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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
Warren A Hood Jr Family Foundation

% WARREN A HOOD

Number and street (or P O box number if mail is not delivered to street address)
PO Box 682
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
Hattiesburg, MS 39403

A Employer identification number
20-5928288

B Telephone number (see instructions)
(601) 582-1545

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 10,300,460

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

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

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

Section	Line	Description	(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)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	263,910	263,910		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-1,396,920			
	b	Gross sales price for all assets on line 6a 9,285,761				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	-1,133,010	263,910		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	80,305	80,305		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,150			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	81,455	80,305		0
	25	Contributions, gifts, grants paid	350,000			350,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	431,455	80,305		350,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,564,465			
	b	**Net investment income** (if negative, enter -0-)		183,605		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	434,815	-17,113	-17,113
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)	0	0	0
b	Investments—corporate stock (attach schedule)	5,104,921	5,120,201	5,120,201
c	Investments—corporate bonds (attach schedule)	4,127,484	4,749,277	4,749,277
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	488,095	488,095	448,095
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)	10,155,315	10,340,460	10,300,460
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 ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
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	10,155,315	10,340,460	
30	**Total net assets or fund balances** (see instructions)	10,155,315	10,340,460	
31	**Total liabilities and net assets/fund balances** (see instructions)	10,155,315	10,340,460	

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	10,155,315
2	Enter amount from Part I, line 27a	2	-1,564,465
3	Other increases not included in line 2 (itemize) ▶	3	1,749,610
4	Add lines 1, 2, and 3	4	10,340,460
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,340,460

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	VARIOUS STOCKS, LONG TERM - SEE ATTACHED			
b	REGIONS FINANCIAL CORP			
c	VARIOUS STOCKS, SHORT TERM - SEE ATTACHED			
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	5,194,140		4,529,399	664,741
b	1,278,121		3,378,314	-2,100,193
c	2,668,686		2,774,968	-106,282
d				
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				664,741
b				-2,100,193
c				-106,282
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	-1,396,920
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	318,775	7,059,894	0 045153
2012	327,700	6,355,051	0 051565
2011	302,083	6,589,130	0 045846
2010	198,619	9,287,610	0 021385
2009	0	796,665	0 0

2	**Total** of line 1, column (d).	2	0 163949
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 03279
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	7,444,766
5	Multiply line 4 by line 3.	5	244,114
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,836
7	Add lines 5 and 6.	7	245,950
8	Enter qualifying distributions from Part XII, line 4.	8	350,000

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	1,836
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	
3	Add lines 1 and 2			3	1,836
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,836
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,234		
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	1,234
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	602
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____ **(2)** On foundation managers ▶ $ ____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MS			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶WARREN A HOOD Telephone no ▶(601) 582-7545

Located at ▶PO BOX 682 HATTIESBURG MS ZIP+4 ▶39403

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)*	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 2014?	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 4945(d)(4)(A)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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
Warren A Hood Jr PO Box 682 Hattiesburg, MS 39403	President 0	0		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
REGIONS BANK PO Box 23100 JACKSON,MS 39205	INVESTMENT	80,305
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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 NONE	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	6,803,762
b	Average of monthly cash balances.	1b	306,281
c	Fair market value of all other assets (see instructions).	1c	448,095
d	**Total** (add lines 1a, b, and c).	1d	7,558,138
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). — 1e		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	7,558,138
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	113,372
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,444,766
6	**Minimum investment return.** Enter 5% of line 5.	6	372,238

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	372,238
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,836		
b	Income tax for 2014 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	1,836
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	370,402
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	370,402
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	370,402

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	350,000
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	350,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,836
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	348,164

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				370,402
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			347,930	
b Total for prior years 2012 , 2011 , 2010				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 350,000				
a Applied to 2013, but not more than line 2a			347,930	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				2,070
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				368,332
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . . 0				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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

