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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**2015**

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation

VIRGINIA STOCKHAM LADD FAMILY FOUNDATION

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

Room/suite

C/O REGIONS BANK, AGENT, P O BOX 2886

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

MOBILE, AL 36652-2886

A Employer identification number

63-1254355

B Telephone number (see instructions)

205-326-5387

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

G Check all that apply:

Initial return

Final return

Address change

Initial return of a former public charity

Amended return

Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 966,284.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

2 Check ☐ if the foundation is not required to attach Sch. B.

3 Interest on savings and temporary cash investments

7.

7.

STMT 1

4 Dividends and interest from securities

27,664.

27,663.

STMT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

7,835.

b Gross sales price for all assets on line 6a

19,888.

7 Capital gain net income (from Part IV, line 2)

7,835.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

35,506.

35,505.

13 Compensation of officers, directors, trustees, etc.

13,477.

10,782.

2,695.

14 Other employee salaries and wages

NONE

NONE

15 Pension plans, employee benefits

NONE

NONE

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

1,200.

NONE

NONE

1,200.

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions)

71.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

24 Total operating and administrative expenses.

Add lines 13 through 23.

14,748.

10,782.

NONE

3,895.

25 Contributions, gifts, grants paid

45,530.

45,530.

26 Total expenses and disbursements Add lines 24 and 25

60,278.

10,782.

NONE

49,425.

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

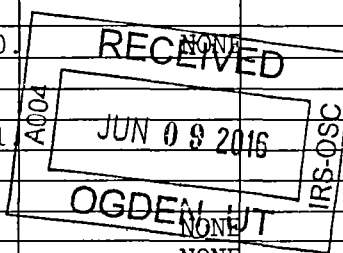
-24,772.

b Net investment income (if negative, enter -0-)

24,723.

c Adjusted net income (if negative, enter -0-)

5.35-10



ENVELOPE POSTMARK DATE JUN 07 2016

JUN 07 2016

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	16,446.	3,727.	3,727.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 5.	561,274.	549,221.	962,557.
	c	Investments - corporate bonds (attach schedule)			
Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	577,720.	552,948.	966,284.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)		NONE	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ check here and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	577,720.	552,948.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	577,720.	552,948.	
	31	Total liabilities and net assets/fund balances (see instructions)	577,720.	552,948.	

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	577,720.
2	Enter amount from Part I, line 27a	2	-24,772.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	552,948.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	552,948.

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Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse; or common stock, 200 shs. MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date
acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1a PUBLICLY TRADED SECURITIES**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 19,888.		12,053.	7,835.
b			
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			7,835.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	7,835.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	{ }	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	38,898.	993,026.	0.039171
2013	4,858.	863,396.	0.005627
2012	38,930.	735,114.	0.052958
2011	36,053.	719,131.	0.050134
2010	35,192.	664,964.	0.052923

2 Total of line 1, column (d)	2	0.200813
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	0.040163
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	984,702.
5 Multiply line 4 by line 3	5	39,549.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	247.
7 Add lines 5 and 6	7	39,796.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	49,425.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary - see instructions)		1	247.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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-)		2	
3 Add lines 1 and 2		3	247.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	247.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	316.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	316.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	69.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ☒ 69. Refunded ☐ 11	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ☒ \$ (2) On foundation managers. ☒ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
SEE STATEMENT 8		13,477.		

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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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	999,697.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	999,697.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	999,697.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,995.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	984,702.
6	Minimum investment return. Enter 5% of line 5	6	49,235.

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	49,235.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	247.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	247.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	48,988.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	48,988.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	48,988.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	49,425.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	49,425.
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	247.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	49,178.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				48,988.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			45,335.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>49,425.</u>				
a Applied to 2014, but not more than line 2a			45,335.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount.				4,090.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				44,898.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

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

NOT APPLICABLE

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 2015, enter the date of the ruling

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

4942(j)(3) or

4942(j)(5)

2 a 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) 2015	(b) 2014	(c) 2013	(d) 2012	

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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.

N/A

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 11

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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 <i>Paid during the year</i>				
SEE STATEMENT 21				45,530.
Total			3a	45,530.
b <i>Approved for future payment</i>				
Total			3b	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INTEREST	7.	7.
TOTAL	7.	7.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
DIVIDENDS AND INTEREST FROM SECURITIES	27,664.	27,663.
	-----	-----
TOTAL	27,664.	27,663.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,200.			1,200.
TOTALS	1,200.	NONE	NONE	1,200.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL ESTIMATES - PRINCIPAL	71.

