ENVELOPE POSTMARK DATE AUG 14 2014

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: ROY C MOORE FOUNDATION 4555000018

A Employer identification number: 58-6087219

Number and street (or P.O. box number if mail is not delivered to street address): C/O REGIONS BANK TRUST DEPT, PO BOX 2886

Room/suite:

B Telephone number (see instructions): 251-690-1024

City or town, state or province, country, and ZIP or foreign postal code: MOBILE, AL 36652-2886

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: [X] 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)* ▶ $ 2,188,107.

J Accounting method: [X] 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 ▶ [X] if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments	8.	8.		STMT 1
4	Dividends and interest from securities	53,321.	53,245.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	7,701.			
b	Gross sales price for all assets on line 6a 267,484.				
7	Capital gain net income (from Part IV, line 2)		7,701.		
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)	2,150.			STMT 3
12	**Total.** Add lines 1 through 11	63,180.	60,954.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	19,012.	14,259.		4,753.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 4	1,000.	NONE	NONE	1,000.
c	Other professional fees (attach schedule) STMT 5	1,337.	1,337.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 6	51.	579.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	21,400.	16,175.	NONE	5,753.
25	Contributions, gifts, grants paid	112,083.			112,083.
26	**Total expenses and disbursements** Add lines 24 and 25	133,483.	16,175.	NONE	117,836.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-70,303.			
b	**Net investment income** (if negative, enter -0-)		44,779.		
c	**Adjusted net income** (if negative, enter -0-)				

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JSA **For Paperwork Reduction Act Notice, see instructions.**
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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 Savings and temporary cash investments	34,261.	18,688.	18,688.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S. and state government obligations (attach schedule) STMT 7	231,637.	239,658.	239,231.
	b Investments - corporate stock (attach schedule) STMT 8	748,178.	748,178.	1,252,894.
	c Investments - corporate bonds (attach schedule) STMT 11	716,854.	654,397.	677,294.
	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 ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,730,930.	1,660,921.	2,188,107.
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)		NONE	
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	1,730,930.	1,660,921.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	1,730,930.	1,660,921.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	1,730,930.	1,660,921.	

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	1,730,930.
2	Enter amount from Part I, line 27a	2	-70,303.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 14	3	294.
4	Add lines 1, 2, and 3	4	1,660,921.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,660,921.

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	PUBLICLY TRADED SECURITIES			
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	267,484.		259,783.	7,701.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				7,701.
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	7,701.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see 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))
2012	106,635.	2,014,868.	0.052924
2011	114,164.	2,030,004.	0.056238
2010	106,089.	1,990,470.	0.053298
2009	116,978.	1,850,483.	0.063215
2008	125,002.	2,307,130.	0.054181

2	**Total** of line 1, column (d)	2	0.279856
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	0.055971
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,105,196.
5	Multiply line 4 by line 3	5	117,830.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	448.
7	Add lines 5 and 6	7	118,278.
8	Enter qualifying distributions from Part XII, line 4	8	117,836.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	896.
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	
3	Add lines 1 and 2	3	896.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	896.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 964.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	964.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	68.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 68. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK TRUST DEPT Telephone no. ▶ (251) 690-1024

Located at ▶ 11 NORTH WATER STREET, 25TH FLOOR, MOBILE, AL ZIP+4 ▶ 36602

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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 2013?	1c		X
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____			
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		X
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? ☐ Yes ☒ No			
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 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 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

		Yes	No
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**		X
	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? . . . STMT. 15 ☒ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**		X
	If "Yes" to 6b, file Form 8870.		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK, TRUSTEE 303 JESSE JEWELL PARKWAY, GAINESVILLE, GA 30501	TRUSTEE 1	20,349.	-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		-0-	-0-	-0-

Total number of other employees paid over $50,000 ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,137,255.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	2,137,255.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,137,255.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,059.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,105,196.
6	**Minimum investment return.** Enter 5% of line 5	6	105,260.

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	105,260.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	896.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	896.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	104,364.
4	Recoveries of amounts treated as qualifying distributions			4	500.
5	Add lines 3 and 4			5	104,864.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	104,864.

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	117,836.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	117,836.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	117,836.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				104,864.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			55,557.	
b Total for prior years: 20 11 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 ... NONE				
b From 2009 ... NONE				
c From 2010 ... NONE				
d From 2011 ... NONE				
e From 2012 ... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 117,836.				
a Applied to 2012, but not more than line 2a			55,557.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				62,279.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				42,585.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009 ... NONE				
b Excess from 2010 ... NONE				
c Excess from 2011 ... NONE				
d Excess from 2012 ... NONE				
e Excess from 2013 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 ATTACHED SCHEDULE				112,083.
Total . . . . ▶ **3a**				112,083.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	8.	
4 Dividends and interest from securities			14	53,321.	
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	7,701.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b				2,150.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				63,180.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 63,180.

