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Form **990-PF**

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 03-01-2012 , and ending 02-28-2013

Name of foundation
MERRILL I & GRACE HANKS CHARITABLE TR

A Employer identification number
61-6394207

Number and street (or P O box number if mail is not delivered to street address)
REGIONS BANK TRUSTEE PO BOX 1628

Room/suite

B Telephone number (see instructions)
(251) 690-1411

City or town, state, and ZIP code
MOBILE, AL 366331628

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,967,374

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	151			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	97,965	97,570		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	81,129			
	b	Gross sales price for all assets on line 6a 1,711,442				
	7	Capital gain net income (from Part IV, line 2) . . .		81,129		
	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)	1,125	0		
	12	**Total.** Add lines 1 through 11	180,370	178,699		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	33,417	8,354		25,063
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).				
	b	Accounting fees (attach schedule).	4,955	0		4,955
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,250	1,978		0
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule).	553	553		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	42,175	10,885		30,018
	25	Contributions, gifts, grants paid.	146,514			146,514
	26	**Total expenses and disbursements.** Add lines 24 and 25	188,689	10,885		176,532
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-8,319			
	b	**Net investment income** (if negative, enter -0-)		167,814		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

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	284,364	65,560	65,560
	2	Savings and temporary cash investments			
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	35,234	26,059	29,718
	b	Investments—corporate stock (attach schedule)	2,412,810	2,426,522	2,943,446
	c	Investments—corporate bonds (attach schedule)	386,357	482,571	515,704
	11	Investments—land, buildings, and equipment basis ▶ 151 Less accumulated depreciation (attach schedule) ▶		151	151
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	298,144	401,704	412,795
	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)	3,416,909	3,402,567	3,967,374
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)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	3,416,909	3,402,567	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,416,909	3,402,567	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,416,909	3,402,567	

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	3,416,909
2	Enter amount from Part I, line 27a	2	-8,319
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,408,590
5	Decreases not included in line 2 (itemize) ▶	5	6,023
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,402,567

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)
1 a	PUBLICLY TRADED SECURITIES	P		
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	1,711,442		1,630,313	81,129
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				81,129
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	81,129
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 page 18 of 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	175,323	3,780,325	0 046378
2010	22,273	3,302,804	0 006744
2009			
2008			
2007			

2	**Total** of line 1, column (d).	2	0 053122
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 026561
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,769,472
5	Multiply line 4 by line 3.	5	100,121
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,678
7	Add lines 5 and 6.	7	101,799
8	Enter qualifying distributions from Part XII, line 4.	8	176,532

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	1,678
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	1,678
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,678
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	640		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	640
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	1,038
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** ▶	**Refunded** ▶		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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
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.*	2		No
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*	3		No
4a	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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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		No
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) ▶ 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*	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)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		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 ▶N/A

14 The books are in care of ▶REGIONS BANK TRUST DEPT Telephone no ▶(251) 690-1411

Located at ▶PO BOX 1628 MOBILE AL ZIP +4 ▶366331628

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year . . . ▶ | 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?	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 ▶

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? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(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)? ☐ Yes ☑ 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). ☐ 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		No
	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		No
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? ☐ Yes ☑ No			
	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		
c	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____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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		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

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)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **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
REGIONS BANK PO BOX 1628 MOBILE,AL 366331628	TRUSTEE 2 00	33,417	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 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,676,704
b	Average of monthly cash balances	1b	150,064
c	Fair market value of all other assets (see instructions)	1c	107
d	**Total** (add lines 1a, b, and c)	1d	3,826,875
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,826,875
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	57,403
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,769,472
6	**Minimum investment return.** Enter 5% of line 5	6	188,474

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.)

