Organization and Project<br>Grant Amount                                                                      | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Twin Cedars Youth and Family Services, Inc.<br>Ongoing Program Support<br>\$10,000 00                         | 4129                  | 8/2/2012        | \$10,000 00       |                 | 7022                  |
| United Cerebral Palsy of Mobile<br>Document Scanning Project and Continued<br>Respite Services<br>\$15,000 00 | 4024                  | 5/7/2012        | \$15,000 00       |                 | 6914                  |
| Urban Ministry, Inc.<br>Summer Adventures in Learning (SALL)<br>\$10,000 00                                   | 4600                  | 12/20/2012      | \$10,000 00       |                 | 7297                  |
| Veterans of Foreign Wars Foundation<br>Facility Renovations<br>\$5,000 00                                     | 4294                  | 10/29/2012      | \$5,000 00        |                 | 7225                  |
| Wales Goebel Ministry<br>On-going Programs<br>\$45,000 00                                                     | 3123                  | 5/23/2012       | \$15,000 00       |                 | 6937                  |
| Walker Area Community Foundation<br>Board Discretionary for Tornado Recovery<br>\$25,000 00                   | 4273                  | 5/9/2012        | \$25,000 00       |                 | 6919                  |
| Waterfront Rescue Mission Inc.<br>Renovation and Expansion of new mission campus<br>\$50,000 00               | 3835                  | 1/30/2012       | \$50,000 00       |                 | 6770                  |
| Waterfront Rescue Mission Inc.<br>Discretionary-LCM<br>\$1,000 00                                             | 4436                  | 8/30/2012       | \$1,000 00        |                 | 7097                  |
| The Way, Inc. (Heritage Home)<br>Expansion Project<br>\$5,000 00                                              | 3858                  | 1/30/2012       | \$5,000 00        |                 | 6771                  |

| Organization and Project<br>Grant Amount                                                                 | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                                                               |
|----------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------------------------------------------------------------------------------------|
| <b>Wilmer Hall Children's Home</b><br><i>Discretionary-LCM</i><br>\$500 00                               | 4438                  | 8/30/2012       | \$500 00          |                 |                                                                                                     |
| <b>WINNERS, Inc.</b><br><i>Salary, Operating Expenses, Scholarships</i><br>\$7,500 00                    | 4296                  | 10/29/2012      | \$7,500 00        |                 | 7227                                                                                                |
| <b>Wiregrass Children's Home</b><br><i>Construction Project</i><br>\$10,000 00                           | 4028                  | 8/30/2012       | \$10,000 00       |                 | 7101<br>Void Payment [3988] for 10,000, paid<br>on 5/2/2013 - all record of this payment<br>deleted |
| <b>Wiregrass Hope Group</b><br><i>General Operating Expenses and Program<br/>Expansion</i><br>\$7,500 00 | 4297                  | 10/29/2012      | \$7,500 00        |                 | 7228                                                                                                |
| <b>Workshops, Inc.</b><br><i>Facility Renovations</i><br>\$25,000 00                                     | 4298                  | 10/29/2012      | \$25,000 00       |                 | 7230                                                                                                |
| <b>YMCA-Montgomery</b><br><i>Cultural Arts Center</i><br>\$15,000 00                                     | 4191                  | 8/2/2012        | \$15,000 00       |                 | 7074                                                                                                |
| <b>YouthServe, Inc.</b><br><i>Discretionary-MDII</i><br>\$1,000 00                                       | 4217                  | 4/6/2012        | \$1,000 00        |                 | 6820                                                                                                |
| <b>Zoo Foundation, Inc.</b><br><i>Amazing Green Zoo Project</i><br>\$125,000 00                          | 3856                  | 5/7/2012        | \$125,000 00      |                 | 6917                                                                                                |

| Organization and Project<br>Grant Amount                                                                            | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Z11A Foundation<br>Discretionary-LPD<br>\$500 00                                                                    | 4326                  | 6/8/2012        | \$500 00          |                 | 6955                  |
| <b>Education</b>                                                                                                    |                       |                 |                   |                 |                       |
| A+ Education Partnership<br>Advanced Placement Training and Incentive<br>Program for 18 high schools<br>\$75,000 00 | 3616                  | 8/15/2012       | \$25,000 00       |                 | 7085                  |
| Akron Community School<br>Mobile Lab project<br>\$7,500 00                                                          | 4299                  | 10/29/2012      | \$7,500 00        |                 | 7159                  |
| Alabama Association of Independent Colleges &<br>Universities<br>Scholarships<br>\$7,000 00                         | 3841                  | 1/30/2012       | \$7,000 00        |                 | 6704                  |
| Alabama Center for Law and Civic Education, Inc.<br>We the People Program<br>\$20,000 00                            | 3851                  | 1/30/2012       | \$20,000 00       |                 | 6706                  |
| Alabama Coastal Foundation<br>Discretionary-CWD<br>\$500 00                                                         | 4321                  | 5/23/2012       | \$500 00          |                 | 6932                  |
| Alabama Coastal Foundation<br>Coastal Alabama Service Learning program<br>\$12,500 00                               | 4201                  | 8/2/2012        | \$12,500 00       |                 | 7003                  |
| <b>Total Civic and Community<br/>(239 items)</b>                                                                    |                       |                 | \$3,081,950 00    |                 |                       |

