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EXTENDED TO MARCH 16, 2020

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

2018 Open to Public Inspection

1904

For calendar year 2018 or tax year beginning MAY 1, 2018 , and ending APR 30, 2019

Name of foundation: THE MILLER CHARITABLE FOUNDATION INC	A Employer identification number: 72-1373232
Number and street (or P O box number if mail is not delivered to street address): P. O. BOX 957 — Room/suite	B Telephone number: 251-867-3245
City or town, state or province, country, and ZIP or foreign postal code: BREWTON, AL 36427	C If exemption application is pending, check here ▶ ☐

6

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

04

03 04

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 6,510,227.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	36,593.	36,593.		STATEMENT 1
	4 Dividends and interest from securities	132,112.	132,112.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	73,879.			
	b Gross sales price for all assets on line 6a 1,870,907.				
	7 Capital gain net income (from Part IV, line 2)		73,879.		
	8 Net short-term capital gain			N/A	
	9 Income modifications			2,500.	
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	242,584.	242,584.	2,500.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	43,883.	3,883.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	50,640.	50,640.	0.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	94,523.	54,523.	0.	0.
	25 Contributions, gifts, grants paid	301,000.			301,000.
	26 Total expenses and disbursements Add lines 24 and 25	395,523.	54,523.	0.	301,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-152,939.			
	b Net investment income (if negative, enter -0-)		188,061.		
	c Adjusted net income (if negative, enter -0-)			2,500.	

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823501 12-11-18 LHA For Paperwork Reduction Act Notice, see instructions — Form **990-PF** (2018)

15050227 794202 55-30109.029 2018.05050 THE MILLER CHARITABLE FOU 55-30101

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	790,617.	211,312.	211,312.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	597,936.	592,385.	589,369.
	b Investments - corporate stock STMT 7	4,457,620.	4,871,810.	5,372,655.
	c Investments - corporate bonds STMT 8	319,879.	340,106.	336,891.
	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)	6,166,052.	6,015,613.	6,510,227.
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 ▶ [ ] 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	6,166,052.	6,013,113.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	2,500.	
	30 (29) Total net assets or fund balances	6,166,052.	6,015,613.	
	31 (30) Total liabilities and net assets/fund balances	6,166,052.	6,015,613.	

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	6,166,052.
2	Enter amount from Part I, line 27a	2	-152,939.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	2,500.
4	Add lines 1, 2, and 3	4	6,015,613.
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	6,015,613.

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	PUBLICLY TRADED SECURITIES - ST			
b	PUBLICLY TRADED SECURITIES - LT			
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	805,758.		816,729.	-10,971.
b	1,065,149.		980,299.	84,850.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) 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				-10,971.
b				84,850.
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	73,879.
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	-10,971.

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))
2017	315,098.	5,665,742.	.055615
2016	99,314.	1,907,774.	.052058
2015	103,204.	1,908,417.	.054078
2014	111,056.	2,024,452.	.054857
2013	96,000.	1,960,950.	.048956

2 Total of line 1, column (d)	2	.265564
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	.053113
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	6,306,506.
5 Multiply line 4 by line 3	5	334,957.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,881.
7 Add lines 5 and 6	7	336,838.
8 Enter qualifying distributions from Part XII, line 4	8	301,000.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	3,761.
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	3,761.
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	3,761.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018 — 6a — 35,645.		
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	35,645.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	0.
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	31,884.
11	Enter the amount of line 10 to be: **Credited to 2019 estimated tax** ▶ 31,884. **Refunded** ▶	11	0.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by *General Instruction T*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	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 2018 or the tax year beginning in 2018? See the instructions for Part XIV If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

2

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	11		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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ LARRY J. WALDREP Telephone no. ▶ 251-867-3245

Located at ▶ 115 DEER STREET, BREWTON, AL ZIP+4 ▶ 36426

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

			Yes	No
16	At any time during calendar year 2018, 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		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.

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ 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 ☒ 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 ☒ 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 N/A	1b		
	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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ Yes ☒ 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	2b		
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 ☒ No			
b	If "Yes," did it have excess business holdings in 2018 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 2018.) 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 2018?	4b		X

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

			Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	Yes [X] 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 [X] No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions	N/A	5b		
Organizations relying on a current notice regarding disaster assistance, check here	▶ [ ]			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	[ ] Yes [ ] No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	Yes [X] 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 [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		
8 Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment(s) during the year?	Yes [X] No			

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
NANCY M. MELTON 20 VALHALLA DRIVE EVERGREEN, AL 36401	PRESIDENT 0.00	0.	0.	0.
JEAN MILLER STIMPSON 65 OAKLAND AVENUE MOBILE, AL 36608	SECRETARY/TREASURER 0.00	0.	0.	0.
J. MCGOWIN MILLER 4453 FREDERICKSBURG CIRCLE BIRMINGHAM, AL 35213	DIRECTOR 0.00	0.	0.	0.
DAVID JOHN MILLER 77 EAGLE RIDGE TRAIL CLEVELAND, GA 30528	DIRECTOR 0.00	0.	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

Form **990-PF** (2018)

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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.

