

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning _____, and ending _____

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

Name of foundation

CURTIS FINLAY FOUNDATION INC.

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

P.O. BOX 298

A Employer identification number

63-1080992

City or town, state or province, country, and ZIP or foreign postal code
BREWTON, AL 36427

B Telephone number

251-867-7706

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeC If exemption application is pending, check here ► H Check type of organization: Section 501(c)(3) exempt private foundationD 1. Foreign organizations, check here ► Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation2. Foreign organizations meeting the 85% test, check here and attach computation ► I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 15,010,406.** J Accounting method: Cash Accrual
 Other (specify) _____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 ► **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))

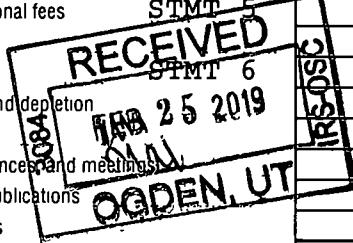
		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received				
2	Check ► <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments				
3	4 Dividends and interest from securities	465.	465.	465.	STATEMENT 1
5a	Gross rents	462,740.	462,740.	462,740.	STATEMENT 2
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	117,719.			
6b		2,515,321.			
7	Capital gain net income (from Part IV, line 2)		117,719.		
8	Net short-term capital gain			N/A	
9	Income modifications Gross sales less returns and allowances				
10a	b Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	244,349.	244,349.	244,349.	STATEMENT 3
12	Total. Add lines 1 through 11	825,273.	825,273.	707,554.	
13	Compensation of officers, directors, trustees, etc	60,000.	30,000.	0.	30,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 4	7,950.	6,360.	0.
c	Other professional fees	STMT 5	32,852.	26,324.	0.
17	Interest				
18	Taxes	STMT 6	5,281.	781.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences and meetings				
22	Printing and publications				
23	Other expenses				
24	Total operating and administrative expenses. Add lines 13 through 23	106,083.	63,465.	0.	38,118.
25	Contributions, gifts, grants paid	702,500.			702,500.
26	Total expenses and disbursements. Add lines 24 and 25	808,583.	63,465.	0.	740,618.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	16,690.			
b	Net investment income (if negative, enter -0-)		761,808.		
c	Adjusted net income (if negative, enter -0-)			707,554.	

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

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SCANNED APR 29 2019

Operating and Administrative Expenses



		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	Part II Balance Sheets Attached schedules and amounts in the description column should be for end of year amounts only			
1	Cash - non-interest-bearing	645,655.	1,037,696.	1,219,534.
2	Savings and temporary cash investments	665,165.	465,552.	465,552.
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 7	3,675,000.	3,874,500.
b	Investments - corporate stock	STMT 8	4,438,446.	4,223,961.
c	Investments - corporate bonds	STMT 9	3,649,918.	3,688,665.
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 ► MINERAL INTERESTS)		0.	732,821.
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		13,074,184.	13,090,874.
				15,010,406.
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			
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 checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted		13,074,184.	13,090,874.
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances		13,074,184.	13,090,874.
31	Total liabilities and net assets/fund balances		13,074,184.	13,090,874.

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	13,074,184.
2	Enter amount from Part I, line 27a	2	16,690.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	13,090,874.
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	13,090,874.

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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					
b	SEE ATTACHED STATEMENT				
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					
b					
c					
d					
e	2,515,321.	2,397,602.	117,719.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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					
b					
c					
d					
e					117,719.
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	117,719.	
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	-86,383.	

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))
2015	679,578.	14,774,253.	.045997
2014	675,202.	14,098,068.	.047893
2013	661,696.	14,128,431.	.046834
2012	636,282.	13,730,974.	.046339
2011	590,000.	12,795,198.	.046111

2 Total of line 1, column (d)

2 .233174

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 .046635

4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5

4 15,039,980.

5 Multiply line 4 by line 3

5 701,389.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 7,618.

7 Add lines 5 and 6

7 709,007.

8 Enter qualifying distributions from Part XII, line 4

8 740,618.

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)		
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	1 7,618.
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 0.
3	Add lines 1 and 2	3 7,618.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5 7,618.
6	Credits/Payments:	
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 6,753.
b	Exempt foreign organizations - tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c 3,000.
d	Backup withholding erroneously withheld	6d
7	Total credits and payments. Add lines 6a through 6d	7 9,753.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8 15.
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 2,120.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ►	11 0.