Warren A Hood Jr
PO Box 682
Hattiesburg, MS 39403
(601) 582-1545

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

NONE

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 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*				
Parkway Heights United Methodist Church 2420 Hardy Street Hattiesburg, MS 39401	NONE	Public Charity	To support the purpose of the Church	320,000
Fieldhouse for the Homeless 5712 Hwy 49 South Hattiesburg, MS 39401	None	PC	To support the mission of the organization	10,000
Edwards Street Fellowship Center 1919 Edwards Street PO Box 17532 Hattiesburg, MS 39404	NONE	PC	To support the purposes of the organization	10,000
Oak Grove Warrior Club 6068 Hwy 98W Ste 1-181 Hattiesburg, MS 39402	NONE	PC	To support the purposes of the organization	10,000
Total . . . . ▶ **3a**				350,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	263,910	
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	-1,396,920	
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). .				-1,133,010	

13 Total. Add line 12, columns (b), (d), and (e). . . . . **13** -1,133,010

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) 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	1a(1)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) 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

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

******	2015-05-15	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Donna W Bruce CPA				P01270094

Firm's name ▶ BKD LLP

Firm's EIN ▶

Firm's address ▶ 190 E Capitol Street Ste 500 Jackson, MS 392012190

Phone no (601) 948-6700

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491132012405

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ **Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.***
▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0123

2014

Attachment Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

20-5928288

Before you check Box A, B, or C below, check whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short term. For long-term transactions, see page 2.
Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which NO adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☑ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ **(C)** Short-term transactions not reported to you on Form 1099-B

1 **(a)** Description of property (Example 100 sh XYZ Co)	**(b)** Date acquired (Mo , day, yr)	**(c)** Date sold or disposed (Mo , day, yr)	**(d)** Proceeds (sales price) (see instructions)	**(e)** Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions **(f)** Code(s) from instructions	**(g)** Amount of adjustment	**(h)** **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
REGIONS FINA			1,278,121	(3,378,314)			-2,100,193
VARIOUS STOC			2,668,686	(2,774,968)			-106,282
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) . . . . ▶			3,946,807	(6,153,282)			-2,206,475

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column* (g) in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side
Warren A Hood Jr Family Foundation

Social security number or taxpayer identification number
20-5928288

Before you check Box D, E, or F below, check whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.
Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which NO adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☑ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☐ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
VARIOUS STOC			5,194,140	(4,529,399)			664,741
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			5,194,140	(4,529,399)			664,741

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column* (g) in the separate instructions for how to figure the amount of the adjustment

TY 2014 All Other Program Related Investments Schedule

Name: Warren A Hood Jr Family Foundation

EIN: 20-5928288

Category	Amount
NONE	

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

TY 2014 Depreciation Schedule

Name: Warren A Hood Jr Family Foundation

EIN: 20-5928288

TY 2014 Investments - Other Schedule

Name: Warren A Hood Jr Family Foundation

EIN: 20-5928288

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RECEIVABLE FROM HOOD FARMS	FMV	88,095	88,095
4165 EASTOVER DRIVE	FMV	400,000	360,000

TY 2014 Other Increases Schedule

Name: Warren A Hood Jr Family Foundation

EIN: 20-5928288

Description	Amount
UNREALIZED GAIN ON SECURITIES	1,749,610

TY 2014 Other Professional Fees Schedule

Name: Warren A Hood Jr Family Foundation

EIN: 20-5928288

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	80,305	80,305		

TY 2014 Taxes Schedule

Name: Warren A Hood Jr Family Foundation

EIN: 20-5928288

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	1,150			

ACCOUNT # 4060009908
TAX ID 20-1928266
FROM 01/01/2014
TO 12/31/2014
FISCAL YEAR: 12/31

REGIONS BANK
Gain and Loss Report
AS AGENT FOR WARREN A POOL JR
FAMILY FOUNDATION

