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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

2020

Open to Public Inspection

For calendar year 2020, or tax year beginning 01-01-2020 , and ending 12-31-2020

Name of foundation
WE3 FUND
C/O REGIONS PRIVATE WEALTH MGMT

A Employer identification number
61-6625806

Number and street (or P.O. box number if mail is not delivered to street address) PO BOX 2450
Room/suite

B Telephone number (see instructions)
(334) 230-6103

City or town, state or province, country, and ZIP or foreign postal code
MONTGOMERY, AL 361022450

C If exemption application is pending, check here ▶ ☐

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 ... ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16*) ▶$ 2,184,874

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) (see instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	15,885	15,885		
	4	Dividends and interest from securities	38,422	38,422		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,816			
	b	Gross sales price for all assets on line 6a 383,884				
	7	Capital gain net income (from Part IV, line 2)		1,816		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	91	91		
	12	**Total.** Add lines 1 through 11	56,214	56,214		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	10,010	3,504		6,506
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,350			1,350
	c	Other professional fees (attach schedule)				
	17	Interest	668	668		
	18	Taxes (attach schedule) (see instructions)	663	383		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12,691	4,555		7,856
	25	Contributions, gifts, grants paid	108,502			108,502
	26	**Total expenses and disbursements.** Add lines 24 and 25	121,193	4,555		116,358
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-64,979			
	b	**Net investment income** (if negative, enter -0-)		51,659		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	92,325	24,689	24,689
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,459,299	1,460,811	2,155,163
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	2,911	5,022	5,022
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,554,535	1,490,522	2,184,874
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	56	49	
	23	**Total liabilities**(add lines 17 through 22)	56	49	
Net Assets or Fund Balances		**Foundations that follow FASB ASC 958, check here ▶** ☐ **and complete lines 24, 25, 29 and 30.**			
	24	Net assets without donor restrictions			
	25	Net assets with donor restrictions			
		Foundations that do not follow FASB ASC 958, check here ▶ ☑ **and complete lines 26 through 30.**			
	26	Capital stock, trust principal, or current funds	1,554,479	1,490,473	
	27	Paid-in or capital surplus, or land, bldg., and equipment fund			
	28	Retained earnings, accumulated income, endowment, or other funds			
	29	**Total net assets or fund balances** (see instructions)	1,554,479	1,490,473	
	30	**Total liabilities and net assets/fund balances** (see instructions)	1,554,535	1,490,522	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	1,554,479
2	Enter amount from Part I, line 27a	2	-64,979
3	Other increases not included in line 2 (itemize) ▶	3	973
4	Add lines 1, 2, and 3	4	1,490,473
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	1,490,473

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a	SHORT TERM GAIN (LOSSES)	P		
b	SEE SALES DETAIL ATTACHMENT	P		
c	LONG TERM GAINS (LOSSES)	P		
d	SEE SALES DETAIL ATTACHMENT	P		
e	LITIGATION SETTLEMENT THRU REGIONS	P		

	(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	72,851		78,059	-5,208
b				
c	310,874		304,009	6,865
d				
e	70			70

	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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-5,208
b				
c				6,865
d				
e				70

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	1,816
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	1,727

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

SECTION 4940(e) REPEALED ON DECEMBER 20, 2019 - DO NOT COMPLETE

1 Reserved

(a) Reserved	(b) Reserved	(c) Reserved	(d) Reserved

2 Reserved	2	
3 Reserved.	3	
4 Reserved	4	
5 Reserved	5	
6 Reserved	6	
7 Reserved	7	
8 Reserved , ...	8	

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	Reserved			1	718
c	All other domestic foundations enter 1.39% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	
3	Add lines 1 and 2			3	718
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	718
6	Credits/Payments:				
a	2020 estimated tax payments and 2019 overpayment credited to 2020	6a	140		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	140
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	578
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 2021 estimated tax** ▶	**Refunded** ▶		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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
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	Yes	
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 2020 or the taxable year beginning in 2020? See the instructions for Part XIV. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities (continued)

		Line	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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶NONE

14 The books are in care of ▶REGIONS PRIVATE WEALTH MANAGEMENT Telephone no. ▶(334) 230-6103

Located at ▶PO BOX 2450 MONTGOMERY AL ZIP+4 ▶361022450

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

		Line	Yes	No
16	At any time during calendar year 2020, 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		No
	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 . . . **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 2020?. . . **1c**

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 2020, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2020?. ☐ Yes ☑ No

If "Yes," list the years ▶ 20____, 20____, 20____, 20____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.) . . . **2b**

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.
▶ 20____, 20____, 20____, 20____

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 2020 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 2020.)*. . . **3b**

		Line	Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2020?	4b		No

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 ☑ 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 . . .	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?. . . ☐ 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? . . .	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction? . . .	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 during the year? . . . ☐ Yes ☑ No			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
REGIONS BANK TRUST DEPARTMENT 201 MONROE STREET SUITE 280 MONTGOMERY, AL 36104	TRUSTEE 5.00	10,010	0	0

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

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

Total number of other employees paid over $50,000. . . . ▶

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

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

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities.	1a	1,940,553
b	Average of monthly cash balances.	1b	64,759
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	2,005,312
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	2,005,312
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	30,080
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,975,232
6	**Minimum investment return.** Enter 5% of line 5.	6	98,762

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	98,762
2a	Tax on investment income for 2020 from Part VI, line 5.	2a	718		
b	Income tax for 2020. (This does not include the tax from Part VI.).	2b			
c	Add lines 2a and 2b.			2c	718
3	Distributable amount before adjustments. Subtract line 2c from line 1.			3	98,044
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	98,044
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.			7	98,044

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	116,358
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
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	116,358
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	116,358

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 2019	(c) 2019	(d) 2020
1 Distributable amount for 2020 from Part XI, line 7				98,044
2 Undistributed income, if any, as of the end of 2020:				
a Enter amount for 2019 only.			9,814	
b Total for prior years: 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2020:				
a From 2015.				
b From 2016.				
c From 2017.				
d From 2018.				
e From 2019.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2020 from Part XII, line 4: ▶ $ 116,358				
a Applied to 2019, but not more than line 2a			9,814	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2020 distributable amount.				98,044
e Remaining amount distributed out of corpus	8,500			
5 Excess distributions carryover applied to 2020. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	8,500			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b. Taxable amount —see instructions				
e Undistributed income for 2019. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2021. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0
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)				
8 Excess distributions carryover from 2015 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2021.** Subtract lines 7 and 8 from line 6a	8,500			
10 Analysis of line 9:				
a Excess from 2016.				
b Excess from 2017.				
c Excess from 2018.				
d Excess from 2019.				
e Excess from 2020. 8,500				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2020, enter the date of the ruling. . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2020	**(b)** 2019	**(c)** 2018	**(d)** 2017	**(e) Total**
2a 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).)

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.

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. See instructions

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				108,502
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See instructions.)
	(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	15,885	
4 Dividends and interest from securities			14	38,422	
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			1	91	
8 Gain or (loss) from sales of assets other than inventory			18	1,816	
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)				56,214	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 56,214

(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). (See instructions.)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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.

******	2021-04-29	******
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
RHONDA L SIBLEY CPA		2021-04-29		P00144818

Firm's name ▶ ALDRIDGE BORDEN & COMPANY PC — Firm's EIN ▶63-0781330

Firm's address ▶ 74 COMMERCE STREET, MONTGOMERY, AL 36104 — Phone no. (334) 834-6640

Form 990PF Part XV Line 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*				
ALABAMA DANCE THEATRE 1018 MADISON AVENUE MONTGOMERY, AL 36104	NONE	PUBLIC	GENERAL FUND	1,000
ALABAMA SHAKESPEARE FESTIVAL 1 FESTIVAL DRIVE MONTGOMERY, AL 36117	NONE	PUBLIC	GENERAL FUND	30,000
ALABAMA WILDLIFE FEDERATION 3050 LANARK ROAD MILLBROOK, AL 36054	NONE	PUBLIC	GENERAL FUND	1,000
Total . . . . ▶ **3a**				108,502

