Form **990-PF**

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*.

2013

For calendar year 2013 or tax year beginning , and ending

Name of foundation CURTIS FINLAY FOUNDATION INC.	A Employer identification number 63-1080992
P.O. BOX 298	B Telephone number 251-867-7706
City or town, state or province, country, and ZIP or foreign postal code BREWTON, AL 36427	C ▶☐
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. ▶☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶☐
I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 14,230,930. J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶☐

Part I Analysis of Revenue and Expenses

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 ▶ ☒ if the foundation is not required to attach Sch B				
	3	568.	568.	568.	STATEMENT 1
	4 Dividends and interest from securities	424,082.	424,082.	424,082.	
	5a Gross rents				
	b				
	6a	225,889.			
	b 2,745,262.				
	7		225,889.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a				
	b				
	c Gross profit or (loss)				
	11 Other income	595,694.	595,694.	595,694.	STATEMENT 2
	12 **Total.** Add lines 1 through 11	1,246,233.	1,246,233.	1,020,344.	
Operating and Administrative Expenses	13	60,000.	30,000.	0.	30,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	7,200.	5,760.	0.	1,440.
	c Other professional fees STMT 4	26,281.	21,025.	0.	5,256.
	17 Interest				
	18 Taxes STMT 5	24,629.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	11,703.	11,703.	0.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	129,813.	68,488.	0.	36,696.
	25 Contributions, gifts, grants paid	625,000.			625,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	754,813.	68,488.	0.	661,696.
	27 Subtract line 26 from line 12:				
	a	491,420.			
	b **Net investment income**		1,177,745.		
	c **Adjusted net income**			1,020,344.	

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	767,970.	798,071.	798,071.
	2 Savings and temporary cash investments	1,200,885.	1,673,492.	1,673,492.
	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 STMT 7	3,675,000.	3,675,000.	3,461,117.
	b Investments - corporate stock STMT 8	3,079,371.	3,047,786.	3,932,981.
	c Investments - corporate bonds STMT 9	3,129,908.	3,150,205.	3,320,003.
	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 ▶ MINTERAL INTEREST)	0.	0.	1,045,266.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	11,853,134.	12,344,554.	14,230,930.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	11,853,134.	12,344,554.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	11,853,134.	12,344,554.	
	31 **Total liabilities and net assets/fund balances**	11,853,134.	12,344,554.	

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	11,853,134.
2	Enter amount from Part I, line 27a	2	491,420.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	12,344,554.
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	12,344,554.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED LIST - #04809	P		
b	SEE ATTACHED LIST - #04809	P		
c	SEE ATTACHED LIST - #04798	P		
d	SPDR GOLD TRUST SHRS	P		
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	1,196,388.		1,198,329.	-1,941.
b	1,161,374.		924,369.	237,005.
c	387,500.		396,363.	-8,863.
d			312.	-312.
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				-1,941.
b				237,005.
c				-8,863.
d				-312.
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	225,889.
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	-2,253.

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	636,282.	13,730,974.	.046339
2011	590,000.	12,795,198.	.046111
2010	515,000.	12,069,273.	.042670
2009	625,854.	10,990,580.	.056945
2008	588,761.	12,128,367.	.048544

2	Total of line 1, column (d)	2	.240609
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	.048122
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	14,128,431.
5	Multiply line 4 by line 3	5	679,888.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,777.
7	Add lines 5 and 6	7	691,665.
8	Enter qualifying distributions from Part XII, line 4	8	661,696.

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	23,555.
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	23,555.
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	23,555.
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 22,200.		
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	22,200.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	84.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,439.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
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. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? N/A	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) ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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?	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 ▶ RICHARD D. FINLAY Telephone no. ▶ 251-867-7706

Located at ▶ P.O. BOX 298, BREWTON, AL ZIP+4 ▶ 36427

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 N/A

			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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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)?		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? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
RICHARD D FINLAY P.O. BOX 298 BREWTON, AL 36427	DIRECTOR 0.00	20,000.	0.	0.
SALLY FINLAY P.O. BOX 298 BREWTON, AL 36427	DIRECTOR 0.00	20,000.	0.	0.
PAUL D OWENS JR P.O. BOX 1229 BREWTON, AL 36427	DIRECTOR 0.00	20,000.	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. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,767,897.
b	Average of monthly cash balances	1b	1,530,422.
c	Fair market value of all other assets	1c	1,045,266.
d	**Total** (add lines 1a, b, and c)	1d	14,343,585.
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	14,343,585.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	215,154.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,128,431.
6	**Minimum investment return.** Enter 5% of line 5	6	706,422.

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	706,422.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 23,555.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	23,555.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	682,867.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	682,867.
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	682,867.

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	661,696.
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	661,696.
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	661,696.

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.

7

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				682,867.
2 U				
a Enter amount for 2012 only			622,690.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 661,696.				
a Applied to 2012, but not more than line 2a			622,690.	
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				39,006.
e Remaining amount distributed out of corpus	0.			
5	0.			0.
6 **Enter the net total of each column as indicated below:**				
a A	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				643,861.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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 (a) 2013	Prior 3 years (b) 2012	(c) 2011	(d) 2010	(e) Total
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:

RICHARD D FINLAY, 251-867-7706
P.O. BOX 298, BREWTON, AL 36427

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

c Any submission deadlines:

NONE

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

SCHOLARSHIPS TO RESIDENTS OF ESCAMBIA COUNTY, AL ONLY AND STUDENTS OF JEFFERSON DAVIS COMMUNITY COLLEGE

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 SUPPLEMENT ATTACHED				625,000.
Total			▶ 3a	625,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	(c)	(d) Amount	(e) Related or exempt function income
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	568.	
4 Dividends and interest from securities			14	424,082.	
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			15	595,694.	
8 Gain or (loss) from sales of assets other than inventory			18	225,889.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,246,233.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,246,233.

(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).

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)	(b) Amount involved	(c) Name of noncharitable exempt organization	(d)
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Richard D. Finlay | 5-14-14 | Director

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	JOHN H. REAMEY	John H Reamey	5-7-14		P00527796
	Firm's name ▶ BOOHAKER, SCHILLACI & COMPANY, PC			Firm's EIN ▶ 63-1035621	
	Firm's address ▶ 601 VESTAVIA PARKWAY SUITE 300 BIRMINGHAM, AL 35216			Phone no. 205-824-1617	

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

OURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
AVINGS INTEREST	568.	568.	568.
OTAL TO PART I, LINE 3	568.	568.	568.

ORM 990-PF OTHER INCOME STATEMENT 2

ESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OYALTY INCOME	595,694.	595,694.	595,694.
OTAL TO FORM 990-PF, PART I, LINE 11	595,694.	595,694.	595,694.

ORM 990-PF ACCOUNTING FEES STATEMENT 3

ESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CCOUNTING FEES	7,200.	5,760.	0.	1,440.
O FORM 990-PF, PG 1, LN 16B	7,200.	5,760.	0.	1,440.

ORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

ESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NVESTMENT FEES	26,281.	21,025.	0.	5,256.
O FORM 990-PF, PG 1, LN 16C	26,281.	21,025.	0.	5,256.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	24,629.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	24,629.	0.	0.	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
AMORTIZATION	11,703.	11,703.	0.	0.
TO FORM 990-PF, PG 1, LN 23	11,703.	11,703.	0.	0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		3,675,000.	3,461,117.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,675,000.	3,461,117.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,675,000.	3,461,117.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	3,047,786.	3,932,981.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,047,786.	3,932,981.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	3,150,205.	3,320,003.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,150,205.	3,320,003.

SUPPLEMENT TO FORM 990-PF
CURTIS FINLAY FOUNDATION INC.
DECEMBER 31, 2013

	BOOK VALUE	FMV
PART II - BALANCE SHEET		
Line 10 a Investments - U.S. and State Obligations		
Federal Home Loan Bank Bond, 4.7%, 3/18/2025	675,000	688,487
Federal Farm Credit Bank Bond, 3.96%, 09/01/2033	3,000,000	2,772,630
	3,675,000	3,461,117
Line 10 b Investments - Corporate Stock		
Common Stocks - See Listing Attached	3,038,189	3,904,962
Unsettled Options - See Listing Attached	(16,646)	(16,298)
Purchased interest	2,157	2,157
Protective Life Ins. Co. - 536 Shares Common	17,286	27,154
IBM - 80 Shares Common	6,800	15,006
	3,047,786	3,932,981
Line 10 c - Corporate Bonds		
Certificates of Deposit - See Listing attached	200,000	206,416
Corporate Bonds - See Listing Attached	2,627,753	2,803,668
Preferred Securities - See Listing Attached	220,016	198,640
Government Bonds - See Listing Attached	102,435	111,279
	3,150,204	3,320,003

SUPPLEMENT TO FORM 990-PF
Curtis Finlay Foundation, Inc. 63-1080992
2013

Part XV - Line 3 - Grants and Contributions Paid During the Year

Recipient Name and Address	Foundation Status	Purpose of Grant or Contributions	Amount
Appleton Volunteer Fire Department	Public	Unrestricted Support	2,000
Birmingham Children's Theater	Public	Unrestricted Support	5,000
Brewton Council of the Arts	Public	Unrestricted Support	10,000
Brewton Public Library, Brewton, Alabama	Public	Unrestricted Support	25,000
Brewton Area YMCA	Public	Maintenance Fund	25,000
Brewton Area YMCA	Public	Capital Improvements	20,000
Claude McCall American Legion Post No.79	Public	Boys' & Girls' State Sponsorship	450
Christian Community Benevolent Fund	Public	Unrestricted Support	20,000
City of East Brewton	Public	Independence Day Celebration	500
Carlisa, Inc	Public	Unrestricted Support	20,000
D. W. McMillan Hospital	Public	Building Fund	40,000
Escambia County Habitat for Humanity	Public	Unrestricted Support	25,000
Escambia County AL	Public	Drug Court	10,000
Escambia County Fire & Rescue Squad, Inc. Brewton, Alabama	Public	Unrestricted Support	10,000
Escambia Co. Regional Child Advocacy Center	Public	Unrestricted Support	10,000
Escambia County Historical Society	Public	Unrestricted Support	10,000
Escambia County Mental Health Board	Public	Unrestricted Support	10,000
Escambia County Special Olympics	Public	Unrestricted Support	3,950
First United Methodist Church	Public	Community Food Pantry	25,000
First United Methodist Church	Public	Memory of John David Finlay	5,000
Fishers Of Men Ministries Alabama South	Public	Unrestricted Support	5,000
Friendship Volunteer Fire Department	Public	Unrestricted Support	2,000
Flomaton Public Library	Public	Unrestricted Support	3,000

Part XV - Line 3 - Grants and Contributions Paid During the Year

Recipient Name and Address	Foundation Status	Purpose of Grant or Contributions	Amount
FSH Society, Inc.	Public	Unrestricted Support	2,000
Hillcrest Cemetary - Pollard	Public	Maintenance Fund	5,000
Jefferson Davis Community College	Public	Scholarship Fund	50,000
Jay High School	Public	Band Program	3,000
Jay Historical Society	Public	Unrestricted Support	5,000
Jay Public Library	Public	Unrestricted Support	2,000
Lambeth Volunteer Fire Department	Public	Unrestricted Support	2,000
McCall Volunteer Fire Department	Public	Unrestricted Support	2,000
Miss AL Pageant, Inc	Public	Catherine Crosby Community Service Award Scholarship	5,000
Pollard United Methodist Church	Public	Local Missions	39,000
Roberts Volunteer Fire Department	Public	Unrestricted Support	2,000
Rottschafer Day Care, Inc.	Public	Building Fund & Emergency	25,000
St. Stephen's Episcopal Church	Public	Community Food Pantry	25,000
The Choices Education Program	Public	Unrestricted Support	2,100
The Christmas Project Brewton Chamber of Commerce	Public	Holiday Drive to Benefit The Local Needy	5,000
Tourette Syndrome Association Research Fund	Public	Unrestricted Support	2,000
The ARC Santa Rosa, Inc	Public	Unrestricted Support	20,000
U. of Alabama, Escambia Co. Alumni Assoc.	Public	Curtis Finlay Scholarship Fund	25,000
United Fund of Brewton and East Brewton	Public	Unrestricted Support	10,000
Wallace Volunteer Fire Department	Public	Unrestricted Support	2,000
W. S. Neal High School	Public	Band Program	26,000
Wilmer Hall Children's Home	Public	In memory of Elizabeth Owens	20,000

SUPPLEMENT TO FORM 990-PF
Curtis Finlay Foundation, Inc. 63-1080992
2013

Part XV - Line 3 - Grants and Contributions Paid During the Year

Recipient Name and Address	Foundation Status	Purpose of Grant or Contributions	Amount
Austin K. Arrington		Academic Scholarship - JDCC	5,000
Darby Black		Academic Scholarship - Alabama Southern	5,000
Malloray M. Diamond		Academic Scholarship - Univ. of Alabama	5,000
Jordan Leigh Linzy		Academic Scholarship - Univ. of West Florida	5,000
Allen Cabezas Miller		Academic Scholarship - Univ. of Alabama	5,000
Frank Mooney Nalty III		Academic Scholarship - Univ. of Alabama	5,000
Katherine P. Smith		Academic Scholarship - Univ. of Alabama	14,000
Brittany Jane Revel		Academic Scholarship - Troy University	5,000
Elizabeth Ann Stokes		Academic Scholarship - Univ of Alabama	5,000
Robert McIntyre Stokes		Academic Scholarship - Univ. of Alabama	5,000
			625,000

Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC Money market sweep balances are protected by SIPC but are not insured by the FDIC See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
Cash	1,319.98	0.00					
UBS BANK USA BUS ACCT	250,000.00	250,000 00					250,000.00
UBS SELECT TREAS CAPITAL	515,205.85	602,610.01	1 00	0 01%	Nov 1 to Nov 30	30	
Total	**$766,525.83**	**$852,610.01**					