1	Minimum investment return from Part X, line 6	1	188,474
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 1,678		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,678
3	Distributable amount before adjustments Subtract line 2c from line 1	3	186,796
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	186,796
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	186,796

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	176,532
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	176,532
5	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)	5	1,678
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	174,854

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
1 Distributable amount for 2012 from Part XI, line 7				186,796
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			146,514	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 176,532				
a Applied to 2011, but not more than line 2a			146,514	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				30,018
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				156,778
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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

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

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

See Additional Data Table

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

See Additional Data Table

c Any submission deadlines

See Additional Data Table

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

See Additional Data Table

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
a *Paid during the year*				
ALABAMA BAPTIST CHILDREN'S HOME PO BOX 361767 BIRMINGHAM, AL 35236	NONE	501(C)(3)	TO PROVIDE HOUSING FOR UNDERPRIVILIGED CHILDREN IN A CHRISTIAN SETTING	118,996
UNIVERSITY OF MOBILE 5735 COLLEGE PARKWAY MOBILE, AL 36613	NONE	501(C)(3)	TO PROVIDE SCHOLARSHIPS TO STUDENTS AT THE UNIVERSITY OF MOBILE	27,518
Total . . . . ▶ **3a**				146,514
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	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	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	97,965	
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.					1,125
8 Gain or (loss) from sales of assets other than inventory			18	81,129	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		179,094	1,125

13 Total. Add line 12, columns (b), (d), and (e). 13 180,219

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
7	2011 FEDERAL TAX REFUND

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

******	2013-06-26	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
J WILBERT JORDAN JR	J WILBERT JORDAN JR	2013-06-26		P00275848
Firm's name	SMITH DUKES & BUCKALEW LLP		Firm's EIN 63-0191630	
Firm's address	3800 AIRPORT BLVD MOBILE, AL 366081667		Phone no (251) 343-1200	

Form 990PF Part XV Line 2a - 2d - Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

OFFICE OF FINANCIAL AID UNIVERSITY
5735 COLLEGE PKWY
MOBILE, AL 36613
(251) 442-2222

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

APPLICATION AVAILABLE FROM UNIVERSITY FINANCIAL AID OFFICES ABOVE

c Any submission deadlines

DECEMBER 15 PRIOR TO START OF ACADEMIC YEAR

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

RESTRICTED TO ENTERING FULL-TIME FRESHMEN, SOPHOMORES, JUNIORS OR SENIORS WITH RELIGION MAJOR OR MINOR INTENDING TO ENTER A CAREER AS A PASTOR, PRIORITY GIVEN TO STUDENTS FROM ESCAMBIA AND MONROE COUNTIES IN ALABAMA

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

OFFICE OF FINANCIAL AID SAMFORD UNI
800 LAKESHORE DRIVE
BIRMINGHAM, AL 35229
(205) 726-2905

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

APPLICATION AVAILABLE FROM UNIVERSITY FINANCIAL AID OFFICES ABOVE

c Any submission deadlines

DECEMBER 15 PRIOR TO START OF ACADEMIC YEAR

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

RESTRICTED TO ENTERING FULL-TIME FRESHMEN, SOPHOMORES, JUNIORS OR SENIORS WITH RELIGION MAJOR OR MINOR INTENDING TO ENTER A CAREER AS A PASTOR, PRIORITY GIVEN TO STUDENTS FROM ESCAMBIA AND MONROE COUNTIES IN ALABAMA

TY 2012 Accounting Fees Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,955	0		4,955

TY 2012 Investments Corporate Bonds Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Name of Bond	End of Year Book Value	End of Year Fair Market Value
8000 COMCAST CORP 5.7%	8,501	9,738
10000 DIRECTV HOLDINGS 3.55%	10,283	10,474
9000 TARGET CORP 5.375%	9,249	10,530
10000 ANHEUSER-BUSCH 2.875%	10,085	10,597
7000 CVS/CAREMARK	0	0
9000 KRAFT FOODS INC	9,162	9,145
8000 HESS CORP	9,441	10,302
18000 PETROBRAS INTL	18,744	19,981
8000 TALISMAN ENERGY INC	9,332	10,251
10000 BARCLAYS BANK	9,926	10,598
10000 CITIGROUP INC	10,322	10,404
23000 CITIGROUP INC	0	0
19000 CREDIT SUISSE	19,718	20,098
9000 GE CAPITAL CORP	9,245	10,357
8000 GOLDMAN SACHS GROUP	8,797	10,115
9000 GOLDMAN SACHS GROUP	9,214	9,528
8000 JP MORGAN CHASE	8,263	9,799
8000 MERRILL LYNCH CO	8,290	9,698
9000 MERRILL LYNCH CO	8,306	10,263
9000 MORGAN STANLEY CO	8,960	10,411
20000 PROVINCE OF ONTARIO	20,043	20,188
9000 PRUDENTIAL FINL	9,040	10,087
9000 WACHOVIA CORP	9,065	10,590
8000 PFIZER INC	9,101	10,069
9000 CSX CORP	9,797	10,004
7000 CATERPILLAR INC	7,799	9,446
9000 GE CO	9,456	10,573
9000 CA INC	9,355	10,212
10000 HP CO	10,013	10,139
8000 ORACLE CORP	8,617	9,683

