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
CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

A Employer identification number
63-6181261

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) 690-1411

City or town, state or province, country, and ZIP or foreign postal code
MOBILE, AL 366331628

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)* ▶$ 20,509,884

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))*

	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)				
	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	428,979	428,979		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,152,659			
	b	Gross sales price for all assets on line 6a 5,055,829				
	7	Capital gain net income (from Part IV, line 2)		1,152,659		
	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)	-13,406	-13,406		
	12	**Total.** Add lines 1 through 11	1,568,232	1,568,232		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	129,868	129,868		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,675	0		2,675
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	35,033	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	3,110	0		3,110
	24	**Total operating and administrative expenses.** Add lines 13 through 23	170,686	129,868		5,785
	25	Contributions, gifts, grants paid	917,247			917,247
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,087,933	129,868		923,032
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	480,299			
	b	**Net investment income** (if negative, enter -0-)		1,438,364		
	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	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	593,554	702,875	702,875
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)	954,912	1,543,890	1,569,546
b	Investments—corporate stock (attach schedule)	5,480,204	5,536,497	9,446,005
c	Investments—corporate bonds (attach schedule)	2,754,907	2,252,894	2,346,848
11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	5,302,489	5,542,946	6,444,610
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)	15,086,066	15,579,102	20,509,884
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			
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	15,086,066	15,579,102	
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)	15,086,066	15,579,102	
31	**Total liabilities and net assets/fund balances** (see instructions)	15,086,066	15,579,102	

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	15,086,066
2	Enter amount from Part I, line 27a	2	480,299
3	Other increases not included in line 2 (itemize) ▶	3	13,395
4	Add lines 1, 2, and 3	4	15,579,760
5	Decreases not included in line 2 (itemize) ▶	5	658
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,579,102

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,765,384		3,903,170	862,214
b	290,445			290,445
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				862,214
b				290,445
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	1,152,659
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	870,579	18,930,622	0 045988
2012	889,223	17,790,125	0 049984
2011	845,183	18,055,972	0 046809
2010	786,668	17,166,491	0 045826
2009	952,560	16,006,779	0 059510

2	**Total** of line 1, column (d)	2	0 248117
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 049623
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	20,029,858
5	Multiply line 4 by line 3	5	993,942
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	14,384
7	Add lines 5 and 6	7	1,008,326
8	Enter qualifying distributions from Part XII, line 4	8	923,032

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	28,767
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	28,767
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	28,767
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	22,440		
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	22,440
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	6,327
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 ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) ▶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? *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)*

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

Website address ▶ N/A

14 The books are in care of ▶ REGIONS BANK TRUST DEPARTMENT Telephone no ▶ (251) 690-1411

Located at ▶ 11 NORTH WATER STREET 28TH FLOOR MOBILE AL 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 | |

		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. | | 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**

		Line	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		No
	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____

		Line	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)	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**

		Line	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
REGIONS BANK PO DRAWER 1628 MOBILE, AL 366331628	TRUSTEE 2 10	129,868	0	0
T BESTOR WARD 107 PLACE LE VERT MOBILE, AL 36608	DISTR COMM 0 15	0	0	0
GILBERT F DUKES JR 3800 AIRPORT BLVD MOBILE, AL 36608	DISTR COMM 0 38	0	0	0
JOHN C JOHNSON 3601 LONGVIEW LN MOBILE, AL 36608	DISTR COMM 0 15	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 VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** ***(continued)***

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	19,405,284
b	Average of monthly cash balances		1b	485,466
c	Fair market value of all other assets (see instructions)		1c	444,131
d	**Total** (add lines 1a, b, and c)		1d	20,334,881
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	20,334,881
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	305,023
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	20,029,858
6	**Minimum investment return.** Enter 5% of line 5		6	1,001,493

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	1,001,493
2a	Tax on investment income for 2014 from Part VI, line 5	2a 28,767		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	28,767
3	Distributable amount before adjustments Subtract line 2c from line 1		3	972,726
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	972,726
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	972,726

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	923,032
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	923,032
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	923,032

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				972,726
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			917,247	
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 ▶ $ 923,032				
a Applied to 2013, but not more than line 2a			917,247	
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.				5,785
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				966,941
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 ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
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

