

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

- Do not enter social security numbers on this form as it may be made public.
► Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No. 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation CURTIS FINLAY FOUNDATION INC.		A Employer identification number 63-1080992
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 298	Room/suite	B Telephone number 251-867-7706
City or town, state or province, country, and ZIP or foreign postal code BREWTON, AL 36427		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 15,090,072. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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				
3 Interest on savings and temporary cash investments	464.	464.	464.	STATEMENT 1
4 Dividends and interest from securities	464,617.	464,617.	464,617.	STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	173,119.			
b Gross sales price for all assets on line 6a 2,839,052.				
7 Capital gain net income (from Part IV, line 2)		173,119.		
8 Net short-term capital gain			N/A	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	397,843.	397,843.	397,843.	STATEMENT 3
12 Total. Add lines 1 through 11	1,036,043.	1,036,043.	862,924.	
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	6,600.	5,280.	0.	1,320.
c Other professional fees STMT 5	36,262.	29,052.	0.	7,210.
17 Interest				
18 Taxes STMT 6	9,269.	389.	0.	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	112,131.	64,721.	0.	38,530.
25 Contributions, gifts, grants paid	700,000.			700,000.
26 Total expenses and disbursements. Add lines 24 and 25	812,131.	64,721.	0.	738,530.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	223,912.			
b Net investment income (if negative, enter -0-)		971,322.		
c Adjusted net income (if negative, enter -0-)			862,924.	

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	1,037,696.	789,758.	789,758.	
	2 Savings and temporary cash investments	465,552.	466,016.	466,016.	
	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.	3,675,000.	3,986,539.	
	b Investments - corporate stock STMT 8	4,223,961.	4,591,367.	5,973,151.	
	c Investments - corporate bonds STMT 9	3,688,665.	3,792,645.	3,874,608.	
	11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment: basis ▶					
Less accumulated depreciation ▶					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	13,090,874.	13,314,786.	15,090,072.		
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	13,090,874.	13,314,786.		
	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	13,090,874.	13,314,786.			
31 Total liabilities and net assets/fund balances	13,090,874.	13,314,786.			

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	13,090,874.
2 Enter amount from Part I, line 27a	2	223,912.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	13,314,786.
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	13,314,786.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 LT (#7666)	P		
b UBS ST (#7667)	P		
c UBS LT (#7667)	P		
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 819,577.		814,485.	5,092.
b 1,313,206.		1,347,216.	-34,010.
c 706,269.		504,232.	202,037.
d			
e			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			5,092.
b			-34,010.
c			202,037.
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	173,119.
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	-34,010.

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 doesn't 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))
2016	733,000.	15,039,980.	.048737
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

2 Total of line 1, column (d)	2	.235800
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.047160
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	15,758,783.
5 Multiply line 4 by line 3	5	743,184.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,713.
7 Add lines 5 and 6	7	752,897.
8 Enter qualifying distributions from Part XII, line 4	8	738,530.

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 type="checkbox"/> and enter 1% of Part I, line 27b		1	19,426.
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	19,426.
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	19,426.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	8,000.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	8,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	7.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	11,433.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> Refunded <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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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
1c 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"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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"/> AL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the 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

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► RICHARD D. FINLAY Telephone no. ► 251-867-7706 Located at ► P.O. BOX 298, BREWTON, AL ZIP+4 ► 36427		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2017, 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 ►		X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) 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. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2017 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 2017.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2017?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions

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

☐

5b

X

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?

☐ Yes ☒ No

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

If "Yes" to 6b, file Form 8870.

6b

X

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?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, and 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	DIRECTOR			
P.O. BOX 298				
BREWTON, AL 36427	0.00	20,000.	0.	0.
SALLY FINLAY	DIRECTOR			
P.O. BOX 298				
BREWTON, AL 36427	0.00	20,000.	0.	0.
PAUL D OWENS JR	DIRECTOR			
P.O. BOX 1229				
BREWTON, AL 36427	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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,393,859.
b	Average of monthly cash balances	1b	1,411,377.
c	Fair market value of all other assets	1c	1,193,528.
d	Total (add lines 1a, b, and c)	1d	15,998,764.
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	15,998,764.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	239,981.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,758,783.
6	Minimum investment return. Enter 5% of line 5	6	787,939.

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	787,939.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	19,426.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,426.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	768,513.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	768,513.
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	768,513.