Name of Bond	End of Year Book Value	End of Year Fair Market Value
8000 TIME WARNER CABLE	8,847	9,795
00206RAM4 AT&T INC	8,314	9,544
92343VAW4 VERIZON COMMUNICATIONS	8,371	9,672
7000 AFLAC INC	8,596	9,535
10000 AMERICAN EXPRESS	10,186	10,459
10000 MORGAN STANLEY CO	10,189	10,480
10000 SUNTRUST BKS INC	10,056	10,761
9000 TOYOTA MOTOR CREDIT CORP	9,012	9,663
8000 TEVA PHARMA FIN	0	0
10000 INTEL CORP	10,068	10,450
20000 INTERNATIONAL BUSINESS MACHINES	20,544	20,774
20000 BHP BILLITON FIN USA	19,995	20,200
8000 TELEFONICA EMISIONES SAU	0	0
10000 DUKE ENERGY CORPORATION	10,051	10,343
8000 WAL MART STORES INC 4/15/38	10,690	10,621
9000 MONDELEZ INTERNATIONAL 2/9/16	9,239	9,810
10000 CHEVRON CORP	10,052	10,024
20000 ROYAL BANK OF CANADA	19,994	20,042
9000 CISCO SYSTEMS 2/22/16	10,243	10,251

TY 2012 Investments Corporate Stock Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Name of Stock	End of Year Book Value	End of Year Fair Market Value
260 SHS BAMXY (BMW)	6,447	8,003
280 SHS CHICOS FAS INC	2,492	4,754
463 SHS COPART INC	8,627	15,807
325 SHS EXPONET INC	10,388	16,338
70 SHS GAP INC	1,395	2,304
110 SHS HARMAN INTL INDS INC	0	0
180 SHS GUESS INC	6,640	4,984
1120 SHS MATTEL INC	0	0
1070 SHS MCGRAW HILL INC	0	0
249 SHS POOL CORP	5,057	11,384
80 SHS ROSS STORES INC	1,880	4,640
1330 SHS STAPLES INC	0	0
164 SHS TEMPUR-PEDIC INTL	0	0
60 SHS URBAN OUTFITTERS INC	1,915	2,431
188 SHS STEINER LEISURE LTD	0	0
105 SHS BRITISH AMERICAN TOB PLC	7,684	10,949
680 SHS CVS/CAREMARK CORP	26,773	34,762
80 SHS CLOROX CO	0	0
460 SHS PEPSICO INC	30,715	34,854
587 SHS PHILIP MORRIS INTL INC	33,864	53,857
510 SHS PROCTER & GAMBLE CO	33,329	38,852
840 SHS WALGREEN CO	0	0
60 SHS BUNGE LTD	3,677	4,447
320 SHS APACHE CORP	0	0
50 SHS CAMERON INTL CORP	0	0
27 SHS CARBO CERAMICS INC	0	0
430 SHS CHEVRON CORP	38,873	50,379
42 SHS CHINA PETROLEUM	3,660	4,770
530 SHS EXXON MOBIL CORP	42,407	47,462
716 SHS OAO GAZPROM ADR	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1050 SHS HALLIBURTON CO	0	0
176 SHS NEXEN INC	0	0
40 SHS NOBLE ENERGY INC	2,905	4,433
221 SHS LUKOIL ADR	12,345	14,176