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	6,040,706.
b	Average of monthly cash balances			1b	361,838.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	6,402,544.
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	6,402,544.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	96,038.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	6,306,506.
6	**Minimum investment return** Enter 5% of line 5			6	315,325.

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	315,325.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	3,761.		
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,761.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	311,564.
4	Recoveries of amounts treated as qualifying distributions			4	2,500.
5	Add lines 3 and 4			5	314,064.
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	314,064.

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	301,000.
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	301,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	301,000.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				314,064.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			21,452.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ $ 301,000.				
a Applied to 2017, but not more than line 2a			21,452.	
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 2018 distributable amount				279,548.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				34,516.
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 2013 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2019.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, 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)

	Tax year	Prior 3 years			
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

NANCY M. MELTON, (251) 867-3245
P.O. BOX 957, BREWTON, AL 36427

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

LETTER DETAILING REQUEST AND INFORMATION ON THE ORGANIZATION.

c Any submission deadlines:

NONE

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

501(C)(3) ORGANIZATIONS, SCHOOLS, ETC.

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LISTING				301,000.
Total			▶ 3a	301,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	36,593.	
4 Dividends and interest from securities			14	132,112.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	73,879.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		242,584.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 242,584.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	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 (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

▶ Nancy M. Melton — 3/13/20 ▶ PRESIDENT

Signature of officer or trustee — Date — 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 ☐ if self-employed	PTIN
BRIAN S. FAIRCLOTH		2/28/2020		P00922306

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
MERRILL LYNCH	36,566.	36,566.	0.
TRUSTMARK	27.	27.	0.
TOTAL TO PART I, LINE 3	36,593.	36,593.	0.

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
MERRILL LYNCH	132,112.	0.	132,112.	132,112.	0.
TO PART I, LINE 4	132,112.	0.	132,112.	132,112.	0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	3,883.	3,883.	0.	0.
EXCISE TAX - PY	40,000.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	43,883.	3,883.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEPOSITORY FEES	936.	936.	0.	0.
ADVISORY FEES	49,704.	49,704.	0.	0.
TO FORM 990-PF, PG 1, LN 23	50,640.	50,640.	0.	0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 5

DESCRIPTION	AMOUNT
RECOVERY OF AMOUNT PREVIOUSLY TREATED AS A QUALIFYING DISTRIBUTION	2,500.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,500.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT SECURITIES		X	592,385.	589,369.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			592,385.	589,369.
TOTAL TO FORM 990-PF, PART II, LINE 10A			592,385.	589,369.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK AND MUTUAL FUNDS	4,871,810.	5,372,655.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,871,810.	5,372,655.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	340,106.	336,891.
TOTAL TO FORM 990-PF, PART II, LINE 10C	340,106.	336,891.

The Miller Charitable Foundation, Inc.
Tax Schedule
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Part II, Line 10a

Government Securities		Book Beg of Year	Book End of Year	FMV
1,000	FEDERAL NATL MTG ASSOC	997	-	-
12,000	FEDERAL NATL MTG ASSOC BONDS	18,523	16,750	16,468
73,000	FEDERAL NATL MTG ASSOC BONDS	72,879	-	-
1,000	FEDERAL NATL MTG ASSOC BONDS		1,317	1,372
1,000	FHLMC G0 8702	4,689		
5,000	FHLMC G0 8702		3,436	3,395
48,000	FHLMC G0 8737	46,841	40,205	39,369
2,000	FHLMC G0 8737	1,816	1,656	1,640
106,000	FNMA PAS9485	100,504	92,407	90,248
1,000	FNMA PAS8276		795	817
2,000	FNMA PMA2806	1,746	-	-
3,000	FNMA PMA2806		2,386	2,447
2,000	FNMA PMA2806		1,599	1,631
48,000	FNMA PMA2995	44,569	-	-
4,000	FNMA PMA3008	3,518	2,914	2,849
67,000	FNMA PMA3073	61,727	52,932	51,318
12,000	FNMA PMA3073		9,158	9,191
34,000	FNMA PMA3182	39,048	31,540	30,955
48,000	FNMA PMA3210	50,608	43,184	43,856
9,000	FNMA PMA3210		8,066	8,223
9,000	FNMA PMA3210		8,054	8,223
6,000	FNMA PMA3210		5,377	5,482
2,000	FNMA PMA3333	2,030	-	-
1,000	FNMA PMA3385	-	923	923
5,000	FNMA PMA3444		4,684	4,724
5,000	FNMA PMA3444		4,685	4,724
46,000	FNMA PMA3594		47,305	47,441
35,000	U S TREASURY BOND	36,566	-	-
34,000	U S TREASURY BOND	36,820	32,099	31,256
1,000	U S TREASURY BOND	911	911	919
1,000	U S TREASURY BOND	1,010	1,009	1,015
19,000	U S TREASURY BOND	18,492	18,492	19,281
3,000	U S TREASURY BOND		2,663	2,758
3,000	U S TREASURY BOND		2,946	3,044
2,000	U S TREASURY BOND		1,692	1,839
3,000	U S TREASURY BOND		2,809	3,044
28,000	U S TREASURY NOTE	18,282	29,221	28,414
17,000	U S TREASURY NOTE		17,190	16,950
19,000	U S TREASURY NOTE	18,728	18,728	18,944
16,000	U S TREASURY NOTE	17,632	15,673	16,339
1,000	U S TREASURY NOTE		984	1,021
2,000	U S TREASURY NOTE		1,964	1,994
1,000	U S TREASURY NOTE		964	1,021
66,000	U S TREASURY NOTE	-	65,670	66,235
		597,936	592,385	589,369

