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Return of Private Foundation

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

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

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

Lance Robert McLendon Foundation

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

Room/suite

10 Innisbrook Lane

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

Shoal Creek, AL 35242

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

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

I Fair market value of all assets at end of year

J Accounting method: Cash Accrual

(from Part II, col (c), line 16)

 Other (specify) _____

► \$ 1,202,432. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	339.	339.		Statement 1
4	Dividends and interest from securities	22,995.	22,995.		Statement 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	113,578.			
b	Gross sales price for all assets on line 6a	459,325.			
7	Capital gain net income (from Part IV, line 2)		113,578.		
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)				
11	Other income	75.	0.		Statement 3
12	Total Add lines 1 through 11	136,987.	136,912.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees RECEIVED Stmt 4	1,725.	1,725.		0.
c	Other professional fees Stmt 5	2,572.	2,572.		0.
17	Interest				
18	Taxes				
19	Depreciation and depletion				
20	Occupancy OGDEN, UT				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	4,297.	4,297.		0.
25	Contributions, gifts, grants paid	72,000.			72,000.
26	Total expenses and disbursements. Add lines 24 and 25	76,297.	4,297.		72,000.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	60,690.			
b	Net investment income (if negative, enter -0-)		132,615.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	333,396.	394,864.	394,864.
	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			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations	Stmt 6		
	b	Investments - corporate stock		686,167.	685,389.
	c	Investments - corporate bonds			807,568.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		1,019,563.	1,080,253.
	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			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0.	0.
Liabilities	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.
Net Assets or Fund Balances	29	Retained earnings, accumulated income, endowment, or other funds		1,019,563.	1,080,253.
	30	Total net assets or fund balances		1,019,563.	1,080,253.
	31	Total liabilities and net assets/fund balances		1,019,563.	1,080,253.

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	1,019,563.
2	Enter amount from Part I, line 27a	2	60,690.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1,080,253.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,080,253.

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 Wells Fargo #7506			P	Various	12/31/14
b Wells Fargo #7506			P	Various	12/31/14
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 93,906.		78,613.	15,293.		
b 365,419.		267,134.	98,285.		
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					15,293.
b					98,285.
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		113,578.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8					
			3		N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	70,000.	1,221,837.	.057291
2012	72,000.	1,078,842.	.066738
2011	63,416.	964,733.	.065734
2010	47,509.	747,262.	.063577
2009	48,082.	645,833.	.074450

2 Total of line 1, column (d)	2	.327790
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	.065558
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,236,243.
5 Multiply line 4 by line 3	5	81,046.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,326.
7 Add lines 5 and 6	7	82,372.
8 Enter qualifying distributions from Part XII, line 4	8	72,000.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	2,652.		
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					
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)					
3	Add lines 1 and 2					
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)					
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-					
6	Credits/Payments:					
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,683.			
b	Exempt foreign organizations - tax withheld at source	6b				
c	Tax paid with application for extension of time to file (Form 8868)	6c				
d	Backup withholding erroneously withheld	6d				
7	Total credits and payments. Add lines 6a through 6d	7	1,683.			
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8				
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	969.			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10				
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ►	11		Refunded ►		

Part VII-A | Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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>	Yes	No
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ 0. (2) On foundation managers. ► \$ _____ 0.		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____ 0.		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	Yes	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7	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>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
8b	<u>AL</u> 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>	Yes	No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(l)(3) or 4942(l)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	No

Part VII-A Statements Regarding Activities (continued)

11		<input checked="" type="checkbox"/>
12		<input checked="" type="checkbox"/>
13	<input checked="" type="checkbox"/>	
Website address ► N/A		
14 The books are in care of ► Benson R. McLendon Located at ► 104 Inverness Center Place, Birmingham, AL		Telephone no. ► 205-991-1050 ZIP+4 ► 35242
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 <input checked="" type="checkbox"/> N/A		
16 At any time during calendar year 2014, 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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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.		
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? (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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	N/A
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 2014? ...	1c <input checked="" type="checkbox"/>
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.) If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	N/A
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 2014 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 2014.) N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 2014?	4a <input checked="" type="checkbox"/>
		4b <input checked="" type="checkbox"/>

