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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public.

OMB No 1545-0052

Department of the Treasury

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf. For calendar year 2013 or tax year beginning and ending Name of foundation A Employer identification number MIKE AND GILLIAN GOODRICH FOUNDATION 26-3587489 Room/suite Number and street (or P O, box number if mail is not delivered to street address) B Telephone number 3800 COLONNADE PARKWAY 430 205-259-2060 City or town, state or province, country, and ZIP or foreign postal code C If exemption application is pending, check here BIRMINGHAM, AL 35243 Initial return of a former public charity G Check all that apply: Initial return D 1. Foreign organizations, check here l Fınal return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust ____ Other taxable private foundation under section 507(b)(1)(A), check here † Fair market value of all assets at end of year | J | Accounting method: | X | Cash If the foundation is in a 60-month termination Other (specify) (from Part II, col. (c), line 16) under section 507(b)(1)(B), check here 81,999,409. (Part I, column (d) must be on cash basis.) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements or charitable purposes (cash basis only) (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) expenses per books ıncome income 2,000,000 N/A Contributions, gifts, grants, etc., received Check If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 1,194,286. 1,194,286 STATEMENT 4 Dividends and interest from securities 5a Gross rents SCANNED OCT b Net rental income or (loss) 2,100,423 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all 26,352,476. 2,100,423 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) <22,274. <22,274. STATEMENT 11 Other income 5,272,435 3,272,435 12 Total. Add lines 1 through 11 130,074 130,074. 0 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits RECEIVED 0. 10,090 0 16a Legal fees STMT 3 7,193 STMT 4 5,395 0. **b** Accounting fees 080 228,397. STMT 5 252,620. 0. c Other professional fees SEP 2 9 2014 m 17 Interest STMT 6 70,104 13,1974 9,035. 18 Taxes O. OGDEN. UT 317. 19 Depreciation and depletion 20 Occupancy 8,448. 0. 0. 21 Travel, conferences, and meetings and 22 Printing and publications STMT 7 112,464 78,131 13,893. 23 Other expenses 24 Total operating and administrative expenses. Add lines 13 through 23 591,310 325,120 153,002. 2,959,922 2,959,922. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 3,551,232 3,112,924. 325,120 Add lines 24 and 25 27 Subtract line 26 from line 12: 1,721,203. 8 Excess of revenue over expenses and disbursements 2,947,315 b Net investment income (if negative, enter -0-)

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

c Adjusted net income (if negative, enter -0-)

Form **990-PF** (2013)

N/A

MIKE AND GILLIAN GOODRICH FOUNDATION

26-3587489

Page 2

Form **990-PF** (2013)

		GILLIAN GO			OI	<u> </u>			<u> 26-358</u>	7489	Page 3
(a) List and desc	cribe the kind	(s) of property sold (e.g.	, real estate,		(b)	How ac	quired nase	(c) Date	acquired day, yr.)	(d) Da (mo., d	
2-story brick warehouse; or common stock, 200 shs. MLC Co.)					(1110.,	uay, yı. <i>)</i>	(1110., 1	ay, yı. <i>)</i>			
1a CER AMMACUTE	CMAMI	and a second									
b SEE ATTACHED	STATI	PINTN I			-						-·
d											
e											
(e) Gross sales price		preciation allowed or allowable)		st or other basis expense of sale					Gaın or (loss ıs (f) minus (
a											
<u>_b</u>											
<u>C</u>	ļ				_						
d 252 476				4 252 05	<u>.</u>					- 100	400
e 26,352,476. Complete only for assets showing		umn (h) and owned by t		4,252,05	3.			Coupo (2,100	<u>,423.</u>
(i) F.M.V. as of 12/31/69	(j)	Adjusted basis of 12/31/69	(k) E:	cess of col. (i)			col.	(k), but	Col. (h) gain not less thar (from col. (า -0-) or	
•	ļ -				\dashv						
<u>a</u> b	 				\dashv						
C											
d											
e										2,100	,423.
		∫ If gain, also enter	ın Part I. line	7	٦						
2 Capital gain net income or (net ca		If (loss), enter -0-	ın Part I, line		<i>}</i>	2				2,100	<u>,423.</u>
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,	•	in sections 1222(5) and	1 (6):		٦١	1					
If (loss), enter -0- in Part I, line 8						3			N/A		
Part V Qualification U	nder Sed	tion 4940(e) for	Reduced	Tax on Net	Inve	estm	ent Inc	ome			
(For optional use by domestic private	foundations	subject to the section 49	940(a) tax or	net investment inc	come.	.)					
If section 4940(d)(2) applies, leave th	ne nart blank										
ii section 4340(u)(z) applies, leave ti	iio hait dialik	•									
Was the foundation liable for the sect				•	od?					Yes	X No
If "Yes," the foundation does not qual					trico				.		
1 Enter the appropriate amount in e	each column		structions de	rore making any en				1		(d)	
(a) Base period years	-a in\	(b) Adjusted qualifying distr	butions	Net value of non	(c) ochari	table-u	se assets	1	Dıstrıbı (col. (b) dıvı	ition ratio	(a))
Calendar year (or tax year beginning 2012	1g (n)		2,781.				734		(cor. (p) aivi		50733
2012			1,524.				, 880				39417
2010			,948.				,024				4533
2009			,113.				,504				0335
2008			0.				,912				0000
				******			72==	1			
2 Total of line 1, column (d)								2		.14	15018
3 Average distribution ratio for the 5	5-year base p	eriod - divide the total or	line 2 by 5,	or by the number o	of yea	rs					
the foundation has been in exister	ice if less tha	n 5 years		·				3		02	29004
4 Enter the net value of noncharitable	le-use assets	for 2013 from Part X, Iir	ne 5					4	75	5,357	670.
Multiply line 4 by line 3								5	2	2,185	674.
								1 1			
6 Enter 1% of net investment incom	e (1% of Par	l, line 27b)						6		29,	<u>473.</u>
7 Add lines 5 and 6								7	2	2,215,	<u> 147.</u>
. E	B- 43///								_		004
3 Enter qualifying distributions from	•							8_		3, <u>362</u> ,	924.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check	the box in Part VI, line 1	b, and comp	lete that part using	a 1%	tax rat	te.				
		 								rm 990-F	E (0040)
23521 10-10-13									FC	nm フプ リード	· (2013)

