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 separate instructions is at www irs gov/form990pf

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation ANGELO S FESTORAZZI ITEM 7 TUW MARG.
1255000250

A Employer identification number 63-6086678

Number and street (or P.O. box number if mail is not delivered to street address) C/O REGIONS BANK, P O BOX 2886 Room/suite

B Telephone number (see instructions) 251-690-1024

City or town, state or province, country, and ZIP or foreign postal code MOBILE, AL 36652-2886

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: [X] 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) ▶ $ 3,104,926.

J Accounting method [X] Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	321,476.			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	31.	31.		STMT 1
4	Dividends and interest from securities	73,527.	68,977.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	116,836.			
b	Gross sales price for all assets on line 6a 858,374.				
7	Capital gain net income (from Part IV, line 2)		116,836.		
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)	304.			STMT 3
12	**Total.** Add lines 1 through 11	512,174.	185,844.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	32,549.	26,039.		6,510.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) STMT 4	800.	NONE	NONE	800.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 5	4,902.	819.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	38,251.	26,858.	NONE	7,310.
25	Contributions, gifts, grants paid	144,000.			144,000.
26	**Total expenses and disbursements** Add lines 24 and 25	182,251.	26,858.	NONE	151,310.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	329,923.			
b	**Net investment income** (if negative, enter -0-)		158,986.		
c	**Adjusted net income** (if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	101,394.	163,016.	163,016.
	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 ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule) STMT 6	230,814.	207,013.	211,293.
	b Investments - corporate stock (attach schedule) STMT 7	1,661,837.	1,713,850.	1,912,226.
	c Investments - corporate bonds (attach schedule) STMT 8	609,494.	836,730.	818,391.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	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)	2,603,539.	2,920,609.	3,104,926.
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)		NONE	
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	2,603,539.	2,920,609.	
	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)	2,603,539.	2,920,609.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,603,539.	2,920,609.	

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	2,603,539.
2	Enter amount from Part I, line 27a	2	329,923.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	154.
4	Add lines 1, 2, and 3	4	2,933,616.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	13,007.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,920,609.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
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	858,374.		741,538.	116,836.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				116,836.
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** 116,836.

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	135,550.	2,984,335.	0.045421
2013	130,988.	2,793,925.	0.046883
2012	133,449.	2,611,240.	0.051106
2011	122,424.	2,627,563.	0.046592
2010	118,635.	2,466,921.	0.048090

2	**Total** of line 1, column (d)	2	0.238092
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	0.047618
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,968,918.
5	Multiply line 4 by line 3	5	141,374.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,590.
7	Add lines 5 and 6	7	142,964.
8	Enter qualifying distributions from Part XII, line 4	8	151,310.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,590.
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	
3	Add lines 1 and 2	3	1,590.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,590.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 4,620.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	4,620.
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	3,030.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 1,590. **Refunded** ▶	11	1,440.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ AL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	X	

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 11 Telephone no ▶

Located at ▶ ZIP+4 ▶

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

			Yes	No
16	At any time during calendar year 2015, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
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 2015 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 2015.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **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 11 NORTH WATER STREET, MOBILE, AL 36602	TRUSTEE 2	32,549	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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		NONE

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	3,014,130.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	3,014,130.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,014,130.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,212.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,968,918.
6	**Minimum investment return.** Enter 5% of line 5	6	148,446.

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	148,446.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,590.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,590.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	146,856.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	146,856.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	146,856.

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	151,310.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	151,310.
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	1,590.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	149,720.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				146,856.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			43,588.	
b Total for prior years 20 13 ,20 ___ ,20 ___		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010 ...... NONE				
b From 2011 ...... NONE				
c From 2012 ...... NONE				
d From 2013 ...... NONE				
e From 2014 ...... NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 151,310.				
a Applied to 2014, but not more than line 2a			43,588.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				107,722.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				39,134.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2011 ... NONE				
b Excess from 2012 ... NONE				
c Excess from 2013 ... NONE				
d Excess from 2014 ... NONE				
e Excess from 2015 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2))

N/A

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

N/A

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

Check here ▶ ☒ X 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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CURTIS INSTITUTE OF MUSIC C/O MS. DIANE POFF 1726 LOCUST STREET PHILADELPHIA PA 19103	NONE	PC	MUSIC SCHOLARSHIPS	4,000.
PROVIDENCE HOSPITAL CHRISTOPHER COCKRELL, HR HUMAN RESOURCES, 6801 AIRPORT BLVD MOBILE AL	NONE	PC	NURSING SCHOLARSIPS	140,000.
Total . . . . . ▶ 3a				144,000.
b *Approved for future payment*				
Total . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	31.	
4 Dividends and interest from securities			14	73,527.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	116,836.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			14	304.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				190,698.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 190,698.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Julie S Ehmka | 06/17/2016 | TRUST OFFICER

Signature of officer or trustee | Date | Title

REGIONS BANK, TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no.