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
SHORT TERM CAPITAL GAIN (LOSS)						
250 SHARES OF BAXTER INTERNATIONAL INC	01/17/2014 04/12/2013	17,404.69	17,884.97	(480.28)	22	0
1200 SHARES OF XCEL ENERGY INC	01/17/2014 04/12/2013	33,875.40	37,032.00	(3,156.60)	22	0
100 SHARES OF MCKESSON CORP	06/02/2014 01/17/2014	18,921.58	16,768.99	2,152.59	22	0
300 SHARES OF HONEYWELL INTERNATIONAL INC	06/02/2014 01/17/2014	28,010.98	27,041.97	969.01	22	0
800 SHARES OF WAL MART STORES INC	06/02/2014 01/17/2014	61,526.70	61,031.92	494.78	22	0
500 SHARES OF PHILIP MORRIS INTERNATIONAL INC	06/02/2014 01/17/2014	44,190.72	41,794.95	2,395.77	22	0
215 SHARES OF INTUIT INC	07/08/2014 01/17/2014	17,433.10	16,617.33	815.77	22	0
555.00 SHARES OF TEXAS INSTRUMENTS INC	07/08/2014 01/17/2014	27,125.90	24,314.49	2,811.41	22	0
13654.542 SHARES OF AMERICAN CENTURY SMALL CAP VALUE INST CL	12/24/2014 07/08/2014	121,935.06	137,091.60	(15,156.54)	21	0
6021.34 SHARES OF INVESCO INTERNATIONAL GROWTH FD CL R5	12/24/2014 01/17/2014	198,342.94	203,160.00	(4,817.06)	21	0

GAIN AND LOSS DETAIL

SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
11301.993 SHARES OF INVESCO INTERNATIONAL GROWTH FD CL R5	12/24/2014 07/08/2014	372,294.68	409,920.00	(37,625.32)	[illegible]	[illegible]
2108.841 SHARES OF NATIONWIDE GENEVA MID CAP GROWTH FUND	12/24/2014 01/17/2014	54,881.54	59,080.00	(4,198.46)	71	C
4769.956 SHARES OF NATIONWIDE GENEVA MID CAP GROWTH FUND	12/24/2014 07/08/2014	130,315.19	139,712.00	(9,396.81)	71	C
12000 SHARES OF IVY HIGH INCOME FUND CL I	12/24/2014 06/05/2014	96,960.00	104,880.00	(7,920.00)	71	C
16244.999 SHARES OF IVY HIGH INCOME FUND CL I	12/24/2014 07/08/2014	131,259.59	142,143.75	(10,884.16)	71	C
85163.148 SHARES OF PIMCO TOTAL RETURN II INSTL FD CL #153	12/24/2014 06/02/2014	870,367.37	887,400.00	(17,032.63)	71	C
33934.552 SHARES OF PIMCO TOTAL RETURN II INSTL FD CL #153	12/24/2014 07/08/2014	346,811.12	352,580.00	(5,768.88)	71	C
300 SHARES OF TIFFANY & CO	12/24/2014 06/02/2014	32,256.48	29,790.00	2,466.48	22	C

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REC	COVERED
SHORT TERM CAPITAL GAIN (LOSS) - CONTINUED						
500 SHARES OF EATON CORP PLC ISIN: IE00B8KQN827 SEDOL: B8KQN82	12/24/2014 06/02/2014	34,7[illegible].23	36,[illegible]	(1,9[illegible])	22	[illegible]
2153.191 SHARES OF JPMORGAN CORE BOND FUND CL S	12/31/2014 12/24/2014	30,000.00	29,948.93	51.07	[illegible]	[illegible]
TOTAL SHORT TERM CAPITAL GAIN (LOSS)		2,668,686.27	2,774,967.85	(106,[illegible].59)		