REGIONS BANK ATTN ROGER COLE
PO DRAWER 1628
MOBILE, AL 366331628
(251) 431-8309

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

NO PRESCRIBED FORM

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

ONLY SECTION 501(C)(3) ORGANIZATIONS THAT ARE NOT PRIVATE FOUNDATIONS AND WHICH ARE LOCATED IN THAT PART OF SOUTHWEST ALABAMA, INCLUDING THE COUNTIES OF BALDWIN, CLARKE, ESCAMBIA, MOBILE, MONROE, AND WASHINGTON

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*				
See Additional Data Table				
Total . . . . ▶ **3a**				917,247
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	428,979	
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	1,152,659	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a REGIONS SE TIMBER FD II, ORD LOSS					-11,639
b REGIONS SE TIMBER FD II, 1231 LOSS					-1,767
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		1,581,638	-13,406

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,568,232

(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)
11A	CURRENT YEAR LOSS FROM PARTNERSHIP HELD FOR INVESTMENT
11B	CURRENT YEAR SECTION 1231 LOSS FROM PARTNERSHIP HELD FOR INVESTMENT

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

******	2015-05-07	******
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
J WILBERT JORDAN JR		2015-05-07		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

Form 990PF Part XV Line 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*				
AUTISM AVENUE 300 GOVERNMENT STREET MOBILE,AL 36602		PC	COMPLETING THE TECHNOLOGY FOR AUTISM CURRICULUM	10,000
BAY AREA FOOD BANK 5248 MOBILE S STREET THEODORE,AL 36582		PC	PURCHASE 2 TRUCK LIFT GATES AND 10 COOLER BOXES	10,000
BIG BROTHERS BIG SISTER OF S ALABAMA 101 N WATER STREET MOBILE,AL 36602		PC	INCREASE NUMBER OF SCHOOLS THAT ARE SERVED	10,000
CENTER FOR THE LIVING ARTS 301 CONTI STREET MOBILE,AL 36602		PC	OPERATING EXPENSES	25,000
CENTRE FOR THE LIVING ARTS 304 GOVERTMENT STREET MOBILE,AL 36603		PC	ASSIST WITH CURRENT OPERATIONS	25,000
CHILD ADVOCACY CENTER 1351 SPRINGHILL AVE MOBILE,AL 36604		PC	CRITICAL COUNSELING, COURT ADVOCACY AND FAMILY SERVICES	10,000
CLARKE COUNTY DEVELOPMENT FOUNDATION PO BOX 305 THOMASVILLE,AL 36784		PC	SUPPORT FOR THE HIPPY PROGRAM	15,000
COASTAL ALABAMA PARTNERSHIP I SOUTH ROYAL ST MOBILE,AL 36601		PC	SUPPORT THE ORGANIZATIONS REGIONAL INITIATIVES	45,000
COMPASSIONATA FRIENDS MOBILE CHAPTER 4536 HALLS MILL RD MOBILE,AL 36602		PC	PROVIDE SUPPORT TO BEREAVED PEOPLE	2,000
DAUPHIN ISLAND SEA LAB FOUNDATION 101 BIENVILLE BLVD DAUPHIN ISLAND,AL 36528		PC	VERNIER LABQUEST PROBE BASED TESTING SYSTEM	15,000
DUMAS WESLEY COMMUNITY CENTER 126 MOBILE STREET MOBILE,AL 36607		PC	SERVING HOMELESS WOMEN AND CHILDREN	10,000
EDITH MURPHY FOUNDATION PO BOX 864 MOBILE,AL 36601		PC	INTERNATIONAL BACCALAUREATE PROGRAM	10,000
EXCEPTIONAL FOUNDATION 28788 N MAIN STREET DAPHNE,AL 36526		PC	OPERATING EXPENSES	5,000
FAMILY COUNSELING CENTER OF MOBILE 705 OAK CIRCLE DR N MOBILE,AL 36609		PC	NEW COMPUTERS AND SOFTWARE	5,000
GULF COAST EXPLOREUM - EXPOLRE CENTER 65 GOVERNMENT STREET MOBILE,AL 36602		PC	OPERATING EXPENSES	25,000
Total . . . . ▶ **3a**				917,247

