

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

OMB No 1545-0052
2017
Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation ALPHA FOUNDATION		A Employer identification number 63-1188643	
Number and street (or P O box number if mail is not delivered to street address) 303 WILLIAMS AVENUE STE 129		Room/suite	
		B Telephone number (see instructions) (256) 837-4989	
City or town, state or province, country, and ZIP or foreign postal code HUNTSVILLE, AL 35801			
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 49,935,364		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	409,581	409,581	409,581	
	4 Dividends and interest from securities	686,013	686,013	686,013	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,338,447			
	b Gross sales price for all assets on line 6a	41,550,953			
	7 Capital gain net income (from Part IV, line 2)		177,030		
	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)	111,130	111,130	111,130		
12 Total. Add lines 1 through 11	5,545,171	1,383,754	1,206,724		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	32,468	32,468	32,468	
	b Accounting fees (attach schedule)	14,310	14,310	14,310	
	c Other professional fees (attach schedule)	352,019	352,019	352,019	
	17 Interest	38,694	38,694	38,694	
	18 Taxes (attach schedule) (see instructions)	25	25	25	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	85,567	85,567	85,567	
	24 Total operating and administrative expenses. Add lines 13 through 23	523,083	523,083	523,083	0
	25 Contributions, gifts, grants paid	2,076,833			2,076,833
26 Total expenses and disbursements. Add lines 24 and 25	2,599,916	523,083	523,083	2,076,833	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	2,945,255				
b Net investment income (if negative, enter -0-)		860,671			
c Adjusted net income (if negative, enter -0-)			683,641		

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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,371,400	2,446,055	2,446,055
	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)	38,726,867	40,457,467	47,489,309
	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)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	40,098,267	42,903,522	49,935,364	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	140,000		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	140,000	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,336,945	3,336,945	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	36,621,322	39,566,577		
30 Total net assets or fund balances (see instructions)	39,958,267	42,903,522		
31 Total liabilities and net assets/fund balances (see instructions) .	40,098,267	42,903,522		

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 30 (must agree with end-of-year figure reported on prior year's return)	1	39,958,267
2 Enter amount from Part I, line 27a	2	2,945,255
3 Other increases not included in line 2 (itemize) ▶ _____	3	
4 Add lines 1, 2, and 3	4	42,903,522
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 30 .	6	42,903,522

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	2	177,030
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	2,496,808	45,271,801	0.055152
2015	2,244,913	47,557,142	0.047205
2014	2,338,421	44,872,119	0.052113
2013	2,204,419	45,209,381	0.048760
2012	2,477,544	42,974,497	0.057651

2 Total of line 1, column (d)	2	0.260881
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.052176
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	47,932,289
5 Multiply line 4 by line 3	5	2,500,915
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,607
7 Add lines 5 and 6	7	2,509,522
8 Enter qualifying distributions from Part XII, line 4	8	2,076,833

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and credits/payments. Total tax due is 2,320.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distribution to donor advised fund, public inspection requirements, and books in care of.

Located at 303 WILLIAMS AVE SUITE 129 303 WILLIAMS AVENUE SUITE 129 HUNTSVILLE AL ZIP+4 35801

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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in or authority over a bank, securities, or other financial account in a 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.

Main table for Part VII-B with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ▶			5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>			6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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	Title, and average hours per week (b) 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. ▶

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	46,264,782
b	Average of monthly cash balances.	1b	2,397,440
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	48,662,222
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	48,662,222
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	729,933
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	47,932,289
6	Minimum investment return. Enter 5% of line 5.	6	2,396,614

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	2,396,614
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	17,213
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	17,213
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	2,379,401
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,379,401
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	2,379,401

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	2,076,833
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	2,076,833
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	2,076,833

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				2,379,401
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.				183,565
f Total of lines 3a through e.	183,565			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>2,076,833</u>				
a Applied to 2016, but not more than line 2a				
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 2017 distributable amount.				2,076,833
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))	183,565			183,565
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				119,003
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 2012 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.				
e Excess from 2017.				

Part 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 2017, 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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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 organization 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

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 (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

JOHN WYNN
2101 CLINTON AVENUE
HUNTSVILLE, AL 35805
(256) 535-1100

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

WRITTEN FORM WITH PURPOSE AND EXEMPT STATUS OF REQUESTING 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

NONE

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				2,076,833
b <i>Approved for future payment</i>				
Total ▶ 3b				

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

Part XVII

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code...
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

Table with columns 'Yes' and 'No' and rows corresponding to questions 1a(1), 1a(2), 1b(1) through 1b(6), and 1c.

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...

