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Return of Private Foundation

OMB No 1545-0052 Form 990-PF or Section 4947(a)(1) Nonexempt Charitable Trust Treated às a Private Foundation Department of the Treasury Internal Revenue Service Note The foundation may be able to use a copy of this return to satisfy state reporting requirements. For calendar year 2012 or tax year beginning and ending Name of foundation A Employer identification number 63-1226241 LESLIE B. WATSON CHARITABLE FOUNDATION Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 334-263-6681 1618 CROOM DRIVE City or town, state, and ZIP code C If exemption application is pending, check here 36106-2623 MONTGOMERY, AL G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Uther taxable private foundation under section 507(b)(1)(A), check here X Cash I Fair market value of all assets at end of year | J | Accounting method: Accrual F If the foundation is in a 60-month termination Other (specify) (from Part II, col (c), line 16) under section 507(b)(1)(B), check here 569,148. (Part I, column (d) must be on cash basis) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements for charitable purposes (cash basis only) (b) Net investment (c) Adjusted net (a) Revenue and (The total of amounts in columns (b), (c), and (d) may not income expenses per books income necessarily equal the amounts in column (a)) Contributions, gifts, grants, etc., received N/A 1 15,000 Check if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 13,497. STATEMENT 13,497 Dividends and interest from securities 5a Gross rents h Net rental income or (loss) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 0 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain RS Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 28,497. 13.497 12 Total. Add lines 1 through 11 0. 0 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits Expenses 16a Legal fees b Accounting fees STMT 2 766. 0. 0. c Other professional fees 17 Interest STMT 3 229 0. 0. 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications STMT 4 60. 0. 0. 23 Other expenses 24 Total operating and administrative 1,055 expenses. Add lines 13 through 23 0. 25,750 750. 25 Contributions, gifts, grants paid

26,805

1,692

0

N/A

13,497

c Adjusted net income (if negative, enter -0-) LHA For Paperwork Reduction Act Notice, see instructions.

8 Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

26 Total expenses and disbursements.

Add lines 24 and 25 27 Subtract line 26 from line 12:

6V

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Form **990-PF** (2012)

25,750.

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Balance Shoots Attached schedules and amounts in the description	Beginning of year	End of	End of year			
_	art	Balance Sheets column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value			
	1	Cash - non-interest-bearing	1.					
	2	Savings and temporary cash investments	31,710.	33,403.	33,403.			
	3	Accounts receivable ▶	•					
	l	Less: allowance for doubtful accounts ▶						
	4	Pledges receivable ►			<u> </u>			
		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						
'n	8	Inventories for sale or use						
Assets	~	Prepaid expenses and deferred charges						
Asi	I	Investments - U.S. and state government obligations						
	l	_	23,213.	23,213.	535,745.			
	l	· · · · · · · · · · · · · · · · · · ·	23,213.	23,213.	333,143.			
	1 -	Investments - corporate bonds						
	11	Investments - land, buildings, and equipment basis						
		Less accumulated depreciation						
	l	Investments - mortgage loans						
	13	Investments - other						
	14	Land, buildings, and equipment: basis						
		Less accumulated depreciation						
	15	Other assets (describe ►)						
			54 004	56 616	F.CO. 140			
	16	Total assets (to be completed by all filers)	54,924.	56,616.	569,148.			
!	17	Accounts payable and accrued expenses						
	18	Grants payable						
es	19	Deferred revenue						
abilities	20	Loans from officers, directors, trustees, and other disqualified persons						
g	21	Mortgages and other notes payable						
_	22	Other liabilities (describe						
	23	Total liabilities (add lines 17 through 22)	0.	0.				
		Foundations that follow SFAS 117, check here						
, 0		and complete lines 24 through 26 and lines 30 and 31.						
Net Assets or Fund Balances	24	Unrestricted						
Ē	25	Temporarily restricted						
B	26	Permanently restricted						
ב		Foundations that do not follow SFAS 117, check here						
Ē		and complete lines 27 through 31.						
8	27	Capital stock, trust principal, or current funds	173,213.	173,213.				
Š	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.				
AS.	29	Retained earnings, accumulated income, endowment, or other funds	<118,289.>		>			
ž	30	Total net assets or fund balances	54,924.	56,616.				
	31	Total liabilities and net assets/fund balances	54,924.	56,616.				
P	art	Analysis of Changes in Net Assets or Fund Ba	alances					
					 			
