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Form **990-PF**Wells Fargo Trust Center  
MAY 08 2013**Return of Private Foundation**

OMB No 1545-0052

**2012**

Open to Public Inspection

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

, 2012, and ending

, 20

Name of foundation **THE HERBERT AND PEGGY STOCKHAM FOUNDATION**  
501-5125899040A Employer identification number  
63-1254357

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see instructions)

1525 WEST WT HARRIS BLVD

855- 739-2921

City or town, state, and ZIP code

CHARLOTTE, NC 28288-5709

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) ▶ \$ 1,295,563.

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

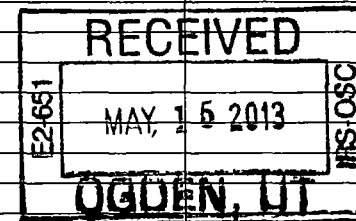
(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input 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	36,879.	36,295.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	33,489.			
b Gross sales price for all assets on line 6a 861,151.				
7 Capital gain net income (from Part IV, line 2)		33,489.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	1,135.	1,135.		STMT 4
12 Total Add lines 1 through 11	71,503.	70,919.		
13 Compensation of officers, directors, trustees, etc	NONE	NONE		NONE
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule) STMT 5	19,758.	19,758.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 6	1,093.	758.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 7	2.	2.		
24 Total operating and administrative expenses. Add lines 13 through 23	20,853.	20,518.	NONE	NONE
25 Contributions, gifts, grants paid	530,000.			530,000.
26 Total expenses and disbursements Add lines 24 and 25	550,853.	20,518.	NONE	530,000.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-479,350.			
b Net investment income (if negative, enter -0-)		50,401.		
c Adjusted net income (if negative, enter -0-)				



a

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .	548.	1,918.	1,918.
	2	Savings and temporary cash investments . . . . .	150,673.	134,447.	134,447.
	3	Accounts receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .	NONE		
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .			
	b	Investments - corporate stock (attach schedule) . STMT 8 . . . . .	1,024,730.	692,595.	731,970.
	c	Investments - corporate bonds (attach schedule) . STMT 13 . . . . .	553,865.		
	11	Investments - land, buildings, and equipment: basis . . . . .			
	Less: accumulated depreciation (attach schedule) ▶ . . . . .				
12	Investments - mortgage loans . . . . .				
13	Investments - other (attach schedule) . . . . . STMT 14 . . . . .		418,060.	427,228.	
14	Land, buildings, and equipment: basis . . . . .				
	Less: accumulated depreciation (attach schedule) ▶ . . . . .				
15	Other assets (describe ▶ . . . . . )				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	1,729,816.	1,247,020.	1,295,563.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ . . . . . )			
23	Total liabilities (add lines 17 through 22) . . . . .		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .	1,729,816.	1,247,020.	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	Total net assets or fund balances (see instructions) . . . . .	1,729,816.	1,247,020.	
	31	Total liabilities and net assets/fund balances (see instructions) . . . . .	1,729,816.	1,247,020.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	1,729,816.
2	Enter amount from Part I, line 27a . . . . .	2	-479,350.
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE . . . . .	3	1,804.
4	Add lines 1, 2, and 3 . . . . .	4	1,252,270.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 15 . . . . .	5	5,250.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,247,020.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a PUBLICLY TRADED SECURITIES</b>					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 861,151.		827,662.	33,489.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			33,489.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	33,489.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	65,000.	1,767,159.	0.036782
2010	74,000.	1,670,768.	0.044291
2009	60,000.	1,473,894.	0.040708
2008	87,000.	1,718,009.	0.050640
2007	100,000.	2,050,817.	0.048761
2 Total of line 1, column (d)			2 0.221182
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.044236
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,707,548.
5 Multiply line 4 by line 3			5 75,535.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 504.
7 Add lines 5 and 6			7 76,039.
8 Enter qualifying distributions from Part XII, line 4 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.			8 530,000.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	504.
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 . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	504.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	504.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	760.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	760.	
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	256.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 256. Refunded <input type="checkbox"/> . . . . .	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
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"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <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

