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DLN: 93491287005033

OMB No 1545-0052

Department of the Treasury

Internal Revenue Service

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

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

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 and ending 12-31-2012

| Nam | e of fou | indation | , | | | A Employer id | entification numbe | <u> </u> | |
|--------------------|------------------|--|---|--|-------|---|-------------------------|---|--|
| | | HIGDON CHARITABLE FOUND | | | | 63-6197968 | | | |
| | | | | <u> </u> | | | ımber (see ınstructior | | |
| | ber and BOX 4 | street (or P O box number if mail is i 69 | not delivered to street addres. | s) Room/suite | | (251) 867-323: | · | , | |
| <u>C.t.</u> | | atata and 710 and | | | | C If exemption application is pending, check here | | | |
| | | , state, and ZIP code AL 36427 | | | | C II exemption | аррікацоп із репапі | g, check here 🕨 j | |
| <u> </u> | heck a | all that apply | Initial return o | of a former public cha | rıtv | D 1 Foreign of | rganizations, check he | are L | |
| • | | Final return | A mended retu | · | ,,,, | | rganizations meeting | • • | |
| | | Address cha | nge Name change | | | | e and attach computa | | |
| _ | | pe of organization 🔽 Section | | | | | | | |
| | | 4947(a)(1) nonexempt charita | | | | F If private for | undation status was t | erminated | |
| | | et value of all assets at end irom Part II, col. (c), | J Accounting method | I ∨ Cash I Accı | rual | | n 507(b)(1)(A), chec | | |
| | | \$ 1,737,340 | Other (specify) (Part I, column (d) mus | _ t be on cash basis.) | | | ation is in a 60-month | | |
| Pa | rt I | Analysis of Revenue a | | 1 | | under sectio | n 507(b)(1)(B), chec | (d) Disbursements | |
| | | total of amounts in columns (b), (o necessarily equal the amounts in c instructions)) | c), and (d) may not | (a) Revenue and expenses per books | (b) N | let investment income | (c) Adjusted net income | for charitable purposes (cash basis only) | |
| | 1 | Contributions, gifts, grants, etc , rece | ived (attach schedule) | | | | | | |
| | 2 | Check ► 🔽 if the foundation is not | required to attach Sch B | | | | | | |
| | 3 | Interest on savings and tempo | orary cash investments | 6,514 | | 6,514 | 6,514 | | |
| | 4 | Dividends and interest from se | ecurities | 39,542 | | 39,542 | 39,542 | | |
| | 5a | Gross rents | | | | | | | |
| | Ь | Net rental income or (loss) | | | | | | | |
| Φ | 6a | Net gain or (loss) from sale of | assets not on line 10 | -1,902 | | | | | |
| Revenue | Ь | Gross sales price for all assets on line | | | | | | | |
| Ŕ | 7 | Capital gain net income (from l | Part IV, line 2) | | | | | | |
| 4 | 8 | Net short-term capital gain . | | | | | | | |
| | 9 | Income modifications | | | | | | | |
| | 10a | Gross sales less returns and allowance | | | | | | _ | |
| | b | Less Cost of goods sold | | | | | | | |
| | C | Gross profit or (loss) (attach s Other income (attach schedule | | 95. 48,100 | | 51,960 | 48,100 | | |
| | 11 12 | Total. Add lines 1 through 11 | | 92,254 | | 98,016 | 94,156 | | |
| | 13 | Compensation of officers, direct | | 21,801 | | 7,900 | 54,130 | 7,901 | |
| | 14 | Other employee salaries and w | | | | 7,300 | | 1,800 | |
| Ą. | 15 | Pension plans, employee bene | = | | | | | 2,000 | |
| Ψ. | 16a | Legal fees (attach schedule). | | | | | | | |
| Expenses | | Accounting fees (attach sched | | 5,288 | | 1,500 | | | |
| | | Other professional fees (attacl | | _ | | | | | |
| and Administrative | 17 | Interest | | | | | | | |
| ¥ | 18 | Taxes (attach schedule) (see instruct | ions) | 9 1,730 | | 13 | | | |
| III | 19 | Depreciation (attach schedule |) and depletion | | | | | | |
| ig. | 20 | Occupancy | | | | | | | |
| 7 12 | 21 | Travel, conferences, and meet | ıngs | | | | | | |
| | 22 | Printing and publications | | | | | | | |
| <u> </u> | 23 | Other expenses (attach sched | ule) | | | | | | |
| Operating | 24 | Total operating and administra | - | | | | | | |
| <u>g</u> | | Add lines 13 through 23 | | 30,619 | | 9,413 | | 9,701 | |
| 0 | 25 | Contributions, gifts, grants pai | | 59,900 | | | | 59,900 | |
| | 26 | Total expenses and disbursement | ts. Add lines 24 and 25 | 90,519 | | 9,413 | | 69,601 | |
| | 27 | Subtract line 26 from line 12 | and diff | | | | | | |
| | a | Excess of revenue over expens | | 1,735 | | 00.002 | | | |
| | b | Net investment income (if negation Adjusted net income (if negation) Adjus | | | | 88,603 | 94,156 | | |
| For ! | Canera | vork Reduction Act Notice, see | <u> </u> | | C 2.5 | No 11289X | · | 990-PF (2012) | |