		l net assets or fund balances at beginning of year - Part II, column (a), line 3	30					
	•	st agree with end-of-year figure reported on prior year's return)		1	54,924.			
		r amount from Part I, line 27a		2	1,692.			
		r increases not included in line 2 (itemize)		3	0.			
		lines 1, 2, and 3		4	<u>56,616.</u>			
		eases not included in line 2 (itemize)		5	0.			
<u> </u>	Tota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, col	umn (b), line 30	6	<u>56,616.</u>			
					Form 990-PF (2012)			

Form 990-PF (2012) LESLIE B. WATSON CHARITABLE FOUNDATION 63-1226241 Page 2

Part IV Capi	tal Gains and Lo	osses for Tax on In	vestment	Income						
		and(s) of property sold (e.g. or common stock, 200 shs			1. b	low a - Purd - Don	cquired hase ation		acquired lay, yr.)	(d) Date sold (mo., day, yr.)
1a										
b	NONE									
C		 								
d										
<u>e</u>										<u> </u>
(e) Gross sales	s price (1)	Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss s (f) minus	
a										
<u>b</u>										
<u>. C</u>										
<u>d</u>					-					
Complete only for	accate chowing gain in	column (h) and owned by t	the foundation	on 12/31/69				N Gaine (C	Col. (h) gain	minue
Complete only for		***		cess of col (I)			00	l. (k), but	not less that	n -0-) or
(i) F.M.V. as of 1	2/31/69	(j) Adjusted basis as of 12/31/69		col. (j), if any				Losses	(from col. (h))
8										
b							·			
C										
d										
e	<u> </u>				$\overline{}$		Ţ			
2 Capital gain net inc	ome or (net capital loss	$\begin{cases} \text{If gain, also enter} \\ \text{If (loss), enter -0-} \end{cases}$	in Part I, line - in Part I, line	7 7	}	2				
3 Net short-term cap	ital gain or (loss) as def	fined in sections 1222(5) an	d (6):		١ , ١					
If gain, also enter ii	n Part I, line 8, column (
If (loss), enter -0- i	n Part I, line 8	Section 4940(e) for	Dodugod	Tay on Not	· lov	3 Octr	nont in	nome		
							TIGHT HIN	JUI11 0		
(For optional use by d	omestic private foundat	ions subject to the section 4	1940(a) tax on	net investment ir	ncome	9.)				
If section 4940(d)(2) a	applies, leave this part b	lank.								
. ,, ,				Ab- b	40					Yes X No
		2 tax on the distributable am			Hour					165 [A NU
it "Yes," the foundation 1 Enter the appropri	i does not quality under	section 4940(e). Do not co	implete triis pa	iri. fore making anv e	entries			-	******	···
			1311 40110113 00	tore making any c						(d) oution ratio
Base per	a) iod years	(b) Adjusted qualifying dis	tributions	Net value of no	(c) onchai		-use assets	;	Distrib	oùtión ratio vided by col. (c))
Calendar year (or ta	x year beginning in)	100	1,700.				1,851	_	(00) (0) 011	.041583
20			$\frac{1,700.}{4,392.}$				5,090			.056062
20			9,896.				4,532			.060453
20			9,887.				9,057			.049890
20			5,164.				3,660		•	.041686
	<u> </u>	<u>. </u>					•			
2 Total of line 1, colu	ımn (d)							2		.249674
		se period - divide the total o	on line 2 by 5,	or by the number	of ye	ars				
-	been in existence if les		•	·	•			3		.049935
		,								
4 Enter the net value	of noncharitable-use as	ssets for 2012 from Part X,	line 5					4		562,183.
5 Multiply line 4 by li	ne 3							5		28,073.
, .										
6 Enter 1% of net inv	estment income (1% o	f Part I, line 27b)						6	<u> </u>	135.
	,	. ,								
7 Add lines 5 and 6								7	<u> </u>	28,208.
-										
8 Enter qualifying dis	stributions from Part XII	, line 4						_8	1	<u> 25,750.</u>
If line 8 is equal to See the Part VI inst		heck the box in Part VI, line	1b, and comp	lete that part usin	ng a 1º	% tax	rate.			

