Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation: SUSAN MOTT WEBB CHARITABLE TRUST 1055000110

A Employer identification number: 63-6112593

Number and street (or P.O. box number if mail is not delivered to street address): P O BOX 2886

Room/suite:

B Telephone number (see instructions): 205-264-5754

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

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☒ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 16,646,419.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis.)*

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	65.	65.		STMT 1
	4	Dividends and interest from securities	394,913.	392,714.		STMT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,608,453.			
	b	Gross sales price for all assets on line 6a 16,201,976.				
	7	Capital gain net income (from Part IV, line 2)		2,608,453.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	3,003,431.	3,001,232.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	79,846.	63,877.		15,969.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	800.	NONE	NONE	800.
	c	Other professional fees (attach schedule) STMT 4	7,657.	7,657.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 5	4,866.	1,866.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 6	42.	42.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	93,211.	73,442.	NONE	16,769.
	25	Contributions, gifts, grants paid	833,500.			833,500.
	26	**Total expenses and disbursements** Add lines 24 and 25	926,711.	73,442.	NONE	850,269.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,076,720.			
	b	**Net investment income** (if negative, enter -0-)		2,927,790.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II	**Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	334,613.	670,979.	670,979.
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10 a	Investments - U.S. and state government obligations (attach schedule)	1,004,624.	817,632.	830,990.
b	Investments - corporate stock (attach schedule)	8,025,956.	7,945,645.	8,752,345.
c	Investments - corporate bonds (attach schedule)	4,362,674.	6,356,711.	6,392,105.
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	13,727,867.	15,790,967.	16,646,419.
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	13,727,867.	15,790,967.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	13,727,867.	15,790,967.	
31	**Total liabilities and net assets/fund balances** (see instructions)	13,727,867.	15,790,967.	

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	13,727,867.
2	Enter amount from Part I, line 27a	2	2,076,720.
3	Other increases not included in line 2 (itemize) ▶ADJUSTMENT FOR MUTUAL FUND POSTINGS	3	1,690.
4	Add lines 1, 2, and 3	4	15,806,277.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	15,310.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,790,967.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	16,201,976.		13,593,523.	2,608,453.
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				2,608,453.
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	2,608,453.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2012	864,442.	15,372,336.	0.056234
2011	811,997.	15,582,617.	0.052109
2010	777,668.	14,937,509.	0.052061
2009	718,622.	13,810,396.	0.052035
2008	826,770.	15,725,508.	0.052575

2 **Total** of line 1, column (d)	2	0.265014
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.053003
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	16,032,173.
5 Multiply line 4 by line 3	5	849,753.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,278.
7 Add lines 5 and 6	7	879,031.
8 Enter qualifying distributions from Part XII, line 4	8	850,269.

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	58,556.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			2	
3	Add lines 1 and 2			3	58,556.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	58,556.
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,167.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	68,185.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	75,352.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . . ▶			10	16,796.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 16,796. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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		
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK Telephone no. ▶ (205)264-5754

Located at ▶ P.O. BOX 11647, BIRMINGHAM, AL ZIP+4 ▶ 35202-1647

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

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

		Yes	No
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
If "Yes," list the years ▶ ________, ________, ________, ________			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________, ________, ________, ________			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . **6b** | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
REGIONS BANK P.O. BOX 11647, BIRMINGHAM, AL 35202	CORP TTEE 2	87,503.	-0-	-0-
STEWART M. DANSBY 1330 21ST WAY SOUTH, SUITE 210, BIRMINGHAM, AL 35205	CO-TRUSTEE	-0-	-0-	-0-
SUZANNE DANSBY 2561 BOHLER ROAD, ATLANTA, GA 30327	CO-TRUSTEE	-0-	-0-	-0-
NINA BOTSFORD 3425 ARGYLE RD, BIRMINGHAM, AL 35213	CO-TRUSTEE	-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	16,276,318.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	16,276,318.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	16,276,318.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	244,145.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,032,173.
6	**Minimum investment return.** Enter 5% of line 5	6	801,609.

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	801,609.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	58,556.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	58,556.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	743,053.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	743,053.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	- 743,053.

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	850,269.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	850,269.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	850,269.

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					743,053.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				NONE	
b Total for prior years 20 11 ,20_____,20_____			NONE		
3 Excess distributions carryover, if any, to 2013					
a From 2008	48,715.				
b From 2009	35,612.				
c From 2010	37,009.				
d From 2011	42,178.				
e From 2012	108,741.				
f **Total** of lines 3a through e		272,255.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 850,269.					
a Applied to 2012, but not more than line 2a . . .				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2013 distributable amount					743,053.
e Remaining amount distributed out of corpus . .		107,216.			
5 Excess distributions carryover applied to 2013 . *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		379,471.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .		NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		48,715.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		330,756.			
10 Analysis of line 9:					
a Excess from 2009 . . .	35,612.				
b Excess from 2010 . . .	37,009.				
c Excess from 2011 . . .	42,178.				
d Excess from 2012 . . .	108,741.				
e Excess from 2013 . . .	107,216.				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more *exempt organizations* as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

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 9

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any *submission deadlines:*

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				833,500.
Total . . . . ▶ 3a				833,500.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	65.	
4 Dividends and interest from securities			14	394,913.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,608,453.	
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)				3,003,431.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 3,003,431.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ 11/04/2014 ▶TRUST OFFICER

Signature of officer or trustee Date Title

REGIONS BANK, TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ Firm's EIN ▶

Firm's address ▶

Phone no.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST	65.	65.
TOTAL	65.	65.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	215,380.	213,181.
CORPORATE BOND INTEREST	162,874.	162,874.
U.S. TREASURY INTEREST	15,099.	15,099.
OID ON U.S. TREASURY INTEREST	1,560.	1,560.
TOTAL	394,913.	392,714.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	7,657.	7,657.
TOTALS	7,657.	7,657.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ESTIMATED EXCISE TAX	3,000.	
FOREIGN TAXES	1,866.	1,866.
TOTALS	4,866.	1,866.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE -	42.	42.
TOTALS	42.	42.

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	CASH					
ABB	375204 ABB LTD SPON ADR	636	26.56	15,111.36	15,111.36	16,892
	001055AC6 AFLAC INC DTD 5/21/09 8.5% 05/15/2019	23,000.00	127.72	26,977 99	26,977.99	29,376
	00206RAM4 AT&T INC DTD 05/13/08 5.6% 05/15/2018	26,000 00	113.561	25,987.92	25,987.92	29,526
ABT	2824100 ABBOTT LABS	634	38.33	21,413.54	21,413.54	24,301
ADDYY	00687A107 ADIDAS AG	280	63.826	14,977.20	14,977.20	17,871
AIRM	9128307 AIR METHODS CORP NEW	255	58.26	10,736.05	10,736.05	14,856
AKAM	00971T101 AKAMAI TECHNOLOGIES INC	165	47.18	8,392.93	8,392.93	7,785
ACC	24835100 AMERICAN CAMPUS COMMUNITIES	408	32.21	14,094.40	14,094.40	13,142
	0258M0DA4 AMERICAN EXPRESS CREDIT CORP SERIES: MTN DTD 09/13/2010 2.75% 9/15/2015	30,000 00	103.486	30,278 19	30,278.19	31,046
APH	32095101 AMPHENOL CORP CL A	378	89.18	29,412.64	29,412 64	33,710
	03523TBA5 ANHEUSER-BUSCH INBEV WOR DTD 01/27/2011 2.875% 02/15/2016	29,000 00	104 1	29,082 63	29,082.63	30,189
ANSS	03662Q105 ANSYS INC	437	87.2	37,936 70	37,936.70	38,106
AAPL	37833100 APPLE INC	84	561.02	40,630.80	40,630.80	47,126
	037833AJ9 APPLE INC DTD 05/03/2013 1% 05/03/2018	32,000.00	96.695	31,925.39	31,925.39	30,942
ATR	38336103 APTARGROUP INC	263	67.81	15,823.99	15,823.99	17,834
ALPMY	04623U102 ASTELLAS PHARMA INC UNSP ADR	580	14.819	7,273.20	7,273.20	8,595
ANZBY	52528304 AUSTRALIA & NEW ZEALAND BKG GR SPONSORED ADR ONE ADR RPRS 5 ORD SHS	421	28.835	12,356 35	12,356.35	12,140

