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Return of Private Foundation

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

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

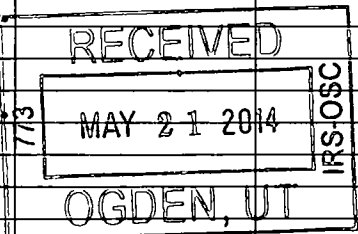
For calendar year 2013 or tax year beginning

, and ending

Name of foundation GULF POWER FOUNDATION INC		A Employer identification number 59-2817740
Number and street (or P O box number if mail is not delivered to street address) 500 BAYFRONT PARKWAY	Room/suite	B Telephone number 850-444-6206
City or town, state or province, country, and ZIP or foreign postal code PENSACOLA, FL 32501		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 4,307,767.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	300,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	122.	122.		STATEMENT 1
4 Dividends and interest from securities	82,417.	82,417.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0.		
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)				
11 Other income	1,059.	0.		STATEMENT 3
12 Total. Add lines 1 through 11	383,598.	82,539.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 4	1,700.	1,700.		0.
c Other professional fees				
17 Interest				
18 Taxes STMT 5	2,924.	2,924.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 6	64.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	4,688.	4,624.		0.
25 Contributions, gifts, grants paid	360,369.			360,369.
26 Total expenses and disbursements. Add lines 24 and 25	365,057.	4,624.		360,369.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	18,541.			
b Net investment income (if negative, enter -0-)		77,915.		
c Adjusted net income (if negative, enter -0-)			N/A	

323501 MAY 27 2014 Revenue



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	220,022.	156,146.	156,146.
	2 Savings and temporary cash investments	104,249.	104,261.	104,261.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	2,109,442.	2,816,257.	2,816,257.
	c Investments - corporate bonds STMT 8	1,258,094.	1,231,103.	1,231,103.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	3,691,807.	4,307,767.	4,307,767.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	30,285.	11,500.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	30,285.	11,500.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	3,661,522.	4,296,267.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	3,661,522.	4,296,267.		
31 Total liabilities and net assets/fund balances	3,691,807.	4,307,767.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,661,522.
2 Enter amount from Part I, line 27a	2	18,541.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS/LOSSES	3	616,204.
4 Add lines 1, 2, and 3	4	4,296,267.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,296,267.

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				
b	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
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	
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		}	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	351,862.	3,626,117.	.097035
2011	258,991.	3,336,289.	.077628
2010	572,056.	2,957,153.	.193448
2009	249,216.	2,972,538.	.083839
2008	286,127.	3,515,642.	.081387
2	Total of line 1, column (d)		.533337
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		.106667
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4,015,362.
5	Multiply line 4 by line 3		428,307.
6	Enter 1% of net investment income (1% of Part I, line 27b)		779.
7	Add lines 5 and 6		429,086.
8	Enter qualifying distributions from Part XII, line 4 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.		360,369.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,558.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,558.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,558.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013		6a	1,680.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	1,680.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	122.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 122. Refunded <input type="checkbox"/>		11	0.

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X		
14	The books are in care of ► <u>SUSAN RITENOUR, SECRETARY/TREASURER</u> Telephone no. ► <u>850-444-6231</u> Located at ► <u>500 BAYFRONT PARKWAY, PENSACOLA, FL</u> ZIP+4 ► <u>32501</u>			
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 ► <u>15</u> <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		Yes	No
				X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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)

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)? 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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
 b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No N/A

5b		
6b		X
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.

(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
SEE STATEMENT 9		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included 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 devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,728,370.
b	Average of monthly cash balances	1b	348,140.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,076,510.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4,076,510.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61,148.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,015,362.
6	Minimum investment return. Enter 5% of line 5	6	200,768.

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	200,768.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,558.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,558.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	199,210.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	199,210.
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	199,210.

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	360,369.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	360,369.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	360,369.