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 4945(d)(4)(A)? (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 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)?	N/A ► <input type="checkbox"/>	
Organizations relying on a current notice regarding disaster assistance check here		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A	
<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<i>If "Yes" to 6b, file Form 8870.</i>		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Benson R. McLendon	President			
10 Innisbrook Lane	0.00	0.	0.	0.
Shoal Creek, AL 35242				
Amy M. McLevaine	Vice President			
1040 Blue Heron Point	0.00	0.	0.	0.
Birmingham, AL 35242				
Joan G. McLendon	Secretary & Treasurer			
10 Innisbrook Lane	0.00	0.	0.	0.
Shoal Creek, AL 35242				

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

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

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

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

►

0

Part IX-A **Summary of Direct Charitable Activities**

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		► 0.

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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	794,319.
b	Average of monthly cash balances	1b	460,750.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,255,069.
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	1,255,069.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,826.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,236,243.
6	Minimum investment return. Enter 5% of line 5	6	61,812.

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	61,812.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,652.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,652.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	59,160.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	59,160.
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	59,160.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	72,000.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	72,000.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	72,000.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				59,160.
2 Undistributed income, if any, as of the end of 2014			0.	
a Enter amount for 2013 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	16,026.			
b From 2010	11,954.			
c From 2011	12,659.			
d From 2012	19,201.			
e From 2013	9,545.			
f Total of lines 3a through e	69,385.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 72,000.			0.	
a Applied to 2013, but not more than line 2a				
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 2014 distributable amount				59,160.
e Remaining amount distributed out of corpus	12,840.			
5 Excess distributions carryover applied to 2014 (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:	82,225.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	16,026.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	66,199.			
10 Analysis of line 9:				
a Excess from 2010	11,954.			
b Excess from 2011	12,659.			
c Excess from 2012	19,201.			
d Excess from 2013	9,545.			
e Excess from 2014	12,840.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

► 4942(j)(3) or 4942(j)(5)

b Check box to indicate whether the foundation is a private operating foundation described in section

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

1 Information Regarding Foundation Managers:

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

See Statement 7

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

See Statement 8

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Campus Outreach PO Box 43591 <u>Birmingham, AL 35243</u>		Religious	General Fund	5,000.
Crohn's & Colitis Foundation of America 244 Goodwin Crest Dr <u>Birmingham, AL 35209</u>		Public Charity	General Fund	10,000.
Farmhouse Foundation 7306 NW Tiffany Springs Pkwy <u>Kansas City, MO 64153</u>		Public Charity	General Fund	10,000.
Troy University Foundation 600 University Ave <u>Troy, AL 36082</u>		Public Charity	General Fund	47,000.
Total				► 3a 72,000.
b Approved for future payment				
None				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>Miscellaneous Income</u>					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		136,987.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	136,987.
(See worksheet in line 13 instructions to verify calculations.)					

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

- b** Other transactions:
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following section

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title		100	100
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN	
	George H. Jones III		03/26/15		P00564847	
	Firm's name ► Jones & Kirkpatrick, PC			Firm's EIN ► 63-1128247		
Firm's address ► 300 Union Hill Dr, Suite 100 Birmingham, AL 35209-2059			Phone no. 205-870-8824			

Schedule of Realized Gains and Losses
2014 Tax Year

Friday, January 02, 2015
 PBMA MCLENDON MAC

Prepared For:

4655-7506
 LANCE ROBERT MCLENDON
 FOUNDATION
 10 INNISBROOK LANE
 SHOAL CREEK AL 35242-5923

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Date	Close Price	Close Amt	Realized Gain or Loss	% Gain or Loss
Short										
1,500	AT & T INC	T	1/7/2014	52,582.35 ^g	35,054.9	6/2/2014	53,209.82	35,474.0	627.47	1.19
800	CONOCOPHILLIPS	COP	6/27/2013	48,470.00 ^g	60,587.5	5/20/2014	58,358.43	72,950.0	9,888.43	20.40
-15	C K0 022015.42		9/8/2014	-1,739.43 ^g	1,160.0	1/12/2014	-4,395.53	2,930.0	-2,656.10	152.70
-20	C CSCO 041715.27	CSCO1517D27	9/8/2014	-1,139.26 ^g	0,570.0	12/31/2014	-3,734.71	1,867.0	-2,595.45	227.82
-12	C EMR 092014.70	EMR1420X60	3/13/2014	-1,319.56 ^g	1,100.0	5/27/2014	-1,200.43	1,000.0	119.12	-9.03
-10	P EMR 122014.60		9/11/2014	-849.62 ^g	0,850.0	1/6/2014	-400.36	0,400.0	449.26	-52.88
-12	C EMR 062114.67.50		11/11/2013 ^h	-3,863.50 ^g	3,220.0	3/13/2014	-1,260.43	1,050.0	2,803.07	-67.38
-15	C K0 081614.40		2/20/2014	-719.46 ^g	0,480.0	5/14/2014	-2,310.53	1,540.0	-1,591.07	221.15
-15	C K0 112214.41		5/14/2014	-2,070.42 ^g	1,380.7	9/8/2014	-1,935.53	1,290.0	134.89	-6.52
-5	C K0 051714.42		12/2/2013 ^h	-384.81 ^g	0,730.0	2/20/2014	-35.18	0,070.0	329.63	-90.36
-5	C K0 051714.48		12/16/2013 ^h	-14.82 ^g	0,030.0	2/20/2014	-10.18	0,020.0	4.64	-31.31
-1	C GDX 092014.28		3/25/2014	-119.96 ^g	1,200.0	6/24/2014	-63.03	0,630.0	56.93	-47.46
-10	C GDX 092014.28		4/24/2014	-639.63 ^g	0,660.0	6/24/2014	-630.36	0,630.0	29.27	-4.44
-11	C GDX 122014.30	GDX1420L30	6/24/2014	-747.59 ^g	0,680.0	9/8/2014	-187.39	0,170.0	560.20	-74.93
-1	C GDX 062114.26		12/16/2013 ^h	-99.97 ^g	1,000.0	3/25/2014	-112.04	1,120.0	-12.07	12.07
-10	C GDX 062114.26		12/16/2013 ^h	-999.62 ^g	1,000.0	4/24/2014	-500.36	0,500.0	499.26	-49.94
-20	C CSCO 041914.27	4125-134	8/5/2013 ^h	-3,139.20 ^g	1,570.0	1/23/2014	-140.71	0,070.0	2,998.49	-95.52
-8	C PG 071914.82.50		12/2/2013 ^h	-3,359.66 ^g	4,200.0	4/8/2014	-1,080.28	1,350.0	2,279.38	-67.85
-3	C CVX 092014.125		1/23/2014	-725.88 ^g	2,420.0	6/24/2014	-2,430.11	8,100.0	-1,704.23	234.78
-3	C CVX 122014.130	CVX1420L130	6/24/2014	-1,679.85 ^g	5,600.0	10/29/2014	-42.11	0,140.0	1,637.74	-97.49
-15	P T 041914.32		12/16/2013 ^h	-1,214.45 ^g	0,810.0	1/7/2014	-615.53	0,410.0	598.92	-49.32
-14	C T 071914.35		1/7/2014	-1,539.47 ^g	1,100.0	6/2/2014	-1,204.49	0,860.0	334.98	-21.76
-1	C T 071914.35		1/7/2014	-110.96 ^g	1,110.0	6/2/2014	-86.04	0,860.0	24.92	-22.46
-10	C GIS 041914.50		9/3/2013 ^h	-1,919.59 ^g	1,920.0	1/23/2014	-650.36	0,650.0	1,269.23	-66.12
-10	C GIS 071914.52.50		1/23/2014	-499.63 ^g	0,500.0	5/27/2014	-2,170.36	2,170.0	-1,670.73	334.39
-10	C WMT 062114.77.50	4220-457	11/11/2013 ^h	-3,779.57 ^g	3,780.0	3/13/2014	-1,300.36	1,300.0	2,479.21	-65.60
-10	C WMT 092014.80	4223-683	3/13/2014	-1,139.62 ^g	1,140.0	6/24/2014	-310.36	0,310.0	829.26	-72.77
-8	C PG 041715.87.50	PG1517D87.5	9/8/2014	-975.70 ^g	1,220.0	12/31/2014	-4,480.28	5,600.0	-3,504.58	359.19
-15	C SYY 081614.38		12/30/2013	-1,874.44 ^g	1,230.0	5/27/2014	-510.53	0,3400.0	1,363.91	-72.76
-15	C MSFT 071914.38	4252-302	12/26/2013 ^h	-3,104.42 ^g	2,070.0	4/8/2014	-4,170.53	2,780.0	-1,066.11	34.34
-6	C PEP 041914.85		11/11/2013 ^h	-1,841.76 ^g	3,070.0	1/23/2014	-552.21	0,920.0	1,289.55	-70.02
-6	C PEP 071914.87.50		1/23/2014	-617.78 ^g	1,030.0	4/8/2014	-462.21	0,7700.0	155.57	-25.18
-4	C MCD 032214.100		11/5/2013 ^h	-611.85 ^g	1,530.0	1/7/2014	-296.14	0,7400.0	315.71	-51.60
-10	C CSCCO 101814.28	4277-292	1/23/2014	-219.64 ^g	0,220.0	5/27/2014	-150.36	0,1500.0	69.28	-31.54