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	055451AN8 BHP BILLITON FIN USA LTD DTD 02/24/2012 1% 02/24/2015	62,000.00	100 548	61,870 42	61,870.42	62,340
BBL	05545E209 BHP BILLITON PLC SPONSORED ONE ADR REPRS 2 ORD SHARES	374	62.12	21,887.18	21,887.18	23,233
BP	55622104 BP PLC SPONSORED ADR ONE ADR REPRS 6 ORDINARY SHS	231	48.61	9,799.02	9,799 02	11,229
BNPQY	05565A202 BNP PARIBAS SPONSORED ADR	220	39.03	7,602.97	7,602.97	8,587
BBD	59460303 BANCO BRADESCO BANCO BRADESCO S.A	561	12.53	7,795 81	7,795.81	7,029
SAN	05964H105 BANCO SANTANDER S.A. ADR ONE ADR REPRS ONE ORD SHS	1,196.00	9.07	10,162.02	10,162.02	10,848
BACHY	06426M104 BANK OF CHINA LTD -UNSPON ADR	980	11.511	11,275.60	11,275.60	11,281
BCS	06738E204 BARCLAYS PLC SPONSORED ADR ONE ADR REPRS 4 ORD SHARES	513	18 13	8,892 09	8,892.09	9,301
	06739GBB4 BARCLAYS BANK PLC DTD 04/07/2010 3.9% 04/07/2015	30,000.00	104 083	29,998.50	29,998.50	31,225
BAYRY	72730302 BAYER A G SPONSORED ADRS ONE ADR REPRS 1 ORD SH	134	140.481	15,621 72	15,621.72	18,824
BAMXY	72743206 BAYERISHE MOTOREN WERKE BMW - UNSPONSORED ADR	269	39.143	9,694.76	9,694.76	10,529
BLKB	09227Q100 BLACKBAUD INC	338	37.65	13,452.14	13,452.14	12,726
BTI	110448107 BRITISH AMERN TOB PLC SPONSORED ADR EACH ADR REPRS TWO ORDINARY SHS	136	107 42	14,422.88	14,422.88	14,609
CNL	12561W105 CLECO CORP NEW	466	46.62	21,213.26	21,213 26	21,725
	126408GN7	29,000.00	106.884	30,087.58	30,087 58	30,996

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	CSX CORP DTD 3/27/08 6.25% 04/01/2015					
CVS	126650100 CVS HEALTH CORPORATION	522	71.57	30,359.52	30,359.52	37,360
	12673PAC9 CA INC DTD 11/13/09 5.375% 12/01/2019	27,000.00	111.193	27,270.92	27,270.92	30,022
CP	13645T100 CANADIAN PACIFIC RAILWAY LTD	126	151.32	15,879 27	15,879.27	19,066
CATM	14161H108 CARDTRONICS INC	375	43 45	13,956.82	13,956.82	16,294
	149123BQ3 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	48,000.00	125.332	59,725.54	59,725.54	60,159
CPHD	15670R107 CEPHEID INC CEPHEID INC	331	46.672	13,130.77	13,130.77	15,448
CHEF	163086101 CHEFS' WAREHOUSE HOLDINGS, INC	597 P	29.16	14,027.50	14,027.50	17,409
CVX	166764100 CHEVRON CORP	167	124 91	18,690.56	18,690.56	20,860
	17275RAC6 CISCO SYSTEMS INC CALLABLE 5.5% 02/22/2016	28,000.00	110.013	31,230.78	31,230.78	30,804
	172967GG0 CITIGROUP INC DTD 01/10/2013 1.25% 01/15/2016	31,000.00	100.332	31,094 55	31,094.55	31,103
CCE	19122T109 COCA-COLA ENTERPRISES INC	272	44 13	10,928.96	10,928.96	12,003
CTSH	192446102 COGNIZANT TECHNOLOGY SOLUTIONS CL A	212	100 98	17,575.12	17,575 12	21,408
CMCSK	20030N200 COMCAST CORP SPECIAL CL A	504	49.88	21,276 88	21,276 88	25,140
	20030NAZ4 COMCAST CORP DTD 06/18/09 5 7% 07/01/2019	26,000.00	115.577	26,193 10	26,193.10	30,050
	20449X203 COMPASS GROUP PLC COMPASS GROUP PLC SPON ADR NEW	932	16 033	12,414.24	12,414.24	14,943

1055000110 SUSAN MOTT WEBB CHARITABLE TRUST 63-6112593

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
CMP	20451N101 COMPASS MINERALS INTERNATION	157	80.05	11,930 43	11,930 43	12,568
CEB	21988R102 CORPORATE EXECUTIVE BRD CO	177	77.43	12,834.27	12,834.27	13,705
COST	22160K105 COSTCO WHOLESALE CORP	246	119.02	28,510 99	28,510 99	29,279
CSGP	22160N109 COSTAR GROUP INC	78	184 58	13,017.77	13,017 77	14,397
CVD	222816100 COVANCE INC	290	88 06	24,735.70	24,735 70	25,537
CS	225401108 CREDIT SUISSE GROUP SPONSORED ADR EACH ADR RPRS 1 REGISTERED SHR	301	31.04	9,069.13	9,069 13	9,343
	22546QAA5 CREDIT SUISSE NEW YORK DTD 5/4/09 5.5% 05/01/2014	61,000.00	101.63	61,343.81	61,343.81	61,994
CBST	229678107 CUBIST PHARMACEUTICALS INC	293	68.87	18,910.27	18,910.27	20,179
DHR	235851102 DANAHER CORP DEL	709	77.2	48,915.00	48,915.00	54,735
DVA	23918K108 DAVITA HEALTHCARE PARTNERS INC	473	63 37	27,138.91	27,138.91	29,974
DTEGY	251566105 DEUTSCHE TELEKOM AG - SPON ADR	579	17.128	8,763.53	8,763.53	9,917
DPSGY	25157Y202 DEUTSCHE POST AG	303	36.516	9,799.02	9,799.02	11,064
DV	251893103 DEVRY EDUCATION GROUP INC	297	35.5	8,907.03	8,907.03	10,544
DEO	25243Q205 DIAGEO PLC-SPONSORED ADR EACH ADR REPRS FOUR ORD SHS	100	132 42	12,792.00	12,792.00	13,242
	25459HAN5 DIRECTV HOLDGS/FING DTD 03/11/2010 3 55% 03/15/2015	30,000.00	103.297	30,368.95	30,368 95	30,989
	25459HAY1 DIRECTV HOLDGS/FING DTD 03/10/2011 3 5% 03/01/2016	29,000 00	104.969	30,730.25	30,730.25	30,441

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
DIS	254687106 WALT DISNEY CO	205	76.4	13,279.90	13,279.90	15,662
RDY	256135203 DR REDDYS LABS LTD	134	41.03	5,178.38	5,178.38	5,498
DCI	257651109 DONALDSON INC	266	43.46	10,081.40	10,081.40	11,560
DRQ	262037104 DRIL-QUIP INC	152	109.93	17,505.96	17,505 96	16,709
	26441CAG0 DUKE ENERGY CORPORATION DTD 11/17/2011 2 15% 11/15/2016	30,000.00	102 485	29,998.50	29,998.50	30,746
E	26874R108 ENI S P A EACH ADR REPRS 10 ORD SHS	164	48 49	7,648.28	7,648.28	7,952
ECL	278865100 ECOLAB INC	313	104.27	30,907.39	30,907 39	32,637
ENGGY	29248L104 ENAGAS UNSPON ADR	610	13.087	7,496.90	7,496.90	7,983
EXPO	30214U102 EXPONET INC	160	77.274	11,487.18	11,487.18	12,364
ESRX	30219G108 EXPRESS SCRIPTS HOLDING CO	965	70.24	60,118.79	60,118.79	67,782
XOM	30231G102 EXXON MOBIL CORP	404	101.2	17,340.40	17,340.40	40,885
FTI	30249U101 FMC TECHNOLOGIES INC	593	52.21	32,836.20	32,836.20	30,961
	3128M74W3 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05937 DTD 07/01/2010 4 5% 08/01/2040 OFV 85,000	27,514.34	105.94	29,337.17	29,337.17	29,149
	3128M7KV7 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05408 DTD 04/01/2009 5% 12/01/2036 OFV 149,000	25,640.66	107.846	27,784 06	27,784 06	27,652
	312943WG4 FEDERAL HOME LOAN MORTGAGE CORP POOL #A95147 DTD 11/01/2010 4% 11/01/2040 OFV 65,000	40,845.99	102.789	43,845.63	43,845.63	41,985
	31359MH89	57,000.00	109.907	57,457.08	57,457.08	62,647