| Pa | rt II | Balance Sheets should be for end-of-year amounts only (See instructions) | (a) Book Value | (b) Bool | | Ť | • | Market Value |
|------------------|-------|---|------------------------|--------------------|---------|----------|---------|--------------|
| | 1 | Cash—non-interest-bearing | 5,034 | | 6 | 14 | | 613 |
| | 2 | Savings and temporary cash investments | 100,829 | | 49,0 | 87 | | 49,087 |
| | 3 | Accounts receivable ► | | | | | | |
| | | Less allowance for doubtful accounts ▶ | 845 | | | | | |
| | 4 | Pledges receivable | 0.0 | | | + | | |
| | 4 | Less allowance for doubtful accounts | | | | | | |
| | _ | | | | | + | | |
| | 5 | Grants receivable | | | | + | | |
| | 6 | Receivables due from officers, directors, trustees, and other | | | | | | |
| | | disqualified persons (attach schedule) (see page 15 of the | | | | | | |
| | | instructions) | | | | 4 | | |
| | 7 | Other notes and loans receivable (attach schedule) | | | | | | |
| | | Less allowance for doubtful accounts | | | | | | |
| sets | 8 | Inventories for sale or use | | | | 1 | | |
| 88 | 9 | Prepaid expenses and deferred charges | | , | | 十 | | |
| ٩. | _ | Investments—U S and state government obligations (attach schedule) | | 美 | 265,0 | 00 | | 269,355 |
| | | Investments—corporate stock (attach schedule) | | | 50,0 | 00 | | 49,980 |
| | _ | Investments—corporate bonds (attach schedule) | | | 74,7 | 12 | | 76,776 |
| | | Investments—land, buildings, and equipment basis | | - | | _ | | |
| | | Less accumulated depreciation (attach schedule) | | | | | | |
| | 12 | Investments—mortgage loans | | | | \dashv | | |
| | | Investments—nortgage loans | | (4 5 -1 | 1,191,6 | 28 | | 1,282,424 |
| | 14 | Land, buildings, and equipment basis | 1,204,070 | 129 | 1,171,0 | 20 | | 1,202,727 |
| | 14 | Less accumulated depreciation (attach schedule) | | | | | | |
| | 15 | Other assets (describe | 18,275 | (4ET) | 9.1 | 05 9 | <u></u> | 9,105 |
| | 16 | Total assets (to be completed by all filers—see the | 10,273 | 7 (29) | J,1 | 00, | -29 | <u> </u> |
| | 10 | instructions Also, see page 1, item I) | 1,639,977 | , | 1,640,1 | 46 | | 1,737,340 |
| | 17 | Accounts payable and accrued expenses | 1,033,317 | | 1,010,1 | + | | 1,737,310 |
| | 18 | Grants payable | | | | \dashv | | |
| ۰.۸ | 19 | Deferred revenue | | ; | | \dashv | | |
| itles | 20 | Loans from officers, directors, trustees, and other disqualified persons | 1,000 | | | - | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | | - | | |
| Liabi | | | | | | - | | |
| | 22 | Other liabilities (describe) | | | | - | | |
| | 23 | Total liabilities (add lines 17 through 22) | 1,566 | , | | 0 | | |
| | | Foundations that follow SFAS 117, check here | | | | _ | | |
| | | and complete lines 24 through 26 and lines 30 and 31. | | | | | | |
| φ | 24 | Unrestricted | | | | | | |
| or Fund Balances | 25 | Temporarily restricted | | | | | | |
| <u> </u> | 26 | Permanently restricted | | | | \neg | | |
| | | Foundations that do not follow SFAS 117, check here | | | | _ | | |
| Н | | and complete lines 27 through 31. | | | | | | |
| ř | 27 | Capital stock, trust principal, or current funds | | | | | | |
| | 28 | Paid-in or capital surplus, or land, bldg , and equipment fund | | | | _ | | |
| š | 29 | Retained earnings, accumulated income, endowment, or other funds | 1,638,411 | | 1,640,1 | 46 | | |
| Assets | 30 | Total net assets or fund balances (see page 17 of the | , , | | | - | | |
| Net | 30 | Instructions) | 1,638,411 | | 1,640,1 | 46 | | |
| Z | 31 | Total liabilities and net assets/fund balances (see page 17 of | 2,000,122 | | | - | | |
| | 31 | the instructions) | 1,639,977 | , | 1,640,1 | 46 | | |
| | | | _, | l | _,,- | | | |
| Pa | rt II | Analysis of Changes in Net Assets or Fund Balances | | | | | | |
| 1 | | Total net assets or fund balances at beginning of year—Part II, column | n (a), line 30 (must a | gree | | | | |
| | | with end-of-year figure reported on prior year's return) | | | 1 | | | 1,638,411 |
| 2 | | Enter amount from Part I, line 27a | | | 2 | | | 1,735 |
| 3 | | Other increases not included in line 2 (itemize) | | | 3 | | | |
| 4 | | Add lines 1, 2, and 3 | | | 4 | | | 1,640,146 |
| 5 | | Decreases not included in line 2 (itemize) | | | 5 | | | |
| 6 | | Total net assets or fund balances at end of year (line 4 minus line 5)— | Part II, column (b), l | ıne 30 . | 6 | | | 1,640,146 |

