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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

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









Name of foundation MISSISSIPPI POWER FOUNDATION INC		A Employer identification number 72-1370746	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 4079		Room/suite	B Telephone number (see instructions) (228) 864-1211
City or town, state or province, country, and ZIP or foreign postal code GULFPORT, MS 39502			C If exemption application is pending, check here <input type="checkbox"/>
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			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 18,580,691		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(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.	408,231	408,231		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,235,528			
	b Gross sales price for all assets on line 6a 7,368,421				
	7 Capital gain net income (from Part IV, line 2) . . .		1,235,528		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,643,759	1,643,759	0	
	13 Compensation of officers, directors, trustees, etc	179,149	71,660	0	107,489
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	21,621	10,811	0	10,811
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	28,307	28,307	0	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,035	8,035	0	0
	22 Printing and publications				
	23 Other expenses (attach schedule)	210,078	159,016	0	51,062
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	447,190	277,829	0	169,362
	25 Contributions, gifts, grants paid	1,078,720			1,078,720
	26 Total expenses and disbursements. Add lines 24 and 25	1,525,910	277,829	0	1,248,082
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	117,849			
	b Net investment income (if negative, enter -0-)		1,365,930		
	c Adjusted net income (if negative, enter -0-)			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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	24,895	132,735	132,735
	2	Savings and temporary cash investments	841,987	282,923	282,923
	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)	2,292,394	 2,465,224	2,465,224
	b	Investments—corporate stock (attach schedule)	12,705,102	 12,582,772	12,582,772
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,184,594	 3,067,319	3,067,319
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)	 28,643	 49,718	 49,718
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	19,077,615	18,580,691	18,580,691
	17	Accounts payable and accrued expenses	25,460	58,621	
	18	Grants payable	1,375,000	910,000	
	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 ▶ _____)	 24,145	 0	
	23	Total liabilities (add lines 17 through 22)	1,424,605	968,621	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	17,653,010	17,612,070	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	17,653,010	17,612,070	
	31	Total liabilities and net assets/fund balances (see instructions)	19,077,615	18,580,691	

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	17,653,010
2	Enter amount from Part I, line 27a	2	117,849
3	Other increases not included in line 2 (itemize) ▶ 	3	16,837
4	Add lines 1, 2, and 3	4	17,787,696
5	Decreases not included in line 2 (itemize) ▶ 	5	175,626
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,612,070

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	HANCOCK BANK TRUST & ASSET MANAGEMENT ACCT	P	2013-01-01	2014-12-31
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,368,421		6,132,893	1,235,528
b			
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			1,235,528
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,235,528
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	905,895	17,964,292	0 050428
2012	2,311,821	17,563,660	0 131625
2011	943,430	8,698,415	0 108460
2010	866,344	8,399,170	0 103146
2009	746,130	8,851,965	0 084290

2	Total of line 1, column (d).	2	0 477949
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 095590
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	18,567,919
5	Multiply line 4 by line 3.	5	1,774,907
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	13,659
7	Add lines 5 and 6.	7	1,788,566
8	Enter qualifying distributions from Part XII, line 4.	8	1,248,082

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 VIExcise 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			
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		1	27,319
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	27,319
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	27,319
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	30,360	
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	30,360
8		Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	3,041
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 3,041 Refunded		11	0

Part VII-AStatements Regarding Activities

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) MS				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VII-A

Statements Regarding Activities (continued)

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 MR RODGER MEINZINGER Telephone no (228) 865-5925 Located at PO BOX 4079 GULFPORT MS ZIP +4 39502			
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?	16	Yes	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			
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? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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

No

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?

YesNo

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?

YesNo

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?