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ALCOA INC								
Symbol: AA Exchange: NYSE								
EAI: $1,624 Current yield: 1.13%	Feb 1, 13	9,450 000	8 972	84,793 80	10.630	100,453.50	15,659 70	ST
	Feb 14, 13	4,080.000	9.165	37,394 04	10.630	43,370 40	5,976.36	ST
Security total		13,530.000	9.031	122,187.84		143,823.90	21,636 06	
APPLE INC								
Symbol. AAPL Exchange OTC								
EAI $3,355 Current yield: 2.17%	Mar 15, 11	41 000	346 919	14,223.69	561 020	23,001.82	8,778.13	LT
	Mar 31, 11	119.000	348.288	41,446.37	561 020	66,761.38	25,315.01	LT
	Jun 20, 11	60 000	316.183	18,970 99	561.020	33,661.20	14,690 21	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Jan 23, 13	55 000	512 000	28,160 00	561 020	30,856.10	2,696.10	ST
Security total		275.000	373 822	102,801 05		154,280.50	51,479 45	
AT&T INC Symbol: T Exchange: NYSE EAI $2,576 Current yield. 5 23%	Jul 24, 09	1,400 000	25 406	35,568 67	35 160	49,224.00	13,655.33	LT
BAXTER INTL INC Symbol: BAX Exchange: NYSE EAI $2,213 Current yield: 2 82%	Oct 9, 13	753 000	64 999	48,944.99	69 550	52,371.15	3,426 16	ST
	Nov 8, 13	58 000	65 001	3,770.10	69 550	4,033.90	263 80	ST
	Nov 11, 13	318 000	64 996	20,668.85	69 550	22,116.90	1,448.05	ST
Security total		1,129 000	64.999	73,383.94		78,521 95	5,138 01	
COCA COLA CO COM Symbol: KO Exchange: NYSE EAI: $2,688 Current yield. 2.71%	Oct 9, 13	2,400 000	37.086	89,007 54	41 310	99,144.00	10,136 46	ST
DOW CHEMICAL Symbol. DOW Exchange: NYSE EAI. $4,326 Current yield: 2 88%	Oct 16, 12	730 000	28 979	21,155 33	44 400	32,412.00	11,256 67	LT
	Mar 26, 13	2,650 000	32.045	84,919 42	44 400	117,660.00	32,740.58	ST
Security total		3,380 000	31.383	106,074 75		150,072.00	43,997 25	
EXXON MOBIL CORP Symbol XOM Exchange NYSE EAI $3,780 Current yield: 2 49%	Jun 6, 03	1,500 000	37 420	56,130 00	101 200	151,800 00	95,670 00	LT
FIFTH THIRD BANCORP Symbol: FITB Exchange: OTC EAI. $1,238 Current yield 2.28%	Oct 9, 13	2,580 000	17.776	45,864 02	21 030	54,257.40	8,393 38	ST
FORD MOTOR CO COM NEW Symbol: F Exchange. NYSE EAI $5,640 Current yield. 2.59%	Jun 1, 11	5,100 000	14 352	73,196 22	15 430	78,693 00	5,496 78	LT
	Jun 29, 11	3,400 000	13 484	45,847 30	15 430	52,462 00	6,614 70	LT
	Aug 31, 11	4,400.000	11 183	49,206 96	15 430	67,892 00	18,685 04	LT
	Nov 30, 11	1,200 000	10.544	12,653 19	15 430	18,516 00	5,862 81	LT
Security total		14,100 000	12 830	180,903 67		217,563 00	36,659.33	

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FREEPORT-MCMORAN COPPER & GOLD INC								
Symbol: FCX Exchange: NYSE								
EAI: $3,750 Current yield: 3.31%	Mar 6, 13	2,525.000	33.004	83,336.44	37 740	95,293.50	11,957 06	ST
	May 21, 13	475.000	32.009	15,204.70	37.740	17,926.50	2,721.80	ST
Security total		3,000.000	32.847	98,541.14		113,220.00	14,678.86	
GENL ELECTRIC CO								
Symbol: GE Exchange: NYSE								
EAI $5,280 Current yield· 3 14%	Sep 30, 11	1,050 000	15.307	16,072 66	28.030	29,431.50	13,358.84	LT
	Dec 1, 11	2,300.000	15.900	36,570.68	28.030	64,469.00	27,898.32	LT
	May 16, 12	450.000	19.159	8,621.83	28.030	12,613.50	3,991.67	LT
	May 21, 13	2,200.000	23.733	52,212.60	28.030	61,666 00	9,453 40	ST
Security total		6,000.000	18 913	113,477 77		168,180 00	54,702.23	
INTEL CORP								
Symbol· INTC Exchange: OTC								
EAI: $4,500 Current yield: 3.47%	Mar 9, 07	700.000	19 150	13,405 00	25.955	18,168 50	4,763.50	LT
	Sep 30, 11	1,800.000	21.669	39,004.56	25 955	46,719.00	7,714.44	LT
	May 21, 13	2,500.000	24.089	60,224.88	25.955	64,887.50	4,662.62	ST
Security total		5,000 000	22.527	112,634.44		129,775.00	17,140 56	
JOHNSON & JOHNSON COM								
Symbol· JNJ Exchange: NYSE								
EAI: $3,564 Current yield. 2 88%	Jan 26, 04	1,150 000	53.000	60,950.00	91.590	105,328.50	44,378.50	LT
	Mar 6, 06	200.000	57.839	11,567.80	91.590	18,318.00	6,750.20	LT
Security total		1,350 000	53.717	72,517 80		123,646.50	51,128.70	
JPMORGAN CHASE & CO								
Symbol: JPM Exchange. NYSE								
EAI: $3,922 Current yield 2.60%	Jan 24, 12	680.000	37.640	25,595.62	58.480	39,766.40	14,170.78	LT
	Feb 2, 12	1,509.000	37.659	56,828 07	58.480	88,246.32	31,418.25	LT
	Feb 2, 12	391.000	37.733	14,753.75	58 480	22,865.68	8,111 93	LT
Security total		2,580.000	37 666	97,177 44		150,878.40	53,700.96	
MCDONALDS CORP								
Symbol: MCD Exchange: NYSE								
EAI· $3,240 Current yield· 3.34%	Aug 19, 11	180.000	87.300	15,714 10	97 030	17,465.40	1,751.30	LT