3 A Subtile A (income) tax (domestic section 4947(a)(1) trisicts and taxable foundations only, Others enter-0-) 5 Tax based on investment income. Subtract line 4 from line 3.11 zero or less, enter-0- 6 Credits/Peyments: a 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withhild at source 1 Tax paid with application for extension of time to life (Firm 8888) b Backup withholding erroneously withheld 1 Total credits and payments. Add lines 6 attituoush 6d 1 Enter any penalty for underspayment of estimated tax. Check here ☐ if Form 2220 is attached 1 Tax paid with application for extension of time to life (Firm 8888) 1 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 1 Tax paid with the 10 lines 5 and 8 is more than the 10 life to the amount owed 1 Tax paid with the 10 life to lines 5 and 8 is more than line 7, enter amount owed 1 Tax paid with the 10 lines 5 and 8 is more than line 7, enter amount owed 1 Tax paid with the 10 lines 5 and 8 is more than line 7, enter amount owed 1 Tax paid with 10 lines 5 and 8 is more than line 7, enter amount owed 1 Tax part viii. A statements Regarding Activities 1 Tay During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervere in any political campagin? 1 During the tax year, did the foundation that prior to influence any national, state, or local legislation or did it participate or intervere in any political campagin? 2 During the tax year, did the foundation that prior to influence any national, state, or local legislation or did it participate or intervere in any political campagin? 3 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervere in any political campagin? 3 During the tax year, did the foundation in extensive the state of the activities and copies of any materials published or distributed by the foundation on incompaging	-			<u>3587</u>			Page 4
Date of ruling or detarmation letter: of Cartach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, cot. (b). 2 Tax under section 511 (domestic section 4947(a)(1) frusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 3 Subtract A (mones) bux (domestic section 4947(a)(1) frusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax disc. If the total or lines 5 and 6 is more than line 6 (Form 8858) 6 Bactup withholding irroneously withheld at source 10 Veryayment. If line 7 is more than the total or lines 5 and 8, enter the amount overpaid 10 Veryayment. If line 7 is more than 100 during the less distinct line 4 line 10 line 5 and 6 is more than line 7, enter amount overpaid 10 Veryayment. If line 7 is more than 100 during line year (either directly or indirectly) for political purposes (see instructions for the definition)? 11 During the bax year, did the foundation attempt to milliances any national, state, or local legislation or did if participate or intervere in any political campagin? 10 but spond more than 3100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 11 Here's has a filed a tax statur on Farm 99-01 for the year? 2 If the an entire is Yeas' to line or 10, line file 10 line			<u>48 -</u>	see ir	nstru	ctio	ns)
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Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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? 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 The states to which the foundation reports or with which it is registered (see instructions) ALL 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 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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses S X	b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/:	_			
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				_		\dashv	X
		A Comment of the state of the s				F	2013)

	1990-Pr(2013) MIKE AND GILLIAN GOODRICH FOUNDATION 25-358	1489		Page 5
	art VII-A Statements Regarding Activities (continued)	1		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of	1	i	,.
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<u> </u>	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?		1	,
	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	L
	Website address ► MGGOODRICHFOUNDATION.ORG	<u> </u>	000	
14	The books are in care of MIKE AND GILLIAN GOODRICH FOUNDATIO Telephone no. > 205-2			
4-	Located at ► 3800 COLONNADE PARKWAY, SUITE 430, BIRMINGHAM, AL ZIP+4 ►3	245		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	NT	·/>	٠ا
10	and enter the amount of tax-exempt interest received or accrued during the year At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank	14	/A Yes	No
ıβ	At any time during calendar year 2013, 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	162	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign	10	L	<u> </u>
	country	1		
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			<u> </u>
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
12	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?		İ	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	1 1		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			
	ıf the 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.)			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		į	
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here		l	
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	$ \cdot $		v
^	before the first day of the tax year beginning in 2013? Taxes on failure to distribute process (notion 4042) (does not apply for years the foundation was a private operation foundation.	1c		<u>X</u> _
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)): At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning	1	- }	
ä	before 2013? Let under the end of tax year 2013, and the foundation have any undistributed income (lines of and oe, Part XIII) for tax year (s) beginning Let use the end of tax year (s) beginning Let use the end of tax year (s) beginning Let use the end of tax year (s) beginning Let use the end of tax year (s) beginning Let use the end of tax year (s) beginning			
	If "Yes," list the years \	} }	1	
h	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.			
-	>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?		ļ	
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after		- 1	
	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		ĺ	
	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 2013.)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	ļ	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 jeonardy before the first day of the tay year beninning in 20132	I AL	i	Y

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Part VI B (Statements Degarding Activities for Which		Doguirod (20-358/	409		Page 6
Part VII-B Statements Regarding Activities for Which	Form 4/20 May be	Required (contil	nued)			
5a During the year did the foundation pay or incur any amount to:	10.151.110	Г	. [1
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			es X No			
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indi		. [52]	;		
any voter registration drive?	.0	·	es X No		,	
(3) Provide a grant to an individual for travel, study, or other similar purpose		Y	es X No		İ	
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section	Г 1,,	. (.		,	,
509(a)(1), (2), or (3), or section 4940(d)(2)?		•	es 🗶 No			
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or		[1 2]		1	1
the prevention of cruelty to children or animals?	and the second of the second		es 🗓 No	į l		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify ur	•	in Regulations	37 / 3		}	}
section 53.4945 or in a current notice regarding disaster assistance (see instr	•		N/A	5b	ļ	
Organizations relying on a current notice regarding disaster assistance check				.	,	ļ
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption		. —				
expenditure responsibility for the grant?		1/A	es L No		1	
If "Yes," attach the statement required by Regulations section 53.494						
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	٠.	[V]			
a personal benefit contract?	norganal hamafit as atting at	Y	es X No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		ŀ	6b		X
If "Yes" to 6b, file Form 8870.	abab da anasa da an		es X No			
7a At any time during the tax year, was the foundation a party to a prohibited tax		Y				
Part VIII Information About Officers, Directors, Trust		nagora Highl	<u>. N/A . </u>	7b		<u> </u>
Paid Employees, and Contractors	lees, Foundation Wi	anayers, migni	у			
1 List all officers, directors, trustees, foundation managers and their	compensation.					
		(c) Compensation	(d) Contributions to	. [e) Exp	ense i, other
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	aò	count allowa	t, other
	to position	enter-o-y	compensation	+-'	u	
	1	ĺ	ì	1		
SEE STATEMENT 13	1	130,074.	0			0.
		20070720		1		
	1					
		 		1		
	1			İ		
				†		
·						
				1		
2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	ac (e	e) Exp	ense other
	devoted to position		compensation		llowa	
NONE				1		
		 	<u> </u>	 		
		1		1		
		_	<u> </u>	—		
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·			<u> </u>	 		
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· · · · · · · · · · · · · · · · · · ·				 		
		{		1		
		<u> </u>				
Total number of other employees paid over \$50,000						0

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	n Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "No	ONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SYNOVUS TRUST COMPANY, N.A.	<u></u>	
	NVESTMENT ADVIS	ORY 228,397.
		}
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 in number of organizations and other beneficiaries served, conferences convened, research papers produced	nformation such as the	Expenses
1 N/A	,	
2		
3		
4		
	· · · · · · · · · · · · · · · · · · ·	
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines		Amount
1 LOAN TO MSB-WU PROPERTIES, LLC TO FUND THE REDI	EVELOPMENT OF	
A COMMERCIAL BUILDING IN WOODLAWN.		250,000.
2		230,000.
All other program-related investments. See instructions.		
3		
The I Add have 4 Abreville 0		250 000
Total. Add lines 1 through 3	. •	250,000. Form 990-PF (2013)
		rom 330-FF (2013)

