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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. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
ALMA B MAXWELL TRUST UNDER WILL

A Employer identification number
63-6174006

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
C/O REGIONS BANK PO BOX 2450

B Telephone number (see instructions)
(334) 230-6100

City or town, state or province, country, and ZIP or foreign postal code
MONTGOMERY, AL 36102

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ 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)*▶$ 916,539

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** *(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				
4	Dividends and interest from securities.	20,970	20,970		
5a	Gross rents				
b	Net rental income or (loss) ____________				
6a	Net gain or (loss) from sale of assets not on line 10	50,689			
b	Gross sales price for all assets on line 6a 1,150,509				
7	Capital gain net income (from Part IV, line 2) . . .		50,689		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	71,659	71,659		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	12,446	12,446		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule).				
b	Accounting fees (attach schedule).	1,100			1,100
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	740	172		
19	Depreciation (attach schedule) and depletion . . .				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	14,286	12,618		1,100
25	Contributions, gifts, grants paid	30,000			30,000
26	**Total expenses and disbursements.** Add lines 24 and 25	44,286	12,618		31,100
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	27,373			
b	**Net investment income** (if negative, enter -0-)		59,041		
c	**Adjusted net income** (if negative, enter -0-) . . .				

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	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	34,913	94,081	94,081
	2	Savings and temporary cash investments			
	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 ▶ ______			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	799,982	769,687	822,458
	14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15	Other assets (describe ▶ ______)	2,067	567	
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	836,962	864,335	916,539
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)		0	
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	836,962	864,335	
	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 page 17 of the instructions)	836,962	864,335	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	836,962	864,335	

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	836,962
2	Enter amount from Part I, line 27a	2	27,373
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	864,335
5	Decreases not included in line 2 (itemize) ▶ ______	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	864,335

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	50,689
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	-2,417

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 page 18 of 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	31,100	879,196	0 035373
2011	31,100	869,696	0 035760
2010	31,020	842,303	0 036828
2009	30,960	771,635	0 040123
2008	80,947	877,312	0 092267

2	**Total** of line 1, column (d).	2	0 240351
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 048070
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	893,911
5	Multiply line 4 by line 3.	5	42,970
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	590
7	Add lines 5 and 6.	7	43,560
8	Enter qualifying distributions from Part XII, line 4.	8	31,100

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 page 18 of the 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	1,181
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	1,181
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,181
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 671		
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	671
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	510
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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		No
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	Yes	
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	Yes	
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶REGIONS BANK TRUST DEPARTMENT Telephone no ▶(334) 230-6100

Located at ▶201 MONROE STREET 4TH FLOOR MONTGOMERY AL ZIP+4 ▶36104

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		No
	See 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 page 20 of the instructions)? | 1b | | |

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 | | |

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 ▶ 20____ , 20____ , 20____ , 20____

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 | | |

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ 20____ , 20____ , 20____ , 20____

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		No
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		No

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		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 TRUST DEPARTMENT 201 MONROE STREET 4TH FLOOR MONTGOMERY, AL 36104	TRUSTEE 5 00	12,446	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				

Total number of other employees paid over $50,000 ▶

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

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	
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
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	865,084
b	Average of monthly cash balances	1b	42,440
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	907,524
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	
3	Subtract line 2 from line 1d	3	907,524
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	13,613
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	893,911
6	**Minimum investment return.** Enter 5% of line 5	6	44,696

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	44,696
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,181		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,181
3	Distributable amount before adjustments Subtract line 2c from line 1			3	43,515
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	43,515
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	43,515

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	31,100
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	
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	31,100
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,100

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				43,515
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008. 37,517				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.	37,517			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 31,100				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				31,100
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	12,415			12,415
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	25,102			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	25,102			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
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)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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				
UNIVERSITY OF ALABAMA AT BIRMINGHAM 1530 3RD AVENUE SOUTH BIRMINGHAM,AL 352940112	NONE	PUBLIC	EDUCATIONAL	30,000
Total . . . . ▶ **3a**				30,000
b Approved for future payment				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	20,970	
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	50,689	
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). .				71,659	

13 Total. Add line 12, columns (b), (d), and (e). 13 71,659

(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)

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)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