YesNo

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
See Additional Data Table				

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

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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 N/A	0
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	18,602,565
b	Average of monthly cash balances.	1b	248,114
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,850,679
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	18,850,679
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	282,760
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,567,919
6	Minimum investment return. Enter 5% of line 5.	6	928,396

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	928,396
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	27,319
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	27,319
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	901,077
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	901,077
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	901,077

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	1,248,082
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	1,248,082
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	1,248,082

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				901,077
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	305,303			
b From 2010.	447,788			
c From 2011.	518,070			
d From 2012.	1,448,198			
e From 2013.	38,003			
f Total of lines 3a through e.	2,757,362			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,248,082				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				901,077
e Remaining amount distributed out of corpus	347,005			
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	3,104,367			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . .	305,303			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,799,064			
10 Analysis of line 9				
a Excess from 2010. . . .	447,788			
b Excess from 2011. . . .	518,070			
c Excess from 2012. . . .	1,448,198			
d Excess from 2013. . . .	38,003			
e Excess from 2014. . . .	347,005			

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1Information 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

2Information 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

RODGER MEINZINGER
PO BOX 4079
GULFPORT, MS 39502
(228) 865-5925

b

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

SAME FORM AS USED AND SUBMITTED WITH PRIOR YEAR'S FORM 990-PF

c

Any submission deadlines

NO SUBMISSION DEADLINES

d

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

AWARDS CANNOT BE GRANTED TO AN ORGANIZATION THAT IS NOT EITHER A TAX-EXEMPT ENTITY UNDER INTERNAL REVENUE CODE SECTION 501(C)(3) OR A GOVERNMENT ENTITY. THE FUNDS CANNOT BE USED TO CARRY ON PROPAGANDA OR OTHERWISE ATTEMPT TO INFLUENCE LEGISLATION, TO INFLUENCE THE OUTCOME OF ANY SPECIFIC PUBLIC ELECTION OR TO CONDUCT, EITHER DIRECTLY OR INDIRECTLY, ANY VOTER REGISTRATION DRIVE, TO FUND A GRANT TO AN INDIVIDUAL, TO PURCHASE ELECTRIC APPLIANCES, INSTALL ATHLETIC FIELD LIGHTING, OR TO FUND ANY OTHER SIMILAR ACTIVITY WHICH WOULD PRODUCE A TANGIBLE ECONOMIC BENEFIT TO MISSISSIPPI POWER COMPANY, NOR CAN THE MISSISSIPPI POWER COMPANY OR MISSISSIPP POWER FOUNDATION RECIEVE TICKETS, A TABLE AT A BANQUET, OR ANY OTHER ITEM OF VALUE AS A RESULT OF THE CONTRIBUTION

Form 990-PF (2014)

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 See Additional Data Table				
Total			3a	1,078,720
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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			

[illegible]

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.

Sign Here	*****	2015-05-08	*****	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name AMY WILSON SMITHCPA	Preparer's Signature	Date 2015-05-08	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01612501
	Firm's name <input checked="" type="checkbox"/> HORNE LLP			Firm's EIN <input checked="" type="checkbox"/> 20-1941244	
	Firm's address <input checked="" type="checkbox"/> 1020 HIGHLAND COLONY PKWY STE 400 RIDGELAND, MS 39157			Phone no (601) 326-1000	


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN ATHERTON	PRESIDENT 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
RODGER MEINZINGER	EXECUTIVE DIRECTOR 64 00	179,149	0	0
PO BOX 4079 GULFPORT, MS 395024079				
MOSES FEAGIN	TREASURER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
VICKI PIERCE	ASST TREASURER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
RICHARD BROWN	ASST TREASURER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
CINDY WEBB	SECRETARY 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
JOHN HUGGINS	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
ED HOLLAND	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
JEFF FRANKLIN	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
ALLEN REAVES	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
CINDY SHAW	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
CHRISTY IHRIG	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				
BILLY THORNTON	BOARD MEMBER 0 00	0	0	0
PO BOX 4079 GULFPORT, MS 395024079				