LESLIE B. WATSON CHARITABLE FOUNDATION

63-1226241

Page 3

			1220.			age 4
_		540 -	266 11	istru	Cliui	15/
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.					
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)				_	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%	1			2	70.
	of Part I, line 27b					
	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			2	<u>70.</u>
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			2	70.
6	Credits/Payments:					
	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 6a					
	Exempt foreign organizations - tax withheld at source 6b					
	Tax paid with application for extension of time to file (Form 8868) 6c					
	Backup withholding erroneously withheld 6d 6d					
	Total credits and payments. Add lines 6a through 6d	7				0.
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached	8				
		9			2	70.
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed					70.
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10				
	Enter the amount of line 10 to be: Credited to 2013 estimated tax	11				
	rt VII-A Statements Regarding Activities				Yes	Na
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene	ın	ŀ		105	
	any political campaign?			_1a_		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?			1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published	d or				
	distributed by the foundation in connection with the activities					
C	Did the foundation file Form 1120-POL for this year?			1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:					
	(1) On the foundation. ▶ \$ 0 . (2) On foundation managers. ▶ \$ \$		l	.		
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation		Ī			
	managers. ► \$ 0.		ĺ			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		ļ	2		X
_	If "Yes," attach a detailed description of the activities		ſ		Ŷ	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, o	r				
·	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes			3		X
40	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Ì	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	N	/A	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5		Х
J	If "Yes," attach the statement required by General Instruction T.		ļ			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
U						
	 By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state 	law				
	•	Iaw				х
_	remain in the governing instrument?		ŀ	6	X	Λ
1	Did the foundation have at least \$5,000 in assets at any time during the year?		ŀ	7	<u> </u>	
	If "Yes," complete Part II, col (c), and Part XV					
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	AL					
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)			ا	٦,	
	of each state as required by General Instruction G? If "No," attach explanation		-	8b	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 cale	ndar		ا		
	year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		-	9		<u> X</u>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		X
			Form	n 990 -	-PF (2012)

		-12262	<u>41</u>		age 5
	rt VII-A Statements Regarding Activities (continued)	<u>1</u>			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			1	
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	_	11		<u> X</u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privile	ges?			
	If "Yes," attach statement (see instructions)		12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	Х	
	Website address ► N/A	· · · · · · ·			
14	The books are in care of ▶ LESLIE B. WATSON, JR. Telephone no. ▶3			81	
		+4 ► 361	<u>.06</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			. •	
	and enter the amount of tax-exempt interest received or accrued during the year	<u> </u>	_N/		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,			Yes	No
	securities, or other financial account in a foreign country?	L	16		<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign				
	country				
Pa	rt 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.	L		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?	X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
	a disqualified person?	X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	X No			
		X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1			
	for the benefit or use of a disqualified person)?	X No			
	(6) Agree to pay money or property to a government official? (Exception Check "No"	İ			
	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.)	X 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				
_		N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶□ 「			
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			Ì	
•	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)):			- 1	
а	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?	X No		1	
	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			- 1	
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			-	
		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.				
38	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
	during the year?	X 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	se			
	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,				
		N/A	3b		
48	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	t		ļ	
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		<u> </u>
		Form	990-	·PF (2012)

