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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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 FRANK LADD DUVALLE & VIVIAN LAVERNE DUVALLE CHARITABLE FOUNDATION		A Employer identification number 72-6212181	
Number and street (or P O box number if mail is not delivered to street address) PO DRAWER 1628		B Telephone number (see instructions) (251) 342-0402	
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)▶\$ 1,248,362		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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.	29,783	29,783		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	78,253			
	b Gross sales price for all assets on line 6a 678,736				
	7 Capital gain net income (from Part IV, line 2) . . .		78,253		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	108,036	108,036		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	10,557	5,278		5,279
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,395	698		697
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	1,761	336		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	13,713	6,312		5,976
	25 Contributions, gifts, grants paid	58,700			58,700
	26 Total expenses and disbursements. Add lines 24 and 25	72,413	6,312		64,676
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	35,623			
	b Net investment income (if negative, enter -0-)		101,724		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	84,958	45,204	45,204
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	103,544	 110,073	114,606
	b	Investments—corporate stock (attach schedule)	541,470	 681,830	789,157
	c	Investments—corporate bonds (attach schedule).	247,810	 200,376	207,764
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	112,582	88,283	91,631
	13	Investments—other (attach schedule)			
	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)	1,090,364	1,125,766	1,248,362	
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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,090,364	1,125,766	
	30	Total net assets or fund balances (see instructions)	1,090,364	1,125,766	
31	Total liabilities and net assets/fund balances (see instructions) . . .	1,090,364	1,125,766		

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	1,090,364
2	Enter amount from Part I, line 27a	2	35,623
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,125,987
5	Decreases not included in line 2 (itemize) ▶ 	5	221
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,125,766

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 660,876		600,483	60,393
b 17,860			17,860
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			60,393
b			17,860
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	78,253
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	54,300	1,207,837	0 044956
2012	6,258	1,107,099	0 005653
2011	35,481	1,083,241	0 032754
2010	15,261	1,008,693	0 015129
2009	59,368	892,517	0 066518

2	Total of line 1, column (d).	2	0 165010
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 033002
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,247,338
5	Multiply line 4 by line 3.	5	41,165
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,017
7	Add lines 5 and 6.	7	42,182
8	Enter qualifying distributions from Part XII, line 4.	8	64,676

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 ☐ and enter "N/A" on line 1

Date of ruling or determination letter (attach copy of letter if necessary—see instructions)

1

1,017

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

c

All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

0

3

Add lines 1 and 2.

3

1,017

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

0

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.

5

1,017

6

Credits/Payments

a

2014 estimated tax payments and 2013 overpayment credited to 2014

6a

1,160

b

Exempt foreign organizations—tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868)

6c

d

Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d.

7

1,160

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.

9

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.

10

143

11

Enter the amount of line 10 to be credited to 2015 estimated tax. 143 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)?

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.

1b

No

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?
If "Yes," attach a detailed description of the activities.

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.

7

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions).
AL

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

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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 Telephone no (251) 438-8044 Located at 11 NORTH WATER STREET 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		
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		
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			
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))?	☐ 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 AS CORPORATE CO-TRUSTE	CO-TRUSTEE	6,057	0	0
11 NORTH WATER STREET	10 00			
MOBILE,AL 36602				
THOMAS F GARTH	CO-TRUSTEE	2,500	0	0
PO BOX 2727	0 10			
MOBILE,AL 36652				
JOHN M SIRMON	CO-TRUSTEE	2,000	0	0
PO BOX 160427	0 10			
MOBILE,AL 36616				
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	1,201,147
b	Average of monthly cash balances.	1b	65,186
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,266,333
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	1,266,333
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	18,995
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,247,338
6	Minimum investment return. Enter 5% of line 5.	6	62,367

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	62,367
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,017
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,017
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	61,350
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	61,350
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	61,350

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	64,676
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	64,676
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	1,017
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	63,659

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				61,350
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			52,621	
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 ▶ \$ 64,676				
a Applied to 2013, but not more than line 2a			52,621	
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.				12,055
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				49,295
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

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. . . .