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	738,530.
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	738,530.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	738,530.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				768,513.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			693,846.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 738,530.				
a Applied to 2016, but not more than line 2a			693,846.	
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 2017 distributable amount				44,684.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (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 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				723,829.
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 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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				700,000.
Total			▶ 3a	700,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

- | 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | Yes | No |
|---|--|-------|----|
| | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

**Sign
Here**

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


Signature of officer or trustee

✓ 5-10-18
Date

DIRECTOR
Title

May the IRS discuss this return with the preparer shown below? See instr

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date

Check ☐ self-employed

PTIN

JOHN H. REAMEY

John A. Korman

5-8-18

P00527796

Firm's name ► **CARR, RIGGS & INGRAM, LLC**

Firm's EIN ▶ 72-1396621

Firm's address ► 3700 COLONNADE PARKWAY, SUITE 300
BIRMINGHAM, AL 35243

Phone no. 205-933-7822

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	464.46	464.	464.
TOTAL TO PART I, LINE 3	464.	464.	464.

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	472.	0.	472.	472.	472.
DIVIDENDS - UBS	156,839.	0.	156,839.	156,839.	156,839.
INTEREST - FEDERAL AGENCY BONDS	138,983.	0.	138,983.	138,983.	138,983.
INTEREST - UBS	168,323.	0.	168,323.	168,323.	168,323.
TO PART I, LINE 4	464,617.	0.	464,617.	464,617.	464,617.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	397,843.	397,843.	397,843.
TOTAL TO FORM 990-PF, PART I, LINE 11	397,843.	397,843.	397,843.

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	6,600.	5,280.	0.	1,320.
TO FORM 990-PF, PG 1, LN 16B	6,600.	5,280.	0.	1,320.

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	36,052.	28,842.	0.	7,210.
OTHER FEES	210.	210.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	36,262.	29,052.	0.	7,210.

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	389.	389.	0.	0.
FEDERAL EXCISE TAX	8,880.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	9,269.	389.	0.	0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
FEDERAL AGENCY BONDS	X		3,675,000.	3,986,539.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,675,000.	3,986,539.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,675,000.	3,986,539.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK		4,584,567.	5,960,055.
IBM STOCK		6,800.	13,096.
TOTAL TO FORM 990-PF, PART II, LINE 10B		4,591,367.	5,973,151.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS		3,792,645.	3,874,608.
TOTAL TO FORM 990-PF, PART II, LINE 10C		3,792,645.	3,874,608.

Curtis Finlay Foundation, Inc. (EIN: 63-1080992)
SUPPLEMENT TO FORM 990-PF
2017

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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
Brandon Patterson		Coastal Alabama Community College	5,000 00
Brooklynn Raye Linzy		Pensacola State College	5,000 00
Caleb Lane Chavers		Coastal Alabama Community College	5,000 00
Charnesia Knight		University of Alabama	5,000 00
Clayton Thomas Fischer		Troy University	5,000 00
Courtney Grantham		Florida Institute of Ultrasound	5,000 00
Elizabeth Nicole Simpson		University of Alabama at Birmingham	5,000 00
Ethan Lewis Bollenbacher		Troy University	5,000 00
Frank Mooney Nalty III		University of Alabama	5,000 00
Grace Ruzic		Auburn University	5,000 00
Jessica Rogers		Dauphin Island Sea Lab	2,250 00
Jordan Olivia Grantham		Coastal Alabama Community College	5,000 00
Joseph Lamar Booker		University of South Alabama	5,000 00
Kate Ashton Smith		University of Alabama at Birmingham	5,000 00
Kelsey C. Thompson		Athens State College	5,000 00
Kelsey C. Thompson		Athens State College	5,000 00
Leslie D. McCreary		Academic Scholarship	5,000 00
Madison Arrington		Auburn University	5,000 00
Madison Arrington		Auburn University	5,000 00
Maggie Elizabeth Rowell		Auburn University	5,000 00
Malloray Morgan Diamond		University of Alabama	5,000 00
Margaret Anne Adams		University of Alabama	5,000 00
Margaret Caroline Thomas		University of Alabama	5,000 00
Mary Allison Peace		Troy University	5,000 00
Robert Jacob Najor		Troy University	5,000 00
Trevor Lee Reaves		University of Alabama at Birmingham	5,000 00
William Brock		Embry-Riddle Aeronautical University	5,000 00
Zachary Griffin		University of Alabama	5,000 00
			<u>137,250</u>