Form 990PF Part XV Line 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*				
IMPACT ALABAMA 64 S WATER STREET MOBILE,AL 36602		PC	FOCUSFIRST EXPENSES	10,000
LEUKEMIA AND LYMPHOMA SOCIETY 2854 OLD SHELL RD MOBILE,AL 36607		PC	TOWARD THE LIGHT THE NIGHT WALK FUNDRAISING CAMPAIGN	5,000
LONGLEAF ALLIANCE INC 12130 DIXON CENTER ROAD ANDNLUSIA,AL 36420		PC	OPERATING EXPENSES	5,000
MCGILL-TOOLEN CATHOLIC HIGH SCHOOL 1501 OLD SHELL ROAD MOBILE,AL 36604		PC	TOWARD CONSTRUCTION OF A NEW STUDENT CENTER BUILDING	150,000
MERCY MEDICAL 3720 DAUPHIN STREET MOBILE,AL 36608		PC	SUPPORT THE MERCY LIFE PROGRAM	5,000
MOBILE ARTS COUNCIL 316 DAUPHIN STREET MOBILE,AL 36602		PC	CHARTING NEW DIRECTIONS PROGRAM	5,000
MOBILE BAYKEEPERS INC 450 GOVERNMENT STREET MOBILE,AL 36602		PC	CLEANUP AND EDUCATION CAMPAIGN FOCUSED ON LITTER	10,000
MOBILE MUESEUM OF ART 4850 MUSEUM DRIVE MOBILE,AL 36608		PC	GALLERY RENOVATIONS AND IMPROVEMENT COSTS	25,000
MOBILE OPERA 257 DAUPHIN STREET MOBILE,AL 36602		PC	PRODUCTION COSTS FOR THE 2014/2015 SEASON	5,000
MOBILE SYMPHONY 257 DAUPHIN STREET MOBILE,AL 36602		PC	MEMORIAL GIFT IN HORNOR OF MRS MABEL B WARD	5,000
MULHERIN CUSTODIAL HOME 2496 HALLS MILL ROAD MOBILE,AL 36606		PC	CAPITAL IMPROVEMENTS	10,000
MUSCULAR DYSTROPHY ASSOCIATION 681 5TH AVE MOBILE,AL 36602		PC	PAY FOR PART OF THE MDA SUMMER CAMP PROGRAM	5,000
PENELOPE HOUSE INC 63 N FLORIDA STREET MOBILE,AL 36607		PC	OPERATING EXPENSES	5,000
PRICHARD PREPARATORY SCHOOL 2530 SHELTON BEACH RD EIGHT MILE,AL 36613		PC	STUDENT TUITION ASSISTANCE	50,000
PRODISEE PANTRY INC 6530 SPANISH FORT BLVD SPANISH FORT,AL 36527		PC	PURCHASE HEALTHY FOODS AT REDUCED COST FROM THE USDA	10,000
Total . . . . ▶ **3a**				917,247

Form 990PF Part XV Line 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*				
PROVIDENCE HOSPITAL FOUNDATION PO BOX 850429 MOBILE,AL 36685		PC	UPGRADING EQUIPMENT IN THE WELLNESS AND REHAB CENTER	20,000
RONALD MCDONALD HOUSE 1626 SPRINGHILL AVE MOBILE,AL 36607		PC	COST OF ONE GUEST ROOM FOR AN ENTIRE YEAR	4,500
SALVATION ARMY 1009 DAUPHIN STREET MOBILE,AL 36604		PC	NEEDIEST FAMILIES CAMPAIGN IN MEMORY OF MRS MABEL B WARD	11,593
SALVATION ARMY 1009 DAUPHIN STREET MOBILE,AL 36606		PC	SUPPORT THE DAUPHIN WAY LODGE PROGRAM	50,000
THE BOYS AND GIRLS CLUBS OF S ALABAMA 1102 GOVERNMENT STREET MOBILE,AL 36604		PC	EXPANSION OF THE READING PROGRAM PROGRAM TO AN ADDITIONAL CLUB	20,000
THE GULF COAST EXPLOREUM 65 GOVERNMENT STREET MOBILE,AL 36602		PC	ASSIST WITH OPERATING EXPENSES AND REDUCE CURRENT INDEBTENESS	75,000
THE LEARNING TREE 205 LAMBERT AVE MOBILE,AL 36604		PC	SUPPORT OF WOODY'S SONG SCHOOL	5,000
THE MOBILE SYMPHONY 257 DAUPHIN STREET MOBILE,AL 36602		PC	YOUNG PEOPLE'S CONCERTS AND SCHOOL ASSEMBLY PROGRAMS	5,000
THE NATURE CONSERVANCY 65 ST JOSEPH STREET MOBILE,AL 36601		PC	SUPPORT THE FOR THE LOVE OF ALABAMA CONSERVATION CAMPAIGN	5,000
UNIVERSITY OF MOBILE 5735 COLLEGE PKWY MOBILE,AL 36613		PC	FOR NURSING SCHLORSHIPS	25,000
UNIVERSITY OF SOUTH ALABAMA 307 UNIVERSITY BLVD NORTH MOBILE,AL 36688		PC	CRAMPTON CHAIR OF GERONTOLOGY DISTRIBUTION	19,154
UNIVERSITY OF SOUTH ALABAMA UNIVERSITY BLVD MOBILE,AL 36688		PC	CRAMPTON TRUST MEDICAL SCHLORSHIPS FOR ALABAMA RESIDENT	50,000
VICTORY HEALTH PARTNERS 3750 PROFESSIONAL PARKWAY MOBILE,AL 36609		PC	OPERATIONS AND WELLNESS CLINIC	35,000
WATERFRONT RESCUE MISSION 206 STATE STREET MOBILE,AL 36603		PC	BUILD A NEW HOMELESS FACILITY	25,000
WILMER HALL 3811 OLD SHELL ROAD MOBILE,AL 36608		PC	RENOVATIONS OF A FAMILY BEDROOM IN CARPENTER COTTAGE	35,000
Total . . . . ▶ **3a**				917,247

