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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

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OMB No 1545-0052







2013

Open to Public Inspection


For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation ERNEST G DEBAKEY CHARITABLE FOUNDATION		A Employer identification number 72-1374786	
Number and street (or P O box number if mail is not delivered to street address) 33561 BOARDWALK DRIVE		B Telephone number (see instructions) (251) 621-1344	
City or town, state or province, country, and ZIP or foreign postal code SPANISH FORT, AL 36527		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) \$ 19,338,343	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 (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)	188,246			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	77	77		
	4 Dividends and interest from securities.	466,073	466,073		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	656,382			
	b Gross sales price for all assets on line 6a 4,403,477				
	7 Capital gain net income (from Part IV, line 2) . . .		656,382		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,562	2,562		
	12 Total. Add lines 1 through 11	1,313,340	1,125,094		
	13 Compensation of officers, directors, trustees, etc	30,828	15,414		15,414
	14 Other employee salaries and wages	25,000	0		25,000
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,008	2,504		2,504
	c Other professional fees (attach schedule)	90,112	80,112		10,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,528	12,616		1,912
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	21,370	8,149		13,221
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	186,846	118,795		68,051
	25 Contributions, gifts, grants paid	652,795			652,795
	26 Total expenses and disbursements. Add lines 24 and 25	839,641	118,795		720,846
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	473,699			
	b Net investment income (if negative, enter -0-)		1,006,299		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	722,815	829,642	829,642
	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)	2,237,657	 1,984,660	2,016,386
	b	Investments—corporate stock (attach schedule)	4,983,129	 4,922,963	6,333,479
	c	Investments—corporate bonds (attach schedule).	6,636,715	 7,154,824	7,353,298
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,702,521	 1,906,174	2,805,538
	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)	16,282,837	16,798,263	19,338,343	
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 ▶ _____)	 1,451	 1,576	
	23	Total liabilities (add lines 17 through 22)	1,451	1,576	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	16,281,386	16,796,687	
	30	Total net assets or fund balances (see page 17 of the instructions)	16,281,386	16,796,687	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,282,837	16,798,263	

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	16,281,386
2	Enter amount from Part I, line 27a	2	473,699
3	Other increases not included in line 2 (itemize) ▶ 	3	41,602
4	Add lines 1, 2, and 3	4	16,796,687
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	16,796,687

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS	P		
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 4,295,986		3,747,095	548,891
b 107,491			107,491
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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			548,891
b			107,491
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	656,382
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 page 18 of 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))
2012	1,004,363	17,713,552	0 056700
2011	966,786	17,302,104	0 055877
2010	526,220	16,197,074	0 032489
2009	993,346	15,173,473	0 065466
2008	653,360	13,088,987	0 049917

2	Total of line 1, column (d).	2	0 260449
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 052090
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	18,274,017
5	Multiply line 4 by line 3.	5	951,894
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,063
7	Add lines 5 and 6.	7	961,957
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	720,846

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	20,126
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	20,126
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	20,126
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,960	
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	7,960
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	14
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input type="checkbox"/>		9	12,180
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . <input type="checkbox"/>		10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities			
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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>	1b		No
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 <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL _____			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶N/A				
14	The books are in care of ▶MARSHA L DEBAKEY Telephone no ▶(251) 621-1344 Located at ▶1729 SPRINGHILL AVENUE MOBILE AL ZIP +4 ▶36604			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
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 2013?.	1c		No
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
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 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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.		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	
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	
2	
All other program-related investments. See page 24 of the 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	17,724,733
b	Average of monthly cash balances.	1b	827,569
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,552,302
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	18,552,302
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	278,285
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,274,017
6	Minimum investment return. Enter 5% of line 5.	6	913,701

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	913,701
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	20,126
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	20,126
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	893,575
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	893,575
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	893,575

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	720,846
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	720,846
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	720,846
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				893,575
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	104,602			
c From 2010.				
d From 2011.	92,126			
e From 2012.	134,553			
f Total of lines 3a through e.	331,281			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 720,846				
a Applied to 2012, but not more than line 2a			0	
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 2013 distributable amount.				720,846
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	172,729			172,729
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	158,552			
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 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	158,552			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .	23,999			
d Excess from 2012. . . .	134,553			
e Excess from 2013. . . .				