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAIN (LOSS)						
80 SHARES OF ALLERGAN INC	01/17/2014 12/21/2004	9,821.44	3,270.53	6,550.91	22	
120 SHARES OF ALLERGAN INC	01/17/2014 02/16/2005	14,432.16	4,414.80	10,017.36	2	
110 SHARES OF ALLERGAN INC	01/17/2014 06/29/2009	11,229.48	5,229.01	6,000.4	22	
49954.955 SHARES OF AMERICAN CENTURY DIVERSIFI BOND-INS	06/02/2014 12/05/2011	540,512.62	554,500.00	(13,987.38)	71	C
15027.15 SHARES OF AMERICAN CENTURY DIVERSIFI BOND-INS	06/02/2014 02/07/2012	162,593.76	166,050.00	(3,456.24)	71	C
69999.999 SHARES OF METROPOLITAN WEST TOTAL RETURN BOND FUND CL I	06/02/2014 10/12/2012	757,399.99	773,500.00	(16,100.01)	71	C
4500 SHARES OF METROPOLITAN WEST TOTAL RETURN BOND FUND CL I	06/02/2014 02/15/2013	48,690.00	48,960.00	(270.00)	71	C
6993.619 SHARES OF METROPOLITAN WEST TOTAL RETURN BOND FUND CL I	06/02/2014 04/12/2013	75,670.96	76,770.00	(1,099.04)	71	C
18132.366 SHARES OF PIMCO TOTAL RETURN INSTL FD #35	06/02/2014 11/25/2009	198,186.76	200,000.00	(1,813.24)	71	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
11796.734 SHARES OF PIMCO TOTAL RETURN INSTL FD #35	06/02/2014 12/01/2009	128,938.3[illegible]	130,000.00	(1,061.7[illegible])	71	
9191.176 SHARES OF PIMCO TOTAL RETURN INSTL FD #35	06/02/2014 12/10/2009	100,459.5[illegible]	100,000.00	459.58	71	
3669.725 SHARES OF PIMCO TOTAL RETURN INSTL FD #35	06/02/2014 12/18/2009	40,110.09	40,000.00	110.09	71	
6849.315 SHARES OF PIMCO TOTAL RETURN INSTL FD #35	06/02/2014 01/15/2010	74,863.01	75,000.00	(136.99)	71	
10027.051 SHARES OF PIMCO TOTAL RETURN INSTL FD #35	06/02/2014 02/07/2012	109,595.6[illegible]	111,200.00	(1,604.33)	71	[illegible]
800 SHARES OF LOWE'S COMPANIES INC	06/02/2014 02/15/2013	37,632.76	31,688.00	5,944.76	22	[illegible]
350 SHARES OF MCDONALDS CORP	06/02/2014 02/15/2013	35,661.41	32,955.96	2,705.45	22	[illegible]
320 SHARES OF HALLIBURTON CO	06/02/2014 04/27/2009	20,828.33	6,428.22	14,400.11	22	
430 SHARES OF HALLIBURTON CO	06/02/2014 06/29/2009	27,988.08	9,102.33	18,885.7[illegible]	22	
320 SHARES OF HALLIBURTON CO	06/02/2014 09/03/2009	20,828.34	7,618.62	13,209.72	22	

ACCOUNT # 4960603908
TAX ID 20-5928288
FROM 01/01/2014
TO 12/31/2014
FISCAL YEAR: 12/31

REGIONS BANK
Gain and Loss Report
AS AGENT FOR WARREN A HOOL JR
FAMILY FOUNDATION

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	OVERRD
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
120 SHARES OF AMERICAN EXPRESS CO	06/02/2014 06/29/2009	11,01[illegible].20	2,936.[illegible]	[illegible].62	22	
130 SHARES OF AMERICAN EXPRESS CO	06/02/2014 09/03/2009	11,928.79	4,215.67	[illegible].12	22	
290 SHARES OF LABORATORY CORP AMER HLDGS COM NEW	06/02/2014 11/23/2005	29,579.92	14,901.19	14,[illegible].73	22	
56 SHARES OF EMERSON ELECTRIC CO	06/02/2014 11/26/2002	3,748.11	1,390.77	2,357.34	22	
224 SHARES OF EMERSON ELECTRIC CO	06/02/2014 07/21/2003	14,992 43	5,656.00	9,336.43	22	
80 SHARES OF EMERSON ELECTRIC CO	06/02/2014 04/07/2004	5,354.44	2,468.00	2,886.44	22	
50 SHARES OF EMERSON ELECTRIC CO	06/02/2014 07/22/2004	3,316.53	1,498.50	1,818.03	22	
35 SHARES OF APPLE INC	06/02/2014 02/15/2013	22,020.11	16,303.00	5,717.11	22	C
320 SHARES OF MONSANTO CO	06/02/2014 09/03/2009	39,142.17	26,110.85	13,031.32	22	
100 SHARES OF TRAVELERS COMPANIES, INC.	06/02/2014 07/21/2003	9,386.00	3,520.00	5,866.00	22	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REC	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
100 SHARES OF TRAVELERS COMPANIES, INC.	06/02/2014 10/20/2004	9,356.06	3,1[illegible]0.00	6,24[illegible]	22	
180 SHARES OF TRAVELERS COMPANIES, INC.	06/02/2014 06/29/2009	16,894.81	7,390.48	9,504.33	22	
140 SHARES OF TRAVELERS COMPANIES, INC.	06/02/2014 09/03/2009	13,140.40	6,457.50	6,682.90	22	
500 SHARES OF TARGET CORP	06/02/2014 04/12/2013	28,335.37	34,849.50	(6,514.13)	22	C
1000 SHARES OF JOHNSON CTLS INC	06/02/2014 02/02/2012	48,463.92	32,365.90	16,098.02	22	C
200 SHARES OF PHILIP MORRIS INTERNATIONAL INC	06/02/2014 04/27/2009	17,676.29	7,449.64	10,226.65	22	
170 SHARES OF PHILIP MORRIS INTERNATIONAL INC	06/02/2014 06/29/2009	15,024.84	7,306.29	[illegible],718.55	22	
100 SHARES OF PHILIP MORRIS INTERNATIONAL INC	06/02/2014 09/03/2009	8,838.15	4,573.82	4,264.33	22	
2276.176 SHARES OF FEDERATED MID-CAP INDEX FUND-SS	07/08/2014 04/27/2009	66,769.24	30,000.00	36,769.24	71	
3551.136 SHARES OF FEDERATED MID-CAP INDEX FUND-SS	07/08/2014 06/29/2009	104,154.82	50,000.00	54,154.82	71	