Form 990-PF (2012) LESLIE B. WATSON CHARITA			63-12262	241	Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be	Required (contin	ued)		- 1
5a During the year did the foundation pay or incur any amount to:				- 1	
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	, ,,		es X No	İ	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indir				
any voter registration drive?			es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes		Y	es X No	1	
(4) Provide a grant to an organization other than a charitable, etc., organization	in described in section	г—¬		ļ	
509(a)(1), (2), or (3), or section 4940(d)(2)?			es X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or				
the prevention of cruelty to children or animals?			es X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un		in Regulations	27 / 2		1
section 53.4945 or in a current notice regarding disaster assistance (see instru	·		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption f			l		
expenditure responsibility for the grant?		1/A Y	es L No		
If "Yes," attach the statement required by Regulations section 53 494			ĺ		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?	organal hansfit as =t===±0	Ye	es X No	er	.
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	personal benefit contract?		-	6b	<u> </u>
If "Yes" to 6b, file Form 8870.	shaltar transaction 0		es X No		
7a At any time during the tax year, was the foundation a party to a prohibited tax s		Y6	N/A	7b	-
b If "Yes," did the foundation receive any proceeds or have any net income attributed in the foundation About Officers, Directors, Trust		nagore Highly		70	
Part VIII Paid Employees, and Contractors	ees, i ouildation wie	inagers, riigin	,		
1 List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average	(c) Compensation	(d) Contributions to	(e)	Expense ount, other
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deterred compensation	acci	ount, other owances
	to position	- Cinter o	o mpanounon	<u> </u>	
SEE STATEMENT 6		0.	О.		0.
				1	
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	(al) 0	1	
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans	(e)	Expense ount, other
(a) Name and address of each employee paid more than \$65,000	devoted to position	(C) Compensation	and deferred compensation	all	owances
NONE					
				<u> </u>	
				1	
				ļ	
				1	
Total number of other employees paid over \$50,000				_	0

Form 990-PF (2012) LESLIE B. WATSON CHARITABLE FOUND		<u>-1226241 </u>	Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	on Managers, Highly		
3 Five highest-paid independent contractors for professional services. If none, enter "1	NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Com	pensation
NONE			
		1	
		,	
	······································		
		İ	
Total number of others receiving over \$50,000 for professional services		<u> </u>	0
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistica		Expenses	
number of organizations and other beneficiaries served, conferences convened, research papers produce	eu, eic.	-	
1 <u>N/A</u>		-{	
		4	
0			
2		-	
	<u> </u>	-	
3			
·		-	
		1	
4			
		1	
		<u> </u>	
Part IX-B Summary of Program-Related Investments	······································		
Describe the two largest program-related investments made by the foundation during the tax year on line	s 1 and 2.	Amount	
1 <u>N/A</u>		_	
		_	
2		-	
		-	
		 	
All other program-related investments. See instructions.			
3		-	
	·····	†	
Total Add lines 1 through 3		 	Ω.