Schedule of Realized Gains and Losses

2014 Tax Year

Friday, January 02, 2015
FBMA MCLENDON MAC

Prepared For:
4655-7506
LANCE ROBERT MCLENDON
FOUNDATION

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Short - Continued											
-10	C CSCO	101814 28	4/27/2014	-219.64 ⁿ	0.2200	9/8/2014	-20.36	0.0200	199.28	-90.73	
-5	C SLB	05/17/14 90	12/2/2013 ⁱ	-2,209.78 ⁿ	4.4200	3/4/2014	-2,400.18	4.8000	-190.40	8.62	
-5	C SLB	08/16/14 92 50	3/4/2014 ^f	-2,474.78 ⁿ	4.9500	6/24/2014	-7,625.18	15.2500	-5,150.40	208.12	
-5	C SLB	11/22/14 105	6/24/2014 ^f	-3,154.75 ⁿ	6.3100	9/23/2014	-1,310.18	2.6200	1,844.57	-58.47	
-7	C WMT	12/20/14 77 50	6/24/2014 ^f	-1,161.72 ⁿ	1.6600	11/12/2014	-1,526.25	2.1800	-364.53	31.38	
-3	C WMT	12/20/14 77 50	6/24/2014 ^f	-500.88 ⁿ	1.6700	11/12/2014	-654.11	2.1800	-153.23	30.59	
-3	C IBM	04/19/14 200	11/5/2013 ⁱ	-482.88 ⁿ	1.6100	1/23/2014	-210.11	0.7000	272.77	-56.49	
-4	C IBM	10/18/14 205	3/13/2014 ^f	-1,239.84 ⁿ	3.1000	8/20/2014	-188.14	0.4700	1,051.70	-84.83	
-6	C PEP	10/18/14 90	4/8/2014 ^f	-533.78 ⁿ	0.8900	9/8/2014	-1,740.21	2.9000	-1,206.43	226.02	
-8	C PG	10/18/14 85	4/8/2014 ^f	-1,079.70 ⁿ	1.3500	9/8/2014	-400.28	0.5000	679.42	-62.93	
-30	C INTC	07/19/14 27	1/23/2014 ^f	-1,498.90 ⁿ	0.5000	4/8/2014	-3,091.07	1.0300	-1,592.17	106.22	
-30	C INTC	04/19/14 26	8/5/2013 ⁱ	-1,643.84 ⁿ	0.5500	1/23/2014	-1,441.07	0.4800	207.77	-12.60	
-20	P INTC	01/17/15 31	9/15/2014 ^f	-1,299.26 ⁿ	0.6500	10/29/2014	-1,100.71	0.5500	198.55	-15.28	
-3	C IBM	06/21/14 205	1/23/2014 ^f	-284.89 ⁿ	0.9500	3/13/2014	-270.11	0.9000	14.78	-5.19	
-20	C GDX	01/17/15 28	9/8/2014 ^f	-839.27 ⁿ	0.4200	11/12/2014	-100.71	0.0500	738.56	-88.00	
-12	C ABT	11/22/14 42	5/7/2014 ^f	-755.65 ⁿ	0.6300	8/25/2014	-1,886.43	1.5800	-1,140.88	151.00	