ACCOUNT # 4060003908
TAX ID 20-5928288
FROM 01/01/2014
TO 12/31/2014
FISCAL YEAR: 12/31

REGIONS BANK
Gain and Loss Report
AS AGENT FOR WARREN A HOOD JR
FAMILY FOUNDATION

GAIN AND LOSS DETAIL

LONG TERM CAPITAL GAIN (LOSS) - CONTINUED

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REC	COVERED
1194.388 SHARES OF FEDERATED MID-CAP INDEX FUND-SS	07/08/2014 09/03/2009	35,631.40	18,728.00	16,903.40	71	
1368.197 SHARES OF THORNBURG INTL VALUE FD CL I #209	07/08/2014 12/13/2007	42,400.43	45,000.00	(2,599.57)	71	
1604.278 SHARES OF THORNBURG INTL VALUE FD CL I #209	07/08/2014 04/27/2009	49,716.57	30,000.00	19,716.57	71	
1867.414 SHARES OF THORNBURG INTL VALUE FD CL I #209	07/08/2014 06/29/2009	57,871.16	40,000.00	17,871.16	71	
434.027 SHARES OF THORNBURG INTL VALUE FD CL I #209	07/08/2014 09/03/2009	13,450.50	9,999.99	3,450.51	71	
4554.296 SHARES OF VANGUARD SMALL CAP INDEX INS CL	07/08/2014 04/27/2009	252,123.61	91,403.92	160,719.69	71	
12195.122 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 11/25/2009	169,146.34	160,000.00	9,146.34	71	
7621.951 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 12/01/2009	105,716.46	100,000.00	5,716.46	71	
7616.146 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 12/10/2009	105,635.94	100,000.00	5,635.94	71	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
3037.206 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 12/18/2009	42,126.05	40,000.00	2,126.05	71	
3813.683 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 01/15/2010	52,998.56	50,000.00	2,998.56	71	
10007.435 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 07/18/2011	138,803.12	134,600.00	4,203.12	71	N
11516.937 SHARES OF DODGE & COX INCOME FD FUND #147	07/08/2014 02/07/2012	159,739.92	156,400.00	3,339.92	71	C
14978.814 SHARES OF GOLDMAN SACHS HIGH YIELD-INS	07/08/2014 02/07/2012	109,043.77	106,050.00	2,993.77	71	C
2925.006 SHARES OF VANGUARD S/T BOND INDEX-SIG	07/08/2014 12/10/2009	30,741.81	30,900.31	(158.50)	71	
7611.799 SHARES OF VANGUARD S/T BOND INDEX-SIG	07/08/2014 12/18/2009	80,000.01	80,000.00	.01	71	
9523.81 SHARES OF VANGUARD S/T BOND INDEX-SIG	07/08/2014 01/15/2010	100,095.24	100,000.00	95.24	71	
200 SHARES OF STRYKER CORP	07/08/2014 10/20/2004	16,807.77	8,680.00	8,127.77	22	
125 SHARES OF STRYKER CORP	07/08/2014 09/03/2009	10,504.85	5,256.24	5,248.61	22	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
5 SHARES OF THERMO FISHER SCIENTIFIC, INC	07/08/2014 04/27/2009	591.72	164.49	427.23	22	
170 SHARES OF THERMO FISHER SCIENTIFIC, INC.	07/08/2014 06/29/2009	20,118.25	7,110.79	13,007.46	22	
210 SHARES OF THERMO FISHER SCIENTIFIC, INC.	07/08/2014 09/03/2009	24,851.96	9,281.62	15,570.34	22	
285 SHARES OF E M C CORP MASS	07/08/2014 06/29/2009	7,524.40	3,867.22	3,657.18	22	
490 SHARES OF E M C CORP MASS	07/08/2014 09/03/2009	12,936.69	7,667.62	5,269.07	22	
1600 SHARES OF ISHARES RUSSELL 2000 ETF	07/08/2014 02/15/2013	186,363.87	147,007.84	39,356.03	22	Y
1100 SHARES OF ISHARES MSCI EMERGING MARKETS ETF	07/08/2014 04/27/2009	48,278.04	29,819.46	18,458.58	22	
500 SHARES OF ISHARES MSCI EMERGING MARKETS ETF	07/08/2014 06/29/2009	21,944.56	16,349.20	5,595.36	22	
250 SHARES OF ISHARES MSCI EMERGING MARKETS ETF	07/08/2014 09/03/2009	10,372.28	8,892.10	[illegible]	22	