460 SHS SCHLUMBERGER LTD	38,061	35,811
550 SHS STATOIL ASA	13,710	13,712
510 SHS AMERICAN EXPRESS CO	12,860	31,697
70 SHS AMERIPRISE FINL INC	2,831	4,804
384 SHS AUSTRALIA & NEW ZEALAND BKG	7,737	11,290
225 SHS BANK OF MONTREAL	0	0
836 SHS BANK OF CHINA LTD	9,588	9,864
160 SHS BLACKROCK INC	32,812	38,360
429 SHS BROWN & BROWN INC	7,070	12,870
340 SHS CBR ELLIS GROUP	5,680	8,218
789 SHS CHEUNG KONG HDGS LTD	9,951	12,271
209 SHS COHEN & STEERS INC	4,524	6,891
477 SHS FEDERATED INVS INC	11,986	11,076
210 SHS GOLDMAN SACHS GROUP INC	0	0
1090 SHS JP MORGAN CHASE CO	43,214	53,323
530 SHS JANUS CAPITAL GROUPS	6,267	4,908
335 SHS MUENCHENER RUECK ADR	4,863	6,031
110 SHS NASDAQ OMX GROUP INC	0	0
546 SHS PRUDENTIAL FINL INC	23,935	30,341
480 SHS TRAVELERS CO	22,713	38,602
267 SHS UN OVERSEAS BK LTD	7,362	8,232
260 SHS VISA INC	22,639	41,246
103 SHS ACE LTD	6,177	8,795
319 SHS ABAXIS INC	8,058	13,532
330 SHS ALLERGAN INC	17,170	35,779
164 SHS ASTRAZENECA PLC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
20 SHS CELGENE CORP	1,135	2,065
90 SHS EXPRESS SCRIPTS INC	4,154	5,124
370 SHS HAEMONETICS CORP	10,261	15,263
480 SHS JOHNSON & JOHNSON	31,587	36,533
800 SHS MERCK & CO	28,100	34,184
194 SHS NOVARIS AG	10,471	13,153
570 SHS STRYKER CORP	31,847	36,412
188 SHS TECHNE CORP	11,947	12,782
520 SHS TEVA PHARMACEUTICAL INDS	0	0
249 SHS THERMO FISHER SCIENTIFIC INC	11,583	18,376
88 SHS ADVISORY BOARD CO	1,435	4,471
134 SHS CANADIAN NAT RAILWAY	0	0
450 SHS CATERPILLAR INC	0	0
90 SHS ENERGIZER HOLDINGS INC	0	0
30 SHS FLOWSERVE CORP	2,972	4,815
1710 SHS GE CO	31,850	39,706
100 SHS JACOBS ENGR GROUP	3,992	4,884
89 SHS LINCOLN ELEC HLDGS INC	2,263	4,988
510 SHS NORFOLK SOUTHERN CORP	0	0
80 SHS ROCKWELL COLLINS INC	4,438	4,809
234 SHS ROLLINS INC	3,240	5,735
539 SHS SUMITOMO CORP	6,507	6,625
380 SHS 3M CO	29,384	39,520
104 SHS UNITED CONTINENTAL HLDGS	2,154	2,778
390 SHS UNITED TECHNOLOGIES CORP	27,142	35,315
110 SHS AGILENT TECHNOLOGIES INC	4,116	4,563
130 SHS ALTERA CORP	0	0
203 SHS ANSYS INC	9,741	15,387
187 SHS BLACKBAUD INC	4,299	5,199
1730 SHS CISCO SYSTEMS INC	41,508	36,079