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . Website address <b>N/A</b>	13	X	
14	The books are in care of <b>SEE STATEMENT 16</b> Telephone no <b>SEE STATEMENT 16</b> Located at <b>SEE STATEMENT 16</b> ZIP+4 <b>SEE STATEMENT 16</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <b>SEE STATEMENT 16</b> and enter the amount of tax-exempt interest received or accrued during the year . . . . .	15		
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? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <b>SEE STATEMENT 16</b>	16	Yes	No
				X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? . . . . . Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	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 If "Yes," list the years <b>SEE STATEMENT 16</b> b Are there any years listed in 2a for which the foundation is <b>not</b> 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) . . . . . c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>SEE STATEMENT 16</b>	2b	X
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) . . . . .	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)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐

5b

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

6b

X

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

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		-0-	-0-	-0-

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

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

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

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

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

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

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

Expenses

1 NONE

2

3

4

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

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

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

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

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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>	1,496,085.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	237,466.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,733,551.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,733,551.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	26,003.
<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>	1,707,548.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	85,377.

**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>	85,377.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	504.
<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>	504.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	84,873.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	84,873.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	84,873.

**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>	530,000.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	530,000.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	504.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	529,496.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				84,873.
<b>2</b> Undistributed income, if any, as of the end of 2012:				
<b>a</b> Enter amount for 2011 only . . . . .			15,756.	
<b>b</b> Total for prior years 20 <u>10</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2012:				
<b>a</b> From 2007 . . . . .	NONE			
<b>b</b> From 2008 . . . . .	NONE			
<b>c</b> From 2009 . . . . .	NONE			
<b>d</b> From 2010 . . . . .	NONE			
<b>e</b> From 2011 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>530,000.</u>				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .			15,756.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2012 distributable amount . . . . .				84,873.
<b>e</b> Remaining amount distributed out of corpus . . . . .	429,371.			
<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) ) . . . . .	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	429,371.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				NONE
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	429,371.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008 . . . . .	NONE			
<b>b</b> Excess from 2009 . . . . .	NONE			
<b>c</b> Excess from 2010 . . . . .	NONE			
<b>d</b> Excess from 2011 . . . . .	NONE			
<b>e</b> Excess from 2012 . . . . .	429,371.			

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

NOT APPLICABLE

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . .**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year

Prior 3 years

(e) Total

(a) 2012

(b) 2011

(c) 2010

(d) 2009

**b** 85% of line 2a . . . . .**c** Qualifying distributions from Part XII, line 4 for each year listed . . . . .**d** Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .**e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .**3** Complete 3a, b, or c for the alternative test relied upon**a** "Assets" alternative test - enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section

4942(j)(3)(B)(i). . . . .

**b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .**c** "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization . . . . .

(4) Gross investment income . . . . .

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

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

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

SEE STATEMENT 19

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

SEE ATTACHED STATEMENT FOR LINE 2

**c** Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
BIRMINGHAM SOUTHERN COLLEGE 900 ARKADELPHIA ROAD BIRMINGHAM AL 35254	NONE	EXEMPT	EDUCATIONAL	530,000.
<b>Total</b> . . . . .			<b>3a</b>	530,000.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

Form **990-PF** (2012)

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	36,879.	
		18	33,489.	
		01	1,135.	
			71,503.	
			71,503	71,503

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

[illegible]