-12	C ABT	08/16/14 41	2/20/2014 ^f	-1,271.55 ⁿ	1.0600	5/7/2014	-516.43	0.4300	755.12	-59.39	
-12	C ABT	02/20/15 43	8/25/2014 ^f	-1,967.53 ⁿ	1.6400	11/24/2014	-2,244.43	1.8700	-276.90	14.07	
-12	C ABT	05/17/14 40	12/2/2013 ⁱ	-1,163.55 ⁿ	0.9700	2/20/2014	-1,068.43	0.8900	95.12	-8.17	
-8	C COP	05/17/14 70	9/25/2013 ⁱ	-2,879.55 ⁿ	3.6000	2/20/2014	-376.28	0.4700	2,503.37	-86.93	
-4	C MCD	01/17/15 105	1/7/2014 ^f	-791.85 ⁿ	1.9800	11/12/2014	-52.14	0.1300	739.71	-93.42	
45,000	AMERICAN	1 05% 012114	0/25/87D-BN-7	45,045.00 ⁿ	100.1000	1/21/2014	45,000.00	100.0000	-45.00	-0.10	
3,000	CIT BANK	3 65% 04/08/14	17284P-4S-1	3,035.03 ⁿ	101.1676	4/8/2014	3,000.00	100.0000	-35.03	-1.15	
										78,612.68	93,906.41
										15,293.73	
Long											
1,000	CISCO SYS INC	CSCO	9/20/2014 ^c	16,545.10 ⁿ	16.5451	5/27/2014	24,724.00	24.7246	8,178.90	49.43	
800	EMERSON ELECTRIC CO	EMR	1/9/2012 ^c	38,151.44 ⁿ	47.6893	5/27/2014	53,562.01	66.9540	15,410.57	40.39	
400	EMERSON ELECTRIC CO	EMR	1/0/24/2012 ^c	18,979.96 ⁿ	47.4499	5/27/2014	26,781.01	66.9540	7,801.05	41.10	
1,000	GENL MILLS INC	GIS	3/20/2012 ^c	38,756.00 ⁿ	38.7560	5/27/2014	54,234.40	54.2356	15,478.40	39.94	
1,500	INTEL CORP	INTC	7/30/2012 ^c	39,007.20 ⁿ	26.0048	8/4/2014	43,468.50	28.9800	4,461.30	11.44	
1,000	INTEL CORP	INTC	11/1/2012 ^c	22,130.00 ⁿ	22.1300	8/4/2014	28,979.00	28.9800	6,849.00	30.95	
500	INTEL CORP	INTC	3/11/2013 ^c	10,670.00 ⁿ	21.3400	8/4/2014	14,489.51	28.9800	3,819.51	35.80	
1,500	MICROSOFT CORP	MSFT	1/20/2011 ^c	38,982.95 ⁿ	25.9753	11/17/2014	63,958.05	42.6400	24,995.10	64.15	
1,500	SYSCO CORPORATION	SYY	12/9/2010 ^c	43,931.10 ⁿ	29.2874	5/27/2014	55,222.18	36.8156	11,291.08	25.70	
										367,143.75	98,284.91