(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.)
	NOT APPLICABLE

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

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

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

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

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

Julie S Chmka | 08/13/2014 | TRUST OFFICER

Signature of officer or trustee | Date | Title

REGIONS BANK, TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS 58-6087219

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST	8.	8.
TOTAL	8.	8.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST AND DIVIDENDS		53,321.	53,245.
	TOTAL	53,321.	53,245.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL REFUND		1,650.
RECOVERY		500.
	TOTALS	2,150.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	1,337.	1,337.
TOTALS	1,337.	1,337.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	51.	51.
FOREIGN TAXES ON QUALIFIED FOR		528.
TOTALS	51.	579.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FNMA 5% 3/15/16	19,843.	17,618.	17,585.
US TREAS 6.25% 8/15/23	25,173.	23,947.	25,691.
US TREAS N/B 2.625% 11/15/20	36,831.	34,642.	35,569.
FHLM 2.875% 2/9/15	30,989.	27,783.	26,760.
US TREAS 1.375% 11/30/15	89,683.	72,722.	72,373.
US TREAS INFLA .625% 7/15/21	29,118.	27,211.	26,298.
US TREAS 2.875% 5/15/43		18,148.	17,830.
US TREAS 1.75% 5/15/23		17,587.	17,125.
TOTALS	231,637.	239,658.	239,231.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ALLERGAN INC	5,832.	5,832.	14,218.
AMERICAN EXPRESS	4,038.	4,038.	21,412.
INTEL	6,517.	6,517.	11,161.
JP MORGAN CHASE	10,849.	10,849.	19,649.
JOHNSON & JOHNSON	9,760.	9,760.	16,486.
JUNIPER NETWORKS	9,443.	9,443.	10,518.
MONSANTO CO NEW	10,735.	10,735.	17,249.
NORFOLK SOUTHERN	4,514.	4,514.	12,532.
ORACLE CORP	6,957.	6,957.	15,419.
PEPSICO INC	7,970.	7,970.	13,353.
PHILIP MORRIS INTL	5,466.	5,466.	11,763.
PROCTOR & GAMBLE	8,118.	8,118.	13,188.
PRUDENTIAL FINANCIAL INC	6,119.	6,119.	18,721.
QUALCOMM	8,058.	8,058.	15,221.
SCHLUMBERGER LTD	6,317.	6,317.	11,534.
STRYKER CORP	8,639.	8,639.	16,381.
THERMO FISHER SCIENTIFIC	8,295.	8,295.	25,276.
3M CO	7,499.	7,499.	18,515.
TRAVELERS COMPANIES INC	7,879.	7,879.	18,199.
UNITED TECHNOLOGIES	6,020.	6,020.	14,566.
VERIZON COMM	7,617.	7,617.	13,268.
WALGREEN CO	9,484.	9,484.	18,553.
CVS/CAREMARK	10,037.	10,037.	23,117.
CISCO SYSTEMS	10,835.	10,835.	13,211.
E M C CORP MASS	5,219.	5,219.	11,468.
EXXON MOBIL	9,765.	9,765.	14,168.
GOLDMAN SACHS	12,902.	12,902.	19,676.
HALLIBURTON CO	5,864.	5,864.	14,819.
HESS CORP	8,176.	8,176.	13,944.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CHEVRON	8,204.	8,204.	15,239.