| Organization and Project<br>Grant Amount                                                                                          | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
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| Alabama Coastal Foundation<br><i>Discretionary-LCM</i><br>\$1,000 00                                                              | 4564                  | 12/4/2012       | \$1,000 00        |                 | 7254                  |
| Alabama Council on Economic Education<br><i>Personal Finance and Investing Essentials for<br/>Alabama Students</i><br>\$7,500 00  | 3838                  | 1/30/2012       | \$7,500 00        |                 | 6708                  |
| Alabama Educational Television Foundation<br><i>Authority</i><br><i>2012 Alabama Storytellers Series</i><br>\$75,000 00           | 3897                  | 1/30/2012       | \$75,000 00       |                 | 6712                  |
| Alabama Educational Television Foundation<br><i>Authority</i><br><i>Discretionary-LPD</i><br>\$1,000 00                           | 4327                  | 6/8/2012        | \$1,000 00        |                 | 6954                  |
| Alabama Educational Television Foundation<br><i>Authority</i><br><i>Discretionary-LCM</i><br>\$500 00                             | 4344                  | 8/1/2012        | \$500 00          |                 | 6996                  |
| Alabama Green Industry Training Center<br><i>Production of Video Vignettes</i><br>\$15,000 00                                     | 3853                  | 1/30/2012       | \$15,000 00       |                 | 6709                  |
| Alabama Institute for Education in the Arts<br><i>Scholarships for Summer Institute and Classroom<br/>Resources</i><br>\$7,500 00 | 3857                  | 1/30/2012       | \$7,500 00        |                 | 6711                  |
| Alabama Poverty Project<br><i>Blueprints College Access Initiative</i><br>\$7,000 00                                              | 3953                  | 5/7/2012        | \$7,000 00        |                 | 6863                  |

| Organization and Project<br>Grant Amount                                                                              | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
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| Alabama School of Mathematics and Science<br>Foundation<br>Roof Project for Humanities Building<br>\$30,000 00        | 4235                  | 10/29/2012      | \$30,000 00       |                 | 7164                  |
| Athens State University<br>Campaign for the Beauty-Mason Home<br>\$35,000 00                                          | 3852                  | 1/30/2012       | \$35,000 00       |                 | 6716                  |
| Auburn University<br>Auburn University Campaign-Leadership Gift<br>\$300,000 00                                       | 4237                  | 10/29/2012      | \$100,000 00      |                 | 7167                  |
| Auburn University at Montgomery<br>Endowment and student support for the University<br>Honors Program<br>\$100,000 00 | 3351                  | 2/1/2012        | \$50,000 00       |                 | 6772                  |
| BBB Educational Foundation, Inc.<br>Discretionary-J/HJ<br>\$1,000 00                                                  | 4570                  | 12/14/2012      | \$1,000 00        |                 | 7290                  |
| Better Basics, Inc.<br>Support for Literacy Programs<br>\$20,000 00                                                   | 4241                  | 10/29/2012      | \$20,000 00       |                 | 7172                  |
| Better Basics, Inc.<br>Summer Adventures in Learning (SAIL)<br>\$9,000 00                                             | 4596                  | 12/20/2012      | \$9,000 00        |                 | 7294                  |
| Big Cove Christian Academy<br>Playground Renovation<br>\$5,000 00                                                     | 4242                  | 12/6/2012       | \$5,000 00        |                 | 7251                  |
| Birmingham Athletic Partnership<br>Program Support<br>\$10,000 00                                                     | 3959                  | 5/7/2012        | \$10,000 00       |                 | 6867                  |