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016					
	3137EACH0	91,000.00	102.924	94,057.36	94,057.36	93,661
	FEDERAL HOME LOAN MTG CORP DTD 01/07/2010 2.875% 02/09/2015					
	3138A7FR4	46,884.11	103.004	48,510.41	48,510.41	48,293
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AH5575 DTD 02/01/2011 4% 02/01/2041 OFV 86,000					
	3138A8SR8	50,298 62	106.002	52,844 99	52,844.99	53,318
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 OFV 137,000					
	3138EGNK6	33,380 46	106 229	35,508 46	35,508 46	35,460
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 OFV 61,000					
	3138MFTC1	50,168.38	99.44	50,050 79	50,050.79	49,887
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AO0546 DTD 11/01/2012 3.5% 11/01/2042 OFV 56,000					
	31402C4H2	78,622 08	110 187	79,424.32	79,424 32	86,631
	FEDERAL NATIONAL MORTGAGE ASSN POOL #725424 DTD 04/01/04 5.5% 04/01/2034 OFV 1.000.000					
	31402RFV6	45,852 04	108.621	49,455.72	49,455.72	49,805
	FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 OFV 354,000					
	31410FSJ5	30,897.25	110 938	34,233 18	34,233.18	34,277
	FEDERAL NATIONAL MORTGAGE ASSN POOL #888021 DTD 11/01/2006 6% 12/01/2036 OFV 425,000					
	31416RBE2	26,463 51	102.98	27,989.30	27,989.30	27,252
	FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 OFV 71.000					
	31418AFC7	42,220.19	102.163	44,212.44	44,212.44	43,133
	FEDERAL NATIONAL MORTGAGE ASSN POOL #MA1062 DTD 04/01/2012 3% 05/01/2027 OFV 59,000					
	31418UEE0	26,840.12	105.985	28,593.14	28,593 14	28,447
	FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 OFV 81.000					

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	31419BCT0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 OFV 74,000	42,295 41	99 452	44,667.92	44,667.92	42,064
	31419DMQ1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3 5% 09/01/2025 OFV 150,000	50,471.06	104.624	52,363.70	52,363.70	52,805
FFIV	315616102 F5 NETWORKS INC	111	90.86	9,698.94	9,698 94	10,085
FIS	31620M106 FIDELITY NATIONAL INFORMATION	184	53.68	8,604.58	8,604.58	9,877
FRC	33616C100 FIRST REPUBLIC BANK SAN FRAN	449	52.35	21,274.53	21,274.53	23,505
FLR	343412102 FLUOR CORP	567	80.29	40,763.54	40,763.54	45,524
FOSL	34988V106 FOSSIL GROUP INC	199	119.94	23,221.32	23,221.32	23,868
BEN	354613101 FRANKLIN RESOURCES	319	57.73	16,096.77	16,096.77	18,416
FMS	358029106 FRESENIUS MED CARE AG & CO SPONSORED ADR ONE ADR REPRS 1/3RD OF AN ORD SH	270	35.58	8,837.10	8,837.10	9,607
IT	366651107 GARTNER INC	316	71.05	18,770 40	18,770 40	22,452
	369622SM8 GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5.3% 02/11/2021	27,000 00	111.862	27,118.64	27,118.64	30,203
GIS	370334104 GENERAL MILLS INC	520	49.91	25,291.81	25,291.81	25,953
GILD	375558103 GILEAD SCIENCES INC	365	75.1	26,375 79	26,375.79	27,412
GBCI	37637Q105 GLACIER BANCORP, INC.	523	29.79	12,685.98	12,685.98	15,580
	38141EA25 GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% 02/15/2019	25,000.00	121.797	26,699 65	26,699.65	30,449
	38141EA33 GOLDMAN SACHS GROUP INC DTD 5/6/09 6% 05/01/2014	30,000.00	101 786	30,071 45	30,071.45	30,536

1055000110 SUSAN MOTT WEBB CHARITABLE TRUST 63-6112593

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
GS	38141G104 GOLDMAN SACHS GROUP INC	184	177.26	29,947.52	29,947.52	32,616
GOOGL	38259P508 GOOGLE INC CL A	47	1,120.71	41,369.40	41,369 40	52,673
GHL	395259104 GREENHILL & CO INC	119	57.94	5,979.37	5,979.37	6,895
GPI	398905109 GROUP 1 AUTOMOTIVE INC	181	71 02	14,505 10	14,505 10	12,855
GBOOY	40052P107 GRUPO FINANCIERO BANORTE -SPON ADR	299	34.878	9,639.76	9,639.76	10,429
GPOR	402635304 GULFPORT ENERGY CORP	382	63 13	24,271 45	24,271 45	24,116
HSBC	404280406 HSBC HOLDINGS PLC SPONS ADR NEW ONE ADR REPRS 5 ORD SHS	158	55.13	8,683.68	8,683.68	8,711
HAR	413086109 HARMAN INTL INDS INC	169	81.85	11,116.82	11,116.82	13,833
HTLD	422347104 HEARTLAND EXPRESS INC	558	19.62	7,772.94	7,772.94	10,948
	42809HAB3 HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	24,000 00	124.211	26,994.87	26,994.87	29,811
	428236BE2 HEWLETT-PACKARD CO DTD 12/02/2010 2 2% 12/01/2015	30,000 00	102.201	29,972.54	29,972.54	30,660
HIBB	428567101 HIBBETT SPORTS INC	232	67.152	12,783.20	12,783.20	15,579
HITT	43365Y104 HITTITE MICROWAVE CORP	69	61.73	4,476.72	4,476.72	4,259
HON	438516106 HONEYWELL INTERNATIONAL INC	300	91.37	25,433 19	25,433 19	27,411
HUWHY	448415208 HUTCHISON WHAMPOA LTD UNSPONSORED ADR ONE ADR REPRES FIVE ORD SHS	827	27.187	20,244.22	20,244.22	22,484
ICUI	44930G107	108	63 71	7,306 28	7,306.28	6,881

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	ICU MEDICAL INC					
IBKC	450828108 IBERIABANK CORP	161	62 85	8,609.17	8,609.17	10,119
IDCBY	455807107 IND & COMM BK OF CHINA UNSPONSOR ADR	495	13.516	7,025 17	7,025.17	6,690
INFY	456788108 INFOSYS LIMITED SPON ADR 1/4 SHARE	91	56.6	4,914.49	4,914 49	5,151
ING	456837103 ING GROEP N V SPONSORED ADR ONE ADR REPRS ONE ORDINARY SHS	674	14 01	7,744.26	7,744.26	9,443
	458140AJ9 INTEL CORP DTD 09/19/2011 3.3% 10/01/2021	31,000 00	99.349	30,850.27	30,850.27	30,798
IBM	459200101 INTERNATIONAL BUSINESS MACHINES	101	187.57	19,103.15	19,103.15	18,945
	459200GX3 INTERNATIONAL BUSINESS MACHINES DTD 07/22/2011 1 95% 07/22/2016	61,000 00	102.735	62,450.23	62,450.23	62,668
ISRG	46120E602 INTUITIVE SURGICAL INC	99	384.08	36,445.43	36,445 43	38,024
ITOCY	465717106 ITOCHU CORP UNSPON ADR	619	24.718	15,710.85	15,710.85	15,300
IVHIX	466000122 IVY HIGH INCOME FUND CL I	46,771.50	8.64	405,521.16	405,521.16	404,106
JPM	46625H100 J P MORGAN CHASE & CO	980	58.48	35,905.55	35,905.55	57,310
	46625HHL7 J P MORGAN CHASE & CO DTD 04/23/09 6.3% 04/23/2019	26,000.00	118.025	25,754.10	25,754.10	30,687
JEC	469814107 JACOBS ENGR GROUP DEL	223	62.99	12,978.60	12,978.60	14,047
JNJ	478160104 JOHNSON & JOHNSON	365	91.59	18,331.19	18,331.19	33,430
JCI	478366107 JOHNSON CTLS INC	309	51.3	9,829.14	9,829 14	15,852
KEX	497266106 KIRBY CORP	216	99.25	18,445.56	18,445 56	21,438

