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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 07/01/12 , and ending 06/30/13

Name of foundation: HERMAN AND EMMIE BOLDEN CHARITABLE

A Employer identification number: 45-5585842

Number and street (or P O box number if mail is not delivered to street address): P. O. BOX 360028 | Room/suite:

B Telephone number (see instructions)

City or town, state, and ZIP code: BIRMINGHAM AL 35236-0028

C If exemption application is pending, check here ▶ [X]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

G Check all that apply: [X] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,047,269

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	100,000			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	2	2		
	4	Dividends and interest from securities	54,763	54,763		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-95,005			
	b	Gross sales price for all assets on line 6a 3,076,534				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	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) STMT 1	-60,643	-60,643		
	12	**Total.** Add lines 1 through 11	-883	-5,878	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE STMT 2	7,629			
	b	Accounting fees (attach schedule) STMT 3	4,300			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	315	315		
	19	Depreciation (attach schedule) and depletion	1,250	1,250		
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) STMT 5	916			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,410	1,565	0	0
	25	Contributions, gifts, grants paid	512,750			512,750
	26	**Total expenses and disbursements.** Add lines 24 and 25	527,160	1,565	0	512,750
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-528,043			
	b	**Net investment income** (if negative, enter -0-)		0		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see Instructions.

DAA

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		974,144	974,144
	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 instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) SEE STMT 6		1,834,643	2,073,125
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	0	2,808,787	3,047,269
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted		2,808,787	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	0	2,808,787	
	31	**Total liabilities and net assets/fund balances** (see instructions)	0	2,808,787	

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	0
2	Enter amount from Part I, line 27a	2	-528,043
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	3,336,986
4	Add lines 1, 2, and 3	4	2,808,943
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	156
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,808,787

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)
1a	SEE WORKSHEET			
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				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
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	-95,005
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	186,469

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 **N/A**

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009			
2008			
2007			

2 **Total** of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	
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	
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	0
6	Credits/Payments.		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a		
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	
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	
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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	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 of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	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	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 9	10	X	

Part VII-A Statements Regarding Activities (continued)

			Yes	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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HERMAN D. BOLDEN Telephone no ▶ 205-988-8989
P. O. BOX 360028
Located at ▶ BIRMINGHAM AL ZIP+4 ▶ 35236

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

			Yes	No
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		X
	See the 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 instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	N/A	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))				
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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 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)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X

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)? N/A	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? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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
EMMIE C. BOLDEN P. O. BOX 360028	BIRMINGHAM AL 35236	TRUSTEE 0.00	0	0	0
HERMAN D. BOLDEN P. O. BOX 360028	BIRMINGHAM AL 35236	TRUSTEE 0.00	0	0	0

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

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

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

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 THE BOLDEN CHARITABLE TRUST DOES NOT DIRECTLY HOLD CHARITABLE ACTIVITIES. INSTEAD, THE CHARITABLE TRUST MAKES DONATIONS TO NUMEROUS CHARITIES.	
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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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	2,247,760
b	Average of monthly cash balances	1b	721,757
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,969,517
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	2,969,517
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	44,543
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,924,974
6	**Minimum investment return.** Enter 5% of line 5	6	146,249

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	146,249
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	146,249
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	146,249
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	146,249

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	512,750
b	Program-related investments – total from Part IX-B	1b	
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	512,750
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	512,750

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				146,249
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only				
b	Total for prior years. 20____ , 20____ , 20____				
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				
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 512,750				
a	Applied to 2011, but not more than line 2a				
b	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				146,249
e	Remaining amount distributed out of corpus	366,501			
5	Excess distributions carryover applied to 2012 (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:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	366,501			
b	Prior years' undistributed income Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b. Taxable amount – see instructions				
e	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	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	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	366,501			
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 366,501				

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2))

N/A

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

N/A

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

HERMAN D. BOLDEN 205-988-8989
P. O. BOX 360025 BIRMINGHAM AL 35236

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

THE APPLICATION AND FORMAT ARE UNRESTRICTED.

c Any submission deadlines:

NONE

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

SEE STATEMENT 10

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 SEE STATEMENT 11				512,750
Total			▶ 3a	512,750
b Approved for future payment N/A				
Total			▶ 3b	

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			14	2	
4 Dividends and interest from securities			14	54,763	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-95,005	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b SEE STATEMENT 12				-60,643	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		-100,883	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -100,883

(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)
N/A	

DAA

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)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
N/A			

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
N/A		

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) is based on all information of which preparer has any knowledge