Curtis Finlay Foundation, Inc. (EIN: 63-1080992)
SUPPLEMENT TO FORM 990-PF
2017

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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
Damascus Baptist Church	Public	Unrestricted Support	1,000
T R Miller High School Band	Public	Unrestricted Support	5,000
Birmingham Children's Theater	Public	Brewton Stage Performances	10,000
Pollard United Methodist Church	Public	Unrestricted Support	5,000
Escambia Career Readiness Center	Public	Nat'l Skills USA Championship Competition Sponsorship	2,000
Distinguished Young Woman of Escambia County, AL	Public	Scholarship Awards Pageant	500
Pollard United Methodist Church	Public	Unrestricted Support	10,000
Chamber of Commerce - Brewton-East Brewton	Public	Unrestricted Support	1,234
Escambia County Regional Child Advocacy Center	Public	Unrestricted Support	10,000
Christian Community Benevolent Fund	Public	Unrestricted Support	10,000
Appleton Volunteer Fire Department	Public	Unrestricted Support	5,000
Friendship Volunteer Fire Department	Public	Unrestricted Support	5,000
Lambeth Volunteer Fire Department	Public	Unrestricted Support	5,000
McCall Volunteer Fire Department	Public	Unrestricted Support	5,000
Roberts Volunteer Fire Department	Public	Unrestricted Support	5,000
Wallace Volunteer Fire Department	Public	Unrestricted Support	5,000
Escambia County Fire & Rescue Squad	Public	Unrestricted Support	15,000
Flomaton High School Band	Public	Unrestricted Support	25,000
W S Neal High School Band	Public	Unrestricted Support	10,000
T R Miller High School Band	Public	Unrestricted Support	10,000
Jay High School	Public	Band Program	10,000
United Fund of Brewton & East Brewton	Public	Unrestricted Support	10,000
W S Neal Quarterback Club	Public	Unrestricted Support	17,016
Rottschafer Day Care, Inc	Public	Maintenance	10,000
FSH Society, Inc	Public	Unrestricted Support	2,000
Miss Alabama Pageant, Inc	Public	Catherine Crosby Community Service Award Scholarship	10,000
Brewton Area YMCA	Public	Maintenance Fund	25,000
Pollard United Methodist Church	Public	Unrestricted Support	25,000
Wilmer Hall Children's Home	Public	In Memoriam - Elizabeth Anne Owens	15,000
St Peter Baptist Church	Public	Maintenance	4,000
First United Methodist Church_ Brewton	Public	Food Pantry	10,000
St Stephen's Episcopal Church	Public	Food Pantry	30,000
Brewton Public Library	Public	Unrestricted Support	25,000
Escambia County AL Drug Court	Public	Unrestricted Support	15,000
Fishers of Men Ministries - Alabama South	Public	Unrestricted Support	2,500
The Christmas Project	Public	Unrestricted Support	5,000
Alabama Wildlife Federation	Public	AWF Natureplex	100,000
Fishers of Men Ministries - Alabama South	Public	Unrestricted Support	2,500
My Father's Arrow	Public	Unrestricted Support	5,000
Catawba Springs Baptist Church	Public	Unrestricted Support	4,000
St Jude Children's Research Hospital	Public	In Memoriam - Capt Philip James Nordmeyer, USN	5,000
St Maurice Catholic Church	Public	In Memoriam - Philip James Nordmeyer	5,000
Hanberry Cemetary	Public	Unrestricted Support	3,500
Pollard United Methodist Church	Public	Unrestricted Support	10,000
Turtle Point Environmental Science Center	Public	In Honor of Dr Darryl Seany	5,000
Auditory-Verbal Center, Inc	Public	In Honor of Miss Emma Smith	2,500
Pollard United Methodist Church	Public	Unrestricted Support	5,000
Flomaton Public Library	Public	Unrestricted Support	5,000
T R Miller High School Band	Public	Unrestricted Support	10,000
T R Miller High School	Public	Tennis Court Construction	25,000
City of East Brewton	Public	Mayor's Discretionary Fund	15,000
			<u>562,750</u>

GRANT TOTAL 700,000

CURTIS FINLAY FOUNDATION INC.(EIN: 63-1080992)
SUPPLEMENT TO FORM 990-PF
DECEMBER 31, 2017

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	660,949
Federal Farm Credit Bank Bond, 3 96%, 09/01/2033	3,000,000	3,325,590
	<u>3,675,000</u>	<u>3,986,539</u>

Line 10 b Investments - Corporate Stock

Common Stocks - See Listing Attached	4,499,997	5,867,271
Unsettled Options - See Listing Attached	(29,705)	(29,382)
Commodities - See Listing Attached	114,275	122,166
IBM - 80 Shares Common	6,800	13,096
	<u>4,591,367</u>	<u>5,973,151</u>

Line 10 c - Corporate Bonds

Certificates of Deposit - See Listing Attached	100,000	101,842
Corporate Bonds - See Listing Attached	3,483,602	3,557,265
Preferred Securities - See Listing Attached	105,685	106,040
Government Bonds - See Listing Attached	103,358	109,461
	<u>3,792,645</u>	<u>3,874,608</u>