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				199,210.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	112,435.			
b From 2009	102,205.			
c From 2010	425,263.			
d From 2011	93,712.			
e From 2012	172,202.			
f Total of lines 3a through e	905,817.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	360,369.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				199,210.
e Remaining amount distributed out of corpus	161,159.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	1,066,976.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				0.
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	112,435.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	954,541.			
10 Analysis of line 9:				
a Excess from 2009	102,205.			
b Excess from 2010	425,263.			
c Excess from 2011	93,712.			
d Excess from 2012	172,202.			
e Excess from 2013	161,159.			

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

N/A

1 a 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				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a 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).)

NONE

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.

NONE

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 10

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment					
Recipient		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
Name and address (home or business)					
a Paid during the year					
SEE ATTACHED LISTING		NONE			360,369.
Total				▶ 3a	360,369.
b Approved for future payment					
SEE ATTACHED LISTING		NONE			11,500.
Total				▶ 3b	11,500.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization

Employer identification number

GULF POWER FOUNDATION INC

59-2817740

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

GULF POWER FOUNDATION INC

59-2817740

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<p>GULF POWER COMPANY</p> <hr/> <p>ONE ENERGY PLACE</p> <hr/> <p>PENSACOLA, FL 32520</p>	<p>\$ 300,000.</p>	<p>Person <input checked="" type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II for noncash contributions.)</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II for noncash contributions.)</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II for noncash contributions.)</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II for noncash contributions.)</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II for noncash contributions.)</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>(Complete Part II for noncash contributions.)</p>

Name of organization

Employer identification number

GULF POWER FOUNDATION INC

59-2817740

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization GULF POWER FOUNDATION INC	Employer identification number 59-2817740
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
COMPASS BANK CHECKING ACCOUNT	122.	122.	
TOTAL TO PART I, LINE 3	122.	122.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
VANGUARD	82,417.	0.	82,417.	82,417.	
TO PART I, LINE 4	82,417.	0.	82,417.	82,417.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
IRS REFUND	1,059.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,059.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	1,700.	1,700.		0.
TO FORM 990-PF, PG 1, LN 16B	1,700.	1,700.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	2,924.	2,924.			0.
TO FORM 990-PF, PG 1, LN 18	2,924.	2,924.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK SERVICE FEES/CHECKS	62.	0.			0.
STATE CORPORATION FILING FEE	2.	0.			0.
TO FORM 990-PF, PG 1, LN 23	64.	0.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
VANGUARD STOCK MARKET INDEX	2,816,257.	2,816,257.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,816,257.	2,816,257.		

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
VANGUARD BOND MARKET INDEX	1,231,103.	1,231,103.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,231,103.	1,231,103.		

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 9
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL L. BURROUGHS 500 BAYFRONT PARKWAY PENSACOLA, FL 32501	TRUSTEE 0.50	0.	0.	0.
CONSTANCE ERICKSON 500 BAYFRONT PARKWAY PENSACOLA, FL 32501	TRUSTEE 0.50	0.	0.	0.
P. BERNARD JACOB 500 BAYFRONT PARKWAY PENSACOLA, FL 32501	CHAIRMAN 0.50	0.	0.	0.
SUSAN D. RITENOUR 500 BAYFRONT PARKWAY PENSACOLA, FL 32501	SECRETARY/TREASURER 0.50	0.	0.	0.
SCOTT TEEL 500 BAYFRONT PARKWAY PENSACOLA, FL 32501	TRUSTEE 0.50	0.	0.	0.
BENTINA C. TERRY 500 BAYFRONT PARKWAY PENSACOLA, FL 32501	TRUSTEE 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SANDY SIMS
ONE ENERGY PLACE
PENSACOLA, FL 32520-0786

TELEPHONE NUMBER

850-444-6057

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED FORM.

ANY SUBMISSION DEADLINES

FEBRUARY 15, MAY 15, AUGUST 15, AND NOVEMBER 15 FOR THE RESPECTIVE
QUARTERLY BOARD MEETINGS

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, HEALTH AND HUMAN
SERVICES, COMMUNITY, CIVIC, SCIENTIFIC, LITERACY, AND EDUCATIONAL. GRANTS
ARE RESTRICTED TO LOCAL SERVICE AREA.

