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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2013 or tax year beginning **DEC 1, 2013**, and ending **NOV 30, 2014**

Name of foundation: **THE MARY AND YETTA SAMFORD FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address): **P.O. BOX 70106**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **MOBILE, AL 36670**

A Employer identification number: **58-6355963**

B Telephone number: **251-473-5550**

C If exemption application is pending, check here

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

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

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

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

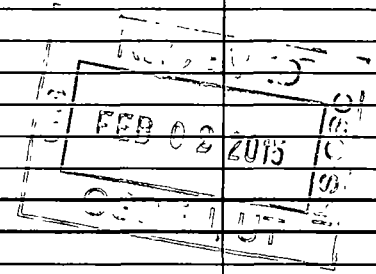
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 2,171,381.** (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments 24.					
4 Dividends and interest from securities		43,018.	43,018.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		63,318.			
b Gross sales price for all assets on line 6a 589,048.					
7 Capital gain net income (from Part IV, line 2)			63,318.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		106,360.	106,360.		
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,324.	0.		2,324.
c Other professional fees STMT 4		14,240.	14,240.		0.
17 Interest					
18 Taxes STMT 5		456.	11.		445.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		73.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		17,093.	14,251.		2,769.
25 Contributions, gifts, grants paid		109,839.			109,839.
26 Total expenses and disbursements. Add lines 24 and 25		126,932.	14,251.		112,608.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-20,572.			
b Net investment income (if negative, enter -0-)			92,109.		
c Adjusted net income (if negative, enter -0-)				N/A	

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 Comes Ogden
 SCANNED FEB 05 2015
 Operating and Administrative Expenses



Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	82,594.	94,976.	94,976.	
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 7	1,825,226.	1,792,272.	2,076,405.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶				
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	1,907,820.	1,887,248.	2,171,381.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>				
	24 Unrestricted	1,907,820.	1,887,248.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	1,907,820.	1,887,248.			
31 Total liabilities and net assets/fund balances	1,907,820.	1,887,248.			

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	1,907,820.
2 Enter amount from Part I, line 27a	2	-20,572.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,887,248.
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	1,887,248.

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				
b SEE ATTACHED STATEMENT				
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				
b				
c				
d				
e	589,048.	525,730.	63,318.	
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				
b				
c				
d				
e			63,318.	
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 63,318.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ }		3 N/A

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 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	101,144.	2,036,326.	.049670
2011	101,309.	1,972,473.	.051361
2010	91,542.	1,431,461.	.063950
2009	72,257.	1,873,346.	.038571
2008	58,866.	1,528,417.	.038514
2 Total of line 1, column (d)			2 .242066
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 .048413
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 2,106,326.
5 Multiply line 4 by line 3			5 101,974.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 921.
7 Add lines 5 and 6			7 102,895.
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.			8 112,608.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	921.
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	921.
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	921.
6	Credits/Payments:		
6a	2013 estimated tax payments and 2012 overpayment credited to 2013		1,312.
6b	Exempt foreign organizations - tax withheld at source		
6c	Tax paid with application for extension of time to file (Form 8868)		
6d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	1,312.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	391.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entry within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of GIGI W LOTT Telephone no. 251-473-5550 Located at P O BOX 70106, MOBILE, AL ZIP+4 36670
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country 16 Yes No X

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

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

1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A 1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes X No If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) N/A 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b X

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)? 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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **X**

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? **N/A** Yes No **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.

(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
MARY A SAMFORD 615 TERRACEWOOD DRIVE OPELIKA, AL 36801	DIRECTOR 1.00	0.	0.	0.
AUSTILL S LOTT 211 E CARMEL DRIVE MOBILE, AL 36608	CO-TRUSTEE 1.00	0.	0.	0.
KATHERINE S ALFORD 1875 DELONG ROAD LEXINGTON, KY 40515	CO-TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 **0**

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Rows 1 and 2 contain 'N/A'. Row 3 contains 'All other program-related investments. See instructions.'

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	2,080,867.
b	Average of monthly cash balances	1b	57,535.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,138,402.
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	2,138,402.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	32,076.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,106,326.
6	Minimum investment return. Enter 5% of line 5	6	105,316.

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	105,316.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	921.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	921.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	104,395.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	104,395.
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	104,395.

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	112,608.
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	112,608.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	921.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	111,687.