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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC COM	44.	44.
ABBOTT LABS W/RIGHTS ATTACHED EXP 11/10/	22.	22.
AMGEN INC COM W/RTS ATTACHED EXP 03/21/2	33.	33.
ANHEUSER-BUSCH INBEV SPN ADR	98.	98.
APACHE CORP COM RTS EXP 01/31/2006	14.	14.
APPLE COMPUTER INC COM	66.	66.
BAKER HUGHES INC COM	10.	10.
BHP LIMITED SPONS ADR COM	46.	46.
BOEING CO COM	34.	34.
BRISTOL-MYERS SQUIBB CO COM	145.	145.
CME GROUP INC	127.	127.
CVS CORP COM	36.	36.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	15.	15.
CARDINAL HLTH INC COM	59.	59.
CELANESE CORP	5.	5.
CENTURYTEL INC COM	143.	143.
CHEVRONTXACO CORP COM	150.	150.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	102.	102.
COCA-COLA CO COM	57.	57.
COMCAST CORP NEW CL A	97.	97.
CONOCOPHILLIPS COM	91.	91.
COSTCO WHOLESALE CORP COM	37.	37.
DANAHER CORP COM	6.	6.
DIAGEO PLC SPONSORED ADR NEW	67.	67.
DIAMOND HILL LONG-SHORT FD CL I #11	105.	105.
DISNEY (WALT) COMPANY HOLDING COMPANY CO	57.	57.
DREYFUS EMG MKT DEBT LOC C-I #6083	833.	833.
DRIEHAUS ACTIVE INCOME FUND	119.	119.
ECOLAB INC COM	27.	27.
EXXON MOBIL CORP COM	80.	80.
FORD MTR CO DEL COM	29.	29.
GATEWAY FUND - Y #1986	364.	364.
DMJ753 5892 04/24/2013 11:47:48	501-5125899040	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GENERAL ELEC CO COM	109.	109.
GOLDMAN SACHS GRP INC COM	20.	20.
HOME DEPOT INC COM	60.	60.
HONEYWELL INTL INC COM	49.	49.
HUSSMAN STRATEGIC GROWTH FD	297.	297.
INTEL CORP COM	129.	129.
INTL BUSINESS MACHINES CORP COM	56.	56.
INTUIT COM W/RTS EXP 5/1/2008	32.	32.
ISHARES S&P 500 INDEX FUND	1,180.	1,180.
ISHARES MSCI EAFE INDEX FD	5,420.	5,420.
ISHARES TR-S&P MIDCAP 400 GROWTH IND	412.	412.
ISHARES S&P MIDCAP 400/BARRA VALUE	698.	698.
ISHARES S & P SMALLCAP 600 INDEX FUND	1,252.	1,252.
JP MORGAN CHASE & CO COM	114.	114.
JOHNSON & JOHNSON COM	71.	71.
JOHNSON CTLS INC COM W/RTS ATTACHED EXP	41.	41.
KRAFT FOODS INC-A COM	57.	57.
LAUDUS MONDRIAN INTL FI-INST #2940	516.	516.
MCDONALDS CORP COM	67.	67.
MCKESSON HBOC INC COM	29.	29.
MEADWESTVACO CORP COM W/RTS EXP 1/29/200	92.	92.
MERGER FD SH BEN INT	279.	279.
MICROSOFT CORP COM	89.	89.
NATIONAL OILWELL INC COM	12.	12.
OCCIDENTAL PETE CORP COM	61.	61.
ORACLE CORP COM	44.	44.
PIMCO FOREIGN BOND FUND-INST	1,637.	1,637.
PROCTER & GAMBLE CO COM	103.	103.
PUBLIC SVC ENTERPRISE GRP INC COM	76.	76.
QUALCOMM INC COM W/RTS ATTACHED	30.	30.
RIDGEWORTH SEIX HY BD-I #5855	5,509.	5,509.
SPDR DJ WILSHIRE INTERNATIONAL REAL	3,534.	3,534.
SCHLUMBERGER LTD COM	19.	19.

