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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

2014

Open to Public
Inspection

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

Name of foundation THADDEUS H WATERMAN TRUST UW REGIONS BANK TRUSTEE #1255000704		A Employer identification number 63-6110169
Number and street (or P O box number if mail is not delivered to street address) P O DRAWER 1628	Room/suite	B Telephone number (see instructions) (251) 690-1415
City or town, state or province, country, and ZIP or foreign postal code MOBILE, AL 366331628		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 951,251	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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)				
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	22,119	22,119		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	45,230			
	b Gross sales price for all assets on line 6a 340,318				
	7 Capital gain net income (from Part IV, line 2)		45,230		
	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	67,349	67,349		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	13,220	13,220		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,200	0		1,200
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,843	147		0
	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	16,263	13,367		1,200
	25 Contributions, gifts, grants paid.	44,010			44,010
	26 Total expenses and disbursements. Add lines 24 and 25	60,273	13,367		45,210
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	7,076			
	b Net investment income (if negative, enter -0-)		53,982		
	c Adjusted net income (if negative, enter -0-)				

	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		22,227	26,985	26,985
	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)	83,850	132,473	134,773	
	b Investments—corporate stock (attach schedule)	211,536	205,476	266,056	
	c Investments—corporate bonds (attach schedule)	236,946	197,921	204,983	
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	313,288	312,033	318,454	
	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)	867,847	874,888	951,251	
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 ►)	0	0		
	23 Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		867,847	874,888	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29 Retained earnings, accumulated income, endowment, or other funds	0	0		
	30 Total net assets or fund balances (see instructions)	867,847	874,888		
	31 Total liabilities and net assets/fund balances (see instructions)	867,847	874,888		

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	867,847
2	Enter amount from Part I, line 27a	2	7,076
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	874,923
5	Decreases not included in line 2 (itemize) ►	5	35
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	874,888

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS	P		
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	332,117		295,088	37,029
b	8,201			8,201
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				37,029
b				8,201
c				
d				
e				
2	Capital gain net income or (net capital loss)	<small>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</small>	2	45,230
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<small>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</small>	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	41,514	938,518	0 044234
2012	47,291	919,784	0 051415
2011	51,391	946,256	0 054310
2010	46,621	955,106	0 048812
2009	44,363	936,982	0 047347
2	Total of line 1, column (d).		0 246118
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		0 049224
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.		961,513
5	Multiply line 4 by line 3.		47,330
6	Enter 1% of net investment income (1% of Part I, line 27b).		540
7	Add lines 5 and 6.		47,870
8	Enter qualifying distributions from Part XII, line 4.		45,210

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 <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	1,080
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
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	1,080
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	1,080
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	920
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	920
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	160
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	Did the foundation file Form 1120-POL for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► REGIONS BANK TRUST DEPARTMENT Located at ► 11 NORTH WATER ST 28TH FL MOBILE AL	Telephone no ► (251) 690-1415 ZIP +4 ► 36602		
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 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 ►	16	Yes	No

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 <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ► Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►	1b	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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 <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(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
REGIONS BANK TRUST DEPARTMENT	TRUSTEE	13,220	0	0
PO DRAWER 1628 MOBILE, AL 366331628	1 00			

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

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

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

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 <hr/>	
2 <hr/>	
3 <hr/>	
4 <hr/>	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	

All other program-related investments See 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	949,507
b	Average of monthly cash balances.	1b	26,648
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	976,155
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	976,155
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	14,642
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	961,513
6	Minimum investment return. Enter 5% of line 5.	6	48,076

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	48,076
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,080
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,080
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	46,996
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	46,996
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	46,996

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	45,210
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	45,210
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	45,210
	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				46,996
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			44,010	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 45,210				
a Applied to 2013, but not more than line 2a			44,010	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.			1,200	
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		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				45,796
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).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0			
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.				

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
MOBILE MENTAL HEALTH CENTER 2400 GORDON SMITH DR MOBILE, AL 36617	NONE	PC	FOR PURPOSES DESIGNATED BY BOARD OF TRUSTEES	11,002
UNIVERSITY OF SOUTH ALABAMA 307 UNIVERSITY BLVD MOBILE, AL 36688	NONE	PC	FOR PROVIDING SCHOLARSHIPS	33,008
Total			► 3a	44,010
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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
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	22,119
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	45,230
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).			0		67,349
13 Total. Add line 12, columns (b), (d), and (e).				13	67,349

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
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.