P	art X Minimum Investment Return (All domestic foundations in	nust complete this part	. Foreign fou	ndations, see	instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable	le, etc , purposes:			
a	Average monthly fair market value of securities			1a	535,474.
b	Average of monthly cash balances			1b	535,474. 35,270.
C	Fair market value of all other assets			1c	
d	Total (add lines 1a, b, and c)			1d	570,744.
е	Reduction claimed for blockage or other factors reported on lines 1a and				
	1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	_ 0.
3	Subtract line 2 from line 1d			3	570,744.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount,	, see instructions)		4	8,561.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and or	Part V, line 4		5	562,183.
6	Minimum investment return Enter 5% of line 5			6	28,109.
Р	art XI Distributable Amount (see instructions) (Section 4942(j)(3) are foreign organizations check here and do not complete this part.		foundations ar	nd certain	
1	Minimum investment return from Part X, line 6			1	28,109.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	270.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
С	Add lines 2a and 2b			2c	270.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	27,839.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	27,839.
6	Deduction from distributable amount (see instructions)			6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part	XIII, line 1		7	27,839.
P	art XII Qualifying Distributions (see instructions)				
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purp	ooses:			
8	Expenses, contributions, gifts, etc total from Part I, column (d), line 26			1a	25,750.
b	Program-related investments - total from Part IX-B			1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable	ole, etc., purposes		2	
3	Amounts set aside for specific charitable projects that satisfy the:				
a	Suitability test (prior IRS approval required)			3a	
b	Cash distribution test (attach the required schedule)			3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and	nd Part XIII, line 4		4	25,750.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investigations.	stment			_
	income. Enter 1% of Part I, line 27b			5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4			6	25,750.
	Note: The amount on line 6 will be used in Part V. column (b), in subsequent years w	hen calculating whether the	ie foundation r	qualifies for the	e section

Form **990-PF** (2012)

4940(e) reduction of tax in those years.

Linder 2 Undestributed income, if any, as of the end of 2012 a Enter amount for 2011 only b Total for prior years: 25,701. 3 Excess distributions carryover, if any, to 2012: a From 2009		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
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e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012			0.		
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f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012	4a from line 2a. Taxable amount - see instr.			0.	
be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012					
be distributed in 2013 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012	lines 4d and 5 from line 1. This amount must				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012					27,790.
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012					<u> </u>
section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2010 c Excess from 2010 d Excess from 2012 e Excess from 2012		0.			
not applied on line 5 or line 7 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2010 c Excess from 2010 d Excess from 2011 e Excess from 2012					
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a 0 Analysis of line 9: a Excess from 2008 b Excess from 2010 c Excess from 2010 d Excess from 2012	·	0.			
Subtract lines 7 and 8 from line 6a O Analysis of line 9: a Excess from 2008 b Excess from 2010 c Excess from 2011 e Excess from 2012					
a Excess from 2008 b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012		0.			
b Excess from 2009 c Excess from 2010 d Excess from 2011 e Excess from 2012	O Analysis of line 9:				
c Excess from 2010 d Excess from 2011 e Excess from 2012	a Excess from 2008				
d Excess from 2011 e Excess from 2012	b Excess from 2009				
e Excess from 2012	c Excess from 2010]			
	d Excess from 2011				
	e Excess from 2012				

		CHARITABLE I			2262 4 1 P	age 10
Part XIV Private Operating For a lift the foundation has received a ruling or			I-A, question 9)	N/A		
foundation, and the ruling is effective for						
b Check box to indicate whether the found	•	· · · · · · · · · · · · · · · · · · ·	in section	4942(j)(3) or 4	1942(j)(5)	
2 a Enter the lesser of the adjusted net	Tax year	ling roundation decombed	Prior 3 years	1012())(0) 01	1	
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total	
investment return from Part X for				· · · · · · · · · · · · · · · · · · ·	<u> </u>	
each year listed						
b 85% of line 2a		"				
c Qualifying distributions from Part XII,						
line 4 for each year listed						
d Amounts included in line 2c not						
used directly for active conduct of						
exempt activities						
e Qualifying distributions made directly						
for active conduct of exempt activities.					1	
Subtract line 2d from line 2c Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					;	
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed						
c "Support" alternative test - enter:						
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)						
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)						
(3) Largest amount of support from						
an exempt organization						
(4) Gross investment income						
Part XV Supplementary Info			if the foundation	had \$5,000 or m	ore in assets	
at any time during the	ne year-see inst	tructions.)		<u> </u>		
Information Regarding Foundation a List any managers of the foundation who year (but only if they have contributed m NONE	have contributed more ore than \$5,000). (See	section 507(d)(2).)	· · · · · · · · · · · · · · · · · · ·		·	
b List any managers of the foundation who other entity) of which the foundation has			tor an equally large porti	on or the ownership of a p	oarmership of	
NONE	on Chart Ciff I :	Cabalanahin -t- D				
2 Information Regarding Contributed Check here ☐ If the foundation or the foundation makes gifts, grants, etc. (nly makes contributions	to preselected charitable	organizations and does r			
a The name, address, and telephone numb					· · · · · · · · · · · · · · · · · · ·	
LESLIE B. WATSON, JR 1618 CROOM DRIVE, MOI	., 334-277-	-6588	silvaid be addressed.			
b The form in which applications should be BASIS OF NEED FOR FUI	submitted and informa		nould include:			
c Any submission deadlines:					<u></u>	
NONE						
d Any restrictions or limitations on awards ORGANIZATIONS WHICH 1					RI.TCTOILS	
AND OTHER CHARITABLE		CALLUNAL, L	TIBIACI, SC	TENTIFIC, F		