****** | 2014-05-01 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
RHONDA L SIBLEY CPA		2014-05-06		P00144818
Firm's name ▶ ALDRIDGE BORDEN & COMPANY PC			Firm's EIN ▶	
Firm's address ▶ 74 COMMERCE STREET MONTGOMERY, AL 36104			Phone no (334) 834-6640	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
117 595 SHARES OF INVESCO DIVERSIFIE	P	2012-05-14	2013-02-20
154 559 SHARES OF JPMORGAN LARGE CAP	P	2013-02-20	2013-03-25
325 921 SHARES OF PIONEER BOND FUND	P	2013-05-20	2013-07-15
32 48 SHARES OF AMERICAN CENTURY GRO	P	2011-05-20	2013-02-20
24 941 SHARES OF PIONEER SELECT MID	P	2008-09-26	2013-02-20
521 148 SHARES OF AMERICAN CENTURY D	P	2012-02-21	2013-05-20
242 SHARES OF PIONEER BOND FUND CLA	P	2008-07-01	2013-07-15
324 01 SHARES OF INVESCO DIVERSIFIED	P	2012-05-14	2013-10-15
11 201 SHARES OF INVESCO INTERNATION	P	2012-08-20	2013-02-20
25 118 SHARES OF AMERICAN CENTURY DI	P	2012-08-20	2013-05-20
57 688 SHARES OF VIRTUS SMALL-MID CA	P	2013-02-20	2013-07-15
9234 185 SHARES OF FEDERATED SHORT-T	P	2011-05-20	2013-02-20
9 243 SHARES OF PIONEER SELECT MID C	P	2010-05-20	2013-02-20
1101 687 SHARES OF AMERICAN CENTURY	P	2012-05-14	2013-05-20
068 SHARES OF PIONEER BOND FUND CLA	P	2008-08-01	2013-07-15
90 868 SHARES OF INVESCO INTERNATION	P	2012-08-20	2013-10-15
194 696 SHARES OF FEDERATED SHORT-TE	P	2012-02-21	2013-02-20
21 014 SHARES OF JP MORGAN MID CAP V	P	2012-08-20	2013-05-20
222 045 SHARES OF JPMORGAN LARGE CAP	P	2013-02-20	2013-10-15
209 875 SHARES OF FEDERATED SHORT-TE	P	2011-11-15	2013-02-20
167 947 SHARES OF PIONEER SELECT MID	P	2010-08-20	2013-02-20
48 488 SHARES OF AMERICAN CENTURY S	P	2010-01-20	2013-05-20
7732 731 SHARES OF PIONEER BOND FUND	P	2008-08-12	2013-07-15
278 333 SHARES OF AMERICAN CENTURY S	P	2010-08-20	2013-10-15
632 535 SHARES OF FEDERATED SHORT-TE	P	2012-05-14	2013-02-20
13 453 SHARES OF HIGH MARK GENEVA MI	P	2013-02-20	2013-05-20
118 58 SHARES OF NATIONWIDE GENEVA M	P	2013-02-20	2013-10-15
16 774 SHARES OF MFS RESEARCH INTERN	P	2010-08-20	2013-02-20
191 11 SHARES OF PIONEER SELECT MID	P	2011-08-22	2013-02-20
60 273 SHARES OF AMERICAN CENTURY GR	P	2011-05-20	2013-05-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
278 366 SHARES OF PIONEER BOND FUND	P	2008-08-12	2013-07-15
192 41 SHARES OF AMERICAN CENTURY GR	P	2011-05-20	2013-10-15
24 841 SHARES OF FEDERATED SHORT-TER	P	2012-08-20	2013-02-20
78 881 SHARES OF JPMORGAN LARGE CAP	P	2013-02-20	2013-05-20
11288 209 SHARES OF VANGUARD S/T BON	P	2013-07-15	2013-10-15
39 545 SHARES OF MFS VALUE FD CL A	P	2010-11-15	2013-02-20
31 367 SHARES OF AMERICAN CENTURY DI	P	2010-05-20	2013-03-25
50 907 SHARES OF MFS VALUE FD CL A	P	2010-11-15	2013-05-20
2053 06 SHARES OF PIONEER BOND FUND	P	2008-08-14	2013-07-15
82 276 SHARES OF JP MORGAN MID CAP V	P	2012-08-20	2013-10-15
21 368 SHARES OF JP MORGAN MID CAP V	P	2012-08-20	2013-02-20
9 045 SHARES OF TEMPLETON GLOBAL BON	P	2013-02-20	2013-05-20
128 849 SHARES OF VIRTUS SMALL-MID C	P	2013-02-20	2013-10-15
203 856 SHARES OF PIONEER FUNDAMENTA	P	2008-02-15	2013-02-20
121 181 SHARES OF AMERICAN CENTURY G	P	2011-05-20	2013-03-25
467 727 SHARES OF INVESCO DIVERSIFIE	P	2012-05-14	2013-07-15
1057 266 SHARES OF PIONEER BOND FUND	P	2008-08-14	2013-07-15
156 407 SHARES OF MFS RESH INTL FD C	P	2010-08-20	2013-10-15
65 674 SHARES OF PIONEER FUNDAMENTAL	P	2012-11-20	2013-02-20
511 36 SHARES OF VIRTUS EMERGING MAR	P	2012-08-20	2013-05-20
811 39 SHARES OF AMERICAN CENTURY DI	P	2010-01-20	2013-01-11
375 449 SHARES OF PIONEER FUNDAMENTA	P	2008-08-14	2013-02-20
111 65 SHARES OF MFS VALUE FD CL A	P	2010-11-15	2013-03-25
1 769 SHARES OF AMERICAN CENTURY S C	P	2010-01-20	2013-07-15
2429 693 SHARES OF PIONEER BOND FUND	P	2008-12-29	2013-07-15
179 07 SHARES OF MFS VALUE FUND CL I	P	2010-11-15	2013-10-15
160 316 SHARES OF PIONEER FUNDAMENTA	P	2013-01-11	2013-02-20
3 521 SHARES OF INVESCO INTERNATIONA	P	2012-08-20	2013-07-15