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

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

* * * * *

2015-05-06

* * * * *

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 J WILBERT JORDAN JR	Preparer's Signature	Date 2015-05-06	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00275848
	Firm's name ► SMITH DUKES & BUCKALEW LLP			Firm's EIN ► 63-0191630	
	Firm's address ► 3800 AIRPORT BLVD MOBILE, AL 366081667			Phone no (251) 343-1200	

TY 2014 Accounting Fees Schedule

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX RETURN PREPARATION	1,200	0		1,200

TY 2014 Investments Corporate Bonds Schedule

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

Name of Bond	End of Year Book Value	End of Year Fair Market Value
4,000 COMCAST CORP BOND	4,025	4,592
4,000 TARGET CORP BOND	3,903	4,368
4,000 HESS CORP BOND	4,419	4,759
5,000 PETROBRAS INTL BOND	5,028	4,829
4,000 TALISMAN ENERGY INC BOND	4,358	4,607
5,000 CITIGROUP INC BOND	5,009	5,005
4,000 GE CAP CORP BOND	4,017	4,568
4,000 GOLDMAN SACHS GROUP BOND	4,229	4,758
4,000 WACHOVIA CORP BOND	3,940	4,416
4,000 CATERPILLAR INC BOND	4,220	4,877
4,000 ORACLE CORP BOND	4,095	4,522
4,000 AT & T INC BOND	4,000	4,458
4,000 PRUDENTIAL FINL BOND	3,972	4,341
5,000 DIRECTV HOLDINGS	5,028	5,030
5,000 KRAFT FOODS INC	5,019	5,021
5,000 BARCLAYS BANK PLC	5,015	5,043
4,000 CA INC	4,037	4,427
5,000 HEWLETT-PACKARD CO	4,995	5,049
5000 ANHEUSER-BUSCH BOND	5,036	5,114
5000 AMERICAN EXPRESS CO BOND	5,025	5,077

Name of Bond	End of Year Book Value	End of Year Fair Market Value
4000 MERRILL LYNCH CO BOND	3,985	4,594
10000 MORGAN STANLEY BOND	10,029	10,136
5000 SUNTRUST BANK BOND	5,033	5,212
5000 TOYOTA MOTOR CREDIT BOND	4,987	5,259
5000 INTEL CORP BOND	4,981	5,243
5000 DUKE ENERGY CORP	5,002	5,092
5000 CHEVRON CORP	5,012	4,969
10000 RBC BOND	9,933	9,943
5000 CISCO SYSTEMS INC	5,350	5,275
9000 IBM BOND	9,146	9,169
10000 BHP BILLITON FIN	9,986	10,005
5000 APPLE INC	4,993	4,926
5000 MARATHON OIL CORP	4,998	4,985
5000 MONDELEZ INTL BOND	5,031	5,186
5,000 FORD MOTOR CREDIT	5,005	4,948
5,000 MOLSON COORS CO	5,048	5,050
5,000 WALGREENS BOOTS	5,032	5,100
5,000 JOHN DEERE CAPITAL CORP	5,000	5,030

**TY 2014 Investments Corporate
Stock Schedule**

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

Name of Stock	End of Year Book Value	End of Year Fair Market Value
60 SHS CVS/CAREMARK CORP	2,005	5,779
60 SHS PEPSICO INC	3,865	5,674
85 SHS PROCTER AND GAMBLE CO	5,664	7,743
45 SHS CHEVRON CORP	4,379	5,048
55 SHS EXXON MOBIL CORP	4,538	5,086
80 SHS SCHLUMBERGER LTD	7,118	6,833
60 SHS AMERICAN EXPRESS CO	2,738	5,583
8 SHS BLACKROCK INC	1,587	2,860
90 SHS JP MORGAN CHASE CO	4,090	5,632
30 SHS PRUDENTIAL FINL INC	1,913	2,714
70 SHS JOHNSON & JOHNSON	4,640	7,320
95 SHS MERCK & CO INC	3,166	5,395
30 SHS STRYKER CORP	1,792	2,830
25 SHS THERMO FISHER INC	1,399	3,132
100 SHS GE CO	1,965	2,527
35 SHS 3M CO	3,142	5,751
50 SHS UNITED TECHNOLOGIES CO	4,791	5,750
100 SHS CISCO SYSTEMS INC	1,931	2,782
100 SHS EMC CORP	2,623	2,974
4 SHS GOOGLE INC	1,235	2,123
150 SHS INTEL CORP	3,207	5,444
130 SHS ORACLE CORP	4,299	5,846
75 SHS QUALCOMM INC	4,202	5,575
40 SHS PRAXAIR INC	3,908	5,182
100 SHS VERIZON COMMUN	4,373	4,678
60 SHS NEXTRA ENERGY INC	3,311	6,377
155 SHS WELLS FARGO CO	5,281	8,497
50 SHS APPLE INC	3,840	5,519
45 SHS UNION PAC CORP	4,493	5,361
55 SHS HONEYWELL INTL INC	4,225	5,496