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

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
TJX COS INC NEW COM	16.	16.
TARGET CORP COM	84.	84.
TEVA PHARMACEUTICAL INDS LTD ADR	37.	37.
TEXAS INSTRS INC COM	60.	60.
THERMO ELECTRON CORP COM W/RTS ATTACHED	9.	9.
3M CO COM	46.	46.
TIMKEN CO COM	42.	42.
TOTAL FINA ELF S A SPONSORED ADR	55.	55.
US BANCORP DEL COM NEW W/RIGHTS ATTACHED	49.	49.
UNION PAC CORP COM	34.	34.
UNITED PARCEL SERVICE CL B COM	44.	44.
UNITED TECHNOLOGIES CORP COM	51.	51.
UNITEDHEALTH GRP INC COM	57.	57.
UNUMPROVIDENT CORP COM	51.	51.
VANGUARD INTERMEDIATE TERM B	3,222.	3,222.
VANGUARD SHORT TERM BOND ETF	3,287.	3,287.
VANGUARD MSCI EMERGING MARKETS EFT	2,370.	2,370.
VANGUARD REIT VIPER	1,873.	1,289.
WYNN RESORTS LTD	28.	28.
ACCENTURE PLC	43.	43.
COOPER INDUSTRIES PLC NEW IRELAND	19.	19.
ACE LIMITED	97.	97.
TYCO INTERNATIONAL LTD NEW	68.	68.
WF ADV TREAS PLUS MM FD-INST #793	25.	25.
	-----	-----
TOTAL	36,879.	36,295.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
RECD FROM COOPER IND-EATON PLC MERGER	1,135.	1,135.
	-----	-----
TOTALS	1,135.	1,135.
	=====	=====

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WELLS FARGO BANK - AGENT	19,592.	19,592.
INVESTMENT MGMT FEES	166.	166.
	-----	-----
TOTALS	19,758.	19,758.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	48.	48.
FEDERAL ESTIMATES - PRINCIPAL	335.	
FOREIGN TAXES ON QUALIFIED FOR	549.	549.
FOREIGN TAXES ON NONQUALIFIED	161.	161.
	-----	-----
TOTALS	1,093.	758.
	=====	=====

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NET  
INVESTMENT  
INCOME  
-----

INCOME

2. 2.

2.

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
256210105 DODGE&COX INCOME FD		
4812C0803 JPMORGAN HI YL #3580		
693390304 PIMCO LOW DURATN #36		
693390700 PIMCO TOT RTN FD #35		
94985D582 WELLS FARGO FD #4705		
693391559 PIMCO EMERG MKT #137		
464287499 ISHARES MIDCAP INDEX		
626124242 MUNDER MIDCAP #32		
780905451 ROYCE PREMIER FD#566		
784924425 SSGA EMERG MKT #1510		
94985D244 WELLS FARGO FD #4132		
04315J837 ARTIO INTL FD #1529		
256206103 DODGE&COX INTL FD		
26852M105 EII INTERNATL FD #30		
722005667 PIMCO COMMOD FD #45		
779919109 TROWE RE FD #122		
345370860 FORD MOTOR CO		
364760108 GAP INC		
437076102 HOME DEPOT INC		
654106103 NIKE INC CL B		
778296103 ROSS STORES INC	2,726.	2,949.
126650100 CVS/CAREMARK CORPORA		
742718109 PROCTER & GAMBLE CO		
902494103 TYSON FOODS INC CL A		
931142103 WALMART STORES INC		
166764100 CHEVRON CORP	3,259.	4,217.
171798101 CIMAREX ENERGY CO		
20825C104 CONOCOPHILLIPS		
30231G102 EXXON MOBIL CORP		

THE HERBERT AND PEGGY STOCKHAM FOUNDATION

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
406216101 HALLIBURTON CO		
674599105 OCCIDENTAL PETE CORP		
03076C106 AMERIPRISE FINL INC		
172967101 CITIGROUP INC		
46625H100 JPMORGAN CHASE & CO	3,004.	3,957.
693475105 PNC FINANCIAL SVCS		
91529Y106 UNUM GROUP		
031162100 AMGEN INC		
110122108 BRISTOL MYERS SQUIBB		
14149Y108 CARDINAL HEALTH INC		
345838106 FOREST LABS INC		
478160104 JOHNSON & JOHNSON		
58155Q103 MCKESSON CORP	3,793.	3,878.
58405U102 MEDCO HEALTH SOLUTNS		
235851102 DANAHER CORP		
369604103 GENERAL ELECTRIC CO	4,746.	4,903.
907818108 UNION PACIFIC CORP		
913017109 UNITED TECHNOLOGIES		
88579Y101 3M CO		
037833100 APPLE INC		
17275R102 CISCO SYSTEMS INC	2,937.	2,971.
219350105 CORNING INC	2,869.	5,854.
428236103 HEWLETT PACKARD CO	3,461.	3,930.
44919P508 IAC INTERACTIVE CORP		
458140100 INTEL CORP	2,865.	2,227.
459200101 IBM CORP		
594918104 MICROSOFT CORP	1,884.	2,057.
68389X105 ORACLE CORPORATION	2,007.	2,866.
882508104 TEXAS INSTRUMENTS		

THE HERBERT AND PEGGY STOCKHAM FOUNDATION

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION -----	ENDING BOOK VALUE -----		ENDING FMV ----	
459506101 INTERNATL FLAVORS				
81211K100 SEALED AIR CORP				
92343V104 VERIZON COMMUNIC				
210371100 CONSTELLATION ENERGY				
H0023R105 ACE LIMITED				
G6852T105 PARTNERRE LTD COM				
H8912P106 TYCO ELECTRONICS LTD				
H89128104 TYCO INTERNATL LTD				
03524A108 ANHEUSER-BUSCH INBEV	2,182.	3,234.		
04351G101 ASCENA RETAIL GROUP				
057224107 BAKER HUGHES INC CO				
14040H105 CAPITAL ONE FINANCIA	2,282.	2,723.		
156700106 CENTURYLINK, INC				
191216100 COCA COLA CO				
20030N101 COMCAST CORP CLASS A	2,417.	3,699.		
22160K105 COSTCO WHOLESALE COR				
22544R305 CREDIT SUISSE COMM R	63,229.	55,096.		
25264S833 DIAMOND HILL LONG-SH	27,706.	30,047.		
278865100 ECOLAB INC				
438516106 HONEYWELL INTERNATIO				
448108100 HUSSMAN STRATEGIC GR	23,223.	20,954.		
45865V100 INTERCONTINENTALEXCH				
461202103 INTUIT COM				
464287200 ISHARES CORE S & P 5	37,680.	41,940.		
464287465 ISHARES MSCI EAFE	122,107.	120,600.		
464287606 ISHARES S&P MIDCAP 4	30,096.	34,323.		
464287705 ISHARES S&P MIDCAP 4	24,528.	28,381.		
464287804 ISHARES CORE S&P SMA	52,286.	61,933.		
50075N104 KRAFT FOODS INC				

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STATEMENT 10



THE HERBERT AND PEGGY STOCKHAM FOUNDATION

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
580135101 MCDONALDS CORP		
583334107 MEADWESTVACO CORP		
589509108 MERGER FD SH BEN INT	17,159.	17,030.
637071101 NATIONAL OILWELL INC		
744573106 PUBLIC SVC ENTERPRIS		
747525103 QUALCOMM INC	40,537.	44,245.
78463X863 SPDR DJ WILSHIRE INT	3,049.	3,314.
87612E106 TARGET CORP		
887389104 TIMKEN CO		
91324P102 UNITEDHEALTH GROUP I	2,302.	3,037.
922042858 VANGUARD MSCI EMERGI	75,154.	78,462.
922908553 VANGUARD REIT VIPER	33,453.	39,809.
983134107 WYNN RESORTS LTD		
G1151C101 ACCENTURE PLC		
H0023R105 ACE LIMITED		
001055102 AFLAC INC	2,454.	2,868.
008252108 AFFILIATED MANAGERS	3,390.	3,774.
037411105 APACHE CORP	3,160.	2,983.
084670702 BERKSHIRE HATHAWAY I	4,072.	4,306.
088606108 BHP BILLITON LIMITED	1,868.	2,117.
097023105 BOEING CO	2,388.	2,412.
12572Q105 CME GROUP INC	2,826.	2,686.
150870103 CELANESE CORP	2,822.	3,117.
25243Q205 DIAGEO PLC - ADR	2,565.	2,798.
254687106 WALT DISNEY CO	3,310.	3,784.
268648102 E M C CORP MASS	2,450.	2,302.
367829884 GATEWAY FUND - Y #19	28,592.	28,310.
375558103 GILEAD SCIENCES INC	2,153.	2,938.
38141G104 GOLDMAN SACHS GROUP	1,741.	2,169.

