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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.

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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 RICHARD M SCRUSHY CHARITABLE FOUNDATION INC		A Employer identification number 72-1374013	
Number and street (or P O box number if mail is not delivered to street address) 250 COMMERCE PARKWAY		B Telephone number (see instructions) (205) 978-9592	
City or town, state or province, country, and ZIP or foreign postal code PELHAM, AL 35124		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,749,194	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

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 <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,555	8,555		
	4 Dividends and interest from securities. . . . .	37,511	37,511		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-708,257			
	b Gross sales price for all assets on line 6a 1,883,175				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	-16,760	-16,760		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	-678,951	29,306		
	13 Compensation of officers, directors, trustees, etc	40,000			
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	20,945			
	b Accounting fees (attach schedule) . . . . .	11,620			
	c Other professional fees (attach schedule) . . . . .				
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	1,069			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	1,709,166	1,709,039		
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	1,782,800	1,709,039		0
	25 Contributions, gifts, grants paid . . . . .	49,100			49,100
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	1,831,900	1,709,039		49,100
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-2,510,851			
	b <b>Net investment income</b> (if negative, enter -0-)		0		
	c <b>Adjusted net income</b> (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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	642,441	344,081	344,081
	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) . . . . .	2,344,089 	720,965	766,871
	c	Investments—corporate bonds (attach schedule). . . . .	142,383		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	774,630 	327,646	638,242
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,903,543	1,392,692	1,749,194
	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) . . . . .			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,903,543	1,392,692	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	3,903,543	1,392,692	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	3,903,543	1,392,692	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . .	1	3,903,543
2	Enter amount from Part I, line 27a . . . . .	2	-2,510,851
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,392,692
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	1,392,692

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			(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 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	-708,257
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	-51,516

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	192,994	3,353,682	000 057547
2011	158,500	4,704,715	000 033690
2010	38,651	3,591,810	000 010761
2009			
2008			

2	Total of line 1, column (d). . . . .	2	000 101998
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	000 033999
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	2,440,963
5	Multiply line 4 by line 3. . . . .	5	82,990
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	
7	Add lines 5 and 6. . . . .	7	82,990
8	Enter qualifying distributions from Part XII, line 4. . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	49,100

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	0
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <input type="checkbox"/>	<b>9</b>	
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . <input type="checkbox"/>	<b>10</b>	
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	

<b>Part VII-A    Statements Regarding Activities</b>			
<b>1a</b> 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? . . . . .	<b>1a</b>	<b>Yes</b>	<b>No</b>
<b>b</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)? . . . . . <i>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.</i>	<b>1b</b>		
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>		<b>No</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>		<b>No</b>
<b>3</b> 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? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>		<b>No</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>		<b>No</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>		<b>No</b>
<b>6</b> 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? . . . . .	<b>6</b>	<b>Yes</b>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<b>7</b>	<b>Yes</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> AL _____			
<b>b</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? <i>If "No," attach explanation.</i>	<b>8b</b>		
<b>9</b> 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)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>		<b>No</b>
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>		<b>No</b>

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		
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 ▶MICHAEL A PLAIA Telephone no ▶(205) 978-9592			
	Located at ▶250 COMMERCE PARKWAY PELHAM AL ZIP +4 ▶35124			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
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	Yes	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> 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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i> ). . . . .	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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(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).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

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
MICHAEL A PLAIA	PRESIDENT	3,000		
250 COMMERCE PARKWAY PELHAM,AL 35124	005 00			
AMY SCRUSHY ADAMS	DIRECTOR	10,000		
250 COMMERCE PARKWAY PELHAM,AL 35124	005 00			
CHRISTA SCRUSHY PLAIA	DIRECTOR	17,000		
250 COMMERCE PARKWAY PELHAM,AL 35124	005 00			
MARTIN ADAMS	DIRECTOR	10,000		
250 COMMERCE PARKWAY PELHAM,AL 35124	001 00			

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

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

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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
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 N/A	0
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	
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	1,995,320
b	Average of monthly cash balances. . . . .	1b	482,815
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	2,478,135
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	2,478,135
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	4	37,172
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,440,963
6	Minimum investment return. Enter 5% of line 5. . . . .	6	122,048

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	122,048
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	122,048
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	122,048
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	122,048