<u> </u> F	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndations	s, 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	70,516,905.
b	Average of monthly cash balances	1b	5,988,344.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	76,505,249.
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0 •	F ` \	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	76,505,249.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,147,579.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	75,357,670.
6	Minimum investment return. Enter 5% of line 5	6	3,767,884.
Ρ	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and foreign organizations check here ☐ and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	3,767,884.
2a	Tax on investment income for 2013 from Part VI, line 5		
b	Income tax for 2013. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	29,473.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,738,411.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,738,411.
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	3,738,411.
P	Qualifying Distributions (see instructions)		
	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	3,112,924.
	Program-related investments - total from Part IX-B	1b	250,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
}	Amounts set aside for specific charitable projects that satisfy the:		
	Suitability test (prior IRS approval required)	3a	
	Cash distribution test (attach the required schedule)	3b	
ŀ	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,362,924.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment	1	
	income. Enter 1% of Part I, line 27b	5	29,473.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,333,451.
	Note: The amount on line 5 will be used in Part V. column (b), in subsequent years when colculating whether the foundation of	unlifica foi	r the continu

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4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI,				
line 7	`` <u> </u>	<u>, , , , , , , , , , , , , , , , , , , </u>	, , , , , , , , , , , , , , , , , , , ,	3,738,411.
2 Undistributed income, if any, as of the end of 2013.		`'	·/` / /	^,
a Enter amount for 2012 only	,	<u> </u>	3,353,806.	
b Total for prior years:		_		***
,,		<u> </u>		
3 Excess distributions carryover, if any, to 2013:			, ·	,
a From 2008				
b From 2009				
c From 2010			<i>'</i>	1
d From 2011				
e From 2012				i
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from	į			
Part XII, line 4: ► \$ 3,362,924.			3,353,806.	
a Applied to 2012, but not more than line 2a			3,333,600.	· · · · · · · · · · · · · · · · · · ·
b Applied to undistributed income of prior		0.		
years (Election required - see instructions)		<u> </u>		
c Treated as distributions out of corpus	0.			
(Election required - see instructions)				9,118.
d Applied to 2013 distributable amount	0.			3/1100
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	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.	<u> </u>	
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		0.		
assessed d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2012. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2014				3,729,293.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014.				
Subtract lines 7 and 8 from line 6a	0.	· · · · · · · · · · · · · · · · · · ·		
10 Analysis of line 9:				П
a Excess from 2009	İ			
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013	<u> </u>		L	Form QQD-PF (2013)

Part XIV Private Operating F	oundations (see in			N/A	-3587489 Page
1 a If the foundation has received a ruling of			 	N/A	
foundation, and the ruling is effective to					
b Check box to indicate whether the found		-	In section	4942(j)(3) or [4942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	Ing Touridation described	Prior 3 years	1 4342(])(3) OF L	
Income from Part I or the minimum	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
investment return from Part X for		(4,	(7-2-1	(-,	(0) 1041
each year listed	 	ļ		l l	
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		1			
e Qualifying distributions made directly	<u></u>				
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)				İ	
(2) Support from general public					
and 5 or more exempt organizations as provided in					
section 4942(j)(3)(B)(iii)				<u> </u>	
(3) Largest amount of support from					
an exempt organization					
(4) Gross investment income]				
Part XV Supplementary Infor			if the foundation	had \$5,000 or	r more in assets
at any time during th		uctions.)			
1 Information Regarding Foundation	_	han 20/ of the total cont	ributions recoved by the	foundation before th	a along of any tay
a List any managers of the foundation who year (but only if they have contributed me			ributions received by the	loundation before th	e close of any tax
SEE STATEMENT 14	,,,,,,				
b List any managers of the foundation who	own 10% or more of the	stock of a corporation (or an equally large portio	n of the ownership o	of a partnership or
other entity) of which the foundation has			or an equally large per no	ar or the outlier only o	a partitional por
NONE					
2 Information Regarding Contribution	on, Grant, Gift, Loan,	Scholarship, etc., Pr	ograms:		
Check here ▶ ☐ If the foundation on		• • • • • • • • • • • • • • • • • • • •	-	ot accept unsolicited	requests for funds. If
the foundation makes gifts, grants, etc. (s					
a The name, address, and telephone number	er or e-mail address of th	e person to whom apple	cations should be addres	sed:	
SEE STATEMENT 15					
b The form in which applications should be	submitted and informati	on and materials they sh	ould include:		
c Any submission deadlines;					
					
d Any restrictions or limitations on awards,	such as by geographical	areas, charitable fields,	kinds of institutions, or o	ther factors:	

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager Name and address (home or business) or substantial contributor recipient a Paid during the year A G GASTON BOYS & GIRLS CLUBS EXEMPT ORG OPERATING SUPPORT OF 2900 S PARK DR SW ORGANIZATION BIRMINGHAM, AL 35211 7,000, A+ EDUCTATION PARTNERSHIP EXEMPT ORG OPERATING SUPPORT OF P.O. BOX 4433 DRGANIZATION AND MONTGOMERY, AL 36103 ESTABLISHING CENTER FOR EDUCATION INNOVATION 291,522. ACE MENTOR PROGRAM OF ALABAMA EXEMPT ORG OPERATING SUPPORT OF 109 RICHARD ARRINGTON BLVD S ORGANIZATION BIRMINGHAM_AL 35233 1,000. ALABAMA APPLESEED CENTER FOR LAW & EXEMPT ORG OPERATING SUPPORT OF JUSTICE ORGANIZATION 309 N. HULL STREET MONTGOMERY AL 36104 25,000. ALABAMA ARCHIVES AND HISTORY EXEMPT ORG CONSTRUCTION OF THE FOUNDATION MUSEUM OF ALABAMA P. O. BOX 300100 MONTGOMERY AL 36130 100,000. SEE CONTINUATION SHEET(S) ▶ 3a Total 2,959,922, **b** Approved for future payment NONE Total

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelate	ed business income		ided by section 512, 513, or 514	(e)
•	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		tude		
å	<u> </u>		 		·
b			┼		
C	<u> </u>				
d	ļļ				
e					
f			<u> </u>		
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments	İ				
4 Dividends and interest from securities			14	1,194,286.	
5 Net rental income or (loss) from real estate:				2,232,200	
a Debt-financed property					
·					· · · · · · · · · · · · · · · · · · ·
b Not debt-financed property			\vdash		 -
6 Net rental income or (loss) from personal					
property	-			00.054	
7 Other investment income			14	<22,274.	<u>></u>
8 Gain or (loss) from sales of assets other	Į	i			
than inventory			18	2,100,423.	
9 Net income or (loss) from special events			<u> </u>		
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b				-	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,272,435.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	
(See worksheet in line 13 instructions to verify calculations.)				···	<u> </u>
				_	
Part XVI-B Relationship of Activities to	the Acco	mplishment of Ex	empt	Purposes	
Line No. Explain below how each activity for which incom-	e is renorted in	column (e) of Part XVI-A	contrib	uted importantly to the accom	nlishment of
the foundation's exempt purposes (other than by			oona is	area importantly to the accom	pasiment of
	, , , , , , , , , , , , , , , , , , , ,	, , , , , , , , , , , , , , , , , , , ,			
					
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			_		
				· <u> </u>	
					
					
		,			
I					
					
323621 10-10-13					Form 990-PF (2013)