Name of Stock	End of Year Book Value	End of Year Fair Market Value
263 SHS CPSI INC	11,435	13,733
640 SHS EMC CORP	10,369	14,726
123 SHS FACTSET RESH SYS INC	9,216	11,967
25 SHS GOOGLE INC	15,635	20,030
437 SHS JACK HENRY & ASSOC INC	10,023	19,106
260 SHS HITTITE MICROWAVE CORP	13,932	16,859
70 SHS ITT EDL SVCS INC	0	0
1110 SHS INTEL CORP	22,793	23,177
250 SHS JABIL CIRCUIT INC	4,386	4,684
870 SHS JUNIPER NETWORKS INC	19,797	17,992
140 SHS NETAPP INC	6,726	4,738
200 SHS NVIDIA CORP	2,679	2,532
1090 SHS ORACLE CORP	23,926	37,322
530 QUALCOMM INC	21,250	34,789
290 SHS ROGERS COMMUN INC	0	0
182 SHS SAP AG	8,496	14,232
300 SHS TERADYNE INC	3,021	5,028
50 SHS WESTERN DIGITAL CORP	1,405	2,358
130 SHS XILINX INC	3,310	4,845
166 SHS APTARGROUP INC	7,139	8,954
150 SHS ARCH COAL INC	0	0
161 SHS BASF SE ADR	9,952	15,193
191 SHS BHP BILLITON PLC	11,494	12,069
100 SHS BARRICK GOLD CORP	0	0
90 SHS CARPENTER TECH CORP	3,751	4,251
438 SHS MONSANTO CO	28,985	44,251
80 SHS MOSAIC CO	4,711	4,683
120 SHS NEWMONT MINING CORP	0	0
80 SHS PEABODY ENERGY CORP	0	0
154 SHS RBC BEARINGS INC	4,012	7,675

Name of Stock	End of Year Book Value	End of Year Fair Market Value
134 SHS VALE SA	2,754	2,545
319 SHS NIPPON TELEG & TEL CORP	7,100	7,244
341 SHS SINGAPORE TELECOMM LTD	7,592	9,477
770 SHS VERIZON COMMUNICATIONS	25,110	35,828
236 SHS CIA SANEAMENTO BASICO	5,377	11,413
480 SHS NEXTERA ENERGY INC	26,805	34,498
120 SHS SOUTHWEST ENERGY CO	0	0
225 SHS ADIDAS AG	8,294	10,266
150 SHS BRINKER INTL INC	4,026	5,007
326 SHS GENTING BERHAD	0	0
370 SHS HASBRO INC	0	0
980 SHS JOHNSON CTLS INC	31,816	30,841
317 SHS TORO CO	11,086	14,297
254 SHS VOLKSWAGEN AG SPONSORED ADR EACH ADR REPRS TWO ORDINARY SHS	7,996	10,483
197 SHS AMBEV-COMPANHIA DE BEBIDAS DAS AMERICAS PFD ADR	6,854	8,743
856 SHS COMPASS GROUP PLC SPON ADR NEW	8,186	10,401
273 SHS BP PLC SPONSORED ADR ONE ADR REPRS 6 ORDINARY SHS	11,426	11,029
166 SHS ECOPETROL SA - SPONSORED ADR	0	0
310 SHS OCCIDENTAL PETE CORP	0	0
40 SHS PIONEER NATURAL RESOURCES	3,915	5,032
158 SHS SEADRILL LTD	4,642	5,794
306 SHS BANCO BRADESCO BANCO BRADESCO S.A.	4,558	5,499
70 SHS DIGITAL REALTY TRUST INC	4,410	4,689
260 SHS HSBC HOLDINGS PLC SPONS ADR NEW ONE ADR REPRS 5 ORD SHS	10,271	14,414
200 SHS HARTFORD FINL SVCS GROUP INC	5,144	4,722
480 SHS METLIFE INC	17,460	17,011
319 SHS NATIONAL AUSTRALIA BK LTD SPONSORED ADR ONE ADR RPRS 5 ORD SHS	0	0
264 SHS PRUDENTIAL PLC ADR	5,381	7,880
144 SHS RLI CORP	8,499	9,927
382 SHS SAMPO OYJ - A SHS-UNSP ADR	5,697	7,069