| Organization and Project<br>Grant Amount                                                             | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Birmingham Southern College<br><i>Current-use Scholarships</i><br>\$300,000 00                       | 3859                  | 1/30/2012       | \$100,000 00      |                 | 6719                  |
| Boys & Girls Club of Central Alabama<br><i>Summer Adventures in Learning (SAIL)</i><br>\$15,000 00   | 4597                  | 12/20/2012      | \$15,000 00       |                 | 7293                  |
| Calhoun Community College<br><i>20 iPads for the Math Department</i><br>\$10,000 00                  | 4244                  | 10/29/2012      | \$10,000 00       |                 | 7177                  |
| Centenary College of Louisiana<br><i>Discretionary-LPD</i><br>\$2,500 00                             | 4605                  | 12/27/2012      | \$2,500 00        |                 | 7321                  |
| Chattahoochee Valley Community College<br><i>Discretionary-JHJ</i><br>\$1,000 00                     | 4459                  | 10/26/2012      | \$1,000 00        |                 | 7142                  |
| Chattahoochee Valley Community College<br><i>Discretionary-JHJ</i><br>\$300 00                       | 4620                  | 12/31/2012      | \$300 00          |                 | 7339                  |
| Childcare Education Resources, Inc.<br><i>Active Children Thrive Project</i><br>\$5,000 00           | 3968                  | 5/7/2012        | \$5,000 00        |                 | 6872                  |
| Children's Creative Learning Center-UAB<br><i>Summer Adventures in Learning (SAIL)</i><br>\$8,000 00 | 4601                  | 12/20/2012      | \$8,000 00        |                 | 7298                  |
| Darlington School<br><i>Faculty Endowment</i><br>\$25,000 00                                         | 4194                  | 8/2/2012        | \$25,000 00       |                 | 7026                  |

| Organization and Project<br>Grant Amount                                                                                       | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Distinguished Young Women Scholarship<br>Foundation<br><i>Discretionary-LCM</i><br>\$500 00                                    | 4345                  | 8/1/2012        | \$500 00          |                 | 6995                  |
| Fellowship of Catholic University Students<br><i>Discretionary-JHJ</i><br>\$1,200 00                                           | 4449                  | 10/11/2012      | \$1,200 00        |                 | 7127                  |
| Friends of the Birmingham Public Library, Inc.<br><i>Restoration of Pratt City location</i><br>\$50,000 00                     | 4338                  | 10/29/2012      | \$50,000 00       |                 | 7187                  |
| Girls Incorporated of Central Alabama<br><i>Summer Adventures in Learning (SAIL)</i><br>\$8,000 00                             | 4598                  | 12/20/2012      | \$8,000 00        |                 | 7295                  |
| Glencoe Public Library<br><i>Library Furnishings</i><br>\$15,000 00                                                            | 3983                  | 5/7/2012        | \$15,000 00       |                 | 6884                  |
| Grisson Band Parents Association, Inc.<br><i>Annual Band Symphonic Workshop</i><br>\$2,500 00                                  | 4256                  | 10/29/2012      | \$2,500 00        |                 | 7188                  |
| Higher Education Partnership Foundation Inc.<br><i>STARs Leadership Conference</i><br>\$5,000 00                               | 3796                  | 1/30/2012       | \$5,000 00        |                 | 6737                  |
| Hispanic Scholarship Fund<br><i>Scholarships</i><br>\$10,000 00                                                                | 3848                  | 1/30/2012       | \$10,000 00       |                 | 6738                  |
| Holy Family Cristo Rey Catholic High School<br><i>Bridge to Achieve Enrollment-Over a three Year<br/>Period</i><br>\$75,000 00 | 4154                  | 8/2/2012        | \$25,000 00       |                 | 7039                  |

| Organization and Project<br>Grant Amount                                                                                                               | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                                 |
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| <b>Holy Family Cristo Rey Catholic High School</b><br><i>Bridge to Achieve Enrollment-Over a three Year<br/>Period</i><br>\$75,000 00                  | 4154                  | 8/2/2012        | (\$25,000 00)     |                 | VOID - 7039<br>Void of Payment [4071] for 25,000, paid<br>on 8/2/2012 |
| <b>Holy Family Cristo Rey Catholic High School</b><br><i>Bridge to Achieve Enrollment-Over a three Year<br/>Period</i><br>\$75,000 00                  | 4154                  | 8/2/2012        | \$25,000 00       |                 | 7039                                                                  |
| <b>Horizons School, Inc.</b><br><i>Living Independence Campaign</i><br>\$35,000 00                                                                     | 3885                  | 1/30/2012       | \$35,000 00       |                 | 6739                                                                  |
| <b>Horseshoe Bend Regional Library</b><br><i>2013 Summer Storytime Program</i><br>\$3,500 00                                                           | 4155                  | 8/2/2012        | \$3,500 00        |                 | 7040                                                                  |
| <b>Huntingdon College</b><br><i>College Honors Program</i><br>\$100,000 00                                                                             | 4316                  | 8/2/2012        | \$35,000 00       |                 | 7041                                                                  |
| <b>Huntingdon College</b><br><i>College Honors Program</i><br>\$100,000 00                                                                             | 4316                  | 8/2/2012        | (\$35,000 00)     |                 | VOID - 7041<br>Void of Payment [4073] for 35,000, paid<br>on 8/2/2012 |
| <b>Huntingdon College</b><br><i>College Honors Program</i><br>\$100,000 00                                                                             | 4316                  | 8/2/2012        | \$35,000 00       |                 | 7041                                                                  |
| <b>Huntsville-Madison County Public Library</b><br><i>Pilot project to assist job seekers in computer<br/>training and certification</i><br>\$5,000 00 | 3881                  | 1/30/2012       | \$5,000 00        |                 | 6741                                                                  |