Sign Here		et, it is true correct, and complete Declaration of pre	19/17/2014	DIRECT		May the IRS discuss this return with the preparer shown below (see instr.)? X Yes No
	Sign		Preparer's signature	Title Date	Check X If F	PTIN
Paid Prepare Use On		JAMES W. MOODY, CPA	1 As Mande	9/11/14	self- employed	P01298585
		Firm's name ► DENT, BAKER		Firm's EIN ► 63	-0352192	
		Firm's address ► 2204 LAKESHO B'HAM, AL 3	•		Phone no. 205	-871-1880
						Form 990-PF (2013)

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF. Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

Employer identification number

M	IKE AND GILLIAN GOODRICH FOUNDATION	26-3587489				
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	X 501(c)(3) exempt private foundation					
	4947(a)(1) nonexempt charitable trust treated as a private foundation					
	501(c)(3) taxable private foundation					
General Rule	e)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru on filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in molete Parts I and II					
Special Rules						
509(a)(1) and 170	(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the reg (b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the g (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						
contributions for u If this box is check purpose Do not c	(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributes exclusively for religious, charitable, etc., purposes, but these contributions did not tot ked, enter here the total contributions that were received during the year for an exclusive omplete any of the parts unless the General Rule applies to this organization because it le, etc., contributions of \$5,000 or more during the year	al to more than \$1,000. /y religious, charitable, etc ,				
out it must answer "No" on	hat is not covered by the General Rule and/or the Special Rules does not file Schedule B Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Fo t the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)					

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

Employer identification number

MIKE AND GILLIAN GOODRICH FOUNDATION

26-3587489

Part I	Contributors (see instructions). Use duplicate copies of Part I if additi	onal space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	T. MICHAEL AND GILLIAN W. GOODRICH 3320 DELL ROAD BIRMNGHAM, AL 35223	\$\\\ 2,000,000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$ 	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II for noncash contributions.)

Name of organization

Employer identification number

MIKE AND GILLIAN GOODRICH FOUNDATION

26-3587489

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. rom art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. om art I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
a) lo. om art l	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Employer identification number

	ID GILLIAN GOODRICH FO	UNDATION	1/71 (0) (40)	26-3587489			
Part III	Exclusively religious, charitable, etc., indiv year. Complete columns (a) through (e) and the	ne following line entry. For organizat	ions comoleting Part III, enter				
	the total of exclusively religious, charitable, et	c., contributions of \$1,000 or less fo	or the year. (Enter this information once	, > \$			
(a) Na	Use duplicate copies of Part III if addition	al space is needed.					
(a) No. from	(b) Purpose of gift	(c) Use of gift	(d) Desc	ription of how gift is held			
Part I	(2,0 1. post 5. g	(-, g	(.,, = 100				
_							
-							
_							
<u> </u>							
		(e) Transfer of gi	ft				
ļ							
<u> </u>	Transferee's name, address, ar	nd ZIP + 4	Relationship of tran	sferor to transferee			
-							
-							
-							
(a) No.							
from	(b) Purpose of gift	(c) Use of gift	(d) Desci	ription of how gift is held			
Part I							
-							
 -							
-							
		(e) Transfer of git					
		(5) 11 2115151 51 311	•				
	Transferee's name, address, an	d ZIP + 4	Relationship of tran	sferor to transferee			
-							
-							
(a) No. from	(b) Purpose of gift	(c) Use of gift	(d) Decem	intian of how wift in hold			
Part I	(b) Furpose of gift	(c) Ose of gift	(d) Desci	iption of how gift is held			
ĺ <u> </u>							
_							
ļ							
	(e) Transfer of gift						
			Relationship of transferor to transferee				
_	Transferee's name, address, an	d ZIP + 4	Relationship of tran	sferor to transferee			
] —							
-							
-							
(a) No. from			· · · · · · · · · · · · · · · · ·				
from Part i	(b) Purpose of gift	(c) Use of gift	(d) Descri	ption of how gift is held			
-							
_							
-							
		(e) Transfer of gift	<u> </u>				
		, ,					
	Transferee's name, address, and	1 ZIP + 4	Relationship of trans	sferor to transferee			
-							
-							
[

N/A

MIKE AND GILLIAN GOODRICH FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold Purchase 2-story brick warehouse, or common stock, 200 shs. MLC Co. (mo., day, yr.) (mo., day, yr.) D - Donation 1a SYNOVUS BROKERAGE ACCOUNT Ρ VARIOUS **VARIOUS** b POWERSHARES DB US DOLLAR INDEX BULLISH FUND VARIOUS **VARIOUS** c ARTISAN: DYNAMIC EQUITY P VARIOUS VARIOUS d FAM ABSOLUTE RETURN FUND Р VARIOUS **VARIOUS** P VARIOUS **VARIOUS** e CORRELATION VENTURES f WOLF RIVER SPECIALTY OFFSHORE I LP P VARIOUS VARIOUS g GS HEDGE FUND OPPORTUNITIES P VARIOUS VARIOUS P h GS SUNDRY VARIOUS VARIOUS P GS INSTITUTIONAL SHARES VARIOUS VARIOUS P GS US EQUITY YLD ENHANCE VARIOUS VARIOUS k CAPITAL GAINS DIVIDENDS m n 0 (h) Gain or (loss) (f) Depreciation allowed (a) Cost or other basis (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 21,402,269 22,898,891 1,496,622. а 7. b 103,010. 103,010. C đ 50,771 <50,771.> 11,582. 11,582. е 204,637. 204,637. f 1,600,000. 284,246. 1,884,246. g 101,270. 95,000. 6,270. h 94,347. 100,525. <6,178.> 1,003,488. 820,371 <183,117.> 234,115 234,115. k ١ m n 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 1,496,622. 7. b 103,010. C <50,771.> d 11,582. 204,637. f 284,246. 6,270. <6.178.> <183,117.> 234,115. m n If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 2 Capital gain net income or (net capital loss) 2 2,100,423. 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).