Form 990PF Part XV Line 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*				
YOUNG LIFE YOUNGLIVES MINISTRY 7171 COTTAGE HILL ROAD MOBILE, AL 36695		PC	GENERAL OPERATING EXPENSES	5,000
Total . . . . ▶ **3a**				917,247

TY 2014 Accounting Fees Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMITH, DUKES & BUCKALEW -- TAX RETURN PREPARATION	2,500	0		2,500
REGIONS BANK - TAX PRO	175	0		175

TY 2014 Investments Corporate Bonds Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Name of Bond	End of Year Book Value	End of Year Fair Market Value
112,000 MOR STANLEY 3.7%	112,308	113,525
109,000 IBM BD	110,767	111,051
113,000 BHP BILLITON FINL	112,834	113,062
113,000 RBC	113,046	112,355
44,000 HESS CORP 8.125% 02/15/19	48,623	52,351
46,000 GOLDMAN SACHS GROUP 7.5% 02/15/19	48,637	54,715
48,000 TALSMAN ENERGY 7.75% 06/01/19	52,538	55,290
51,000 WACHOVIA CORP 5.75% 06/15/17	44,283	56,306
48,000 MERRILL LYNCH CO 6.875% 04/25/18	47,825	55,132
49,000 CA INC 5.37% 12/01/19	49,476	54,234
48,000 COMCAST CORP 5.7% 07/01/19	48,304	55,109
50,000 ORACEL CORP 5.75% 04/15/18	50,550	56,523
49,000 AT&T INC 5.6% 05/15/18	47,930	54,605
54,000 CISCO SYSTEMS INC	57,772	56,971
51,000 PRUDENTIAL FINL 4.5% 11/15/20	50,660	55,350
51,000 TARGET CORP 5.375% 05/01/17	50,130	55,687
49,000 GE CAP CORP 5.3%	49,274	55,957
57,000 AM EXPRESS CC 2.75%	57,291	57,880
57,000 DIRECTV HDGS 3.55% 03/15/15	57,256	57,339
54,000 ANHAU-BUSCH 2.875%	54,094	55,232

Name of Bond	End of Year Book Value	End of Year Fair Market Value
56,000 BARCLAYS BK 3.9% 04/07/15	56,004	56,478
54,000 DUKE ENERGY 2.15% 11/15/2016	54,014	54,997
54,000 PETROBRAS INTL 5.75% 01/20/20	53,952	52,148
55,000 KRAFT FOODS 1.625% 02/09/16	55,213	55,234
55,000 SUNTRUST BANK 3.5%	54,971	57,335
56,000 CHEVRON CORP	56,110	55,654
57,000 HP CO 2.2% 12/01/15	56,986	57,563
54,000 INTEL CORP 3.3%	53,796	56,626
54,000 TOYOTO MOTOR 3.4%	53,864	56,795
58,000 CITIGROUP INC	58,107	58,059
45,000 CATERPILLAR INC 7.9% 12/15/18	45,392	54,866
APPLE INC - 57,000 BD	56,922	56,154
MARATHON OIL CORP - 58,000	57,983	57,831
MONDELEZ INTL - 55,000	55,045	57,043
55,000 FORD MOTOR CREDIT	55,061	54,432
55,000 MOLSON COORS CO	55,526	55,552
54,000 WALGREENS BOOTS	54,360	55,075
56,000 JOHN DEERE CAPITAL CORP	55,990	56,332