TEVA PHARMACEUTICAL INDS	12,057.	12,057.	10,581.
ARTISAN FDS SM CAP INV CL	21,424.	21,424.	38,389.
ARTISAN FDS MID CAP VAL INV SH	18,014.	18,014.	42,665.
BUFFALO SMALL CAP FD	20,266.	20,266.	49,790.
AMERICAN EUROPACIFIC GRTH-F2	97,038.	97,038.	149,462.
THORNBURG INTL VALUE FD CL I	95,876.	95,876.	141,803.
APACHE CORP	11,428.	11,428.	9,453.
STATE STREET CORP	11,906.	11,906.	19,081.
AUTO DESK INC	12,973.	12,973.	16,102.
BLACKROCK INC	11,548.	11,548.	18,988.
BROADCOM CORP CL A	10,911.	10,911.	10,672.
CATERPILLAR INC	11,279.	11,279.	10,897.
EMERSON ELECTRIC CO	10,446.	10,446.	14,036.
GENERAL ELECTRIC CO	12,665.	12,665.	18,500.
GOOGLE INC CL A	12,264.	12,264.	22,414.
HASBRO INC	10,666.	10,666.	15,953.
LABORATORY CORP AMER HLDGS	11,308.	11,308.	11,878.
MATTEL INC	8,991.	8,991.	18,080.
MCGRAW HILL INC	9,079.	9,079.	18,768.
MERCK & CO INC	11,230.	11,230.	16,517.
NEXTERA ENERGY, INC	10,866.	10,866.	17,124.
PRAXAIR INC	11,259.	11,259.	14,303.
STAPLES INC	15,329.	15,329.	11,918.
TEXAX INSTRS INC	10,991.	10,991.	15,808.
VISA INC - CLASS A SHRS	7,756.	7,756.	24,495.
HIGH MARK GENEVA MID CAP GRWTH	33,480.		
NATIONWIDE GENEVA MID CAP		33,480.	42,393.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
	TOTALS	748,178.	748,178.	1,252,894.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FNMA 745418 5.5% 4/1/36	14,977.	8,649.	9,225.
FNMA 831811 6% 9/1/36	4,508.	2,256.	2,402.
FNMA 888249 5% 7/1/20	1,570.	1,072.	1,102.
FNMA 889036 5.5% 8/1/37	2,747.	1,704.	1,802.
FNMA 889414 6% 11/1/37	4,849.	2,747.	2,905.
FNMA 889709 5.5% 6/1/23	4,886.	3,031.	3,199.
FNMA 929583 5% 6/1/23	7,751.	5,198.	5,435.
FNMA 952504 6% 9/1/37	17,676.	10,292.	11,037.
FNMA 963451 5% 6/1/23	1,760.	1,109.	1,166.
FNMA 985616 5.5% 4/1/34	1,444.	863.	929.
FNMA 995265 5.5% 1/1/24	635.	410.	431.
CATERPILLAR 7.9% 12/15/18	8,326.	16,559.	17,546.
COMCAST 5.7% 7/1/19	8,089.	8,089.	9,246.
CREDIT SUISSE NY 5.5% 5/1/14	20,205.	17,985.	17,277.
GOLDMAN SACHS 6% 5/1/14	10,287.	9,192.	9,161.
HESS CORP 8.125% 2/15/19	9,536.	8,344.	8,695.
JP MORGAN CHASE 6.3% 4/23/19	7,933.	7,933.	9,442.
MERRILL LYNCH 6.875% 4/25/18	7,971.	7,971.	9,459.
MORGAN STANLEY 5.625% 9/23/19	10,007.	8,001.	9,094.
ORACLE CORP 5.75% 4/15/18	8,266.	8,266.	9,245.
PETROBRAS INTL 5.75% 1/20/20	18,490.	17,423.	17,492.
TALISMAN ENERGY 7.75% 6/1/19	9,365.	8,185.	8,384.
TARGET CALLABLE 5.375% 5/1/17	8,834.	7,851.	8,992.
TIME WARNER 6.75% 7/1/18	8,766.	8,766.	8,972.
WACHOVIA 5.75% 6/15/17	8,204.	7,290.	9,126.
DODGE & COX INCOME FD #147	25,000.	25,000.	29,059.
FNMA 745079 5% 12/1/20	1,879.	1,297.	1,312.