Name of Stock	End of Year Book Value	End of Year Fair Market Value
65 SHS LYONDELLBASELL INDUS	5,222	5,160
30 SHS INTUIT INC	1,905	2,766
45 SHS AUTO DESK INC	1,838	2,703
30 SHS MCKESSON CORP	3,243	6,227
30 SHS GILEAD SCIENCES INC	1,623	2,828
135 SHS INVESCO LTD	4,490	5,335
130 SHS CITIGROUP INC	6,506	7,034
70 SHS PHILLIPS 66	4,250	5,019
60 SHS STARBUCKS CORP	4,475	4,923
55 SHS WALT DISNEY CO	3,022	5,180
235 SHS FORD MOTOR CO	3,433	3,643
25 SHS LAS VEGAS SANDS CORP	2,076	1,454
70 SHS NORDSTROM INC	5,192	5,557
55 SHS THE HERSHEY CO	5,312	5,716
25 SHS MEAD JOHNSON CO	2,488	2,514
60 SHS WHOLE FOODS INC	2,225	3,025
80 SHS AMERICAN INTL GROUP	4,402	4,481
85 SHS ABBVIE INC	5,385	5,562
50 SHS CELGENE CORP	4,008	5,593
45 SHS MYLAN INC	2,318	2,537
30 SHS FEDEX CORP	5,211	5,210
50 SHS WASTE MGMT INC	2,444	2,566
80 SHS CITRIX SYSTEMS	5,209	5,104
55 SHS COGNIZANT TECH SOL	2,446	2,896
4 SHS GOOGLE INC C/W	1,232	2,106
45 SHS ECOLAB INC	4,718	4,703
140 SHS AT&T INC	5,083	4,703

TY 2014 Investments Government Obligations Schedule

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

US Government Securities - End of Year Book Value: 132,473

US Government Securities - End of Year Fair Market Value: 134,773

State & Local Government Securities - End of Year Book Value: 0

State & Local Government Securities - End of Year Fair Market Value: 0

TY 2014 Investments - Other Schedule

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
2754 FHLMC POOL	AT COST	2,994	3,051
1771 FHLMC POOL	AT COST	1,905	1,930
2730 FHLMC POOL	AT COST	2,889	2,915
25,000 FNMA POOL	AT COST	26,094	26,364
1859 FNMA POOL	AT COST	1,904	2,003
3229 FNMA POOL	AT COST	3,393	3,458
4140 FNMA POOL	AT COST	4,267	4,314
3597 FHLMC POOL	AT COST	3,762	3,804
2257 FHLMC POOL	AT COST	2,391	2,409
1517 FHLMC POOL	AT COST	1,609	1,644
2830 FNMA POOL	AT COST	3,010	3,099
3041 FNMA POOL	AT COST	3,149	3,250
4081 FNMA POOL	AT COST	4,072	4,259
14,000 FHLMC	AT COST	14,158	14,031
4225 FNMA	AT COST	4,233	4,311
1599 FNMA	AT COST	1,701	1,717
4712 FNMA	AT COST	4,709	4,773
2822 FNMA	AT COST	3,044	3,125
1587 FNMA	AT COST	1,700	1,811
15204 FNMA	AT COST	15,731	17,369
1162 FNMA	AT COST	1,266	1,310
2304 FNMA	AT COST	2,437	2,462
1978 FNMA POOL	AT COST	2,128	2,163
3568 FNMA POOL	AT COST	3,768	3,725
INVESCO INTL GROWTH FD	AT COST	35,057	37,802
AM CENTURY SMALL CAP FD	AT COST	19,497	18,625
JP MORGAN MID CAP FD	AT COST	19,221	23,414
MFS RESH INTL FD	AT COST	34,160	34,892
VIRTUS EMERGING MKTS FD	AT COST	16,689	15,810
ARTISAN MID CAP FD	AT COST	22,200	20,667

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RS SMALL CAP GROWTH FD	AT COST	23,000	23,327
3273 FNMA	AT COST	3,395	3,461
IVY HIGH INCOME FD	AT COST	7,500	6,917
TEMPLETON GLOBAL BOND FD	AT COST	15,000	14,242

TY 2014 Other Decreases Schedule

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

Description	Amount
TIMING DIFFERENCES BOOK AND TAX	35

TY 2014 Taxes Schedule

Name: THADDEUS H WATERMAN TRUST UW
REGIONS BANK TRUSTEE #1255000704
EIN: 63-6110169

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	1,696	0		0
FOREIGN TAXES	147	147		0