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Return of Private Foundation

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

2016

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation
THE O'MELIA FOUNDATION 1255000991

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
C/O REGIONS BANK TRUST DEPT, PO BOX 2886

City or town, state or province, country, and ZIP or foreign postal code
MOBILE, AL 36652-2886

A Employer identification number
72-6183452

B Telephone number (see instructions)
251-690-1024

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 Initial return of a former public charity
Final return Amended return
Address change 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) ▶ \$ **3,901,967.**

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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	2,043,227.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments.				
	4 Dividends and interest from securities	42,010.	40,514.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	76,423.			
	b Gross sales price for all assets on line 6a 936,967.				
	7 Capital gain net income (from Part IV, line 2)		76,423.		
	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	2,161,660.	116,937.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	10,551.	10,551.		
	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) STMT. 2	900.	NONE	NONE	900.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 3	1,092.	309.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT. 4	8,000.			
	24 Total operating and administrative expenses. Add lines 13 through 23.	20,543.	10,860.	NONE	900.
	25 Contributions, gifts, grants paid	118,000.			118,000.
26 Total expenses and disbursements Add lines 24 and 25	138,543.	10,860.	NONE	118,900.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	2,023,117.				
b Net investment income (if negative, enter -0-)		106,077.			
c Adjusted net income (if negative, enter -0-)					

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		NONE	
	2	Savings and temporary cash investments	31,277.	47,576.	47,576.
	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)	206,808.	135,839.	135,887.
	b	Investments - corporate stock (attach schedule)	1,040,707.	3,200,885.	3,444,570.
	c	Investments - corporate bonds (attach schedule)	357,568.	272,839.	273,934.
	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)	1,636,360.	3,657,139.	3,901,967.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,636,360.	3,657,139.	
	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)	1,636,360.	3,657,139.		
31	Total liabilities and net assets/fund balances (see instructions)	1,636,360.	3,657,139.		

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	1,636,360.
2	Enter amount from Part I, line 27a	2	2,023,117.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 12	3	1,770.
4	Add lines 1, 2, and 3	4	3,661,247.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 13	5	4,108.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,657,139.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES						
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 936,967.		860,544.	76,423.			
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			76,423.			
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	76,423.	
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))
2015	124,934.	1,985,572.	0.062921
2014	122,666.	2,041,922.	0.060074
2013	121,037.	1,959,073.	0.061783
2012	128,186.	1,883,496.	0.068057
2011	95,800.	1,935,128.	0.049506
2 Total of line 1, column (d)			2 0.302341
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 0.060468
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 2,041,076.
5 Multiply line 4 by line 3.			5 123,420.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,061.
7 Add lines 5 and 6.			7 124,481.
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.			8 118,900.

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	2,122.
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-)		2	NONE
3 Add lines 1 and 2		3	2,122.
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	2,122.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	951.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	3,293.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	4,244.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2,122.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 2,122. Refunded <input type="checkbox"/> <input type="checkbox"/>		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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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) <input type="checkbox"/> <u>AL</u>		
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 2016 or the taxable year beginning in 2016 (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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 Yes No X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 Yes No X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of REGIONS BANK, TRUST DEPT Telephone no (251) 690-1024 Located at 11 N. WATER STREET, 25TH FLOOR, MOBILE, AL ZIP+4 36602
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 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? 16 Yes No X
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):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X 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)? 1b Yes No X
Organizations relying on a current notice regarding disaster assistance check here
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 Yes No X
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? Yes X No
If "Yes," list the years
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 Yes No X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b 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) 3b Yes No
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a Yes No X
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 Yes No X

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 6a, 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 14		10,551.		

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		-0-	-0-	-0-

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

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 ▶	

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	2,072,158.
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	2,072,158.
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	2,072,158.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	31,082.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,041,076.
6	Minimum investment return. Enter 5% of line 5	6	102,054.

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	102,054.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,122.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,122.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	99,932.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	99,932.
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	99,932.