FNMA 889579 6% 5/1/38	6,921.	3,574.	3,683.
FNMA 889716 5.5% 10/01/22	636.	417.	438.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FNMA 890042 5.5% 7/1/22	1,636.	1,026.	1,045.
AT&T 5.6% 5/15/18	7,875.	7,875.	9,085.
BARCLAYS BANK 3.9% 4/7/15	10,011.	9,007.	9,367.
CSX CORP 6.25% 4/1/15	10,085.	8,964.	8,551.
CA INC 5.375% 12/1/19	9,166.	8,142.	8,895.
CITIGROUP INC 6% 12/13/13	10,910.		
DIRECTV HOLD 3.55% 3/15/15	10,343.	9,306.	9,297.
GOLDMAN SACHS 7.5% 2/15/19	8,784.	7,686.	8,526.
HP CO 2.2% 12/1/15	9,925.	8,926.	9,198.
KRAFT FOODS INC 1.625% 6/4/15		9,162.	9,114.
MERRILL LYNCH 6.11%1/29/37	9,372.	8,433.	9,706.
PRUDENTIAL FIN 4.5% 11/15/20	8,940.	7,946.	8,582.
FNMA AH6827 4% 3/1/26	13,160.	8,486.	8,562.
FNMA AL0393 4.5% 6/1/41	8,535.	6,403.	6,394.
FNMA 725773 5.5% 9/1/34	6,046.	3,797.	3,921.
FNMA 735580 5% 6/1/35	12,858.	7,823.	7,879.
FNMA 931678 5.5% 3/1/18	4,940.	2,971.	2,940.
FNMA 995018 5.5% 6/1/38	4,506.	2,306.	2,385.
FNMA AE3066 3.5% 9/1/25	12,355.	8,378.	8,449.
AFLAC INC 8.5% 5/15/19	9,909.	8,666.	8,940.
AMERICAN EXP 2.75% 9/15/15	10,202.	9,181.	9,314.
DUKE ENERGY 2.15%11/15/16	10,007.	9,005.	9,224.
GE CAP CORP 5.3% 2/11/21	9,066.	8,054.	8,949.
GE CAP CORP 5.875% 1/14/38	9,296.		
INTEL CORP 3.3% 10/1/21	9,964.	8,966.	8,941.
MORGAN STANLEY 4.2% 11/20/14	10,461.	9,415.	9,286.
ONTARIO 1.375% 1/27/14	19,998.	17,997.	18,014.
PFIZER INC 6.2% 3/15/19	8,982.	8,982.	9,483.
SUNTRUST BKS 3.5% 1/20/17	9,995.	8,989.	9,464.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
TEVA PHARMA 1.7% 11/10/14	10,005.		
TOYOTA MOTOR 3.4% 9/15/21	9,975.	8,977.	9,137.
VERIZON COMM 6% 4/1/41	7,937.	7,937.	8,783.
ANHEUSER-BUSCH 2.875% 2/15/16	10,039.	9,033.	9,369.
VANGUARD S/T BD INDX-SIG	25,000.	25,000.	24,858.
FHLM 4.5% 8/1/40	7,765.	5,177.	5,144.
FHLM 5% 12/1/36	7,968.	4,662.	4,640.
FHLM 4% 11/1/40	9,361.	7,420.	7,105.
FNMA 4% 6/1/39	7,618.	4,731.	4,606.
FNMA 3% 5/1/27	9,351.	7,494.	7,311.
FNMA 4.5% 6/1/40	7,532.	4,942.	4,917.
BHP BILLITON FIN 1%	19,977.	17,976.	18,099.
CHEVRON CORP 1.104%	11,038.		
CISCO SYSTEMS 5.5%	10,326.	9,177.	8,801.
INTL BUS MACHINES 1.95%	20,712.	18,639.	18,492.
MONDELEZ INTL 4.125%	9,016.	9,016.	9,541.
ROYAL BK OF CAN 1.2%	15,000.	17,993.	17,835.
WALMART 6.2%	9,389.	9,389.	8,413.
FNMA 4% 2/1/41		8,461.	8,423.
FNMA 3.5% 11/1/42		8,938.	8,908.
FNMA 3.5% 3/1/41		8,451.	7,958.
APPLE INC 1% 5/3/18		8,991.	8,703.
CITIGROUP INC 1.25%		9,030.	9,030.
DIRECTV HOLDINGS 3.5% 3/1/16		9,600.	9,447.
MARATHON OIL CORP .9% 11/1/15		7,997.	8,007.
TOTALS	716,854.	654,397.	677,294.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
TIPS OID ADJUSTMENT	248.
ROUNDING	5.
ACCRETION ADJUSTMENT	41.
TOTAL	294.