| | 90-PF (2012) | | | | | | | Page 3 |
|---|--|--|--|--|--|------------------------------------|------------------------------|---|
| Part. | Capital Gains ai | nd Losses for Tax on Inve | stment Inc | | b) How acquired | ı | Ī | |
| | | he kınd(s) of property sold (e g , re use, or common stock, 200 shs N | | | P—Purchase D—Donation | (c) Da | te acquired , day, yr) | (d) Date sold (mo , day, yr) |
| 1 a | 50000 IND DEV BRD | OF ANDALUSIA, AL | | | Р | 201 | 1-11-10 | 2012-06-01 |
| b | 40000 FED NATL MT | GASSN | | | Р | 201 | 1-10-20 | 2012-05-17 |
| С | 50000 FED NATL MT | GASSN | | | Р | 201 | 1-12-29 | 2012-12-28 |
| d | 772 56 FED STK TRUS | 5T 19 | | | Р | 199 | 6-09-04 | 2012-01-25 |
| e | | | | | | | | |
| (€ | e) Gross sales price | (f) Depreciation allowe (or allowable) | , | • | r other basis ense of sale | | (h) Gain (e) plus (f) | |
| а | 50 | ,,000 | | | 50,00 | 0 | | |
| b | 40 | 0,000 | | | 40,00 | 0 | | |
| С | 50 | 0,000 | | | 50,00 | 0 | | |
| d | 16 | 5,340 | | | 25,00 | 0 | | -8,660 |
| <u>е</u> | | · | | | • | | | • |
| | mnlete only for accets ch | owing gain in column (h) and owne | d by the four | ndation o | n 1 2 /3 1 /6 9 | (1) | Cauna (Cal | (h) gain minus |
| | | (j) Adjusted basis | | | ss of col (i) | | | (h) gain minus ess than -0-) or |
| (i) | FM V as of 12/31/69 | as of 12/31/69 | | | (j), if any | | Losses (fro | |
| а | | | | | | | | |
| b | | | | | | | | |
| С | | | | | | | | |
| d | | | | | | | | -8,660 |
| | | | | | | | | . , |
| 2 | Capital gain net incom | e or (net capital loss) | | | Part I, line 7 | | | |
| | . 3 | ` ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' | 11 (1000), circ | | a.e.,e , | 2 | | -8,660 |
| 2 | Net short-term canital | dain or (loss) as defined in section | nc 1222(5) a | and (6) | | | | |
| 3 | | gain or (loss) as defined in sectio | | | ^ Ì | | | |
| | If gain, also enter in Pa in Part I, line 8 . | art I, line 8, column (c) (see instru | ictions) If(lo | ss), ente | j | 3 | | |
| | If gain, also enter in Pa in Part I, line 8 . | | ictions) If(lo | ss), ente | j | | ome | |
| Part | If gain, also enter in Pa in Part I, line 8 . V Qualification Ur | art I, line 8, column (c) (see instru | ictions) If (lo | oss), ente | let Investme | nt Inc | | |
| Part (For opt | If gain, also enter in Pa in Part I, line 8 . V Qualification Ur ional use by domestic pri | art I, line 8, column (c) (see instru • • • • • • • • • • • • • • • • • • • | ictions) If (lo | oss), ente | let Investme | nt Inc | | |
| Part (For opt | If gain, also enter in Pa in Part I, line 8 . V Qualification Un cional use by domestic pri on 4940(d)(2) applies, lea | art I, line 8, column (c) (see instruction of the section 4940(e) for Related to the section of | ictions) If (lo Reduced Ta ection 4940(a | oss), ente | · · · · · · · · · · · · · · · · · · · | income |) | |
| Part (For opt If section Was the | If gain, also enter in Pain Part I, line 8 V Qualification Urdinal use by domestic prion 4940(d)(2) applies, leads foundation liable for the | art I, line 8, column (c) (see instru- | actions) If (lo Reduced Ta ection 4940(a | oss), ente | ear in the base p | income |) | ┌ Yes ┌ No |
| Part (For opt If section Was the If "Yes, | If gain, also enter in Pain Part I, line 8 . V Qualification Ur conal use by domestic pri on 4940(d)(2) applies, leads foundation liable for the "the foundation does not | art I, line 8, column (c) (see instruction of the section 4940(e) for Relative to the section 4942 tax on the distribut qualify under section 4940(e) Do | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the control of the | ax on N a) tax on of any ye | ear in the base p | income |) | ┌ Yes ┌ No |
| Part (For opt If section Was the If "Yes, | If gain, also enter in Pain Part I, line 8 . V Qualification Ur conal use by domestic pri on 4940(d)(2) applies, leads foundation liable for the "the foundation does not | art I, line 8, column (c) (see instru- | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the control of the | ax on N a) tax on of any ye | ear in the base p | income |) | 「Yes ▼ No |
| Part (For opt If section Was the If "Yes, 1 En | If gain, also enter in Pain Part I, line 8 V Qualification Ur clional use by domestic pri con 4940(d)(2) applies, less foundation liable for the "the foundation does not ter the appropriate amoun | art I, line 8, column (c) (see instruction of the second o | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | Net Investment I net investment Par in the base point Cructions before | income | any entries | |
| Part (For opt If section Was the If "Yes, 1 En Base | If gain, also enter in Pain Part I, line 8 V Qualification Ur Jonal use by domestic pri Jon 4940(d)(2) applies, less The foundation liable for the 17 the foundation does not ter the appropriate amounts. | art I, line 8, column (c) (see instruction of the section 4940(e) for Relative to the section 4942 tax on the distribut qualify under section 4940(e) Don't in each column for each year, section 4940 (c) | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | ear in the base p | ent Income Income eriod? making |) any entries | ı ratıo |
| Part (For opt If section Was the If "Yes, 1 En Base | If gain, also enter in Pain Part I, line 8. V Qualification Ur con 4940(d)(2) applies, leads foundation liable for the foundation does not the foundation does not the appropriate amount (a) period years Calendar | art I, line 8, column (c) (see instruction of the second o | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | Net Investment I net investment Par in the base point Cructions before | ent Income Income eriod? making | any entries (d) Distribution | ı ratio |
| Part (For opt If section Was the If "Yes, 1 En Base | If gain, also enter in Pain Part I, line 8 V Qualification Ur clonal use by domestic pri con 4940(d)(2) applies, less foundation liable for the "the foundation does not ter the appropriate amount (a) period years Calendar or tax year beginning in) | art I, line 8, column (c) (see instruction of the second subject to the second subject t | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | Net Investment I net investment Par in the base point Cructions before ble-use assets | ent Income Income eriod? making | any entries (d) Distribution | ı ratıo by col (c)) |
| Part (For opt If section Was the If "Yes, 1 En Base | If gain, also enter in Pain Part I, line 8 V Qualification Ur Jonal use by domestic pri Jon 4940(d)(2) applies, lead The foundation liable for the 17 the foundation does not ter the appropriate amount (a) period years Calendar or tax year beginning in) 2011 | art I, line 8, column (c) (see instruction of the second o | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | Net Investment I net investment I ar in the base point I ructions before ble-use assets 1,588,319 | ent Income Income eriod? making | any entries (d) Distribution | n ratio by col (c)) 0 044093 |
| Part (For opt If section Was the If "Yes, 1 En Base | If gain, also enter in Pain Part I, line 8. V Qualification Ur Jon 4940(d)(2) applies, lest foundation liable for the foundation does not ter the appropriate amount (a) period years Calendar or tax year beginning in) 2011 2010 | art I, line 8, column (c) (see instruction of the second o | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | ear in the base part cructions before ble-use assets 1,588,319 1,575,909 | ent Income Income eriod? making | any entries (d) Distribution | o ratio by col (c)) 0 044093 0 054417 0 059948 |
| Part (For opt If section Was the If "Yes, 1 En | If gain, also enter in Pain Part I, line 8. V Qualification Ur conal use by domestic prices on 4940(d)(2) applies, lead of foundation liable for the "the foundation does not ter the appropriate amount (a) period years Calendar or tax year beginning in) 2011 2010 2009 | art I, line 8, column (c) (see instruction of the section 4940(e) for Relative foundations subject to the section 4942 tax on the distribution of the section 4940(e) Don't in each column for each year, section 4940(e) Don't in each gualifying distributions 70,033 85,756 88,056 | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye te this pa f the inst (c) | ear in the base part ructions before ble-use assets 1,588,319 1,575,909 1,468,881 | ent Income Income eriod? making | any entries (d) Distribution | o ratio by col (c)) 0 044093 0 054417 |
| Part (For opt If section Was the If "Yes, 1 En | If gain, also enter in Pain Part I, line 8 V Qualification Ur con 4940(d)(2) applies, less foundation liable for the refoundation does not ter the appropriate amount (a) period years Calendar or tax year beginning in) 2011 2010 2009 2008 | art I, line 8, column (c) (see instruction of the section 4940(e) for Relative foundations subject to the section 4942 tax on the distribution of the section 4940(e) Depart in each column for each year, so (b) Adjusted qualifying distributions 70,033 85,756 88,056 83,332 | Reduced Talections) If (locations) If (locations) Reduced Talection 4940(and the content of the | oss), enter ax on N a) tax on of any ye e this pa f the inst (c) | ear in the base part cructions before ble-use assets 1,588,319 1,575,909 1,468,881 1,598,378 | ent Income Income eriod? making | any entries (d) Distribution | 0 044093 0 054417 0 059948 0 052135 |
| Part (For opt If section Was the If "Yes, 1 En Base year (| If gain, also enter in Parin Part I, line 8 . V Qualification Urbon 4940(d)(2) applies, lead on 4940(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(d)(| art I, line 8, column (c) (see instruction of the section 4940(e) for Relative foundations subject to the section 4942 tax on the distribution of the section 4940(e) Don't in each column for each year, so (b) Adjusted qualifying distributions 70,033 85,756 88,056 83,332 75,616 | Reduced Talections) If (local contents) If (lo | ax on N a) tax on of any ye e this pa f the inst (c) noncharita | ter Investment ar in the base part tructions before ble-use assets 1,588,319 1,575,909 1,468,881 1,598,378 1,909,816 | ent Income Income eriod? making | any entries (d) Distribution | 0 044093 0 054417 0 059948 0 052135 0 039593 |
| Part (For opt If section Was the If "Yes, 1 En Base year (c) | If gain, also enter in Pain Part I, line 8 V Qualification Ur Jonal use by domestic pri Jon 4940(d)(2) applies, lead Total of line 1, column | art I, line 8, column (c) (see instruction of the section 4940(e) for Revate foundations subject to the section 4942 tax on the distribut qualify under section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each year, sectio | Reduced Talections If (look Constructions If (look Construction Constru | oss), enter ax on N a) tax on of any ye e this pa f the inst (c) noncharita | ter Investment ar in the base part tructions before ble-use assets 1,588,319 1,575,909 1,468,881 1,598,378 1,909,816 | ent Income Income eriod? making | any entries (d) Distribution | 0 044093 0 054417 0 059948 0 052135 0 039593 |
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| Part (For opt If section Was the If "Yes, 1 En Base year (| If gain, also enter in Parin Part I, line 8 V Qualification Urbon 4940(d)(2) applies, lead of foundation liable for the result of the foundation does not the foundation does not ter the appropriate amound (a) period years Calendar or tax year beginning in) 2011 2010 2009 2008 2007 Total of line 1, column A verage distribution rathe number of years the Enter the net value of resulting the foundation of the foundation | art I, line 8, column (c) (see instruction der Section 4940(e) for Revate foundations subject to the seave this part blank section 4942 tax on the distribut qualify under section 4940(e) Dont in each column for each year, section 4940(e) Dont in each column for each year, section 4940(e) Dont in each column for each year, section 4940(e) Dont in each column for each year, section 4940(e) Dont in each column for each year, section 4940(e) Dont in each column for each year, section 685,756 88,056 83,332 75,616 (d) | Reduced Talections) If (look of the complete o | oss), enterest on Na) tax on Na) tax on Na) tax on of any year this part of the instruction (c) noncharita on line 2 5 years , line 5. | ter Investment ar in the base part tructions before ble-use assets 1,588,319 1,575,909 1,468,881 1,598,378 1,909,816 | ent Income income eriod? making (c | any entries (d) Distribution | 0 044093 0 054417 0 059948 0 052135 0 039593 0 250186 0 050033 1,639,933 |
| Part (For opt If section Was the If "Yes, 1 En Base year (o | If gain, also enter in Parin Part I, line 8 V Qualification Urbon 4940(d)(2) applies, lead of foundation liable for the result of the foundation does not the foundation does not ter the appropriate amound (a) period years Calendar or tax year beginning in) 2011 2010 2009 2008 2007 Total of line 1, column A verage distribution rathe number of years the Enter the net value of resulting the foundation of the foundation | art I, line 8, column (c) (see instruction of the section 4940(e) for Relative foundations subject to the seave this part blank section 4942 tax on the distribut qualify under section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 4940(e) Don't in each column for each year, section 685,756 88,056 83,332 75,616 (d) | Reduced Talections) If (look of the complete o | oss), enterest on Na) tax on Na) tax on Na) tax on of any year this part of the instruction (c) noncharita on line 2 5 years , line 5. | ter Investment ar in the base part tructions before ble-use assets 1,588,319 1,575,909 1,468,881 1,598,378 1,909,816 | ent Income income eriod? making (c | any entries (d) Distribution | 0 044093 0 054417 0 059948 0 052135 0 039593 0 250186 0 050033 1,639,933 |
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| Form | 990-PF (2012) | | | | age 4 |
|------------|---|---|---------|-----|--------------|
| Pai | t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 | of the ins | tructio | ns) | |
| 1 a | Exempt operating foundations described in section 4940(d)(2), check here T and enter "N/A" on line 1 | | | | |
| | Date of ruling or determination letter (attach copy of letter if necessary-see | | | | |
| ь | instructions) Domestic foundations that meet the section 4940(e) requirements in Part V, check 1 | | | | 1,772 |
| _ | here F and enter 1% of Part I, line 27b | | | | |
| С | 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-) | | | | |
| 3 | Add lines 1 and 2 | | | | 1,772 |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | | | |
| 5 | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0 5 | | | | 1,772 |
| 6 | C redits/P ayments | | | | |
| а | 2012 estimated tax payments and 2011 overpayment credited to 2012 6a | | | | |
| b | Exempt foreign organizations—tax withheld at source 6b | | | | |
| С | Tax paid with application for extension of time to file (Form 8868) 6c 1,700 | | | | |
| d | Backup withholding erroneously withheld 6d | | | | |
| 7 | Total credits and payments Add lines 6a through 6d | | | | 1,700 |
| 8 | Enter any penalty for underpayment of estimated tax. Check here 🔽 if Form 2220 is attached 🕏 | | | | 37 |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | | | | 109 |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid • 10 | , | | | |
| 11 | Enter the amount of line 10 to be Credited to 2013 estimated tax | | | | |
| Pai | t VII-A Statements Regarding Activities | 1 | | | |
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did | | | Yes | No |
| | ıt partıcıpate or ıntervene ın any political campaign? | | . 1a | | No |
| ь | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 3 | L9 of | | | |
| | the instructions for definition)? | | . 1b | | No |
| | 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. | | | | |
| c | Did the foundation file Form 1120-POL for this year? | | 1c | | No |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year | | | | |
| | (1) On the foundation 🕨 \$ (2) On foundation managers 🕨 \$ | | | | |
| е | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax impose | d | | | |
| | on foundation managers 🕨 \$ | | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? $$. $$. | | . 2 | | No |
| | If "Yes," attach a detailed description of the activities. | | | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles | eles | | | |
| | of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | . 3 | | No |
| 4 a | Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | 4a | | No |
| b | If "Yes," has it filed a tax return on Form 990-T for this year? | | 4b | | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? | | . 5 | | No |
| | If "Yes," attach the statement required by General Instruction T. | | | | |
| 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? | | . 6 | Yes | |
| 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 | | 7 | Yes | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) | | | | |
| | <u>AL</u> | | | | |
| 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. | | 8b | Yes | |
| 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) | , | | | |
| 4.0 | If "Yes," complete Part XIV Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | 9 | | No |
| 10 | DIG any persons become substantial contributors during the tax year of these, attach a schedule listing their hames and addresses | | 10 | | No |