Schedule table with columns: (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) of the Code... [] Yes [X] No

b If "Yes," complete the following schedule

Table with columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here

***** 2018-10-30 *****
Signature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [] No


Paid Preparer Use Only

Table with columns: Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

Form 990FP Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN WYNN 2101 CLINTON AVENUE HUNTSVILLE, AL 35805	SECRETARY 1 00	0	0	0
LONNIE M MCMILLIAN PO BOX 3688 FORT PIERCE, FL 34948	PRESIDENT 1 00	0	0	0
HELLEN W MCMILLIAN PO BOX 3688 FORT PIERCE, FL 34948	DIRECTOR 1 00	0	0	0
BARBARA M FISK 109 STONEWAY CIRCLE MADISON, AL 35758	DIRECTOR 1 00	0	0	0
EMILY M ROBERTSON PO BOX 3688 FORT PIERCE, FL 34948	DIRECTOR 1 00	0	0	0
SUSAN WHITEHEAD 166 STONEWAY TRAIL MADISON, AL 35758	DIRECTOR 1 00	0	0	0
ROBERT KEY PO BOX 3688 FORT PIERCE, FL 34948	VICE PRESIDE 1 00	0	0	0
LONNIE KEY PO BOX 3688 FORT PIERCE, FL 34948	DIRECTOR 1 00	0	0	0
GLYNDA CAVALCANTI PO BOX 3688 FORT PIERCE, FL 34948	TREASURER 1 00	0	0	0
KELLY FISK 109 STONEWAY CIRCLE MADISON, AL 35758	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
305 8TH STREET 305 8TH STREET 305 8TH STREET HUNTSVILLE, AL 35805	NONE		CHARITABLE	10,000
AGAPE PRISON MINISTRIES AGAPE PRISON MINISTRIES PO BOX 332 HUNTSVILLE, AL 35804	NONE		CHARITABLE	190,833
BIG BROTHERS BIG SISTERS BIG BROTHERS BIG SISTERS 701 ANDREW JACKSON WAY 701 ANDREW JACKSON WAY HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
Total 				2,076,833
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BLOUNT HOSPITALITY HOUSE BLOUNT HOSPITALITY HOUSE 610 MADISON ST 610 MADISON ST HUNTSVILLE, AL 35801	NONE		CHARITABLE	10,000
BOYS & GIRLS CLUB OF N AL BOYS & GIRLS CLUB OF N AL 203 EASTSIDE SQ 203 EASTSIDE SQUARE HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
CAP AND GOWN PROJECT CAP AND GOWN PROJECT 115 NORTH SIDE SQUARE 115 NORTH SIDE SQUARE HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
Total ▶				2,076,833
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CASA OF MADISON CO CASA OF MADISON CO 701 ANDREW JACKSON WAY 701 ANDREW JACKSON WAY HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
CHADASHA FOUNDATION CHADASHA FOUNDATIONPO BOX 10672 PO BOX 10672 KNOXVILLE, TN 37939	NONE		CHARITABLE	100,000
COMMUNITY FREE DENTAL CLINIC COMMUNITY FREE DENTAL CLINIC 410 SIVLEY RD 410 SIVLEY RD HUNTSVILLE, AL 35801	NONE		CHARITABLE	10,000
Total ▶				2,076,833
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COOK MUSEUM OF NAT SCIENCE COOK MUSEUM OF NAT SCIENCE PO BOX 2955 PO BOX 2955 DECATUR, AL 35602	NONE		CHARITABLE	100,000
CRISIS SERVICES OF NORTH ALABAMA CRISIS SERVICES OF NORTH ALABAMA 208 EXCHANGE PLACE 208 EXCHANGE PLACE HUNTSVILLE, AL 35806	NONE		CHARITABLE	25,000
FREE 2 TEACH FREE 2 TEACH3054 LEEMAN FERRY RD 3054 LEEMAN FERRY RD HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
Total ▶				2,076,833
3a				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS INC GIRLS INC4600 BLUE SPRING RD 4600 BLUE SPRING RD HUNTSVILLE, AL 35810	NONE		CHARITABLE	17,000
HABITAT FOR HUMANITY HABITAT FOR HUMANITY400 PRATT AVE 400 PRATT AVE HUNTSVILLE, AL 35801	NONE		CHARITABLE	50,000
HEALS INC HEALS INC1100 MERIDIAN ST 1100 MERIDIAN STREET HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
Total ▶ 3a				2,076,833

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HEART OF THE VALLEY YMCA HEART OF THE VALLEY YMCA 120 HOLMES AVE STE 300 120 HOLMES AVE STE 300 HUNTSVILLE, AL 35801	NONE		CHARITABLE	50,000
HIS WAY RECOVERY CENTER HIS WAY RECOVERY CENTER 582 SHIELDS RD 582 SHIELDS RD HUNTSVILLE, AL 35811	NONE		CHARITABLE	50,000
HUDSON-ALPHA FOUNDATION HUDSON-ALPHA FOUNDATION 601 GENOME WAY 601 GENOME WAY HUNTSVILLE, AL 35801	NONE		CHARITABLE	500,000
Total ▶				2,076,833
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUNTSVILLE BOTANICAL GARDENS HUNTSVILLE BOTANICAL GARDENS 4747 BOB WALLACE AVE 4747 BOB WALLACE AVE HUNTSVILLE, AL 35805	NONE		CHARITABLE	100,000
HUNTSVILLE HUMANE SOCIETY HUNTSVILLE HUMANE SOCIETY 2812 JOHNSON RD 2812 JOHNSON RD HUNTSVILLE, AL 35801	NONE		CHARITABLE	5,000
HUNTSVILLE PILGRIMAGE FOUNDATION HUNTSVILLE PILGRIMAGE FOUNDATION PO BOX 2962 PO BOX 2962 HUNTSVILLE, AL 35804	NONE		CHARITABLE	5,000
Total ▶				2,076,833
3a				