| Organization and Project<br>Grant Amount                                                         | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Institute for Clergy Excellence<br>Peer Group Study Support<br>\$10,000 00                       | 4158                  | 8/2/2012        | \$10,000 00       |                 | 7043                  |
| Jefferson County Schools Foundation<br>New Teacher Mentoring Program 2010/2011<br>\$15,000 00    | 2790                  | 2/1/2012        | \$5,000 00        |                 | 6773                  |
| Jefferson-Blount Public Library Foundation, Inc<br>Replace Roof<br>\$15,000 00                   | 3993                  | 5/7/2012        | \$15,000 00       |                 | 6893                  |
| John Carroll Catholic High School<br>Library Refurbishing Project<br>\$10,000 00                 | 3876                  | 1/30/2012       | \$10,000 00       |                 | 6743                  |
| Judson College<br>Renovation of Student Residential Facilities<br>\$75,000 00                    | 3648                  | 6/28/2012       | \$25,000 00       |                 | 6966                  |
| Judson College<br>Renovation of Student Residential Facilities<br>\$75,000 00                    | 3648                  | 6/28/2012       | \$25,000 00       |                 | 6966                  |
| Learning Tree, Inc.<br>Woody's Song Program<br>\$30,000 00                                       | 4265                  | 10/29/2012      | \$30,000 00       |                 | 7197                  |
| Learn-To-Read Council of Athens and Limestone<br>County, Inc<br>Literacy Programs<br>\$10,000 00 | 4264                  | 10/29/2012      | \$10,000 00       |                 | 7198                  |
| Library Partners of Atmore, Inc.<br>Collection Development Project<br>\$6,000 00                 | 3999                  | 5/7/2012        | \$6,000 00        |                 | 6896                  |

| Organization and Project<br>Grant Amount                                                                                      | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| <b>Light of the Village</b><br><i>Operating Expenses for LOV Academy</i><br>\$20,000 00                                       | 4266                  | 10/29/2012      | \$20,000 00       |                 | 7199                  |
| <b>Lutheran Ministries of Alabama, Inc</b><br><i>ENRICH Program Support</i><br>\$5,000 00                                     | 4164                  | 8/2/2012        | \$5,000 00        |                 | 7048                  |
| <b>Marion Academy</b><br><i>Automation System</i><br>\$1,000 00                                                               | 4002                  | 5/7/2012        | \$1,000 00        |                 | 6899                  |
| <b>Marion Military Institute Foundation, Inc.</b><br><i>Academic &amp; Instructional Support project</i><br>\$25,000 00       | 3893                  | 1/30/2012       | \$25,000 00       |                 | 6749                  |
| <b>McWane Science Center</b><br><i>Science Education Partnership Program and<br/>Healthy Challenge Program</i><br>\$30,000 00 | 3901                  | 1/30/2012       | \$30,000 00       |                 | 6750                  |
| <b>Moody Elementary School</b><br><i>Technology Enhancement Project</i><br>\$5,000 00                                         | 4167                  | 8/2/2012        | \$5,000 00        |                 | 7050                  |
| <b>North Alabama Science Center</b><br><i>Support for Expanding Your Horizons Program</i><br>\$7,500 00                       | 4010                  | 5/7/2012        | \$7,500 00        |                 | 6905                  |
| <b>NRSMB Community Support Corporation</b><br><i>Summer Adventures in Learning (SAIL)</i><br>\$10,000 00                      | 4618                  | 12/20/2012      | \$10,000 00       |                 | 7299                  |
| <b>Parnell Memorial Library</b><br><i>Library Learning Enrichment Garden Project</i><br>\$10,000 00                           | 3869                  | 1/30/2012       | \$10,000 00       |                 | 6759                  |