Name of Stock	End of Year Book Value	End of Year Fair Market Value
507 SHS SWEDBANK AB	7,250	12,231
5 SHS INTUITIVE SURGICAL	0	0
380 SHS LABORATORY CORP AMER HLDGS COM NEW	29,662	33,668
318 SHS MERCK KGAA UNSPONSORED ADR	9,826	14,966
496 SHS OWENS & MINOR INC	15,651	15,103
554 SHS ABB LTD SPON ADR	11,764	12,587
110 SHS ALASKA AIR GROUP	3,630	5,671
50 SHS ALLIANCE DATA SYSTEMS CORP	5,842	7,935
100 SHS BE AEROSPACE INC	4,640	5,261
620 SHS EMERSON ELECTRIC CO	35,907	35,154
322 SHS KOMATSU LTD SPON ADR NEW ONE	0	0
311 SHS LVMH MOET HENNESSY LOUIS VUITTON-ADR	10,261	10,726
186 SHS LANDSTAR SYS INC COM	8,709	10,470
154 SHS MAKITA CORP	6,716	7,008
125 SHS MITSUBISHI CORPORATION-SPONS ADR	5,583	4,983
17 SHS MITSUI & CO LTD SPONS ADR	5,781	5,064
300 SHS WEICHAI POWER CO. LTD-UNSP ADR	0	0
131 SHS CNH GLOBAL NV	0	0
890 SHS BROADCOM CORP CL A	31,260	30,340
111 SHS CABOT MICROELECTRONICS CORP	0	0
552 SHS LENOVO GROUP LTD ADR	8,537	12,328
99 SHS OPEN TEXT CORP	5,638	5,441
392 SHS TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR	5,534	7,154
840 SHS TEXAS INSTRS INC	0	0
159 SHS CHECK POINT SOFTWARE TECH LT ORD	0	0
146 SHS EXXARO RESOURCES LTD-SP ADR	0	0
41 SHS JIANGXI COPPER COMPANY LTD SPONSR ADR	5,002	3,929
80 SHS MOLYCORP, INC	0	0
270 SHS PRAXAIR INC	26,775	30,524
100 SHS RIO TINTO PLC SPONSORED ADR ONE ADR REPRS 4 ORD SHS	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
940 SHS JARDINE STRATEGIC UNSPON AD	13,656	18,048
131 SHS BCE INC	0	0
129 SHS CHUNGHWA	0	0
666 SHS TELSTRA CORPORATION LIMITED	0	0
261 SHS VODAFONE GROUP PLC SP ADR	0	0
137 SHS NATIONAL GRID GROUP PLC SPON ADR	6,760	7,549
969 SHS POWER ASSETS HOLDINGS LIMITED SPON ADR	7,397	8,641
80 SHS PROGRESS ENERGY INC	0	0
70 SHS SEMPRA EMERGY	3,873	5,443
130 SHS WISCONSIN ENERGY CORP	4,512	5,369
250 SHS AMERICAN EAGLE OUTFITTERS	4,360	5,170
10 SHS AUTOZONE	3,779	3,802
80 SHS BED BATH & BEYOND	5,227	4,540
620 SHS WALT DISNEY CO	30,666	33,846
970 SHS LOWE'S COMPANY	30,914	37,006
330 SHS MCDONALDS CORP	30,661	31,647
276 SHS NISSAN MOTOR CO LTD	5,759	5,606
124 SHS SEVEN & I HOLDINGS CO	7,941	7,274
590 SHS TARGET CORP	34,473	37,146
150 SHS THOR INDS INC	6,149	5,639
520 SHS TIFFANY & CO	29,906	34,923
132 SHS TOYOTA MOTOR CORP	12,598	13,543
25 SHS TRACTOR SUPPLY CO	2,581	2,600
50 SHS UNDER ARMOUR INC CLASS A	2,422	2,464
160 SHS CONAGRA FOODS INC	4,459	5,458
570 SHS HJ HEINZ CO	30,478	41,285
180 SHS KROGER	4,474	5,258
385 SHS UNICHARM CORPORATION	4,358	4,482
382 SHS WAL MART DE MEXICO SAB DE CV	9,690	11,958
380 ANADARKO PETROLEUM	27,733	30,240