The Miller Charitable Foundation, Inc.
Tax Schedule
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Part II, Line 10b

Stocks and Mutual Funds

Quantity	Security Description	Book Beg of Year	Book End of Year	FMV
143	3M COMPANY	28,523	29,609	27,100
1,207	A P MOELLER - MAERSK	7,436	11,140	7,833
258	ABBOTT LABS	16,854	12,982	20,526
157	ABBVIE INC SHS	40,928	14,496	12,464
30	ABIOMED INC	-	10,618	8,322
446	ACADIA HEALTHCARE CO INC	17,108	20,091	14,281
182	ACCENTURE PLC SHS	26,583	26,679	33,246
177	ADECCO GROUP AG	4,698	6,192	5,104
268	ADOBE SYSTEMS INC RSTD SHS	42,636	43,853	77,519
-	AES CORP	12,129	-	-
142	AIR PRODUCTS&CHEM	22,209	21,163	29,222
159	AKZO NOBEL N V SPNSD ADR	8,470	5,373	4,510
347	ALCON SA ACT NOM	-	19,012	20,195
-	ALLEGION PLC SHS	7,339	-	-
49	ALLERGAN PLC	5,963	9,541	7,203
49	ALPHABET INC SHS CLC	39,971	46,921	58,236
354	ALTRIA GROUP INC	33,241	21,125	19,233
10	AMAZON COM INC	-	16,234	19,265
110	AMBARELLA INC	4,426	5,210	5,513
322	AMCOR LTD AUS ADR NEW	13,327	13,754	14,559
177	AMERIPRISE FINL INC	24,660	25,500	25,978
227	AMGEN INC COM	50,457	39,973	40,706
104	AMPHENOL CORP CL A NEW	9,875	8,307	10,354
90	ANHEUSER-BUSCH INBEV ADR	5,039	7,443	8,005
66	ANSELL LTD-SPON ADR	5,511	5,182	5,017
140	ANSYS INC COM	17,740	18,775	27,412
26	ANTA SPORTS PROD-UNSPON	4,807	3,391	4,537
272	APPLE INC	37,079	27,458	54,582
-	ARCHER DANIELS MIDLD	13,779	-	-
21	ARISTA NETWORKS INC	-	6,476	6,558
175	ASTRAZENECA PLC SPND ADR	10,701	6,176	6,591
382	ATOS ORIGN SA UN SP	-	7,547	7,863
90	AUTOMATIC DATA PROC	5,698	11,852	14,795
69	AVERY DENNISON CORP	6,334	6,614	7,635
446	AVIVA PLC SHS	4,449	5,874	5,038
490	AXA -SPONS ADR	11,988	14,027	12,956
365	BAE SUS PLC SPN ADR	-	9,642	9,370
57	BAIDU INC SPON ADR	-	9,723	9,475
2,902	BANCO BILBAO VIZCAYA ARGENTARIA S A ADR	24,959	24,786	17,673
2,559	BANCO SANTANDER SA ADR	8,946	15,246	12,769
905	BARCLAYS PLC ADR	3,704	8,756	7,747
-	BARNES GROUP INC DE $ 01	7,437	-	-
412	BASF SE SPONSORED ADR	6,777	9,457	8,409
736	BAYER AG SPADR	9,140	18,163	12,357
369	BAYERISCHE MOTOREN WERKE AG	7,297	11,956	10,476
660	BB&T CORPORATION	33,068	31,192	33,792