Part XIVPrivate 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 2013, 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)

☐ 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) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary 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

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

MARSHA DEBAKEY
33561 BOARDWALK DRIVE
SPANISH FORT, AL 36527
(251) 621-1344

b

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

NO FORMS, LETTER TO OUTLINE REQUEST

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 Paid during the year See Additional Data Table				
Total			3a	652,795
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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.

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.

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.

Yes

No

(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 (other than section 501(c)(3)) or in section 527?

Yes

No

1

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

2014-05-15

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

CLIFTON T JACKSON

Preparer's Signature

Date

2014-04-22

Check if self-employed

PTIN

P01269673

Firm's name

SMITH DUKES & BUCKALEW LLP

Firm's EIN

63-0191630

Firm's address

3800 AIRPORT BLVD MOBILE, AL 366081667

Phone no


(251) 343-1200

Form 990-PF (2013)

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, 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
FRANK L MCPHILLIPS MD	DIRECTOR 0 10	3,000	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				
KERMIT BISHOP	DIRECTOR 0 10	3,000	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				
MARSHA DEBAKEY	PRES/TRE/DIR 0 10	3,000	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				
FT BOUDREAU III MD	DIRECTOR 0 10	3,000	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				
JOHN H MARTIN	SEC/DIRECTOR 0 10	3,000	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				
LEIGH ANNE FLEMING	DIRECTOR 0 10	3,000	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				
TRUSTMARK	TRUSTEE 0 10	12,828	0	0
1729 SPRINGHILL AVENUE MOBILE,AL 36604				

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 Paid during the year				
ARTHRITIS FOUNDATION 1011 HILLCREST RD MOBILE,AL 36695		PUBLIC	COMMUNITY WELFARE	15,000
COMMUNITY SERVICES FOR VISION REHABILITATION 600 BEL AIR BLVD SUITE 110 MOBILE,AL 36606		PUBLIC	COMMUNITY WELFARE	10,000
KERRI CASTELLO CANCER RESEARCH FOUNDATION 9390 TIMBER CREEK BLVD SPANISH FORT,AL 36527		PUBLIC	COMMUNITY WELFARE	25,000
MOBILE AREA COUNCIL 2587 GOVERNMENT BLVD MOBILE,AL 36606		PUBLIC	COMMUNITY WELFARE	600
CHRISTIAN MEDICAL MINISTRY 1530 3RD AVENUE SOUTH BIRMINGHAM,AL 352943412		PUBLIC	COMMUNITY WELFARE	35,000
DRUG EDUCATION COUNCIL 3000 TELEVISION AVENUE MOBILE,AL 36606		PUBLIC	EDUCATION	11,000
GULF COAST EXPLOREUM 65 GOVERNMENT ST MOBILE,AL 36602		PUBLIC	COMMUNITY WELFARE	10,000
INFIRMARY FOUNDATION 5 MOBILE INFIRMARY CIRCLE MOBILE,AL 36607		PUBLIC	COMMUNITY WELFARE	199,000
MOBILE COUNTY HEALTH DEPARTMENT 251 NORTH BAYOU STREET MOBILE,AL 36603		PUBLIC	COMMUNITY WELFARE	25,605
OZANAM CHARITABLE PHARMACY 571 DAUPHIN ST MOBILE,AL 36602		PUBLIC	COMMUNITY WELFARE	7,000
TULANE UNIVERSITY 6823 ST CHARLES AVENUE NEWORLEANS,LA 70118		PUBLIC	EDUCATION	102,509
UNIVERSITY OF ALABAMA AT BIRMINGHAM 1720 2ND AVE SOUTH BIRMINGHAM,AL 35294		PUBLIC	EDUCATION	52,081
UNIVERSITY OF SOUTH ALABAMA 307 NORTH UNIVERSITY BLVD MOBILE,AL 36608		PUBLIC	EDUCATION	160,000
Total  3a				652,795

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization ERNEST G DEBAKEY CHARITABLE FOUNDATION	Employer identification number 72-1374786
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

[illegible]

Name of organization ERNEST G DEBAKEY CHARITABLE FOUNDATION	Employer identification number 72-1374786
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization ERNEST G DEBAKEY CHARITABLE FOUNDATION	Employer identification number 72-1374786
---	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
<div></div> <div></div>		<div></div> <div></div> <div></div>	

TY 2013 Accounting Fees Schedule**Name:** ERNEST G DEBAKEY CHARITABLE FOUNDATION**EIN:** 72-1374786

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	5,008	2,504		2,504

TY 2013 Investments Corporate

Bonds Schedule

Name:

ERNEST G DEBAKEY CHARITABLE FOUNDATION

EIN:

72-1374786

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BRISTOL MYERS SQUIBB CO 5.450% DUE 5/01/2018	156,196	171,710
BURLINGTON NORTHERN SANTA FE 5.75% DUE 03/15/2018	152,494	171,012
CAROLINA POWER & LIGHT CO 5.25% DUE 12/15/2015	147,497	163,398
CATERPILLAR FINL SVCS 5.85% DUE 9/01/2017	164,649	170,991
CONOCO INC USD 6.95% DUE 04/15/2029	178,481	189,807
DIAMOND OFFSHORE DRILLING 5.875% DUE 5/01/2019	158,358	173,430
GENERAL ELECTRIC CAP CORP 4.875% DUE 3/04/2015	148,148	157,562
HALIBURTON CO 5.9% DUE 09/15/2018	152,357	174,530
IBM CORP 7.0% DUE 10/30/2025	172,018	188,246
KINDER MORGAN ENERGY 5.95% DUE 02/15/2018	157,799	170,459
ELI LILLY & CO 5.5% DUE 03/15/2027	149,802	171,138
MCDONALDS CORP 5.8% DUE 10/15/2017	153,201	172,938
MORGAN STANLEY 4.750% DUE 4/1/2014	19,970	20,159
UNITED TECHNOLOGIES CORP 6.125% DUE 02/01/2019	162,612	177,060
VALERO ENERGY CORP 7.5% DUE 4/15/2032	160,831	182,433
ALLSTATE LIFE GLOBAL FDG 5.375% DUE 04/30/2013	208,034	205,532
COX COMMUNICATIONS INC 5.450% DUE 12/15/14	10,321	10,450
DOMINION RES INC VA 5.150% DUE 07/15/2015	85,076	85,122
GEORGIA POWER COMPANY 6.00% DUE 11/01/13	149,534	163,166
PFIZER INC GLBL SR NT 4.5% 02/15/14	81,227	80,380
UNITED PARCEL SERVICE INC NOTE 3.875% DUE 04/01/14	80,791	80,661
UNITED TECHNOLOGIES CORP NOTE 4.875% DUE 05/01/15	83,117	84,543
ARCHER DANIELS MIDLAND CO 4.479% DUE 03/01/2021	156,511	157,712
MICROSOFT CORP NOTE 3.000% DUE 10/01/2020	203,269	203,848
WEATHERFORD INTERNATIONAL 6.350% DUE 06/15/2017	161,222	169,577
AT&T INC 2.500% DUE 08/15/2015	81,255	82,136
AMERICAN EXPRESS CR CORP 5.125% DUE 08/25/2014	81,776	82,436
GENERAL ELECTRIC CAP CORP 2.950% DUE 05/09/2016	70,024	73,288
MICROSOFT CORP 2.500% DUE 02/08/2016	62,098	62,264
VALERO ENERGY CORP NEW SR NT 4.750% DUE 04/01/2014	80,958	80,822
VERIZON COMMUNICATIONS INC 3.000% DUE 04/01/2016	82,384	83,424
CONOCOPHILLIPS NOTE 4.6% DUE 1/15/2015	84,488	83,390
DEVON ENERGY CORPORATION 2.4% DUE 7/15/16	82,366	82,263
HOME DEPOT INC. 5.4% DUE 03/01/16	87,933	87,751
INTEL CORP NOTE 1.95% DUE 10/01/16	72,316	71,960
INTERNATIONAL BUSINESS MACHINES CORP. .75% DUE 5/11/15	100,254	100,440
TARGET CORP 1.125% DUE 07/18/14	80,448	80,321
AMERICAN EXPRESS CR CORP 2.375% DUE 3/24/2017	152,461	154,182
COX COMMUNICATIONS INC 5.450% DUE 12/15/14	57,457	57,478
JOHN DEERE CAPITAL CORP 2.750% DUE 03/15/2022	152,283	141,977
HOME DEPOT INC. SR NT 4.4% DUE 04/01/21	168,841	161,996
TARGET CORP NOTE 3.875% DUE 07/15/2020	170,884	158,136
AT&T INC 5.55% DUE 8/15/2041	154,227	152,229
CAMERON INTERNATIONAL CORP 4% DUE 12/15/2023-2023	150,171	148,230
MONDELEZ INTERNATIONAL INC 6.5% DUE 11/1/2031	146,882	170,679
NOBLE HOLDING INTL LTD 3.95% DUE 3/15/2022	154,215	146,643
VERIZON COMMUNICATIONS 1.1% DUE 11/1/2017	147,544	145,935
ANHEUSER BUSCH COS INC 5.05% DUE 10/15/2016	89,498	89,001
APACHE CORP 5.625% DUE 1/15/2017	91,931	89,911
APPLE INC 1% DUE 5/3/2018	68,112	67,687
BURLINGTON NORTH SANTA FE 5.65% DUE 5/1/2017	91,648	89,721
JOHN DEERE CAPITAL CORP 2.8% DUE 9/18/2017	80,154	78,514
DOW CHEMICAL CO 5.7% DUE 5/15/2018	24,276	24,010
ENTERPRISE PRODUCTS OPER 3.2% DUE 2/1/2016	84,303	83,450
KRAFT FOODS GROUP INC 6.125% DUE 8/23/2018	96,297	93,250
MCDONALDS CORP 5.8% DUE 10/15/2017	94,197	92,234
MONSANTO COMPANY 5.125% DUE 4/15/2018	91,223	89,735
RIO TINTO FIN USA PLC 2.25% DUE 12/14/2018-2018	78,305	79,606
3M COMPANY 1.375% DUE 9/29/2016	80,994	81,190
WAL-MART STORES INC 5.8% DUE 2/15/2018	96,137	92,447
INTEL CORP 3.3% DUE 10/1/2021	212,969	198,698