| Organization and Project<br>Grant Amount                                                                        | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-----------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Preschool Center for the Sensory Impaired<br><i>Discretionary-LCM</i><br>\$500 00                               | 4566                  | 12/4/2012       | \$500 00          |                 | 7271                  |
| Preschool Friends<br><i>General Operating Support</i><br>\$6,000 00                                             | 4281                  | 10/29/2012      | \$6,000 00        |                 | 7212                  |
| PreSchool Partners<br><i>Scholarships for Six Families</i><br>\$15,400 00                                       | 4175                  | 8/2/2012        | \$15,400 00       |                 | 7059                  |
| PreSchool Partners<br><i>Discretionary-JFH</i><br>\$1,000 00                                                    | 4587                  | 12/17/2012      | \$1,000 00        |                 | 7307                  |
| Prichard Preparatory School, Inc.<br><i>Tuition Assistance Program</i><br>\$25,000 00                           | 4282                  | 10/29/2012      | \$25,000 00       |                 | 7213                  |
| Restoration Academy<br><i>Discretionary-MDH</i><br>\$1,000 00                                                   | 4214                  | 4/6/2012        | \$1,000 00        |                 | 6817                  |
| Restoration Academy<br><i>Tuition for students from the Lovelady Center and<br/>Grace Center</i><br>\$20,000 00 | 4015                  | 5/7/2012        | \$20,000 00       |                 | 6910                  |
| RUSH Initiative<br><i>First Teachers @ Home Program</i><br>\$10,000 00                                          | 4177                  | 8/2/2012        | \$10,000 00       |                 | 7063                  |
| Saint Mary Catholic School<br><i>Implement/Expand Programs and Playground<br/>Renovations</i><br>\$12,000 00    | 4178                  | 8/2/2012        | \$12,000 00       |                 | 7064                  |

| Organization and Project<br>Grant Amount                                                                                     | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                    |
|------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|----------------------------------------------------------|
| Samford University<br><i>Campaign for Samford</i><br>\$450,000 00                                                            | 2777                  | 2/1/2012        | \$150,000 00      |                 | 6775                                                     |
| The Schools Foundation<br><i>Speak Up community engagement initiative</i><br>\$5,000 00                                      | 3514                  | 2/1/2012        | \$5,000 00        |                 | 6776<br>Waiting on the change of their 509(a)3<br>status |
| Shades Valley YMCA<br><i>Summer Adventures in Learning (SAIL)</i><br>\$15,000 00                                             | 4599                  | 12/20/2012      | \$15,000 00       |                 | 7296                                                     |
| Somerville Public Library<br><i>Facility Expansion</i><br>\$15,000 00                                                        | 4289                  | 10/29/2012      | \$15,000 00       |                 | 7220                                                     |
| South Baldwin Literacy Council<br><i>Adult Literacy Program</i><br>\$7,500 00                                                | 4180                  | 8/2/2012        | \$7,500 00        |                 | 7065                                                     |
| Southeastern Bible College, Inc.<br><i>Scholarship Programs</i><br>\$7,500 00                                                | 4290                  | 10/29/2012      | \$7,500 00        |                 | 7221                                                     |
| Southeastern Council of Foundations, Inc.<br><i>Discretionary-MSK</i><br><i>Sustaining Member Contribution</i><br>\$3,000 00 | 4320                  | 5/23/2012       | \$3,000 00        |                 | 6933                                                     |
| Southeastern Council of Foundations, Inc.<br><i>Discretionary-MSK</i><br><i>Chairman's Recognition</i><br>\$100 00           | 4721                  | 10/25/2012      | \$100 00          |                 | 7139                                                     |

| Organization and Project<br>Grant Amount                                                | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-----------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Southern Union State Community College<br>Foundation<br>Scholarship Fund<br>\$15,000 00 | 4309                  | 10/29/2012      | \$15,000 00       |                 | 7222                  |
| Southern Union State Community College<br>Foundation<br>Discretionary-JHJ<br>\$1,000 00 | 4617                  | 12/27/2012      | \$1,000 00        |                 | 7317                  |
| Spring Hill College<br>Donnelly Scholars Program<br>\$25,000 00                         | 4020                  | 5/7/2012        | \$25,000 00       |                 | 6911                  |
| Spring Valley School<br>Technology and Scholarships<br>\$10,000 00                      | 3878                  | 1/30/2012       | \$10,000 00       |                 | 6765                  |
| St. Paul's Episcopal Foundation<br>Technology Center<br>\$30,000 00                     | 4179                  | 8/2/2012        | \$30,000 00       |                 | 7069                  |
| STAIR of Birmingham<br>General Operating Expenses<br>\$15,000 00                        | 4185                  | 8/2/2012        | \$15,000 00       |                 | 7070                  |
| STAIR of Birmingham<br>Discretionary-LPD<br>\$500 00                                    | 4606                  | 12/27/2012      | \$500 00          |                 | 7328                  |
| Stillman College<br>Discretionary-CWD<br>\$1,500 00                                     | 4224                  | 4/27/2012       | \$1,500 00        |                 | 6837                  |
| Teach For America, Inc.<br>Recruitment Program for Teachers<br>\$50,000 00              | 4023                  | 5/7/2012        | \$50,000 00       |                 | 6913                  |