37	BLACKROCK INC	17,579	15,910	17,954
636	BNP PARIBAS SPONSORD ADR	8,512	20,947	16,943
323	BOK FINCL CORP NEW	21,961	28,981	28,146
19	BOOKING HLDGS INC USD0 008	20,925	40,214	35,245
270	BP PLC SPON ADR	10,167	9,612	11,807
335	BRITISH AMN TOBACO SPADR	20,088	16,651	13,132
134	BROADCOM LTD	26,846	34,224	42,666
50	BURLINGTON STORES INC	6,898	5,653	8,446
-	CABOT OIL & GAS CORP	12,008	-	-
-	CAMBREX CORP COM	7,492	-	-
254	CAPITAL ONE FINL	19,161	21,387	23,579
102	CAPRI HOLDINGS LTD	-	4,241	4,496
-	CARNIVAL PLC ADR	4,454	-	-
-	CARTER HOLDINGS INC	5,825	-	-
550	CATHAY PAC AIR NEW SPADR	-	4,579	4,590
189	CDW CORP	12,695	13,446	19,958
2,061	CEMEX SAB DE CV SPND ADR	9,186	14,815	9,481
54	CHARLES RIVER LABS INTL	7,159	5,689	7,585
191	CHEVRON CORP	13,633	22,228	22,931
-	CHIBA BANK LTD SHS	2,045	-	-
470	CHINA CONSTRUCT UNSPN AD	6,561	8,037	8,272
360	CHOW TAI FOOK JEWELLERY GROUP LTD	3,046	3,615	3,830
135	CHUBB LTD	20,486	20,064	19,602
109	CHURCH&DWIGHT CO INC	7,559	5,424	8,170
520	CIE FINANCIERE RICHEMONT SA SHS	-	3,481	3,791
1,938	CIELO SA SPONSORED ADR	4,552	9,106	3,721
39	CINTAS CORP OHIO	6,159	5,290	8,468
1,082	CISCO SYSTEMS INC COM	35,133	31,855	60,538
89	CITIZENS FINL GROUP INC SHS	3,889	3,682	3,222
891	CNH INDUSTRIAL NV	4,296	10,073	9,712
942	COCA COLA COM	30,116	42,279	46,215
-	COGNEX CORP	7,491	-	-
-	COGNIZANT TECH SOLUTNS A	17,868	-	-
-	COLGATE PALMOLIVE	14,929	-	-
300	COMCAST CORP NEW CL A	-	11,528	13,059
570	CONTINENTAL AG SPNRD ADR	3,906	9,357	9,493
60	COOPER COS INC COM NEW	21,280	14,696	17,395
129	COPART INC COM	6,720	5,522	8,684
-	CREDIT SUISSE GP SP ADR	6,249	-	-
206	CROWN CASTLE REIT INC SHS	22,503	21,137	25,911
271	CULLEN FRST BKRS PV$0 01	22,409	25,987	27,558
-	DAIWA SECURITIES GROUP	4,000	-	-
252	DANAHER CORP DEL COM	21,850	20,975	33,375
308	DANONE-SPONS ADR	4,621	5,049	4,996
79	DBS GROUP HLDGS SPN ADR	8,724	6,585	6,591
411	DEUTSCHE POST AG SHS SP ADR	14,332	16,605	14,299
55	DIAGEO PLC SPSD ADR NEW	14,904	7,385	9,275
-	DOWDUPONT INC COM	20,281	-	-
352	EAST WEST BANCORP INC	19,779	22,874	18,121
93	ECOLAB INC	17,852	12,499	17,119
59	EDWARDS LIFESCIENCESCRP	6,236	7,231	10,388
303	ELANCO ANIMAL HEALTH INC	-	9,494	9,545
211	ELECTRONIC ARTS INC DEL	9,214	23,915	19,971
301	ELI LILLY & CO	-	34,041	35,229
268	EMERSON ELEC CO	-	19,260	19,025

