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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014Department of the Treasury
Internal Revenue Service

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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 2014 or tax year beginning , and ending

Name of foundation J. CRAYTON PRUITT FOUNDATION, INC.		A Employer identification number 59-2876499
Number and street (or P O box number if mail is not delivered to street address) PO BOX 233	Room/suite	B Telephone number (see instructions) 727-896-8149
City or town, state or province, country, and ZIP or foreign postal code ST. PETERSBURG FL 33731		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 ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 9,290,272	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	3,690,402			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,796	2,796	2,796	
	4 Dividends and interest from securities	60,905	60,905	60,905	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 STMT 1	127,994			
	b Gross sales price for all assets on line 6a 373,913				
	7 Capital gain net income (from Part IV, line 2)		24,179		
	8 Net short-term capital gain			0	
	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	3,882,097	87,880	63,701		
Operating and Administrative Expenses	13 Compensation of officers, directors, in steps, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	4,200	2,100		2,100
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	1,193	1,193		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch) STMT 4	35,825	17,882		17,943
	24 Total operating and administrative expenses. Add lines 13 through 23	41,218	21,175	0	20,043
	25 Contributions, gifts, grants paid	280,500			280,500
26 Total expenses and disbursements. Add lines 24 and 25	321,718	21,175	0	300,543	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	3,560,379				
b Net investment income (if negative, enter -0-)		66,705			
c Adjusted net income (if negative, enter -0-)			63,701		

For Paperwork Reduction Act Notice, see instructions.

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P 13

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash – non-interest-bearing		64,572	64,569	64,574
	2	Savings and temporary cash investments		2,236,808	5,664,677	5,664,677
	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 (att. schedule) ▶ Less: allowance for doubtful accounts ▶	0			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) SEE STMT 5		2,069,039	2,201,552	3,561,021
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch.) ▶				
	12	Investments – mortgage loans				
	13	Investments – other (attach schedule)				
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch.) ▶				
15	Other assets (describe ▶)	)				
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)		4,370,419	7,930,798	9,290,272	
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	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		4,370,419	7,930,798	
	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				
	30	Total net assets or fund balances (see instructions)		4,370,419	7,930,798	
31	Total liabilities and net assets/fund balances (see instructions)		4,370,419	7,930,798		

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	4,370,419
2	Enter amount from Part I, line 27a	2	3,560,379
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,930,798
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	7,930,798

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 CAPITAL GAIN DISTRIBUTION				
b				
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 24,179			24,179	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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			24,179	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	24,179
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 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 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))
2013	127,500	5,165,384	0.024684
2012	55,500	4,202,027	0.013208
2011	1,412,537	3,401,540	0.415264
2010	1,384,136	2,700,913	0.512470
2009	2,774,374	3,897,906	0.711760
2 Total of line 1, column (d)			2 1.677386
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 0.335477
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 5,664,140
5 Multiply line 4 by line 3			5 1,900,189
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 667
7 Add lines 5 and 6			7 1,900,856
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			8 300,543

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		1	1,334
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	1,334
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	1,334
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,600	
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	1,600	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	266	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	11	266	Refunded

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
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		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	X	
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ FL		
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	X	
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ► PETER WALLACE ONE BEACH DRIVE SE #302E Located at ► ST. PETERSBURG FL ZIP+4 ► 33701 Telephone no ► 727-822-3907			
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		☐
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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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.

		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)? 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 2014? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
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 ► 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) 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 2014?	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 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)? ☐ Yes ☒ No N/A 5b

Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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? ☐ Yes ☒ No 6b 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 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
J. CRAYTON PRUITT, JR. 300 BUTTONWOOD LANE LARGO FL 33770	DIRECTOR 1.00	0	0	0
HELEN G. PRUITT WALLACE 416 BRIGHTWATER BLVD. NE ST. PETERSBURG FL 33704	V. PRESIDENT 1.00	0	0	0
NATALIE PRUITT JUDGE 324 BRIGHTWATER BLVD NE ST. PETERSBURG FL 33704	PRESIDENT 1.00	0	0	0