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 <input type="checkbox"/> No <input checked="" type="checkbox"/>
b	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>	
c	Did the foundation file Form 1120-POL for this year?	1c Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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>	2 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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>	3 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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>	5 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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>	7 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► AL	8a Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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>	8b Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10 Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

Part VII-A Statements Regarding Activities (continued)

11	Yes	No
11	<input checked="" type="checkbox"/>	
12	Yes	No
12	<input checked="" type="checkbox"/>	
13	Yes	No
13	<input checked="" type="checkbox"/>	
14	Website address ►	N/A
14	The books are in care of ►	RICHARD D. FINLAY
	Located at ►	P.O. BOX 298, BREWTON, AL
15	Telephone no. ►	251-867-7706
	ZIP+4 ►	36427
16	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 N/A
16	Yes	No
16	<input checked="" type="checkbox"/>	
17	At any time during calendar year 2016, 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. 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):	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(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"/>	<input checked="" type="checkbox"/>
(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"/>	<input checked="" type="checkbox"/>
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 ►	1b	<input checked="" type="checkbox"/>
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 2016? ►	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	2a	<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.)	2b	<input type="checkbox"/> N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2c	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? If "Yes," did it have excess business holdings in 2016 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 2016)	3a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3b		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input checked="" type="checkbox"/>
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 2016?	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))?
 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)?

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 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?

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
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?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A Yes No5b X6b X7b **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
RICHARD D FINLAY P.O. BOX 298 BREWTON, AL 36427	DIRECTOR 0.00	20,000.	0.	0.
SALLY FINLAY P.O. BOX 298 BREWTON, AL 36427	DIRECTOR 0.00	20,000.	0.	0.
PAUL D OWENS JR P.O. BOX 1229 BREWTON, AL 36427	DIRECTOR 0.00	20,000.	0.	0.

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 ► 0

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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

1

०

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

Number of organizations

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

All other program-related investments. See instructions.

3

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	12,687,372.
b Average of monthly cash balances	1b	1,848,822.
c Fair market value of all other assets	1c	732,821.
d Total (add lines 1a, b, and c)	1d	15,269,015.
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	15,269,015.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	229,035.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,039,980.
6 Minimum investment return. Enter 5% of line 5	6	751,999.

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	751,999.
2a Tax on investment income for 2016 from Part VI, line 5	2a	7,618.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	7,618.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	744,381.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	744,381.
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	744,381.

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	740,618.
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	740,618.
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	5	7,618.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	733,000.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				744,381.
2 Undistributed income, if any, as of the end of 2016			690,083.	
a Enter amount for 2015 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 740,618.			690,083.	
a Applied to 2015, 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 2016 distributable amount				50,535.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2016 (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		0.		
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				693,846.
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 2011 not applied on line 5 or line 7		0.		
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 SUPPLEMENT ATTACHED				702,500.
Total			► 3a	702,500.
b Approved for future payment				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

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	
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				14	465.
4 Dividends and interest from securities				14	462,740.
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				15	244,349.
8 Gain or (loss) from sales of assets other than inventory				18	117,719.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.		825,273.
13 Total. Add line 12, columns (b), (d), and (e)				13	825,273.
(See worksheet in line 13 instructions to verify calculations.)					

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

CURTIS FINLAY FOUNDATION INC.

CONTINUATION FOR 990-PF, PART IV
63-1080992 PAGE 1 OF 1

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 UBS ST (#666)			P		
b UBS LT (#666)			P		
c UBS ST (#667)			P		
d UBS LT (#667)			P		
e UBS - OTHER (#667)			P		
f UBS - OTHER (#667)			P		
g					
h					
i					
j					
k					
l					
m					
n					
o					
(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 93,495.		103,477.			-9,982.
b 100,428.		96,144.			4,284.
c 1,215,520.		1,291,921.			-76,401.
d 1,067,005.		906,060.			160,945.
e 21,842.					21,842.
f 17,031.					17,031.
g					
h					
i					
j					
k					
l					
m					
n					
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
(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			**		-9,982.
b					4,284.
c			**		-76,401.
d					160,945.
e					21,842.
f					17,031.
g					
h					
i					
j					
k					
l					
m					
n					
o					
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		117,719.
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		-86,383.

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** (SHORT-TERM)

CURTIS FINLAY FOUNDATION INC.

63-1080992

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SAVINGS INTEREST	465.	465.	465.
TOTAL TO PART I, LINE 3	465.	465.	465.