909	ENCANA CORP	4,589	7,773	6,299
-	EQT CORP	17,293	-	-
124	EQTY LIFESTYLS PPTYS INC	-	11,987	14,471
115	ETSY INC SHS	-	5,860	7,767
41	EVERSOURCE ENERGY COM	-	2,896	2,938
138	EXXON MOB IL CORP COM	11,549	10,729	11,079
77	FIRST REP BK SAN FRNCISC	7,761	7,890	8,133
61	FIVE BELOW INC	-	6,446	8,930
401	G4S PLC SHS	7,424	6,751	5,634
153	GENERAC HLDGS INC	-	8,747	8,413
129	GENL DYNAMICS CORP	23,094	25,959	23,055
222	GENPACT LTD HAMILTON	7,032	6,458	8,059
116	GENUINE PARTS CO	12,377	10,111	11,895
-	GILEAD SCIENCES INC COM	25,141	-	-
-	GIVAUDAN SA UNSP ADR	8,311	-	-
321	GLAXOSMITHKLINE PLC	8,855	12,703	13,203
904	GLENCORE PLC	-	7,136	7,133
1,186	GREEK ORGANISATION OF FOOTBALL	4,432	6,626	6,321
520	HALLIBURTON COMPANY	13,619	22,102	14,732
-	HASBRO INC COM	12,699	-	-
180	HE SUPPLY HLDGS INC	-	8,095	8,224
331	HEIDELBERGCEMENT AG SHS	4,379	6,028	5,357
129	HEINEKEN N V ADR	7,398	6,865	6,979
108	HENGAN INTL GROUP-UNSPON	4,065	4,652	4,746
185	HITACHI LTD 10 NEW ADR	9,495	12,304	12,326
447	HOME DEPOT INC	47,141	40,276	91,054
400	HONDA MOTOR ADR NEW	10,184	11,236	11,156
189	HONEYWELL INTL INC	27,668	25,208	32,816
90	HOYA CORP	7,418	5,234	6,354
339	HP INC	7,874	7,692	6,763
233	HSBC HLDG PLC	8,994	10,995	10,152
108	HYATT HOTELS CORP	8,276	8,248	8,287
706	HYPERMARCAS S A-SPN	3,900	6,136	5,074
51	IDEX CORP DELAWARE COM	-	7,568	7,990
88	ILLINOIS TOOL WORKS INC	13,372	12,553	13,695
516	IMPERIAL BRANDS PLC	16,391	18,419	16,512
-	INCITEC PIVOT LTD-SPONS	8,358	-	-
-	INDRA SISTEMAS SA SHS	10,686	-	-
430	INFOSYS TECH LTD ADR	4,215	3,454	4,627
412	INTERCONTINENTAL EXCHANGE INC	25,778	27,952	33,516
779	INTESA SANPAOLO SPON ADR	6,364	13,880	12,254
68	INTL FLAVORS&FRAGRNC	17,576	9,421	9,370
261	INTL PAPER CO	9,183	12,879	12,217
-	IPG PHOTONICS CORP DEL	5,593	-	-
2,818	ISHARES SHORT TREASURY BOND	-	311,586	311,558
857	ITAU UNIBANCO BANCO HOLD SA	6,026	6,875	7,413
56	JACK HENRY & ASSOC INC	6,467	5,785	8,347
-	JAPAN TOBACCO INC	11,281	-	-
55	JAZZ PHARMACEUTICALS PLC SHS	-	9,496	7,137
376	JOHNSON AND JOHNSON	69,732	50,408	53,091
563	JOHNSON CONTROLS INTER	22,562	21,309	21,113
543	JPMORGAN CHASE & CO	51,084	50,791	63,015
90	KEYSIGHT TECHNOLOGIES INC	-	5,402	7,833
208	KONE OYJEUR PAR ORDINARY	9,434	10,476	11,390
212	KONINKL PHIL NV SH NEW	-	8,808	9,116

586	KROGER CO	16,023	13,569	15,107
-	KT CORP ADR	4,637	-	-
104	LAMB WESTON HOLDINGS INC REG SHS	7,952	6,172	7,285
-	LCI INDUSTRIES	7,782	-	-
8	LENNAR CORP CL B	352	352	334
402	LENNAR CORP CLA	23,055	21,439	20,916
30	LENNOX INTL INC	6,397	5,081	8,144
43	LITIELFUSE INC DEL COM	-	9,650	8,645
81	LOCKHEED MART IN CORP	26,939	24,854	27,000
135	LYONDELLBASELL INDUSTRIE	12,787	11,883	11,911
41	M&T BANK CORPORATION	7,984	7,440	6,973
527	MARSH & MCLENNAN COS INC	38,770	42,378	49,691
106	MARTIN MARIETTA MATLS	24,001	21,719	23,521
197	MASCO CORP	20,649	7,428	7,695
213	MASTERCARD INC	32,209	29,839	54,153
163	MAXIM INTEGRATED PRODS	11,692	7,612	9,780
52	MC CORMICK NON VTG	12,874	5,168	8,006
171	MCDONALDS CORP COM	19,792	27,680	33,784
783	MEDTRONIC PLC SHS	61,493	66,576	69,538
11	METTLER-TOLEDO INTL INC	7,024	6,395	8,198
342	MICROCHIP TECHNOLOGY INC	24,979	28,767	34,162
1,332	MICROSOFT CORP	118,146	99,694	173,959
2,489	MITSUBISHI UFJ FINL GRP INC	13,636	15,427	12,345
-	MKS INSTRUMENTS INC COM	6,839	-	-
201	MONDELEZ INTERNATIONAL	17,153	9,246	10,221
58	MONOLITHIC PWR SYSTEMS INC	6,600	5,923	9,031
-	MYLAN N V	4,495	-	-
329	NAT FUEL GAS CO NJ $1	20,283	19,481	19,480
131	NESTLES A REP RG SH ADR	12,677	10,150	12,645
260	NEWCREST MNG LTD SPN ADR	4,588	4,369	4,599
202	NEXTERA ENERGY INC SHS	32,257	30,481	39,277
488	NOVARTIS ADR	43,210	35,140	40,128
158	NOVO NORDISK A S ADR	5,771	7,743	7,744
-	NSK LTD ADR	3,978	-	-
144	NUTRIEN LTD REG SHS	-	7,662	7,802
55	O' REILLY AUTOMOTIVE INC	15,252	12,861	20,821
54	OLD DOMINION FGHT LINES	7,468	7,457	8,061
70	ONEOK INC	-	4,471	4,755
328	OSHKOSH CORPORATION	23,843	24,383	27,090
132	PARKER HANNIFIN CORP	-	21,931	23,903
438	PAYCHEX INC	20,627	26,485	36,928
41	PAYCOM SOFTWARE INC	7,242	4,517	8,304
463	PAYPAL HOLDINGS INC SHS	33,939	29,273	52,213
610	PEPSICO INC	68,895	71,415	78,111
801	PFIZER INC	24,583	27,711	32,529
175	PHILIP MORRIS INTL INC	34,537	16,120	15,148
352	PHILLIPS 66 SHS	31,855	32,431	33,183
99	PIONEER NATURAL RES CO	12,831	13,335	16,480
1,049	PJSC GAXPROM ADR	3,735	4,138	5,266
47	POOL CORPORATION	5,839	5,147	8,636
137	POSCO SPN ADR	6,387	9,316	7,558
210	PPG INDUSTRIES INC SHS	22,618	21,867	24,675
-	PRADA S P A -UNSP ADR	5,140	-	-
80	PROCTER & GAMBLE CO	9,367	6,109	8,518
167	PROGRESSIVE CRP OHIO	-	12,127	13,051