| Organization and Project<br>Grant Amount                                              | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes                                              |
|---------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|--------------------------------------------------------------------|
| Troy University<br>Phenix City Riverfront Development Project<br>\$600,000 00         | 3833                  | 1/30/2012       | \$600,000 00      |                 | 6768                                                               |
| Troy University<br>Phenix City Riverfront Development Project<br>\$600,000 00         | 3833                  | 2/1/2012        | (\$600,000 00)    |                 | VOID -<br>Void of Payment [3894] for 600,000,<br>paid on 1/30/2012 |
| Troy University<br>Phenix City Riverfront Development Project<br>\$600,000 00         | 3833                  | 2/1/2012        | \$200,000 00      |                 | Reissue of Payment [3894] for 600,000,<br>paid on 1/30/2012        |
| University of Montevallo<br>Discretionary-JHJ<br>Bruce Higdon Scholarship<br>\$500 00 | 4322                  | 6/8/2012        | \$500 00          |                 | 6951                                                               |
| University of West Alabama<br>Living History Project<br>\$6,000 00                    | 4189                  | 8/2/2012        | \$6,000 00        |                 | 7073                                                               |
| Village of Promise<br>Salary to Support Executive Director<br>\$10,000 00             | 4295                  | 10/29/2012      | \$10,000 00       |                 | 7226                                                               |
| Vision Education Program<br>Vision Summer Program<br>\$7,500 00                       | 3829                  | 1/30/2012       | \$7,500 00        |                 | 6769                                                               |
| Total Education<br>(100 items)                                                        |                       |                 | \$1,725,000 00    |                 |                                                                    |

#### Health

| Organization and Project<br>Grant Amount                                                            | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-----------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| AIDS Action Coalition of Huntsville<br><i>Telemedicine Project</i><br>\$7,500 00                    | 3944                  | 5/7/2012        | \$7,500 00        |                 | 6855                  |
| AIDS Alabama, Inc.<br><i>Rehabilitate and Upgrade Properties</i><br>\$10,000 00                     | 4102                  | 8/2/2012        | \$10,000 00       |                 | 7001                  |
| Alabama Ear Institute<br><i>Support for Ongoing Programs</i><br>\$10,000 00                         | 4105                  | 8/2/2012        | \$10,000 00       |                 | 7004                  |
| Alabama Institute for Deaf and Blind Foundation<br><i>New Health Center Project</i><br>\$300,000 00 | 4107                  | 8/2/2012        | \$100,000 00      |                 | 7006                  |
| Alabama Kidney Foundation, Inc.<br><i>Discretionary-JHJ</i><br>\$500 00                             | 4319                  | 5/18/2012       | \$500 00          |                 | 6929                  |
| ALS Association-Alabama Chapter<br><i>Patient Services programs</i><br>\$7,500 00                   | 4231                  | 10/29/2012      | \$7,500 00        |                 | 7165                  |
| Alzheimer's of Central Alabama, Inc.<br><i>Adult Day Care Scholarship Program</i><br>\$7,500 00     | 3954                  | 5/7/2012        | \$7,500 00        |                 | 6865                  |
| American Cancer Society<br><i>Discretionary-JHJ</i><br>\$250 00                                     | 4225                  | 5/1/2012        | \$250 00          |                 | 6851                  |
| American Cancer Society<br><i>Refurbishment of Joe Lee Griffin Hope Lodge</i><br>\$35,000 00        | 3891                  | 5/23/2012       | \$35,000 00       |                 | 6935                  |