Form 990PF Part XV Line 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*				
CAMP SUSNSHINE 434 N MCDONOUGH ST MONTGOMERY, AL 36104	NONE	PUBLIC	GENERAL FUND	5,000
FAMILY SUNSHINE CENTER 858 S COURT STREET MONTGOMERY, AL 36104	NONE	PUBLIC	GENERAL FUND	3,334
HUNTINGDON COLLEGE 1500 E FAIRVIEW AVENUE MONTGOMERY, AL 36106	NONE	PUBLIC	GENERAL FUND	7,000
Total . . . . ▶ **3a**				108,502

Form 990PF Part XV Line 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*				
JEWISH FEDERATION OF CENTRAL AL PO BOX 20058 MONTGOMERY, AL 36120	NONE	PUBLIC	GENERAL FUND	2,000
THE JUDGE FRANK M JOHNSON JR INS PO BOX 100 MONTGOMERY, AL 36101	NONE	PUBLIC	GENERAL FUND	25,000
MONTGOMERY ACADEMY 3240 VAUGHN ROAD MONTGOMERY, AL 36106	NONE	PUBLIC	GENERAL FUND	8,834
Total . . . . ▶ **3a**				108,502

Form 990PF Part XV Line 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*				
MONTGOMERY AREA COUNCIL ON AGING 115 E JEFFERSON ST MONTGOMERY, AL 36104	NONE	PUBLIC	GENERAL FUND	1,667
MONTGOMERY HUMANE SOCIETY 1150 JOHN OVERTON DRIVE MONTGOMERY, AL 36110	NONE	PUBLIC	GENERAL FUND	1,667
NEW ISRAEL FUND6 E 39TH STREET NEW YORK, NY 10016	NONE	PUBLIC	GENERAL FUND	2,000
Total . . . . ▶ **3a**				108,502

Form 990PF Part XV Line 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*				
RIVER REGION UNITED WAY 3121 ZELDA COURT MONTGOMERY, AL 36106	NONE	PUBLIC	GENERAL FUND	10,000
TUSKEGEE UNIVERSITY 1200 W MONTGOMERY RD TUSKEGEE, AL 36088	NONE	PUBLIC	GENERAL FUND	5,000
VALIANT CROSS ACADEMY 301 DEXTER AVENUE MONTGOMERY, AL 36104	NONE	PUBLIC	GENERAL FUND	5,000
Total . . . . ▶ **3a**				108,502

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491127019151

TY 2020 Accounting Fees Schedule

Name: WE3 FUND

C/O REGIONS PRIVATE WEALTH MGMT

EIN: 61-6625806

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	1,350			1,350

TY 2020 Investments - Other Schedule

Name: WE3 FUND
C/O REGIONS PRIVATE WEALTH MGMT
EIN: 61-6625806

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ABBVIE INC	AT COST	9,923	12,858
AIR LEASE CORP	AT COST	5,940	6,600
AIR PRODUCTS AND CHEMICALS	AT COST	14,614	13,388
ALLIANT ENERGY CORP	AT COST	11,786	22,570
AMERICAN EXPRESS CREDIT CORP	AT COST		
AMERICAN HONDA FINANCE CORP	AT COST	9,000	9,022
AMERICAN TOWER CORP 3.1%	AT COST	4,968	5,150
AMGEN INC 2.25%	AT COST	5,000	5,252
ANHEUSER-BUSCH INBEV WORLDWIDE INC	AT COST	5,000	6,369
APPLE INC	AT COST		
APPLE INC 2.1%	AT COST	5,940	6,186
APPLE INC 2.3%	AT COST		
APPLE INC 2.4%	AT COST	6,966	7,164
ARTHUR J GALLAGHER & CO	AT COST	11,091	43,670
AT&T INC	AT COST		
AT&T INC 4.5%	AT COST	4,670	6,067
BANK OF AMERICA CORP	AT COST	23,345	22,823
BANK OF AMERICA CORP 6.11%	AT COST	4,481	5,826
BANK OF AMERICA CORP VARIABLE	AT COST	6,000	6,775
BANK OF NOVA SCOTIA	AT COST	6,092	6,375
BERKSHIRE HATHAWAY FINANCE CORP	AT COST	5,993	6,642
BIOGEN INC	AT COST		
BLACKROCK INC	AT COST	9,281	33,191
BLACKROCK INC 1.9%	AT COST	5,984	6,280
BP CAPITAL MARKETS AMERICA INC	AT COST	5,000	5,670
BRISTOL-MYERS SQUIBB CO	AT COST	6,530	6,203
BROADCOM INC	AT COST		
CAPITAL ONE FINANCIAL CORP	AT COST	4,996	5,732
CHARLES SCHWAB .9%	AT COST	5,996	6,077
CHEVRON CORP	AT COST	12,023	11,739