-	PROSIEBENSAT 1 MEDIA SE	4,714	-	-
64	PVH CORP	6,723	7,940	8,255
94	QUALYS INC COME	-	8,383	8,484
97	RAYMOND JAMES FINL INC	6,412	7,867	8,882
147	RAYTHEON CO DELAWARE NEW	28,667	27,232	26,106
61	RBC BEARINGS INC	-	8,658	8,391
220	REALTY INCM CRP MD PV$1 REIT	9,980	13,010	15,402
217	RELX PLC	-	4,571	4,978
75	RESMED INC	5,896	5,505	7,838
81	RIO TINTO PLC SPNSRD ADR	8,072	3,700	4,771
180	ROCHE HLDG LTD SPN ADR	10,072	5,558	5,951
264	ROGERS COMMUNICATIONS B	15,263	11,748	13,284
186	ROLLINS INC	-	7,583	7,193
295	ROSS STORES INC COM	21,235	19,272	28,810
1,453	ROYAL BK SCOTLAND GR ADR	4,258	10,013	9,285
-	ROYAL DUTCH SHELL PLC SPONS ADR A	6,075	-	-
-	RPC INC	7,911	-	-
450	SAIPEM SP A ADR	-	4,242	4,517
113	SANOFI ADR	14,101	4,463	4,941
-	SCHEIN (HENRY) INC COM	7,649	-	-
940	SCHNEIDER ELEC SE ADR	5,156	15,056	16,389
278	SCHWAB CHARLES CORP NEW	17,812	13,041	12,727
160	SEMPRA ENERGY	18,283	18,694	20,472
162	SENSATA TECHNOLOGIES HLDG PLC REGISTE	3,940	7,465	8,090
170	SGS SA ADR	4,917	4,379	4,494
89	SHINHAN FINL GRP SP ADR	3,672	4,206	3,373
118	SIMON PROPERTY GROUP DEL REIT	8,366	20,097	20,497
95	SKYWORKS SOLUTIONS INC	-	8,336	8,377
-	SNAP ON INC COM	7,116	-	-
416	SONIC HEALTHCARE LTD SHS ADR	7,013	7,328	7,532
517	SONY CORP ADR NEW	3,587	23,653	26,041
123	SS AND C TECHNOLOGIES HOLDINGS INC	6,124	5,036	8,322
-	STANDARD LIFE ABERDEEN PLC	4,724	-	-
139	STANLEY BLACK & DECKER INC	14,552	20,994	20,377
423	STARBUCKS CORP	9,746	22,281	32,859
61	STERIS PLC SHS	7,409	5,512	7,990
1,112	SUMITOMO MITSUI-UNSPONS ADR	6,778	8,442	8,106
120	SUN COMMNTYS INC REIT	-	12,012	14,770
1,209	SVENSKA HANDELSBANKEN AB SHS	5,824	7,200	6,625
68	SYNOPSYS INC	6,910	5,426	8,233
217	TAIWAN S MANUFCTRING ADR	9,957	9,262	9,509
82	TAKE TWO INTER SOFTWARE	-	9,946	7,940
757	TELECOM ITALIA S P A NEW	4,590	6,710	4,179
433	TELUS CORP COM	16,328	15,121	15,952
299	TEVA PHARMACTCL INDS ADR	4,575	5,302	4,551
398	TEXAS INSTRUMENTS	31,014	34,546	46,896
-	TEXAS ROADHOUSE INC-CL A	6,624	-	-
123	THERMO FISHER SCIENTIFIC INC	23,745	22,374	34,126
342	THYSSENKRUPP AG-SPON	2,333	6,987	4,834
-	TIME WARNER INC SHS	37,037	-	-
212	TOTAL S A SP ADR	10,739	11,251	11,802
83	TRACTOR SUPPLY CO	8,785	6,012	8,591
133	TRAVELSKY TECHNOLOGY LTD	3,335	3,680	3,390
3,196	TURKIYE GRTI BK SPN ADR	4,549	3,472	4,347
604	TWITTER INC	-	20,797	24,106