Name of Stock	End of Year Book Value	End of Year Fair Market Value
392 PTT EXPLORATION	3,794	4,164
290 SHS PHILIPS 66	15,687	18,258
242 SHS RPC INC	2,966	3,916
282 SHS BNP PARIBAS	7,386	7,946
729 SHS BANCO SANTANDER	6,230	5,526
130 SHS BANK OF OZARKS INC	4,152	4,991
329 SHS BARCLAYS PLC	6,186	6,103
259 SHS CHINA MINSHENG BANKING CORP	2,442	3,607
150 SHS FIFTH THIRD BANCORP	2,449	2,376
258 SHS GRUPO FINANCIERO BANORTE	5,722	9,530
382 SHS IND & COMM BK OF CHINA UNSPONSOR	5,451	5,487
30 SHS JONES LANG LASALLE INC	2,759	2,899
202 SHS KASIKORNBANK PUBLIC CO LMTD	4,464	5,921
1120 SHS MITSUBISHI UF J FINL GRP	5,751	6,205
168 SHS NATIONAL INTERSTATE CORP	4,372	5,591
525 PT BANK MANDIRI	4,471	5,460
30 SHS T ROWE PRICE GROUP	2,133	2,136
101 SHS ROYAL BANK OF CANADA	5,491	6,273
35 SHS SVB FINANCIAL GROUP	2,179	2,347
30 SHS SIGNATURE BANK	2,042	2,228
146 SHS TOKIO MARINE HOLDINGS	4,004	4,143
1410 SHS WELLS FARGO	47,616	49,463
127 SHS DEUTSCHE BANK AG	6,000	5,808
30 SHS ALEXION	3,339	2,602
110 SHS AMERISOURCEBERGEN CORP	4,028	5,192
20 SHS CR BARD INC	2,002	1,977
250 SHS BAXTER INTERNATIONAL INC	14,711	16,900
116 SHS BAYER A G	7,731	11,504
113 SHS DR REDDY LABS LTD	3,441	3,684
20 SHS MCKESSON CORP	1,856	2,123

TY 2012 Investments Government Obligations Schedule

Name:	MERRILL I & GRACE HANKS CHARITABLE TR
EIN:	61-6394207
US Government Securities - End of Year Book Value:	26,059
US Government Securities - End of Year Fair Market Value:	29,718
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
60 SHS HERBALIFE LTD	2,765	2,417
113 SHS CANADIAN PACIFIC RAILWAY	12,675	13,732
50 SHS CHICAGO BRIDGE & IRON CO	2,562	2,680
158 SHS CLARCOR INC	8,012	8,056
580 DANAHER CORP DEL	31,918	35,728
330 SHS KOC HOLDING AS UNSPON	6,267	8,678
40 SHS PALL CORP	2,604	2,727
20 SHS ROPER INDS INC	2,363	2,492
30 SHS STERICYCLE INC	2,851	2,878
122 SHS TENARIS SA-ADR	4,956	5,031
80 SHS APPLE INC	43,887	35,312
20 SHS F5 NETWORKS INC	2,109	1,889
120 SHS FORTINET INC	2,308	2,901
75 SHS INTUIT INC	4,397	4,835
70 SHS MICROCHIP TECHNOLOGY INC	2,365	2,553
1060 SHS TEXAS INSTRS INC	36,560	36,494
430 SHS ACCENTURE PLC	30,066	31,975
112 SHS ASML HOLDING N.V. -NY REG SHS	6,533	7,950
50 SHS BALL CORP	2,321	2,221
10 SHS CF INDS HLDNGS INC	2,307	2,008
68 SHS POSCO ADR ONE ADR REPRS 1/4 OF ORD SHARE	5,765	5,487
134 SHS TELENOR ASA-ADS	7,748	8,684
132 SHS TENCENT HOLDINGS LTD	3,852	4,565
1150 XCEL ENERGY	30,433	33,005