If (loss), enter "-0-" in Part I, line 8

Part XV Supplementary Information 3 Grants and Contributions Paid During the Ye	ear (Continuation)			
Recipient	If recipient is an individual,	<u> </u>		
Name and address (home or business)	show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Trains and address (nome or business)	or substantial contributor	recipient		
ALABAMA BALLET		EXEMPT ORG	OPERATING SUPPORT OF	
2726 1ST AVE S BIRMINGHAM AL 35233			ORGANIZATION	60,000
BIRMINGHAM, AU 33233				80,000
ALABAMA COUNCIL ON ECONOMIC EDUCATION		EXEMPT ORG	TO SUPPORT THE	
PO BOX 293930			ECONOMICS FOR LIFE	
BIRMINGHAM, AL 35229			PROGRAM	15,000
İ				
ALABAMA ENVIRONMENTAL COUNCIL		EXEMPT ORG	SUPPORT THE RENOVATION	
2431 2ND AVE N BIRMINGHAM, AL 35203		l	OF THE RECYCLING CENTER	25 000
BIRMINGHAM, AU 33203			CENTER	25,000
ALABAMA GIVING		EXEMPT ORG	OPERATING SUPPORT OF	
P.O. BOX 530727		ĺ	ORGANIZATION	
BIRMINGHAM, AL 35253				400
ALABAMA HISTORIC IRONWORKS FOUNDATION		EXEMPT ORG	TO SUPPORT TANNEHILL	
12632 CONFEDERATE PKWY MCCALLA, AL 35111			IRONWORKS HISTORICAL STATE PARK	10,000
			71110	
ALABAMA HUMANITIES FOUNDATION		EXEMPT ORG	SUPPORT SUPER EMERGING	
1100 IRELAND WAY #101			SCHOLARS PROGRAM	
BIRMINGHAM AL 35205				10,000
ALABAMA MOVING IMAGE ASSOCIATION		EXEMPT ORG	SIDEWALK FILM FESTIVAL	
2310 FIRST AVENUE NORTH		EREMET ORG	SIDEWALK FILM PESTIVAL	
BIRMINGHAM, AL 35203		· · · · · · · · · · · · · · · · · · ·		5,000
ALABAMA POVERTY PROJECT		EXEMPT ORG	SUPPORT BLUEPRINTS	
PO BOX 55058 BIRMINGHAM AL 35255			COLLEGE ACCESS INITIATIVE	15,000,
January Charles			INITIALIVE	15,000,
ALABAMA SERVICE PROJECT	į	EXEMPT ORG	SUPPORT SAWYERVILLE	
521 20TH ST N			DAYCAMP	
BIRMINGHAM AL 35203				5,000,
ALABAMA SHAKESPEARE FESTIVAL	ľ	EXEMPT ORG	OPERATING SUPPORT OF	
1 FESTIVAL DR MONTGOMERY AL 36117			ORGANIZATION	5,000,
Total from continuation sheets			•	2 535 400

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager Foundation Purpose of grant or Amount status of contribution Name and address (home or business) or substantial contributor recipient ALABAMA SYMPHONY ORCHESTRA EXEMPT ORG OPERATING SUPPORT OF 3621 SIXTH AVENUE SOUTH ORGANIZATION BIRMINGHAM, AL 35203 31,000. ALYS STEPHENS CENTER EXEMPT ORG \$6,000 SUPPORT OF 1530 3RD AVENUE SOUTH ARTPLAY; \$40,000 BIRMINGHAM, AL 35294 SUPPORT OF ARTREACH PROGRAM 45,000. AMERICA'S PROMISE ALLIANCE EXEMPT ORG OPERATING SUPPORT OF 1110 VERMONT AVE NW SUITE 900 ORGANIZATION WASHINGTON DC 20005 100,000. BETTER BASICS EXEMPT ORG SUPPORT THE READING 211 SUMMIT PKWY INTERVENTION PROGRAM 70 000. BIRMINGHAM AL 35209 BIRMINGHAM AIDS OUTREACH EXEMPT ORG OPERATING SUPPORT OF 205 32ND ST S # 101 ORGANIZATION BIRMINGHAM AL 35233 5,000, BIRMINGHAM BOTANICAL GARDENS OPERATING SUPPORT OF EXEMPT ORG 2612 LANE PARK ROAD ORGANIZATION BIRMINGHAM, AL 35223 10,000. BIRMINGHAM CHILDREN'S THEATRE EXEMPT ORG OPERATING SUPPORT OF P.O. BOX 1362 ORGANIZATION BIRMINGHAM AL 35201 16,500. BIRMINGHAM CULTURAL ALLIANCE EXEMPT ORG SUPPORT DEVELOPMENT OF 1731 1ST AVE N # 190 A CREATIVE INDUSTRIES BIRMINGHAM, AL 35203 REPORT FOR THE BIRMINGHAM AREA 115,000. BIRMINGHAM HISTORICAL SOCIETY EXEMPT ORG BUILDING IMPROVMENTS 1 SLOSS OUARTERS AT ONE SLOSS QUARTERS BIRMINGHAM, AL 35222 12,000. BIRMINGHAM LANDMARKS INC EXEMPT ORG RESTORATION OF THE 1817 3RD AVE N LYRIC THEATER BIRMINGHAM AL 35203 50,000. Total from continuation sheets

Part XV Supplementary Information				
3 Grants and Contributions Paid During the You	ear (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
BIRMINGHAM MUSEUM OF FINE ARTS		EXEMPT ORG	\$50,000 OPERATING	· · · · · · · · · · · · · · · · · · ·
2000 8TH AVE N			SUPPORT OF	
BIRMINGHAM, AL 35203			ORGANIZATION; \$22,000	
			SUPPORT A STIPEND FOR	
			AN ART INTERNSHIP	2,000.
BIRMINGHAM PUBLIC LIBRARY FOUNDATION		EXEMPT ORG	PURCHASE OF EARLY	
2100 PARK PLACE		LAMILI OKG	LITERACY COMPUTERS	
BIRMINGHAM, AL 35203				10,000.
BIRMINGHAM SOUTHERN COLLEGE		EXEMPT ORG	OPERATING SUPPORT OF	
900 ARKADELPHIA ROAD			ORGANIZATION	
BIRMINGHAM, AL 35254				250,000.
DOGETON INVESTIGATION				
BOSTON UNIVERSITY 595 COMMONWEALTH AVE, STE 700		EXEMPT ORG	OPERATING SUPPORT OF	
BOSTON, MA 02215			ORGANIZATION	5,000,
				3,000,
BREAKTHROUGH COLLABORATIVE		EXEMPT ORG	OPERATING SUPPORT OF	
545 SANSOME STREET SUITE 700			ORGANIZATION	
SAN FRANCISCO, CA 94111				40,000.
CAHABA RIVER SOCIETY		EXEMPT ORG	SUPPORT SHANE HULSEY	
2717 7TH AVE S #205			CLEAN ENVIRONMENTAL	
BIRMINGHAM, AL 35233			SCIENCE EDUCATION	
			PROGRAM	25,000,
CHILDCARE RESOURCES 1904 1ST AVE N	ì	EXEMPT ORG	SUPPORT TRAINING	
BIRMINGHAM AL 35203			PROGRAMS FOR CHILDCARE PROVIDERS	15,000.
3323			FROVIDERS	15,000,
CHILDREN'S AID SOCIETY		EXEMPT ORG	SUPPORT HOME AT LAST	
2141 14TH AVE S			CAMPAIGN	
BIRMINGHAM, AL 35205				50,000,
CHILDREN'S DANCE FOUNDATION	ļ	EXEMPT ORG	OPERATING SUPPORT OF	
1715 27TH COURT SOUTH			ORGANIZATION	
BIRMINGHAM, AL 35209				5,000,
CHILDREN'S HOSPITAL FOUNDATION		YEMDE ODG	ODERAMING GUPPORM OF	
1600 7TH AVENUE SOUTH	ľ		OPERATING SUPPORT OF ORGANIZATION	
BIRMINGHAM AL 35233				5,000.
Total from continuation sheets				