780	UBS GROUP AG NAMEN-AKT	8,583	12,470	10,483
555	UNILEVER NV NY REG SHS	36,921	31,813	33,583
152	UNITED OVERSEAS BK SPN ADR	-	5,701	6,215
-	UNITED PARCEL SVC CL B	4,782	-	-
76	UNITED TECHS CORP COM	10,297	9,356	10,838
415	US BANCORP	11,660	21,495	22,128
119	VALERO ENERGY CORP NEW	8,688	8,602	10,789
-	VENTAS INC REIT	13,597	-	-
392	VODAFONE GROUP PLC SHS ADR	4,589	9,306	7,260
455	VOLKSWAGEN AG-UNSP	-	7,581	7,908
-	WABCO HOLDINGS INC	7,346	-	-
283	WALGREENS BOOTS ALLIANCE INC	22,432	22,641	15,160
126	WALMART INC	17,194	12,562	12,958
261	WEC ENERGY GROUP INC SHS	23,494	16,902	20,470
272	WELLS FARGO & CO NEW DEL	7,180	13,715	13,168
15,126	WESTERN ASSET SMASH SERIES C FUND	137,894	147,297	143,394
41,264	WESTERN ASSET SMASH SERIES EC FUND	374,311	391,725	370,551
37,665	WESTERN ASSET SMASH SERIES M FUND	407,780	412,209	416,198
-	WHITBREAD PLC AMERICAN	4,306	-	-
1,134	WIENERBERGER BAUST SPADR	6,408	5,380	5,103
404	WILLIAMS COMPANIES DEL	13,042	11,871	11,445
-	WPP PLC NEW/ADR	7,232	-	-
99	XYLEM INC SHS ISSUED	-	7,088	8,257
37	ZEBRA TECHNOLOGIES CRP A	-	6,029	7,812
241	ZOETIS INC	16,199	19,949	24,543
181,430	shs	4,457,620	4,871,810	5,372,655

The Miller Charitable Foundation, Inc.
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72-1373232

Part II, Line 10c

Corporate Bonds

		Book Beg of Year	Book End of Year	FMV
28,000	CITIGROUP INC	28,051	28,809	28,538
26,000	COMCAST CORP		27,164	27,520
16,000	ENTERPRISE PRODUCTS OPER	19,187	18,952	18,637
26,000	GENERAL ELEC CAP CORP	26,989	31,183	28,056
35,000	JPMORGAN CHASE & CO	35,760	36,642	37,238
37,000	MICROSOFT CORP	36,723	37,380	37,095
19,000	MORGAN STANLEY	18,230	19,102	18,977
29,000	SHELL INTERNATIONAL FIN	26,935	27,789	27,955
34,000	VERIZON COMMUNICATIONS	35,322	36,816	37,208
18,000	BP CAPITAL MARKETS PLC	18,749	-	-
28,000	WELLS FARGO & COMPANY	27,585	28,357	28,111
46,000	GOLDMAN SACHS GROUP INC	46,348	47,913	47,556
		319,879	340,106	336,891

The Miller Charitable Foundation, Inc.
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Part XV, Line 3a

Recipient	Relationship	Status	Purpose	Amount
Alabama Baptist Children's Home P O Box 361767 Birmingham, AL 35236-1767	None	Qualified	Unrestricted contribution	25,000
The Chapel at Steelwood Foundation 31925 Steelwood Ridge Road Loxley, AL 36551	None	Qualified	Unrestricted contribution	25,000
Auburn University Foundation 317 South College Street Auburn, AL 36849	None	Qualified	Unrestricted contribution	20,000
Mossy Creek United Methodist Church 2154 Post Road Cleveland, GA 30528	None	Qualified	Unrestricted contribution	20,000
Air Commando Foundation P O Box 7 Mary Esther, FL 32569	None	Qualified	Unrestricted contribution	17,500
St Joseph Bay Humane Society P O Box 361 Port St Joe, FL 32457	None	Qualified	Unrestricted contribution	17,500
Middlebridge School 333 Ocean Road Narragansett, RI 02882	None	Qualified	Unrestricted contribution	15,000
UAB Department of Neurosurgery 510 Twentieth St South Birmingham, AL 35294-3410	None	Qualified	Unrestricted contribution	15,000
Wilmer Hall 3811 Old Shell Road Mobile, AL 36608	None	Qualified	Unrestricted contribution	15,000
Alabama Wildlife Federation 3050 Lanark Road Millbrook, AL 36054	None	Qualified	Unrestricted contribution	10,000
Evergreen Baptist Church 107 Park Street Evergreen, AL 36401	None	Qualified	Unrestricted contribution	10,000
University of Alabama Law School Foundatior P O Box 870382 Tuscaloosa, AL 35487-0382	None	Qualified	Unrestricted contribution	10,000
Women's Resource Center 308 South Sage Avenue Mobile, AL 36606	None	Qualified	Unrestricted contribution	7,500
American Cancer Society 1110 Montlimar Dr, Suite 420 Mobile, AL 36609	None	Qualified	Unrestricted contribution	5,000
American Heart Association 10 Glenlake Pkwy South Tower Ste 400 Atlanta, GA 30328	None	Qualified	Unrestricted contribution	5,000
Big Brother Big Sister 101 N Water Street Mobile, AL 36602	None	Qualified	Unrestricted contribution	5,000