Part XVI-A	Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated I	ousiness income		ad by section 512, 513, or 514	(e)
	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income
1 Program service revenue:	code	711100111	code	/ who on the	
3	_				
b					
c			-		· · · · · · · · · · · · · · · · · · ·
e	-				
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	13,497.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					·
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b	_				
C					
d	i i				
e					
12 Subtotal. Add columns (b), (d), and (e)		(<u>)</u>	13,497.	0,
13 Total. Add line 12, columns (b), (d), and (e)				13	13,497.
(See worksheet in line 13 instructions to verify calculations.)		 			

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

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

art XVII Information Regarding Transfe Exempt Organizations	rs to and transactions ar	nd Relationships With Nonc	naritable	,
Did the organization directly or indirectly engage in any of th	e following with any other organization	described in section 501(c) of		Yes No
the Code (other than section 501(c)(3) organizations) or in s		zations?		
Transfers from the reporting foundation to a noncharitable e	exempt organization of:		4-143	
(1) Cash			1a(1)	X
(2) Other assets Other transactions:			1a(2)	
(1) Sales of assets to a noncharitable exempt organization			1b(1)	x
(2) Purchases of assets from a noncharitable exempt organ	nization		1b(2)	X
(3) Rental of facilities, equipment, or other assets			1b(3)	Х
(4) Reimbursement arrangements			1b(4)	X
(5) Loans or loan guarantees			1b(5)	X
(6) Performance of services or membership or fundraising			1b(6)	X
Sharing of facilities, equipment, mailing lists, other assets, o			1c	<u> </u>
If the answer to any of the above is "Yes," complete the follow				ets,
or services given by the reporting foundation. If the foundation		in any transaction or snaring arrangeme	nt, snow in	
column (d) the value of the goods, other assets, or services Line no (b) Amount involved (c) Name of non	charitable exempt organization	(d) Description of transfers, transactions,	and sharing an	rangements
	N/A	(0)		
			·····	
				
		<u> </u>		
Is the foundation directly or indirectly affiliated with, or relati		ations described	Yes	X No
in section 501(c) of the Code (other than section 501(c)(3)) If "Yes," complete the following schedule.	or in section 5277		169	LAL NO
(a) Name of organization	(b) Type of organization	(c) Description of relat	ionship	
N/A				
		tataments and to the heat of any transited		
	urn, including accompanying schedules and s or (other than taxpayer) is based on all informa		May the IRS or return with the shown below	ne preparer

RITA O. BROWN

Firm's name ▶ JACKSON THORNTON & CO., P.C.

MONTGOMERY, AL 36101-0096

Form **990-PF** (2012)

P00187607

(334)834-7660

Firm's EIN \triangleright 63-1035228

self- employed

Phone no.