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
	Aug 24, 11	620 000	88 740	55,018 95	97.030	60,158 60	5,139 65	LT
	Sep 30, 11	200 000	88.049	17,609.90	97.030	19,406.00	1,796 10	LT
Security total		1,000 000	88.343	88,342 95		97,030.00	8,687 05	
MEDTRONIC INC								
Symbol MDT Exchange NYSE								
EAI. $1,861 Current yield. 1.95%	May 30, 13	1,662 000	52 016	86,451 30	57 390	95,382 18	8,930 88	ST
MERCK & CO INC NEW COM								
Symbol MRK Exchange: NYSE								
EAI $3,590 Current yield 3.52%	Feb 15, 13	2,040 000	41 280	84,211 34	50 050	102,102 00	17,890 66	ST
METLIFE INC								
Symbol. MET Exchange NYSE								
EAI $1,980 Current yield 2 04%	Jun 27, 13	1,800 000	45 967	82,740 78	53.920	97,056.00	14,315.22	ST
MICROSOFT CORP								
Symbol· MSFT Exchange: OTC								
EAI· $3,976 Current yield: 2 99%	Aug 17, 10	150 000	24 843	3,726.58	37.410	5,611.50	1,884.92	LT
	Nov 30, 11	3,400 000	25 442	86,503 41	37 410	127,194 00	40,690 59	LT
Security total		3,550 000	25 417	90,229 99		132,805.50	42,575 51	
MYLAN INC								
Symbol. MYL Exchange. OTC	Mar 30, 12	998 000	23.433	23,386 84	43 400	43,313.20	19,926 36	LT
	Apr 2, 12	152 000	23.595	3,586.55	43 400	6,596.80	3,010.25	LT
	Apr 18, 12	3,550 000	22 620	80,303 90	43 400	154,070.00	73,766 10	LT
Security total		4,700 000	22 825	107,277.29		203,980.00	96,702 71	
OCCIDENTAL PETROLEUM CRP								
Symbol. OXY Exchange. NYSE								
EAI. $3,840 Current yield· 2.69%	Nov 6, 12	1,500 000	79.545	119,318.38	95 100	142,650 00	23,331 62	LT
PULTE GROUP INC								
Symbol PHM Exchange: NYSE								
EAI· $1,040 Current yield 0.98%	Aug 2, 13	5,200 000	17 221	89,549 86	20 370	105,924 00	16,374 14	ST
QUALCOMM INC								
Symbol· QCOM Exchange. OTC								
EAI. $2,100 Current yield: 1.89%	Dec 22, 11	790 000	54 190	42,810 69	74 250	58,657 50	15,846 81	LT
	May 21, 13	710.000	65.896	46,786 16	74 250	52,717.50	5,931 34	ST
Security total		1,500.000	59 731	89,596 85		111,375.00	21,778 15	

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Account name: CURTIS FINLAY FOUNDATION INC
Account number: SQ 04809 T7

Your Financial Advisor:
STONEGATE WEALTH MANAGEMENT
205-977-7070/888-880-1974

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ROYAL DUTCH SHELL PLC ADS REPSTG 2 CL B ORD SHS SPON ADR Symbol: RDS B Exchange: NYSE EAI: $2,880 Current yield: 4.79%	Jan 19, 12	800.000	73.606	58,885.48	75.110	60,088.00	1,202.52	LT
SCHLUMBERGER LTD NETHERLANDS ANTILLES Symbol: SLB Exchange: NYSE EAI: $2,063 Current yield: 1.39%	Sep 28, 10	480.000	60 186	28,889.69	90.110	43,252.80	14,363.11	LT
	Aug 25, 11	20.000	74.029	1,480.58	90.110	1,802.20	321.62	LT
	Oct 3, 12	1,150.000	71.233	81,918.62	90.110	103,626.50	21,707.88	LT
Security total		1,650.000	68.054	112,288.89		148,681.50	36,392.61	
SEADRILL LTD US LINE Symbol: SDRL Exchange: NYSE EAI: $7,752 Current yield: 9.25%	Apr 27, 12	959 000	38 364	36,791.23	41.080	39,395.72	2,604.49	LT
	Apr 27, 12	61.000	38.498	2,348.38	41.080	2,505.88	157.50	LT
	May 16, 12	1,020.000	36 619	37,352.31	41.080	41,901.60	4,549.29	LT
Security total		2,040.000	37.496	76,491 92		83,803.20	7,311.28	
SOUTHERN CO Symbol: SO Exchange: NYSE EAI: $4,568 Current yield: 4.94%	Nov 15, 07	2,250 000	36.982	83,210.03	41.110	92,497.50	9,287.47	LT
TARGET CORP Symbol: TGT Exchange: NYSE EAI: $2,356 Current yield: 2.72%	Sep 12, 13	1,370 000	64.291	88,079.59	63.270	86,679.90	-1,399.69	ST
VODAFONE GROUP PLC NEW SPON ADR Symbol: VOD Exchange: NYSE EAI: $8,268 Current yield. 4.04%	Aug 4, 11	3,200.000	27.535	88,112.32	39.310	125,792.00	37,679.68	LT
	Sep 30, 11	800.000	25.837	20,669.60	39 310	31,448.00	10,778.40	LT
	Dec 1, 11	1,000.000	27 218	27,218.28	39 310	39,310 00	12,091.72	LT
	Dec 14, 11	200 000	27.003	5,400.78	39.310	7,862 00	2,461 22	LT
Security total		5,200 000	27.192	141,400.98		204,412.00	63,011.02	

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Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
WALTER ENERGY INC								
Symbol: WLT Exchange: NYSE								
EAI: $200 Current yield: 0.24%	Aug 1, 12	1,200 000	33 987	40,784.64	16.630	19,956.00	-20,828.64	LT
	Mar 6, 13	1,300 000	31 289	40,676 27	16 630	21,619.00	-19,057 27	ST
	May 21, 13	1,500.000	19.438	29,158.39	16 630	24,945.00	-4,213 39	ST
	Jun 18, 13	998.000	13 700	13,672.60	16.630	16,596.74	2,924 14	ST
	Jun 18, 13	2.000	13 500	27.00	16.630	33.26	6 26	ST
Security total		5,000 000	24.864	124,318 90		83,150.00	-41,168.90	
WELLS FARGO & CO NEW								
Symbol: WFC Exchange. NYSE								
EAI: $3,300 Current yield. 2 64%	Nov 10, 08	2,750 000	28 750	79,065.14	45 400	124,850 00	45,784 86	LT
WILLIAMS COS INC (DEL)								
Symbol WMB Exchange· NYSE								
EAI. $5,837 Current yield: 3.94%	Jul 18, 13	3,840 000	33 973	130,458 98	38 570	148,108 80	17,649.82	ST
Total				**$3,038,188.72**		**$3,904,962.23**	**$866,773.51**	

Total estimated annual income: $107,307

Short options

Holding	Trade date	Number of contracts	Sale price per contract ($)	Sale proceeds ($)	Price per contract on Dec 31 ($)	Contract premium ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
CALL METLIFE INC									
DUE 01/18/14 55.000									
Expires· Jan 14									
Symbol MET	Aug 01, 13	-18 000	1 288	-2,319 72	45 000	0 450	-810 00	1,509 72	ST
CALL MERCK & CO INC NEW									
DUE 01/18/14 50.000									
Expires. Jan 14									
Symbol MRK	Jul 31, 13	-20.000	1 416	-2,832 63	80 000	0 800	-1,600 00	1,232 63	ST
CALL SCHLUMBERGER LTD									
DUE 02/22/14 90 000									
Expires. Feb 14									
Symbol: SLB	Sep 12, 13	-11 000	3 662	-4,029 08	283 000	2 830	-3,113 00	916 08	ST
	Sep 13, 13	-5 000	3 499	-1,749 97	283 000		-1,415 00	334 97	ST
Security Total		-16.000		-5,779.05			-4,528 00	1,251 05	