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:

■ 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))

• List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	58,700
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)

Part XVII

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

***** _____ Signature of officer or trustee	2015-05-13 _____ Date	***** _____ Title
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May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name CLIFTON T JACKSON	Preparer's Signature	Date 2015-05-13	Check if self-employed ☒	PTIN P01269673
	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	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				
BAYSIDE ACADEMY 303 DRYER AVE DAPHNE,AL 36526			EDUCATIONAL	1,000
CHRIST THE KING CATHOLIC CHURCH 711 COLLEGE AVE DAPHNE,AL 36526			COMMUNITY WELFARE	1,000
HOMES FOR OUR TROOPS 6 MAIN STREET TAUNTON,MA 02780			TO ASSIST INJURED SERVICE VETERANS	2,000
LITTLE FLOWER CATHOLIC CHURCH 2053 GOVERNMENT STREET MOBILE,AL 36606			COMMUNITY WELFARE	1,000
MURPHY HIGH SCHOOL FOUNDATION 100 S CARLEN ST MOBILE,AL 36606			TO ASSIST WITH RELIEF AND REBUILD FROM TORNADOS	1,200
PENELOPE HOUSE POST OFFICE BOX 9127 MOBILE,AL 36691			TO HELP BATTERED WOMEN	10,000
PROVIDENCE HOSPITAL FOUNDATION PO BOX 850429 MOBILE,AL 36685			MEDICAL ASSISTANCE	5,500
ST JUDE'S CHILDREN'S RESEARCH HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS,TN 38105			MEDICAL RESEARCH	5,000
THE LIGHTHOUSE PO BOX 531 ROBERTSDALE,AL 36567			TO HELP VICTIMS OF VIOLENCE	5,000
THOMAS HOSPITAL FOUNDATION POST OFFICE BOX 929 FAIRHOPE,AL 36533			MEDICAL ASSISTANCE	5,000
UNITED WAY OF SOUTHWEST ALABAMA INC 218 ST FRANCIS ST MOBILE,AL 36602			COMMUNITY WELFARE	1,000
USA MITCHELL CANCER INSTITUTE 1660 SPRINGHILL AVE MOBILE,AL 36604			EDUCATIONAL AND MEDICAL ASSISTANCE	5,000
VICTORY HEALTH PARTNERS 3750 PROFESSIONAL PKWY MOBILE,AL 36609			COMMUNITY WELFARE	1,000
WILMER HALL CHILDREN'S HOME 3811 OLD SHELL RD MOBILE,AL 36608			ASSIST IN THE WLEFARE OF CHILDREN IN THE COMMUNITY	2,000
FAIRHOPE LIONS CLUB FOUNDATION 50 SPRING RUN DRIVE FAIRHOPE,AL 36532			COMMUNITY WELFARE	1,000
Total  3a				58,700

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>				
GIRL SCOUTS OF SOUTHERN ALABAMA INC 145 COLISEUM BLVD MONTGOMERY,AL 36109			EDUCATIONAL WELFARE OF YOUNG WOMEN IN THE COMMUNITY	1,000
LEUKEMIA & LYMPHOMA SOCIETY 2854 OLD SHELL ROAD MOBILE,AL 36607			EDUCATIONAL	1,000
USA PHYSICS ENDOWED SCHOLARSHIP 411 UNIVERSITY BLVD NORTH MOBILE,AL 36688			EDUCATIONAL	10,000
Total  3a				58,700

TY 2014 Accounting Fees Schedule**Name:** FRANK LADD DUVALLE & VIVIAN LAVERNE

DUVALLE CHARITABLE FOUNDATION

EIN: 72-6212181

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,395	698		697

TY 2014 Investments Corporate Bonds Schedule

Name: FRANK LADD DUVALLE & VIVIAN LAVERNE

DUVALLE CHARITABLE FOUNDATION

EIN: 72-6212181

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20030NAZ4 - COMCAST CORP DTD 06/18/09 5.7%	3,182	3,444
87612EAP1 - TARGET CORP CALLABLE 5.375%	4,122	4,368
42809HAB3 - HESS CORPORATION DTD 2/3/09 8.125%	4,491	4,759
71645WAP6 - PETROBRAS INTL FIN CO DTD	8,181	7,726
87425EAL7 - TALISMAN ENERGY INC DTD 6/1/09	4,428	4,607
46625HHL7 - JP MORGAN CHASE & CO DTD 04/23/09 6.3%	3,147	3,485
59018YN64 - MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6.875%	3,154	3,446
61747YCJ2 - MORGAN STANLEY SERIES MTN DTD 9/23/09 5.625%	4,147	4,515
929903DT6 - WACHOVIA CORP DTD 06/08/07 5.75%	4,081	4,416
717081DB6 - PFIZER INC DTD 3/24/09 4.45%	3,310	3,490
149123BQ3 - CATERPILLAR INC DTD 12/05/08 7.9%	3,228	3,658
68389XAC9 - ORACLE CORPORATION DTD 4/9/08 5.75%	3,138	3,391
00206RAM4 - AT&T INC DTD 05/13/08 5.6%	4,130	4,458
92343VAW4 - VERIZON COMMUNICATIONS 6%	3,145	3,536
25459HAN5 - DIRECTV HOLDINGS DTD 03/11/2010 3.55%	4,017	4,024
50075NBB9 - MONDELEZ INTERNATIONAL DTD 02/08/2010 4.125%	4,049	4,149
06739GBB4 - BARCLAYS BANK PLC DTD 04/07/2010 3.9%	4,008	4,034
38141EA25 - GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5%	4,286	4,758
59022CAJ2 - MERRILL LYNCH & CO 6.11%	3,979	4,723
74432QBP9 - PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5%	4,059	4,341