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	49,100
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	49,100
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	49,100
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			
2		Undistributed income, if any, as of the end of 2013			
a		Enter amount for 2012 only.			
b		Total for prior years 2009 , 2010 , 2011			
3		Excess distributions carryover, if any, to 2013			
a		From 2008.			
b		From 2009.			
c		From 2010.			
d		From 2011.			
e		From 2012.			
f		Total of lines 3a through e.			
4		Qualifying distributions for 2013 from Part XII, line 4			
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.			
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).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5			
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.			
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).			
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 XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary 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 or e-mail address of the person to whom applications should be addressed

MICHAEL A PLAIA  
250 COMMERCE PARKWAY  
PELHAM,AL 35124  
(205) 978-9592

b

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

NONE

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	49,100
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



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 )
FREEPORT-MCMORAN COOPER	P	2013-10-16	2013-10-31
GLOBAL X FUNDS	P	2012-11-13	2013-04-03
MARKET VECTORS ETF	P	2012-11-13	2013-04-03
SILVER WHEATON CORPORATION	P	2012-11-13	2013-04-03
AFLAC INCORPORATED	P	2012-02-29	2013-06-03
TELEFONICA S A	P	2011-08-05	2013-04-03
ADVANCED MICRO DEVICES	P	2007-12-10	2013-04-03
ATLAS PIPLINE PARTNERS	P	2007-12-19	2013-04-03
ATLAS PIPLINE PARTNERS	P	2007-12-19	2013-06-03
WALT DISNEY COMPANY	P	2007-12-14	2013-06-03
DYNEGY INCORPORATED	P	2007-12-19	2013-04-03
FIRST SOLAR INCORPORATED	P	2007-05-14	2013-04-03
HEALTHSOUTH CORPORATION	P	1998-10-08	2013-04-03
INERGY LP	P	2011-08-19	2013-04-03
JP MORGAN CHASE COMPANY	P	2007-11-26	2013-06-03
JAMES RIVER COAL	P	2008-07-28	2013-04-03
LYNN ENERGY	P	2007-12-10	2013-04-03
LYNN ENERGY	P	2007-12-10	2013-06-03
MAGELLAN HEALTH SVCS	P	2008-04-07	2013-04-03
MCDONALDS CORP	P	2007-09-14	2013-06-03
MICRON TECHNOLOGY INC	P	2010-04-09	2013-04-03
NEXPOINT CR STRATEGIES	P	2008-01-15	2013-04-03
PHH CORPORATION	P	2004-11-09	2013-04-03
PATTERSON UTI ENERGY	P	2008-06-19	2013-04-03
TRANSOCEAN LIMITED	P	2008-06-19	2013-04-03
EXCEL MARITIME CARRIERS	P	2008-05-07	2013-04-03

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


<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
185,197		170,900	14,297
48,227		69,209	-20,982
42,833		67,976	-25,143
51,410		71,098	-19,688
55,205		47,299	7,906
32,974		53,087	-20,113
199,000		142,383	56,617
102,434		129,517	-27,083
92,632		108,400	-15,768
94,381		50,130	44,251
1,163			1,163
18,243		208,661	-190,418
164,954		271,561	-106,607
39,294		41,766	-2,472
80,011		61,978	18,033
4,650		116,980	-112,330
100,224		65,024	35,200
78,783		55,822	22,961
12,541			12,541
97,120		54,600	42,520
64,056		75,319	-11,263
75,753		76,600	-847
3,066		3,122	-56
134,877		185,772	-50,895
99,987		279,481	-179,494
4,160		184,747	-180,587



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	
			14,297
			-20,982
			-25,143
			-19,688
			7,906
			-20,113
			56,617
			-27,083
			-15,768
			44,251
			1,163
			-190,418
			-106,607
			-2,472
			18,033
			-112,330
			35,200
			22,961
			12,541
			42,520
			-11,263
			-847
			-56
			-50,895
			-179,494
			-180,587

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNITED CEREBRAL PALSY 2520 FAIRLANE DR MONTGOMERY,AL 36116			UNRESTRICTED SUPPORT	5,000
YMCA 2401 20 PL S BIRMINGHAM,AL 35223			UNRESTRICTED SUPPORT	4,000
THREE HOTS AND A COT 5704 1ST AVE N BIRMINGHAM,AL 35212			UNRESTRICTED SUPPORT	1,000
VINEYARD FAMILY SERVICES 4733 VALLEYDALE RD BIRMINGHAM,AL 35242			UNRESTRICTED SUPPORT	5,000
THE WELL HOUSE P O BOX 26576 BIRMINGHAM,AL 35260			UNRESTRICTED SUPPORT	2,500
ASSOCIATION OF GRADUATES 698 MILLS ROAD WEST POINT,NY 10996			UNRESTRICTED SUPPORT	5,000
ALABAMA JUNIOR HIGH SCHOOL RODEO 500 BEACON RD TROY,AL 35208			UNRESTRICTED SUPPORT	3,500
ANGEL FILIGHT SOARS 7601 ROBERT CARDINAL AIRPORT RD TUSCALOOSA,AL 35401			UNRESTRICTED SUPPORT	1,000
SAVE-A-LIFE INC 1480 MCGUIRE ROAD BIRMINGHAM,AL 35216			UNRESTRICTED SUPPORT	2,000
THE FOUNDRY RESCUE 1816 6TH AVE N BESSEMER,AL 35020			UNRESTRICTED SUPPORT	1,000
WWP INC PO BOX 758517 TOPEKA,KS 66675			UNRESTRICTED SUPPORT	1,000
ALZHEIMERS DISEASE AND RELIEF PO BOX 96011 WASHINGTON,DC 20090			UNRESTRICTED SUPPORT	1,000
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY,OK 73123			UNRESTRICTED SUPPORT	1,000
JEFFERSON ALCOHOLIC FOUNDATION 2012 14TH AVE S BIRMINGHAM,AL 35205			UNRESTRICTED SUPPORT	1,500
JUVENILE DIABETES RESEARCH 600 BEACON PARKWAY W BIRMINGHAM,AL 35209			UNRESTRICTED SUPPORT	4,500
<b>Total . . . . .</b>  <b>3a</b>				49,100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SPIRT OF HOPE YOUTH RANCH 194 KINGS RANCH DR WILSONVILLE,AL 35186			UNRESTRICTED SUPPORT	1,000
VISIONS NATIONAL 7168 COLUMBIA GATEWAY COLUMBIA,MD 21046			UNRESTRICTED SUPPORT	2,000
CAMP BRIDGES 1600 7TH AVE S BIRMINGHAM,AL 35233			UNRESTRICTED SUPPORT	2,600
US ASSOCIATION OF BLIND ATHLETES 1 OLYMPIC PLAZA COLORADO SPRINGS,CO 80909			UNRESTRICTED SUPPORT	1,500
JOHN CARROLL HIGH SCHOOL 300 LAKESHORE PKW BIRMINGHAM,AL 35209			UNRESTRICTED SUPPORT	1,000
HAVEN OF HOPE INTERNATIONAL PO BOX 60794 FT MYERS,FL 33906			UNRESTRICTED SUPPORT	2,000
<b>Total . . . . .</b>			<b>3a</b>	49,100

**TY 2013 Accounting Fees Schedule****Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC**EIN:** 72-1374013**Software ID:** 13000230**Software Version:** 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DARROCH HALCOMB, P C	11,620			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: RICHARD M SCRUSHY CHARITABLE FOUNDATION INC

EIN: 72-1374013

Software ID: 13000230

Software Version: 13.6.0.0

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
FREEDPORT-MCMORAN COOPER	2013-10	P	2013-10		185,197	170,900			14,297	
GLOBAL X FUNDS	2012-11	P	2013-04		48,227	69,209			-20,982	
MARKET VECTORS ETF	2012-11	P	2013-04		42,833	67,976			-25,143	
SILVER WHEATON CORPORATION	2012-11	P	2013-04		51,410	71,098			-19,688	
AFLAC INCORPORATED	2012-02	P	2013-06		55,205	47,299			7,906	
TELEFONICA S A	2011-08	P	2013-04		32,974	53,087			-20,113	
ADVANCED MICRO DEVICES	2007-12	P	2013-04		199,000	142,383			56,617	
ATLAS PIPELINE PARTNERS	2007-12	P	2013-04		102,434	129,517			-27,083	
ATLAS PIPELINE PARTNERS	2007-12	P	2013-06		92,632	108,400			-15,768	
WALT DISNEY COMPANY	2007-12	P	2013-06		94,381	50,130			44,251	
DYNEGY INCORPORATED	2007-12	P	2013-04		1,163				1,163	
FIRST SOLAR INCORPORATED	2007-05	P	2013-04		18,243	208,661			-190,418	
HEALTHSOUTH CORPORATION	1998-10	P	2013-04		164,954	271,561			-106,607	
INERGY LP	2011-08	P	2013-04		39,294	41,766			-2,472	
JP MORGAN CHASE COMPANY	2007-11	P	2013-06		80,011	61,978			18,033	
JAMES RIVER COAL	2008-07	P	2013-04		4,650	116,980			-112,330	
LYNN ENERGY	2007-12	P	2013-04		100,224	65,024			35,200	
LYNN ENERGY	2007-12	P	2013-06		78,783	55,822			22,961	
MAGELLAN HEALTH SVCS	2008-04	P	2013-04		12,541				12,541	
MCDONALDS CORP	2007-09	P	2013-06		97,120	54,600			42,520	
MICRON TECHNOLOGY INC	2010-04	P	2013-04		64,056	75,319			-11,263	
NEXPOINT CR STRATEGIES	2008-01	P	2013-04		75,753	76,600			-847	
PHH CORPORATION	2004-11	P	2013-04		3,066	3,122			-56	
PATTERSON UTI ENERGY	2008-06	P	2013-04		134,877	185,772			-50,895	
TRANSOCEAN LIMITED	2008-06	P	2013-04		99,987	279,481			-179,494	
EXCEL MARITIME CARRIERS	2008-05	P	2013-04		4,160	184,747			-180,587	

**TY 2013 General Explanation Attachment**

**Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC

**EIN:** 72-1374013

**Software ID:** 13000230

**Software Version:** 13.6.0.0

TY 2013 Investments Corporate

Bonds Schedule

**Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC

**EIN:** 72-1374013

**Software ID:** 13000230

**Software Version:** 13.6.0.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
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**TY 2013 Investments Corporate  
Stock Schedule****Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC**EIN:** 72-1374013**Software ID:** 13000230**Software Version:** 13.6.0.0

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
1500 shares of DISNEY WALT CO	50,130	114,600
1500 shares of J.P. MORGAN CHASE CO 11/26/07	61,978	87,720
1000 shares of MCDONALDS CORP 9/14/07	54,600	97,030
2100 shares of SUNTECH POWER 5/19/08	101,488	1,092
1100 shares of AFLAC CORPORATION 2/29/12	52,029	73,480
200 shares of APPLE INC 11/13/12	109,304	112,204
2500 shares of CENTURYLINK INC. 2/29/12	100,725	79,625
4000 shares of FREEPORT MCMORAN COPPER 11/27/13	139,837	150,960
6000 shares of PENN WEST PETE LTD 11/27/13	50,874	50,160



**TY 2013 Investments - Other Schedule****Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC**EIN:** 72-1374013**Software ID:** 13000230**Software Version:** 13.6.0.0

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ATLAS PIPELINE LP	FMV	27,466	87,625
LINN ENERGY LLC	FMV		92,370
STAR GAS PARTNERS LP	FMV	116,691	163,385
ENERGY TRANSFER PARTNERS LP	FMV	56,225	114,500
ENERGY TRANSFER EQUITY	FMV	28,026	106,262
SUBURBAN PROPANE	FMV		9,615
EV ENERGY PARTNERS	FMV	99,238	63,449
DYNEGY INC	FMV		1,036

# TY 2013 Legal Fees Schedule

**Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC

**EIN:** 72-1374013

**Software ID:** 13000230

**Software Version:** 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEITMAN, SIEGAL, PAYNE CAMPBELL, PC	1,326			
NATTER FULMER, PC	19,619			

**TY 2013 Other Expenses Schedule****Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC**EIN:** 72-1374013**Software ID:** 13000230**Software Version:** 13.6.0.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	12,583	12,583		
POSTAGE	127			
SETTLEMENT	1,696,456	1,696,456		

TY 2013 Other Income Schedule

**Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC

**EIN:** 72-1374013

**Software ID:** 13000230

**Software Version:** 13.6.0.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME FROM INVESTEMENTS IS MLP	-16,760	-16,760	

**TY 2013 Taxes Schedule****Name:** RICHARD M SCRUSHY CHARITABLE FOUNDATION INC**EIN:** 72-1374013**Software ID:** 13000230**Software Version:** 13.6.0.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHOLDING	329			
EXCISE TAXES	740			