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				104,395.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				2,269.
e From 2012				1,950.
f Total of lines 3a through e	4,219.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 112,608.				
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				104,395.
e Remaining amount distributed out of corpus	8,213.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,432.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	12,432.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				2,269.
d Excess from 2012				1,950.
e Excess from 2013				8,213.

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling. ▶

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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (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:

SEE STATEMENT 8

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BABY HEALTH SERVICES	N/A	PUBLIC	SUPPORT FOR MEDICAL AND DENTAL CARE FOR NEWBORN THROUGH 9 YEAR OLD INDIGENT CHILDREN	500.
ASSURANCE CARE CENTER	N/A	PUBLIC	SUPPORT FOR OPERATING EXPENSES	
LISTTOTAL 500				1,000.
CAMPUS OUTREACH	N/A	PUBLIC	SUPPORT FOR CHRISTIAN OUTREACH PROGRAMS AT THE UNIVERSITY OF KENTUCKY	2,000.
DAUPHIN ISLAND FOUNDATION	N/A	PUBLIC	SUPPORT TO FOUNDATION EXPENSES	500.
DAUPHIN ISLAND SEA LAB	N/A	PUBLIC	SUPPORT FOR OPERATING EXPENSES	1,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				109,839.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		24.
4 Dividends and interest from securities			14		43,018.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18		63,318.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	106,360.
13 Total. Add line 12, columns (b), (d), and (e)				13	106,360.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee: *[Signature]* Date: 1/15/15 Title: TRUSTEE

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

Paid Preparer Use Only	Print/Type preparer's name MICHAEL C. THOMPSON	Preparer's signature <i>[Signature]</i>	Date 1/15/15	Check <input type="checkbox"/> if self-employed	PTIN P00510175
	Firm's name RUSSELL THOMPSON BUTLER & HOUSTON LLP			Firm's EIN 63-0965059	
	Firm's address P O BOX 70106 MOBILE, AL 36670			Phone no. 251-473-5550	

THE MARY AND YETTA SAMFORD FOUNDATION

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 PUBLICLY TRADED SECURITIES-MORGAN STANELY 1817	P		
b PUBLICLY TRADED SECURITIES-MORGAN STANELY 1817	P		
c PUBLICLY TRADED SECURITIES-MORGAN STANELY	P		
d PUBLICLY TRADED SECURITIES-MORGAN STANELY	P		
e CAPITAL GAINS DIVIDENDS			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 55,575.		42,368.	13,207.
b 115,150.		98,651.	16,499.
c 232,362.		206,298.	26,064.
d 181,436.		178,413.	3,023.
e 4,525.			4,525.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			13,207.
b			16,499.
c			26,064.
d			3,023.
e			4,525.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	63,318.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TAYLOR MANOR	N/A	PUBLIC	SUPPORT FOR OPERATING EXPENSES	1,000.
J H RANCH	N/A	PUBLIC	SUPPORT FOR OPERATING EXPENSES	3,000.
THE LEXINGTON FOUNDATION	N/A	PUBLIC	SUPPORT FOR OPERATING EXPENSES	500.
THE VILLAGE GREEN	N/A	PUBLIC	SUPPORT FOR OPERATING EXPENSES	500.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	24.	24.	
TOTAL TO PART I, LINE 3	24.	24.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU MORGAN STANLEY	47,543.	4,525.	43,018.	43,018.	
TO PART I, LINE 4	47,543.	4,525.	43,018.	43,018.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING	599.	0.		599.
TAX RETURN PREPARATION	1,725.	0.		1,725.
TO FORM 990-PF, PG 1, LN 16B	2,324.	0.		2,324.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	14,240.	14,240.		0.
TO FORM 990-PF, PG 1, LN 16C	14,240.	14,240.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	445.	0.		445.
FOREIGN TAXES	11.	11.		0.
TO FORM 990-PF, PG 1, LN 18	456.	11.		445.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	73.	0.		0.
TO FORM 990-PF, PG 1, LN 23	73.	0.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK - SEE ATTACHMENT	1,792,272.	2,076,405.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,792,272.	2,076,405.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

AUSTILL S LOTT
211 EAST CARMEL DRIVE
MOBILE, AL 36608

TELEPHONE NUMBER

251-433-3234

EMAIL ADDRESS

GIGI.LOTT@RTBH.COM

FORM AND CONTENT OF APPLICATIONS

WRITTEN REQUEST IN LETTER FORM STATING TYPE OF ORGANIZATION, BRIEF HISTORY,
AND NEED FOR CONTRIBUTIONS.