Birmingham News

LEGAL AFFIDAVIT

INV# 0007224099

Remit Payment to:
Alabama Media Group
Dept 77571
P.O. Box 77000
Detroit, MI 48277-0571

JONES KIRKPATRICK PC
300 UNION HILL DR STE 100
BIRMINGHAM, AL 35209

Name JONES KIRKPATRICK PC

Sales Rep Nancy Bndgman

Account Number 2001153
INV# 0007224099

Customer Service 1-877-317-5175
invoicesupport@acsni.com

Date	Position	Description	P.O. Number	Ad Size	Total Cost
02/15/2015	Legals AL	NOTICE TO ALL INTERESTED PERSONS The annual return of the Lance Robert McLendon	McLendon	1 x 14 L	38.50

Stephanie Hardin being sworn, says that she is bookkeeper of Birmingham News which publishes a newspaper in the City of Birmingham and County of Jefferson, State of Alabama and attached notice appeared in the issue of

Birmingham News 02/15/2015

Stephanie Hardin

Sworn to and subscribed before me this 16th day of February 2015

Lynne M. Eubanks

NOTARY PUBLIC

NOTICE TO ALL INTERESTED PERSONS

The annual return of the Lance Robert McLendon Foundation is available, at the address noted below, for public inspection during regular business hours by any citizen who so requests within 180 days after publication of this notice of its availability
Lance Robert McLendon Foundation
10 Innisbrook Lane
Shoal Creek, AL 35242
The principal manager is
Benson R McLendon, President
Telephone (205) 991-1050
Bham News February 15, 2015

FOR QUESTIONS CONCERNING THIS AFFIDAVIT,
PLEASE CALL STEPHANIE HARDIN AT (251) 219-5405
YOU CAN PLACE A LEGAL NOTICE BY EMAIL OR FAX
LEGALS@AL.COM OR FAX# (205) 320-3550



Form 990-RF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Wells Fargo #4655-7506	339.	339.	
Total to Part I, line 3	339.	339.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Wells Fargo #4655-7506	22,995.	0.	22,995.	22,995.	
To Part I, line 4	22,995.	0.	22,995.	22,995.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Miscellaneous Income	75.	0.	
Total to Form 990-PF, Part I, line 11	75.	0.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	1,725.	1,725.		0.
To Form 990-PF, Pg 1, ln 16b	1,725.	1,725.		0.

Form 990-RF	Other Professional Fees	Statement	5
-------------	-------------------------	-----------	---

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Advisory fees	2,572.	2,572.		0.
To Form 990-PF, Pg 1, ln 16c	2,572.	2,572.		0.

Form 990-PF	Corporate Stock	Statement	6
-------------	-----------------	-----------	---

Description	Book Value	Fair Market Value
Investments	685,389.	807,568.
Total to Form 990-PF, Part II, line 10b	685,389.	807,568.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement	7
-------------	--	-----------	---

Name of Manager

Benson R. McLendon
Joan G. McLendon

Form 990-RF

Grant Application Submission Information
Part XV, Lines 2a through 2d

Statement 8

Name and Address of Person to Whom Applications Should be Submitted

Benson R. McLendon
104 Inverness Ctr Pl
Birmingham, AL 35242

Telephone Number

205-991-1050

Form and Content of Applications

Applications should be in written form and include information regarding the purpose of the application and the entity making the application.

Any Submission Deadlines

None

Restrictions and Limitations on Awards

None