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	118,900.
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	118,900.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	118,900.

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				99,932.
2 Undistributed income, if any, as of the end of 2016.				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	440.			
b From 2012	35,239.			
c From 2013	24,609.			
d From 2014	20,838.			
e From 2015	25,587.			
f Total of lines 3a through e	106,713.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ <u>118,900.</u>				
a Applied to 2015, but not more than line 2a			NONE	
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 2016 distributable amount				99,932.
e Remaining amount distributed out of corpus.	18,968.			
5 Excess distributions carryover applied to 2016. (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	125,681.			
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 2015. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				NONE
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 2011 not applied on line 5 or line 7 (see instructions)	440.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	125,241.			
10 Analysis of line 9.				
a Excess from 2012	35,239.			
b Excess from 2013	24,609.			
c Excess from 2014	20,838.			
d Excess from 2015	25,587.			
e Excess from 2016	18,968.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)

Table with 5 columns: Tax year (a) 2016, (b) 2015, (c) 2014, (d) 2013, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly for active conduct), 3 (Alternative tests: Assets, Endowment, Support).

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).)

THOMAS & MARY APPLETON O'MELIA

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 [X] 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:

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
<p>a Paid during the year</p> <p>SEE STATEMENT 26</p>				118,000.
Total				▶ 3a 118,000.
<p>b Approved for future payment</p>				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

(See worksheet in line 13 instructions to verify calculations)

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

NOT APPLICABLE

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2016

Name of the organization

Employer identification number

THE O'MELIA FOUNDATION 1255000991

72-6183452

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization THE O'MELIA FOUNDATION 1255000991	Employer identification number 72-6183452
--	---

Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THOMAS H. & MARY APPLETON O'MELIA PO BOX 38 FULTON, AL 36446	\$ 1,782,993.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	THOMAS H. & MARY APPLETON O'MELIA PO BOX 38 FULTON, AL 36446	\$ 260,234.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **THE O'MELIA FOUNDATION 1255000991** Employer identification number **72-6183452**

Part II Noncash Property (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	ASSETS LISTED: LEVEL 3 COMMUNICATIONS, EXXO BERKSHIRE B, FAIRFAX FINANCIAL, NORFOLK SOU	\$ 540,336.	12/12/2016
2	ASSETS: LEVEL 3 COMMUNICATION STOCK	\$ 260,234.	12/08/2016
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

=====

RECIPIENT NAME:

L'ARCHE MOBILE
MODERN HOMES & EQUIPMENT

ADDRESS:

2467 N. DOG RIVER ROAD
MOBILE, AL 36605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

SACRED HEART CHURCH

ADDRESS:

HIGHWAY 43 NORTH BOX 70
GROVE HILL, AL 36451

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RELIGIOUS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:

UNIV OF AL AT BIRMINGHAM
COMPREHENSIVE CANCER CENTER

ADDRESS:

1530 3RD AVE SOUTH
BIRMINGHAM, AL 35294

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:
VISITATION MONASTERY
ADDRESS:
SPRING HILL AVENUE
MOBILE, AL 36607-3202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
MCGILL-TOOLEN HIGH SCHOOL
ADDRESS:
1501 OLD SHELL ROAD
MOBILE, AL 36604
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EDUCATIONAL
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
ST. JUDE CHILDREN'S
HOSPITAL
ADDRESS:
262 DANNY THOMAS PLACE
MEMPHIS, TN 38105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
CHARITABLE
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

ST. MARY'S HOME

ADDRESS:

4350 MOFFAT ROAD

MOBILE, AL 36618

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

GROVE HILL PUBLIC LIBRARY

C/O BETSY WEBB

ADDRESS:

108 DUBOSE AVE

GROVE HILL, AL 36451

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

GOV

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CAMP RAP A HOPE

ADDRESS:

2701 AIRPORT BOULEVARD

MOBILE, AL 36606

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

VICTORY HEALTH PARTNERS

ADDRESS:

3750 PROFESSIONAL PARKWAY

MOBILE, AL 36609

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

ST MARY CATHOLIC SCHOOL

ADDRESS:

107 NORTH LAFAYETTE STREET

MOBILE, AL 36604

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

UMS-WRIGHT PREPARATORY
SCHOOL

ADDRESS:

65 NORTH MOBILE STREET

MOBILE, AL 36607

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

CLARKE COUNTY DEVELOPMENT FUND

ADDRESS:

PO BOX 1117

GROVE HILL, AL 36451

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

GEORGETOWN PREPARATORY

SCHOOL

ADDRESS:

10900 ROCKVILLE PIKE

NORTH BETHESDA, MD 20852

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

UNIVERSITY OF ALABAMA

ADDRESS:

PO BOX 870292

TUSCALOOSA, AL 35487

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 25,000.

=====

RECIPIENT NAME:

MARY'S SHELTER

ADDRESS:

PO BOX 18
ELBERTA, AL 36530

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

MCKEMIE PLACE

ADDRESS:

PO BOX 9082
MOBILE, AL 36691

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

FULL LIFE AHEAD

ADDRESS:

2908 CLAIRMONT AVE S
BIRMINGHAM, AL 35205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

BAYSIDE ACADEMY

ADDRESS:

303 DRYER AVE
DAPHNE, AL 36526

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PRICHARD PREPARATORY SCHOOL

C/O SANDY STIMPSON

ADDRESS:

PO BOX 1663
MOBILE, AL 36633

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MARYMOUNT UNIVERSITY

ADDRESS:

2807 NORTH GLEBE ROAD
Arlington, VA 22207

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

GROVE HILL CULTURAL ARTS CENTER

ADDRESS:

PO BOX 487

GROVE HILL, AL 36451

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

MERCY LIFE

ADDRESS:

PO BOX 1090

DAPHNE, AL 36626

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

SALVATION ARMY OF
COASTAL ALABAMA

ADDRESS:

1009 DAUPHIN STREET

MOBILE, AL 36604

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

DR. HARRY A LUSCHER, JR FUND CHAR
MOBILE INFIRMARY

ADDRESS:

BOX 2226
MOBILE, AL 36652

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

AUTISM AVENUE

ADDRESS:

164 ST. FRANCIS STREET
MOBILE, AL 36602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CATHOLIC SOCIAL SERVICES

ADDRESS:

P.O. BOX 759
MOBILE, AL 36602

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RELIGIOUS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

PROVIDENT HOSPITAL FOUNDATION

ADDRESS:

P.O. BOX 850429
MOBILE, AL 36685

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CHILDREN'S HOSPITAL

ADDRESS:

1600 7TH AVENUE SOUTH
BIRMINGHAM, AL 35233

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HOSPITAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

MOBILE ASSOCIATION OF THE BLIND

ADDRESS:

2440 GORDON SMITH DRIVE
MOBILE, AL 36617

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HELP THE BLIND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

GROVE HILL HISTORICAL SOCIETY

ADDRESS:

116 W COBB STREET
GROVE HILL, AL 36451

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MUSEUM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CHILDREN'S ADVOCACY CENTER

ADDRESS:

411 N RIVER ST
CENTRE, AL 35960

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT GRANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

THE MORTON FOUNDATION

ADDRESS:

3616 STONECROSS LANE
HILLIARD, OH 43026

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

TOTAL GRANTS PAID: 118,000.

=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN DIVIDENDS	4,268.	4,268.
NONDIVIDEND DISTRIBUTIONS	1,496.	
DOMESTIC DIVIDENDS	20,878.	20,878.
OTHER INTEREST	78.	78.
CORPORATE INTEREST	11,411.	11,411.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	2,645.	2,645.
NONQUALIFIED FOREIGN DIVIDENDS	11.	11.
NONQUALIFIED DOMESTIC DIVIDENDS	1,223.	1,223.
	-----	-----
TOTAL	42,010.	40,514.
	=====	=====

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	900.			900.
TOTALS	900.	NONE	NONE	900.