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
American Cancer Society 5401 Corporate Woods Dr. #100 Pensacola, Florida 32504	none	Public Charity	Operating Funds	1,000.00
American Red Cross 1741 N. Palafox Street Pensacola, Florida 32501	none	Public Charity	Operating Funds	8,000.00
ARC Gateway Foundation 3932 North 10 th Avenue Pensacola, Florida 32503	none	Public Charity	Operating Funds	200.00
ARC Santa Rosa 6225 Dixie Road Milton, Florida 32570	none	Public Charity	Operating Funds	200.00
Ballet Pensacola 400 South Jefferson Pensacola, Florida 32502	none	Public Charity	Operating Funds	500.00
Baptist Health Care Foundation Post Office Box 17500 Pensacola, Florida 32522-7500	none	Public Charity	Operating Funds	5,000.00

GULF POWER FOUNDATION, INC.
PENSACOLA, FLORIDA 32501
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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Bay Area Food Bank 5709 Industrial Blvd. Milton, Florida 32583	none	Public Charity	Operating Funds	300.00
Bay Education Foundation 1311 Balboa Avenue Panama City, Florida 32401	none	Public Charity	Scholarship Funds	3,000.00
Beta Alpha Psi National Council c/o University of West Florida 11000 University Parkway Pensacola, Florida 32514	none	Public Charity	Scholarship Funds	500.00
Boy Scouts of America 9440 University Parkway Pensacola, Florida 32514	none	Public Charity	Operating Funds	3,000.00
Boys and Girls Club of Bay County Post Office Box 914 Panama City, Florida 32402	none	Public Charity	Operating Funds	200.00
BRACE 1301 West Government Street Pensacola, Florida 32502	none	Public Charity	Operating Funds	300.00