05/03/13

Paid

Preparer

Use Only

RITA O. BROWN

Firm's address ▶ P. O. BOX 96

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

Employer identification number

I	ESLIE B. WATSON CHARITABLE FOUNDATION	63-1226241
Organization type (check	r one)	
Filers of:	Section:	
Form 990 or 990-EZ	501(c)() (enter number) organization	
	4947(a)(1) nonexempt charitable trust not treated as a private foundation	
	527 political organization	
Form 990-PF	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
General Rule X For an organizati	c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru ion filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in maplete Parts I and II	
Special Rules		
509(a)(1) and 17	1(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the reg D(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the only form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II	
total contribution	1(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contribs of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or edifficuelty to children or animals. Complete Parts I, II, and III	
contributions for If this box is che purpose Do not	1(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributes exclusively for religious, charitable, etc., purposes, but these contributions did not to cked, enter here the total contributions that were received during the year for an exclusive complete any of the parts unless the General Rule applies to this organization because if ble, etc., contributions of \$5,000 or more during the year	tal to more than \$1,000 ely religious, charitable, etc.,
but it must answer "No" o	that is not covered by the General Rule and/or the Special Rules does not file Schedule E on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part et the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

LESLIE B. WATSON CHARITABLE FOUNDATION

63-1226241

Part I	Contributors (see instructions) Use duplicate copies of Part I	ıf addıtıonal space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LESLIE B. WATSON 1618 CROOM DRIVE MONTGOMERY, AL 36106	s15,000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

LESLIE B. WATSON CHARITABLE FOUNDATION

63-1226241

(a)			
No.	(b)	(c)	(d)
from	Description of noncash property given	FMV (or estimate)	Date received
Part I	Bood phon of Honodan property gives	(see instructions)	
-			
-		_{\$}	
(a) No.	<i>1</i> 1.5.5	(c)	(4)
1	(b)	FMV (or estimate)	(d) Date received
from Part I	Description of noncash property given	(see instructions)	Date received
			-
-			
-		 \$	
-		\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	
(a)		(c)	
No.	(b)	FMV (or estimate)	(d)
from	Description of noncash property given	(see instructions)	Date received
Part I		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
-			
_ _			
-		\$	
(a)			
No.	(b)	(c)	(d)
from	Description of noncash property given	FMV (or estimate)	Date received
Part I		(see instructions)	
-			ļ
-			
-		\ \ \ \	:
(a) No.	(b)	(c)	(d)
from	(b) Description of noncash property given	FMV (or estimate)	Date received
Part I	Description of nonodan property given	(see instructions)	24.5.555754
-			
-		\$	
(a) No.	<i>(</i> 6)	(c)	(4)
no. from	(b)	FMV (or estimate)	(d) Date received
Trom Part I	Description of noncash property given	(see instructions)	Date received
r ai i i			
-			
-			
			 990, 990-EZ, or 990-PF) (

Employer identification number

ESLIE	B. WATSON CHARITABLE F	OUNDATION	63-1226241						
art III	Exclusively religious, charitable, etc., individuely year. Complete columns (a) through (e) and the	Jual contributions to section 501(c following line entry. For organization	(7), (8), or (10) organizations that total more than \$1,000 for the ons completing Part III, enter						
	the total of exclusively religious, charitable, etc.,	contributions of \$1,000 or less for	r the year. (Enter this information once)						
- 3 50 - 1	Use duplicate copies of Part III if additional	space is needed.							
a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held						
Part I	(b) / u.pood o. g	(c, ccc c, g,	(0, 2000) partition of grant of the grant of						
_									
-									
		(e) Transfer of gif	#						
	(८) । वाशिष्य पा प्राप्त								
	Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee								
	Transferee 3 flame, address, and								
-									
-									
-									
-\ Al-									
a) No. from	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held						
Part I	(b) 1 di podo di giit	(0, 000 0. g	(2)						
_									
_									
_									
		(e) Transfer of gif	it .						
	Transferee's name, address, and	1 ZIP + 4	Relationship of transferor to transferee						
-									
-									
-									
(a) No.									
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held						
raiti _									
-									
-									
-									
-	(a) Transfer								
	(e) Transfer of gift								
<u></u>	Transferee's name, address, and	3 ZIP + 4	Relationship of transferor to transferee						
_									
_									
_			·····						
a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held						
Part I	(5) 1 0.1000 0.1 g.m.	(0,000 0, g	(4, 233, 4, 24, 24, 24, 24, 24, 24, 24, 24, 24,						
_									
_									
	(e) Transfer of gift								
	Transferee's name, address, and	1 ZIP + 4	Relationship of transferor to transferee						
-									
-									
-									
1		1							