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

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

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

0

Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

1	2	3	4	Expenses
1	N/A			
2				
3				
4				

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

1	2	3	Amount
1	N/A		
2			
3	All other program-related investments See instructions		
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	2,249,637
b	Average of monthly cash balances	1b	3,500,759
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	5,750,396
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	5,750,396
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	86,256
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,664,140
6	Minimum investment return. Enter 5% of line 5	6	283,207

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	283,207
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,334
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,334
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	281,873
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	281,873
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	281,873

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	300,543
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	300,543
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	300,543

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				281,873
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009	2,297,571			
b From 2010	1,249,685			
c From 2011	1,243,296			
d From 2012				
e From 2013				
f Total of lines 3a through e	4,790,552			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 300,543				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2014 distributable amount				281,873
e Remaining amount distributed out of corpus	18,670			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,809,222			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	2,297,571			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,511,651			
10 Analysis of line 9.				
a Excess from 2010	1,249,685			
b Excess from 2011	1,243,296			
c Excess from 2012				
d Excess from 2013				
e Excess from 2014	18,670			

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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))
N/A

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
N/A

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.
NATALIE JUDGE 727-896-8149
ONE BEACH DRIVE SE STE 302E ST. PETERSBURG FL 33701

b The form in which applications should be submitted and information and materials they should include
SEE STATEMENT 6

c Any submission deadlines
YEAR END

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

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

DAA

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

☐ Yes ☒ No

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

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

Title

Check ☐ if self-employed

Phone no 727-894-1040

59-2876499

Federal Statements

FYE: 12/31/2014

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description				How Received	Whom Sold	Date Acquired
Date Sold	Sale Price	Cost	Expense	Depreciation	Net Gain / Loss	
SEE ATTACHED STATEMENT			PURCHASE			1/01/1
12/31/14	\$ 42,941	\$ 37,301	\$	\$	5,640	
SEE ATTACHED STATEMENT			PURCHASE			1/01/1
12/31/14	195,111	145,917			49,194	
SEE ATTACHED STATEMENT			PURCHASE			1/01/1
12/31/14	111,682	62,701			48,981	
TOTAL	\$ 349,734	\$ 245,919	\$ 0	\$ 0	\$ 103,815	

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 4,200	\$ 2,100	\$	\$ 2,100
TOTAL	\$ 4,200	\$ 2,100	\$ 0	\$ 2,100

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES PAID	\$ 689	\$ 689	\$	\$
FEDERAL TAX EXPENSE	504	504		
TOTAL	\$ 1,193	\$ 1,193	\$ 0	\$ 0

59-2876499

Federal Statements

FYE: 12/31/2014

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
EXPENSES				
INVESTMENT FEES	35,886	17,943		17,943
MISCELLANEOUS EXPENSE	-61	-61		
TOTAL	\$ 35,825	\$ 17,882	\$ 0	\$ 17,943

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SABAL TRUST #1251 INVESTMENTS	\$ 302,434	\$ 302,434	MARKET	\$ 203,086
SABAL TRUST #6658 INVESTMENTS	478,512	509,911	MARKET	869,963
SABAL TRUST #6708 INVESTMENTS	1,288,093	1,389,207	MARKET	2,487,972
TOTAL	\$ 2,069,039	\$ 2,201,552		\$ 3,561,021

Statement 6 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

LETTER FORMAT AND PRIOR YEAR TAX RETURN. INCLUDE CHARITABLE ORGANIZATION'S NAME, ADDRESS, CONTACT INFORMATION, MISSION STATEMENT, CONTRIBUTION REQUEST, AND REASON FOR CONTRIBUTION REQUEST.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

YEAR END

59-2876499

Federal Statements

FYE. 12/31/2014

Direct Public Support

<u>Contributor</u>	<u>Cash Contribution</u>	<u>Noncash Contribution</u>
CONTRIBUTIONS	3,690,402	
TOTAL	<u>3,690,402</u>	<u>0</u>

Taxable Interest on Investments

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
INTEREST INCOME	\$ 2,796		14		
TOTAL	<u>\$ 2,796</u>				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
DIVIDEND INCOME	\$ 60,905		14		
TOTAL	<u>\$ 60,905</u>				