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CHUBB LIMITED COM	AT COST	24,600	35,863
CISCO SYSTEMS INC	AT COST	5,002	5,236
CITIGROUP INC	AT COST		
CITIGROUP VARIABLE .776%	AT COST	10,001	10,065
CLOROX CO	AT COST	15,246	23,423
COCA-COLA CO	AT COST	436	126,351
COMCAST CORP	AT COST	13,393	19,178
COMCAST CORP 3.75%	AT COST	6,684	7,248
CONOCOPHILLIPS	AT COST	5,048	5,879
CVS HEALTH CORP	AT COST	20,172	21,378
DOMINION RESOURCES INC	AT COST	7,792	14,363
DUKE ENERGY CORP	AT COST	4,900	5,151
DUPONT DE NEMOURS INC	AT COST		
DUPONT DE NEMOURS INC 4.205%	AT COST	5,000	5,516
EATON CORP PLC	AT COST		
ELI LILLY & CO	AT COST	11,489	32,586
EQUINOR ASA	AT COST	5,030	5,494
EQUITY RESIDENTIAL	AT COST		
EXELON CORP	AT COST	9,964	10,893
EXXON MOBIL CORP	AT COST	27,905	13,479
EXXON MOBIL CORP 2.44%	AT COST	6,027	6,513
EXXON MOBIL CORP 4.327%	AT COST	5,893	6,546
FANNIE MAE POOL FN 735226	AT COST	1,281	1,273
FANNIE MAE POOL FN 986760	AT COST	863	1,069
FANNIE MAE POOL FN AB3936	AT COST	1,570	1,649
FANNIE MAE POOL FN AE0216	AT COST	3,965	4,198
FANNIE MAE POOL FN AE0271	AT COST	172	172
FANNIE MAE POOL FN AE7758	AT COST	1,454	1,498
FANNIE MAE POOL FN AH3613	AT COST	1,683	1,670
FANNIE MAE POOL FN AJ7715	AT COST	1,878	1,958

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FANNIE MAE POOL FN AK6784	AT COST	919	906
FANNIE MAE POOL FN AL0054	AT COST	2,251	2,356
FANNIE MAE POOL FN AL0065	AT COST	1,518	1,633
FANNIE MAE POOL FN AL9554	AT COST	6,632	6,952
FANNIE MAE POOL FN AP2132	AT COST	2,734	2,817
FANNIE MAE POOL FN AR9248	AT COST	1,065	1,074
FANNIE MAE POOL FN AS0044	AT COST	3,088	3,203
FANNIE MAE POOL FN AS6191	AT COST	2,487	2,587
FANNIE MAE POOL FN AS8012	AT COST	5,201	5,083
FANNIE MAE POOL FN AS9585	AT COST	6,994	7,519
FANNIE MAE POOL FN AU1629	AT COST	1,600	1,683
FANNIE MAE POOL FN AU3735	AT COST	3,365	3,557
FANNIE MAE POOL FN AU6677	AT COST	1,124	1,133
FANNIE MAE POOL FN AZ4750	AT COST	7,575	7,604
FANNIE MAE POOL FN AZ7336	AT COST	4,210	4,219
FANNIE MAE POOL FN BH4095	AT COST	1,445	1,460
FANNIE MAE POOL FN BH9288	AT COST	8,279	8,827
FANNIE MAE POOL FN BM2007	AT COST	1,891	1,842
FANNIE MAE POOL FN BN0340	AT COST	2,976	2,977
FANNIE MAE POOL FN CA0853	AT COST	3,610	9,190
FANNIE MAE POOL FN FM1000	AT COST	7,727	7,973
FANNIE MAE POOL FN FM1239	AT COST	486	483
FANNIE MAE POOL FN MA2474	AT COST	1,174	1,185
FANNIE MAE POOL FN MA3210	AT COST	5,485	5,574
FEDERAL HOME LOAN MORTGAGE CORP	AT COST	17,213	18,540
FEDERAL NATIONAL MORTGAGE ASSOC.	AT COST	5,520	6,537
FIFTH THIRD BANK	AT COST	6,000	6,042
FORD MOTOR CREDIT CO LLC	AT COST		
FREDDIE MAC GOLD POOL FG A89870	AT COST	434	492
FREDDIE MAC GOLD POOL FG G06814	AT COST	930	947