GULF POWER FOUNDATION, INC.
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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Camp Happy Sands 4310 Hickory Shores Blvd. Gulf Breeze, Florida 32563	none	Public Charity	Operating Funds	375.00
Chain Reaction 1301 E. Gadsden Street Pensacola, Florida 32501	none	Public Charity	Operating Funds	400.00
Children In Crisis 1000 Luke's Way Fort Walton Beach, Florida 32547	none	Public Charity	Operating Funds	2,000.00
Chipola Junior College College Drive Marianna, Florida 32446	none	Governmental Unit	Scholarship	1,000.00
Coastal Plains Chapter Air Waste Management Assn. 3814 Tiger Point Blvd. Gulf Breeze, Florida 32561	none	Public Charity	Scholarship Funds	1,200.00
Communities Caring at Christmas 4990 Mobile Hwy. Pensacola, Florida 32506	none	Public Charity	Operating Funds	1,000.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Community Drug & Alcohol Commission 803 N. Palafox Street Pensacola, Florida 32501	none	Public Charity	Operating Funds	2,500.00
Covenant Hospice 107 W. 19 th Street Panama City, Florida 32405	none	Public Charity	Operating Funds	2,450.00
Cystic Fibrosis of North Florida 205 Lambert Avenue, Suite B Mobile, Alabama 36604	none	Public Charity	Operating Funds	300.00
Elder Services of Okaloosa County 207 Hospital Drive Fort Walton Beach, Florida 32548	none	Public Charity	Operating Funds	900.00
Eleanor Johnson Youth Center 27 Robinwood Drive Fort Walton Beach, Florida 32548	none	Public Charity	Operating Funds	300.00
Emerald Coast Science Center 139 Brooks Street, S.E. Fort Walton Beach, Florida 32548	none	Public Charity	Operating Funds	2,500.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Escambia County 4-H Foundation Post Office Box 7154 Pensacola, Florida 32534	none	Public Charity	Operating Funds	1,500.00
Escambia County Public Schools Foundation 30 E. Texar Drive Pensacola, Florida 32503	none	Public Charity	Scholarship Funds	3,000.00
Family Promise of Santa Rosa, Inc. Post Office Box 465 Bagdad, Florida 32530	none	Public Charity	Operating Funds	300.00
Florida Baptist Children's Home 2611 Hwy. 231 Panama City, Florida 32405	none	Public Charity	Operating Funds	200.00
Florida Engineering Society Post Office Box 750 Tallahassee, Florida 32302	none	Public Charity	Scholarship	500.00
Florida Future Farmers of America 150 Third Street, S.W. Winter Haven, Florida 33880	none	Public Charity	Operating Funds	500.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Florida State University 4750 Collegiate Drive Panama City, Florida 32405	none	Governmental Unit	Scholarship	4,000.00
Florida State University 4750 Collegiate Drive Panama City, Florida 32405	none	Governmental Unit	Capital Campaign	50,000.00
Food4Kidz, Inc. 2281 Panama Beach Parkway, #26 Panama City Beach, Florida 32413	none	Public Charity	Operating Funds	1,000.00
Girl Scout Council of the Florida Panhandle 4755-A Old Spanish Trail Road Pensacola, Florida 32504	none	Public Charity	Operating Funds	1,000.00
Greater Pensacola Symphony Orchestra Post Office Box 1752 Pensacola, Florida 32591	none	Public Charity	Operating Funds	2,000.00
Gulf Coast State College 5230 W. Hwy. 98 Panama City, Florida 32401	none	Governmental Unit	Scholarship	2,000.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Gulf Coast Kids House 3401 North 12 th Avenue Pensacola, Florida 32503	none	Public Charity	Operating Funds	1,000.00
Humane Society of Bay County 2620 E. 15 th Street Panama City, Florida 32401	none	Public Charity	Operating Funds	200.00
Jackson County School Board 2903 Jefferson Street Marianna, Florida 32446	none	Governmental Unit	Operating Funds	1,000.00
Junior Achievement of Bay County P.O. Box 16608 Panama City, Florida 32402	non	Public Charity	Operating Funds	2,000.00
Junior Achievement of Northwest Fla. 5110 Bayou Blvd. Pensacola, Florida 32503	none	Public Charity	Operating Funds	7,000.00
Junior Museum of Bay County 1731 Jenks Avenue Panama City, Florida 32405	none	Public Charity	Operating Funds	3,500.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Love In Action Post Office Box 651 Chipley, Florida	none	Public Charity	Operating Funds	200.00
Margaret K. Lewis School 1527 Lincoln Avenue Panama City, Florida 32405	none	Governmental Unit	Operating Funds	750.00
Nature Conservancy 222 S. Westmonte Drive, Suite 300 Altamonte Springs, Florida 3714	none	Public Charity	Operating Funds	5,000.00
Nature Conservancy 2100 1 st Ave. North, Suite 500 Birmingham, Alabama 35203	none	Public Charity	Capital Campaign	16,785.00
New Horizons of Northwest Florida 10050 Hillview Drive Pensacola, Florida 32514	none	Public Charity	Operating Funds	5,600.00
Okaloosa Coalition on the Homeless 8 Boblink Street, NE Fort Walton Beach, Florida 32548	none	Public Charity	Operating Funds	1,500.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Okaloosa Public Schools Foundation 120 Lowery Place Fort Walton Beach, Florida 32548	none	Public Charity	Scholarship Funds	3,000.00
Okaloosa Walton Homeless Continuum of Care Opportunity 305 LoveJoy Rd Fort Walton Beach, Florida 32548	none	Public Charity	Operating Funds	1,500.00
Panhandle Equine Rescue 3099 E. Chipper Road Cantonment, Florida 32533	none	Public Charity	Operating Funds	500.00
Pathways For Change 901 West Moreno Street Pensacola, Florida 32501	none	Public Charity	Operating Funds	2,250.00
Pregnancy Resource Center 745 Grace Avenue Panama City, Florida 32401	none	Public Charity	Operating Funds	200.00
Ronald McDonald House Charities 5154 Bayou Blvd. Pensacola, Florida 32503	none	Public Charity	Operating Funds	1,000.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Salvation Army 1501 North Q Street Pensacola, Florida 32505	none	Public Charity	Operating Funds	500.00
Santa Rosa Educational Foundation 5086 Canal Street Milton, Florida 32570	none	Public Charity	Scholarships	3,000.00
Sickle Cell Disease Assn. Post Office Box 9132 Pensacola, Florida 32513	None	Public Charity	Operating Funds	325.00
St. Andrew Bay Center 1804 Carolina Avenue Lynn Haven, Florida 32444	none	Public Charity	Operating Funds	5,200.00
Troy State University Florida Region P.O. Box 33202-NAS Pensacola, Florida 32508	none	Governmental Unit	Scholarship	2,000.00
United Cerebral Palsy of Northwest Fla. 2912 North E Street Pensacola, Florida 32501	none	Public Charity	Operating Funds	1,000.00