Part XV, Supplementary Information			· · · · · · · · · · · · · · · · · · ·	
3 Grants and Contributions Paid During the Y			T	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	CONTRIBUTION	
COLLEGE ADMISSIONS MADE POSSIBLE		EXEMPT ORG	SUPPORT SUMTER COUNTY	
507 OAK TRACE CIR	ļ		PROGRAM	25 222
HOOVER, AL 35244		 		35,000.
COMMUNITY FOUNDATION OF GREATER		EXEMPT ORG	SUPPORT "ROADS TO	
BIRMINGHAM			RECOVERY"	
2100 FIRST AVENUE NORTH, SUITE 700				
BIRMINGHAM, AL 35203		 		51,334.
COOSA RIVERKEEPER		EXEMPT ORG	OPERATING SUPPORT OF	
P.O. BOX 373 RIVERSIDE, AL 35135			ORGANIZATION	8,000.
ATTENDIDE, AN 33133				0,000,
CORNERSTONE SCHOOL		EXEMPT ORG	TO PURCHASE PROPERTY	
135 54TH STREET NORTH			FOR AN ATHLETIC FIELD	
BIRMINGHAM AL 35212			FOR THE SCHOOL	10,000.
CORPS MEMBER EDUCATION FOUNDATION		EXEMPT ORG	SUPPORT HIGHER	
1481 WINDING HOLLOW LANE			ACHIEVEMENT SUMMER	
MEQUON, WI 53092			SCHOOL	5,000.
CULTURAL ALLIANCE OF GREATER		EXEMPT ORG	PROVIDE ARTISTS AS	
BIRMINGHAM		DALIM I OKO	EDUCATORS TO LOCAL	
P. O. BOX 292305			schools	
BIRMINGHAM AL 35229				5,000.
ENTREPRENEURIAL VENTURES EDUCATION		EXEMPT ORG	SUPPORT SUMMER	
INC		ļ	ADVANTAGE PROGRAM	
1001 MARINA DR APT 410				
QUINCY, MA 02171				35,000,
EQUALITY ALABAMA		EXEMPT ORG	OPERATING SUPPORT OF	
PO BOX 13733			ORGANIZATION	
BIRMINGHAM, AL 35202				2,000,
ATTORIONED GUIT MED				
FIREHOUSE SHELTER 1501 3RD AVE N			OPERATING SUPPORT OF ORGANIZATION	
BIRMINGHAM AL 35203			ONGANIZATION	2,500.
FOUNDATIONS EARLY LEARNING & FAMILY	þ		SUPPORT OF PRE-K	
CENTER PO BOX 131092			CLASSROOM IN FAIRFIELD	
BIRMINGHAM, AL 35213	İ			15,000.
Total from continuation sheets				
· · — - · — — — — — — — — — — — — — — —				

Part XV Supplementary Information 3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual,	Faund-4	Durana of are star	
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
	or outstand contributor	Too.p.on		
GIRLS INC OF CENTRAL ALABAMA 5201 8TH AVENUE		EXEMPT ORG	SUPPORT AFTER SCHOOL AND SUMMER PROGRAMS	
BIRMINGHAM AL 35213			AND SUMMER PROGRAMS	20,000
GRANTMAKERS FOR EDUCATION		EXEMPT ORG	OPERATING SUPPORT OF	
720 SW WASHINGTON STREET	į		ORGANIZATION	
PORTLAND, OR 97205				1,000
GREATER ALABAMA COUNCIL		EXEMPT ORG	OPERATING SUPPORT OF	
P. O. BOX 43307			ORGANIZATION	
BIRMINGHAM, AL 35243				10,000
GROWING KINGS, INC.		EXEMPT ORG	OPERATING SUPPORT OF	
PO BOX 291			ORGANIZATION	
BIRMINGHAM, AL 35201				5,000
HAND IN PAW 1912 14TH AVE S		EXEMPT ORG	SUPPORT THE "SIT, STAY, READ" PROGRAM	
BIRMINGHAM AL 35205			STAI, READ PROGRAM	5,000
IMPACT ALABAMA		EXEMPT ORG	OPERATING SUPPORT OF	
1901 6TH AVENUE NORTH SUITE 2400			ORGANIZATION	
BIRMINGHAM, AL 35203				25,000.
IMPACT FAMILY COUNSELING		EXEMPT ORG	SUPPORT OF MENTORING	
1000 24TH ST S)	SERVICES	
BIRMINGHAM, AL 35205				5,000.
INDIAN SPRINGS SCHOOL		EXEMPT ORG	SUPPORT OF CAPITAL	
190 WOODWARD DR			CAMPAIGN	
INDIAN SPRINGS VILLAGE, AL 35124				7.000.
INNOVATION DEPOT 1500 1st ave n #31		EXEMPT ORG	SUPPORT INCREASED	
BIRMINGHAM, AL 35203			TRAINING AND CONSULTING SERVICES	15.000,
			DOMESTING SERVICES	13,000,
JEFFERSON COUNTY SCHOOLS FOUNDATION		EAEMDW VDV	CIIDDODA CARITAR	
JEFFERSON COUNTY SCHOOLS FOUNDATION 2100 SOUTH 18TH STREET		EXEMPT ORG	SUPPORT STELLAR TEACHING PROGRAM	
BIRMINGHAM, AL_35209	<u> </u>		- Indiana	50,000
Total from continuation sheets				

Part XV. Supplementary Information 3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual,	T		
Name and address (home or business)	show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
The same decision (name of business)	or substantial contributor	recipient		
JONES VALLEY URBAN FARM		EXEMPT ORG	OPERATING SUPPORT OF	
701 25TH STREET NORTH			ORGANIZATION	
BIRMINGHAM, AL 35223				204,000
LEARNING VILLAGE		EXEMPT ORG	SUPPORT 2014 SUMMER	
4616 TERRACE R			LEARNING PROGRAM	
BIRMINGHAM AL 35208				5,000
LINLEY HEFLIN UNIT		EXEMPT ORG	2012 LINLY HEFLIN	
13 OFFICE PARK CIRCLE, SUITE 8		}	SCHOLARSHIP LUNCHEON	
MOUNTAIN BROOK, AL 35223		 		10,000
LITERACY COUNCIL OF CENTRAL ALABAMA		EXEMPT ORG	SUPPORT ADULT LITERACY	
2301 1ST AVE N, SUITE 102			AND TUTOR TRAINING	
BIRMINGHAM, AL 35203		 	PROGRAMS	15,000
LOW INCOME HOUSING COALITION OF		EXEMPT ORG	OPERATING SUPPORT OF	
ALABAMA		EXEMPT ORG	ORGANIZATION	
1016 19TH STREET S				
BIRMINGHAM, AL 35205				20,000
MAIN STREET BIRMINGHAM, INC.		EXEMPT ORG	TO HIRE STAFF PERSON	
P. O. BOX 320637		EXEMPT ORG	TO CONCENTRATE ON	
BIRMINGHAM, AL 35232			WOODLAWN ECONOMIC	
			DEVELOPMENT	37,500
MCWANE SCIENCE CENTER 200 19TH STREET NORTH	Į	EXEMPT ORG	SUPPORT THE CHILDREN'S MUSEUM	
BIRMINGHAM, AL 35203			MUSEUM	260,000
NATURE CONSERVANCY OF ALABAMA 2100 1st AVENUE N. STE 500		EXEMPT ORG	OPERATING SUPPORT OF	
BIRMINGHAM, AL 35203			ORGANIZATION	22,000
TEW RISING STAR MISSIONARY BAPTIST		EXEMPT ORG	SUPPORT SUMMER	
CHURCH			LEARNING PROGRAM	
400 LONDON AVE				_
IRMINGHAM, AL 35206				5,000
OPERA BIRMINGHAM		EXEMPT ORG	TO HELP UNDERWRITE THE	
601 6TH AVENUE SOUTH			COST OF NEW SETS	
STRMINGHAM, AL 35222				10,000
Total from continuation sheets				