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PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
KHOLY	49989A109 KOC HOLDING AS UNSPON ADR	366	20.479	9,033.72	9,033.72	7,495
KEP	500631106 KOREA ELECTRIC POWER CORP SPONSORED ADR ONE ADR REPRS 1/2 ORD SHS	877	16.61	12,054.39	12,054.39	14,567
	50075NBB9 MONDELEZ INTERNATIONAL DTD 02/08/2010 4.125% 02/09/2016	29,000 00	106 016	28,949.32	28,949.32	30,745
	50076QAK2 KRAFT FOODS INC DTD 12/04/2012 1 625% 06/04/2015	30,000.00	101.27	30,344.74	30,344.74	30,381
LVMUY	502441306 LVMH MOET HENNESSY LOUIS VUITTON - ADR	383	36.543	15,133 66	15,133.66	13,996
EL	518439104 LAUDER ESTEE COS INC CL A	503	75 32	35,756.38	35,756.38	37,886
LNVGY	526250105 LENOVO GROUP LTD ADR	985	24.324	20,833 77	20,833.77	23,959
LTM	53217R207 LIFE TIME FITNESS INC	225	47	11,378 66	11,378.66	10,575
LECO	533900106 LINCOLN ELEC HLDGS INC	165	71.34	11,057 48	11,057.48	11,771
LMT	539830109 LOCKHEED MARTIN CORP	300	148 66	38,196.22	38,196.22	44,598
LO	544147101 LORILLARD INC.	631	50 68	28,303 73	28,303.73	31,979
MGA	559222401 MAGNA INTERNATIONAL INC	135	82 06	11,347 90	11,347.90	11,078
MN	56382Q102 MANNING & NAPIER INC	674	17.65	11,170.44	11,170.44	11,896
	565849AJ5 MARATHON OIL CORP DTD 10/29/2012 .9% 11/01/2015	31,000 00	100 083	30,984.18	30,984.18	31,026
MKTX	57060D108 MARKETAXESS HOLDINGS INC	307	66.928	18,948.61	18,948.61	20,547
MCD	580135101 MCDONALDS CORP	69	97 03	6,320.39	6,320.39	6,695

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Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
MJN	582839106 MEAD JOHNSON NUTRITION COMPANY	467	83.76	35,168.66	35,168.66	39,116
MD	58502B106 MEDNAX, INC MEDNAX	426	53.38	21,232.10	21,232.10	22,740
	59018YN64 MERRILL LYNCH & CO INC SERIES. MTN DTD 04/25/08 6.875% 4/25/2018	26,000.00	118.237	25,905.36	25,905.36	30,742
	59022CAJ2 MERRILL LYNCH & CO 6.11% 01/29/2037	28,000 00	107.847	26,303.20	26,303.20	30,197
MEOH	59151K108 METHANEX CORP	169	59 24	8,620.07	8,620.07	10,012
MET	59156R108 METLIFE INC	565	53 92	21,163.49	21,163 49	30,465
MCRS	594901100 MICROS SYS INC	82	57.37	4,117.22	4,117.22	4,704
MCHP	595017104 MICROCHIP TECHNOLOGY INC	312	44.75	12,604 92	12,604.92	13,962
MAA	59522J103 MID-AMER APT CMNTYS INC REIT	174	60 74	10,767.12	10,767 12	10,569
MIDD	596278101 MIDDLEBY CORP	106	239.724	22,481.47	22,481.47	25,411
MTU	606822104 MITSUBISHI UF J FINL GRP-ADR	2,018.00	6.68	13,084.93	13,084.93	13,480
MINI	60740F105 MOBILE MINI INC	258	41.18	8,491.78	8,491.78	10,624
	61747YCJ2 MORGAN STANLEY SERIES: MTN DTD 9/23/09 5.625% 09/23/2019	27,000 00	113.669	27,060.87	27,060.87	30,691
	61747YCK9 MORGAN STANLEY DTD 11/20/2009 4.2% 11/20/2014	29,000 00	103 18	29,390.51	29,390.51	29,922
NDAQ	631103108 NASDAQ OMX GROUP INC	296	39.8	11,209.22	11,209.22	11,781
NHI	63633D104 NATIONAL HEALTH INVS INC REIT	199	56 1	11,593.74	11,593 74	11,164

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Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
NATI	636518102 NATIONAL INSTRS CORP	609	32.02	18,735.14	18,735.14	19,500
NGVC	63888U108 NATURAL GROCERS BY VITAMIN COTT INC	267	42.45	9,876.45	9,876 45	11,334
NSRGY	641069406 NESTLE SA - SPONS ADR	378	73 424	26,208.00	26,208 00	27,754
NTAP	64110D104 NETAPP INC	612	41.14	26,197.38	26,197.38	25,178
NTES	64110W102 NETEASE. INC ADR	122	78.6	8,941.60	8,941.60	9,589
NWL	651229106 NEWELL RUBBERMAID INC	466	32.41	12,768.40	12,768 40	15,103
NTT	654624105 NIPPON TELEG & TEL CORP SPONSORED ADR EACH ADR REPRS 1/200TH OF AN ORDINARY SH	607	27.04	16,027.51	16,027.51	16,413
NSANY	654744408 NISSAN MOTOR CO LTD SPONSORED ADR ONE ADR REPRESENTS 2 ORDINARY SH	569	16.821	11,658 81	11,658.81	9,571
NDSN	655663102 NORDSON CORP	154	74.3	11,548.46	11,548.46	11,442
OXY	674599105 OCCIDENTAL PETE CORP	178	95.1	16,533 90	16,533 90	16,928
LUKOY	677862104 LUKOIL SPONSORED ADR 1 ADR REPRS 4 COMMON SHS	274	62.072	17,689.58	17,689.58	17,008
	68323AAE4 ONTARIO (PROVINCE OF) DTD 01/27/2011 1.375% 01/27/2014	63,000.00	100 078	63,002.80	63,002.80	63,049
ORCL	68389X105 ORACLE CORPORATION	647	38.26	15,882.07	15,882.07	24,754
	68389XAC9 ORACLE CORPORATION DTD 04/09/08 5.75% 04/15/2018	26,000.00	115.557	25,987.78	25,987 78	30,045
PPG	693506107 PPG INDS INC	43	189.66	7,047.42	7,047.42	8,155
PEXNY	69364V106 PTT EXPLOATION & PR SP ADR	416	10 134	4,492.80	4,492.80	4,216

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PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	71645WAP6 PETROBRAS INTL FIN CO DTD 10/30/09 5.75% 01/20/2020	59,000.00	102 894	60,325.75	60,325.75	60,707
PFE	717081103 PFIZER INC	1,487.00	30.63	42,781.35	42,781.35	45,547
	717081DB6 PFIZER INC DTD 3/24/09 6.2% 03/15/2019	25,000 00	118 543	27,009 30	27,009.30	29,636
PM	718172109 PHILIP MORRIS INTERNATIONAL INC	440	87.13	38,249.20	38,249.20	38,337
PIR	720279108 PIER 1 IMPORTS INC	378	23.08	7,616.70	7,616.70	8,724
POWI	739276103 POWER INTEGRATIONS INC	122	55.82	6,806 38	6,806.38	6,810
PSMT	741511109 PRICESMART INC	187	115.54	17,988.22	17,988.22	21,606
PRA	74267C106 PROASSURANCE CORP	383	48 48	17,196 71	17,196 71	18,568
PRLB	743713109 PROTO LABS INC	171	71.18	13,470.87	13,470.87	12,172
PRU	744320102 PRUDENTIAL FINANCIAL INC	202	92.22	4,576.88	4,576.88	18,628
	74432QBP9 PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5% 11/15/2020	28,000 00	107.279	27,805 54	27,805.54	30,038
PUK	74435K204 PRUDENTIAL PLC ADR	290	45	10,965.80	10,965.80	13,050
QEP	74733V100 QEP RESOURCES INC	456	30.65	13,024 31	13,024.31	13,976
QCOM	747525103 QUALCOMM INC	588	74.25	21,379 08	21,379.08	43,659
STR	748356102 QUESTAR CORP	632	22.99	14,030.40	14,030.40	14,530
RPM	749685103 RPM INTERNATIONAL INC RPM INC OHIO	657	41.51	23,526 51	23,526.51	27,272
ROLL	75524B104 RBC BEARINGS INC.	150	70.75	9,908 00	9,908.00	10,613