GULF POWER FOUNDATION, INC.
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Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
United Way of Escambia County 1301 W. Government Street Pensacola, Florida 32501	none	Public Charity	Operating Funds	62,898.00
United Way of NW Florida (Bay County) P.O. Box 586 Panama City, Florida 32402	none	Public Charity	Operating Funds	23,914.00
United Way of NW Florida (Calhoun County) P.O. Box 586 Panama City, Florida 32402	none	Public Charity	Operating Funds	747.00
United Way of NW Florida (Gulf County) P.O. Box 586 Panama City, Florida 32402	none	Public Charity	Operating Funds	509.00
United Way of NW Florida (Holmes County) P.O. Box 586 Panama City, Florida 32402	none	Public Charity	Operating Funds	598.00
United Way of NW Florida (Jackson County) P.O. Box 586 Panama City, Florida 32402	none	Public Charity	Operating Funds	3,761.00

GULF POWER FOUNDATION, INC.
 PENSACOLA, FLORIDA 32501
 2013 FORM 990-PF, RETURN OF PRIVATE FOUNDATION

Part XVI - Line 3a - Grants Paid During The Year

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
United Way of NW Fla. (Washington County) P.O. Box 586 Panama City, Florida 32402	none	Public Charity	Operating Funds	3,275.00
United Way of Okaloosa/Walton County 107-B Tupelo Avenue Fort Walton Beach, Florida 32548	none	Public Charity	Operating Funds	12,650.00
United Way of Santa Rosa County P.O. Box 284 Milton, Florida 32572	none	Public Charity	Operating Funds	23,102.00
University of Florida Foundation 2012 W. University Avenue Gainesville, Florida 32604	none	Governmental Unit	Scholarship	2,000.00
University of West Florida 11000 University Parkway Pensacola, Florida 32514	none	Governmental Unit	Scholarship	2,000.00
University of West Florida Engineering Program 11000 University Parkway Pensacola, Florida 32514	none	Governmental Unit	Capital Campaign	40,000.00

GULF POWER FOUNDATION, INC.
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Part XVI - Line 3a - Grants Paid During The Year

If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor

Name and Address	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>			
USO of Northwest Florida Post Office Box 33135 Pensacola, Florida 32508	Public Charity	Operating Funds	1,000.00
Vision of Hope 5628 Todd Street Pace, Florida 32571	Public Charity	Operating Funds	1,000.00
Waterfront Rescue Mission 112 W. Cervantes Street Pensacola, Florida 32501	Public Charity	Capital Campaign	5,000.00
WSRE TV Foundation, Inc. 1000 College Blvd. Pensacola, Florida 32504	Public Charity	Operating Funds	1,000.00
Employee Educational Matching Gift Program Various Universities & Colleges	Governmental Units	Scholarships	8,780.00
TOTAL			\$ 360,369.00

GULF POWER FOUNDATION, INC.
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Part XVI - Line 3b - Grants Approved For Future Payment

Name and Address	If Recipient is an Individual, show any relationship to any Foundation Manager or substantial Contributor	Foundation Status of Recipient	Purpose of Grant	Amount
<u>Organizational Grantees</u>				
Covenant Hospice 107 W. 19 th Street Panama City, Florida 32405	none	Public Charity	Operating Funds	1,500.00
Florida Engineering Foundation P.O. Box 750 Tallahassee, Florida 32302	none	Public Charity	Scholarship	500.00
Florida FFA Foundation 5000 Firetower Road Haines City, Florida 33844	none	Public Charity	Operating Funds	500.00
Junior Achievement of Northwest Florida 5110 Bayou Blvd. Pensacola, Florida 32503	none	Public Charity	Operating Funds	9,000.00

TOTAL **\$ 11,500.00**