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

Herman Bolden | 11-12-13 | TRUSTEE

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
BONNEE B. BAILEY, CPA	Bonnee B. Bailey, CPA	11-8-13	

Firm's name ▶ ALDRIDGE, BORDEN & COMPANY, PC — PTIN P00544520

Firm's address ▶ 74 COMMERCE STREET MONTGOMERY, AL 36104 — Firm's EIN ▶ 63-0781330 — Phone no 334-834-6640

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization	Employer identification number
HERMAN AND EMMIE BOLDEN CHARITABLE	45-5585842

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
HERMAN AND EMMIE BOLDEN CHARITABLE

Employer identification number
45-5585842

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HERMAN D. BOLDEN P. O. BOX 360025 BIRMINGHAM AL 35201	$ 100,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

DAA

Federal Statements

Statement 9 - Form 990-PF, Part VII-A, Line 10 - Substantial Contributors

Name	Address	City, State, Zip
HERMAN BOLDEN	P. O. BOX 360028	BIRMINGHAM AL 35236-0028
EMMIE BOLDEN	P. O. BOX 360028	BIRMINGHAM AL 35236-0028

Capital Gains and Losses for Tax on Investment Income

Form 990-PF | 2012

For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13

Name	Employer Identification Number
HERMAN AND EMMIE BOLDEN CHARITABLE	45-5585842

	(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)	MAGELLAN MIDSTREAM PARTNERS	P	01/05/12	07/31/12
(2)	HOLLY ENERGY PARTNERS	P	04/06/11	08/03/12
(3)	TRIANGLE CAPITAL CORP.	P	07/19/11	08/07/12
(4)	PLAINS ALL AMERICAN PIPELINE	P	02/22/12	08/08/12
(5)	N. EUROPEAN OIL ROYALTY TRUST	P	05/11/10	08/30/12
(6)	MAGELLAN MIDSTREAM PARTNERS	P	03/05/12	09/11/12
(7)	VERMILION ENERGY TRUST	P	12/22/10	09/14/12
(8)	GENESIS ENERGY LP	P	04/06/11	10/04/12
(9)	VANGUARD NATURAL RESOURCES	P	04/07/11	10/04/12
(10)	VERMILION ENERGY TRUST	P	02/22/11	10/04/12
(11)	GREAT NORTHERN IRON ORE PROP.	P	03/12/08	10/10/12
(12)	COMPANHIA SIDE. NACIONAL	P	04/22/08	11/13/12
(13)	ENERGY TRANSFER EQUITY	P	08/16/11	11/13/12
(14)	PVR PARTNERS LP	P	01/12/10	11/13/12
(15)	LINN ENERGY	P	11/18/10	12/13/12

	(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)
(1)	78,473		69,523	8,950
(2)	65,169		36,336	28,833
(3)	34,975		28,076	6,899
(4)	85,629		77,804	7,825
(5)	85,754		102,907	-17,153
(6)	83,853		70,737	13,116
(7)	48,139		43,616	4,523
(8)	33,767		25,449	8,318
(9)	29,008		29,545	-537
(10)	46,886		43,616	3,270
(11)	19,378		26,412	-7,034
(12)	5,745		25,100	-19,355
(13)	45,317		39,297	6,020
(14)	23,248		23,721	-473
(15)	36,651		27,470	9,181

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				8,950
(2)				28,833
(3)				6,899
(4)				7,825
(5)				-17,153
(6)				13,116
(7)				4,523
(8)				8,318
(9)				-537
(10)				3,270
(11)				-7,034
(12)				-19,355
(13)				6,020
(14)				-473
(15)				9,181

Capital Gains and Losses for Tax on Investment Income

Form 990-PF — 2012

For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13

Name	Employer Identification Number
HERMAN AND EMMIE BOLDEN CHARITABLE	45-5585842