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Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
RMD	761152107 RESMED INC	345	47.08	18,097.98	18,097.98	16,243
RBA	767744105 RITCHIE BROS AUCTIONEERS INC	558	22.93	11,266.82	11,266 82	12,795
RHHBY	771195104 ROCHE HOLDINGS LTD SPONSORED ADR ONE ADR REPRS 1/100TH OF A GENUSSCHEIN SHS	247	70.051	16,348.93	16,348 93	17,303
RYCEY	775781206 ROLLS-ROYCE HOLDINGS PLC SPONSORED ADR ONE ADR REPRS 5 ORD SHS	127	105.587	11,483.22	11,483.22	13,410
ROP	776696106 ROPER INDS INC NEW	227	138 68	30,428 18	30,428.18	31,480
RY	780087102 ROYAL BANK OF CANADA	245	67 23	16,001.09	16,001.09	16,471
	78011DAC8 ROYAL BANK OF CANADA DTD 09/19/2012 1.2% 09/19/2017	63,000.00	99 083	63,037.62	63,037.62	62,422
RYL	783764103 RYLAND GROUP INC	377	43.41	15,545 89	15,545.89	16,366
SKM	78440P108 SK TELECOM LTD SPONSORED ADR ONE ADR REPRS 1/90TH OF AN ORD SHS	526	24.62	11,572 00	11,572.00	12,950
SIVB	78486Q101 SVB FINANCIAL GROUP	229	104.86	19,423.69	19,423.69	24,013
STJ	790849103 ST JUDE MED INC	184	61.95	9,814 56	9,814.56	11,399
CRM	79466L302 SALESFORCE.COM INC	521	55.19	27,269.44	27,269.44	28,754
SAXPY	79588J102 SAMPO OYJ - A SHS-UNSP ADR	466	24 61	9,827.94	9,827.94	11,468
SNY	80105N105 SANOFI	355	53.63	17,945.56	17,945.56	19,039
SAP	803054204 SAP SE ONE ADR REPRS 1/12TH OF A PREF SHARE	142	87 14	10,698.28	10,698.28	12,374
SLB	806857108 SCHLUMBERGER LTD	466	90.11	21,581.69	21,581.69	41,991

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Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
SCHW	808513105 CHARLES SCHWAB CORP NEW	1,571.00	26	33,332.44	33,332.44	40,846
SVNDY	81783H105 SEVEN & I HOLDINGS CO.,LTD	245	79.54	17,869.35	17,869.35	19,487
SBNY	82669G104 SIGNATURE BANK	254	107.42	22,819.97	22,819 97	27,285
SGAPY	82929R304 SINGAPORE TELECOMMUNICATIONS LIMITED ADR	228	28 988	6,860.52	6,860.52	6,609
SCGLY	83364L109 SOCIETE GENERALE FRANCE SPONSORED ADR ONE ADR REPRS 1/5TH OF A SHARE	815	11.635	8,509.28	8,509.28	9,483
SLH	83421A104 SOLERA HOLDINGS INC	256	70 76	13,947.54	13,947.54	18,115
SCCO	84265V105 SOUTHERN COPPER CORPORATION	216	28.71	6,019.92	6,019.92	6,201
SBUX	855244109 STARBUCKS CORP	517	78.39	39,457.44	39,457.44	40,528
STT	857477103 STATE STREET CORP	178	73.39	11,861.92	11,861.92	13,063
STO	85771P102 STATOIL ASA -SPON ADR	507	24 13	11,478.48	11,478 48	12,234
SCL	858586100 STEPAN COMPANY	152	65 63	8,788.64	8,788.64	9,976
SRCL	858912108 STERICYCLE INC	293	116.17	33,522.99	33,522.99	34,038
STE	859152100 STERIS CORP	269	48.05	11,615 42	11,615.42	12,925
SUBCY	864323100 SUBSEA 7 SA -SPON ADR	341	19.137	7,467.90	7,467.90	6,526
	867914BE2 SUNTRUST BKS INC DTD 11/01/2011 3.5% 01/20/2017	29,000.00	105.152	28,964.04	28,964.04	30,494
SPN	868157108 SUPERIOR ENERGY SVCS INC	435	26.61	11,201.25	11,201.25	11,575
SWDBY	870195104	324	28 182	7,597.80	7,597 80	9,131

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Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	SWEDBANK AB					
SSREY	870886108 SWISS RE LTD. -SPN ADR	105	92.258	8,773.80	8,773.80	9,687
TSM	874039100 TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR	649	17.44	11,253.66	11,253 66	11,319
	87425EAL7 TALISMAN ENERGY INC DTD 6/1/09 7 75% 06/01/2019	25,000 00	119.767	27,660.40	27,660.40	29,942
TGT	87612E106 TARGET CORP	265	63.27	16,869 90	16,869 90	16,767
	87612EAP1 TARGET CORP CALLABLE 5.375% 05/01/2017	27,000 00	112.405	26,413.08	26,413 08	30,349
TTNDY	87873R101 TECHTRONIC INDUSTRIES COMPANY	980	14 187	12,759 16	12,759.16	13,903
TELNY	87944W105 TELENOR ASA-ADS	137	71.503	9,469 44	9,469.44	9,796
TGBAX	880208400 TEMPLETON GLOBAL BOND FUND ADV	62,344.27	13.09	817,653.39	817,653 39	816,086
TS	88031M109 TENARIS SA-ADR	142	43.69	6,902.62	6,902.62	6,204
TCEHY	88032Q109 TENCENT HOLDINGS LTD UNSPONSOR ADR	214	63.789	11,235 00	11,235 00	13,651
TMO	883556102 THERMO FISHER SCIENTIFIC, INC.	231	111.35	9,688.70	9,688.70	25,722
MMM	88579Y101 3M CO	145	140.25	10,864.85	10,864.85	20,336
	88732JAL2 TIME WARNER CABLE 6 75% 07/01/2018	27,000.00	112.144	28,590.99	28,590.99	30,279
TKOMY	889094108 TOKIO MARINE HOLDINGS - ADR	255	33.443	8,383.48	8,383.48	8,528
TTC	891092108 TORO CO	278	63.6	15,337.26	15,337.26	17,681
TM	892331307 TOYOTA MOTOR CORP SPON ADR	162	121.92	21,046 94	21,046.94	19,751

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Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	89233P5F9 TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3.4% 9/15/2021	30,000.00	101.518	29,924 40	29,924.40	30,455
TSCO	892356106 TRACTOR SUPPLY CO	270	77.58	17,589.15	17,589.15	20,947
TRV	89417E109 TRAVELERS COMPANIES, INC	309	90.54	6,027.33	6,027.33	27,977
TUP	899896104 TUPPERWARE BRANDS CORP	154	94.53	13,235 11	13,235 11	14,558
TYL	902252105 TYLER TECHNOLOGIES INC	250	102.13	22,001.25	22,001.25	25,533
UMPQ	904214103 UMPQUA HOLDINGS CORP	506	19 14	8,202.26	8,202.26	9,685
UNICY	90460M204 UNICHARM CORPORATION - SPN ADR	883	11 417	9,969 07	9,969 07	10,081
UOVEY	911271302 UNITED OVERSEAS BK LTD SPONSORED ADR	156	33.645	5,328.96	5,328.96	5,249
UPS	911312106 UNITED PARCEL SERVICE INC CL B	213	105.08	19,387.47	19,387 47	22,382
	912810EQ7 UNITED STATES TREASURY 6.25% 08/15/2023	70,000.00	128 453	80,866.27	80,866.27	89,917
	912810RB6 UNITED STATES TREASURY DTD 05/15/2013 2.875% 05/15/2043	73,000.00	81.047	60,229 44	60,229.44	59,164
	912828PC8 UNITED STATES TREASURY N/B DTD 11/15/2010 2.625% 11/15/2020	120,000.00	101.625	116,562.13	116,562.13	121,950
	912828PJ3 UNITED STATES TREASURY DTD 11/30/2010 1.375% 11/30/2015	248,000.00	101.934	252,664.88	252,664.88	252,796
	912828QV5 UNITED STATES TREASURY INFLATION INDEX BOND DTD 07/29/2011 .625% 07/15/2021 OFV 86,000	89,121.80	101.508	93,604 26	93,604.26	90,466
	912828VB3	67,000.00	90.133	62,190 08	62,190.08	60,389