575 386 SHARES OF FEDERATED SHORT-TE	P	2011-05-20	2013-01-11
94 777 SHARES OF PIONEER FUNDAMENTAL	P	2008-09-26	2013-02-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
48 844 SHARES OF PIONEER BOND FUND C	P	2008-02-15	2013-03-25
101 3 SHARES OF AMERICAN CENTURY S C	P	2010-08-20	2013-07-15
2599 702 SHARES OF PIONEER BOND FUND	P	2009-04-20	2013-07-15
795 946 SHARES OF VIRTUS EMERGING MA	P	2012-08-20	2013-10-15
76 567 SHARES OF PIONEER SMALL CAP G	P	2012-08-20	2013-02-20
23 328 SHARES OF JP MORGAN MID CAP V	P	2012-08-20	2013-07-15
1356 226 SHARES OF PIONEER BOND FUND	P	2007-12-31	2013-01-11
123 732 SHARES OF PIONEER FUNDAMENTA	P	2010-05-20	2013-02-20
121 897 SHARES OF INVESCO DIVERSIFIE	P	2012-05-14	2013-05-20
31 586 SHARES OF AMERICAN CENTURY GR	P	2011-05-20	2013-07-15
1500 588 SHARES OF PIONEER BOND FUND	P	2009-04-20	2013-07-15
4 022 SHARES OF PIONEER SMALL CAP GR	P	2012-11-20	2013-02-20
28 968 SHARES OF HIGH MARK GENEVA MI	P	2013-02-20	2013-07-15
58 592 SHARES OF PIONEER BOND FUND C	P	2008-01-02	2013-01-11
721 77 SHARES OF PIONEER FUNDAMENTAL	P	2010-08-20	2013-02-20
5516 312 SHARES OF AMERICAN CENTURY	P	2010-05-20	2013-05-20
8 7 SHARES OF MFS RESEARCH INTERNAT	P	2010-08-20	2013-07-15
1419 903 SHARES OF PIONEER BOND FUND	P	2009-10-20	2013-07-15
67 197 SHARES OF PIONEER SMALL CAP G	P	2013-01-11	2013-02-20
48 544 SHARES OF JPMORGAN LARGE CAP	P	2013-02-20	2013-07-15
467 SHARES OF PIONEER BOND FUND CLA	P	2008-02-01	2013-01-11
826 274 SHARES OF PIONEER FUNDAMENTA	P	2011-08-22	2013-02-20
1043 626 SHARES OF AMERICAN CENTURY	P	2010-08-20	2013-05-20
2271 213 SHARES OF PIONEER BOND FUND	P	2008-02-15	2013-07-15
874 525 SHARES OF PIONEER BOND FUND	P	2010-11-15	2013-07-15
131 815 SHARES OF PIONEER SELECT MID	P	2012-08-20	2013-02-20
19394 912 SHARES OF LORD ABBETT INVE	P	2013-02-20	2013-07-15
222 564 SHARES OF PIONEER BOND FUND	P	2008-02-15	2013-01-11
41 938 SHARES OF PIONEER SMALL CAP G	P	2008-09-26	2013-02-20
653 388 SHARES OF AMERICAN CENTURY D	P	2010-11-15	2013-05-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1632 234 SHARES OF PIONEER BOND FUND	P	2008-02-15	2013-07-15
2566 312 SHARES OF PIONEER BOND FUND	P	2011-05-20	2013-07-15
30 517 SHARES OF PIONEER SELECT MID	P	2012-11-20	2013-02-20
315 873 SHARES OF LORD ABBETT INVEST	P	2013-05-20	2013-07-15
3896 204 SHARES OF AMERICAN CENTURY	P	2010-01-20	2013-02-20
118 811 SHARES OF PIONEER SMALL CAP	P	2010-08-20	2013-02-20
1002 37 SHARES OF AMERICAN CENTURY D	P	2011-02-22	2013-05-20
178 SHARES OF PIONEER BOND FUND CLA	P	2008-03-03	2013-07-15
751 441 SHARES OF PIONEER BOND FUND	P	2011-11-15	2013-07-15
95 674 SHARES OF PIONEER SELECT MID	P	2013-01-11	2013-02-20
13896 933 SHARES OF METROPOLITAN WES	P	2013-05-20	2013-07-15
1776 063 SHARES OF AMERICAN CENTURY	P	2010-05-20	2013-02-20
112 398 SHARES OF PIONEER SMALL CAP	P	2011-08-22	2013-02-20
3322 231 SHARES OF AMERICAN CENTURY	P	2011-05-20	2013-05-20
242 SHARES OF PIONEER BOND FUND CLA	P	2008-05-01	2013-07-15
541 165 SHARES OF PIONEER BOND FUND	P	2012-02-21	2013-07-15
338 795 SHARES OF INVESCO DIVERSIFIE	P	2012-05-14	2013-03-25
815 564 SHARES OF PIONEER BOND FUND	P	2013-02-20	2013-07-15
80 138 SHARES OF AMERICAN CENTURY S	P	2010-01-20	2013-02-20
12 313 SHARES OF PIONEER SELECT MID	P	2008-08-14	2013-02-20
357 895 SHARES OF AMERICAN CENTURY D	P	2011-11-15	2013-05-20
259 SHARES OF PIONEER BOND FUND CLA	P	2008-06-02	2013-07-15
1681 444 SHARES OF PIONEER BOND FUND	P	2012-05-14	2013-07-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,689		1,489	200
3,881		3,821	60
3,148		3,253	-105
900		876	24
492		344	148
5,759		5,748	11
2		2	
5,158		4,107	1,051
339		316	23
278		281	-3
1,357		1,241	116
80,153		79,876	277
182		132	50
12,174		12,273	-99
1		1	
3,015		2,562	453
1,690		1,678	12
694		573	121
6,410		5,490	920
1,822		1,807	15
3,314		2,427	887
481		366	115
74,698		69,595	5,103
2,911		2,028	883
5,490		5,471	19
367		348	19
3,504		3,065	439
265		220	45
3,771		2,918	853
1,820		1,625	195