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AFRO-AMERICAN CULTURAL SOCIETY OF THE GOLDEN TRIANGLE INC 104 MAIN STREET STARKVILLE,MS 39759			DONATION - DREAM 365 MLK PROJECT	5,000
ALCORN STATE UNIVERSITY ALUMNI CHAPTER 4521 B PLACE MERIDIAN,MS 39301			DONATION - SUPPORT SCHOLARSHIP BANQUET	1,000
ALLIANCE FOR DOWNTOWN MERIDIAN 2120 5TH STREET MERIDIAN,MS 39301			DONATION	1,500
ALLIANCE FOR DOWNTOWN MERIDIAN 2120 5TH STREET MERIDIAN,MS 39301			DONATION - MERIDIAN MAIN STREET	500
ALLIANCE FOR DOWNTOWN MERIDIAN 2120 5TH STREET MERIDIAN,MS 39301			DONATION - MERIDIAN MAIN STREET	1,000
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION - KEMPER COUNTY RELAY FOR LIFE	500
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION-LAUDERDALE COUNTY RELAY FOR LIFE	5,000
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION - CLARKE COUNTY RELAY FOR LIFE	250
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION - SCOTT COUNTY RELAY FOR LIFE	250
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION - NEWTON COUNTY RELAY FOR LIFE	250
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION-SMITH COUNTY RELAY FOR LIFE	250
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION - PERRY COUNTY RELAY FOR LIFE	250
AMERICAN CANCER SOCIETY 417 SECURITY SQUARE GULFPORT,MS 39507			DONATION- JONES COUNTY RELAY FOR LIFE	500
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - JONES COUNTY HEART WALK	1,500
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - FORREST/LAMAR COUNTY HEART WALK	100
Total			3a	1,078,720

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - HEART WALK-JACKSON COUNTY	2,500
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - 2014 ART FOR HEART	750
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - HEART BALL	1,500
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - GULF COAST HEART WALK	20,000
AMERICAN HEART ASSOCIATION PO BOX 8272 GULFPORT,MS 39506			DONATION - JONES COUNTY HEART WALK	1,000
ASSOCIATION FOR EXCELLENCE IN EDUCATION 415 N MAGNOLIA ST LAUREL,MS 39440			DONATION	500
AUBURN UNIVERSITY 317 S COLLEGE STREET AUBURN,AL 36849			DONATION EDUCATION MATCH	1,450
BACOTMCCARTY FOUNDATION PO BOX 1442 PASCAGOULA,MS 395681442			DONATION - GOLF TOURNAMENT	1,500
BACOTMCCARTY FOUNDATION PO BOX 1442 PASCAGOULA,MS 395681442			DONATION - YOUTH HEALTH INITIATIVE	25,000
BAY WAVELAND MIDDLE SCHOOL 600 PINE STREET BAY ST LOUIS,MS 39520			DONATION - BARTON AWARD	3,000
BAY WAVELAND MIDDLE SCHOOL 600 PINE STREET BAY ST LOUIS,MS 39520			DONATION - BARTON AWARD	3,000
BILOXI BAY CHAMBER OF COMMERCE 1050 BEACH BLVD BILOXI,MS 39530			DONATION-AFRICAN AMERICAN ART & HERITAGE	500
BOY SCOUTS OF AMERICA 1318 HARDY STREET HATTIESBURG,MS 39401			DONATION	1,500
BOY SCOUTS OF AMERICA 4818 N PARK DR MERIDIAN,MS 39305			DONATION	1,500
BOYS AND GIRLS CLUBS OF THE GULF COAST 11975-B SEAWAY ROAD GULFPORT,MS 39503			DONATION - SUPPORT STEAK & STAKE	5,000
Total  3a				1,078,720