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Your assets › Equities › Short options (continued)

Holding	Trade date	Number of contracts	Sale price per contract ($)	Sale proceeds ($)	Price per contract on Dec 31 ($)	Contract premium ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
CALL PULTE GROUP INC DUE 04/19/14 20.000 Expires: Apr 14 Symbol: PHM	Nov 27, 13	-11.000	1.199	-1,319.98	180 000	1.800	-1,980.00	-660.02	ST
	Nov 29, 13	-3.000	1.149	-344.99	180.000		-540.00	-195 01	ST
	Dec 20, 13	-38.000	1.065	-4,049 82	180.000		-6,840.00	-2,790.18	ST
Security Total		-52.000		-5,714.79			-9,360.00	-3,645.21	
Total				**-$16,646.19**			**-$16,298.00**	**$348.19**	

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	852,610.01	17.98%	852,610.01		
Equities	Common stock	3,904,962.23		3,038,188.72	107,307.00	866,773.51
	Short options	-16,298 00		-16,646.19		348.19
	Total equities	3,888,664.23	82.02%	3,021,542.53	107,307.00	867,121.70
Total		**$4,741,274.24**	**100.00%**	**$3,874,152.54**	**$107,307.00**	**$867,121.70**

Account activity this month

For more information about the price/value shown for restricted securities, see *Important information about your statement* at the end of this document.

Date	Activity	Description	Your expense code	Quantity/ Face value	Price/Value ($)	Cash amount ($)	Cash and money balance ($)
Nov 29		**Cash and money balance**					**$766,525.83**
Dec 2	Sold	EBAY INC DE VSP 101513		-1,600.000	48.731565	77,969.14	
Dec 2	Dividend	FORD MOTOR CO COM NEW PAID ON 14100				1,410.00	
Dec 2	Dividend	INTEL CORP PAID ON 5000 AS OF 12/01/13				1,125.00	
Dec 2	Dividend	WELLS FARGO & CO NEW PAID ON 2750 AS OF 12/01/13				825.00	
Dec 2	Sold	CALL PULTE GROUP INC DUE 04/19/14 20.000 OPEN CUST CVRD DE		-3.000	1.15	344.99	848,199.96

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Your assets

Some prices, income and current values shown may be approximate As a result, gains and losses may not be accurately reflected See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Cash and money balances may include available cash balances, UBS Bank USA deposit account balances, UBS AG Stamford Branch deposit account balances and money market mutual fund sweep balances

UBS Bank USA deposit account balances are insured by the FDIC within applicable limits, but are not protected by SIPC. UBS AG Stamford Branch deposit account balances are not insured by FDIC and are not protected by SIPC. Money market sweep balances are protected by SIPC but are not insured by the FDIC. See the *Important information about your statement* at the end of this document for details about those balances

Holding	Opening balance on Dec 1 ($)	Closing balance on Dec 31 ($)	Price per share on Dec 31 ($)	Average rate	Dividend/Interest period	Days in period	Cap amount ($)
UBS BANK USA BUS ACCT	74,942.64	84,295.54					250,000.00
UBS SELECT TREAS CAPITAL	272,664.12	272,669 69	1.00	0.01%	Nov 1 to Nov 30	30	
Total	**$347,606.76**	**$356,965.23**					

Fixed income

Certificates of deposit

Cost basis has been adjusted for accreted original issue discount (OID) on long-term (more than 1 year) CDs.

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
AMERICAN EXP CENT UT US RATE 03.5000% MAT 02/25/2014 FIXED RATE CD ACCRUED INTEREST $1,227.40 CUSIP 02586TGD0 EAI: $1,750 Current yield: 3.49%	Feb 19, 09	100,000.000	100.000	100,000.00	100 410	100,410.00	410.00	LT
GOLDMAN SACHS BANK NY US RATE 04.0000% MAT 02/25/2019 FIXED RATE CD ACCRUED INTEREST $1,402.74 CUSIP 381426L29 EAI: $4,000 Current yield: 3.77%	Feb 19, 09	100,000.000	100.000	100,000.00	106 006	106,006.00	6,006 00	LT

continued next page

Your assets › Fixed income › Certificates of deposit (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
Total		$200,000.000		$200,000.00		$206,416.00	$6,416.00	

Total accrued interest: $2,630.14

Total estimated annual income: $5,750

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FORD MOTOR CREDIT CO FORD CREDIT RATE 02 750% MATURES 02/20/15 ACCRUED INTEREST $1,000.69 CUSIP 34540TBT8 Moody: Baa3 S&P BBB- EAI: $2,750 Current yield. 2 76%	Feb 06, 12	100,000 000	100 000	100,000 00	99.528	99,528 00	-472 00	LT
DU PONT DE NEMOURS NTS CALL MW+50BPS RATE 04.750% MATURES 03/15/15 ACCRUED INTEREST $1,398.61 CUSIP 263534BX6 Moody: A2 S&P. A EAI. $4,750 Current yield. 4.53%	Mar 18, 09	100,000 000	98 444	98,444.25	104.875	104,875 00	6,430 75	LT
SOUTHERN POWER SNR NTS MW + 25BP RATE 04 875% MATURES 07/15/15 ACCRUED INTEREST $2,247 92 CUSIP 843646AF7 Moody: Baa1 S&P: BBB+ EAI. $4,875 Current yield. 4 59%	Dec 09, 08	100,000 000	91 080	91,080 25	106 096	106,096 00	15,015.75	LT

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Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
ALCOA INC CALL@M/W T+12.5BP NTS RATE 05.550% MATURES 02/01/17 ACCRUED INTEREST $2,312.50 CUSIP 013817AL5 Moody: Ba1 S&P: BBB- EAI: $5,550 Current yield. 5.16%	Sep 08, 09	100,000.000	96.144	96,144.25	107 636	107,636.00	11,491.75	LT
BANK OF AMER CORP NTS RATE 05 420% MATURES 03/15/17 ACCRUED INTEREST $1,595.89 CUSIP 060505DA9 Moody. Baa3 S&P: BBB+ EAI: $5,420 Current yield: 4.93%	Mar 04, 10	100,000.000	99.460	99,460.25	109.939	109,939.00	10,478.75	LT
HARTFORD FNCL SRVS NTS 5BP LNG 1ST CPN RATE 05.375% MATURES 03/15/17 ACCRUED INTEREST $1,582.64 CUSIP 416515AT1 Moody: Baa3 S&P: BBB EAI: $5,375 Current yield: 4.88% Original cost basis: $100,112.25	Jun 16, 10	100,000.000	100.058	100,058.28	110.192	110,192.00	10,133.72	LT
MORGAN STANLEY MTN CALL@M/W+15BP RATE 05.550% MATURES 04/27/17 ACCRUED INTEREST $986.67 CUSIP 617446H51 Moody: Baa2 S&P: A- EAI: $5,550 Current yield 4.98% Original cost basis: $103,097.25	Mar 11, 10	100,000.000	101.579	101,579 36	111.552	111,552.00	9,972.64	LT