TY 2013 Investments Corporate
Stock Schedule

Name: ERNEST G DEBAKEY CHARITABLE FOUNDATION
EIN: 72-1374786

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BAKER HUGHES INC COMMON	81,453	79,629
BERKSHIRE HATHAWAY INC DEL CL B NEW	49,357	82,991
CHEVRON CORP COM	42,489	74,945
CONCOPHILIPS COM	120,492	141,300
FAIRFAX FINANCIAL HOLDINGS	117,126	196,029
GENERAL MARITIME CORP NEW	24,803	0
LEUCADIA NATIONAL CORP	58,256	73,684
ELI LILLY & CO COMMON	59,849	81,600
LOWES CORP COM	62,262	67,536
MERCK & CO INC NEW COM	54,937	75,075
NEWMOUNT MINING CORPORATION	74,412	41,454
NOBLE ENERGY INC.	56,362	122,598
PFIZER INC COMMON	106,556	153,150
PRECISION DRILLING CORP COM 2010	9,165	14,992
RAYTHEON COMPANY COM - NEW	67,884	108,840
TECK RESOURCES LIMITED	69,738	65,025
TECUMSEH PRODUCTS COMPANY	94,033	38,010
TEN LTD-TSAKOS ENERGY NAVIGATION	23,012	14,424
VALERO ENERGY CORP	48,891	136,080
CENOVUS ENERGY INC COM	77,755	74,490
ENCANA CORPORATION	82,564	46,930
NOKIA CORP. SPONSORED ADR	42,069	39,739
SANOFI - AVENTIS SPONSORED A DR	35,371	75,082
ABBOT LABORATORIES COM	68,884	93,142
AMERICAN EXPRESS COMPANY	28,499	56,888
APPLE INC COM	135,092	190,747
COSTCO WHOLESALE CORP NEW	47,068	63,081
DANAHER CORPORATION	40,882	69,480
DIRECTV COM CL A	69,055	120,855
EMC CORP MASS	104,190	117,199

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXXON MOBIL CORP COM	55,076	69,828
GOOGLE INC CL A	103,479	168,107
INTERNATIONAL BUSINESS MACHINES- COMMON	31,223	37,514
PRAXAIR, INC	54,547	75,417
QUALCOMM INCORPORATED	108,560	149,243
TJX COMPANIES INC	27,617	65,005
UNITED TECHNOLOGIES CORP	75,658	114,938
WAL MART STORES, INC	122,050	145,577
EXELIS INC COM	21,935	45,744
PERMIAN BASIN ROYALTY TRUST	52,869	41,152
THOMPSON CREEK METALS CO INC F	42,159	12,862
TRANSOCEAN LTD.	70,079	59,304
MFC INDL LTD COM	27,504	28,764
CELGENE CORP COM	39,266	94,622
COCA COLA CO COM	111,044	130,540
CVS CAREMARK CORP DELAWARE	62,293	109,502
ECOLAB INCORPORATED	43,117	79,245
HOME DEPOT INCORPORATED	47,855	68,342
KROGER CO	74,326	95,663
MASTERCARD INCORPORATED	34,653	83,546
SCHLUMBERGER LIMITED COM	50,592	61,275
SIGMA-ALDRICH CORPORATION	35,803	46,065
VERIZON COMMUNICATIONS, INC	155,212	168,059
ARCH COAL INC. COM	45,164	24,920
HEWLETT PACKARD CO. COM	23,414	36,374
LEXMARK INTERNATIONAL INC CL A NEW	22,134	31,968
PHILLIPS 66	37,993	77,130
RADIOSHACK CORPORATION COM	27,401	9,360
AMGEN INC.	99,985	131,192
COMCAST CORPORATION CL A	116,733	164,729