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	783.	
FOREIGN TAXES ON QUALIFIED FOR	290.	290.
FOREIGN TAXES ON NONQUALIFIED	19.	19.
TOTALS	1,092.	309.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
-----	-----
GRANT TO GROVE HILL FIRE DEPT	5,000.
GRANT TO COFFEEVILLE VOL FIRE	3,000.
TOTALS	----- 8,000. =====

THE O'MELIA FOUNDATION 1255000991

72-6183452

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UNITED STATES TREASURY DTD	58,196.	57,574.
UNITED STATES TREASURY DTD	26,423.	26,279.
UNITED STATES TREASURY DTD	4,553.	4,870.
UNITED STATES TREASURY DTD	11,032.	10,965.
UNITED STATES TREASURY DTD	20,970.	20,695.
UNITED STATES TREASURY N/B DTD	14,665.	15,504.
TOTALS	135,839.	135,887.

THE O'MELIA FOUNDATION 1255000991

72-6183452

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
3M CO	160.	8,929.
ALLERGAN PLC	17,996.	15,751.
ALPHABET INC CA-CL A	11,699.	12,679.
ALPHABET INC CA-CL C	3,563.	8,490.
ALTRIA GROUP INC	8,301.	9,467.
AMAZON.COM INC	8,600.	8,249.
AMERICAN CENTURY SMALL CAP VAL	46,062.	51,273.
AMERICAN INTL GROUP INC	7,208.	8,686.
APPLE INC	16,365.	26,291.
AT&T INC	15,286.	18,713.
BARON EMERGING MARKETS INST	6,000.	6,262.
BERKSHIRE HATHAWAY INC CL B NE	498,780.	488,940.
BLACKROCK INC	4,811.	9,514.
BRISTOL MYERS SQUIBB CO	9,569.	9,292.
CELGENE CORP	13,830.	17,710.
CHEVRON CORP	15,393.	17,537.
CHUBB LIMITED	12,360.	14,533.
CISCO SYSTEMS INC	7,542.	9,368.
CITIGROUP INC	7,141.	9,033.
COCA COLA CO	17,612.	16,584.
COGNIZANT TECHNOLOGY SOLUTIONS	15,385.	15,969.
CVS HEALTH CORPORATION	7,774.	14,993.
DOLLAR GENERAL CORP	8,966.	7,037.
EATON CORP PLC ISIN:	16,470.	17,443.
ECOLAB INC	16,750.	17,583.
EXXON MOBIL CORP	137,720.	151,998.
FACEBOOK INC - A	17,396.	17,833.
FAIRFAX FINL HOLDINGS LTD	404,950.	433,163.
FHLM	1,091.	1,104.

THE O'MELLIA FOUNDATION 1255000991

72-6183452

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FHLM	1,434.	1,437.
FHLM	1,076.	1,090.
FHLM	1,741.	1,736.
FHLM	999.	994.
FHLM	9,686.	9,415.
FHLM	1,682.	1,680.
FHLM	5,438.	5,304.
FHLM	2,352.	2,316.
FHLM	6,421.	6,353.
FHLM	15,101.	14,857.
FHLM	7,477.	7,401.
FNMA	2,448.	2,404.
FNMA	1,176.	1,189.
FNMA	1,799.	1,801.
FNMA	645.	622.
FNMA	4,594.	4,801.
FNMA	1,082.	1,113.
FNMA	3,072.	3,130.
FNMA	1,708.	1,704.
FNMA	1,707.	1,717.
FNMA	3,604.	3,520.
FNMA	1,338.	1,345.
FNMA	4,269.	4,211.
FNMA	1,209.	1,216.
FNMA	5,889.	5,772.
FNMA	3,565.	3,557.
FNMA	1,250.	1,271.
FNMA	4,474.	4,624.
FNMA	4,894.	4,900.