| 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 | | No |
| 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 | | No |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | Yes | |
| | Website address ►NA | | | |
| | | | | |
| 14 | The books are in care of ►BANKTRUST TRUST AND WEALTH MGT Telephone no ►(251) | 86/- | 3231 | |
| | Located at ►POBOX 469 BREWTON AL ZIP+4 ►36427 | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here | | 1 | ▶ ┌ |
| | and enter the amount of tax-exempt interest received or accrued during the year | | | |
| 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? | 16 | | No |
| | See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign | | | |
| | country | | | |
| Pai | t 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? Yes V No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) | | | |
| | a disqualified person? | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes 🔽 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)? | | | |
| | (6) Agree to pay money or property to a government official? (Exception. Check "No" | | | |
| | ıf the foundatıon agreed to make a grant to or to employ the official for a period | | | |
| | after termination of government service, if terminating within 90 days) Yes 🔽 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 page 20 of the instructions)? | 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 before the first day of the tax year beginning in 2012? | 1c | | |
| 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)) | | | |
| 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? | | | |
| | If "Yes," list the years 🕨 20, 20, 20, 20 | | | |
| b | Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) | | | |
| | (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) | | | |
| | to all years listed, answer "No" and attach statement—see instructions) | 2b | | |
| С | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here | | | |
| | ▶ 20, 20, 20 | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at | | | |
| | any time during the year? | | | |
| 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 | | No |
| 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 | | No |