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	OVERRD
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
79.238 SHARES OF EXXON MOBIL CORP	07/08/2014 06/04/2007	8,150.60	6,689.13	1,461.47	22	
140 SHARES OF EXXON MOBIL CORP	07/08/2014 06/29/2009	14,400.70	9,400.55	5,000.15	22	
40.762 SHARES OF EXXON MOBIL CORP	07/08/2014 06/29/2009	4,192.87	2,208.56	1,984.31	22	
140 SHARES OF EXXON MOBIL CORP	07/08/2014 09/03/2009	14,400.71	9,551.95	4,848.76	22	
20 SHARES OF PRUDENTIAL FINANCIAL INC	07/08/2014 04/27/2009	1,789.84	541.53	1,248.31	22	
140 SHARES OF PRUDENTIAL FINANCIAL INC	07/08/2014 06/29/2009	12,521.88	5,290.10	7,231.78	22	
110 SHARES OF PRUDENTIAL FINANCIAL INC	07/08/2014 09/03/2009	9,838.62	5,255.40	4,583.22	22	
1125.00 SHARES OF GENERAL ELECTRIC CO	07/08/2014 08/19/2011	29,677.05	17,257.50	12,419.55	22	C
565 SHARES OF WALT DISNEY CO	07/08/2014 04/12/2013	48,543.72	34,255.88	14,287.84	22	C
14954.545 SHARES OF AMERICAN CENTURY SMALL CAP VALUE INST CL	12/24/2014 09/03/2013	133,544.08	148,050.00	(14,505.92)	21	C

GAIN AND LOSS DETAIL

CUSIP #/ PROPERTY DESCRIPTION	DATE SOLD/ ACQUIRED	PROCEEDS OF SALE	COST	GAIN OR LOSS	REG	COVERED
LONG TERM CAPITAL GAIN (LOSS) - CONTINUED						
3012.505 SHARES OF NATIONWIDE GENEVA MID CAP GROWTH FUND	12/24/2014 04/12/2013	82,301.64	79,500.00	[illegible],801.64	[illegible]	C
400 SHARES OF ANADARKO PETROLEUM CORP	12/24/2014 04/12/2013	32,914.87	34,147.96	(1,233.09)	22	C
TOTAL LONG TERM CAPITAL GAIN (LOSS)		5,194,140.12	4,529,399.48	664,740.64		