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
DIVIDENDS - IBM	440.	0.	440.	440.	440.
DIVIDENDS - UBS	158,991.	0.	158,991.	158,991.	158,991.
INTEREST - FEDERAL AGENCY BONDS	139,223.	0.	139,223.	139,223.	139,223.
INTEREST - UBS	164,086.	0.	164,086.	164,086.	164,086.
TO PART I, LINE 4	462,740.	0.	462,740.	462,740.	462,740.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	244,274.	244,274.	244,274.
OTHER INCOME	75.	75.	75.
TOTAL TO FORM 990-PF, PART I, LINE 11	244,349.	244,349.	244,349.

CURTIS FINLAY FOUNDATION INC.

63-1080992

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	7,950.	6,360.	0.	1,590.
TO FORM 990-PF, PG 1, LN 16B	7,950.	6,360.	0.	1,590.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	32,642.	26,114.	0.	6,528.
OTHER FEES	210.	210.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	32,852.	26,324.	0.	6,528.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	781.	781.	0.	0.
2015 FEDERAL EXCISE TAX	4,500.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	5,281.	781.	0.	0.

CURTIS FINLAY FOUNDATION INC.

63-1080992

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FEDERAL AGENCY BONDS	X		3,675,000.	3,874,500.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,675,000.	3,874,500.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,675,000.	3,874,500.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	4,217,161.	4,943,300.
IBM STOCK	6,800.	13,962.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,223,961.	4,957,262.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	3,688,665.	3,760,737.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,688,665.	3,760,737.

CURTIS FINLAY FOUNDATION INC.(EIN: 63-1080992)
SUPPLEMENT TO FORM 990-PF
DECEMBER 31, 2016

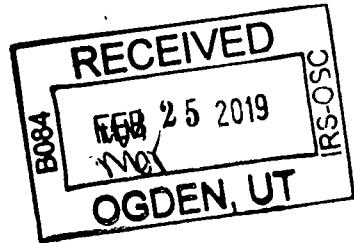
	<u>BOOK VALUE</u>	<u>FMV</u>
PART II - BALANCE SHEET		
Line 10 a Investments - U S and State Obligations		
Federal Home Loan Bank Bond, 4 7%, 3/18/2025	675,000	650,910
Federal Farm Credit Bank Bond, 3 96%, 09/01/2033	<u>3,000,000</u>	<u>3,223,590</u>
	<u><u>3,675,000</u></u>	<u><u>3,874,500</u></u>
Line 10 b Investments - Corporate Stock		
Common Stocks - See Listing Attached	4,110,867	4,835,197
Unsettled Options - See Listing Attached	(8,002)	(192)
Commodities - See Listing Attached	114,295	108,295
IBM - 80 Shares Common	<u>6,800</u>	<u>13,962</u>
	<u><u>4,223,961</u></u>	<u><u>4,957,262</u></u>
Line 10 c - Corporate Bonds		
Certificates of Deposit - See Listing Attached	100,000	104,204
Corporate Bonds - See Listing Attached	3,265,291	3,342,355
Preferred Securities - See Listing Attached	220,016	202,280
Government Bonds - See Listing Attached	<u>103,358</u>	<u>111,898</u>
	<u><u>3,688,665</u></u>	<u><u>3,760,737</u></u>

Curtis Finlay Foundation, Inc (EIN 63-1080992)
SUPPLEMENT TO FORM 990-PF
2016

Page 1

Part XV - Line 3 - Grants and Contributions Paid During the Year

Recipient Name and Address	Foundation Status	Purpose of Grant or Contributions	Amount
Abbigail Roberts		Auburn University	5,000
Brandon Patterson		University of Montevallo	5,000
Brooklynn Raye Linzy		PSC	5,000
Caleb Lane Chavers		Jefferson David Community College	5,000
Christian Carson		Troy University	5,000
Clayton Thomas Fischer		Troy University	5,000
Courtney Grantham		Florida School of Sonogram	5,000
Douglas Daby Black		Troy University	5,000
Elizabeth Nicole Simpson		Auburn University at Montgomery	5,000
Ethan Lewis Bollenbachert		Troy University	5,000
Frank Mooney Nalty III		University of Alabama	5,000
Hannah Blair		University of Mobile	5,000
Jay Carnley		Florida State University	5,000
Kaitlin Murphy Hadaway		Auburn University	5,000
Kelsey C Thompson		Athens State College	5,000
Leslie McCreary		University of Alabama at Birmingham	5,000
Madison Arrington		Auburn University	10,000
Malloray Morgan Diamond		University of Alabama	15,000
Margaret Ann Adams		University of Alabama	5,000
Margaret Caroline Thomas		Troy University	5,000
Moriah Lea Brundidge		Troy University	5,000
Robert Jacob Najor		Troy University	5,000
Robert M Stokes		University of Alabama	5,000
Steven Troy Hart		Troy University	5,000
Tabitha Nicole Lindsey		Nursing School	1,000
Zachary Griffin		University of Alabama	5,000
			<hr/> <u>141,000</u>