Form 990PF Part XV Line 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				
CASA OF HARRISON COUNTY 47 MAPLES DR GULFPORT,MS 39507			DONATION	2,500
COASTAL CONSERVATION ASSNMISSISSIPPI 109 SOUTH 27TH AVENUE STE 219 HATTIESBURG,MS 39401			DONATION	2,000
COUNCIL OF ORGANIZATIONS INC 814 45TH AVENUE MERIDIAN,MS 39307			DONATION - MERIDIAN PICNIC	1,500
EAST MISSISSIPPI BUSINESS DEVELOPMENT FOUNDATION 1901 FRONT ST MERIDIAN,MS 39301			DONATION - SUPPORT MISSISSIPPI SCHOLARS PROGRAM	1,000
EAST MISSISSIPPI BUSINESS DEVELOPMENT FOUNDATION 1901 FRONT ST MERIDIAN,MS 39301			DONATION - MUSIC FESTIVAL	2,000
EAST MISSISSIPPI COMMUNITY COLLEGE DEVELOPMENT FOUNDATION 1901 FRONT ST MERIDIAN,MS 39301			DONATION -TUITION GUARANTEE-LAUDERDALE, KEMPER & NOXUBEE COUNTIES	10,000
EAST MISSISSIPPI FOOTHILLS LAND TRUST PO BOX 1608 MERIDIAN,MS 39302			DONATION	5,000
EAST MISSISSIPPI FOOTHILLS LAND TRUST PO BOX 1608 MERIDIAN,MS 39302			DONATION	1,000
EXCEL BY 5 INC 140 ST JOHN AVENUE BILOXI,MS 39530			DONATION	60,000
EXPLOSION OF EXCELLENCE 720 KREBS AVENUE PASCAGOULA,MS 39587			DONATION	1,000
FOLDS OF HONOR FOUNDATION 5800 N PATRIOT DRIVE OWASSO,OK 74055			DONATION- SCHOLARSHIPS FOR FAMILIES OF WOUNDED OR KILLED MILITARY	1,000
FOUNDATION FOR EDUCATION & ECONOMIC DEVELOPMENT 1012 N WEST ST JACKSON,MS 39202			DONATION	2,000
FOUNDATION FOR MISSISSIPPI HISTORY 200 NORTH STREET JACKSON,MS 39201			DONATION - 2 MISSISSIPPI MUSEUMS	100,000
FRIENDS OF THE SOUTH MISSISSIPPI STATE HOSPITAL 823 HIGHWAY 589 PURVIS,MS 39475			DONATION - CC-PB	1,000
GEORGE WASHINGTON CARVER MIDDLE SCHOOL 4901 LINCOLN DRIVE CORAL GABLES,FL 33133			BARTON AWARD	3,000
Total  3a				1,078,720


Form 990PF Part XV Line 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				
GEORGE WASHINGTON CARVER MIDDLE SCHOOL 4901 LINCOLN DRIVE CORAL GABLES,FL 33133			BARTON AWARD	3,000
GOODWILL OF SOUTH MISSISSIPPI 3407 31ST STREET GULFPORT,MS 39501			DONATION - ADULT EDUCATION INITIATIVE	750
GREATER ECONOMIC DEVELOPMENT FOUNDATION 1636 POPPS FERRY ROAD BILOXI,MS 39532			DONATION - INVESTOR CAMPAIGN	900
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT,MS 39502			DONATION-CINEMA BY THE SHORE	3,000
GULF COAST COMMUNITY FOUNDATION PO BOX 6883 GULFPORT,MS 39502			DONATION	3,000
GULF COAST SYMPHONY ORCHESTRA 11975 SEAWAY RD GULFPORT,MS 39503			DONATION	2,500
GULFPORT SCHOOL DISTRICT 100 PERRY ST GULFPORT,MS 39507			DONATION - ROBOTICS	2,000
HANCOCK COUNTY COMMUNITY DEVELOPMENT FOUNDATION 112 COURT ST BAY ST LOUIS,MS 39521			DONATION - WAVELAND'S GROUND ZERO HURRICANE MUSEUM	40,275
HANCOCK COUNTY COMMUNITY DEVELOPMENT FOUNDATION 113 COURT ST BAY ST LOUIS,MS 39522			DONATION - TEACHER APPRECIATION PROGRAM	1,000
HANCOCK COUNTY COMMUNITY DEVELOPMENT FOUNDATION 113 COURT ST BAY ST LOUIS,MS 39522			DONATION - BOOKWORM READERS PROGRAM	250
HARRISON COUNTY SCHOOL DISTRICT 10399 COUNTY FARM RD GULFPORT,MS 39503			DONATION - JUNIOR LEADERSHIP PROGRAM	250
HERITAGE TRAILS PARTNERSHIP OF THE MISSISSIPPI GULF COAST 932 HOWARD AVENUE BILOXI,MS 39530			DONATION - REDESIGN OF WEBSITE	2,000
HOPE FOR CHILDREN INC 2202 24TH STREET MERIDIAN,MS 39301			DONATION-RUN FOR HOPE	500
HOPE FOR CHILDREN INC 2202 24TH STREET MERIDIAN,MS 39301			DONATION-RUN FOR HOPE	1,000
JACKSON STATE UNIVERSITY 1400 J R LYNCH ST JACKSON,MS 39217			DONATION - CAREER SERVICES	1,500
Total ▶ 3a				1,078,720