Name of Bond	End of Year Book Value	End of Year Fair Market Value
12673PAC9 - CA INC DTD 11/13/09 5.375%	4,187	4,427
428236BE2 - HEWLETT PACKARD CO DTD 12/02/2010 2.2%	3,994	4,039
03523TBA5 - ANHEUSER-BUSCH 01/27/11 2.875%	4,032	4,091
001055AC6 - AFLAC INC 05/21/09 8.5%	3,442	3,749
0258M0DA4 - AMERICAN EXPRESS 09/13/10 2.75%	4,019	4,062
369622SM8 - GENERAL ELECTRIC 02/11/11 5.3%	4,156	4,568
867914BE2 - SUNTRUST BKS INC 11/01/11 3.5%	3,995	4,170
89233P5F9 - TOYOTA MOTOR CREDIT 09/15/11 3.4%	3,990	4,207
45814OAJ9 - INTEL CORP 09/19/11 3.3%	3,967	4,195
26441CAG0 - DUKE ENERGY CORP 11/17/11 2.15%	4,001	4,074
931142CM3 - WAL MART STORES INC DTD 04/15/2008 6.2%	3,837	4,018
78011DAC8 - ROYAL BANK OF CANADA DTD 9/19/12 1.2%	7,974	7,954
17275RAC6 - CISCO SYSTEMS INC CALLABLE 5.5%	4,283	4,220
459200GX3 - INTERNATIONAL BUSINESS MACHINES DTD 7/22/11 1.95%	8,149	8,151
055451AN8 - BHP BILLITON FIN USA LTD DTD 2/24/12 1%	7,989	8,004
50076QAK2 - KRAFT FOODS INC DTD 12/04/2012 %1.625%	4,015	4,017
565849AJ5 - MARATHON OIL CORP DTD 10/29/2012	3,998	3,988
172967GG0 - CITIGROUP INC DTD 01/10/2013	8,035	8,008
037833AJ9 - APPLE INC DTD 05/03/2013 1%	3,973	3,941
345397WR0 - FORD MOTOR CREDIT DTD 06/06/2014 1.724%	4,003	3,959

Name of Bond	End of Year Book Value	End of Year Fair Market Value
60871RAD2 - MOLSON COORS BREWING CO DTD 05/03/2012 5%	4,041	4,342
931427AH1 - WALGREENS BOOTS ALLIANCE CALLABLE DTD 11/18/2014 3.8%	4,025	4,080
07330NAH8 - BRANCH BANKING & TRUST CALLAABLE DTD 03/04/2014 1%	3,987	3,967
61761JVL0 - MORGAN STANLEY DTD 10/23/2014 3.7%	4,014	4,054
94974BGE4 - WELLS FARGO & COMPANY DTD 11/04/2014 4.65%	3,989	4,127
24422ESS9 - JOHN DEERE CAPITAL CORP SERIES MTN DTD 09/15/2014 2.3%	3,999	4,024