STATEMENT 14

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT
===

NAME:
GAINESVILLE FRATERNAL ORDER OF POLICE
ADDRESS:
P.O. BOX 2502
GAINESVILLE, GA 30503
GRANT DATE: 12/03/2013
GRANT AMOUNT .... 500.
GRANT PURPOSE:
HELP SPONSOR THE ANNUAL SHOP WITH A COP EVENT
AMOUNT EXPENDED BY GRANTEE .... 500.
ANY DIVERSION BY GRANTEE:
NONE
DATES OF REPORTS BY GRANTEE:
08/13/2014
DATE OF VERIFICATION: 08/13/2014
RESULTS OF VERIFICATION:
NO ISSUES IDENTIFIED

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	2,086,898.		
FEBRUARY	2,092,165.		
MARCH	2,120,582.		
APRIL	2,131,369.		
MAY	2,127,444.		
JUNE	2,092,445.		
JULY	2,150,376.		
AUGUST	2,109,055.		
SEPTEMBER	2,148,125.		
OCTOBER	2,197,194.		
NOVEMBER	2,203,296.		
DECEMBER	2,188,107.		
TOTAL	25,647,056.		
AVERAGE FMV	2,137,255.		

STATEMENT 16

RECIPIENT NAME:
ROY C MOORE FOUNDATION, REGIONS BANK
ADDRESS:
303 JESSE JEWELL PARKWAY
GAINESVILLE, GA 30501
RECIPIENT'S PHONE NUMBER: 770-503-2633
FORM, INFORMATION AND MATERIALS:
STANDARD
SUBMISSION DEADLINES:
11/15 ANNUALLY
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NORTHEAST GEORGIA AREA

ORGANIZATION	RELATIONSHIP	STATUS	GRANTS/CONTRIBUTIONS	AMOUNT
AMERICAN HEART ASSOC 821 DAWSONVILLE HWY, SUTIE 250-323 GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	1,000.00
ARTS COUNCIL P O BOX 1632 GAINESVILLE, GA 30503	NONE	PC	OPERATIONS CONTRIBUTION	3,000.00
BOYS AND GIRLS CLUB PO BOX 691 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	5,000.00
BRENAU UNIVERSITY ONE CENTENNIAL CIRCLE GAINESVILLE, GA 30501	NONE	PC	ANNUAL LOYALTY FUND	3,000.00
CASA P O Box 907471 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	3,500.00
CHALLENGED CHILD PO BOX 1283 GAINESVILLE, GA 30503	NONE	PC	OPERATIONS GRANT	5,000.00
EAGLE RANCH PO BOX 7200 CHESTNUT MTN, GA 30502	NONE	SO I	OPERATIONAL & PROGRAM SUPPORT	5,000.00
ELACHEE NATURE CENTER 2125 ELACHEE DRIVE GAINESVILLE, GA 30501	NONE	PC	OPERATIONS GRANT	3,000.00
THE EMPTY STOCKING FUND 1975 CENTURY BLVD, SUITE # 16 ATLANTA, GA 30345-3316	NONE	PC	UNRESTRICTED GRANT	3,500.00
GAINESVILLE BOARD OF EDUCATION 508 OAK STREET GAINESVILLE, GA 30501	NONE	PC	TEACHER OF THE YEAR	1,000.00
GAINESVILLE BOARD OF EDUCATION 508 OAK STREET GAINESVILLE, GA 30501	NONE	PC	RICHARD SHOCKLEY SCHOLARS PROGRAM	2,000.00
GAINSVILLE FRATERNAL ORDER OF POLICE PO BOX 2502 GAINESVILLE, GA 30503	NONE	NC - 501(C)(9)	GRANT FOR SHOP WITH A COP	500.00
GAINESVILLE HIGH SCHOOL THESPAIN SOCIETY 830 CENTURY PLACE GAINESVILLE, GA 30501	NONE	PC	FINE ARTS AWARD	500.00
GATEWAY DOMESTIC VIOLENCE CENTER PO BOX 2962 GAINESVILLE, GA 30503	NONE	PC	GATEWAY TO HOPE CAMPAIGN	3,500.00
GEORGIA ALZHEIMER'S ASSOC 41 PERIMETER CENTER EAST, SUITE 550 ATLANTA, GA 30346	NONE	PC	UNRESTRICTED GRANT	500 00
GIRL SCOUTS 1276 JESSE JEWELL PARKWAY GAINESVILLE, GA 30501	NONE	PC	OPERATIONS GRANT	2,500.00
GLORY HOPE & LIFE 725 JESSE JEWEL PARKWAY, SUITE 270 GAINESVILLE, FA 30501	NONE	PC	UNRESTRICTED GRANT	1,500.00
GOOD NEWS CLINIC 810 PINE STREET GAINESVILLE, GA 30501	NONE	PC	OPERATIONS GRANT	5,000.00
HALL COUNTY BOARD OF EDUCATION 711 GREEN STREET GAINESVILLE, GA 30501	NONE	PC	HALL COUNTY TEACHER OF THE YEAR	500.00
HALL COUNTY YMCA PO BOX 443 GAINESVILLE, GA 30503	NONE	PC	OPERTIONS SUPPORT GRANT	5,000.00
HUMANE SOCIETY 875 RIDGE ROAD GAINESVILLE, GA 30501	NONE	PC	PET PALS SUMMER CAMP	2,000.00
INTERACTIVE NEIGHBORHOOD FOR KIDS 203 GREEN STREET GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2,000.00
JOHN A FERGUSON SCHOLARSHIP	NONE	PC	UNRESTRICTED GRANT	2,000.00