Form 990PF Part XV Line 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				
JONES COUNTY JUNIOR COLLEGE FOUNDATION INC 900 SOUTH COURT STREET ELLISVILLE,MS 39437			DONATION - BOBCAT MATH LEAGUE	25,000
JONES COUNTY JUNIOR COLLEGE FOUNDATION INC 900 SOUTH COURT STREET ELLISVILLE,MS 39437			DONATION - BOBCAT MATH LEAGUE	25,000
JR AUXILIARY OF MERIDIAN PO BOX 3194 MERIDIAN,MS 39301			DONATION	500
LAND TRUST FOR THE MS COASTAL PLAIN PO BOX 245 BILOXI,MS 39533			DONATION	8,000
LYNN MEADOWS DISCOVERY CENTER 246 DOLAN AVE GULFPORT,MS 39507			DONATION	5,000
M B SWAYZE EDUCATIONAL FOUNDATION 1300 STANDARD LIFE BUILDING JACKSON,MS 39201			DONATION - STAR PROGRAM	1,000
MAKE-A-WISH FOUNDATION 576 HIGHLAND COLONY PARKWAY 120 RIDGELAND,MS 39157			DONATION	500
MARCH OF DIMES FOUNDATION PO DRAWER 6737 GULFPORT,MS 39506			DONATION	1,250
MARITIME & SEAFOOD INDUSTRY MUSEUM INC 115 E 1ST ST BILOXI,MS 39530			DONATION - EDUCATIONAL OUTREACH	2,000
MERIDIAN COMMUNITY COLLEGE FOUNDATION 910 MISSISSIPPI 19 MERIDIAN,MS 39307			DONATION-TUITION GUARANTEE	5,000
MERIDIAN MUSEUM OF ART PO BOX 5773 MERIDIAN,MS 39302			DONATION	500
MERIDIAN SYMPHONY ASSOCIATION INC PO BOX 2171 MERIDIAN,MS 39302			DONATION	1,000
MISSISSIPPI ARTS AND ENTERTAINMENT CENTER 212 CONSTITUTION AVENUE MERIDIAN,MS 39301			DONATION	100,000
MISSISSIPPI GULF COAST CHAMBER OF COMMERCE 11975E SEAWAY ROAD GULFPORT,MS 39503			DONATION-SCHOLARSHIPS	500
MISSISSIPPI GULF COAST CHAMBER OF COMMERCE 11975E SEAWAY ROAD GULFPORT,MS 39503			DONATION-EDUCATOR AWARD	250
Total  3a				1,078,720

Form 990PF Part XV Line 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				
MISSISSIPPI GULF COAST CHAMBER OF COMMERCE 11975E SEAWAY ROAD GULFPORT,MS 39503			DONATION-TEACHER GRANT-COAST MISC	500
MISSISSIPPI GULF COAST CHAMBER OF COMMERCE 11975E SEAWAY ROAD GULFPORT,MS 39503			DONATION-EXCELLENCE IN EDUCATION	950
MISSISSIPPI GULF COAST COMMUNITY COLLEGE FOUNDATION PO BOX 548 PERKINSTON,MS 39573			DONATION-FOUNDATION MATCHING	200
MISSISSIPPI GULF COAST COMMUNITY COLLEGE FOUNDATION PO BOX 548 PERKINSTON,MS 39573			DONATION-FOUNDATION MATCHING	100
MISSISSIPPI GULF RESORT CLASSIC FOUNDATION 11975 SEAWAY ROAD STE A228 GULFPORT,MS 39503			DONATION	11,000
MISSISSIPPI NATURE CONSERVANCY 405 BRIARWOOD DRIVE STE 101 JACKSON,MS 39206			DONATION	2,500
MISSISSIPPI NATURE CONSERVANCY 405 BRIARWOOD DRIVE STE 101 JACKSON,MS 39206			DONATION	15,000
MISSISSIPPI POWER COMMUNITY CONNECTION PO BOX 4079 GULFPORT,MS 39502			DONATION	3,038
MISSISSIPPI POWER COMMUNITY CONNECTION PO BOX 4079 GULFPORT,MS 39502			DONATION	1,000
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE,MS 39762			DONATION-CO OP PROGRAM	2,500
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE,MS 39762			DONATION-COLLEGE OF ENGINEERING	3,000
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE,MS 39762			DONATION-EDUCATIONAL MATCHING GIFT	28,440
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE,MS 39762			DONATION-KINESIOLOGY SCHOOL	100,000
MISSISSIPPI STATE UNIVERSITY FOUNDATION PO BOX 6149 MISSISSIPPI STATE,MS 39762			DONATION-FOUNDATION MATCHING GIFT	54,310
MISSISSIPPI WILDLIFE FEDERATION 517 COBBLESTONE CT MADISON,MS 39110			DONATION	5,000
Total  3a				1,078,720