72-6183452

THE O'MELIA FOUNDATION 1255000991
FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
FNMA	10,279.	9,977.
FNMA	6,162.	6,164.
FNMA	3,536.	3,499.
FNMA	7,987.	7,881.
FNMA	5,654.	5,547.
GENERAL DYNAMICS CORP	14,464.	16,403.
GENERAL ELECTRIC CO	5,473.	9,417.
HOME DEPOT INC	8,079.	8,045.
HONEYWELL INTERNATIONAL INC	13,147.	17,378.
INTEL CORP	10,679.	19,223.
INTUIT INC	5,490.	9,742.
INVESCO INTERNATIONAL GROWTH F	68,228.	74,347.
INVESCO LTD	9,994.	9,405.
J P MORGAN CHASE & CO	2,501.	17,689.
JPMORGAN MID CAP VALUE FD CL L	46,367.	61,552.
LEVEL 3 COMMUNICATIONS INC	799,076.	800,312.
LYONDELLBASELL INDUSTRIES - CL	8,136.	9,436.
MATTEL INC	17,857.	15,566.
MCDONALDS CORP	16,869.	17,041.
MEDTRONIC PLC	15,905.	14,958.
MERCK & CO. INC. NEW	5,221.	8,831.
MFS RESH INTL FD CL I	76,469.	77,436.
MICROCHIP TECHNOLOGY INC	14,224.	19,887.
MONDELEZ INTERNATIONAL	16,283.	18,619.
NATIONWIDE GENEVA MID CAP GROW	46,367.	45,759.
NEXTERA ENERGY, INC.	7,981.	17,919.
NORFOLK SOUTHERN CORP	76,985.	75,649.
ORACLE CORPORATION	16,758.	26,146.
PEPSICO INC	11,959.	17,787.

THE O'MELIA FOUNDATION 1255000991

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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PFIZER INC	15,822.	17,539.
PRUDENTIAL FINANCIAL INC	5,500.	8,637.
PRUDENTIAL HIGH YIELD FUND CL	15,000.	15,000.
QUALCOMM INC	6,271.	9,780.
SCHLUMBERGER LTD	17,098.	16,958.
SOUTHERN CO	17,044.	17,217.
STARBUCKS CORP	14,958.	17,766.
STRYKER CORP	12,638.	19,170.
SUNTRUST BKS INC	11,246.	17,771.
THERMO FISHER SCIENTIFIC, INC.	2,962.	8,466.
UNION PAC CORP	6,460.	8,502.
UNITED TECHNOLOGIES CORP	146,526.	149,083.
VERIZON COMMUNICATIONS	21,902.	26,690.
VERTEX PHARMACEUTICALS INC	8,310.	6,630.
VIRTUS SMALL-MID CAP FUND-I	46,115.	57,044.
WAL MART STORES INC	17,271.	17,971.
WASTE MANAGEMENT INC	6,531.	8,722.
WELLS FARGO & CO	15,240.	25,185.
WHOLE FOODS MKT INC	8,951.	8,920.
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TOTALS	3,200,885.	3,444,570.
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FORM 990PF, PART II - CORPORATE BONDS