| 13 | Statements Rega | raii | ig Activities for | VVI | iich Form 4/20 | мау | , ве кедиігеа (<i>cont</i> | іпиє | ea) | |
|-------|---|--------|--|-------|----------------------------|--------|--|--------------|-----------|-----------------------|
| 5a | During the year did the foundation | npay | or incurany amount | t to | | | | | | |
| | (1) Carry on propaganda, or other | rwise | attempt to influence | e leg | ıslatıon (section 494 | 45(e | :)) [?] | No | | |
| | (2) Influence the outcome of any | spec | ific public election (| see | section 4955), or to | car | ry | | | |
| | on, directly or indirectly, any | vote | r registration drive?. | | | | \ \ Yes \ | No | | |
| | (3) Provide a grant to an individu | al for | travel, study, or oth | ers | ımılar purposes? | | Г Yes Г | No | | |
| | (4) Provide a grant to an organiza | | | | | | | - | | |
| | in section 509(a)(1), (2), or (| | | | | • | Yes | ' No | | |
| | (5) Provide for any purpose other | | - <i>'</i> | • | | | F F | | | |
| | educational purposes, or for t | | | | | | | ' No | | |
| b | If any answer is "Yes" to 5a(1)-(| | | | | | | | | |
| | Regulations section 53 4945 or i | nac | urrent notice regard | ing d | lisaster assistance (| (see | instructions)? | • | . 5b | |
| | Organizations relying on a curren | t not | ice regarding disast | eras | ssistance check here | · . | | _ | | |
| С | If the answer is "Yes" to question | 5a(4 | 1), does the foundati | on c | laım exemptıon from | the | | | | |
| | tax because it maintained expend | liture | responsibility for th | ie gr | ant? | • | T Yes [| No | | |
| | If "Yes," attach the statement requ | ıred l | by Regulations section | n 53. | 4945-5(d). | | | | | |
| 6a | Did the foundation, during the yea | ır, re | ceive any funds, dire | ctly | or indirectly, to pay | prer | miums on | | | |
| | a personal benefit contract? | | | | | | Yes | No No | | |
| b | Did the foundation, during the yea | ır, pa | y premiums, directly | orı | ndırectly, on a perso | nal | benefit contract? | | 6b | No |
| | If "Yes" to 6b, file Form 8870. | | | | | | | | | |
| 7a | At any time during the tax year, v | vas t | he foundation a party | to a | a prohibited tax shelf | ter t | ransaction? Yes | No | | |
| b | If yes, did the foundation receive | any | proceeds or have an | y ne | t income attributable | e to t | the transaction? | | 7b | |
| | Information About | | | | | | n Managers, Highly | | d Emp | loyees, |
| Pa | and Contractors | | , | | <u> </u> | | | | • | |
| 1 | List all officers, directors, trustees | s, fo | undation managers a | nd t | heir compensation (| see i | nstructions). | | | |
| | (-) Nama and adduces | (b) | Title, and average | • | c) Compensation | _ | (d) Contributions to | (e) | Expens | e account, |
| | (a) Name and address | ا ا | hours per week evoted to position | (| If not paid, enter -0-) | | mployee benefit plans I deferred compensation | | | owances |
| RANK | TRUST TRUST AND WEALTH MGT 📆 | | STEE | | 15,801 | | 0 | | | 0 |
| | BOX 469 | 2 00 | | | 13,001 | | · · | | | Ŭ |
| 3RE | WTON,AL 36427 | | | | | | | | | |
| RAYM | IOND LYNN 📆 | 1 | /ISORY BOA | | 3,000 | | 0 | | | 0 |
| | BOX 469 WTON,AL 36427 | 2 00 | J | | | | | | | |
| | y crook 📆 | ΑD\ | /ISORY BOA | | 3,000 | | 0 | | | 0 |
| | DRAWER 920 | 2 00 | | | 5,555 | | - | | | • |
| | IORE,AL 36504 | | | | | | | | | |
| | Compensation of five highest-paid | lemi | olovees (other than i | hos | e included on line 1— | -see | instructions). If none, e | ıter " | 'NONE." | , |
| | | | T . | | | | (d) Contributions to | <u> </u> | | |
| (a) | Name and address of each employ paid more than \$50,000 | /ee | (b) Title, and avera hours per week | | (c) Compensatio | n | employee benefit plans and deferred | | | e account, owances |
| | para more than \$30,000 | | devoted to position | on | | | compensation | ľ | ciici aii | owances |
| 10 N | JE | | | | | | | | | |
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| | | |] | | | | | | | |
| | | | | | | | | | | |
| Fot a | I number of other employees hald o | War | \$50,000 | | | | | | | |

| Part VIII Information About Officers, Directors, Trusto and Contractors (continued) | ees, Foundation Managers, Highly | Paid Employees, |
|--|--|------------------|
| 3 Five highest-paid independent contractors for professional services (| (see instructions). If none, enter "NONE". | |
| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
| NONE | | |
| | | |
| | | |
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| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services. | <u></u> | |
| Part IX-A Summary of Direct Charitable Activities | | |
| List the foundation's four largest direct charitable activities during the tax year. Include rele organizations and other beneficiaries served, conferences convened, research papers produ | | Expenses |
| 1 | uceu, etc | · |
| | | 1 |
| | | |
| 2 | | |
| | | |
| | | |
| 3 | | |
| | | 1 |
| 4 | | |
| | | |
| | | |
| Part IX-B Summary of Program-Related Investments (Describe the two largest program-related investments made by the foundation during t | | A mount |
| 1 N/A | the tax year on lines I and 2 | Amount |
| 2 | | |
| | | 1 |
| | | |
| All other program-related investments See page 24 of the instructions | | |
| 3 | | - |
| | | - |
| Total Add lines 1 through 3 | | <u> </u> |

| Pa | Minimum Investment Return (All domestic foundations must complete this part. Fo see instructions.) | reign | foundations, |
|-----|---|-------|-----------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , | | |
| | purposes | | |
| а | Average monthly fair market value of securities | 1a | 1,573,433 |
| b | Average of monthly cash balances | 1b | 77,782 |
| c | Fair market value of all other assets (see instructions) | 1c | 13,690 |
| d | Total (add lines 1a, b, and c) | 1d | 1,664,905 |
| e | Reduction claimed for blockage or other factors reported on lines 1a and | | |
| | 1c (attach detailed explanation) | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 1,664,905 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see | | |
| | ınstructions) | 4 | 24,974 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4 | 5 | 1,639,931 |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 81,997 |
| Par | Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operations | atıng | foundations and |
| | certain foreign organizations check here 🕨 📗 and do not complete this part.) | | |
| 1 | Minimum investment return from Part X, line 6 | 1 | 81,997 |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | | |
| Ь | Income tax for 2012 (This does not include the tax from Part VI) 2b | | |
| С | Add lines 2a and 2b | 2c | 1,772 |
| 3 | Distributable amount before adjustments Subtract line 2c from line 1 | 3 | 80,225 |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 80,225 |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, | | |
| | line 1 | 7 | 80,225 |
| Par | Qualifying Distributions (see instructions) | | |
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes | | |
| а | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26 | 1a | 69,601 |
| b | Program-related investments—total from Part IX-B | 1b | |
| 2 | A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , | | |
| | purposes | 2 | |
| 3 | A mounts set aside for specific charitable projects that satisfy the | | |
| а | Suitability test (prior IRS approval required) | За | |
| 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 Part XIII, line 4 | 4 | 69,601 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment | | |
| | ıncome Enter 1% of Part I, line 27b (see instructions) | 5 | |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 69,601 |

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

| For | m 990-PF (2012) | | | | Page 9 |
|-----|--|----------|---------------------|------|---------------|
| Р | art XIII Undistributed Income (see instru | ictions) | | | _ |
| | | (a) | (b) | (c) | (d) 2012 |
| 1 | Distributable amount for 2012 from Part XI, line 7 | Corpus | Years prior to 2011 | 2011 | 80,225 |
| | Undistributed income, if any, as of the end of 2012 | | | | 00,220 |
| a | Enter amount for 2011 only | | | | |
| | Total for prior years 20, 20, 20 | | | | |
| | Excess distributions carryover, if any, to 2012 | | | | |
| | From 2007 | | | | |
| h | From 2008 | | | | |
| c | From 2009 | | | | |
| d | From 2010 | | | | |
| e | From 2011 | | | | |
| | Total of lines 3a through e | 15,576 | | | |
| | Qualifying distributions for 2012 from Part | | | | |
| - | XII, line 4 🕨 \$ | | | | |
| а | Applied to 2011, but not more than line 2a | | | | |
| | Applied to undistributed income of prior years | | | | |
| _ | (Election required—see instructions). | | | | |
| c | Treated as distributions out of corpus (Election | | | | |
| | required—see instructions) | | | | |
| d | Applied to 2012 distributable amount | | | | 69,601 |
| е | Remaining amount distributed out of corpus | | | | |
| 5 | Excess distributions carryover applied to 2012 | 10,624 | | | 10,624 |
| | (If an amount appears in column (d), the | | | | |
| | same amount must be shown in column (a).) | | | | |
| 6 | Enter the net total of each column as | | | | |
| | indicated below: | 4.053 | | | |
| | Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 4,952 | | | |
| ь | Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| _ | 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 | | | | |
| d | Subtract line 6c from line 6b Taxable amount | | | | |
| | —see instructions | | | | |
| е | Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see | | | | |
| | instructions | | | | |
| f | Undistributed income for 2012 Subtract | | | | |
| • | lines 4d and 5 from line 1 This amount must | | | | |
| | be distributed in 2013 | | | | 0 |
| 7 | A mounts treated as distributions out of | | | | |
| | corpus to satisfy requirements imposed by | | | | |
| | section 170(b)(1)(F) or 4942(g)(3) (see instructions) | | | | |
| R | Excess distributions carryover from 2007 not | | | | |
| | applied on line 5 or line 7 (see instructions) | | | | |
| 9 | Excess distributions carryover to 2013. | | | | |
| | Subtract lines 7 and 8 from line 6a | 4,952 | | | |
| | Analysis of line 9 | | | | |
| а | Excess from 2008 | | | | |
| | Excess from 2009 | | | | |
| | Excess from 2010 4,952 | | | | |
| | Excess from 2011 | | | | |
| е | Excess from 2012 | | | | 1 |