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FREDDIE MAC GOLD POOL FG G08606	AT COST	825	881
FREDDIE MAC GOLD POOL FG G08650	AT COST	1,012	1,060
FREDDIE MAC GOLD POOL FG G08654	AT COST	969	1,009
FREDDIE MAC GOLD POOL FG G08681	AT COST	4,049	4,275
FREDDIE MAC GOLD POOL FG G18439	AT COST	1,643	1,707
FREDDIE MAC GOLD POOL FG G18549	AT COST	2,521	2,612
FREDDIE MAC GOLD POOL FG G60180	AT COST	870	932
FREDDIE MAC GOLD POOL FG J17233	AT COST	879	934
FREDDIE MAC GOLD POOL FG J17508	AT COST	1,854	1,942
FREDDIE MAC GOLD POOL FG J19206	AT COST	1,009	1,033
FREDDIE MAC GOLD POOL FR SB0361	AT COST	5,621	5,670
FREDDIE MAC GOLD POOL FR ZA4918	AT COST	10,563	10,490
GENERAL DYNAMICS CORP	AT COST	13,548	10,417
GENERAL ELECTRIC CO	AT COST		
GENUINE PARTS	AT COST	14,834	14,562
GILEAD SCIENCES INC	AT COST		
GILEAD SCIENCES INC 3.65%	AT COST	5,026	5,672
GOLDMAN SACHS GROUP INC	AT COST	4,950	5,193
HASBRO INC	AT COST		
HERSHEY CO	AT COST	14,855	16,147
HOME DEPOT INC	AT COST	16,031	21,250
HONEYWELL INTERNATIONAL	AT COST	9,991	15,102
HP INC 3.4%	AT COST	5,991	6,677
HSBC HOLDINGS PLC VARIABLE	AT COST	6,000	6,929
HUBBELL INC	AT COST	9,977	12,700
INTERNATIONAL BUSINESS MACHINES CORP	AT COST	5,000	5,674
INTERNATIONAL BUSINESS MACHINES CORP	AT COST	6,000	6,942
INVESCO LTD	AT COST		
JOHNSON & JOHNSON	AT COST	14,955	16,053
JPMORGAN CHASE & CO	AT COST	14,282	43,585