Part XV Supplementary Information				
3 Grants and Contributions Paid During the			-, -	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
OUR MIMS RETIREMENT HAVEN		EXEMPT ORG	OPERATING SUPPORT OF	
2810 MILLERSBURG RD PARIS KY 40361			ORGANIZATION	_ 5,000,
PFLAG BIRMINGHAM		EXEMPT ORG	OPERATING SUPPORT OF	
4300 HAMPTON HEIGHTS DRIVE		}	ORGANIZATION	
BIRMINGHAM, AL 35215				2,000.
PRESCHOOL PARTNERS FOUNDATION		EXEMPT ORG	OPERATING SUPPORT OF	
3736 MONTROSE ROAD			ORGANIZATION	
BIRMINGHAM, AL 35213				15,000.
PROJECT HORSESHOE FARM 1310 C MAIN STREET		EXEMPT ORG	SUPPORT AFTER SCHOOL PROGRAMS	
GREENSBORO, AL 36744				25,000.
RAILROAD PARK FOUNDATION		EXEMPT ORG	OPERATING SUPPORT OF	
1600 1ST AVENUE SOUTH			ORGANIZATION	
BIRMINGHAM, AL 35233				55,749.
REAL LIFE POETS		EXEMPT ORG	OPERATING SUPPORT OF	
445 18TH AVE NW		EALMFI ORG	ORGANIZATION	
BIRMINGHAM, AL 35215				2,500.
RED MOUNTAIN PARK FUND BOARD 277 LYON LANE		EXEMPT ORG	SUPPORT DEVELOPMENT OF RED MOUNTAIN PARK	
BIRMINGHAM, AL 35211				128,333,
RED MOUNTAIN THEATRE COMPANY 3028 7TH AVENUE SOUTH		EXEMPT ORG	OPERATING SUPPORT OF ORGANIZATION	
BIRMINGHAM, AL 35233			ORGANIZATION	20,000.
REV BIRMINGHAM		EXEMPT ORG	SUPPORT STAFF POSITION	
505 20TH ST N				
BIRMINGHAM, AL 35203				30,000,
RUFFNER MOUNTAIN NATURE PRESERVE		EXEMPT ORG	OPERATING SUPPORT OF	
1214 81ST STREET SOUTH			ORGANIZATION	
BIRMINGHAM, AL 35206				3,084.
Total from continuation sheets		·		

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Y	ear (Continuation)			
• Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	331171334317	
SAFE HOUSE OF SHELBY COUNTY		EXEMPT ORG	OPERATING SUPPORT OF	
P.O. BOX 275			ORGANIZATION	
PELHAM, AL 35124				15,000.
		1		
SALVATION ARMY - BIRMINGHAM		EXEMPT ORG	OPERATING SUPPORT OF	
2410 8TH AVE N			ORGANIZATION	
BIRMINGHAM, AL 35203		 		10,000.
SOUTHEASTERN COUNCIL OF FOUNDATIONS		EXEMPT ORG	OPERATING SUPPORT OF	
50 HURT PLAZA, SUITE 350			ORGANIZATION	4.500
BIRMINGHAM, AL 30303			 	4,500.
SOUTHERN ENVIRONMENTAL LAW CENTER		EXEMPT ORG	OPERATING SUPPORT OF	1
2829 2ND AVENUE SOUTH, STE 282 BIRMINGHAM, AL 35233			ORGANIZATION	8,000.
SPACE ONE ELEVEN 2409 SECOND AVENUE NORTH		EXEMPT ORG	OPERATING SUPPORT OF ORGANIZATION	
BIRMINGHAM, AL 35203				10,000.
ST. TIMOTHY'S SCHOOL		EXEMPT ORG	OPERATING SUPPORT OF	
8400 GREENSPRING AVENUE			ORGANIZATION	
STEVENSON, MD 21153			<u></u>	10,000,
STAIR OF BIRMINGHAM		EXEMPT ORG	OPERATING SUPPORT OF	
3100 HIGHLAND AVENUE			ORGANIZATION	
BIRMINGHAM, AL 35205				20,000,
TARRANT CITY SCHOOLS		EXEMPT ORG	SUPPORT SUMMER	
1318 ALABAMA STREET TARRANT, AL 35217			LEARNING PROGRAM	8,000.
				0,000.
TEACH FOR AMERICA OF ALABAMA 217 WASHINGTON STREET		EXEMPT ORG	OPERATING SUPPORT OF ORGANIZATION	
MARION, AL 36756			OLIVINI LUIT LUIT	100,000,
TRIUMPH SERVICES		DOO MOMBYS	ODEDATING GUDDODE OF	
1025 23RD STREET SOUTH, SUITE 300		EXEMPT ORG	OPERATING SUPPORT OF ORGANIZATION	
BIRMINGHAM, AL 35205				2,500.
Total from continuation sheets				

MIKE AND GILLIAN GOODRICH FOUNDATION 26-3587489

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Ye				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
UNITED WAY OF CENTRAL ALABAMA 3600 8TH AVENUE SOUTH, STE 501	į	EXEMPT ORG	SUPPORT SUCCESS BY SIX	
BIRMINGHAM, AL 35232				15,000.
UNIVERSITY OF ALABAMA SCHOOL OF LAW P. O. BOX 870382		EXEMPT ORG	OPERATING SUPPORT OF ORGANIZATION	
TUSCALOOSA, AL 35847		<u> </u>		2,000.
URBAN MINISTRY, INC.		EXEMPT ORG	SUPPORT URBAN KIDS	
1229 COTTON AVE. SW			SUMMER LEARNING	
BIRMINGHAM, AL 35211			PROGRAM	10,000.
VIRGINIA SAMFORD THEATRE		EXEMPT ORG	TO REPLACE THEATRE	
1116 26TH STREET SOUTH BIRMINGHAM, AL 35205			SEATS	10,000.
DIRMINGRAM, AL 35205				10,000,
VOICES FOR ALABAMA'S CHILDREN		EXEMPT ORG	OPERATING SUPPORT OF	
P. O. BOX 4576 MONTGOMERY, AL 36103			ORGANIZATION	10,000,
WOMENS FUND OF GREATER BIRMINGHAM		EXEMPT ORG	OPERATING SUPPORT OF	
2201 5TH AVENUE SOUTH, SUITE 110 BIRMINGHAM, AL 35233			DRGANIZATION	5,000,
YOUTHSERVE		EXEMPT ORG	TO ASSIST WITH	
P. O. BOX 530334 BIRMINGHAM, AL 35253			OPERATING EXPENSES AND SUPPORT OF	
			ORGANIZATION	20,000.
YWCA OF CENTRAL ALABAMA 309 NORTH 23RD STREET		EXEMPT ORG	SUPPORT THE FAMILY RESOURCE CENTER AND	
BIRMINGHAM, AL 35203			OPERATIONS	76,500.
Total from continuation sheets				