TY 2014 Investments Corporate Stock Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO - - 1,300 SHS	98,134	213,616
AMERICAN EXPRESS -- 2,000	15,376	186,080
ANADARKO PETROLEUM - 1,800	125,606	148,500
APPLE INC - 2000	150,196	220,760
AUTO DESK INC -- 1,400	57,180	84,084
BLACK WARRIOR COAL CO -- 250	86,345	23,549
BLACKROCK INC - 300	53,960	107,268
CHEVRONTEXACO INC -- 1,500	70,601	168,270
CISCO SYS INC. - 3,000	47,100	83,445
CITIGROUP INC -- 3,700	185,513	200,207
COCA COLA CO -- 4,000	43,750	168,880
CVS/CAREMARK CORP - 2,500	78,500	240,775
DOMINION RES INC -- 1,900	23,674	146,110
DU PONT EI DE NEMOURS -- 1,000	24,995	73,940
EMC CORP. MASS. - - 2,900	37,377	86,246
EXXON MOBIL CORP -- 1,900	29,717	175,655
FORD MOTOR CO -- 6,800	102,498	105,400
FREEPORT-MCMORAN -- 1,500 SHS	46,192	35,040
GENERAL ELECTRIC CO-- 3,000	55,582	75,810
GILEAD SCIENCES -- 1,750	103,563	164,955
GOOGLE INC, CL A -- 80	24,129	42,453
HONEYWELL INTL INC --1,600	123,754	159,872
INTEL CORP -- 6,000	22,969	217,740
INTUIT INC -- 1,000	63,492	92,190
INVESCO LTD -- 3,800	126,426	150,176
JOHNSON & JOHNSON -- 2,000	22,453	209,140
JP MORGAN CHASE & CO -- 3,100	50,362	193,998
LYONDELLBASELL INDUS -- 2,150	173,686	170,688
MCKESSON CORP -- 1,000	108,110	207,580
MERCK & CO-- 3,000	103,709	170,370

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NEMONT MINING CORP. - 2,000	56,560	37,800
NEXTRA ENERGY INC-- 1,000	53,196	106,290
NORTHROP GRUMMAN -- 1,400	42,440	206,346
ORACLE CORP - 5,000	95,674	224,850
PEPSICO INC. - 2,000	86,740	189,120
PFIZER -- 1,500	5,540	46,725
PHILLIPS 66 -- 2,000	122,114	143,400
PRAXAIR INC - 1,000	100,267	129,560
PROCTER & GAMBLE -- 2,450	54,218	223,171
PRUDENTIAL FINL INC - 900	43,704	81,414
QUALCOMM INC - - 2,500	105,595	185,825
RAYTHEON -- 1,500	47,231	162,255
SCHLUMBERGER LTD -- 2,500	78,680	213,525
SOUTHERN CO -- 3,500	91,379	171,885
STARBUCKS CORP -- 1,650	124,921	135,382
STRYKER CORP - - 1,000 SHS	58,225	94,330
THERMO FISHER INC - 1,000	42,545	125,290
TIFFANY & CO -- 900	57,303	96,174
UNION PACIFIC -- 1,600	15,190	190,608
UNITED TECH CORP - - 1,100 SHS	75,830	126,500
VERIZON COMMUNICATIONS -- 3,300	121,788	154,374
WALT DISNEY CO -- 1,600	87,920	150,704
WELLS FARGO CO - 5,000	171,570	274,100
LAS VEGAS SANDS CORP - 750	59,415	43,620
THE HERSEY CO - 1900	183,653	197,467
MEAD JOHNSON CO - 900	89,568	90,486
WHOLE FOODS INC - 1800	66,755	90,756
AMERICAN INTL GROUP - 2400	132,096	134,424
ABBVIE INC - 2900 SHS	183,715	189,776
CELGENE CORP - 1800 SHS	149,941	201,348