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JPMORGAN CHASE & CO VARIABLE	AT COST	11,150	12,643
KROGER CO	AT COST	5,000	5,461
LOWES COS INC 3.65%	AT COST	6,510	7,002
LYONDELLBASELL INDUSTRIES NV	AT COST	15,613	16,499
LLOYDS BANKING GROUP PLC	AT COST	6,192	7,141
MERCK & CO INC	AT COST	14,002	36,565
METLIFE INC	AT COST	8,055	7,512
MICROSOFT CORP	AT COST	14,223	62,945
MITSUBISHI UFJ FINANCIAL GROUP	AT COST	6,005	6,036
MOLSON COORS BEVERAGE CO	AT COST	4,470	6,257
MORGAN STANLEY 2.75%	AT COST	5,016	5,164
MORGAN STANLEY 3.7%	AT COST	5,022	5,564
MSC INDUSTRIAL DIRECT CO INC	AT COST	8,263	8,439
NASDAQ INC	AT COST	15,869	22,035
NEXTERA ENERGY INC	AT COST	6,597	39,809
OMNICOM GROUP INC	AT COST	17,177	13,035
ONEOK INC	AT COST		
ORACLE CORP	AT COST	5,000	5,234
PEPSICO INC	AT COST	10,301	20,762
PPL CORP	AT COST	9,054	6,655
PROCTER & GAMBLE CO	AT COST	9,087	14,331
PROCTER & GAMBLE 3%	AT COST	6,713	6,919
PRUDENTIAL FINANCIAL INC	AT COST		
QUALCOMM INC	AT COST	13,608	40,522
RAYTHEON CO	AT COST		
ROYAL BANK OF CANADA	AT COST	5,000	5,004
SABRE CORP	AT COST		
SCHLUMBERGER LTD	AT COST		
SHELL INTERNATIONAL FINANCE BV	AT COST	6,020	6,459
SOUTHERN CO 3.7%	AT COST	6,578	6,948

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SYSCO CORP	AT COST	13,529	13,367
SYSCO CORP 3.3%	AT COST	4,961	6,274
TD AMERITRADE HOLDING CORP	AT COST	5,000	5,489
TE CONNECTIVITY LTD	AT COST	6,808	10,049
TEXAS INSTRUMENTS INC	AT COST	17,619	24,620
THE CHARLES SCHWAB CORPORATION	AT COST		
TOYOTA MOTOR CREDIT CORP 2.95%	AT COST	5,000	5,037
TOYOTA MOTOR CREDIT CORP 3.4%	AT COST	5,018	5,107
TRUIST FINANCIAL CORP	AT COST	13,083	19,364
TRUIST FINANCIAL CORP 2.7%	AT COST	6,042	6,142
UNION PACIFIC	AT COST	14,811	15,200
UNITEDHEALTH GROUP	AT COST	4,866	6,312
UNITED PARCEL SERVICE INC	AT COST		
UNITED STATES TREASURY NOTE	AT COST	24,922	24,945
UNITED STATES TREASURY NOTE	AT COST	20,668	26,542
UNITED STATES TREASURY NOTE	AT COST	22,979	24,924
UNITED STATES TREASURY NOTE	AT COST	5,931	5,906
UNITED STATES TREASURY NOTE	AT COST	12,036	12,038
UNITED STATES TREASURY NOTE	AT COST		
US BANCORP	AT COST	9,333	16,819
VALERO ENERGY CORP	AT COST	4,950	5,482
VANGUARD DEVELOPED MARKETS INDEX FUN	AT COST	140,000	175,924
VANGUARD EMERGING MARKETS STOCK INDE	AT COST	31,678	44,787
VANGUARD MID-CAP INDEX FUND	AT COST	73,516	124,246
VANGUARD SMALL-CAP INDEX FUND	AT COST	72,214	122,956
VERIZON COMMUNICATIONS	AT COST	11,832	20,151
VERIZON COMMUNICATIONS INC .85%	AT COST	5,000	5,039
WALMART INC	AT COST	16,326	33,587
WALMART INC 3.55%	AT COST	5,000	5,662
WASTE MANAGEMENT INC	AT COST	6,909	29,129

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
WATSCO INC	AT COST		
WELLS FARGO BANK	AT COST	5,000	5,003
WILLIAMS-SONOMA INC	AT COST		

TY 2020 Other Assets Schedule

Name: WE3 FUND
C/O REGIONS PRIVATE WEALTH MGMT

EIN: 61-6625806

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST RECEIVABLE	468	413	413
SALES PROCEEDS RECEIVABLE	2,443	4,609	4,609