ORGANIZATION	RELATIONSHIP	STATUS	GRANTS/CONTRIBUTIONS	AMOUNT
C/O NORTHEAST GEORGIA MEDICAL FOUNDATION 2150 LIMESTONE PARKWAY, SUITE 115 GAINESVILLE, GA 30501				
JUNIOR ACHIEVEMENT 1003 CANTERBURY ROAD GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	4,000.00
JUNIOR LEAGUE OF GAINESVILLE/HALL COUNTY PO BOX 1472 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	2,500.00
JUVENILE DIABETES RESEARCH FOUNDATION 3525 PIEDMONT ROAD, NE BUILDING 6, SUITE 300 ATLANTA, GA 30305	NONE	PC	UNRESTRICTED GRANT	2,000 00
LAKEVIEW ACADEMY 796 LAKEVIEW DR NE GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2,500.00
LANIER TECHNICAL COLLEGE 2990 LANDRUM EDUCATION DR OAKWOOD, GA 30566	NONE	PC	UNRESTRICTED GRANT	5,000.00
LYMAN HALL SCHOOL 2150 MEMORIAL PARK ROAD GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	1,500.00
MARCH OF DIMES 1775 THE EXCHANGE, SUITE 245 ATLANTA, GA 3039	NONE	PC	UNRESTRICTED GRANT	1,500.00
NORTHEAST GEORGIA COUNCIL ON SCOUTING 148 BOY SCOUT TRAIL PENDERGRASS, GA 30567	NONE	PC	UNRESTRICTED GRANT	2,500.00
NGCF/WE CARE FOUNDATION 615 S OAK STREET SUITE, 1300 GAINESVILLE, GA 30501	NONE	PC	HEALTHLY JOURNAL	1,500.00
NORTHEAST GEORGIA MEDICAL CENTER FDN 2150 LIMESTONE PKWY , SUITE 115 GAINESVILLE, GA 30501	NONE	PC	WOODY STEWART MEMORIAL	5,000.00
NORTHEAST GEORGIA MEDICAL CENTER FDN 2150 LIMESTONE PKWY , SUITE 115 GAINESVILLE, GA 30501	NONE	PC	WOODY STEWART MEMORIAL	3,333.34
NORTHEAST GEORGIA SPEECH CENTER 604 WASHINGTON ST NW # B2 GAINSVILLE, GA 30501-8545	NONE	PC	UNRESTRICTED GRANT	2,500.00
NORTH HALL COMMUNITY EDUCATION FND 1370 THOMPSON BRIDGE ROAD GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	5,000.00
OAKWOOD ELEMENTARY SCHOOL 4500ALLEN STREET OAKWOOD, GA 30566	NONE	PC	UNRESTRICTED GRANT	1,500.00
PROMUSICA CONCERT SERIES, INC. PO BOX 2196 GAINESVILLE, GA 30503	NONE	PC	CONCERT SPONSOR	1,000.00
GEORGIA MOUNTAIN FOOD BANK 1642 CALVARY INDUSTRIAL DRIVE GAINESVILLE, GA 30507	NONE	PC	UNRESTRICTED GRANT	2,500.00
SALVATION ARMY 711 DORSEY STREET GAINESVILLE, GA 30501	NONE	PC	GRANT FOR DEBT REDUCTION CAMPAIGN	5,000.00
TEEN PREGNANCY PREVENTION 615-F OAK STREET, SUITE 700 GAINESVILLE, GA 30501	NONE	PC	GRANT FOR DEBT REDUCTION CAMPAIGN	750.00
UNIVERSITY OF NORTH GEORGIA PO BOX 1358 GAINESVILLE, GA 30503		PC	UNRESTRICTED GRANT	2,000.00
			TOTAL GRANTS/CONTRIBUTIONS	112,083.34

Form **8868**
(Rev. January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868.*

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return. See instructions.	ROY C MOORE FOUNDATION 4555000018	58-6087219
	Number, street, and room or suite no. If a P O. box, see instructions. C/O REGIONS BANK TRUST DEPT, PO BOX 2886	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MOBILE, AL 36652-2886	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ REGIONS BANK TRUST DEPT

Telephone No. ▶ (251)690-1024 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 20 13 or

▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 896.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 896.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.