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,689		2,432	257
6,236		5,349	887
216		215	1
2,149		1,950	199
118,752		118,639	113
1,080		866	214
347		339	8
1,542		1,115	427
19,833		18,478	1,355
2,807		2,244	563
639		583	56
123		122	1
3,117		2,773	344
2,846		2,251	595
3,408		3,267	141
7,488		5,921	1,567
10,213		9,239	974
2,842		2,115	727
917		860	57
5,558		4,930	628
9,031		8,666	365
5,241		4,094	1,147
3,134		2,446	688
18		13	5
23,471		20,021	3,450
5,558		3,943	1,615
2,238		2,188	50
108		99	9
4,994		4,977	17
1,323		958	365

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
485		450	35
1,037		734	303
25,113		21,604	3,509
7,824		7,673	151
2,451		2,295	156
790		636	154
13,481		12,504	977
1,727		1,232	495
1,935		1,543	392
960		852	108
14,496		12,683	1,813
129		119	10
810		749	61
582		534	48
10,076		7,167	2,909
60,955		59,687	1,268
144		114	30
13,716		12,964	752
2,151		2,044	107
1,341		1,200	141
5		4	1
11,535		8,874	2,661
11,532		11,553	-21
21,940		20,918	1,022
8,448		8,413	35
2,601		2,570	31
88,441		89,992	-1,551
2,212		2,050	162
1,342		1,013	329
7,220		7,155	65

