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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 07-01-2012 , and ending 06-30-2013

Name of foundation
GORDY-MEAD-BRITTON FOUNDATION

A Employer identification number
63-6021238

Number and street (or P O box number if mail is not delivered to street address) 1111 PEACHTREE STREET
Room/suite

B Telephone number (see instructions)
(334) 263-1111

City or town, state, and ZIP code
MONTGOMERY, AL 36106

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)* ▶$ 1,561,324

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))*

			(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)				
	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	40,276	40,276	40,276	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	59,953			
	b	Gross sales price for all assets on line 6a 720,854				
	7	Capital gain net income (from Part IV, line 2)		59,953		
	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)	5,132	0	5,132	
	12	**Total.** Add lines 1 through 11	105,361	100,229	45,408	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0	0	0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,610	0	0	1,827
	c	Other professional fees (attach schedule)	20,917	20,917	0	0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	763	763	0	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10,920	10,920	0	0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	35,210	32,600	0	1,827
	25	Contributions, gifts, grants paid	67,007			67,007
	26	**Total expenses and disbursements.** Add lines 24 and 25	102,217	32,600	0	68,834
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	3,144			
	b	**Net investment income** (if negative, enter -0-)		67,629		
	c	**Adjusted net income** (if negative, enter -0-)			45,408	

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	2,455	5,494	5,494
	2	Savings and temporary cash investments	31,650	86,645	86,645
	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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	1,359,085	1,304,195	1,469,185
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,393,190	1,396,334	1,561,324
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,393,190	1,396,334	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,393,190	1,396,334	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,393,190	1,396,334	

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

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,393,190
2	Enter amount from Part I, line 27a	2	3,144
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,396,334
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,396,334

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	59,953
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	31,042

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	63,046	1,350,905	0 046669
2010	62,614	1,400,868	0 044697
2009	63,833	1,237,416	0 051586
2008	128,810	1,276,760	0 100888
2007	112,888	2,616,850	0 043139

2	**Total** of line 1, column (d)	2	0 286979
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 057396
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,513,225
5	Multiply line 4 by line 3	5	86,853
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	676
7	Add lines 5 and 6	7	87,529
8	Enter qualifying distributions from Part XII, line 4	8	68,834

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	1,353
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	1,353
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	1,353
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 520		
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	520
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	833
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	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶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 ▶BEVERLY MCKINNEY Telephone no ▶(334) 263-1111

Located at ▶1111 PEACHTREE STREET MONTGOMERY AL ZIP+4 ▶36106

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.	Line	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		
	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
ARTHUR M BRITTON 3272 BANKHEAD AVENUE MONTGOMERY, AL 36106	PRESIDENT 0 00	0	0	0
BETH DUBINA 3259 BANKHEAD AVENUE MONTGOMERY, AL 36106	VICE-PRESIDENT 0 00	0	0	0
BEVERLY MCKINNEY 1111 PEACHTREE STREET MONTGOMERY, AL 36106	SECRETARY 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 . . . . ▶		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	1,450,557
b	Average of monthly cash balances			1b	85,712
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	1,536,269
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	1,536,269
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	23,044
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	1,513,225
6	**Minimum investment return.** Enter 5% of line 5			6	75,661

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	75,661
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,353		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,353
3	Distributable amount before adjustments Subtract line 2c from line 1			3	74,308
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	74,308
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	74,308

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	68,834
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	68,834
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	68,834

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				74,308
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			66,805	
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 ▶ $ 68,834				
a Applied to 2011, but not more than line 2a			66,805	
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.				2,029
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				72,279
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			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
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

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

c Any submission deadlines

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

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 Additional Data Table				
Total . . . . ▶ **3a**				67,007
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	40,276	
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	59,953	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a EXCISE TAX REFUND			14	5,122	
b OTHER INCOME			14	10	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		105,361	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 105,361

(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)

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

****** | 2013-07-16 | ******

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
RITA O BROWN	RITA O BROWN	2013-07-16		P00187607