Curtis Finlay Foundation, Inc. (EIN: 63-1080992)
SUPPLEMENT TO FORM 990-PF
2016

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Part XV - Line 3 - Grants and Contributions Paid During the Year

Recipient Name and Address	Foundation Status	Purpose of Grant or Contributions	Amount
Alabama Wildlife Federation	Public	AWF Natureplex	50,000
Appleton Volunteer Fire Department	Public	Unrestricted Support	2,000
Birmingham Children's Theater	Public	Brewton's Performance	5,000
Brewton Area YMCA	Public	Maintenance Fund	45,000
Brewton Council of the Arts	Public	Unrestricted Support	10,000
Brewton Public Library	Public	Unrestricted Support	25,000
Christian Community Benevolent Fund	Public	Unrestricted Support	20,000
City of East Brewton	Public	K-9 Unit for EBPD	4,000
Claude McCall American Legion Post No 79	Public	Boys/Girls State Local Attendees Sponsorship	450
Elizabeth Anne Owens Foundation	Public	Unrestricted Support	110,000
Escambia Career Readiness Center	Public	Regional Education Competition	1,000
Escambia County AL Drug Court	Public	Unrestricted Support	15,000
Escambia County Fire & Rescue Squad	Public	Unrestricted Support	10,000
Escambia County High School Choir	Public	Unrestricted Support	5,000
Escambia County Historical Society	Public	Unrestricted Support	10,000
Escambia County Mental Health Board	Public	Unrestricted Support	10,000
Escambia County Regional Child Advocacy Center	Public	Unrestricted Support	10,000
Escambia County Schools	Public	Unrestricted Support	112
Escambia County Special Olympics	Public	Bus for 3rd & 4th Grades trip to McMillan Museum	2,500
First United Methodist Church	Public	Community Food Pantry	10,000
Fishers of Men Ministries	Public	Unrestricted Support	5,000
Flomaton Public Library	Public	Unrestricted Support	1,850
Flomaton United Methodist Church	Public	In Memory of Mr & Mrs A R Bethea	10,000
Friendship Volunteer Fire Department	Public	Unrestricted Support	2,000
FSH Society, Inc	Public	In Honor of Mrs Ann Biggs-Williams	5,000
Hillcrest Cemetery Committee	Public	Maintenance Fund	1,000
Historical Society of Pollard	Public	Unrestricted Support	5,000
Jay High School	Public	Band Program	5,000
Jefferson David Community College	Public	2 Computers For The Alabama Room	2,500
Lady Eagles Softball	Public	East Brewton 12 year old All Stars Southwest Regionals	200
Lambeth Volunteer Fire Department	Public	Unrestricted Support	2,000
McCall Volunteer Fire Department	Public	Unrestricted Support	2,000
Miss Alabama Pageant, Inc	Public	Catherine Crosby Community Service Award Scholarship	10,000
My Father's Arrow	Public	Unrestricted Support	2,388
Pollard United Methodist Church	Public	Unrestricted Support	27,500
Roberts Volunteer Fire Department	Public	Unrestricted Support	2,000
Rottschaefer Day Care, Inc	Public	Maintenance Fund	10,000
St Peter Baptist Church	Public	Maintenance Fund	4,000
St Stephens Episcopal Church	Public	Food Pantry	30,000
T R Miller High School	Public	Cheerleaders Program	1,500
T R Miller High School Band	Public	Unrestricted Support	10,500
The Christmas Project	Public	Unrestricted Support	5,000
Turtle Point Environmental Science Center	Public	Unrestricted Support	25,000
United Fund of Brewton & East Brewton	Public	Unrestricted Support	10,000
United Methodist Children's Home	Public	Unrestricted Support	10,000
W S Neal High School Band	Public	Unrestricted Support	10,000
Wallace Volunteer Fire Department	Public	Unrestricted Support	2,000
Wilmer Hall Children's Home	Public	In Memory of Elizabeth Anne Owens	15,000
			561,500
		GRANT TOTAL	702,500