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TY 2012 Investments - Other Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
31371K3A7 FNMA POOL 5.5% 04/01/33	AT COST	3,213	3,355
31371KWE7 FNMA POOL 5% 12/01/17	AT COST	1,414	1,440
31371MLB1 FNMA POOL 5.5% 12/01/35	AT COST	3,489	3,559
31371MNW3 FNMA POOL 5.5% 02/01/21	AT COST	1,080	1,087
31371NXC4 FNMA POOL 5% 07/01/23	AT COST	3,742	4,088
31402DBM1 FNMA POOL 5.5% 12/01/17	AT COST	1,354	1,349
31402DJS0 FNMA POOL 5.5% 09/01/34	AT COST	4,392	4,659
31402DP79 FNMA POOL 5.5% 11/01/34	AT COST	7,587	7,813
31403CXG1 FNMA POOL 5% 12/01/20	AT COST	2,684	2,809
31403DGH6 FNMA POOL 5.5% 12/01/18	AT COST	2,725	2,694
31408FGY9 FNMA POOL 6% 09/01/35	AT COST	11,529	12,401
31410F5R2 FNMA POOL 5.5% 03/01/22	AT COST	3,463	3,718
31412LQ94 FNMA POOL 6% 07/01/37	AT COST	7,614	8,073
31413LLL1 FNMA POOL 6% 08/01/37	AT COST	11,480	12,473
31414DPX8 FNMA POOL 5% 05/01/23	AT COST	1,498	1,518
31415QKZ8 FNMA POOL 5.5% 06/01/38	AT COST	3,028	3,350
31359MH89 FNMA 5% 03/15/16	AT COST	19,109	20,469
3137EACH0 FHLMC POOL 5% 2/9/15	AT COST	30,316	30,440
3138A8SR8 FNMA POOL 4% 3/1/26	AT COST	8,596	8,759
3138EGNK6 FNMA POOL 4.5% 6/1/41	AT COST	5,817	5,997
31402RFV6 FNMA POOL 5% 6/1/35	AT COST	8,556	8,654
31416RBE2 FNMA POOL 4% 6/1/39	AT COST	5,108	5,151
31419DMQ1 FNMA POOL 3.5% 9/1/25	AT COST	7,984	8,163
912828PC8 US TREASURY 2.625% 11/15/20	AT COST	38,851	41,376
48000 US TREASURY 1% 1/15/14	AT COST	0	0
912828QV5 US INFLATION BOND .6255 7/15/21	AT COST	28,115	30,225
3128M74W3 FHLM POOL 4.5%	AT COST	5,209	5,242
3128M7KV7 FHLM POOL 5%	AT COST	7,243	7,216
3128MJL24 FHLM POOL 4.5%	AT COST	743	749
312943WG4 FHLM POOL 4%	AT COST	9,783	9,825

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
3138AW3M3 FNMA POOL 4%	AT COST	1,424	1,447
912828PJ3 US TREASURY 1.375%	AT COST	100,968	100,795
31410KWT7 FNMA POOL 5%	AT COST	8,185	8,196
31412PYE5 FNMA POOL 4%	AT COST	2,954	2,998
31415P3Y2 FNMA POOL 5.5%	AT COST	19,393	19,493
31416BY28 FNMA POOL 5.5%	AT COST	3,623	3,599
31416CA48 FNMA POOL 5%	AT COST	1,231	1,231
31418AFC7 FNMA POOL 3%	AT COST	7,995	8,059
31418UEE0 FNMA POOL 4.5%	AT COST	6,915	6,997
31419EKH1 FNMA POOL 3.5%	AT COST	3,294	3,328

TY 2012 Other Decreases Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Description	Amount
BOOK/TAX TIMING DIFFERENCE	6,023

TY 2012 Other Expenses Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PEST CONTROL	84	84		0
INVESTMENT FEES	469	469		0

TY 2012 Other Income Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND - 2011	1,125	0	1,125

TY 2012 Taxes Schedule

Name: MERRILL I & GRACE HANKS CHARITABLE TR

EIN: 61-6394207

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX W/H	1,978	1,978		0
2011 FEDERAL EXCISE TAX	632	0		0
2012 FEDERAL EXCISE TAX ESTIMATE	640	0		0