J. CRAYTON PRUITT FOUNDATION, INC. EIN: 50-2876499 STATEMENT #1

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
Short Term Sales Reported on 1099-B										
06 CALIFORNIA RES CORP COM										
13057Q107	12/01/2014	02/12/2014	A	4.21	4.82		0.00	-0.61	0.00	0.00
32.0 EDWARDS LIFESCIENCES CORP										
28176E108	10/06/2014	Various	A	3,433.12	1,991.49		0.00	1,441.63	0.00	0.00
20 EDWARDS LIFESCIENCES CORP										
28176E108	10/07/2014	11/05/2013	A	213.04	125.53		0.00	87.51	0.00	0.00
42.0 EDWARDS LIFESCIENCES CORP										
28176E108	10/08/2014	11/05/2013	A	4,475.34	2,636.13		0.00	1,839.21	0.00	0.00
0.25 NOW INC COM										
67011P100	06/02/2014	05/22/2014	A	8.56	8.08		0.00	0.48	0.00	0.00
40.0 ROGERS COMMUNICATIONS INC CL B										
775109200	05/27/2014	08/08/2013	A	1,683.49	1,577.98		0.00	105.51	0.00	0.00
146.0 ROGERS COMMUNICATIONS INC CL B										
775109200	06/10/2014	08/08/2013	A	5,983.77	5,759.63		0.00	224.14	0.00	0.00
142.0 ROGERS COMMUNICATIONS INC CL B										
775109200	06/23/2014	08/08/2013	A	5,679.05	5,601.82		0.00	77.23	0.00	0.00

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J. CRAYTON PRUITT FOUNDATION, INC EIN. 50-2876499 STATEMENT #1

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

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89.0	ROGERS COMMUNICATIONS INC CL B									
775109200	06/25/2014	Various	A	3,558.80	3,511.53		0.00	47.27	0.00	0.00
49.0	ROGERS COMMUNICATIONS INC CL B									
775109200	06/26/2014	Various	A	1,964.27	1,930.22		0.00	34.05	0.00	0.00
177.0	ROGERS COMMUNICATIONS INC CL B									
775109200	06/27/2014	08/12/2013	A	7,100.90	6,942.06		0.00	158.84	0.00	0.00
128.0	ROGERS COMMUNICATIONS INC CL B									
775109200	06/30/2014	Various	A	5,154.48	5,004.35		0.00	150.12	0.00	0.00
45.0	UNITED RENTALS INC									
911363109	01/16/2014	06/26/2013	A	3,681.61	2,207.67		0.00	1,473.94	0.00	0.00
Total Short Term Sales Reported on 1099-B				42,940.64	37,301.31		0.00	5,639.32	0.00	0.00

Report on Form 8949, Part I, with Box A checked

Long Term Sales Reported on 1099-B

123.0	AARONS INC									
002535300	05/05/2014	Various	D	3,746.40	3,426.84		0.00	319.56	0.00	0.00
80.0	ACCENTURE PLC A									
G1151C101	06/05/2014	12/29/2011	D	6,677.75	4,295.46		0.00	2,382.29	0.00	0.00

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2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
13.0	APPLE INC									
037833100	05/21/2014	01/30/2012	D	7,864.29	5,873.49		0.00	1,990.80	0.00	0.00
85.0	APPLE INC									
037833100	11/05/2014	01/30/2012	D	9,253.46	5,486.23		0.00	3,767.23	0.00	0.00
40.0	BED BATH & BEYOND INC									
075896100	03/21/2014	02/01/2013	D	2,717.01	2,366.17		0.00	350.84	0.00	0.00
25.0	BED BATH & BEYOND INC									
075896100	03/26/2014	02/01/2013	D	1,699.53	1,478.86		0.00	220.67	0.00	0.00
48.0	BED BATH & BEYOND INC									
075896100	03/28/2014	02/01/2013	D	3,263.52	2,839.41		0.00	424.11	0.00	0.00
63.0	BED BATH & BEYOND INC									
075896100	04/01/2014	Various	D	4,373.64	3,698.75		0.00	674.89	0.00	0.00
127.0	BED BATH & BEYOND INC									
075896100	04/02/2014	02/04/2013	D	8,824.20	7,450.27		0.00	1,373.93	0.00	0.00
152.0	BED BATH & BEYOND INC									
075896100	04/03/2014	02/04/2013	D	10,599.40	8,916.85		0.00	1,682.55	0.00	0.00