	(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)	MAGELLAN MIDSTREAM PARTNERS	P	08/21/12	01/09/13
(2)	PLAINS ALL AMERICAN PIPELINE	P	08/13/12	01/09/13
(3)	COMPANHIA SIDE. NACIONAL	P	06/10/08	01/15/13
(4)	COHEN & STEER QUALITY INCOME	P	10/15/07	01/15/13
(5)	KINDER MORGAN ENERGY PARTNERS	P	12/13/12	01/22/13
(6)	COHEN & STEERS REIT. & PREFERRED	P	04/13/04	01/22/13
(7)	APOLLO INVESTMENT CO.	P	10/15/07	01/22/13
(8)	HOSPITALITY PROPERTIES TRUST	P	01/24/08	01/23/13
(9)	ARES CAPITAL CORP.	P	10/15/07	01/23/13
(10)	PLAINS ALL AMERICAN PIPELINE	P	10/15/12	01/28/13
(11)	LINN ENERGY	P	01/24/11	01/28/13
(12)	LEGACY RESERVES	P	04/11/11	01/28/13
(13)	MICROCHIP TECH. INC.	P	04/08/11	01/28/13
(14)	SHIP FINANCE INT'L LTD	P	07/10/07	01/28/13
(15)	TEEKAY OFFSHORE PARTNERS	P	11/15/10	02/13/13

	(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)
(1)	95,335		82,956	12,379
(2)	97,517		85,171	12,346
(3)	16,301		53,745	-37,444
(4)	161,525		300,548	-139,023
(5)	89,212		78,540	10,672
(6)	57,143		76,917	-19,774
(7)	47,459		100,357	-52,898
(8)	81,377		99,567	-18,190
(9)	77,945		187,523	-109,578
(10)	51,888		44,921	6,967
(11)	38,816		16,916	21,900
(12)	25,755		28,661	-2,906
(13)	33,557		38,280	-4,723
(14)	29,121		49,966	-20,845
(15)	83,854		85,178	-1,324

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				12,379
(2)				12,346
(3)				-37,444
(4)				-139,023
(5)				10,672
(6)				-19,774
(7)				-52,898
(8)				-18,190
(9)				-109,578
(10)				6,967
(11)				21,900
(12)				-2,906
(13)				-4,723
(14)				-20,845
(15)				-1,324

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Form 990-PF

Capital Gains and Losses for Tax on Investment Income

2012

For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13

Name: HERMAN AND EMMIE BOLDEN CHARITABLE

Employer Identification Number: 45-5585842

	(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)	TRANSMONTAIGNE PARTNERS	P	04/07/11	02/14/13
(2)	MV OIL TRUST	P	07/21/11	02/19/13
(3)	BUCKEYE PARTNERS LLP	P	11/27/12	03/01/13
(4)	CVR ENERGY INC.	P	01/23/13	03/01/13
(5)	ENERGY TRANSFER EQUITY	P	03/25/11	03/01/13
(6)	CHESAPEAKE GRANITE WASH.	P	03/08/12	03/07/13
(7)	ENERGY TRANSFER EQUITY	P	04/18/11	03/07/13
(8)	HOLLY ENERGY PARTNERS	P	08/21/12	03/07/13
(9)	ENTERPRISE PRODUCTS PARTNERS	P	01/26/12	03/19/13
(10)	TC PIPELINE LP	P	10/15/07	04/01/13
(11)	MAGELLAN MIDSTREAM PARTNERS	P	10/15/12	04/01/13
(12)	NATURAL RESOURCE PARTNERS	P	01/07/11	04/01/13
(13)	TRIANGLE CAPITAL CORP.	P	08/13/12	04/05/13
(14)	ENTERPRISE PRODUCTS PARTNERS	P	03/05/12	04/19/13
(15)	ENERGY TRANSFER EQUITY	P	01/28/13	04/19/13

	(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)
(1)	42,569		30,195	12,374
(2)	52,877		81,912	-29,035
(3)	55,924		54,553	1,371
(4)	57,627		50,580	7,047
(5)	53,948		38,661	15,287
(6)	16,706		27,408	-10,702
(7)	56,945		38,661	18,284
(8)	85,094		68,962	16,132
(9)	56,090		48,273	7,817
(10)	48,364		30,830	17,534
(11)	52,742		44,034	8,708
(12)	23,263		33,845	-10,582
(13)	27,335		24,732	2,603
(14)	60,647		48,273	12,374
(15)	59,608		38,661	20,947

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				12,374
(2)				-29,035
(3)				1,371
(4)				7,047
(5)				15,287
(6)				-10,702
(7)				18,284
(8)				16,132
(9)				7,817
(10)				17,534
(11)				8,708
(12)				-10,582
(13)				2,603
(14)				12,374
(15)				20,947