The Miller Charitable Foundation, Inc
Tax Schedule
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Part XV, Line 3a (continued)

Recipient	Relationship	Status	Purpose	Amount
FARE International, Inc 1394 Post Road Cleveland, GA 30528	None	Qualified	Unrestricted contribution	5,000
JH Ranch Israel 402 Office Park Drive Suite 215 Birmingham, AL 35223	None	Qualified	Unrestricted contribution	5,000
Home of Grace 394 Aldock Rd Eight Mile, AL 36613	None	Qualified	Unrestricted contribution	5,000
Mountain Brook City School Foundation 32 Vine Street Mountain Brook, AL 35213	None	Qualified	Unrestricted contribution	5,000
O'Neal Comprehensive Cancer Center 1720 Second Avenue South Birmingham, AL 35294-3300	None	Qualified	Unrestricted contribution	5,000
Prichard Preparatory School PO Box 617 Saraland, AL 36571	None	Qualified	Unrestricted contribution	5,000
The Medical Center Foundation 2150 Limestone Parkway Suite 115 Gainesville, GA 30501	None	Qualified	Unrestricted contribution	5,000
UMS-Wright Preparatory School 65 N Mobile Street Mobile, AL 36607	None	Qualified	Unrestricted contribution	5,000
Big Oak Ranch PO Box 507 Springville, AL 35146	None	Qualified	Unrestricted contribution	2,500
Camp Rap A Hope 2701 Airport Blvd Mobile, AL 36606	None	Qualified	Unrestricted contribution	2,500
Crimson Tide Foundation Mobile, AL 36606	None	Qualified	Unrestricted contribution	2,500
JH Outback 402 Office Park Drive Suite 310 Birmingham, AL 35223	None	Qualified	Unrestricted contribution	2,500
Goodwill Easter Seals of the Gulf Coast 2448 Gordon Smith Drive Mobile, AL 36617	None	Qualified	Unrestricted contribution	2,500
McKemie Place P O Box 9082 Mobile, AL 36691	None	Qualified	Unrestricted contribution	2,500

The Miller Charitable Foundation, Inc.
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Part XV, Line 3a (continued)

Recipient	Relationship	Status	Purpose	Amount
Mulherin Custodial House 2496 Halls Mill Road Mobile, AL 36606	None	Qualified	Unrestricted contribution	2,500
Penelope House P O Box 9127 Mobile, AL 36691	None	Qualified	Unrestricted contribution	2,500
Salvation Army PO Box 1025 Mobile, AL 36633	None	Qualified	Unrestricted contribution	2,500
St Jude Children's Research Hospital 501 St Jude Place Memphis, TN 38105	None	Qualified	Unrestricted contribution	2,500
United Methodist Children's Home 3140 Zelda Ct Montgomery, AL 36106	None	Qualified	Unrestricted contribution	2,500
Boys & Girls Club P O Box 6724 Mobile, AL 36660	None	Qualified	Unrestricted contribution	1,500
Boy Scouts of America PO Box 467 Brewton, AL 36427	None	Qualified	Unrestricted contribution	1,500
Drug Education Council 3000 Television Avenue Mobile, AL 36606	None	Qualified	Unrestricted contribution	1,000
Mobile Ballet 4351 Downtowner Loop, N Mobile, AL 36609	None	Qualified	Unrestricted contribution	1,000
Mobile Museum of Art 4850 Museum Drive Mobile, AL 36608	None	Qualified	Unrestricted contribution	1,000
Mobile Opera 257 Dauphin Street Mobile, AL 36602	None	Qualified	Unrestricted contribution	1,000
Mobile Rescue Mission 279 N Washington Street Mobile, AL 36603	None	Qualified	Unrestricted contribution	1,000
Mobile Symphony 257 Dauphin Street Mobile, AL 36602	None	Qualified	Unrestricted contribution	1,000
Southern Research Change Campaign for Cancer 2000 9th Avenue South Birmingham, AL 35205	None	Qualified	Unrestricted contribution	1,000
Victory Health Partners 3750 Professional Parkway Mobile, AL 36609	None	Qualified	Unrestricted contribution	1,000
				301,000