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Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
MERRILL LYNCH & CO 0BP RATE 05 700% MATURES 05/02/17 ACCRUED INTEREST $934.17 CUSIP 59022CCS0 Moody: Baa3 S&P: BBB+ EAI $5,700 Current yield. 5.13% Original cost basis: $101,767.25	Mar 23, 10	100,000.000	100.912	100,912.31	111.157	111,157.00	10,244 69	LT
AT&T INC CALL @MW+BP RATE 05 500% MATURES 02/01/18 ACCRUED INTEREST $2,291.67 CUSIP 00206RAJ1 Moody A3 S&P A- EAI $5,500 Current yield: 4 89%	Oct 21, 08	100,000 000	82 775	82,775.25	112.568	112,568 00	29,792 75	LT
GENL ELEC CAP CORP NTS RATE 05 625% MATURES 05/01/18 ACCRUED INTEREST $1,875 00 CUSIP 36962G3U6 Moody A1 S&P: AA+ EAI: $11,250 Current yield: 4.90%	Jun 12, 08	200,000 000	99.528	199,057 25	114.837	229,674.00	30,616 75	LT
VULCAN MATERIALS CO NTS CALL@MW+45BP RATE 07.000% MATURES 06/15/18 ACCRUED INTEREST $622 22 CUSIP 929160AK5 Moody. Ba3 S&P: BB EAI: $14,000 Current yield 6.15%	Aug 28, 08	200,000 000	99 087	198,175 25	113 750	227,500.00	29,324.75	LT
PITNEY BOWES INC NTS MW+50BPS RATE 06 250% MATURES 03/15/19 ACCRUED INTEREST $1,840.28 CUSIP 724479AH3 Moody Baa2 S&P. BBB EAI $6,250 Current yield 5 59% Original cost basis: $111,761.25	May 16, 11	100,000.000	108.258	108,258.19	111 824	111,824 00	3,565.81	LT

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
NOKIA CORP B/E FOREIGN SECURITY RATE 05.375% MATURES 05/15/19 CALL@MW+40BP ACCRUED INTEREST $686.81 ISIN US654902AB18 Moody: B1 S&P: B+ EAI: $5,375 Current yield: 5.18%	May 17, 11	100,000.000	107.880	107,885.25	103.750	103,750.00	-4,135.25	LT
PROTECTIVE LIFE CORP NTS CALL@MW+50BP RATE 07.375% MATURES 10/15/19 ACCRUED INTEREST $1,556.94 CUSIP 743674AX1 Moody: Baa2 S&P: A- EAI: $7,375 Current yield: 6.05% Original cost basis: $100,755.25	Oct 08, 09	100,000.000	100.500	100,500.32	121.959	121,959.00	21,458.68	LT
SLM CORP MED TERM NTS +50BP RATE 08.000% MATURES 03/25/20 ACCRUED INTEREST $2,133.33 CUSIP 78442FEJ3 Moody: Ba1 S&P. BBB- EAI: $8,000 Current yield: 7.06% Original cost basis: $103,839.25	Dec 21, 10	100,000.000	102.854	102,854.45	113.250	113,250.00	10,395.55	LT
J P MORGAN CHASE & CO B/E RATE 04.400% MATURES 07/22/20 ACCRUED INTEREST $1,943.33 CUSIP 46625HHS2 Moody: A3 S&P: A EAI. $4,400 Current yield: 4.09% Original cost basis: $100,681.25	May 16, 11	100,000.000	100.512	100,512.82	107.496	107,496.00	6,983.18	LT

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Account name: CURTIS FINLAY FOUNDATION INC
Account number: SQ 04798 T7

Your Financial Advisor:
STONEGATE WEALTH MANAGEMENT
205-977-7070/888-880-1974

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
CITIGROUP INC NTS B/E RATE 05 375% MATURES 08/09/20 ACCRUED INTEREST $2,120 14 CUSIP 172967FF3 Moody. Baa2 S&P: A- EAI $5,375 Current yield 4 72% Original cost basis $106,524 25	May 16, 11	100,000 000	104 931	104,931 78	113 764	113,764 00	8,832.22	LT
BEST BUY CO INC B/E E-WHOLE+ 30BP RATE 05.500% MATURES 03/15/21 ACCRUED INTEREST $1,619.44 CUSIP 086516AL5 Moody Baa2 S&P. BB EAI $5,500 Current yield 5 46% Original cost basis $101,223 25	Jul 22, 11	100,000.000	100.969	100,969.43	100 750	100,750 00	-219.43	LT
PLUM CREEK TIMBERLANDS 5BP RATE 04.700% MATURES 03/15/21 CALLABLE ACCRUED INTEREST $1,383 89 CUSIP 72925PAC9 Moody: Baa2 S&P BBB EAI: $4,700 Current yield 4.53% Original cost basis $102,171.25	Jul 13, 11	100,000 000	101 701	101,701 09	103 666	103,666 00	1,964 91	LT
DELL INC 0BP RATE 04 625% MATURES 04/01/21 ACCRUED INTEREST $1,156 25 CUSIP 24702RAQ4 Moody B1 S&P B+ EAI $4,625 Current yield: 5 15% Original cost basis. $103,477.25	May 16, 11	100,000.000	102 686	102,686 48	89 750	89,750.00	-12,936.48	LT

continued next page

Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
BLOCK FINANCIAL B/E CALL@MW+60BP RATE 05.500% MATURES 11/01/22 CALLABLE ACCRUED INTEREST $916.67 CUSIP 093662AE4 Moody: Baa2 S&P: BBB EAI: $5,500 Current yield: 5.35% Original cost basis: $104,591.25	Feb 13, 13	100,000.000	104.256	104,256 25	102.776	102,776.00	-1,480.25	ST
WELLS FARGO & CO ALL MED TERM NT RATE 03.250% MATURES 08/02/27 ACCRUED INTEREST $595.83 CUSIP 94986RKV2 Moody: A2 S&P: A+ EAI. $3,575 Current yield: 3.48%	Jul 26, 12	110,000.000	100.000	110,000 00	93 378	102,715.80	-7,284.20	LT
WELLS FARGO & CO NTS RATE 07.980% MATURES 02/28/49 ACCRUED INTEREST $2,349.67 CUSIP 949746PM7 Moody Baa3 S&P: BBB+ EAI: $7,980 Current yield: 7.16%	May 09, 12	100,000.000	111.750	111,755.25	111.500	111,500.00	-255.25	LT
JP MORGAN CHASE B/E RATE 05.150% MATURES 05/29/49 CALLABLE ACCRUED INTEREST $858.33 CUSIP 48124BAC9 Moody: Ba1 S&P: BBB EAI. $5,150 Current yield. 5.74%	May 17, 13	100,000.000	103.750	103,755.25	89.750	89,750.00	-14,005.25	ST
Total		**$2,610,000.000**		**$2,627,753.26**		**$2,803,667.80**	**$175,914.54**	