Form 990PF Part XV Line 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				
MSU EXTENSION SERVICE 4-H BOX 9641 MISSISSIPPI STATE,MS 39762			DONATION	10,000
NAACP-BILOXI BRANCH 610 WATER ST BILOXI,MS 39530			DONATION	15,000
NATIONAL AUDUBON SOCIETY INC 4316 FOREST PARK DRIVE JACKSON,MS 39211			DONATION	20,000
NATIONAL AUDUBON SOCIETY INC 4316 FOREST PARK DRIVE JACKSON,MS 39211			DONATION	1,000
NATIONAL ORGANIZATION OF BLACK ELECTED LEGISLATIVE WOMEN 20 F STREET NW SUITE 743 WASHINGTON,DC 20001			DONATION	5,000
NATIONAL PARK TRUST 401 JEFFERSON PLAZA 102 ROCKVILLE,MD 20850			DONATION - ADOPT-A-SCHOOL PROGRAM	1,500
NEWTON HISTORICAL & CULTURAL COMMISSION INC 110 PINWOOD DRIVE NEWTON,MS 393452922			DONATION	100
NEWTON UNITED GIVERS FUND PO BOX 301 NEWTON,MS 39345			DONATION	1,000
PARTNERS FOR KEMPER COUNTY 285 VETERAN STREET DE KALB,MS 39328			DONATION - EDUCATIONAL STUDY	33,000
PASS CHRISTIAN ELEMENTARYMIDDLE SCHOOL 270 W SECOND STREET PASS CHRISTIAN,MS 39571			DONATION - BARTON AWARD	3,000
PASS CHRISTIAN ELEMENTARYMIDDLE SCHOOL 270 W SECOND STREET PASS CHRISTIAN,MS 39571			DONATION - BARTON AWARD	3,000
PEARL RIVER COMMUNITY COLLEGE DEVELOPMENT FOUNDATION 101 HIGHWAY 11 NORTH POPLARVILLE,MS 39470			DONATION	2,500
PEARL RIVER COMMUNITY COLLEGE DEVELOPMENT FOUNDATION 101 HIGHWAY 11 NORTH POPLARVILLE,MS 39470			DONATION	1,500
PETAL EDUCATION FOUNDATION PO BOX 948 PETAL,MS 39465			DONATION-ROBOTICS	2,000
PICAYUNE SCHOOL DISTRICT 706 GOODYEAR BLVD PICAYUNE,MS 39466			DONATION-ROBOTICS	2,000
Total  3a				1,078,720