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	UNITED STATES TREASURY DTD 05/15/2013 1 75% 05/15/2023					
UTX	913017109 UNITED TECHNOLOGIES CORP	226	113.8	11,706.80	11,706.80	25,719
URBN	917047102 URBAN OUTFITTERS INC	264	37.1	9,781.20	9,781.20	9,794
BND	921937835 VANGUARD TOTAL BOND MARKET	36,244.00	80.05	2,934,959 88	2,934,959.88	2,901,332
VEA	921943858 VANGUARD FTSE DEVELOPED MARKETS ETF	24,170 00	41 68	960,467.80	960,467.80	1,007,406
VWO	922042858 VANGUARD FTSE EMERGING MARKETS ETF	1,230.00	41.14	50,479.20	50,479.20	50,602
VSISX	922908421 VANGUARD SMALL CAP INDEX-SIG	11,453.35	47 49	506,237.98	506,237.98	543,920
VMISX	922908447 VANGUARD MID CAP INDEX-SIGN	12,611.81	42.98	506,237.99	506,237.99	542,056
VIFSX	922908496 VANGUARD 500 INDEX FUND-SIGN	15,713.14	140 72	2,024,951.96	2,024,951.96	2,211,153
VZ	92343V104 VERIZON COMMUNICATIONS	501	49.14	24,562.62	24,562.62	24,619
	92343VAW4 VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	29,000.00	109.793	28,610 10	28,610.10	31,840
V	92826C839 VISA INC - CLASS A SHRS	228	222.68	24,089.06	24,089.06	50,771
HIEMX	92828T889 VIRTUS EMERGING MARKETS OPPORTUNITY-I	25,748.53	9.55	266,356.65	266,356.65	245,898
VOD.OLD	92857W209 VODAFONE GROUP PLC SP ADR	279	39.31	9,720 36	9,720.36	10,967
WAB	929740108 WABTEC	234	74.27	14,784.12	14,784.12	17,379
	929903DT6 WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	26,000.00	114.07	26,133.53	26,133.53	29,658

1055000110 SUSAN MOTT WEBB CHARITABLE TRUST 63-6112593

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
WDR	930059100 WADDELL & REED FINANCIAL INC CL A	284	65 12	14,625.00	14,625.00	18,494
	931142CM3 WAL MART STORES INC DTD 04/15/2008 6.2% 04/15/2038	25,000 00	120 185	33,275.37	33,275 37	30,046
WAT	941848103 WATERS CORP	151	100	16,074 62	16,074.62	15,100
WEIGY	94876Q106 THE WEIR GROUP PLC UNSP ADR	434	17.656	7,790.30	7,790 30	7,663
WFC	949746101 WELLS FARGO & CO	1,158 00	45 4	48,574.03	48,574.03	52,573
WFM	966837106 WHOLE FOODS MKT INC	592	57.83	34,795.72	34,795 72	34,235
ZBRA	989207105 ZEBRA TECHNOLOGIES CORP CL A	267	54.08	12,063.06	12,063.06	14,439
	999990484 REGIONS TRUST CASH SWEEP	670,978.78	1	670,978.78	670,978 78	670,979
ACN	G1151C101 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B4NMY34	715	82 22	53,764 49	53,764.49	58,787
COV	G2554F113 COVIDIEN PLC SEDOL B68SQD2 ISIN IE00B68SQD29	249	68.1	15,532.15	15,532.15	16,957
DLPH	G27823106 DELPHI AUTOMOTIVE PLC	233	60 13	13,430.84	13,430.84	14,010
G	G3922B107 GENPACT LIMITED	1,149.00	18.37	22,014.30	22,014.30	21,107
ACE	H0023R105 ACE LTD	178	103.53	16,886.72	16,886.72	18,428
TYC	H89128104 TYCO INTERNATIONAL LTD	453	41.04	15,816.76	15,816.76	18,591
UBS	H89231338 UBS AG-NEW SEDOL #B18YFJ4	383	19.25	7,514 46	7,514 46	7,373
CLB	N22717107 CORE LABORATORIES N V	181	190.95	30,591.74	30,591 74	34,562

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART II BALANCE SHEET

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value
	Total Portfolio			15,790,967.11	15,790,967.11	16,646,419

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

DESCRIPTION	AMOUNT
GAINS FROM SALES POSTED IN SUBSEQUENT YEAR	13,233.
BASIS ADJ FOR RETURN OF CAPITAL	2,077.
TOTAL	15,310.

STATEMENT 7

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

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	15,919,958.		
FEBRUARY	16,021,759.		
MARCH	16,275,856.		
APRIL	16,441,158.		
MAY	16,417,455.		
JUNE	15,744,340.		
JULY	16,194,666.		
AUGUST	15,818,501.		
SEPTEMBER	16,295,002.		
OCTOBER	16,679,936.		
NOVEMBER	16,860,771.		
DECEMBER	16,646,419.		
TOTAL	195,315,821.		
AVERAGE FMV	16,276,318.		

STATEMENT 8

FORM 990PF, PART XV - LINES 2a - 2d
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RECIPIENT NAME:
  BARBARA HAYS WATSON
ADDRESS:
  C/O REGIONS BANK, P.O. BOX 1688
  BIRMINGHAM, AL 35202-1688
RECIPIENT'S PHONE NUMBER: 205-264-5754
FORM, INFORMATION AND MATERIALS:
  SEE ATTACHED OUTLINE
SUBMISSION DEADLINES:
  SEE ATTACHED OUTLINE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
  LIMITED TO THE GREATER BIRMINGHAM AREA

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013
PART XV, LINES 2a – 2d

SUSAN MOTT WEBB CHARITABLE TRUST

THE DEADLINES ARE MARCH 1 AND SEPTEMBER 1 EACH YEAR.

APPLICATION PROCEDURE

The Susan Mott Webb Charitable Trust concentrates its grant efforts in the Birmingham, Alabama area. It makes grants to corporations and organizations organized and operating exclusively for religious, charitable, scientific, literary or educational purposes, including the encouragement of art and the prevention of cruelty to children or animals.

The Trustees meets twice a year in the spring and fall to review proposals. Application is made to the Trust in writing using the attached application format. An original and four copies of a proposal must be submitted using only **8 ½ x 11 – inch paper printed on one side only**, without binders, notebooks, or folders. The proposals must include the following:

A ONE-PAGE COVER LETTER, ADDRESSED TO THE SUSAN MOTT WEBB CHARITABLE TRUST, SIGNED BY YOUR DIRECTOR AND/OR BOARD CHAIR, TO INCLUDE:

- Name, address, phone and fax numbers of your organization.
- Name and title of the contact person if other than the director.
- Amount of funds requested.
- A succinct summary of your project using no more than one paragraph.

IN COMPLETING THE ATTACHED GRANT APPLICATION, PLEASE ADDRESS THE FOLLOWING ITEMS:

A. YOUR AGENCY'S BACKGROUND

- Its history including major programs or accomplishments.
- Any links with similar organizations.

B. THE PROJECT OR PROGRAM YOU PROPOSE

- The need or issue you will address.
- The total cost of the project or program and the amount you are requesting.
- Your goals and objectives.
- The activities that will be carried out to accomplish the objectives.
- The qualifications of key personnel.
- Any other organizations involved in your project or providing similar services.

C. PROJECT CONTINUATION

- If the project is ongoing, your plans to continue after the funding period.
- Future funding sources.

D. PROJECT EVALUATION

- Your criteria for effectiveness.
- The methods you will use to analyze your results (measure your progress).
- Who will assess the results.