Total accrued interest: $36,008.89

Total estimated annual income: $144,525

Your assets › Fixed income (continued)

Preferred securities

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
THE GOLDMAN SACHS GROUP (GS) 5.500% PREFERRED CLBL PAR VALUE - 25 00 USD Symbol: GS.PRJ Exchange. NYSE EAI: $5,500 Current yield: 6 17%	May 17, 13	4,000 000	26 421	105,685 25	22 290	89,160 00	-16,525 25	ST
US BANCORP DEL SER G PREFERRED CLBL PAR VALUE - 25.00 USD Symbol. USB.PRN Exchange: NYSE EAI: $6,000 Current yield: 5 48%	May 17, 13	4,000.000	28 582	114,331.23	27.370	109,480.00	-4,851.23	ST
Total				**$220,016.48**		**$198,640.00**	**-$21,376.48**	

Total estimated annual income: $11,500

Government securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Quantity	Purchase price ($)	Cost basis ($)	Price on Dec 31 ($)	Value on Dec 31 ($)	Unrealized gain or loss ($)	Holding period
FFCB BOND RATE 4 7000% MATURES 12/07/21 ACCRUED INTEREST $313 33 CUSIP 31331SZK2 EAI: $4,700 Current yield 4 22% Original cost basis: $103,357 75	Feb 12, 10	100,000 000	102 434	102,434.89	111.279	111,279.00	8,844 11	LT

Your total assets

		Value on Dec 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**356,965.23**	**9.61%**	**356,965.23**		
Fixed income	Certificates of deposits	206,416.00		200,000 00	5,750 00	6,416 00
	Corporate bonds and notes	2,803,667 80		2,627,753 26	144,525.00	175,914 54
	Preferred securities	198,640.00		220,016.48	11,500 00	-21,376.48
	Government securities	111,279.00		102,434 89	4,700.00	8,844 11

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UBS

UBS Financial Services Inc.
2005 Stonegate Trail
Suite 101
Vestavia Hills AL 35242-2239

APZ2000949419 1213 SQ 1

2013 Year End Summary

Duplicate statement for the account of:
CURTIS FINLAY FOUNDATION INC
RICHARD DOUGLAS FINLAY
BOND ACCOUNT
PO BOX 298
BREWTON AL 36427-0298
Account number: SQ 04798 T7

MR MITCHELL NEESE
BOOHAKER, SCHILLACI & CO PC
335 BELLEVILLE AVE
P O BOX 1380
BREWTON AL 36426-2049

Summary of gains and losses

	Amount ($)
Long term	-8,863.34

Realized gains and losses

Estimated 2013 gains and losses for transactions with trade dates through 12/31/13 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order

See Important information about your statement on the last page of this statement for more information We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
DOW CHEMICAL CO NTS B/E 05.400% 031513 DTD030603 FC091503	FIFO	150,000.000	Mar 03, 03	Mar 15, 13	150,000.00	150,000.00 [1]			

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Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
GE CAPITAL INTERNOTES 04 600%-031513 DTD032703 FC061503 NTS B/E	FIFO	130,000.000	Mar 24, 03	Mar 15, 13	130,000.00	130,000.00 [1]			
WELLS FARGO CAPITAL XII 7.875% DUE 03/15/68, CALLABLE	FIFO	4,300.000	Nov 17, 10	Mar 15, 13	107,500.00	116,363.34		-8,863.34	
Total					**$387,500.00**	**$396,363.34**		**-$8,863.34**	
Net long-term capital gains or losses								**-$8,863.34**	
Net capital gains/losses:								**-$8,863.34**	

[1] Indicates cost basis information provided by you or another third party. UBS FS has not verified this information and does not guarantee its accuracy.

UBS

UBS Financial Services Inc.
2005 Stonegate Trail
Suite 101
Vestavia Hills AL 35242-2239

APZ2000949437 1213 SQ 1

2013 Year End Summary

Duplicate statement for the account of:
CURTIS FINLAY FOUNDATION INC
RICHARD DOUGLAS FINLAY
MANAGED ACCOUNT
PO BOX 298
BREWTON AL 36427-0298
Account number: SQ 04809 T7

MR MITCHELL NEESE
BOOHAKER, SCHILLACI & CO PC
335 BELLEVILLE AVE
P O BOX 1380
BREWTON AL 36426-2049

Summary of gains and losses

	Amount ($)
Short term	-1,941.29
Long term	237,004.57
Total	**$235,063.28**

Realized gains and losses

Estimated 2013 gains and losses for transactions with trade dates through 12/31/13 have been incorporated into this statement Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss Please check with your tax advisor To calculate gains and losses, we liquidate the oldest security lot first This is known as the first-in, first-out or FIFO accounting method We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order

See Important information about your statement on the last page of this statement for more information. We may not adjust gains and losses for all capital changes Cost basis for coupon tax-exempt municipal securities, include securities subject to AMT, has been adjusted for mandatory amortization of bond premium Estimates in the Unclassified section can not be classified as short term or long term because information is missing, or the product is one in which the gain/loss calculation is not provided

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
ASTRAZENECA PLC SPON ADR	VSP	323.000	Jul 03, 12	Apr 25, 13	16,537 39	14,870.63			1,666.76
	VSP	1,277.000	Jul 05, 12	Apr 25, 13	65,381.57	58,339 69			7,041.88
CALL DEERE AND CO DUE 03/16/13 90.000	FIFO	-10.000	Mar 07, 13	Dec 20, 12	1,958.61	886.79			1,071.82
	FIFO	-1.000	Mar 07, 13	Dec 21, 12	174.99	88 68			86.31
CALL DOW CHEMICAL DUE 03/16/13 33.000	FIFO	-26.000	Mar 07, 13	Dec 19, 12	3,135.47	676.07			2,459 40
CALL DOW CHEMICAL DUE 01/18/14 41.000	FIFO	-33 000	Dec 19, 13	Sep 13, 13	4,950.36	10,890 00		-5,939.64	
CALL JOHNSON & JOHNSON C DUE 07/20/13 77.500	FIFO	-14 000	Mar 06, 13	Feb 13, 13	1,301 97	2,609.13		-1,307.16	
	FIFO	-13.000	May 15, 13	Feb 13, 13	1,208.97	13,000.00		-11,791 03	
CALL MCDONALDS CORP DUE 01/19/13 95.000	FIFO	-10.000	Jan 22, 13	Jul 12, 12	2,715.94	0 00			2,715.94
CALL METLIFE INC DUE 12/21/13 50.000	FIFO	-18.000	Aug 01, 13	Jul 16, 13	3,828 72	5,349.05		-1,520.33	
CALL MICROSOFT CORP DUE 10/19/13 34.000	FIFO	-20.000	Jun 24, 13	May 08, 13	2,242.55	3,340.00		-1,097.45	
	FIFO	-15.000	Jun 24, 13	May 15, 13	2,174 95	2,505.00		-330.05	
CALL MYLAN INC DUE 04/20/13 30.000	FIFO	-24 000	Feb 27, 13	Dec 13, 12	1,421.05	1,025.76			395.29
	FIFO	-45 000	Feb 28, 13	Dec 13, 12	2,664.48	3,674 16		-1,009.68	
CALL MYLAN INC DUE 10/19/13 37.000	FIFO	-22 000	Sep 26, 13	Aug 08, 13	2,977.08	3,732.05		-754.97	
	FIFO	-47.000	Oct 15, 13	Aug 08, 13	6,360.13	11,750.00		-5,389.87	
CALL OCCIDENTAL PETROLEU DUE 08/17/13 85.000	FIFO	-15.000	Jun 21, 13	Apr 04, 13	3,675.92	10,858 60		-7,182.68	