Form 990PF Part XV Line 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 <i>Paid during the year</i>				
PREK4WARDESO 11975 SEAWAY RD STE 225 GULFPORT,MS 39503			DONATION	30,000
ROBOTICS ALLIANCE OF MISSISSIPPI 16649 OLD RIVER RD VANCLEAVE,MS 39565			DONATION-ROBOTICS TOURNAMENT SUPPORT	5,000
SALVATION ARMY PO BOX 9 BILOXI,MS 39533			DONATION - RAPID RE-HOUSING	5,000
ST MARTIN HIGH SCHOOL 11300 YELLOW JACKET ROAD OCEAN SPRINGS,MS 39564			BARTON AWARD	3,000
ST MARTIN HIGH SCHOOL 11300 YELLOW JACKET ROAD OCEAN SPRINGS,MS 39564			BARTON AWARD	3,000
ST PATRICK HIGH SCHOOL 18300 ST PATRICK RD BILOXI,MS 39532			DONATION - ROBOTICS	2,000
STATE GAMES OF MISSISSIPPI INC P O BOX 5866 MERIDIAN,MS 393025866			DONATION	5,000
STRINGER ATTENDANCE CENTER 112 CO ROAD 17 STRINGER,MS 39481			BARTON AWARD	3,000
STRINGER ATTENDANCE CENTER 112 CO ROAD 17 STRINGER,MS 39481			BARTON AWARD	3,000
TEXAS TECH FOUNDATION INC 2500 BROADWAY LUBBOCK,TX 79409			DONATION - EDUCATIONAL MATCHING	100
THE MONTGOMERY INSTITUTE 200 24TH AVE S MERIDIAN,MS 39301			DONATION	15,000
THE PARTNERSHIP FOUNDATION ONE CONVENTION CENTER PLAZA HATTIESBURG,MS 39401			DONATION	10,000
TOUGALOO COLLEGE-OIA 500 WEST COUNTY LINE ROAD TOUGALOO,MS 39174			DONATION - SCHOLARSHIPS	3,000
TRUST FOR PUBLIC LANDS 101 MONTGOMERY ST STE 900 SAN FRANCISCO,CA 94104			DONATION	1,000
UNITED SERVICE ORGANIZATIONS INC PO BOX 96322 WASHINGTON,DC 200906322			DONATION - SUPPORT MILITARY TROOPS	7,500
Total			3a	1,078,720

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
UNITED WAY FOR JACKSON & GEORGE COUNTIES 3510 MAGNOLIA STREET PASCAGOULA,MS 39567			DONATION-CORPORATE MATCH	6,561
UNITED WAY FOR JACKSON & GEORGE COUNTIES 3510 MAGNOLIA STREET PASCAGOULA,MS 39567			DONATION-CORPORATE MATCH	6,561
UNITED WAY FOR JACKSON & GEORGE COUNTIES 3510 MAGNOLIA STREET PASCAGOULA,MS 39567			DONATION-CORPORATE MATCH	6,561
UNITED WAY OF EAST MISSISSIPPI 1205 22ND AVENUE MERIDIAN,MS 39301			DONATION-CORPORATE MATCH	3,395
UNITED WAY OF EAST MISSISSIPPI 1205 22ND AVENUE MERIDIAN,MS 39301			DONATION-CORPORATE MATCH	3,395
UNITED WAY OF EAST MISSISSIPPI 1205 22ND AVENUE MERIDIAN,MS 39301			DONATION-CORPORATE MATCH	3,395
UNITED WAY OF SOUTH MISSISSIPPI P O BOX 2128 GULFPORT,MS 39505			DONATION-CORPORATE MATCH	16,607
UNITED WAY OF SOUTH MISSISSIPPI P O BOX 2128 GULFPORT,MS 39505			DONATION-CORPORATE MATCH	16,607
UNITED WAY OF SOUTH MISSISSIPPI P O BOX 2128 GULFPORT,MS 39505			DONATION-CORPORATE MATCH	16,607
UNITED WAY OF SOUTHEAST MISSISSIPPI P O BOX 1648 HATTIESBURG,MS 394031648			DONATION-CORPORATE MATCH	2,691
UNITED WAY OF SOUTHEAST MISSISSIPPI P O BOX 1648 HATTIESBURG,MS 394031648			DONATION-CORPORATE MATCH	2,691
UNITED WAY OF SOUTHEAST MISSISSIPPI P O BOX 1648 HATTIESBURG,MS 394031648			DONATION-CORPORATE MATCH	2,691
UNITED WAY OF THE PINE BELT REGION PO BOX 2026 LAUREL,MS 39442			DONATION-CORPORATE MATCH	875
UNITED WAY OF THE PINE BELT REGION PO BOX 2026 LAUREL,MS 39442			DONATION-CORPORATE MATCH	875
UNITED WAY OF THE PINE BELT REGION PO BOX 2026 LAUREL,MS 39442			DONATION-CORPORATE MATCH	875
Total  3a				1,078,720