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MYLAN INC - 1250 SHS	62,025	70,463
FEDEX CORP - 550 SHS	92,939	95,513
COGNIZANT TECH SOLUTIONS - 1800 SHS	79,803	94,788
CITRIX SYSTEMS - 2400 SHS	158,594	153,120
GOOGLE INC, CL C - 80 SHS	24,068	42,112
ECOLAB INC - 1200 SHS	125,417	125,424
AT&T - 3700 SHS	134,929	124,283

TY 2014 Investments Government Obligations Schedule

Name:	CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE
EIN:	63-6181261
US Government Securities - End of Year Book Value:	1,543,890
US Government Securities - End of Year Fair Market Value:	1,569,546
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: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
290,000 FNMA 5%	AT COST	303,108	305,825
1457 FNMA 5%	AT COST	1,551	1,535
34,936 FNMA	AT COST	36,705	37,412
47,314 FNMA	AT COST	48,770	49,307
25,938 FNMA	AT COST	27,592	28,404
45,010 FNMA	AT COST	46,603	48,094
54,687 FNMA	AT COST	54,559	57,073
54,926 FNMA	AT COST	55,029	56,040
30,200 FHLMC	AT COST	32,828	33,455
56,546 FNMA	AT COST	56,511	57,273
169,000 FHLMC 2.875%	AT COST	170,909	169,373
53,018 FNMA	AT COST	58,518	60,902
20,749 FHLMC	AT COST	22,315	22,608
31,022 FHLMC	AT COST	32,825	33,128
10,124 FNMA 5%	AT COST	10,773	10,874
31,049 FNMA	AT COST	33,489	34,379
17,062 FHLMC	AT COST	18,107	18,491
83,513 FNMA	AT COST	85,901	94,955
41,002 FHLMC	AT COST	42,886	43,360
10,217 FNMA	AT COST	11,102	11,628
26,335 FHLMC	AT COST	27,891	28,106
10,279 FNMA	AT COST	11,008	11,729
16,301 FNMA	AT COST	17,325	18,561
44,340 FNMA	AT COST	46,827	46,301
1,680 FNMA	AT COST	1,833	1,904
8,379 FNMA	AT COST	8,896	9,506
13,555 FNMA	AT COST	14,771	15,285
AMER EUROPACIFIC GRTH FD - 17,550	AT COST	610,000	825,180
AMERICAN CENTURY S.C. FD -14,062	AT COST	131,000	125,578
ARTISAN MID CAP VALUE FD - 14,675	AT COST	207,000	361,587

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARTISAN SMALL CAP VALUE FD - 19,066	AT COST	247,000	269,593
BUFFALO SMALL CAP FD - 11,388	AT COST	227,000	359,984
6,099 FNMA	AT COST	6,160	6,584
21,393 FNMA	AT COST	22,626	22,858
5,783 FNMA	AT COST	6,293	6,592
ISHARES RUSSELL 1000 FD-- 4,000	AT COST	244,640	417,600
IVY HIGH INCOME FD - 24,253	AT COST	210,033	195,725
JP MORGAN MID CAP FD - 3,195	AT COST	97,400	118,679
MFS RESH INTL FD - 4366.812	AT COST	50,000	73,319
NATIONWIDE MID CAP FD - 17,087	AT COST	414,700	462,539
REGIONS SE TIMBER FD - 5,025	AT COST	502,500	521,671
TEMPLETON GLOBAL BD FD - 32,320	AT COST	420,067	401,086
THORNBURG INTL VALUE FD - 25213	AT COST	605,000	691,077
VIRTUS EMERGING MKTS FD - 9,820	AT COST	100,000	97,114
VIRTUS SMALL CAP FD - 4,625	AT COST	100,300	118,590
23,736 FNMA	AT COST	25,530	25,959
35,725 - FNMA	AT COST	37,065	37,787

TY 2014 Other Decreases Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Amount
BOOK/TAX TIMING DIFFERENCE	658

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491135013095

TY 2014 Other Expenses Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
D & O INSURANCE	3,110	0		3,110

TY 2014 Other Income Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
REGIONS SE TIMBER FD II, ORD LOSS	-11,639	-11,639	-11,639
REGIONS SE TIMBER FD II, 1231 LOSS	-1,767	-1,767	-1,767

TY 2014 Other Increases Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Description	Amount
PARTNERSHIP INCOME (LOSS) BOOK/TAX TIMING DIFFERENCE	13,395

TY 2014 Taxes Schedule

Name: CRAMPTON TRUST #1255000731 REGIONS BANK TRUSTEE

EIN: 63-6181261

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX PAYMENTS	35,033	0		0