| P | art XIV Private Operating Four | ndations (see in | nstructions and P | art VII-A, question | on 9) | |
|----------|--|-------------------------|-----------------------|-----------------------|--------------------------|--------------|
| la | If the foundation has received a ruling or d | | | | | |
| | foundation, and the ruling is effective for 2 | · | _ | | | |
| | Check box to indicate whether the organiz | ation is a private o | perating foundation | described in section | on 4942(j)(3) o | r 4942(j)(5) |
| 2a | Enter the lesser of the adjusted net | Tax year | | Prior 3 years | | (e) Total |
| | income from Part I or the minimum investment return from Part X for each | (a) 2012 | (b) 2011 | (c) 2010 | (d) 2009 | |
| | year listed | | | | | |
| | 85% of line 2a | | | | | |
| С | 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 | | | | | |
| е | 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 | | | | | |
| а | "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 | | | | | |
| c | Part X, line 6 for each year listed "Support" alternative test—enter | | | | | |
| C | (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 | (2 1 | | | | |
| Pa | rt XV Supplementary Information assets at any time during | | | the organization | on nad \$5,000 (| or more in |
| | Information Regarding Foundation Manage | <u> </u> | msa acaons., | | | |
| а | List any managers of the foundation who ha | | | | | dation |
| | before the close of any tax year (but only I | f they have contrib | uted more than \$5, | ,000) (See section | 507(d)(2)) | |
| | NA | | | | | |
| ь | List any managers of the foundation who ov | wn 10% or more of | the stock of a corp | oration (or an equa | lly large portion of the | ne |
| | ownership of a partnership or other entity) | | | | , g - p | |
| | | | | | | |
| | NA | 0:61 1 6 1 1 | | | | |
| <u>.</u> | Information Regarding Contribution, Grant | | | | | |
| | Check here I if the foundation only ma unsolicited requests for funds. If the found | | | | | |
| | other conditions, complete items 2a, b, c, | - : | grants, etc. (see in | structions) to marv | iduals of organization | ons under |
| | | | | | | |
| а | The name, address, and telephone numbe | or e-mail of the pe | erson to whom appl | ıcatıons should be a | addressed | |
| | BANKTRUST TRUST AND WEALTH MGT | · | | | | |
| | P O BO X 469 | | | | | |
| | BREWTON,AL 36427 (251)867-3231 | | | | | |
| | | ubmitted and infor | mation and matoria | de they should incli | ıdo | |
| D | The form in which applications should be s N/A | audinicted and infor | mation and materia | ns they should incli | iue | |
| _ | · · · · · · · · · · · · · · · · · · · | | | | | |
| C | Any submission deadlines SET ANNUALLY | | | | | |
| ار ا | | cuch ac by zzzzzz | nhical areas = ===== | able fields loads -4 | inctitutions ===== | |
| a | Any restrictions or limitations on awards, factors | such as by geogra | pilicai areas, charit | avie lielūs, KINOS 01 | mstitutions, or othe | : 1 |
| | ESCAMBIA COUNTY, AL, SANTA ROSA | COUNTY, FLORIC | DA . | | | |

| 3 Grants and Contributions Paid | During the Year or App | proved for F | uture Payment | |
|--|---|-------------------------|---------------------|---------|
| Recipient | If recipient is an individual, show any relationship to | Foundation status of | Purpose of grant or | A mount |
| Name and address (home or business) | any foundation manager or substantial contributor | recipient | contribution | |
| a Paid during the year See Additional Data Table | or substantial contributor | | | |
| | | | | 59,900 |
| b Approved for future payment | | | | |
| | | | | |

| Enter gross amounts unless otherwise indicated | Unrelated bus | iness income | Excluded by section | (e) Related or exempt | |
|---|----------------------|-----------------------|-----------------------|--------------------------|--|
| 1 Program service revenue | (a) Business code | (b) A mount | (c) Exclusion code | (d) A mount | function income (See instructions) |
| a | | | | | |
| b | | | | | |
| с | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 6,514 | |
| 4 Dividends and interest from securities | | | 14 | 39,542 | |
| 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 | | | | | 1.003 |
| 8 Gain or (loss) from sales of assets other than inventory | | | | | -1,902 |
| 9 Net income or (loss) from special events10 Gross profit or (loss) from sales of inventory. | | | | | |
| 11 Other revenue aGROSS ROYALTIES | | | 15 | 61,129 | |
| b SEVERANCE TAX | | | 15 | , | |
| c OTHER EXPENSE | | | | | -4,110 |
| d DEPLETION(15%) | | | 15 | -9,169 | |
| e REFUND | | | | | 250 |
| 12 Subtotal Add columns (b), (d), and (e) | | | | 98,016 | -5,762 |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | 1 | 3 | 92,254 |
| (See worksheet in line 13 instructions to verify Part XVI-B Relationship of Activities to | | | | | |
| Explain below how each activity for wh the accomplishment of the foundation's instructions) | | | | | |
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| Part XVII | Information Re Noncharitable B | | | | | sactio | ns | and Relati | onships With | | | |
|--|--|---------------|---------|---------------|----------------------------|--------------|------------------------------|-------------------|-----------------------------|-----------------------------------|-------------|-------|
| 1 Did the orga | nization directly or indirectly | • | | | | anızatıon | desc | cribed in section | | | Yes | No |
| 501(c) of the | e Code (other than section 5 | 01(c)(3) org | anızatı | ons) or in se | ection 527, relating | to politica | alor | ganizations? | | | | |
| a Transfers | from the reporting found | dation to a | nonc | harıtable | exempt organiz | ation of | | - | | | | |
| (1) Cash | | | | | | | | | | | | No |
| | (2) Other assets | | | | | | | | | | | No |
| b Other tran | sactions | | | | | | | | | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | | | | | | | | | | No |
| (2) Purchases of assets from a noncharitable exempt organization | | | | | | | | | | | | No |
| (3) Renta | ıl of facılıtıes, equipmen | t, or other | asset | ts | | | | | | 1b(3) | | No |
| (4) Reimb | oursement arrangement | s | | | | | | | | 1b(4) | | No |
| (5) Loans | or loan guarantees | | | | | | | | | 1b(5) | | No |
| (6) Perfor | mance of services or me | embership | or fur | ndraising | solicitations. | | | | | 1b(6) | | No |
| c Sharing of | facilities, equipment, m | nailing lists | s, oth | er assets, | , or paid employ | ees | | | | 1c | | No |
| | wer to any of the above | | | | | | | | | | | |
| | ds, other assets, or servisers or servisers or sharing arrai | | | | | | | | | | 9 | |
| (a) Line No | (b) Amount involved | (c) Name of | f nonch | narıtable exe | empt organization | (d) | Des | cription of trans | fers, transactions, and sha | arıng arra | ngemer | nts |
| | | | | | | | | | | | | |
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| | ndation directly or indire in section 501(c) of the | - | | - | • | | | - | | .F _Y | es F | No |
| b If "Yes," c | omplete the following so | chedule | | | | | | | | | | |
| | (a) Name of organization | | | (E |) Type of organiza | ition | | | (c) Description of relati | onship | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |
| Sign the base | er penalties of perjury, I pest of my knowledge an ed on all information of w ***** | nd belief, it | ıs tru | ie, correc | t, and complete owledge | | ratio | | (other than taxpaye | r or fıdu | iciary) | IS |
| B - | Signature of officer or tru | ıstee | | | 2013-09-30 Date | —) | | tle | with the | (RS discus preparer sl r)? | nown belo | DW DW |
| | I | 1 | | | | ' | Da | | | ΓIN | | |
| | Print/Type preparer's name Preparer's Signature Check if self- | | | | | | Check if self- employed ▶ | 111 | | | | |
| Paid | CPA CROOK! | | CP | | | | | | | | | |
| Preparer | Firm's name ► | | WALLI | ER CROO | K & JONES PC | | | | Firm's EIN ► | | | |
| Use Only | | - | 20 20 | X 920 | | | | | | | | |
| · | | | ОВС | , A J Z U | | | | | Dhone (251) 21 | | | |
| | Fırm's address ▶ | A | ATMO | RE,AL 3 | 365040920 | | | | Phone no (251) 36 | 00-318 | 0 | |