| Organization and Project<br>Grant Amount                                                                                                  | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| American Heart Association-Greater Southeast<br>Affiliate<br>CPR Anytime Program<br>\$10,000 00                                           | 4192                  | 8/2/2012        | \$10,000 00       |                 | 7010                  |
| Baptist Health Care Foundation<br>Patient Safety/Medical Simulation Training<br>Program, Supplies, and Instructor Salaries<br>\$50,000 00 | 4117                  | 8/2/2012        | \$50,000 00       |                 | 7012                  |
| Baptist Health Foundation of Birmingham, Inc.<br>Renovation and Expansion of Princeton Baptist<br>Medical Center<br>\$100,000 00          | 3659                  | 5/23/2012       | \$50,000 00       |                 | 6938                  |
| Cahaba Valley Health Care, Inc.<br>Equipment and Supplies<br>\$5,000 00                                                                   | 4125                  | 8/2/2012        | \$5,000 00        |                 | 7018                  |
| Cancer Wellness Foundation of Central Alabama<br>Social Services Program<br>\$8,000 00                                                    | 3874                  | 1/30/2012       | \$8,000 00        |                 | 6724                  |
| Carmel Health Network<br>Salary Support for New Pediatrician<br>\$15,000 00                                                               | 3827                  | 1/30/2012       | \$15,000 00       |                 | 6725                  |
| Center for Child and Adolescent Development<br>Operational Expenses<br>\$10,000 00                                                        | 4127                  | 8/2/2012        | \$10,000 00       |                 | 7020                  |
| Children's Hospital of Alabama<br>Discretionary-JHJ<br>\$250 00                                                                           | 4450                  | 10/11/2012      | \$250 00          |                 | 7128                  |

| Organization and Project<br>Grant Amount                                                                                       | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|--------------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Christ Health Center, Inc.<br>General Operating Expenses<br>\$12,500 00                                                        | 4252                  | 10/29/2012      | \$12,500 00       |                 | 7182                  |
| Community Care, Inc.<br>Medical Services Program<br>\$7,500 00                                                                 | 4253                  | 10/29/2012      | \$7,500 00        |                 | 7183                  |
| Cystic Fibrosis Foundation<br>Research and Development Program at UAB<br>\$40,000 00                                           | 4136                  | 8/2/2012        | \$40,000 00       |                 | 7025                  |
| DCH Foundation, Inc.<br>Breast Center Expansion<br>\$20,000 00                                                                 | 3976                  | 5/7/2012        | \$20,000 00       |                 | 6879                  |
| Decatur General Hospital Foundation, Inc<br>Internal Data Systems Project<br>\$10,000 00                                       | 4138                  | 8/2/2012        | \$10,000 00       |                 | 7027                  |
| Hand-In-Paw<br>Discretionary-MDH<br>\$500 00                                                                                   | 4218                  | 4/5/2012        | \$500 00          |                 | 6822                  |
| Healthy You, Inc.<br>Asthma Safari Program<br>\$5,000 00                                                                       | 4257                  | 10/29/2012      | \$5,000 00        |                 | 7190                  |
| Helen Keller Foundation for Research & Education<br>Bridge Grant to continue research and education<br>programs<br>\$50,000 00 | 3875                  | 1/30/2012       | \$50,000 00       |                 | 6736                  |
| Hemophilia and Bleeding Disorders of Alabama, Inc<br>Camp Clot Not program<br>\$5,000 00                                       | 4153                  | 8/2/2012        | \$5,000 00        |                 | 7038                  |

| Organization and Project<br>Grant Amount                                                                                  | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|---------------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Hudson Alpha Institute for Biotechnology<br><i>Extending genomic studies in kidney cancer<br/>research</i><br>\$40,000 00 | 3907                  | 1/30/2012       | \$40,000 00       |                 | 6740                  |
| Huntsville Hospital Foundation, Inc.<br><i>Partnership for Hope and Healing Cancer<br/>Program</i><br>\$180,000 00        | 4157                  | 8/2/2012        | \$60,000 00       |                 | 7042                  |
| Kid One Transport System, Inc.<br><i>General Program Support</i><br>\$12,500 00                                           | 4263                  | 10/29/2012      | \$12,500 00       |                 |                       |
| Lakeshore Foundation<br><i>Summer Inclusion Camp &amp; Camp JAWS</i><br>\$10,000 00                                       | 3996                  | 5/7/2012        | \$10,000 00       |                 | 6895                  |
| Lakeside Hospice, Inc.<br><i>Veterans/Military Programs, Software and<br/>Equipment</i><br>\$20,000 00                    | 4206                  | 8/2/2012        | \$20,000 00       |                 | 7044                  |
| Laura Crandall Brown Ovarian Cancer Foundation<br><i>General Operating Support</i><br>\$4,000 00                          | 4159                  | 8/2/2012        | \$4,000 00        |                 | 7045                  |
| March of Dimes<br><i>Discretionary-JHJ</i><br>\$1,000 00                                                                  | 4444                  | 10/12/2012      | \$1,000 00        |                 | 7137                  |
| Mercy Medical<br><i>PACE Program</i><br>\$15,000 00                                                                       | 4268                  | 10/29/2012      | \$15,000 00       |                 | 7201                  |