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J. CRAYTON PRUITT FOUNDATION, INC. EIN. 50-2876499 STATEMENT #1

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

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Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
242 0	BEST BUY INC.									
086516101	09/04/2014	02/15/2013	D	7,801.20	4,000.40		0.00	3,800.80	0.00	0.00
50.0	CANADIAN PACIFIC RAILWAY LTD									
13645T100	06/03/2014	Various	D	8,561.56	3,650.23		0.00	4,911.33	0.00	0.00
50.0	CME GROUP INC									
12572Q105	06/03/2014	Various	D	3,549.03	2,500.88		0.00	1,048.15	0.00	0.00
95.0	CME GROUP INC									
12572Q105	06/09/2014	Various	D	6,707.47	4,489.93		0.00	2,217.54	0.00	0.00
82 0	CME GROUP INC									
12572Q105	06/30/2014	Various	D	5,854.28	3,775.44		0.00	2,078.84	0.00	0.00
52.0	CME GROUP INC									
12572Q105	07/01/2014	Various	D	3,695.41	2,539.93		0.00	1,155.48	0.00	0.00
198.0	CME GROUP INC									
12572Q105	07/02/2014	Various	D	14,072.93	10,726.52		0.00	3,346.41	0.00	0.00
37 0	EDWARDS LIFESCIENCES CORP									
28176E108	11/04/2014	10/15/2013	D	4,431.32	2,775.93		0.00	1,655.39	0.00	0.00

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2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
18.0	EDWARDS LIFESCIENCES CORP									
28176E108	11/05/2014	Various	D	2,161.10	1,337.41		0.00	823.69	0.00	0.00
30.0	EDWARDS LIFESCIENCES CORP									
28176E108	11/25/2014	10/03/2013	D	3,831.61	2,165.59		0.00	1,666.02	0.00	0.00
26.0	EDWARDS LIFESCIENCES CORP									
28176E108	11/26/2014	10/03/2013	D	3,328.67	1,876.85		0.00	1,451.82	0.00	0.00
163.0	GENERAL MTRS CO									
37045V100	07/15/2014	Various	D	6,120.79	5,827.98		0.00	292.81	0.00	0.00
295.0	GENERAL MTRS CO									
37045V100	07/16/2014	Various	D	11,093.84	7,828.57		0.00	3,265.27	0.00	0.00
145.0	OWENS CORNING INC									
690742101	02/12/2014	Various	D	6,427.56	4,204.53		0.00	2,223.03	0.00	0.00
285.0	SOUTHWESTERN ENERGY CO									
845467109	01/16/2014	Various	D	11,278.48	10,998.05		0.00	280.43	0.00	0.00
579.0	SOUTHWESTERN ENERGY CO									
845467109	01/22/2014	Various	D	24,156.38	22,762.99		0.00	1,393.39	0.00	0.00

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J. CRAYTON PRUITT FOUNDATION, INC. EIN: 50-2876499 STATEMENT #1

2014 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is proceeds less commissions and option premiums.
Covered (Box 5 is not checked)

Description of property (Box 1a)

Cusip Number	Date Sold or Disposed (Box 1c)	Date Acquired (Box 1b)	Form 8949 Checkbox	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Code if any (Box 1f)	Adjustments (Box 1g)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 16)
119.0	T ROWE PRICE GROUP INC									
74144T108	02/05/2014	08/17/2011	D	9,163.55	6,071.92		0.00	3,091.63	0.00	0.00
50.0	T ROWE PRICE GROUP INC									
74144T108	02/06/2014	08/17/2011	D	3,856.67	2,551.22		0.00	1,305.45	0.00	0.00
Total Long Term Sales Reported on 1099-B				195,111.05	145,916.70		0.00	49,194.35	0.00	0.00

Report on Form 8949, Part II, with Box D checked

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