ADDITIONAL ITEMS TO BE ATTACHED TO THE GRANT APPLICATION

- Organization budget
- Project/program budget
- Latest audited financials
- List of Board of Directors
- List of organization officers
- Your organization's tax exempt letter from the IRS
- Names, titles, and telephone numbers of three professionals familiar with the work of your organization
- One page of pictures or letter of support (optional)

MAIL ORIGINAL PLUS 4 COPIES TO:

Barbara Watson
Vice President
Regions Bank
P. O. Box 1688
Birmingham, AL 35202
1900 5th Avenue North, 25th Floor
Birmingham, AL 35203

APPLICATION FOR SUSAN MOTT WEBB CHARITABLE TRUST GRANT

(No more than 2 pages, 8 1/2 x 11, size 9 font or larger will be accepted, excluding requested attachments)

NAME OF ORGANIZATION:

CONTACT PERSON:

ADDRESS:

PHONE AND FAX:

TAX I.D. #:

MISSION OF ORGANIZATION:

AGENCY BACKGROUND:

GEOGRAPHIC AREA OF OPERATION:

REQUEST, INCLUDING AMOUNT (describe project/program, goals, objectives, and key personnel):

DESCRIBE COLLABORATIONS, OR OTHER NONPROFITS INVOLVED IN THIS PROGRAM/PROJECT:

DESCRIBE ANTICIPATED FUNDING, INCLUDING SOURCES COMMITTED AND SOLICITED:

DESCRIBE PROJECT CONTINUATION, INCLUDING FUNDING:

HOW WILL PROJECT BE EVALUATED TO DETERMINE SUCCESS?

Attach the following items:

Organization budget
Project/program budget
Latest audited financials
List of director and officers
Tax Determination Letter
One page of pictures or letter of support (optional).

Mail original plus 4 copies to:

Barbara Watson, VP
Regions Institutional Services
P.O. Box 1688
Birmingham, AL 35202
Direct Line: 205-264-5754
E-Mail: barbara.watson@regions.com

Proposals must be received or postmarked on or before **March 1st** for Spring grant cycle and **September 1st** for Fall grant cycle.

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART XV, LINE 3a, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Recipient Organization	Foundation Status of Recipient	Address	City, State, Zip	Award Amount	Purpose
6/11/2013	Addiction Coalition	PC	200 Union Hill Drive, Suite 101	Birmingham, AL 35209	$ 5,000.00	to provide substance abuse awareness and prevention programs to youth in Greater Birmingham
6/11/2013	Alabama Theatre for the	PC	1817 Third Avenue North	Birmingham, AL 35203	$ 20,000 00	for roof replacement at the Alabama Theatre.
6/11/2013	American Red Cross	PC	300 Chase Park South	Hoover, AL 35244	$ 10,000 00	to support the 2013/2014 Fire Disaster Fund for the Greater Birmingham Metropolitan area.
6/11/2013	Bell Center for Early	PC	1700 29th Court South	Birmingham, AL 35209	$ 20,000 00	for daily operation needs.
6/11/2013	Better Basics	PC	211 Summit Parkway, Suite 108	Birmingham, AL 35209	$ 10,000 00	to continue the fight for improved literacy.
6/11/2013	Big Brothers Big Sisters of Greater Birmingham	PC	1901 14th Avenue South	Birmingham, AL 35205	$ 10,000.00	to provide 20 at-risk youth with positive adult role models at a cost of $500/match
6/11/2013	Birmingham Botanical Gardens	PC	2612 Lane Park Road	Birmingham, AL 35223	$ 5,000 00	to help fund the 2013/2014 Discovery Field Trips program
6/11/2013	Birmingham Children's Theatre	PC	P O. Box 1362	Birmingham, AL 35201-1362	$ 5,000 00	to help fund production costs for the 4 week summer series in June and July 2013.
6/11/2013	Birmingham Education	PC	2100 1st Ave North	Birmingham, AL 35203	$ 35,000 00	the third and final payment of a $105,000 grant awarded June, 2011
6/11/2013	Birmingham Museum of Art	PC	2000 Rev. Abraham Woods, Jr. Blvd	Birmingham, AL 35203	$ 20,000.00	for "The Birmingham Project".
6/11/2013	Cahaba River Society	PC	2717 7th Avenue South, Suite 205	Birmingham, AL 35233	$ 10,000 00	to help strengthen the engagement with partners for water-smart growth and youth education, to heighten our support for Cahaba recreational and ecotourism development
6/11/2013	Children's of Alabama	PC	1600 7th Avenue South	Birmingham, AL 35233	$ 25,000 00	to help with the purchase of a CX50 Compact Ultrasound machine
6/11/2013	Firehouse Shelter	PC	P O. Box 11722	Birmingham, AL 35202	$ 5,000 00	to match the Emergency Solutions Grants
6/11/2013	Focus on Recovery	PC	2209-B Little Valley Road	Hoover, AL 35216	$ 5,000.00	to help provide matching funds to make FOCUS services available to women who have committed to become productive members of society.
6/11/2013	Gateway	PC	1401 20th Street South	Birmingham, AL 35205	$ 5,000.00	to support the "Breaking the Cycle of Violence" program.
6/11/2013	Girls on the Run	PC	P.O. Box 530244	Birmingham, AL 35253	$ 5,000 00	to support programming
6/11/2013	Growing Kings	PC	P O Box 291	Birmingham, AL 35201	$ 5,000 00	to support implementation of the program which will provide support to more than 300 at-risk male students
6/11/2013	Impact Family Counseling	PC	1000 24th Street South	Birmingham, AL 35205	$ 10,000 00	to support its "Mentoring Program"
6/11/2013	Jones Valley Teaching Farm	PC	701 25th Street North	Birmingham, AL 35203	$ 15,000 00	for continued refining and expanding of the K-8 model
6/11/2013	M Power Ministries	PC	4022 4th Avenue South	Birmingham, AL 35222	$ 5,000 00	to support the M-POWER Education Center.
6/11/2013	Magic Moments	PC	1600 7th Avenue South	Birmingham, AL 35233	$ 8,000 00	to help fulfill wishes of two Bham-area children and their families for a once-in-a-lifetime vacation.
6/11/2013	Over the Mountain Miracle League	PC	P O Box 26677	Birmingham, AL 35260	$ 2,500 00	to help cover start up related and first year operating expenses for the first over-the-mountain area specially designed baseball field for children with physical and mental disabilities
6/11/2013	PreSchool Partners	SO I	3736 Montrose Road	Birmingham, AL 35213	$ 5,000 00	to continue to provide a quality early education to families who would not receive one otherwise
6/11/2013	Railraod Park Birmingham	PC	1600 First Avenue South	Birmingham, AL 35233	$ 50,000 00	to help build RPF's donor recruitment program and build fundraising capacity
6/11/2013	Red Mountain Park	PC	277 Lyon Lane	Birmingham, AL 35211	$ 50,000 00	to create the Team Initiative Area.
6/11/2013	REV Birmingham	PC	505 20th Street North, Suite 150	Birmingham, AL 35203	$ 10,000 00	to support the proposed Small Business Growth and Development Program.
6/11/2013	The Foundry	PC	1800 4th Avenue North	Bessemer, AL 35021	$ 15,000 00	for the purchase of perishable food items such as fresh fruits, vegetables, and meat for the "Rescue Program"
6/11/2013	The Women's Fund	PC	2201 5th Avenue South, Suite 110	Birmingham, AL 35233	$ 15,000 00	to support the Stepping Up Collaboration Institute
6/11/2013	Three Hots and a Cot	PC	300 81st Street South	Birmingham, AL 35206	$ 5,000 00	to help renovate and open a fourth home