Capital Gains and Losses for Tax on Investment Income

Form 990-PF — 2012

For calendar year 2012, or tax year beginning 07/01/12 , and ending 06/30/13

Name: HERMAN AND EMMIE BOLDEN CHARITABLE

Employer Identification Number: 45-5585842

	(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)	ENERGY TRANSFER EQUITY	P	02/16/13	04/25/13
(2)	TARGA RESOURCES PARTNERS	P	03/08/12	04/25/13
(3)	PLAINS ALL AMERICAN PIPELINE	P	01/10/13	04/25/13
(4)	SEACUBE CONTAINER	P	01/23/13	04/25/13
(5)	ACCESS MIDSTREAM PARTNERS	P	10/17/12	05/08/13
(6)	PLAINS ALL AMERICAN PIPELINE	P	01/22/13	05/08/13
(7)	CVR ENERGY INC.	P	02/05/13	05/20/13
(8)	PLAINS ALL AMERICAN PIPELINE	P	02/01/13	05/23/13
(9)	ENTERPRISE PRODUCTS PARTNERS	P	10/10/12	05/23/13
(10)	MARTIN MIDSTREAM PARTNERS	P	10/15/07	05/24/13
(11)	DCP MIDSTREAM PARTNERS	P	01/17/12	06/14/13
(12)		P		
(13)				
(14)				
(15)				

	(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)
(1)	58,858		38,661	20,197
(2)	46,754		39,940	6,814
(3)	57,579		50,049	7,530
(4)	23,000		23,063	-63
(5)	43,694		37,033	6,661
(6)	58,528		51,078	7,450
(7)	66,434		53,861	12,573
(8)	58,017		52,422	5,595
(9)	62,228		54,063	8,165
(10)	91,511		66,866	24,645
(11)	51,395		46,068	5,327
(12)				
(13)				
(14)				
(15)				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				20,197
(2)				6,814
(3)				7,530
(4)				-63
(5)				6,661
(6)				7,450
(7)				12,573
(8)				5,595
(9)				8,165
(10)				24,645
(11)				5,327
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
ACCESS MIDSTREAM PARTNERS, LP	$ -990	$ -990	$
ALLIANCE RESOURCE PARTNERS	-541	-541	
AMERIGAS PARTNERS	-2,098	-2,098	
BUCKEYE PARTNERS	-1,021	-1,021	
CHESAPEAKE GRANITE WASH TRUST	707	707	
DCP MIDSTREAM PARTNERS LP	-1,901	-1,901	
ENERGY TRANSFER EQUITY	-14,285	-14,285	
ENERGY TRANSFER PARTNERS	-7,344	-7,344	
ENTERPRISE PRODUCTS PARTNERS	-8,862	-8,862	
HOLLY ENERGY PARTNERS	-2,257	-2,257	
KINDER MORGAN ENERGY PARTNERS	-6,273	-6,273	
LINN ENERGY	-6,354	-6,354	
MAGELLAN	-1,774	-1,774	
MARTIN MIDSTREAM PARTNERS	-3,052	-3,052	
NATIONAL RESOURCE PARTNERS	677	677	
PLAINS ALL AMERICAN PIPELINE	-2,223	-2,223	
TC PIPELINES	-1,807	-1,807	
TARGA RESOURCE PARTNERS	-1,245	-1,245	
TOTAL	$ -60,643	$ -60,643	$ 0

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	$ 7,629	$	$	$
TOTAL	$ 7,629	$ 0	$ 0	$ 0

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	$ 4,300	$	$	$
TOTAL	$ 4,300	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES PAID	$ 315	$ 315	$	$
TOTAL	$ 315	$ 315	$ 0	$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
BANK FEES	66			
OTHER EXPENSE	850			
TOTAL	$ 916	$ 0	$ 0	$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
THRU RAYMOND JAMES INVESTMENTS	$	$ 1,834,643	COST	$ 2,073,125
TOTAL	$ 0	$ 1,834,643		$ 2,073,125

Federal Statements

Statement 7 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
TRANSFERS FROM BOLDEN FOUNDATION	$ 3,336,986
TOTAL	$ 3,336,986

Statement 8 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
K-1 NON DEDUCTIBLE EXPENSES	$ 156
TOTAL	$ 156

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
THE APPLICATION AND FORMAT ARE UNRESTRICTED.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
NONE

Statement 10 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
FUNDS ARE DONATED FOR RELIGIOUS, LITERARY, SCIENTIFIC, EDUCATIONAL, OR CHARITABLE PURPOSES.