TOTALS	71.
	=====

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
BANK OF AMERICA CORP	12,048.	12,048.	7,069.
BANK OF NEW YORK MELLON CORP	10,347.	10,347.	11,418.
BRISTOL MYERS SQUIBB CO	19,800.	19,800.	23,113.
CHEVRON CORP	8,697.	8,697.	17,992.
CONOCOPHILLIPS	9,695.	9,695.	20,170.
DONNELLEY R R & SONS CO	10,000.		
DOW CHEMICAL CO	32,500.	32,500.	51,480.
DU PONT E I DENEMOURS & CO	40,270.	38,310.	66,600.
EXXON MOBIL CORP	9,249.	9,249.	17,305.
GENERAL ELECTRIC CO	31,821.	31,821.	31,212.
HARRIS CORP	4,602.	4,602.	21,899.
HONEYWELL INTERNATIONAL INC	8,696.	8,696.	31,589.
INTEL CORP	8,279.	8,279.	11,575.
INTERNATIONAL BUSINESS MACHINE	15,807.	15,807.	21,469.
J P MORGAN CHAS & CO.	14,685.	14,685.	33,015.
JOHNSON & JOHNSON	54,302.	54,302.	109,808.
ELI LILLY & CO	38,783.	38,783.	64,880.
LOWE'S COMPANIES INC.	9,961.	9,961.	44,712.
MEADWESTVACO CORP	8,032.		
PFIZER INC.	5,063.	5,063.	9,329.
PROCTER & GAMBLE	50,463.	50,463.	71,469.
QUALCOMM INC.	8,616.	8,616.	9,997.
SYSCO CORP	16,032.	16,032.	24,600.
3M CO	47,589.	47,589.	85,865.
UNITED TECHNOLOGIES CORP	9,127.	9,127.	32,280.
VERIZON COMMUNICATIONS	16,563.	16,563.	16,269.
WAL MART STORES INC.	20,129.	20,129.	23,171.
WESTERN UNION CO	6,904.	6,904.	8,274.
BP PLC SPONS ADR	9,451.	9,451.	6,596.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
INGERSOLL-RAND PLC	8,083.	8,083.	35,939.
ACE LTD	13,627.	13,627.	41,715.
ALLEGION PLC	2,053.		
CHEMOURS CO/THE		1,960.	1,072.
WESTROCK COMPANY		8,032.	10,675.
	-----	-----	-----
TOTALS	561,274.	549,221.	962,557.
	=====	=====	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: REGIONS BANK
TRUST DEPARTMENT
ADDRESS: 1901 6TH AVE N.
BIRMINGHAM, AL 35203

TELEPHONE NUMBER: (205)326-5387

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

OFFICER NAME:

VIRGINIA TUCKER

ADDRESS:

2315 BROOK MANOR DRIVE
BIRMINGHAM, AL 35223

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

VIRGINIA STOCKHAM LADD

ADDRESS:

4209 OLD LEEDS ROAD
MOUNTAIN BROOK, AL 35213

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

CONSTANCE LADD MOORE

ADDRESS:

2566 WARWICK ROAD
WINSTON-SALEM, NC 27104

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

GEORGE LADD

ADDRESS:

4209 OLD LEEDS ROAD
MOUNTAIN BROOK, AL 35213

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

REGIONS BANK

ADDRESS:

1901 6TH AVENUE NORTH

BIRMINGHAM, AL 35203

TITLE:

AGENT AND ATTORNEY-IN-FACT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 13,477.

TOTAL COMPENSATION:

13,477.

=====

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

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	1,004,434.		
FEBRUARY	1,050,397.		
MARCH	1,033,334.		
APRIL	1,029,932.		
MAY	1,038,538.		
JUNE	1,011,651.		
JULY	994,380.		
AUGUST	936,562.		
SEPTEMBER	922,900.		
OCTOBER	1,005,638.		
NOVEMBER	1,002,315.		
DECEMBER	966,283.		
	-----	-----	-----
TOTAL	11,996,364.		
	=====	=====	=====
AVERAGE FMV	999,697.		
	=====	=====	=====

=====

RECIPIENT NAME:

PAUL J MITCHELL, REGIONS BANK

ADDRESS:

1901 6TH AVENUE NORTH

BIRMINGHAM, AL 35203

RECIPIENT'S PHONE NUMBER: 205-326-5387

FORM, INFORMATION AND MATERIALS:

WRITTEN ONLY

SUBMISSION DEADLINES:

NONE SPECIFIED

RESTRICTIONS OR LIMITATIONS ON AWARDS:

CHARITABLE, RELIGIOUS, EDUCATIONAL, LITERARY

AND SCIENTIFIC EXEMPT ORGANIZATIONS UNDER

SECTION 501(C)(3) OF THE IRC.