TY 2020 Other Income Schedule

Name: WE3 FUND

C/O REGIONS PRIVATE WEALTH MGMT

EIN: 61-6625806

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
THRU REGIONS	91	91	

TY 2020 Other Increases Schedule

Name: WE3 FUND

C/O REGIONS PRIVATE WEALTH MGMT

EIN: 61-6625806

Other Increases Schedule

Description	Amount
CONTRIBUTION FROM JADO FUND	973

TY 2020 Other Liabilities Schedule

Name: WE3 FUND

C/O REGIONS PRIVATE WEALTH MGMT

EIN: 61-6625806

Description	Beginning of Year - Book Value	End of Year - Book Value
INVESTMENT INTEREST PAYABLE	56	49

TY 2020 Taxes Schedule

Name: WE3 FUND
C/O REGIONS PRIVATE WEALTH MGMT
EIN: 61-6625806

Taxes Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	383	383		
EXCISE TAXES	280			

REGIONS BANK, TRUST DEPARTMENT

Short Term Sales Detail **03/03/2021**

THE WE3 FUND

Main Account ID: 1001011922 **Trust Year Ending12/31/2020**

A report of your current year sales is shown below. These sales do not include capital gain distributions from mutual funds or CTF's- See Tax Transaction detail. We are including the following legend which where applicable, corresponds to the "Indicators Heading" to assist you in determining the correct tax reporting.

N	**Non-covered Security**
M	**Missing Cost**
C	**Covered Security**
*	**Adjusted Cost Basis for MLP**
P	**Master Limited Partnership**
A	**28%**
B	**1231**

Asset Type	Description Date	Units	Proceeds Fed Cost	Loss Disallowed	Net GL	AMD	Ord Income	Indicators
11135F101	BROADCOM INC							
Sold	4/14/2020	46.00	**12,227.90**					
Acq	9/6/2019	46.00	13,660.35	0.00	-1,432.45	0.00	0.00	C
	Total for 4/14/2020		**13,660.35**	**0.00**	**-1,432.45**	**0.00**	**0.00**	
172967KB6	CITIGROUP INC	2.65% 10/26/20						
Sold	10/26/2020	2,000.00	**2,000.00**					
Acq	5/6/2020	2,000.00	2,000.00	0.00	0.00	0.00	0.00	C
	Total for 10/26/2020		**2,000.00**	**0.00**	**0.00**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	10/26/2020	627.14	**627.14**					
Acq	5/7/2020	627.14	684.17	0.00	-57.03	0.00	0.00	C
	Total for 10/26/2020		**684.17**	**0.00**	**-57.03**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	11/25/2020	484.32	**484.32**					
Acq	5/7/2020	484.32	528.36	0.00	-44.04	0.00	0.00	C
	Total for 11/25/2020		**528.36**	**0.00**	**-44.04**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	12/28/2020	647.54	**647.54**					
Acq	5/7/2020	647.54	706.43	0.00	-58.89	0.00	0.00	C
	Total for 12/28/2020		**706.43**	**0.00**	**-58.89**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	6/25/2020	578.71	**578.71**					
Acq	5/7/2020	578.71	631.34	0.00	-52.63	0.00	0.00	C
	Total for 6/25/2020		**631.34**	**0.00**	**-52.63**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	7/27/2020	697.04	**697.04**					
Acq	5/7/2020	697.04	760.43	0.00	-63.39	0.00	0.00	C
	Total for 7/27/2020		**760.43**	**0.00**	**-63.39**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	8/25/2020	539.72	**539.72**					
Acq	5/7/2020	539.72	588.80	0.00	-49.08	0.00	0.00	C
	Total for 8/25/2020		**588.80**	**0.00**	**-49.08**	**0.00**	**0.00**	
31329NPB8	FR ZA4918 4% 01 MAY 2047							
Sold	9/25/2020	527.74	**527.74**					
Acq	5/7/2020	527.74	575.73	0.00	-47.99	0.00	0.00	C
	Total for 9/25/2020		**575.73**	**0.00**	**-47.99**	**0.00**	**0.00**	
3132CWMJ0	FR SB0361 3% 01 JUL 2035							
Sold	12/28/2020	121.57	**121.57**					
Acq	11/6/2020	121.57	129.02	0.00	-7.45	0.00	0.00	C
	Total for 12/28/2020		**129.02**	**0.00**	**-7.45**	**0.00**	**0.00**	