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUNTSVILLE RESCUE MISSION HUNTSVILLE RESCUE MISSION 1407 MEMORIAL PARKWAY 1407 MEMORIAL PARKWAY HUNTSVILLE, AL 35816	NONE		CHARITABLE	100,000
HUNTSVILLE SENIOR CENTER HUNTSVILLE SENIOR CENTER 2200 DRAKE AVE 2200 DRAKE AVE HUNTSVILLE, AL 35805	NONE		CHARITABLE	3,000
LINCOLN VILLIAGE PRESERVATION CORP LINCOLN VILLAGE PRESERVATION CORP 1110 N MERIDIAN ST 1110 N MERIDIAN ST HUNTSVILLE, AL 35801	NONE		CHARITABLE	200,000
Total ▶ 3a				2,076,833

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
N AL SPAY & NEUTER ASSOC N AL SPAY & NEUTER ASSOC 3303 MEMORIAL PARKWAY 3303 MEMORIAL PARKWAY HUNTSVILLE, AL 35810	NONE		CHARITABLE	25,000
NATIONAL CHILDRENS ADVOCACY CENTER NATIONAL CHILDRENS ADVOCACY CENTER 210 PRATT AVE 210 PRATT AVE HUNTSVILLE, AL 35801	NONE		CHARITABLE	100,000
RUSSELL HILL CANCER FOUND RUSSELL HILL CANCER FOUNDATION ONE HOSPITAL DRIVE 400 ONE HOSPITAL DRIVE 400 HUNTSVILLE, AL 35801	NONE		CHARITABLE	25,000
Total ▶ 3a				2,076,833

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SALVATION ARMY SALVATION ARMY 2114 OAKWOOD AVE 2114 OAKWOOD AVE HUNTSVILLE, AL 35816	NONE		CHARITABLE	160,000
STILL SERVING VETERANS STILL SERVING VETERANS 626 CLINTON SVE STE 200 626 CLINTON AVE STE 200 HUNTSVILLE, AL 35801	NONE		CHARITABLE	50,000
THERAPY PARTNERS THERAPY PARTNERS 3054 LEEMAN FERRY 3054 LEEMAN FERRY HUNTSVILLE, AL 35801	NONE		CHARITABLE	11,000
Total 3a			▶	2,076,833

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
VILLIAGE OF PROMISE VILLIAGE OF PROMISEPO BOX 18637 PO BOX 18637 HUNTSVILLE, AL 35804	NONE		CHARITABLE	30,000
Total ▶ 3a				2,076,833

TY 2017 Accounting Fees Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MELVIN BIBB SEGARS & ASSOC	14,310	14,310	14,310	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2017 Gain/Loss from Sale of Other Assets Schedule

Name: ALPHA FOUNDATION

EIN: 63-1188643

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
TREASURY PARTNERS	2017-01	PURCHASE	2017-12		5,111,966	5,143,863			-31,897	
TREASURY PARTNERS	2016-01	PURCHASE	2017-12		2,504,358	2,331,432			172,926	
MERRILL LYNCH	2017-01	PURCHASE	2017-12		15,298,795	14,493,146			805,649	
MERRILL LYNCH	2016-01	PURCHASE	2017-12		15,640,769	13,693,155			1,947,614	
KEEL POINT	2017-01	PURCHASE	2017-12		176,848	157,817			19,031	
KEEL POINT	2016-01	PURCHASE	2017-12		2,641,187	1,393,093			1,248,094	

TY 2017 Investments Corporate Stock Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	40,457,467	47,489,309

TY 2017 Legal Fees Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LANIER FORD	32,468	32,468	32,468	

TY 2017 Other Expenses Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FOREIGN TAXES	12,543	12,543	12,543	
MISCELLANEOUS	320	320	320	
INVESTMENT EXPENSES	72,494	72,494	72,494	
BANK CHARGES	210	210	210	

TY 2017 Other Income Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	111,130	111,130	111,130

TY 2017 Other Professional Fees Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECURITIES MANAGEMENT FEES	352,019	352,019	352,019	

TY 2017 Taxes Schedule**Name:** ALPHA FOUNDATION**EIN:** 63-1188643

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT TAXES/LICENSES	25	25	25	