RECIPIENT NAME:
SUMMIT SCHOOL
ADDRESS:
2100 REYNOLDA ROAD
WINSTON-SALEM, NC 27106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR ANNUAL FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
UAB SCHOOL OF NURSING
ADDRESS:
1720 2ND AVENUE SOUTH NB1010
BIRMINGHAM, AL 35294-1210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF RECIPIENT'S ACTIVITIES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
GATEWAY
ADDRESS:
1401 20TH STREET SOUTH
BIRMINGHAM, AL 35205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESIDENTIAL PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:
ALABAMA DIVISION UDC
C/O MRS. LINDA EDWARDS
ADDRESS:
429 JACKSON STREET SE
DECATUR, AL 36501
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FLAG PRESERVATION FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
CHILDREN'S HARBOR
ADDRESS:
1 OUR CHILDREN'S HIGHWAY
ALEXANDER CITY, AL 35010-8620
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
GREATER BIRMINGHAM HUMANE
SOCIETY
ADDRESS:
300 SNOW DRIVE
BIRMINGHAM, AL 35209
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT OF RECIPIENT'S FUNCTIONS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
BOYS AND GIRLS RANCHES OF ALABAMA
ADDRESS:
P.O. BOX 24009
MONTGOMERY, AL 36177-7655
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
AT RECIPIENT'S DISCRETION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
LINLEY HEFLIN UNIT
ADDRESS:
13 OFFICE PARK CIRCLE, SUITE 8
BIRMINGHAM, AL 35223
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
BIG BROTHERS/BIG SISTERS OF GREATER
BIRMINGHAM, INC.
ADDRESS:
1901 14TH AVENUE SOUTH
BIRMINGHAM, AL 35205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
AT RECIPIENT'S DISCRETION
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
FIRST PRESBYTERIAN CHURCH
ADDRESS:
300 N. CHERRY STREET
WINSTON-SALEM, NC 27101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
STEWARDSHIP CAMPAIGN
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
IMPACT ALABAMA
ADDRESS:
1901 6TH AVE NORTH; STE 2400
BIRMINGHAM, AL 35203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR SPEAK FIRST
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MOUNTAIN BROOK FIREFIGHTERS LOCAL
1295
ADDRESS:
P.O. BOX 530753
MOUNTAIN BROOK, AL 35253
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR PUBLIC CHARITY'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
SAMARITAN MINISTRIES
ADDRESS:
414 E. NORTHWEST BLVD.
WINSTON-SALEM, NC 27105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR PUBLIC CHARITY'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
KING'S HOME
THE POTTER'S HAND
ADDRESS:
221 KING'S HOME DRIVE
CHELSEA, AL 35043
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
SENIOR SERVICES, INC.
ADDRESS:
2895 SHOREFAIR DRIVE
WINSTON-SALEM, NC 27105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ALZHEIMER'S CARE & JUST LIKE FAMILY
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,030.

RECIPIENT NAME:
THE HOSPICE FOUNDATION
ADDRESS:
101 HOSPICE LANE
WINSTON-SALEM, NC 27103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
THE HOSPICE HOPE FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
THE JIMMIE HALE MISSION
ADDRESS:
P.O. BOX 10472
BIRMINGHAM, AL 35202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
JESSIE'S PLACE, DISCOVERY CLUBS, SHEPURA
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:
ST VINCENT'S FOUNDATION
ADDRESS:
ONE MEDICAL PARK EAST DRIVE
BIRMINGHAM, AL 35235
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HIGHLANDS COLLEGE
ADDRESS:
1701 LEE BRANCH LANE
BIRMINGHAM, AL 35242
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HIGHLANDS COLLEGE LEGACY FUND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
DAUGHTERS OF THE AMERICAN REVOLUTION
ADDRESS:
P.O. BOX 98286
WASHINGTON, DC 20090-8286
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
CATHEDRAL CHURCH OF THE ADVENT
ATTN: FINANCIAL OFFICE
ADDRESS:
2017 6TH AVENUE NORTH
BIRMINGHAM, AL 35203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
IN MEMORY OF WILLIAM C. SCHULER
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
GLENWOOD AUTISM & BEHAVIORAL
HEALTH CENTER
ADDRESS:
150 GLENWOOD LANE
BIRMINGHAM, AL 35242
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
IN HONOR OF MALLIE M. IRELAND
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
HAND IN PAW
ADDRESS:
617 38TH STREET SOUTH
BIRMINGHAM, AL 35222
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
BIRMINGHAM BOTANICAL GARDENS
ADDRESS:
2612 LANE PARK ROAD
BIRMINGHAM, AL 35223
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
GRACE HOUSE MINISTRIES, INC.
ADDRESS:
4911 FARRELL AVE; PO BOX 547
FAIRFIELD, AL 35064
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
YWCA CENTRAL ALABAMA
C/O MAGGIE MCDONALD
ADDRESS:
309 23RD STREET NORTH
BIRMINGHAM, AL 35203
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
THREE HOTS AND A COT
ADDRESS:
300 81ST STREET SOUTH
BIRMINGHAM, AL 35206
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR RECIPIENT'S PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
CHILDRESS INSTITUTE FOR PEDIATRIC TRAUMA
WAKE FOREST BAPTIST MEDICAL CENTER

ADDRESS:
P.O. BOX 571021
WINSTON-SALEM, NC 27199-2503

RELATIONSHIP:
NONE

PURPOSE OF GRANT:
IN MEMORY OF MATT GFELLER
FOUNDATION STATUS OF RECIPIENT:

PC
AMOUNT OF GRANT PAID 500.

TOTAL GRANTS PAID: 45,530.
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