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
UNIVERSITY OF ALABAMA UNIVERSITY OF ALABAMA TUSCALOOSA,AL 35487			DONATION - EDUCATIONAL MATCHING GIFT	1,000
UNIVERSITY OF MISSISSIPPI FOUNDATION PO BOX 429 UNIVERSITY,MS 38677			DONATION-EDUCATIONAL MATCHING GIFT	970
UNIVERSITY OF MISSISSIPPI FOUNDATION PO BOX 429 UNIVERSITY,MS 38677			DONATION-SCHOOL OF ENGINEERING	2,500
UNIVERSITY OF SOUTHERN MISSISSIPPI FOUNDATION SS BOX 5043 HATTIESBURG,MS 39406			DONATION	2,500
UNIVERSITY OF SOUTHERN MISSISSIPPI FOUNDATION SS BOX 5043 HATTIESBURG,MS 39406			DONATION-MATCHING GIFT	15,150
UNIVERSITY OF SOUTHERN MISSISSIPPI 118 COLLEGE DRIVE 5210 HATTIESBURG,MS 394060001			DONATION-COLLEGE OF BUSINESS	1,000
UNIVERSITY OF SOUTHERN MISSISSIPPI 118 COLLEGE DRIVE 5210 HATTIESBURG,MS 394060001			DONATION-MARKETING SCHOLARSHIP	1,000
UNIVERSITY OF VIRGINIA LAW SCHOOL FOUNDATION 580 MASSIE ROAD CHARLOTTESVILLE,VA 229031738			DONATION - EDUCATIONAL MATCHING GIFT	2,000
WALTER ANDERSON MUSEUM OF ART INC 510 WASHINGTON AVENUE OCEAN SPRINGS,MS 39564			DONATION	1,500
WALTER ANDERSON MUSEUM OF ART INC 510 WASHINGTON AVENUE OCEAN SPRINGS,MS 39564			DONATION	7,500
WAYNE COUNTY CAREER AND TECHNICAL EDUCATION CENTER 800 COLLINS STREET WAYNESBORO,MS 39367			BARTON AWARD	3,000
WAYNE COUNTY CAREER AND TECHNICAL EDUCATION CENTER 800 COLLINS STREET WAYNESBORO,MS 39367			BARTON AWARD	3,000
WILD AT HEART RESCUE 16020 LARUE ROAD VANCLEAVE,MS 39565			DONATION - SUPPORT OF AVIAN COMPLIANCE	1,500
WOLF RIVER CONSERVATION SOCIETY INC PO BOX 447 PASS CHRISTIAN,MS 39571			DONATION	5,000
Total  3a				1,078,720

TY 2014 Accounting Fees Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	21,621	10,811	0	10,811

**TY 2014 Investments Corporate
Stock Schedule**

Name: MISSISSIPPI POWER FOUNDATION INC
EIN: 72-1370746

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY SECURITIES	12,582,772	12,582,772

**TY 2014 Investments Government
Obligations Schedule****Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746**US Government Securities - End of
Year Book Value:**

2,465,224

**US Government Securities - End of
Year Fair Market Value:**

2,465,224

**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: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MORTGAGE-BACKED SECURITIES	AT COST	924,160	924,160
CORPORATE DEBT SECURITIES	AT COST	2,143,159	2,143,159

TY 2014 Other Assets Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT INCOME REC-H B	28,643	47,665	47,665
EXCISE TAXES RECEIVABLE		2,053	2,053

TY 2014 Other Decreases Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Description	Amount
UNREALIZED LOSS	175,626

TY 2014 Other Expenses Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	2,700	2,700	0	0
INVESTMENT FEES	74,921	74,921	0	0
OFFICE SUPPLIES	1,069	1,069	0	0
REIMBURSABLE SALARY EXPENSE	127,655	76,593	0	51,062
BANK FEES	70	70	0	0
SOFTWARE MAINTENANCE	6,126	6,126	0	0
SCS WORK ORDER	1,948	1,948	0	0
MISCELLANEOUS	-4,411	-4,411	0	0

TY 2014 Other Increases Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Description	Amount
PRIOR PERIOD ADJUSTMENT	16,837

TY 2014 Other Liabilities Schedule

Name: MISSISSIPPI POWER FOUNDATION INC

EIN: 72-1370746

Description	Beginning of Year - Book Value	End of Year - Book Value
EXCISE TAX PAYABLE	24,145	0

TY 2014 Taxes Schedule**Name:** MISSISSIPPI POWER FOUNDATION INC**EIN:** 72-1370746

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	28,307	28,307	0	0