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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
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AMERICAN EXPRESS CREDIT CORP	4,996.	5,042.
AMGEN INC CALLABLE DTD	5,989.	5,644.
ANHEUSER-BUSCH INBEV FIN DTD	11,000.	11,016.
APPLE INC DTD 05/03/2013 1%	5,963.	5,978.
ASTRAZENECA PLC DTD 11/16/2015	6,001.	6,011.
AT&T INC DTD 05/13/08 5.6%	5,200.	5,252.
BANK OF MONTREAL SERIES: MTN D	5,999.	5,921.
CA INC DTD 11/13/09 5.375%	5,192.	5,400.
CATERPILLAR INC DTD 12/05/08	5,491.	5,581.
CHEVRON CORP CALLABLE DTD	6,004.	5,986.
CISCO SYSTEMS INC CALLABLE DTD	6,000.	5,707.
CISCO SYSTEMS INC DTD 02/29/20	6,008.	5,986.
CITIGROUP INC DTD 10/26/2015	5,993.	6,004.
COMCAST CORP DTD 06/18/09 5.7%	5,312.	5,470.
DEUTSCHE BANK AG DTD 02/13/201	6,001.	5,966.
FIFTH THIRD BANK CALLABLE DTD	6,007.	5,932.
FORD MOTOR CREDIT DTD 06/06/20	10,914.	10,992.
GENERAL ELECTRIC CAPITAL CORP	5,063.	5,545.
GILEAD SCIENCES INC CALLABLE D	4,989.	5,070.
GLAXOSMITHKLINE CAP PLC CALLAB	8,023.	8,012.
GOLDMAN SACHS GROUP INC DTD	5,304.	5,543.
IBM CORP DTD 02/19/2016 3.45%	4,984.	5,115.
INTEL CORP DTD 09/19/2011 3.3%	5,001.	5,196.
J P MORGAN CHASE & CO DTD	5,471.	5,464.
JOHN DEERE CAPITAL CORP SERIES	4,998.	5,054.
KROGER CO/THE CALLABLE DTD	5,986.	5,574.
MARATHON OIL CORP CALLABLE DTD	5,483.	5,818.
MERRILL LYNCH & CO INC SERIES:	5,033.	5,315.
MOLSON COORS BREWING CO DTD	5,038.	5,147.

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FORM 990PF, PART II - CORPORATE BONDS
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DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MORGAN STANLEY DTD 10/23/2014	11,022.	11,131.
ORACLE CORPORATION DTD 04/09/0	5,232.	5,282.
PEPSICO INC SERIES: 1 DTD	5,992.	5,996.
PRUDENTIAL FINANCIAL DTD	4,978.	5,358.
ROYAL BANK OF CANADA DTD	10,998.	10,985.
SHELL INTL FIN DTD 05/10/2016	5,987.	5,946.
SUNTRUST BKS INC CALLABLE DTD	5,997.	6,003.
TARGET CORP CALLABLE 5.375%	5,076.	5,069.
TEVA PHARMACEUTICALS NE DTD	6,018.	5,680.
TORONTO-DOMINION BANK SERIES M	5,080.	5,077.
TOYOTA MOTOR CREDIT CORP SERIE	5,002.	5,201.
UNITED HEALTH GROUP INC DTD	6,003.	6,010.
VALERO ENERGY CORP CALLABLE D	5,935.	5,748.
VERIZON COMMUNICATIONS CALLABL	5,984.	5,523.
WACHOVIA CORP DTD 06/08/07 5.7	5,066.	5,095.
WALGREENS BOOTS ALLIANCE	5,026.	5,089.
TOTALS	272,839.	273,934.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

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DESCRIPTION

AMOUNT

ROUNDING
ACCRETION

1,238.
532.

TOTAL

1,770.

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FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

TIMING DIFFERENCE
AMORTIZATION

82.
4,026.

TOTAL

4,108.
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FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:

REGIONS BANK

ADDRESS:

11 NORTH WATER STREET, 28TH FLOOR
MOBILE, AL 36602

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 10,551.

OFFICER NAME:

THOMAS H O'MELIA JR

ADDRESS:

P.O. BOX 38
FULTON, AL 36446-0038

TITLE:

DISTR COMM MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

APPLETON H O'MELIA

ADDRESS:

P.O. BOX 38
FULTON, AL 36446-0038

TITLE:

DISTR COMM MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

APPLETON O'MELIA WESTON

ADDRESS:

P.O. BOX 38
FULTON, AL 36446-0038

TITLE:

DISTR COMM MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

THE O'MELIA FOUNDATION 1255000991

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

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OFFICER NAME:

VIRGINIA O'MELIA MACPHERSON

ADDRESS:

P.O. BOX 38

FULTON, AL 36446-0038

TITLE:

DISTR COMM MEMBER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION:

10,551.

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