FORM · 990-PF	DIVIDENDS	AND INTER	REST FROM SE	CURITIES	STATEMENT :
SOURCE	GROSS AMOUNT	CAPITAI GAINS DIVIDENI	REVENU		
INVESTMENT INCOME	1,428,401.	234,11	.5. 1,194,2	86. 1,194,28	6.
TO PART I, LINE 4 =	1,428,401.	234,11	1,194,2	86. 1,194,280	5.
FORM 990-PF		OTHER I	NCOME		STATEMENT 2
DESCRIPTION			(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ANT AVIATION FINANCE POWERSHARES DB US DO BULLISH FUND ARTISAN: DYNAMIC EQU	LLAR INDEX		<105,796 66,204 17,318	. 66,204.	,
TOTAL TO FORM 990-PF	, PART I, I	LINE 11	<22,274	.> <22,274.	>
FORM 990-PF		LEGAL	FEES		STATEMENT 3
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INVEST MENT INCOM		(D) CHARITABLE PURPOSES
LEGAL EXPENSES		10,090.	(0.	0.
ro FM 990-PF, PG 1, I	 LN 16A	10,090.	(0.	0.

FORM · 990-PF	ACCOUNT	ING FEES	STATEMENT 4			
DESCRIPTION	(A) EXPENSES PER BOOKS		(C) ADJUSTED NET INCOME	CHARITABLE		
ACCOUNTING FEES	7,193.	5,395.		0.		
TO FORM 990-PF, PG 1, LN 16B	7,193.	5,395.		0.		
FORM 990-PF	OTHER PROFES	SIONAL FEES	S	TATEMENT 5		
DESCRIPTION		(B) NET INVEST- MENT INCOME	ADJUSTED	CHARITABLE		
OTHER INVESTMENT FEES - GS INVESTMENT ADVISORY FEES -	24,223.	0.		0.		
TO FORM 990-PF, PG 1, LN 16C	252,620.	228,397.		0.		
FORM 990-PF	TAX	ES	S	PATEMENT 6		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT INCOME TAXES PAID FOREIGN TAXES PAID OTHER TAXES PAYROLL TAXES	47,392. 13,197. 480. 9,035.	13,197. 0. 0.		0. 0. 0. 9,035.		
TO FORM 990-PF, PG 1, LN 18	70,104.	13,197.		9,035.		

FORM ·990-PF	990-PF OTHER EXPENSES				
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTE NET INCO		
PORTFOLIO DEDUCTIONS FROM INVESTMENTS FOREIGN TAX CONVERSION FEES PROGRAM RELATED EXPENSES OTHER OFFICE EXPENSES OTHER PASSTHROUGH EXPENSES	71,208. 6,923. 13,893. 19,479. 961.	71,208. 6,923. 0. 0.		0. 0. 13,893. 0. 0.	
TO FORM 990-PF, PG 1, LN 23	112,464. 78,131			13,893.	
FORM 990-PF	CORPORATI	E STOCK		STATEMENT 8	
DESCRIPTION		во	OK VALUE	FAIR MARKET VALUE	
EQUITIES		3'	7,618,580.	48,186,000.	
rotal to form 990-pf, part ii	, LINE 10B	3.	7,618,580.	48,186,000.	
FORM 990-PF	CORPORATE	BONDS		STATEMENT 9	
DESCRIPTION		вос	OK VALUE	FAIR MARKET VALUE	
FIXED INCOME INVESTMENTS		13	3,169,499.	13,191,319.	
COTAL TO FORM 990-PF, PART II	, LINE 10C	13	3,169,499.	13,191,319.	
*ORM 990-PF	OTHER INVE	STMENTS		STATEMENT 10	
DESCRIPTION		UATION THOD BOO	K VALUE	FAIR MARKET VALUE	
'ARTNERSHIPS, CLOSELY HELD, AND THER INVESTMENTS	ND F	MV 11	,765,571.	14,453,702.	
OTAL TO FORM 990-PF, PART II	, LINE 13	11	,765,571.	14,453,702.	

FORM .990-PF DEPRECIATION OF AS	SETS NOT HELD FOR	RINVESTMENT	STATEMENT 11	
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	
FURNITURE & FIXTURES	5,710.	517.	5,193.	
TOTAL TO FM 990-PF, PART II, LN	14 5,710.	517.	5,193.	
FORM 990-PF	OTHER ASSETS		STATEMENT 12	
FORM 990-PF DESCRIPTION	OTHER ASSETS BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	STATEMENT 12 FAIR MARKET VALUE	
	BEGINNING OF		FAIR MARKET	

	IST OF OFFICERS, DIRECTORS ND FOUNDATION MANAGERS				STATEMENT 13		
NAME AND ADDRESS	TITLE AND AVRG HRS/WK				EMPLOYEE BEN PLAN CONTRIB		
T. MICHAEL GOODRICH 3320 DELL ROAD BIRMINGHAM, AL 35223	DIRECTOR, 0.00	VP		0.	0.		0.
GILLIAN W. GOODRICH 3320 DELL ROAD BIRMINGHAM, AL 35223	DIRECTOR, 0.00	PRES	ID ENT ,	CHAII 0.	RWOMAN 0.		0.
T. MICHAEL GOODRICH, II 1815 KENSINGTON ROAD BIRMINGHAM, AL 35209	DIRECTOR, 0.00	SECRI	ETARY	0.	0.		0.
MARY B. GOODRICH 2820 SHOOK HILL ROAD BIRMINGHAM, AL 35223	DIRECTOR 0.00			0.	0.		0.
ALEXANDRA D. GOODRICH 3133 GUILFORD ROAD BIRMINGHAM, AL 35223	DIRECTOR 0.00			0.	0.		0.
GILLIAN G. GOODRICH 2809 DAUPHINE STREET NEW ORLEANS, LA 70115	DIRECTOR 0.00			0.	0.		0.
CAROL W. BUTLER 3800 COLONNADE PARKWAY, STE 430 31RMINGHAM, AL 35243	EXECUTIVE 40.00	DIREC	_	074.	0.		0.
POTALS INCLUDED ON 990-PF, PAGE 6	, PART VIII		130,	074.	0.	·····	0.
	XV - LINE 1 OUNDATION MA		.s		STATE	MENT	14

JAME OF MANAGER

. MICHAEL GOODRICH ;ILLIAN W. GOODRICH

FORM. 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 15

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CAROL BUTLER 3800 COLONNADE PARKWAY, SUITE 430 BIRMINGHAM, AL 35243

TELEPHONE NUMBER

205-259-2060

FORM AND CONTENT OF APPLICATIONS

PLEASE CONTACT THE FOUNDATION FOR INFORMATION ON HOW TO SUBMIT A GRANT REQUEST

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS