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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 07-01-2013 , and ending 06-30-2014

Name of foundation CD HELEN AND JEFF GLAZE FOUNDATION		A Employer identification number 63-6174358	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 160427		B Telephone number (see instructions) (251) 438-8260	
City or town, state or province, country, and ZIP or foreign postal code MOBILE, AL 36616		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,969,377	J Accounting method <input type="checkbox"/> Cash <input checked="" 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 checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	33	33		
	4 Dividends and interest from securities. . . . .	145,563	145,563		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	200,895			
	b Gross sales price for all assets on line 6a 1,280,221				
	7 Capital gain net income (from Part IV, line 2) . . .		200,895		
	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) . . . . .	8,705	3,705		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	355,196	350,196		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,000	0		13,000
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	300	150		150
	b Accounting fees (attach schedule) . . . . .	1,150	575		575
	c Other professional fees (attach schedule) . . . . .	45,531	22,784		22,747
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	7,453	2,357		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	416	416		0
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	67,850	26,282		36,472
	25 Contributions, gifts, grants paid . . . . .	280,000			280,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	347,850	26,282		316,472
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	7,346			
	b <b>Net investment income</b> (if negative, enter -0-)		323,914		
	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 . . . . .	58,635	229,546	229,546
	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)	1,357,685	 1,236,158	1,281,942
	b	Investments—corporate stock (attach schedule) . . . . .	2,321,643	 2,391,921	3,108,520
	c	Investments—corporate bonds (attach schedule). . . . .	1,031,833	 922,464	980,315
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	284,147	 285,682	369,054
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,053,943	5,065,771	5,969,377	
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	0	
Net Assets or Fund Balances	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 . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	5,053,943	5,065,771	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	5,053,943	5,065,771	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	5,053,943	5,065,771		

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 5,053,943
2	Enter amount from Part I, line 27a . . . . .	2 7,346
3	Other increases not included in line 2 (itemize) ▶ 	3 4,904
4	Add lines 1, 2, and 3 . . . . .	4 5,066,193
5	Decreases not included in line 2 (itemize) ▶ 	5 422
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6 5,065,771

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 )
1 a	PUBLICLY TRADED SECURITIES	P		
b	REAL ESTATE SALES	P		
c	CAPITAL GAINS DIVIDENDS	P		
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 1,246,466		1,078,076	168,390
b 1,500		1,250	250
c 32,255			32,255
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			168,390
b			250
c			32,255
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	200,895
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . . }		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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	283,306	5,673,306	0 049937
2011	254,470	5,556,051	0 045801
2010	296,678	5,695,032	0 052094
2009	281,548	5,447,163	0 051687
2008	234,938	5,042,915	0 046588

2 Total of line 1, column (d). . . . .	2	0 246107
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 049221
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	5,894,255
5 Multiply line 4 by line 3. . . . .	5	290,121
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	3,239
7 Add lines 5 and 6. . . . .	7	293,360
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	316,472

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

<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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	3,239
<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>	0
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	3,239
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<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>	3,239
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	4,680
<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>	4,680
<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>	2
<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> . . . . .	<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> . . . . .	<b>10</b>	1,439
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> <input checked="" type="checkbox"/> 1,439 <b>Refunded</b> <input checked="" type="checkbox"/>	<b>11</b>	0

<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>	Yes	No
<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>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>		No
<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 checked="" type="checkbox"/> \$ 0 <b>(2)</b> On foundation managers <input checked="" type="checkbox"/> \$ 0			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0			
<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>		No
<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>		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>		No
<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>		No
<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>	Yes	
<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>	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions): <input checked="" 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>	Yes	
<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>		No
<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>		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 N/A				
14	The books are in care of REGIONS BANK TRUST DEPARTMENT Telephone no (251) 438-8260 Located at 11 NORTH WATER STREET - 28TH FLOOR MOBILE AL ZIP+4 36602			
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		
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?		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)? Organizations relying on a current notice regarding disaster assistance check here.	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? 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?			
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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?			
	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?			
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?			
	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
JEFFERY A HEAD	DIRECTOR/SECRETARY	4,000	0	0
107 ST FRANCIS ST MOBILE,AL 36602	1 00			
JOHN M SIRMON	DIRECTOR/TREASURER	4,000	0	0
PO BOX 160427 MOBILE,AL 36616	1 00			
STOVA F MCFADDEN	DIRECTOR/VICE-PRESIDENT	4,000	0	0
718 DOWNTOWNER BLVD MOBILE,AL 36616	1 00			
WILLIAM S MCFADDEN	DIRECTOR	1,000	0	0
718 DOWNTOWNER BLVD MOBILE,AL 36609	1 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
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (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. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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. . . . .	0



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	5,267,709
b	Average of monthly cash balances. . . . .	1b	354,884
c	Fair market value of all other assets (see instructions). . . . .	1c	361,422
d	Total (add lines 1a, b, and c). . . . .	1d	5,984,015
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	5,984,015
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	89,760
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,894,255
6	Minimum investment return. Enter 5% of line 5. . . . .	6	294,713

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	294,713
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	3,239
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	3,239
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	291,474
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	291,474
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	291,474

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	316,472
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	316,472
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	3,239
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	313,233
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				291,474
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . . 8,225				
d From 2011. . . . .				
e From 2012. . . . . 8,953				
f Total of lines 3a through e. . . . .	17,178			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 316,472				
a Applied to 2012, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2013 distributable amount. . . . .				291,474
e Remaining amount distributed out of corpus	24,998			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	42,176			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	42,176			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . . 8,225				
c Excess from 2011. . . .				
d Excess from 2012. . . . 8,953				
e Excess from 2013. . . . 24,998				

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

STOVA MCFADDEN  
718 DOWNTOWNER BLVD  
MOBILE, AL 36609  
(251) 342-9172

b

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

NO PRESCRIBED FORM, LETTER TO OUTLINE REQUEST

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	280,000
b Approved for future payment				
Total . . . . .			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

[illegible]

**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.


*****	2014-11-05	*****	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b>
Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name CLIFTON T JACKSON	Preparer's Signature	Date 2014-11-05	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01269673
	Firm's name <input type="checkbox"/> SMITH DUKES & BUCKALEW LLP			Firm's EIN <input type="checkbox"/> 63-0191630	
	Firm's address <input type="checkbox"/> 3800 AIRPORT BLVD MOBILE, AL 366081667			Phone no (251) 343-1200	

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>				
ALABAMA SCHOOL OF MATH AND SCIENCE 1255 DAUPHIN STREET MOBILE,AL 36604		170(C)1	EDUCATION	10,000
BAY AREA FOOD BANK 5248 MOBILE SOUTH STREET THEODORE,AL 36582		501(C)(3)	COMMUNITY WELFARE	7,500
BECKWITH CAMP 10400 BECKWITH LANE FAIRHOPE,AL 36532		501(C)(3)	EDUCATION	7,500
BIG BROTHERS BIG SISTERS OF SOUTH AL(YMCA) 9 DAUPHIN ST STE 101 MOBILE,AL 36602		501(C)(3)	COMMUNITY WELFARE	7,500
BOYS AND GIRLS CLUB OF SOUTH ALABAMA 35 CODY ROAD SOUTH MOBILE,AL 36608		501(C)(3)	EDUCATION	5,000
CENTER FOR THE LIVING ARTS 301 CONTI ST MOBILE,AL 36602		501(C)(3)	COMMUNITY WELFARE	7,500
CHILD ADVOCACY CENTER 1351 SPRINGHILL AVENUE MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	10,000
COMMUNITY SERVICES FOR THE VISION IMPAIRED 328 DAUPHIN STREET C129 MOBILE,AL 36606		501(C)(3)	COMMUNITY WELFARE	7,500
DAUPHIN ISLAND SEA LAB 101 BIENVILLE BLVD DAUPHIN ISLAND,AL 36528		501(C)(3)	EDUCATION	7,500
DUMAS WESLEY CENTER 126 MOBILE ST MOBILE,AL 36607		501(C)(3)	COMMUNITY WELFARE	5,000
EXCEPTIONAL FOUNDATION 28788 N MAIN STREET DAPHNE,AL 36526		501(C)(3)	COMMUNITY WELFARE	5,000
FAIRHOPE FILM FESTIVAL 10 N SECTION ST SUITE 108 FAIRHOPE,AL 36532		501(C)(3)	EDUCATION	5,000
FAIRHOPE LION'S CLUB PO BOX 317 FAIRHOPE,AL 36533		501(C)(3)	COMMUNITY WELFARE	2,500
FAMILY PROMISE OF COASTAL ALABAMA INC 1260 DAUPHIN STREET MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	7,500
GULF COAST EXPLOREUM SCIENCE CENTER 65 GOVERNMENT STREET MOBILE,AL 36602		501(C)(3)	EDUCATION	5,000
<b>Total . . . . .</b>  <b>3a</b>				280,000

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>				
HISTORY MUSEUM OF MOBILE 111 S ROYAL ST MOBILE,AL 36602		501(C)(3)	COMMUNITY WELFARE	7,500
L'ARCHE OF MOBILE 151 S ANN ST MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	7,500
MCKEMIE PLACE PO BOX 9082 MOBILE,AL 36671		501(C)(3)	COMMUNITY WELFARE	5,000
MERCY LIFE 2900 SPRINGHILL AVE MOBILE,AL 36607		501(C)(3)	COMMUNITY WELFARE	5,000
MOBILE ANIMAL SHELTER 855 OWENS ST MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	2,500
MOBILE ARC 2424 GORDON SMITH DRIVE MOBILE,AL 36617		501(C)(3)	COMMUNITY WELFARE	5,000
MOBILE BAYKEEPER 450-C GOVERNMENT STREET MOBILE,AL 36602		501(C)(3)	EDUCATION	5,000
MOBILE BOTANICAL GARDENS 5151 MUSEUM DRIVE MOBILE,AL 36608		501(C)(3)	COMMUNITY WELFARE	5,000
MOBILE MUSEUM OF ART 4850 MUSEUM DRIVE MOBILE,AL 36608		501(C)(3)	COMMUNITY WELFARE	5,000
MOBILE OPERA 257 DAUPHIN STREET MOBILE,AL 36602		501(C)(3)	EDUCATION	2,500
MOBILE PUBLIC LIBRARY 701 GOVERNMENT ST MOBILE,AL 36602		501(C)(3)	COMMUNITY WELFARE	5,000
MOBILE SYMPHONY 257 DAUPHIN STREET MOBILE,AL 36602		501(C)(3)	EDUCATION	2,500
MULHERIN CUSTODIAL HOME 2496 HALLS MILL ROAD MOBILE,AL 36606		501(C)(3)	COMMUNITY WELFARE	5,000
PENELOPE HOUSE FAMILY VIOLENCE CENTER PO BOX 9127 MOBILE,AL 36691		501(C)(3)	COMMUNITY WELFARE	10,000
PLAYHOUSE IN THE PARK PO BOX 8145 MOBILE,AL 36689		501(C)(3)	EDUCATION	5,000
<b>Total . . . . .</b>  <b>3a</b>				280,000



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>				
PRICHARD PREPARATORY SCHOOL 743 MOUNT SINAI AVENUE WHISTLER,AL 36612		501(C)(3)	EDUCATION	5,000
PROVIDENCE FOUNDATION PO BOX 850429 MOBILE,AL 36685		501(C)(3)	COMMUNITY WELFARE	7,500
RONALD MCDONALD HOUSE 1626 SPRINGHILL AVENUE MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	5,000
SOUTH ALABAMA VOLUNTEER LAWYERS 56 ST JOSEPH ST 312 MOBILE,AL 36602		501(C)(3)	COMMUNITY WELFARE	5,000
ST LUKE'S EPISCOPAL SCHOOL 1400 UNIVERSITY BOULEVARD SOUTH MOBILE,AL 36609		501(C)(3)	EDUCATION	10,000
ST MARY'S HOME 4350 MOFFETT ROAD MOBILE,AL 36618		501(C)(3)	COMMUNITY WELFARE	10,000
ST PAUL'S EPISCOPAL SCHOOL 161 DOGWOOD LN MOBILE,AL 36608		501(C)(3)	EDUCATION	10,000
THE LIGHTHOUSE PO BOX 531 ROBERTSDALE,AL 36567		501(C)(3)	COMMUNITY WELFARE	10,000
THE SALVATION ARMY 1009 DAUPHIN STREET MOBILE,AL 36606		501(C)(3)	COMMUNITY WELFARE	15,000
USA CHILDREN'S AND WOMEN'S HOSPITAL 1700 CENTER STREET MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	7,500
VIA 1717 DAUPHIN STREET MOBILE,AL 36604		501(C)(3)	COMMUNITY WELFARE	5,000
VICTORY HEALTH PARTNERS 3750 PROFESSIONAL PARKWAY MOBILE,AL 36609		501(C)(3)	COMMUNITY WELFARE	5,000
WILMER HALL CHILDREN'S HOME 3811 OLD SHELL ROAD MOBILE,AL 36608		501(C)(3)	EDUCATION	7,500
<b>Total . . . . .</b>  <b>3a</b>				280,000

## TY 2013 Accounting Fees Schedule

**Name:** CD HELEN AND JEFF GLAZE FOUNDATION

**EIN:** 63-6174358

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,150	575		575

## TY 2013 Investments Corporate Bonds Schedule

**Name:** CD HELEN AND JEFF GLAZE FOUNDATION

**EIN:** 63-6174358

Name of Bond	End of Year Book Value	End of Year Fair Market Value
254687AW6 WALT DISNEY CO DTD 4.5% 12/15/13	0	0
87612EAP1 TARGET CORP CALLABLE	72,087	83,932
46625HHL7 JP MORGAN CHASE & CO	74,357	88,674
002824AU4 ABBOTT LABS 5.125%	38,066	39,827
149123BQ3 CATERPILLAR INC	55,988	62,605
17275RAC6 CISCO SYSTEMS INC	56,351	54,037
68389XAC9 ORACLE CORPORATION	48,120	57,458
00206RAM4 AT&T INC	49,724	56,970
92343VAC8 VERIZON COMMUNICATIONS	51,117	53,877
25459HAN5 DIRECTV HOLDGS/FING	51,008	51,073
71645WAP6 PETROBRAS INTL FIN CO	26,624	26,720
369622SM8 GENEAL ELECTRIC CAPITAL CORP	51,037	56,856
38141EA33 GOLDMAN SACHS GROUP INC	0	0
61747YCJ2 MORGAN STANLEY SERIES	25,547	28,755
74432QBP9 PRUDENTIAL FINANCIAL	24,879	27,556
126408GN7 CSX CORP	56,298	52,155
12673PAC9 CA INC	25,847	28,106
428236BE2 HEWLETT-PACKARD CO	24,769	25,536
931142CZ4 WAL MART STORES INC 3.25% 10/25/10	54,075	52,506
50075NBB9 MONDELEZ INTERNATIONAL 4.125% 02/08/10	26,197	26,289
054937AF4 BB&T CORP 5.25% 11/01/19	57,818	56,777
459200HA2 IBM 2.9% 11/01/11	52,555	50,606

TY 2013 Investments Corporate

Stock Schedule

Name: CD HELEN AND JEFF GLAZE FOUNDATION

EIN: 63-6174358

Name of Stock	End of Year Book Value	End of Year Fair Market Value
126650100 CVS/CAREMARK CORPORATION	14,904	29,771
713448108 PEPSICO INC	15,936	35,289
718172109 PHILIP MORRIS INTERNATIONAL INC	0	0
742718109 PROCTER & GAMBLE CO	33,301	43,146
166764100 CHEVRON CORP	11,336	31,985
30231G102 EXXON MOBIL CORP	21,591	30,204
806857108 SCHLUMBERGER LTD	12,361	36,565
025816109 AMERICAN EXPRESS CO	19,393	35,576
46625H100 JP MORGAN CHASE & CO	27,124	43,791
744320102 PRUDENTIAL FINANCIAL INC	5,488	15,091
89417E109 TRAVELERS COMPANIES INC	0	0
92826C839 VISA INC CLASS A SHRS	10,286	26,339
018490102 ALLERGAN INC	0	0
478160104 JOHNSON & JOHNSON	30,706	49,171
863667101 STRYKER CORP	8,883	19,815
883556102 THERMO FISHER SCIENTIFIC INC	4,864	18,880
369604103 GENERAL ELECTRIC CO	10,677	16,162
88579Y101 3M CO	15,504	35,810
913017109 UNITED TECHNOLOGIES CORP	19,384	28,285
17275R102 CISCO SYSTEMS INC	9,388	16,351
268648102 E M C CORP MASS	6,306	16,726
458140100 INTEL CORP	18,408	35,690
48203R104 JUNIPER NETWORKS INC	0	0
68389X105 ORACLE CORPORATION	19,234	35,018
747525103 QUALCOMM INC	13,589	33,898
61166W101 MONSANTO CO NEW	0	0
92343V104 VERIZON COMMUNICATIONS	8,839	15,168
09247X101 BLACKROCK INC	9,552	15,980
58933Y105 MERCK & CO. INC. NEW	20,714	33,842
38259P508 GOOGLE INC CL A	4,271	8,770

Name of Stock	End of Year Book Value	End of Year Fair Market Value
882508104 TEXAS INSTRS INC	26,461	36,320
431113505 HIGH MARK GENEVA CAP GROWTH	0	0
87612E106 TARGET CORP.	0	0
59156R108 METLIFE INC	0	0
235851102 DANAHER CORP	23,503	34,248
111320107 BROADCOM CORP	0	0
74005P104 PREXAIR INC	23,523	33,210
98389B100 NEXTERA ENERGY	16,832	32,281
254687106 WALT DISNEY	29,759	45,871
345370860 FORD MOTOR COMPANY	28,667	32,411
548661107 LOWE'S COMPANIES, INC.	0	0
580135101 MCDONALDS CORP.	0	0
872540109 TJX COS INC NEW	0	0
886547108 TIFFANY & CO.	11,690	20,050
931142103 WAL MART STORES, INC.	0	0
032511107 ANADARKO PETROLEUM CORP	26,503	39,409
718546104 PHILLIPS 66	21,390	30,161
172967424 CITIGROUP, INC.	44,029	41,919
949746101 WELLS FARGO & CO	32,493	50,458
071813109 BAXTER INTERNATIONAL	0	0
58155Q103 MCKESSON CORP.	17,719	30,725
438516106 HONEYWELL INTERNATIONAL, INC.	23,324	28,350
037833100 APPLE, INC.	44,825	55,293
G1151C101 ACCENTURE PLC SEDOL	27,007	30,719
008882771 INVESCO INTERNATIONAL GROWTH	267,468	325,311
025076845 AMERICAN CENTURY SMALL CAP VALUE	164,449	187,671
339128100 JP MORGAN MID CAP VALUE	145,267	190,513
552983470 MFS RESH INTL FD	270,454	315,181
92828T889 VIRTUS EMERGING MKTS	121,790	121,562
98389B100 XCEL ENERGY, INC.	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
92828N528 VIRTUS SMALL-MID CAP FUND	0	0
517834107 LAS VEGAS SANDS CORP	14,267	12,958
855244109 STARBUCKS CORP	28,727	30,952
427866108 THE HERSHEY COMPANY	16,557	16,553
026874784 AMERICAN INTL GROUP INC	29,014	28,655
G491BT108 INVESCO LTD	28,594	32,654
151020104 CELGENE CORP	14,251	15,458
30219G108 EXPRESS SCRIPTS HOLDING CO	28,791	31,892
375558103 GILEAD SCIENCES INC	19,645	28,189
628530107 MYLAN INC	14,886	15,468
907818108 UNION PAC CORP	14,023	17,955
G29183103 EATON CORP PLC	28,812	29,328
052769106 AUTO DESK INC	9,298	14,095
177376100 CITRIX SYSTEM INC	13,854	14,699
38259P706 GOOGLE INC CL C	4,260	8,629
461202103 INTUIT INC	14,371	18,522
278865100 ECOLAB INC	31,354	33,402
N53745100 LYONDELLBASELL INDUSTRIES- CL A	14,396	19,042
63868B690 NATIONWIDE GENEVA MID CAP GROWTH FUND	148,576	179,620
74972H689 RS SMALL CAP GROWTH FUND	179,053	171,463

**TY 2013 Investments Government  
Obligations Schedule****Name:** CD HELEN AND JEFF GLAZE FOUNDATION**EIN:** 63-6174358**US Government Securities - End of  
Year Book Value:**

1,236,158

**US Government Securities - End of  
Year Fair Market Value:**

1,281,942

**State & Local Government  
Securities - End of Year Book  
Value:**

0

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

0

**TY 2013 Investments - Other Schedule****Name:** CD HELEN AND JEFF GLAZE FOUNDATION**EIN:** 63-6174358

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
031999998 AMSOUTH TIMBER COMPANY TE, LLC	AT COST	239,028	239,454
RE3417004 PIONEER ROAD PARCEL MOBILE,AL 36582	AT COST	12,500	26,600
RE3558005 5 ACRE PARCEL NORTH COTTAGE HILL ROAD MOBILE,AL 36609	AT COST	0	0
RE4784006 LOT 9 NORTH FOREST SUB SATSUMA,AL	AT COST	4,500	8,000
RE4828001 AL PORT AREA LOTS & RESERVED PARCELS	AT COST	29,654	95,000



## TY 2013 Legal Fees Schedule

**Name:** CD HELEN AND JEFF GLAZE FOUNDATION

**EIN:** 63-6174358

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	300	150		150

**TY 2013 Other Decreases Schedule****Name:** CD HELEN AND JEFF GLAZE FOUNDATION**EIN:** 63-6174358

Description	Amount
TIMING DIFFERENCE BOOK AND TAX	422

**TY 2013 Other Expenses Schedule****Name:** CD HELEN AND JEFF GLAZE FOUNDATION**EIN:** 63-6174358

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEETING EXPENSE	111	111		0
INSURANCE	161	161		0
SERVICE FEES	144	144		0

**TY 2013 Other Income Schedule****Name:** CD HELEN AND JEFF GLAZE FOUNDATION**EIN:** 63-6174358

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AMSOUTH TIMBER COMPANY TE, LLC	2,881	2,881	2,881
SECURITY LITIGATION PROCEEDS	824	824	824
RETURN OF CHARITABLE DISTRIBUTION FROM 2012	5,000		5,000

## TY 2013 Other Increases Schedule

**Name:** CD HELEN AND JEFF GLAZE FOUNDATION

**EIN:** 63-6174358

Description	Amount
ADJUSTMENT TO CARRYING VALUE OF PARTNERSHIP	4,904

## TY 2013 Other Professional Fees Schedule

**Name:** CD HELEN AND JEFF GLAZE FOUNDATION

**EIN:** 63-6174358

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDUCIARY FEES	45,531	22,784		22,747

**TY 2013 Taxes Schedule****Name:** CD HELEN AND JEFF GLAZE FOUNDATION**EIN:** 63-6174358

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	949	949		0
PROPERTY TAX	1,408	1,408		0
2013 ESTIMATED TAXES	4,680	0		0
2012 EXCISE TAXES	416	0		0