Firm's name ▶ JACKSON THORNTON & CO PC — Firm's EIN ▶ 63-1035228

Firm's address ▶ P O BOX 96 MONTGOMERY, AL 361010096 — Phone no (334) 834-7660

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
STIFEL NICOLAUS 6323-7644	P		
STIFEL NICOLAUS 6323-7644 CASH IN LIEU	P		
STIFEL NICOLAUS 1456-3249	P		
STIFEL NICOLAUS 1456-3249 CASH IN LIEU	P		
STIFEL NICOLAUS 3583-7356	P		
STIFEL NICOLAUS 3583-7356 CASH IN LIEU	P		
STIFEL NICOLAUS 6601-2562	P		
STIFEL NICOLAUS 8915-6886	P		
STIFEL NICOLAUS 2601-1788	P		
SECURITIES LITIGATION SETTLEMENT	P		
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
46,744		43,999	2,745
23			23
31,879		30,181	1,698
23			23
52,386		51,898	488
61			61
54,427		56,706	-2,279
431,368		418,474	12,894
74,508		59,643	14,865
524			524
28,911			28,911

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			2,745
			23
			1,698
			23
			488
			61
			-2,279
			12,894
			14,865
			524
			28,911

Form 990PF Part XV Line 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 SHAKESPEARE 1 FESTIVAL MONTGOMERY,AL 36106			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	6,347
ALZHEIMERS OF SOUTH ALABAMA 818 SOUTH PERRY STREET MONTGOMERY,AL 36104			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	500
AMERICAN CANCER SOCIETY 3054 MCGEHEE ROAD MONTGOMERY,AL 36111			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	100
BAPTIST HOSPICE 301 INTERSTATE PARKWAY DRIVE MONTGOMERY,AL 36109			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
BOYS AND GIRLS CLUB PO BOX 234 MONTGOMERY,AL 36101			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	50
CAPRI COMMUNITY FILM SOCIETY 1045 EAST FAIRVIEW AVENUE MONTGOMERY,AL 36106			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	1,000
CHILD EVANGELISM FELLOWSHIP PO BOX 240704 MONTGOMERY,AL 36124			RELIGIOUS ORGANIZATION	100
CHILDREN'S HARBOR 1 OUR CHILDRENS HARBOR ALEXANDER CITY,AL 35010			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	150
CHILDREN'S HOSPITAL FOUNDATION 1800 7TH AVENUE SOUTH BIRMINGHAM,AL 35223			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,000
CHRIST CHURCH 8800 VAUGHN ROAD MONTGOMERY,AL 36117			RELIGIOUS ORGANIZATION	50
CITY OF MONTGOMERY DREAM COURT 103 NORTH PERRY STREET MONTGOMERY,AL 36104			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,000
CLOVERDALE PLAYHOUSE PO BOX 8134 MONTGOMERY,AL 36106			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	2,000
COMMON GROUND MINISTRIES PO BOX 1866 MONTGOMERY,AL 36102			RELIGIOUS ORGANIZATION	1,500
DINING WITH FRIENDS 600 ST CLAIR AVENUE SW HUNTSVILLE,AL 35801			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	500
FAITH RESCUE MISSION 104 CAMDEN STREET MONTGOMERY,AL 36177			RELIGIOUS ORGANIZATION	500