| Recipient | If recipient is an individual, | Foundation | Purpose of grant or | A mount |
|--|--|------------------------|---------------------|---------|
| Name and address (home or business) | show any relationship to any foundation manager or substantial contributor | status of recipient | contribution | |
| a Paid during the year | | | | |
| LEAH BRUNDIDGE 1800 SOWELL ROAD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| ADRIAN GIBBS 1730 SOWELL ROAD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | -750 |
| ALLISON REID 206 OAK RIDGE CIRCLE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,500 |
| AMANDA FERGUSON 503 EAST PINE STREET ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 300 |
| AMBER BRAZILE 456 MARTIN LUTHER KING DR BREWTON,AL 36426 | NONE | | SCHOLARSHIP | -250 |
| ANDREA ALVARADO 2107 WILDWOOD DRIVE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,125 |
| ANTHONY ODOM 304 JORDAN LANDING ROAD FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 1,000 |
| ASHEIGH WARD 102 BROOKS BLVD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,500 |
| ASHLEY ANTHONY 509 DOUGLAS AVE BREWTON, AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| ASHLEY BONDS 525 OLD HIGHWAY 31 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 750 |
| ASHLEY HAMMOND PO BOX 207 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 |
| AVERY COUTURE 109 ROBIN DRIVE BREWTON, AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| BLAKELEE WHITE 544 LOUISVILLE STREET FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 |
| BROOKE WOOLARD 600 JAMES ROAD ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 |
| CATHERINE REEVES 2820 FOSHEE RD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,000 |

| Recipient | If recipient is an individual, | Foundation | Purpose of grant or | A mount |
|--|--|------------------------|---------------------|---------|
| Name and address (home or business) | show any relationship to any foundation manager or substantial contributor | status of recipient | contribution | |
| a Paid during the year | | | | |
| CHEYENNE CHAPMAN 1016 CORONADO CT GULF BREEZE,FL 32563 | NONE | | SCHOLARSHIP | 1,000 |
| CORLEIA MCGINNIS 213 CARVER AVE ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,250 |
| DESTINEE THOMPSON 147 OLD HIGHWAY 31 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 300 |
| DWIGHT CODY BURNHAM 340 CROOK RD BREWTON, AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| ELIZABETH ANNE STOKES 121 ALEXANDER DRIVE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| FLORIDA BAPTIST CHILDREN PO BOX 8190 LAKELAND, FL 33802 | NONE | | RELIGION | 2,079 |
| JAKE CHANDLER 1630 JORDAN ROAD FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 |
| JAMES JONATHON WATTS 2203 DOGWOOD LANE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 750 |
| JAMES WEBSTER P O BOX 724 ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,250 |
| JON ROBERT DEAN 224 COWPEN CREEK RD ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,000 |
| JONATHON STRAITON 141 BRANTLEY LANE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| JORDAN SAVANNAH BRAY 5041 VINSON LANE JAY,FL 32565 | NONE | | SCHOLARSHIP | 1,000 |
| JULIA SKAGGS P O BOX 337 JAY,FL 32565 | NONE | | SCHOLARSHIP | 500 |
| KAITLYN HAMBRICK 39841 HIGHWAY 31 BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 750 |
| KATHERINE BROCK 5735 WHISPERING WOODS DRI PACE,FL 32571 | NONE | | SCHOLARSHIP | 1,000 |

| Recipient | If recipient is an individual, | Foundation | Purpose of grant or | A mount | |
|---|--|------------------------|---------------------|---------|--|
| Name and address (home or business) | show any relationship to any foundation manager or substantial contributor | status of recipient | contribution | | |
| a Paid during the year | | | | | |
| KEVIN STANTON 5915 OLD POLLAED ROAD JAY,FL 32565 | NONE | | SCHOLARSHIP | 750 | |
| KRISTEN BYUHASZ 108 LAMKIN RD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 750 | |
| KRISTEN MATTHEWS 1307 MEDICAL PARK DRIVE ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,000 | |
| MALLORY BOOKER 80 NORTH BAGGETT CIRCLE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 400 | |
| MEGAN STANTON 5915 OLD POLLARD ROAD JAY,FL 32565 | NONE | | SCHOLARSHIP | 750 | |
| METHODIST CHILDREN HOME P O 859 SELMA,AL 367020859 | NONE | | RELIGION | 2,079 | |
| MIRANDA CUTTS 1040 JORDAN RD FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 750 | |
| MONICA DUNN 28414 HWY 31 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 | |
| MORGAN NICHOLS 304 SOUTH CARNEY STREET ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 | |
| MT CARMEL UNITED METHODIS 15020 HIGHWAY 98 JAY,FL 32565 | NONE | | RELIGION | 1,039 | |
| PATRICK TANNER KIRK 11880 HWY 31 ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,000 | |
| PERRY MITCHELL JONES 1761 ROCKAWAY CREEK RD ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 2,000 | |
| SARAH CARPENTER 13802 MUNSON HWY MILTON,FL 32570 | NONE | | SCHOLARSHIP | 1,000 | |
| SETH LASSISTER 198 SORRENTO ROAD ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,000 | |
| SPINKS MEGGINSON 2109 WILDWOOD DR BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,500 | |

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|---|---|--------------------------------------|-------------------------------------|-------------|
| 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 | A mount |
| a Paid during the year | or substantial continuator | | | |
| STEPHEN WARREN 160 SCOTT RD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| TESS BLACKMON 1617 BROOKWOOD DRIVE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| TYLER BRANTLEY P O BOX 333 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 1,000 |
| VANESSA FELL 4316 RHONDA ROAD PACE,FL 32571 | NONE | | SCHOLARSHIP | 500 |
| WADE ALAN ASH 1463 GRUBBS STREET ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 1,000 |
| WHITNEY ELLIOTT 190 ROLL TIDE LANE WING,AL 36483 | NONE | | SCHOLARSHIP | 1,000 |
| WHITNEY WALTHER 11393 HWY 87 N MILTON,FL 32570 | NONE | | SCHOLARSHIP | 600 |
| WILLIAM SHANNON HALL 102 NOPAJOPE LANE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 1,000 |
| WILLIAM W MCCORMICK 80 BAYBRIDGE DRIVE GULF BREEZE,FL 32561 | NONE | | SCHOLARSHIP | 1,250 |
| SKLAR GRISSETT 316 POLK RD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | -147 |
| TAMEKA STANLEY 708 LOVELACE AVE BREWTON, AL 36426 | NONE | | SCHOLARSHIP | -375 |
| JASMINE ADAMS 2194 FREEMANVILLE DRIVE ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 |
| NICHOLAS ADAMS 306 NORTHPINE STREET BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| TIFFANI ANTHONY 111 ROADWAY STREET BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| KRISTEN BALL 195 BAY HILL ROAD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |

| Recipient | If recipient is an individual, | Foundation status of | Purpose of grant or contribution | A mount | |
|--|--|-------------------------|----------------------------------|---------|--|
| Name and address (home or business) | show any relationship to any foundation manager or substantial contributor | recipient | | | |
| a Paid during the year | | | | | |
| ARRON BELL P O BOX 201 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 | |
| JOSHUA HUNTER BONDS 525 OLD HIGHWAY 31 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 | |
| MIRANDA CARAWAY 224 COWPEN CREEK ROAD ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 | |
| JENNA CARTER 167 MCGOUGIN ROAD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 | |
| CHRISTOPHER DAILY 4707 UPPER CREEK ROAD FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 750 | |
| JAMES A DEAN 224 COWPEN CREEK ROAD ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 | |
| DAVIS CONNOR DENTON 155 BELLE MEADE DRIVE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 250 | |
| AMANDA DUNN 28414 HIGHWAY 31 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 | |
| QUENSTON EPHRIAM JR 309 4TH AVENUE ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 | |
| TAYLOR GUTHRIE 103 DOGWOOD LANE W BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 | |
| HUNTER JERNIGAN 9029 APPLETON ROAD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 | |
| CODY KAUNITZ 5207 AVEEDIA DEL FUEGO PACE,FL 32571 | NONE | | SCHLARSHIP | 500 | |
| BRENNA KELLY 1424 DAILY STREET BREWTON,AL 36426 | NONE | | SCHLORASHIP | 500 | |
| LAUREN LAMBETH 250 OIL WELL ROAD FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 | |
| LARRY KEN MARTIN 350 OLD HIGHWAY 31 FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 | |

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|--|--|--------------------------------------|-------------------------------------|---------|
| 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 | A mount |
| a Paid during the year | or substantial contributor | | | |
| BRITTANY B MCGHEE 2862 LOWERY LANDING ROAD BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| AMBER NELSON 139 HOMESTEAD LANE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| BRANDON NELSON 139 HOMESTEAD LANE BREWTON,AL 36426 | NONE | | SCHOLARSHIP | 500 |
| JACOB NEWTON 475 PHILLIPS ROAD FLOMATON,AL 36441 | NONE | | SCHLOARSHIP | 500 |
| JAMIEKA NORTH PO BOX 925 ATMORE,AL 36502 | NONE | | SCHOLARSHIP | 500 |
| ELIZABETH NICOLE SIMPSON 409 OLD FANNIE ROAD FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 |
| JESSICA SUTTON 1931 LOUISVILLE STREET FLOMATON,AL 36441 | NONE | | SCHOLARSHIP | 500 |
| Total | | | | 59,900 |

TY 2012 Accounting Fees Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-------------------|--------|--------------------------|------------------------|---|
| ACCOUNTING FEES-C | 4,363 | 1,500 | | |
| TAX SERVICE-SCH | 925 | | | |

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TY 2012 Compensation Explanation

Name: LAURA C HIGDON CHARITABLE FOUND

| Person Name | Explanation |
|--------------------------------|-------------|
| BANKTRUST TRUST AND WEALTH MGT | |
| RAYMOND LYNN | |
| JIMMY CROOK | |

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TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Name | Date Acquired | How Acquired | Date Sold | Purchaser Name | Gross Sales Price | Basis | Basis Met hod | Sales Expenses | Total (net) | Accumulated Depreciation |
|----------------------------|------------------|--------------|-----------|-------------------|----------------------|--------|------------------|-------------------|----------------|-----------------------------|
| 865 95 AMER NEW PERSPEC | 1998-06 | PURCHASE | 2012-02 | | 25,000 | 19,201 | | | 5,799 | |
| 1004 WASH MUT FD | 1997-06 | PURCHASE | 2012-02 | | 30,000 | 29,258 | _ | _ | 742 | |
| FED TOT RET BD FD | 2012-01 | PURCHASE | 2012-01 | | 91 | | _ | _ | 91 | |
| FED TOT RET BD FD | 2012-01 | PURCHASE | 2012-01 | | 126 | | | | 126 | |

TY 2012 Investments Corporate Bonds Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Name of Bond | End of Year Book Value | End of Year Fair Market Value | |
|--------------------------|---------------------------|----------------------------------|--|
| JP MORGAN CHASE & CO-SCH | 24,712 | 25,989 | |
| GENERAL ELEC CAP CORP | 50,000 | 50,787 | |

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TY 2012 Investments Corporate Stock Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Name of Stock | End of Year Book Value | End of Year Fair Market Value |
|------------------------------|---------------------------|----------------------------------|
| MORGAN STANLEY CAPITAL TRUST | 50,000 | 49,980 |

TY 2012 Investments Government Obligations Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

EIN: 63-6197968

US Government Securities - End of

Year Book Value: 130,000

US Government Securities - End of

Year Fair Market Value: 130,202

State & Local Government

Securities - End of Year Book

Value: 135,000

State & Local Government Securities - End of Year Fair

Market Value: 139,153

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TY 2012 Investments - Other Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Category/ Item | Listed at Cost or FMV | Book Value | End of Year Fair Market Value |
|-------------------------------------|-----------------------|------------|----------------------------------|
| AMERICAN NEW PERSPECTIVE-SCH | AT COST | 142,161 | 184,780 |
| AMERICAN NEW PERSPECTIVE | AT COST | | |
| BOND FUND OF AMERICA | | | |
| BOND FUND OF AMERICA | AT COST | 63,127 | 58,033 |
| CAPITAL INCOME BUILDER-SCH | AT COST | 244,971 | 273,802 |
| CAPITAL INCOME BUILDER | AT COST | 155,773 | 178,126 |
| EUROPACIFIC GROWTH FUND-SCH | AT COST | 75,000 | 64,680 |
| FEDERATED MDT BALANCED FUND 285 | AT COST | | |
| FEDERATED STOCK TRUST FD 19 | AT COST | | |
| FEDERATED TOTAL RETURN BOND FUND 32 | AT COST | 25,234 | 27,426 |
| GROWTH FUND OF AMERICA-SCH | AT COST | 100,000 | 106,322 |
| INCOME FUND OF AMERICA-SCH | AT COST | 105,967 | 108,319 |
| INCOME FUND OF AMERICA | AT COST | 61,635 | 60,167 |
| WASHINGTON MUTUAL-SCH | AT COST | 217,760 | 220,769 |

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TY 2012 Other Assets Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Description | Beginning of Year - Book Value | End of Year - Book Value | End of Year - Fair Market Value |
|----------------------------|-----------------------------------|-----------------------------|------------------------------------|
| ROYALTY INTEREST | 44,380 | 44,379 | 44,379 |
| ACCUMULATED DEPLETION(15%) | -26,105 | -35,274 | -35,274 |

DLN: 93491287005033

TY 2012 Other Income Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Description | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|-----------------|-----------------------------------|--------------------------|---------------------|
| GROSS ROYALTIES | 61,129 | 61,129 | 61,129 |
| OTHER EXPENSE | -4,110 | | -4,110 |
| DEPLETION(15%) | -9,169 | -9,169 | -9,169 |
| REFUND | 250 | | 250 |

TY 2012 Taxes Schedule

Name: LAURA C HIGDON CHARITABLE FOUND

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------------|--------|--------------------------|------------------------|---|
| REAL ESTATE TAX-SCH | 13 | 13 | | |
| DEPARTMENT OF TREASURY-C | 38 | | | |
| DEPARTMENT OF TREASURY-SCH | 1,679 | | | |