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at** *www irs gov/form990*

OMB No 1545-0047

2015

Name of the organization	Employer identification number
ANGELO S FESTORAZZI ITEM 7 TUW MARG.	63-6086678

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . . . . ▶ $ _______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
ANGELO S FESTORAZZI ITEM 7 TUW MARG.	63-6086678

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARGUERITE FESTORAZZI TUW -ITEM 5 PO BOX 2886 MOBILE, AL 36652-2886	$ 321,476.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
ANGELO S FESTORAZZI ITEM 7 TUW MARG.	63-6086678

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	MUTUAL FUNDS	$ 211,650.	12/02/2015

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INTEREST		31.	31.
	TOTAL	31.	31.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST		73,527.	68,977.
	TOTAL	73,527.	68,977.

ANGELO S FESTORAZZI ITEM 7 TUW MARG. 63-6086678

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
FEDERAL TAX REFUND		304.
	TOTALS	304.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE	800.			800.
TOTALS	800.	NONE	NONE	800.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES	4,902.	
FOREIGN TAXES		819.
TOTALS	4,902.	819.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT		207,013.	211,293.
	TOTALS	207,013.	211,293.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT		1,713,850.	1,912,226.
	TOTALS	1,713,850.	1,912,226.

ANGELO S FESTORAZZI ITEM 7 TUW MARG. 63-6086678

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT		836,730.	818,391.
	TOTALS	836,730.	818,391.