ANY SUBMISSION DEADLINES

SEPTEMBER 30 OF EACH YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

CHARITABLE PURPOSES OF THE INTENDED CHARITABLE ORGANIZATION

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

KATHERINE S ALFORD
1875 DELONG ROAD
LEXINGTON, KY 40515

TELEPHONE NUMBER

251-433-3234

EMAIL ADDRESS

GIGI.LOTT@RTBH.COM

FORM AND CONTENT OF APPLICATIONS

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

The Mary and Yetta Samford Foundation
 EIN: 58-6355963
 Form 990-PF, Attachment to Statement 7
 November 30, 2014

	<u># of shares</u>	<u>Cost</u>	<u>Fair Market Value</u>
3M Company	85	8,140 38	13,607.65
Advent Software Inc	185	5,150 00	5,833 05
Alliant Techsystem	85	6,352 24	9,662 80
American Express Co	146	12,770 90	13,493 32
American Tower REIT Com	108	7,831.57	11,341 08
Amgen, Inc (AMGN)	50 0000	6,695 17	8,265 50
Anheuser Busch Inbev SA Spon (BUD)	108	11,068 42	12,634 92
AT & T	232	7,139 53	8,208 16
Atwood Oceanics Inc	159	7,846 97	5,102 31
Automatic Data Processing	140	5,856 94	11,989 60
Cabelas Inc	99	6,386 20	5,369 76
Carmax Inc	200	9,254 57	11,396.00
Chevron Corp	90	9,121 04	9,798 30
Comcast Corp	250	5,840 29	14,202 50
Costco Wholesale Corp New (Cost)	38	4,447 01	5,400 56
Decker Outdoor Corporation	145	7,805 09	14,024 40
Dollar Tree Inc	136	7,356 98	9,296 96
Du Point El De Nemours & Co	102	4,974 93	7,282 80
Eaton Corp POC SHS (ETN)	62	4,072 83	4,205 46
Eaton Vance	165	6,427 13	6,895 35
Ecolab Inc (ECL)	46	5,195 71	5,011 70
Energizer Holdings	117	11,547.66	15,212 34
Exxon Mobil Corp	200	9,990 18	18,108 00
First Indust Realty TR Inc	252	4,262 23	5,002 20
General Electric Co	609	12,645 86	16,132 41
Halyard health Inc (HYH)	15	388 35	588 15
Hasbro Inc	140	6,893.70	8,288 00
Home Depot Inc	95	5,090 11	9,443 00
Kimberly Clark	120	8,964 97	13,990 80
Kinder Morgan Mgmt	94	7,421 07	9,842 74
Lorillard Inc	125	5,363 25	7,892 50
M & T Bank Corp	41	4,152 10	5,166 82
Martin Manetta Matenals	66	7,513.01	7,922 64
MBIA Inc	710	7,302 62	7,327 20
Merck & Co Inc	192	9,232 22	11,596 80
Methanex Corporation (MECH)	106	6,942 28	5,475 96
Metlife Incorporated	220	7,898 18	12,234 20
Microsoft Corp	219	6,120 28	10,470 39
Nestle	156	10,159 64	11,707 80
Newmarket Corp	37	9,890 44	14,567 64
Nextera Energy Inc	90	5,170 50	9,395 10
Occidental Petroleum Corp	75	6,783 32	5,982 75
Old Dominion Freight Line	130	4,942.88	10,535 20
Oracle Corp (ORCL)	200 0000	7,444 01	8,482 00
Pepsico Inc	60 0000	3,784 20	6,006 00
PPG Industnes	45 0000	4,034 09	9,846 90
Praxair Inc (PX)	84	10,728 42	10,783 92
Pricesmart Inc	80	7,162 99	7,756 80
Proctor & Gamble	130	8,334 90	11,755 90
Qualcomm Inc	77	4,985 73	5,613.30
Raytheon Co	102 0000	5,007 97	10,883 40
Schlumberger Ltd	170	11,774 93	14,611 50
Spectra Energy Corp	300	8,650 71	11,364 00
Sturm Ruger & Co	153	7,316 85	5,827 77
Tempur-Pedic Int'l Inc	168	7,944 98	9,584 40
Tenet Healthcare Corp	230	10,499 17	11,051 50
Teradata Corp (TDC)	169	7,157 12	7,628 66
Texas Instruments	130	3,952 90	7,074 60
The ADT Corporation Com (ADT)	324 0000	9,965 66	11,320 56
Time Warner Inc	190 0000	6,715 71	16,172 80
Travelers Companies Inc	104	6,166 03	10,862 80
Union Pacific Corp	94	7,242 64	10,976 38
United Parcel Service	110	7,864.01	12,091 20
United Technologies	86	7,134 12	9,466 88