1055000110 SUSAN MOTT WEBB CHARITABLE TRUST 63-6112593

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART XV, LINE 3a, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Recipient Organization	Foundation Status of Recipient	Address	City, State, Zip	Award Amount	Purpose
6/11/2013	United Cerebral Palsy of Greater Birmingham	PC	100 Oslo Circle	Birmingham, AL 35211	$ 10,000 00	to support the Health and Wellness Program.
6/11/2013	Woodlawn Foundation Inc	PC	5529 First Avenue South	Birmingham, AL 35212	$ 10,000 00	to develop a longitudinal data system to track academic, family, and community support indicators for children and families in the Woodlawn neighborhood
6/11/2013	Workshops, Inc.	PC	4244 3rd Avenue South	Birmingham, AL 35222	$ 5,000 00	to provide a new walk-in freezer which is an essential component to WI kitchen and Food Service Training Program
6/11/2013	Youthserve	PC	P.O. Box 530334	Birmingham, AL 35253	$ 10,000 00	to support three of the main programs, Service Education, Community Action, and Urban Service Camps
9/5/2013	Southern Environmental Law	PC	2829 2nd Ave South, Ste 282	Birmingham, AL 35233	$ 10,000 00	to help sustain the Birmingham office and expanded work in Alabama.
12/10/2013	Alabama Goodwill Industries	PC	2350 Green Springs Highway	Birmingham, AL 35205	$ 10,000 00	to help finance the new roof for the Green Springs Highway facility
12/10/2013	Alabama Humanities	PC	1100 Ireland Way, Suite 202	Birmingham, AL 35205	$ 5,000 00	to support the SUPER Teacher Institutes.
12/10/2013	Alabama School of Fine Arts	PC	1800 Rev. Abraham Woods, Jr Blvd	Birmingham, AL 35203	$ 10,000 00	to help fund the development of a Music Technology Lab on the ASFA campus.
12/10/2013	Alabama Symphony Orchestra	PC	3621 Sixth Avenue South	Birmingham, AL 35222	$ 20,000 00	for ASO's educational and community engagement programming during 2013-14 season.
12/10/2013	Alabama Trust for Historic Preservation	PC	Station 45 University of West AL	Livingston, AL 35470	$ 20,000 00	to support the preservation and preparation of the historic Powell School for re-adaptive, commercial, educational or residential space
12/10/2013	ALS Association Alabama Chapter	PC	P.O. Box 2888	Huntsville, AL 35804	$ 5,000 00	to support the goals and objectives for Patient and Family Services Programs
12/10/2013	Altamont School	PC	4801 Altamont Road South	Birmingham, AL 35222	$ 25,000 00	to support the Visual Arts program.
12/10/2013	Alzheimer's of Central Alabama	PC	P.O. Box 2273	Birmingham, AL 35201	$ 5,000.00	to help fund the Adult Day Care Scholarship Program.
12/10/2013	Assistance League of	PC	1755 Oxmoor Road	Birmingham, AL 35209	$ 5,000 00	to help support Operation School Bell.
12/10/2013	Boy Scouts of America	PC	516 Liberty Parkway	Birmingham, AL 35242	$ 5,000.00	to help provide support, materials, and development for Character Education/Youth Leadership Development during the 2013-14 school year
12/10/2013	Camp Fire	PC	106 Oxmoor Road, Ste 152	Birmingham, AL 35209	$ 5,000 00	to be used toward expanding the in-school youth development programs as a complete bundle to two pilot schools in the Birmingham City School system
12/10/2013	Camp Smile-a-Mile	PC	1510 5th Avenue South	Birmingham, AL 35255	$ 5,000.00	to support the seven camp sessions while allowing the development of HOP at Children's of Alabama
12/10/2013	Children's Aid Society	PC	2141 14th Avenue South	Birmingham, AL 35205	$ 15,000.00	for the Home at Last Campaign for the CAS Center for Youth and Families to help with the building purchase, renovations of the interior, and furnishings and equipment
12/10/2013	Community Grief Support	PC	1119 Oxmoor Road	Homewood, AL 35209	$ 10,000 00	for the 2013 Programs
12/10/2013	Cornerstone School	PC	118 55th Street North	Birmingham, AL 35212	$ 10,000 00	for operating expenses
12/10/2013	Cultural Alliance of Greater	PC	1731 First Ave North, Suite 190	Birmingham, AL 35203	$ 15,000 00	to support Creative Birmingham
12/10/2013	Episcopal Place	PC	1112 26th Street South	Birmingham, AL 35205	$ 3,000 00	to support an expanded cultural arts program in 2014
12/10/2013	Exceptional Foundation	PC	1616 Oxmoor Road	Birmingham, AL 35209	$ 10,000 00	for expanding and enhancing current programs to accommodate more mentally challenged individuals and to serve them more efficiently
12/10/2013	First Light	PC	2230 Fourth Avenue North	Birmingham, AL 35203	$ 5,000 00	to help support the overall operations of the emergency shelter program to Birmingham and surrounding communities
12/10/2013	Girl Scouts of North Central	PC	105 Heatherbrooke Park Drive	Birmingham, AL 35242	$ 5,000 00	to support the ToGetHerThere initiative.

ATTACHMENT TO FORM 990-PF FOR THE TAX YEAR ENDED 12/31/2013

PART XV, LINE 3a, GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Date	Recipient Organization	Foundation Status of Recipient	Address	City, State, Zip	Award Amount	Purpose
12/10/2013	Grace House Ministries, Inc	PC	4923 Farrell Avenue	Fairfield, AL 35064	$ 5,000 00	to help cover education expenses of the girls tuition, school supplies, school fees, school uniforms, technology, books, tutoring and other resources.
12/10/2013	Horizons School	PC	2018 15th Avenue South	Birmingham, AL 35205	$ 20,000 00	the third and final payment of a $60,000 grant awarded December, 2011
12/10/2013	Jimmie Hale Mission	PC	P O Box 10472	Birmingham, AL 35202	$ 5,000 00	to support Discovery Clubs and to help with expansion.
12/10/2013	Kid One Transport System	PC	P O Box 11864	Birmingham, AL 35202	$ 5,000 00	to help with the continuation of providing transportation to children and expectant mothers in the Birmingham area
12/10/2013	King's Home	PC	P.O. Box 162	Chelsea, AL 35043	$ 10,000 00	to help with the cost of counseling and life-skills coaching program.
12/10/2013	Lakeshore Foundation	PC	4000 Ridgeway Drive	Birmingham, AL 35209	$ 5,000 00	to support the 2014 Summer Camps for youth and families.
12/10/2013	Literacy Council	PC	2301 1st Avenue North, Suite 102	Birmingham, AL 35203	$ 5,000.00	to help support ESOL (English for Speakers of Other Languages).
12/10/2013	Lovelady Center	PC	7916 2nd Avenue South	Birmingham, AL 35206	$ 15,000.00	to help fund the Balancing Work and Parenting Program.
12/10/2013	McWane Center	PC	200 19th Street North	Birmingham, AL 35203	$ 15,000.00	to help fund the following programs. Science Education Partnership, Celebrat Science, Teacher Training Institute, If I Had a Hammer, and Teen Science Night
12/10/2013	Mitchell's Place	PC	4778 Overton Road	Birmingham, AL 35210	$ 15,000 00	to assist with operaing costs
12/10/2013	Muscular Dystrophy	PC	700 Century Park South, Suite 225	Birmingham, AL 35226	$ 5,000 00	to help support the Summer Camp program.
12/10/2013	Pathways	PC	409 Richard Arrington Jr Blvd N	Birmingham, AL 35203	$ 5,000 00	to help support the Day Center.
12/10/2013	Red Mountain Theatre	PC	3028 7th Avenue South	Birmingham, AL 35233	$ 5,000 00	to help support the Youth, Education, and Outreach programs
12/10/2013	Restoration Academy	PC	P.O. Box 30	Fairfield, AL 35064	$ 10,000.00	to help provide scholarship support for two new students
12/10/2013	Ronald McDonald House	PC	1700 4th Avenue South	Birmingham, AL 35233	$ 10,000 00	to help refurbish four guestrooms.
12/10/2013	Ruffner Mountain Nature Preserve	PC	1214 81st Street South	Birmingham, AL 35206	$ 5,000 00	to assist with the design, fabrication and installation of signage to spotlight th Ruffner Mountain Ore Crusher Trail
12/10/2013	Salvation Army	SO I	2100 11th Avenue North	Birmingham, AL 35234	$ 10,000.00	to support the ongoing social and emergency assistance programs in the Birmingham Area
12/10/2013	Space One Eleven	PC	2409 Second Avenue North	Birmingham, AL 35203	$ 5,000.00	to help support City Center Art and Alabama Charcoal
12/10/2013	Special Equestrians	PC	1215 Woodward Drive	Indian Springs, AL 35124	$ 5,000 00	to help support the Therapeutic Horseback Riding and Hippotherapy Programs
12/10/2013	Teach for America	PC	15 Richard Arrington Jr Blvd , 3rd FL	Birmingham, AL 35203	$ 5,000 00	to help support the recruitment, selection, and professional development of TFA-AL corps members during their two-year commitment in Alabama
12/10/2013	United Way of Central Alabama	PC	P O Box 320189	Birmingham, AL 35232	$ 25,000.00	for operating expenses.
12/10/2013	Vulcan Park Museum	PC	1701 Valley View Drive	Birmingham, AL 35209	$ 10,000.00	the third and final payment of $30,000 grant awarded December, 2011
12/10/2013	Youth Leadership Forum	PC	P.O Box 2641	Birmingham, AL 35291	$ 5,000 00	to support tuition-free, community-wide leadership forum for 44 high school sophomores and juniors each year from Birmingham-area public independent and parochial schools
	CONTRIBUTIONS				$ 833,500.00	