THE HERBERT AND PEGGY STOCKHAM FOUNDATION

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FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----
38259P508 GOOGLE INC	2,578.	2,830.
478366107 JOHNSON CONTROLS INC	2,342.	2,791.
611740101 MONSTER BEVERAGE COR	1,297.	1,532.
641069406 NESTLE S.A. REGISTER	2,770.	2,867.
66987V109 NOVARTIS AG - ADR	1,882.	2,026.
806857108 SCHLUMBERGER LTD	3,523.	3,326.
872540109 TJX COS INC NEW	2,782.	2,632.
881624209 TEVA PHARMACEUTICAL	2,424.	2,240.
883556102 THERMO FISHER SCIENT	2,633.	2,934.
89151E109 TOTAL S.A. - ADR	2,539.	2,705.
902973304 US BANCORP DEL NEW	3,014.	3,034.
911312106 UNITED PARCEL SERVIC	2,422.	2,359.
92857W209 VODAFONE GROUP PLC N	2,200.	1,864.
G29183103 EATON CORP PLC	3,457.	3,630.
	-----	-----
TOTALS	692,595.	731,970.
	=====	=====

THE HERBERT AND PEGGY STOCKHAM FOUNDATION

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FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION

-----

261980494 DREYFUS EMG MKT DEBT  
51855Q655 LAUDUS MONDRIAN INTL  
693390882 PIMCO FOREIGN BD FD  
76628T645 RIDGEWORTH SEIX HY B  
921937819 VANGUARD INTERMEDIAT  
921937827 VANGUARD SHORT TERM

TOTALS

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FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
261980494 DREYFUS EMG MKT DEBT	C	56,658.	59,679.
262028855 DRIEHAUS ACTIVE INCO	C	16,963.	17,387.
51855Q655 LAUDUS MONDRIAN INTL	C	25,704.	25,003.
693390882 PIMCO FOREIGN BD FD	C	24,579.	24,973.
76628T645 RIDGEWORTH SEIX HY B	C	62,181.	63,612.
921937819 VANGUARD INTERMEDIAT	C	69,686.	73,865.
921937827 VANGUARD SHORT TERM	C	162,289.	162,709.
TOTALS		418,060.	427,228.
		=====	=====

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

DESCRIPTION	AMOUNT
MUTUAL FUND POSTING DATE AFTER TYE	3,329.
ROC BASIS ADJUSTMENT	1,750.
SALE OF SHS FROM COOPER IND-EATON PLC MERGER	171.
	-----
TOTAL	5,250.
	=====

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

NAME: WELLS FARGO BANK NA

ADDRESS: ONE WEST 4TH STREET D4000-062  
WINSTON SALEM, NC 27101-4000

TELEPHONE NUMBER: (855)739-2921

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

=====

OFFICER NAME:

HERBERT STOCKHAM

ADDRESS:

2940 ARGYLE ROAD

BIRMINGHAM, AL 35213

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:

KATE STOCKHAM

ADDRESS:

6 PEACHTREE STREET

BIRMINGHAM, AL 35213

TITLE:

SECRETARY & TREASURE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:

PEGGY STOCKHAM

ADDRESS:

2940 ARGYLE ROAD

BIRMINGHAM, AL 35213

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

OFFICER NAME:

CAROLINE S. THOMAS

ADDRESS:

3257 ROCKLEDGE ROAD

BIRMINGHAM, AL 35213

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

THE HERBERT AND PEGGY STOCKHAM FOUNDATION

63-1254357

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

=====

OFFICER NAME:

MARGARET S MILLER

ADDRESS:

501 SEVEN OAKS PARK

BIRMINGHAM, AL 35242

TITLE:

BOARD MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

STATEMENT 18



THE HERBERT AND PEGGY STOCKHAM FOUNDATION  
FORM 990PF, PART XV - LINES 2a - 2d

63-1254357

=====

RECIPIENT NAME:

HERBERT STOCKHAM

ADDRESS:

2940 ARGYLE ROAD

BIRMINGHAM, AL 35213

RECIPIENT'S PHONE NUMBER: 404-238-0444  
FORM, INFORMATION AND MATERIALS:

LETTER FORM

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

STATEMENT 19