The Mary and Yetta Samford Foundation
EIN 58-6355963
Form 990-PF, Attachment to Statement 7
November 30, 2014

	# of shares	Cost	Fair Market Value
UnitedHealth GP Inc	85	5,363 90	8,383 55
USG Corporation New 5/93 (USG)	256	6,959 77	7,346 55
Verizon Communications	260	10,022 83	13,153 40
Walmart Stores Inc	170	10,704 71	14,881 80
Walt Disney Co Hldg Co	119	6,174 50	11,008 69
Waste Management Inc	164	5,441.25	7,991 72
Weyerhaeuser Co	230	6,366 19	8,121 30
White Mountain Grp Bermuda	15	8,571 70	9,506 55
Wisconsin Energy Corp	214	7,481 74	10,571 60
Goldman Sachs Mults Mgr Alt I (GSMMX)	6,809 5960	72,113 63	74,088 40
Invesco Premier	55,263 0000	-	55,263 00
JP Morgan Core Bond	10,150	119,594 37	119,672 21
JP Morgan Strat Inc	4,648	55,308 05	54,703 84
Metropolitan West	10,945	117,263 98	119,627 75
MFS International Value I	4,112	142,843 75	150,203 87
Pimco Unconstrained Bond	4,859	56,013 05	54,854 25
Pioneer Strategic Income Y	6,636	72,156 70	71,935 44
RS Global Natural Res Y	1,713 7300	63,722 95	50,572 17
Templeton Global Bd Fd Adv	5,535	73,054 64	72,846 88
Thornburg Developing World	3,801	70,593 34	73,862 60
Thornburg Intl Growth	3,624	77,957 56	69,041 91
Wells Fargo Adv Absolt Ret Adm (WARDX)	8,336	95,118 99	95,285 71
Aberdeen Asset Man PLC 10GBP (ABDNF)	1,478	9,739 11	10,413 48
Aetna Inc (New)(CT)(AET)	49	3,500 56	4,274 76
Apple Inc	66 0000	4,122 11	7,849 38
Bank of New York Mellon Corp	173	4,809 35	6,925 19
Boeing Co (BA)	63	7,927 44	8,464 68
Check Point Software Tech	79	4,135 90	6,107 49
Chubb Corp	83	7,304 97	8,553 15
Cisco Sys Inc	271 0000	5,558 90	7,490 44
Colgate Palmolive Co (CL)	56 0000	3,887 27	3,897 04
Discovery Communications	584	20,214 02	19,861 84
Dover Corp	83	5,638 37	6,390 17
EBAY Inc	126	6,390.62	6,914 88
Everest Re Group Ltd	67	9,249 55	11,751 13
Express Scripts Holdg Co	46	2,804 29	3,824 90
Fossil Group Inc Com	66	6,757 15	7,373 52
Franklin Resources Inc	183	8,931 10	10,405 38
Intercontl Hotels GP	63	1,989 34	2,669 94
LVMH Moet Hennessy Louis Vuit	151	5,333 72	5,363 52
Marmott Intl	36	1,670 94	2,836 44
Mastercard Inc CL A	129	7,789 05	11,260 41
MSC INDL Direct Co Class A	61	4,874 48	4,737 87
Nasdaq OMX Group	155	5,217 77	6,961 05
Oracle Corp	498	17,785 98	21,120 18
Parker Hannifin Corp	94	10,122 20	12,128 82
Sabre Corporation (SABR)	418	8,061 67	7,833 32
Starwood Htls & Rsts WW Inc	113	7,646 79	8,927 00
State Street Corp (STT)	117	7,421 73	8,977 41
T Rowe Pnce Group Inc (TROW)	82	6,807 54	6,844 54
Time Warner Inc	48	2,843 51	4,085 76
Unilever	120	4,827 93	4,876 80
Verizon Communications (VZ)	159	7,543 99	8,043 81
Visa Inc CL A (V)	45	8,247.90	11,618 55
Walt Disney Co Hldg Co	83	5,243 84	7,678 33
Wellpoint Inc (WLP)	43	3,940 89	5,500 13
		<u>1,792,272</u>	<u>2,076,405</u>