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,767		14,996	771
24,791		24,970	-179
602		563	39
1,440		1,466	-26
43,014		41,611	1,403
3,803		2,705	1,098
11,076		10,755	321
2		2	
7,259		7,236	23
1,888		1,845	43
146,891		152,310	-5,419
19,608		19,217	391
3,598		2,867	731
36,711		36,179	532
2		2	
5,228		5,222	6
5,051		4,289	762
7,878		8,082	-204
732		605	127
243		187	56
3,955		3,980	-25
3		2	1
16,243		16,377	-134

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			200
			60
			-105
			24
			148
			11
			1,051
			23
			-3
			116
			277
			50
			-99
			453
			12
			121
			920
			15
			887
			115
			5,103
			883
			19
			19
			439
			45
			853
			195

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			257
			887
			1
			199
			113
			214
			8
			427
			1,355
			563
			56
			1
			344
			595
			141
			1,567
			974
			727
			57
			628
			365
			1,147
			688
			5
			3,450
			1,615
			50
			9
			17
			365

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			35
			303
			3,509
			151
			156
			154
			977
			495
			392
			108
			1,813
			10
			61
			48
			2,909
			1,268
			30
			752
			107
			141
			1
			2,661
			-21
			1,022
			35
			31
			-1,551
			162
			329
			65

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			771
			-179
			39
			-26
			1,403
			1,098
			321
			23
			43
			-5,419
			391
			731
			532
			6
			762
			-204
			127
			56
			-25
			1
			-134

TY 2013 Accounting Fees Schedule

Name: ALMA B MAXWELL TRUST UNDER WILL

EIN: 63-6174006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,100			1,100

TY 2013 Compensation Explanation

Name: ALMA B MAXWELL TRUST UNDER WILL

EIN: 63-6174006

Person Name	Explanation
REGIONS BANK TRUST DEPARTMENT	

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TY 2013 Investments - Other Schedule

Name: ALMA B MAXWELL TRUST UNDER WILL

EIN: 63-6174006

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN CENTURY DIVERSIFIED BOND A	AT COST		
AMERICAN CENTURY SMALL CAP VALUE INV	AT COST	10,746	12,480
AMERICAN FDS EUROPACIFIC GROWTH	AT COST	15,749	28,217
MFS RESEARCH INTERNAT FUND	AT COST	18,788	22,975
MFS VALUE FUND CLASS A	AT COST		
PIONEER BOND FUND	AT COST		
PIONEER FUNDAMENTAL GROWTH FUND CL A	AT COST		
PIONEER SMALL CAP GROWTH FUND	AT COST		
PIONEER MID CAP VALUE FUND CLASS A	AT COST		
AMERICAN CENTURY GROWTH FUND CL A	AT COST	20,987	27,148
FEDERATED SHORT TERM INCOME FUND	AT COST		
INVESCO DIVERSIFIED DIV FUND	AT COST	21,355	28,230
INVESCO INTERNATIONAL GROWTH FD	AT COST	19,891	23,531
VIRTUS EMERGING MARKETS OPPORTUNITY	AT COST	8,326	7,745
JP MORGAN MID CAP VALUE FD CL I	AT COST	11,050	13,649
JP MORGAN LARGE CAP GROWTH SL FD	AT COST	22,866	29,397
MFS VALUE FUND CL I	AT COST	20,001	28,556
NATIONWIDE GENEVA MID CAP GROWTH FUN	AT COST	11,670	13,438
VIRTUS SMALL -MID CAP FUND	AT COST	11,856	14,103
IVY HIGH INCOME FUND CL I	AT COST	31,805	31,897
PIMCO TOTAL RETURN II INSTL FD	AT COST	287,154	285,519
TCW CORE FIXED INCOME FUND	AT COST	191,860	191,600
TEMPLETON GLOBAL BOND FUND	AT COST	65,583	63,973

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TY 2013 Other Assets Schedule

Name: ALMA B MAXWELL TRUST UNDER WILL

EIN: 63-6174006

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INCOME RECEIVABLE	2,067	567	

TY 2013 Taxes Schedule

Name: ALMA B MAXWELL TRUST UNDER WILL

EIN: 63-6174006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	568			
FOREIGN TAXES	172	172		