Form 990PF Part XV Line 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*				
FARMVILLE BAPTIST CHURCH 3607 AL HWY 147 NORTH AUBURN, AL 36830			RELIGIOUS ORGANIZATION	100
FAULKNER UNIVERSITY 5345 ATLANTA HIGHWAY MONTGOMERY, AL 36109			EDUCATIONAL	300
FIRST BAPTIST CHURCH 305 SOUTH PERRY STREET MONTGOMERY, AL 36106			RELIGIOUS ORGANIZATION	100
FIRST UNITED METHODIST CHURCH - MONTGOMERY 2416 W CLOVERDALE PARK MONTGOMERY, AL 36106			RELIGIOUS ORGANIZATION	100
FIRST UNITED METHODIST CHURCH - DOTHAN 1380 WEST MAIN STREET DOTHAN, AL 36301			RELIGIOUS ORGANIZATION	50
FOCUS ON THE FAMILY 8605 EXPLORER DRIVE COLORADO SPRINGS, CO 80920			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
FRIENDS OF MONTGOMERY LIBRARY 245 HIGH STREET MONTGOMERY, AL 36104			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	500
GIDEON MEMORIAL BIBLE PO BOX 4581 MONTGOMERY, AL 36108			RELIGIOUS ORGANIZATION	100
HOUSE TO HOUSE MINISTRY PO BOX 5142 MONTGOMERY, AL 36103			RELIGIOUS ORGANIZATION	1,500
HUNTINGDON COLLEGE 1500 EAST FAIRVIEW AVENUE MONTGOMERY, AL 36106			EDUCATIONAL	3,000
HUNTINGDON LIBRARY 1500 EAST FAIRVIEW AVENUE MONTGOMERY, AL 36106			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	1,000
JIMMY HALE MISSION 3420 2ND AVENUE NORTH BIRMINGHAM, AL 35222			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
LAKEVIEW BAPTIST CHURCH 1600 EAST GLENN AVENUE AUBURN, AL 36830			RELIGIOUS ORGANIZATION	25
LANDMARKS FOUNDATION 310 NORTH HULL STREET MONTGOMERY, AL 36104			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	1,000
LET GOD ARISE MINISTRIES 68 AVENUE OF THE WATERS PIKE ROAD, AL 36064			RELIGIOUS ORGANIZATION	100

Form 990PF Part XV Line 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*				
LHS FAMILY EDUCATIONAL TRUST 2411 SEAMAN ROAD TOLEDO,OH 43605			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	100
LIFESOUTH COMMUNITY BLOOD BANK 4139 CARMICHAEL ROAD MONTGOMERY,AL 36106			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	500
MAKE-A-WISH FOUNDATION ALABAMA 244 GOODWIN CREST DRIVE SUITE 200 BIRMINGHAM,AL 35209			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,000
MONTGOMERY ACADEMY 3240 VAUGHN ROAD MONTGOMERY,AL 36106			EDUCATIONAL	150
MONTGOMERY AREA FOOD BANK 521 TRADE CENTER STREET MONTGOMERY,AL 361062107			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	500
MONTOGMERY AREA MOTHERS AGAINST DRUNK DRIVERS 2101 EASTERN BLVD SUITE 210 MONTGOMERY,AL 36117			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	150
MONTGOMERY CHRISITAN SCHOOL 1729 SOUTH HULL STREET MONTGOMERY,AL 36104			EDUCATIONAL	6,000
MONTGOMERY COUNTY HISTORICAL SOCIETY 512 SOUTH COURT STREET MONTGOMERY,AL 36104			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	500
MONTGOMERY HUMANE SOCIETY 1150 JOHN OVERTON DRIVE MONTGOMERY,AL 36110			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,500
MONTGOMERY LIONS CLUB 2835 ZELDA ROAD MONTGOMERY,AL 36106			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,000
MONTOGMERY MUSEUM OF FINE ARTS 1 MUSEUM DRIVE MONTGOMERY,AL 36117			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	1,200
MONTGOMERY SYMPHONY ASSOCIATION 301 NORTH HULL STREET MONTGOMERY,AL 36104			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	1,000
MONTGOMERY YMCA PO BOX 2336 MONTGOMERY,AL 36102			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	85
MONTGOMERY ZOO PO BOX 3242 MONTGOMERY,AL 36177			GOVERNMENTAL, CIVIC, & CULTURAL DEVELOPMENT ORGANIZATION	500
MOUNTAIN BROOK BAPTIST CHURCH 3631 MONTEVALLO ROAD BIRMINGHAM,AL 35213			RELIGIOUS ORGANIZATION	50