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
CALL SCHLUMBERGER LTD DUE 01/19/13 77.500	FIFO	-5.000	Jan 22, 13	Oct 01, 12	1,057.96	0.00			1,057.96
CALL SEADRILL LTD US LIN DUE 07/20/13 39.000	FIFO	-30.000	Jun 04, 13	Jan 17, 13	3,899.91	6,450.00		-2,550.09	
COACH INC	VSP	605.000	May 07, 13	Aug 01, 13	32,054.14	35,193.47		-3,139.33	
	VSP	795.000	May 08, 13	Aug 01, 13	42,120.73	46,506.77		-4,386.04	
DOW CHEMICAL	VSP	1,920.000	Oct 16, 12	Sep 12, 13	74,573.94	55,641.42			18,932.52
EBAY INC	VSP	1,600.000	Oct 15, 13	Nov 26, 13	77,969.14	86,620.92		-8,651.78	
EMC CORP MASS	FIFO	3,400.000	Feb 01, 13	Oct 31, 13	82,327.87	84,691.06		-2,363.19	
ENSCO PLC CL A	FIFO	6.000	Nov 07, 12	Oct 31, 13	347.38	346.72			0.66
	FIFO	1,394.000	Nov 07, 12	Oct 31, 13	80,707.72	80,850.82		-143.10	
	FIFO	1,000.000	May 21, 13	Oct 31, 13	57,896.50	63,477.10		-5,580.60	
FACEBOOK INC CL A	VSP	1,890.000	Dec 19, 12	Feb 12, 13	52,015.27	52,757.05		-741.78	
JOY GLOBAL INC	VSP	695.000	Mar 06, 13	Jul 16, 13	36,079.23	43,309.61		-7,230.38	
	VSP	543.000	Apr 04, 13	Jul 16, 13	28,188.53	30,606.31		-2,417.78	
	VSP	207.000	Apr 04, 13	Jul 16, 13	10,745.90	11,692.76		-946.86	
PFIZER INC	VSP	4,800 000	Nov 20, 12	Mar 12, 13	134,725.96	116,158.44			18,567.52
SPDR GOLD TRUST	VSP	275.000	Jan 10, 13	Nov 18, 13	33,808.54	44,665.14		-10,856.60	
	VSP	728.000	Oct 07, 13	Nov 18, 13	89,500.40	93,014.59		-3,514.19	
TARGET CORP	VSP	1,195.000	Dec 17, 12	Jan 02, 13	69,915.45	72,894.37		-2,978.92	
WARNER CHILCOTT PLC *MERGER-EFF-10/2013* CL A	FIFO	5,710.000	Feb 15, 13	May 21, 13	117,229.57	83,714.54			33,515.03
	FIFO	57.000	May 16, 13	May 21, 13	1,170.24	1,094.48			75.76
	FIFO	2,306.000	May 16, 13	May 21, 13	47,343.50	45,048.14			2,295.36
Total					**$1,196,388.03**	**$1,198,329.32**		**-$91,823.50**	**$89,882.21**
Net short-term capital gains and losses								**-$1,941.29**	

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Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount ($)	Cost basis ($)	Wash sale cost basis adjustment($)	Loss ($)	Gain ($)
DEERE AND CO	VSP	1,100.000	Jul 20, 12	Aug 15, 13	91,361.93	83,401.12			7,960.81
GENL ELECTRIC CO	VSP	3,950.000	Sep 30, 11	Feb 01, 13	89,095.85	60,463.84			28,632.01
HARTFORD FINCL SERVICES GROUP INC	VSP	1,516.000	Feb 17, 12	Jun 13, 13	44,649 20	32,539 16			12,110.04
	VSP	3,984.000	Feb 21, 12	Jun 13, 13	117,336.70	84,792.38			32,544.32
HEINZ H J CO **MERGER EFF: 06/13**	VSP	1,400 000	Jun 02, 11	Feb 15, 13	101,176.98	75,174.38			26,002.60
	VSP	300.000	Aug 04, 11	Feb 15, 13	21,680.78	15,257.25			6,423.53
	VSP	800.000	Sep 30, 11	Feb 15, 13	57,815 42	40,731.20			17,084.22
JOHNSON & JOHNSON COM	VSP	1,350 000	Jan 26, 04	Mar 06, 13	104,327.83	71,550.00			32,777.83
JPMORGAN CHASE & CO	VSP	1,420.000	Jan 24, 12	Aug 28, 13	72,123.79	53,449.67			18,674.12
MYLAN INC	VSP	2,200.000	Mar 30, 12	Sep 26, 13	83,971.44	51,554.15			32,417.29
ROYAL DUTCH SHELL PLC ADS REPSTG 2 CL B ORD SHS SPON ADR	VSP	800.000	Jan 19, 12	Oct 30, 13	58,502.40	58,885.48		-383.08	
SEADRILL LTD US LINE	VSP	980.000	Apr 27, 12	Aug 02, 13	43,205 07	37,728.13			5,476.94
SPDR GOLD TRUST	VSP	475.000	Feb 15, 12	Nov 18, 13	58,396.55	79,687.29		-21,290 74	
	VSP	255 000	Aug 22, 12	Nov 18, 13	31,349.73	40,497.46		-9,147.73	
UNILEVER NV N Y SHS NEW NETHERLANDS SPON ADR	VSP	2,300.000	Aug 04, 10	Jan 18, 13	88,666.63	69,230.00			19,436.63
	VSP	1,200.000	Aug 04, 10	Feb 01, 13	48,856 66	36,120.00			12,736.66
	VSP	1,200.000	Sep 13, 10	Feb 01, 13	48,856.66	33,307.54			15,549.12
Total					$1,161,373.62	$924,369.05		-$30,821.55	$267,826.12
Net long-term capital gains or losses									$237,004.57
Net capital gains/losses:									$235,063.28

End of statement for account number SQ 04809 T7