TY 2014 Investments Corporate
Stock Schedule

Name: FRANK LADD DUVALLE & VIVIAN LAVERNE
DUVALLE CHARITABLE FOUNDATION
EIN: 72-6212181

Name of Stock	End of Year Book Value	End of Year Fair Market Value
126650100 - CVS/CAREMARK CORPORATION	4,039	9,149
713448108 - PEPSICO INC	5,276	8,038
742718109 - PROCTOR & GAMBLE CO	9,098	12,753
166764100 - CHEVRON CORP	3,898	7,067
30231G102 - EXXON MOBIL CORP	6,159	6,934
806857108 - SCHLUMBERGER LTD	7,801	9,395
025816109 - AMERICAN EXPRESS	3,680	7,908
46625H100 - JP MORGAN CHASE & CO	4,335	7,823
744320102 - PRUDENTIAL FINANCIAL	1,878	4,071
478160104 - JOHNSON & JOHNSON	8,323	11,503
863667101 - STRYKER CORP	2,062	4,811
88579Y101 - 3M CO	4,285	8,709
913017109 - UNITED TECHNOLOGIES CORP	6,161	8,165
17275R102 - CISCO SYSTEMS INC	2,672	4,311
268648102 - EMC CORP	1,499	3,866
458140100 - INTEL CORP	4,676	7,802
68389X105 - ORACLE CORPORATION	4,614	8,319
747525102 - QUALCOMM INC	3,934	7,656
883556102 - THERMO FISHER SCIENTIFIC INC	1,830	4,385
92343V104 - VERIZON COMMUNICATIONS	6,514	7,391
58933Y105 - MERCK & CO INC	4,612	7,099
369604103 - GENERAL ELECTRIC	2,517	3,791
65339F101 - NEXTERA ENERGY, INC	4,322	8,503
09247X101 - BLACKROCK INC	3,061	5,363
38259P508 - GOOGLE INC	1,572	2,653
74005P104 - PRAXAIR INC	5,637	7,774
254687106 - WALT DISNEY CO	5,356	8,006
718546104 - PHILLIPS 66	4,915	6,095
949746101 - WELLS FARGO & CO	7,880	12,060
037833100 - APPLE INC	5,227	8,389

Name of Stock	End of Year Book Value	End of Year Fair Market Value
345370860 - FORD MOTOR COMPANY COM PAR .01	7,045	7,053
8552441109 - STARBUCKS CORP	7,180	8,205
172967424 - CITIGROUP INC RR	11,064	11,904
G491BT108 - INVESCO LTD	6,165	7,311
375558103 - GILEAD SCIENCES INC	3,358	3,770
58155Q103 - MCKESSON CORP	4,716	8,303
438516106 - HONEYWELL INTERNATIONAL INC	6,225	7,994
907818108 - UNION PAC CORP	6,771	8,339
052769106 - AUTO DESK INC	3,044	4,505
177376100 - CITRIX SYSTEM INC	6,679	6,699
461202103 - INTUIT INC	3,338	4,610
N53745100 - LYONDELLBASELL INDUSTRIES- CL A	7,079	6,748
008882771 - INVESCO INTERNATIONAL GROWTH FD CL	89,930	91,470
025076845 - AMERICAN CENTURY SMALL CAP VALUE	42,107	41,550
339128100 - JP MORGAN MID CAP VALUE FD CL I	35,840	44,518
552983470 - MFS RESH INTL FD CL I	93,358	91,313
92828T889 - VIRTUS EMERGING MARKETS OPPORTUNITY-I	34,279	32,251
517834107 - LAS VEGAS SANDS CORP	4,731	3,490
655664100 - NORDSTROM INC	7,499	7,939
427866108 - THE HERSHEY COMPANY	7,690	8,314
582839106 - MEAD JOHNSON NUTRITION COMPANY	3,559	3,519
966837106 - WHOLE FOODS MKT INC	4,146	5,546
026874784 - AMERICAN INTL GROUP INC	7,722	7,841
00287T109 - ABBVIE INC	8,273	8,507
151020104 - CELGENE CORP	6,743	8,949
628530107 - MYLAN, INC.	4,004	4,510
31428X106 - FEDEX CORP	8,348	8,683
94106L109 - WASTE MANAGEMENT, INC.	3,695	3,849
192446102 - COGNIZANT TECHNOLOGY SOLUTIONS CL A	3,852	4,476
38259P706 - GOOGLE INC CL C	1,568	2,632

Name of Stock	End of Year Book Value	End of Year Fair Market Value
278865100 - ECOLAB INC	7,430	7,316
04314H303 - ARTISAN MID CAP FD-INV	44,354	42,260
74972H689 - RS SMALL CAP GROWTH FD	44,398	47,604
00206R102 - AT&T INC	7,807	7,390

TY 2014 Investments Government Obligations Schedule

Name: FRANK LADD DUVALLE & VIVIAN LAVERNE
DUVALLE CHARITABLE FOUNDATION

EIN: 72-6212181

US Government Securities - End of Year Book Value:	110,073
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US Government Securities - End of Year Fair Market Value:	114,606
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State & Local Government Securities - End of Year Book Value:	0
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State & Local Government Securities - End of Year Fair Market Value:	0
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TY 2014 Other Decreases Schedule

Name: FRANK LADD DUVALLE & VIVIAN LAVERNE
DUVALLE CHARITABLE FOUNDATION
EIN: 72-6212181

Description	Amount
TIMING DIFFERENCE	221

TY 2014 Taxes Schedule**Name:** FRANK LADD DUVALLE & VIVIAN LAVERNE

DUVALLE CHARITABLE FOUNDATION

EIN: 72-6212181

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	336	336		0
2013 TAX DUE	265	0		0
2014 ESTIMATED PAYMENTS	1,160	0		0