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CONAGRA FOODS INC COMMON	66,676	75,825
EXPRESS SCRIPTS HLDG CO COMM	87,122	102,550
HONEYWELL INTERNATIONAL INC COM	44,390	61,218
MCKESSON CORP COM	35,326	64,560
ORACLE CORPORATION	137,091	155,718
STERICYCLE, INC	71,388	90,613
UNION PACIFIC CORP	66,970	80,640
UNITED PARCEL SVC CL B	30,187	43,083
VIACOM INC CLASS B	44,372	80,353
ABBVIE INC COM	23,436	42,776
AUTOZONE INC COM	98,269	109,926
JOHNSON AND JOHNSON COM	90,139	92,506
PETSMART INC COM	49,019	48,743
SOUTHWEST AIRLINES CO COM	39,607	39,564
VERISIGN INC COM	56,859	59,182
CISCO SYSTEMS INC COM	27,451	29,159
CORNING INC COM	49,384	65,934
CST BRANDS INC COM	4,633	11,016
FREEPORT MCMORAN COPPER AND COLD COM	52,809	60,384
INTEL CORP COM	27,175	31,146
BARRICK GOLD CORP COM	48,413	47,601

**TY 2013 Investments Government
Obligations Schedule****Name:** ERNEST G DEBAKEY CHARITABLE FOUNDATION**EIN:** 72-1374786**US Government Securities - End of****Year Book Value:**

1,984,660

US Government Securities - End of**Year Fair Market Value:**

2,016,386

**State & Local Government
Securities - End of Year Book****Value:**

0

**State & Local Government
Securities - End of Year Fair****Market Value:**

0

TY 2013 Investments - Other Schedule**Name:** ERNEST G DEBAKEY CHARITABLE FOUNDATION**EIN:** 72-1374786

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AMERICAN FUNDS EUROPACIFIC GROWTH FD F2	AT COST	1,033,706	1,396,302
LKCM SMALL CAP INSTITUTIONAL	AT COST	872,468	1,409,236

TY 2013 Other Expenses Schedule**Name:** ERNEST G DEBAKEY CHARITABLE FOUNDATION**EIN:** 72-1374786

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	1,176	0		1,176
OFFICE EXPENSES	3,045	0		3,045
DUES	250	0		250
INSURANCE	7,104	0		7,104
INTEREST INVESTMENT EXPENSE	8,076	8,076		0
MISC EXPENSES	73	73		0
FACILITIES & EQUIPMENT	1,646	0		1,646

TY 2013 Other Income Schedule

Name: ERNEST G DEBAKEY CHARITABLE FOUNDATION

EIN: 72-1374786

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	2,562	2,562	2,562
MISC RECEIPTS	0	0	0

TY 2013 Other Increases Schedule

Name: ERNEST G DEBAKEY CHARITABLE FOUNDATION

EIN: 72-1374786

Description	Amount
BOOK TO TAX TIMING DIFFERENCE	41,602

TY 2013 Other Liabilities Schedule

Name: ERNEST G DEBAKEY CHARITABLE FOUNDATION

EIN: 72-1374786

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAX LIABILITY	1,451	1,576

TY 2013 Other Professional Fees Schedule**Name:** ERNEST G DEBAKEY CHARITABLE FOUNDATION**EIN:** 72-1374786

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	70,112	70,112		0
MANAGEMENT FEES	20,000	10,000		10,000

TY 2013 Taxes Schedule**Name:** ERNEST G DEBAKEY CHARITABLE FOUNDATION**EIN:** 72-1374786

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PAID	9,903	9,903		0
PAYROLL TAXES	1,912	0		1,912
FOREIGN TAXES	2,713	2,713		0