| Organization and Project<br>Grant Amount                                                                             | Grant No.<br>Ref. No. | Payment<br>Date | Payment<br>Amount | Payment<br>Fund | Check Number<br>Notes |
|----------------------------------------------------------------------------------------------------------------------|-----------------------|-----------------|-------------------|-----------------|-----------------------|
| Montgomery AIDS Outreach, Inc.<br><i>Telemedicine</i><br>\$15,000 00                                                 | 4005                  | 5/7/2012        | \$15,000 00       |                 | 6902                  |
| Muscular Dystrophy Association, Inc.<br><i>MDA Clinic program</i><br>\$6,000 00                                      | 4169                  | 8/2/2012        | \$6,000 00        |                 | 7052                  |
| Muscular Dystrophy Association-Montgomery<br>Chapter<br><i>Discretionary-JHJ</i><br>\$250 00                         | 4458                  | 10/12/2012      | \$250 00          |                 | 7136                  |
| New Hope Children's Clinic<br><i>Furnishings for New Building</i><br>\$20,000 00                                     | 4008                  | 5/7/2012        | \$20,000 00       |                 | 6904                  |
| Ozanam Charitable Pharmacy, Inc.<br><i>Generic Medication Purchase Program</i><br>\$10,000 00                        | 4172                  | 8/2/2012        | \$10,000 00       |                 | 7056                  |
| Ozanam Charitable Pharmacy, Inc.<br><i>Discretionary-LCM</i><br>\$500 00                                             | 4560                  | 12/4/2012       | \$500 00          |                 | 7268                  |
| Providence Hospital Foundation<br><i>Campaign for Excellence</i><br>\$25,000 00                                      | 3849                  | 1/30/2012       | \$25,000 00       |                 | 6762                  |
| Reed Gastrointestinal Oncology Research<br>Foundation<br><i>Support for Student Research Position</i><br>\$45,000 00 | 3769                  | 11/5/2012       | \$15,000 00       |                 | 7233                  |
| Saint Vincent's Foundation of Alabama<br><i>Patient Navigator program</i><br>\$20,000 00                             | 4285                  | 10/29/2012      | \$20,000 00       |                 | 7216                  |

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

|                                                                                    |                                                                                         |                                         |
|------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------|
| Type or print<br><br>File by the due date for filing your return. See instructions | Enter filer's identifying number, see instructions                                      |                                         |
|                                                                                    | Name of exempt organization or other filer, see instructions                            | Employer identification number (EIN) or |
|                                                                                    | THE DANIEL FOUNDATION OF ALABAMA                                                        | 63-0736444                              |
|                                                                                    | Number, street, and room or suite no. If a P.O. box, see instructions                   | Social security number (SSN)            |
|                                                                                    | 510 OFFICE PARK DRIVE, NO. 210                                                          |                                         |
|                                                                                    | City, town or post office, state, and ZIP code. For a foreign address, see instructions |                                         |
|                                                                                    | BIRMINGHAM, AL 35223                                                                    |                                         |

Enter the Return code for the return that this application is for (file a separate application for each return)

04

| Application Is For                       | Return Code | Application Is For | Return Code |
|------------------------------------------|-------------|--------------------|-------------|
| Form 990 or Form 990-EZ                  | 01          |                    |             |
| Form 990-BL                              | 02          | Form 1041 A        | 08          |
| Form 4720 (Individual)                   | 03          | Form 4720          | 09          |
| Form 990-PF                              | 04          | Form 5227          | 10          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 6069          | 11          |
| Form 990-T (trust other than above)      | 06          | Form 8870          | 12          |

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

MARIA S. KENNEDY, EXECUTIVE DIRECTOR

- The books are in the care of ☒ 510 OFFICE PARK DRIVE, SUITE 210 - BIRMINGHAM, AL 35223

Telephone No ☒ (205) 874-3523

FAX No ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013

5 For calendar year 2012, or other tax year beginning                     , and ending                     

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return  
☐ Change in accounting period

7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.**

|                                                                                                                                                                                                                                    |    |    |         |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|----|---------|
| 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions                                                                                 | 8a | \$ | 93,247. |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | 8b | \$ | 93,247. |
| c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions                                                    | 8c | \$ | 0.      |

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Mary S. Kennedy

Title CEA

Date 8/12/13

Form 8868 (Rev. 1-2013)