LESLIE B. WATSON CHARITABLE FOUNDATION 63-1226241

3 Grants and Contributions Paid During the Ye				
Recipient	If recipient is an individual,	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
INEAPPLE UNITED METHODIST CHURCH 6109 HIGHWAY 10E			RELIGIOUS	
INEAPPLE, AL 36768				10,0
INDICE DE , NO 30700		· - · · · · · · · · · · · · · · · · · ·		10,0
NITED METHODIST CHILDRENS HOME			YOUTH	
140 ZELDA COURT				<u>.</u> 1
ONTGOMERY, AL 36106				. 7!
MCA OF MONTGOMERY .O. BOX 2336			YOUTH	
ONTGOMERY AL 36102				4,5
i				
ł				
				

FORM 990-PF DIVIDEND	S AND	INTER	EST FROM	SECUE	RITIES	STATEMENT	1
SOURCE		GROSS	AMOUNT	_	TAL GAINS	COLUMN (A AMOUNT)
MORGAN KEEGAN & CO	_		13,497.		0.	13,4	97.
TOTAL TO FM 990-PF, PART I, I	,N 4 =		13,497.		0.	13,4	97.
FORM 990-PF	ACC	COUNTI	NG FEES			STATEMENT	2
DESCRIPTION	() EXPEN PER I		(B) NET INVI MENT INC		(C) ADJUSTED NET INCOM		
TAX PREPARATION		766.		0.			0.
TO FORM 990-PF, PG 1, LN 16B		766.		0.			0.
FORM 990-PF		TAX	ES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVI MENT INC		(C) ADJUSTED NET INCOM		
US TREASURY 990-PF		229.		0.			0.
TO FORM 990-PF, PG 1, LN 18		229.		0.			0.
FORM 990-PF	O	THER E	XPENSES			STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INVI MENT INC		(C) ADJUSTED NET INCOM		
BANK CHARGES		60.		0.			0.
TO FORM 990-PF, PG 1, LN 23		60.	-	0.	•••		0.

FORM 990-PF (CORPORATE STOCK		STAT	EMENT 5
DESCRIPTION		BOOK VALUE		MARKET ALUE
EXXON CORP		23,21	.3.	535,745.
TOTAL TO FORM 990-PF, PART II, LI	INE 10B	23,21	.3.	535,745.
	ST OF OFFICERS, D D FOUNDATION MANA		STAT	EMENT 6
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-	EMPLOYEE BEN PLAN CONTRIB	
LESLIE B. WATSON, JR 1618 CROOM DRIVE MONTGOMERY, AL 36106	DIRECTOR/PRESI	DENT & TREAS	0.	0.
NANNETTE J. WATSON 1618 CROOM DRIVE MONTGOMERY, AL 36106	DIRECTOR/VP & 0.00	SECRETARY 0.	0.	0.
CAROL W. HILL 2250 ROSEMONT DRIVE MONTGOMERY, AL 36111	DIRECTOR 0.00	0.	0.	0.
CLAIRE E. WATSON 10200 GANDY BLVD. N., APT 214 ST PETERSBURY, FL 33702	DIRECTOR 0.00	0.	0.	0.
LESLIE B. WATSON, III 1618 CROOM DRIVE MONTGOMERY, AL 36106	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6	5, PART VIII	0.	0.	0.