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship / Status	Purpose	Amount
ALABAMA BAPTIST CHILDREN'S HOME & F BIRMINGHAM AL 35236	P.O. BOX 361767	CHARITABLE - GENERAL FUND	2,000
ALABAMA EAR INSTITUTE MOUNTAIN BROOK AL 35223	300 OFFICE PARK DRIVE	RESEARCH - GENERAL FUND	5,000
AMERICAN CANCER SOCIETY BIRMINGHAM AL 35205	1100 IRELAND WAY #300	RESEARCH - GENERAL FUND	25,000
CAMP SMILE A MILE BIRMINGHAM AL 35233	1510 5TH AVENUE SOUTH	CHARITABLE - GENERAL FUND	2,200
UAB COMPREHENSIVE CANCER CENTER BIRMINGHAM AL 35294	1802 6TH AVENUE SOUTH	RESEARCH - GENERAL FUND	200,000
THE CRIPPLED CHILDREN FOUNDATION BIRMINGHAM AL 35203	2019 FOURTH AVENUE NORTH	CHARITABLE - GENERAL FUND	1,000
UAB DEPARTMENT OF OPHTHALMOLOGY BIRMINGHAM AL 35294	700 SOUTH 18TH STREET	RESEARCH - GENERAL FUND	20,000
GREATER ALA. COUNCIL BOYS SCOUTS OF BIRMINGHAM AL 35242	516 LIBERTY PARKWAY	CHARITABLE - GENERAL FUND	1,000
HUNTINGDON COLLEGE MONTGOMERY AL 36106	1500 E. FAIRVIEW AVENUE	EDUCATIONAL - GENERAL FUND	32,850
JIMMIE HALE MISSION BIRMINGHAM AL 35222	3420 2ND AVENUE, NORTH	CHARITABLE - GENERAL FUND	1,000
LEUKEMIA & LYMPHOMA SOCIETY BIRMINGHAM AL 35244	100 CHASE PARK, SUITE 220	RESEARCH - GENERAL FUND	15,000
LORD WEDGWOOD CHARITY BIRMINGHAM AL 35223	402 OFFICE PARK DRIVE	CHARITABLE - GENERAL FUND	2,500
THE NEUROPATHY ASSOC. NEW YORK NY 10165	60 E. 42ND STREET	RESEARCH - GENERAL FUND	5,000
UAB CENTER FOR PALLIATIVE CARE BIRMINGHAM AL 35205	933 19TH STREET SOUTH	RESEARCH - GENERAL FUND	10,000
UAB DEPT. OF NEUROLOGY BIRMINGHAM AL 35294	SPARKS CENTER, SUITE 350	RESEARCH - GENERAL FUND	100,000
UNITED WAY OF CENTRAL ALABAMA, INC. BIRMINGHAM AL 35232	3600 8TH AVENUE SOUTH	CHARITABLE - GENERAL FUND	25,000
ARTHRITIS FOUNDATION BIRMINGHAM AL 35209	4000 RIDGEWAY DRIVE	RESEARCH - GENERAL FUND	50,000

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
AMERICAN HEART ASSOCIATION BIRMINGHAM AL 35213	1449 MEDICAL PARK DR. S		RESEARCH - GENERAL FUND	15,000
USS ALABAMA BATTLESHIP FOUNDATION MOBILE AL 36603	2703 BATTLESHIP PKWY		CHARITABLE - GENERAL FUND	200
TOTAL				512,750

Federal Statements

Statement 12 - Form 990-PF, Part XVI-A, Line 11 - Other Revenue

Description	Business Code	Unrelated Amount	Exclusion Code	Exclusion Amount	Related Income
ACCESS MIDSTREAM PARTNERS,		$	14	$ -990	$
ALLIANCE RESOURCE PARTNERS			14	-541	
AMERIGAS PARTNERS			14	-2,098	
BUCKEYE PARTNERS			14	-1,021	
CHESAPEAKE GRANITE WASH TRU			14	707	
DCP MIDSTREAM PARTNERS LP			14	-1,901	
ENERGY TRANSFER EQUITY			14	-14,285	
ENERGY TRANSFER PARTNERS			14	-7,344	
ENTERPRISE PRODUCTS PARTNER			14	-8,862	
HOLLY ENERGY PARTNERS			14	-2,257	
KINDER MORGAN ENERGY PARTNE			14	-6,273	
LINN ENERGY			14	-6,354	
MAGELLAN			14	-1,774	
MARTIN MIDSTREAM PARTNERS			14	-3,052	
NATIONAL RESOURCE PARTNERS			14	677	
PLAINS ALL AMERICAN PIPELIN			14	-2,223	
TC PIPELINES			14	-1,807	
TARGA RESOURCE PARTNERS			14	-1,245	
TOTAL		$ 0		$ -60,643	$ 0