Form 990PF Part XV Line 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*				
NEIGHBORS IN CHRIST PO BOX 230190 MONTGOMERY, AL 36123			RELIGIOUS ORGANIZATION	100
NEW HOPE PRIMITIVE BAPTIST CHURCH 5639 HIGHWAY 95A NORTH MOLINO, FL 32577			RELIGIOUS ORGANIZATION	100
OLIVER BIBLE MISSION FOUNDATION 731 STANHOPE LANE MATTHEWS, NC 28105			RELIGIOUS ORGANIZATION	50
PARKINSON ASSOCIATION PO BOX 5018 HAGERSTOWN, MD 21741			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,000
PAUL C CORWIN SCHOLARSHIP CULVERSHOUSE COLLEGE 26 BIDGOOD HALL BOX 870223 TUSCALOOSA, AL 35487			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
PGA TOUR CHARITIES INC 100 GRANDVIEW PLANCE SUITE 110 BIRMINGHAM, AL 35243			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,000
RIVER REGION UNITED WAY 60 COMMERCE STREET MONTGOMERY, AL 36104			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	20,000
ROLLING HILLS FIRE DEPARTMENT 6120 TROTMAN ROAD MONTGOMERY, AL 36116			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	250
ROTARY CHARITY BALL 201 DEXTER AVENUE MONTGOMERY, AL 36104			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	500
SALVATION ARMY 900 BELL STREET MONTGOMERY, AL 36104			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	100
SAMARITANS PURSE PROJECT PO BOX 3000 BOONE, NC 28607			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	100
SAV A LIFE PO BOX 241664 MONTGOMERY, AL 36124			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	3,550
SCOTT AND ZELD FITZGERALD MUSEUM 919 FELDER AVENUE MONTGOMERY, AL 36106			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
SECOND PRESBYTERIAN CHURCH 4055 POPLAR AVENUE MEMPHIS, TN 38111			RELIGIOUS ORGANIZATION	50
ST JOHN'S EPISCOPAL CHURCH 112 MADISON AVENUE MONTGOMERY, AL 36104			RELIGIOUS ORGANIZATION	250

Form 990PF Part XV Line 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*				
ST PAUL'S EPISCOPAL CHURCH PO BOX 85 LOWNDESBORO,AL 36752			RELIGIOUS ORGANIZATION	50
STORYBOOK FARM 300 CUSSETA ROAD OPELIKA,AL 36801			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
THE CHILDREN'S FRESH AIR FARM 501 PARK AVENUE HOOVER,AL 35226			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	100
THE EPISCOPAL CHURCH OF ASCENSION 315 CLANTON AVENUE MONTGOMERY,AL 36104			RELIGIOUS ORGANIZATION	100
TRINITY PRESBYTERIAN CHURCH 1728 SOUTH HULL STREET MONTGOMERY,AL 36104			RELIGIOUS ORGANIZATION	1,300
UNITED METHODIST CHILDREN'S HOME 3140 ZELDA COURT MONTGOMERY,AL 36106			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
WATERFORD ASSISTED LIVING ACTIVITY FUND 3920 ANTOINETTE DRIVE MONTGOMERY,AL 36111			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	50
WLBF - FAITH BROADCASTING PO BOX 210789 MONTGOMERY,AL 361210789			TO SUPPORT CHARITABLE ORGANIZATION FOR THEIR EXEMPT PURPOSE	1,050
YOUNG MEADOWS PRESBYTERIAN 5780 VAUGHN ROAD MONTGOMERY,AL 36116			RELIGIOUS ORGANIZATION	50
Total . . . . ▶ **3a**				67,007

TY 2012 Accounting Fees Schedule

Name: GORDY-MEAD-BRITTON FOUNDATION

EIN: 63-6021238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL & PROFESSIONAL FEES	2,610	0	0	1,827

TY 2012 Other Assets Schedule

Name: GORDY-MEAD-BRITTON FOUNDATION

EIN: 63-6021238

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
STIFEL NICOLAUS ACCOUNTS	1,359,085	1,304,195	1,469,185

TY 2012 Other Expenses Schedule

Name: GORDY-MEAD-BRITTON FOUNDATION

EIN: 63-6021238

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AMORTIZATION	10,920	10,920	0	0

TY 2012 Other Income Schedule

Name: GORDY-MEAD-BRITTON FOUNDATION

EIN: 63-6021238

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND	5,122		5,122
OTHER INCOME	10		10

TY 2012 Other Professional Fees Schedule

Name: GORDY-MEAD-BRITTON FOUNDATION

EIN: 63-6021238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	20,917	20,917	0	0

TY 2012 Taxes Schedule

Name: GORDY-MEAD-BRITTON FOUNDATION

EIN: 63-6021238

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	763	763	0	0