ATTACHMENT FOR 990-PF PART II
BALANCE SHEETS - END OF YEAR BOOK VALUE AND FAIR MARKET VALUE

CUSIP/ Description	Book Value	Market Value
Short Term Investments		
999990484 REGIONS TRUST CASH SWEEP	163015 97	163016
Total For Short Term Investments	163015 97	163016
U S Government Obligations		
31359MH89 FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016	16331 63	16149
912810EQ7 UNITED STATES TREASURY 6 25% 08/15/2023	16602 87	16779
912810RB6 UNITED STATES TREASURY DTD 05/15/2013 2.875% 05/15/2043	35735 22	39975
912828H52 UNITED STATES TREASURY DTD 01/31/2015 1 25% 01/31/2020	8856 75	8861
912828NR7 UNITED STATES TREASURY N/B DTD 07/31/2010 2 375% 07/31/2017	106227 2	105172
912828VB3 UNITED STATES TREASURY DTD 05/15/2013 1 75% 05/15/2023	23259.3	24357
Total For U S Government Obligations	207012 97	211293
Mortgage Backed Securities		
3128M74W3 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05937 DTD 07/01/2010 4 5% 08/01/2040 OFV 9000	1929 51	1952
3128M7KV7 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05408 DTD 04/01/2009 5% 12/01/2036 OFV 18000	1830 14	1855
3128MAAK5 FEDERAL HOME LOAN MORTGAGE CORP POOL #G07810 DTD 09/01/2014 4 5% 05/01/2042 OFV 2000	1558 94	1547
3128MMS20 FEDERAL HOME LOAN MORTGAGE CORP POOL #G18536 DTD 01/01/2015 2 5% 01/01/2030 OFV 15000	13812 17	13525
3128MMTP8 FEDERAL HOME LOAN MORTGAGE CORP POOL #G18557 DTD 06/01/2015 3% 06/01/2030 OFV 8000	7901 09	7854
31292K4Q7 FEDERAL HOME LOAN MTG CORP POOL #C03531 DTD 10/01/2010 4% 10/01/2040 OFV 6000	1833 34	1823
312940M48 FEDERAL HOME LOAN MTGE CORP POOL #A92179 DTD 05/01/2010 5% 05/01/2040 OFV 8000	2507 01	2492
312943WG4 FEDERAL HOME LOAN MORTGAGE CORP POOL #A95147 DTD 11/01/2010 4% 11/01/2040 OFV 7000	3302 76	3260
31335ACR7 FEDERAL HOME LOAN MTG CORP POOL# G60080 DTD 05/01/2015 3 5% 06/01/2045 OFV 8000	7989 82	7929
3138A7FR4 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH5575 DTD 02/01/2011 4% 02/01/2041 OFV 10000	3999 84	4100
3138A8SR8 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 OFV 20000	4636 32	4681
3138EGNK6 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4 5% 06/01/2041 OFV 7000	2834 92	2897
3138MFTC1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3 5% 11/01/2042 OFV 6000	4221 58	4374
3138WPJG0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2.5% 04/01/2028 OFV 8000	5860 64	5927
3138WQAW2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2720 DTD 05/01/2013 3% 05/01/2043 OFV 9000	7552 88	7366
3138X3EH1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AU3735 DTD 08/01/2013 3% 08/01/2043 OFV 9000	7806 61	7828
31402C4H2 FEDERAL NATIONAL MORTGAGE ASSN POOL #725424 DTD 04/01/04 5 5% 04/01/2034 OFV 132552	6156 78	6956
31402DDB3 FEDERAL NATIONAL MORTGAGE ASSN POOL #725598 DTD 06/01/2004 5 5% 07/01/2034 OFV 13338	849 72	966
31402RFV6 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 OFV 51000	4255 7	4362
31402RUN7 FEDERAL NATIONAL MORTGAGE ASSN POOL 735989 5 5% 02/01/2035 OFV 70000	4560 45	4769
31403CXG1 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 OFV 43907	2944 72	3248
31407JDQ2 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 OFV 20000	1137 74	1235
31408DA87 FEDERAL NATIONAL MTG ASSN POOL #847931 5% 12/01/2020 OFV 10065	379 99	408
31408HSS5 FEDERAL NATL MTG ASSN POOL #852029 6% 01/01/2036 OFV 20000	699 7	780
31410FSJ5 FEDERAL NATIONAL MORTGAGE ASSN POOL #888021 DTD 11/01/2006 6% 12/01/2036 OFV 96000	3813 57	3895
31410FSS5 FEDERAL NATIONAL MORTGAGE ASSN POOL #888029 6% 12/01/2036 OFV 49657	1944 3	2181
31410GJW4 FEDERAL NATIONAL MORTGAGE ASSN POOL # 888677 5 5% 08/01/2022 OFV 45000	1543 31	1675
31410GYN7 FEDERAL NATIONAL MORTGAGE ASSN POOL #889117 DTD 01/01/2008 5% 10/01/2035 OFV 39000	4568 78	4598
31411W5B9 FEDERAL NATIONAL MORTGAGE ASSN POOL #917142 DTD 06/01/07 6% 06/01/2037 OFV 5075	284 4	321
31412X2W3 FEDERAL NATIONAL MORTGAGE ASSN POOL #938289 DTD 06/01/07 5 5% 07/01/2037 OFV 5144	267 99	306
31412XV35 FEDERAL NATIONAL MORTGAGE ASSN POOL #938134 DTD 06/01/07 6% 07/01/2037 OFV 31000	1550 82	1736
31413YRR4 FEDERAL NATIONAL MORTGAGE ASSN POOL #959596 DTD 11/01/07 6% 11/01/2037 OFV 41000	1032 32	1159
31414DZQ2 FEDERAL NATIONAL MORTGAGE ASSN POOL #963451 5% 06/01/2023 OFV 6000	595.97	623
31415P3Z9 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 OFV 13000	679 49	745
31416BTW8 FEDERAL NATIONAL MORTGAGE ASSN POOL #995265 DTD 12/01/08 5.5% 01/01/2024 OFV 6000	444 05	463
31416RBE2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 OFV 8000	2166 78	2169
31418AFC7 FEDERAL NATIONAL MORTGAGE ASSN POOL #MA1062 DTD 04/01/2012 3% 05/01/2027 OFV 7000	3798 84	3756
31418UEE0 FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4 5% 06/01/2040 OFV 9000	1961 42	1993
31419BCT0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3 5% 03/01/2041 OFV 8000	3616 27	3541
31419DMQ1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3 5% 09/01/2025 OFV 22000	4870 71	4925
Total For Mortgage Backed Securities	133701 39	136221
Corporate Bonds		
00206RAM4 AT&T INC DTD 05/13/08 5.6% 05/15/2018	8221 76	8678
00206RCP5 AT&T INC CALLABLE DTD 05/04/2015 4 5% 05/15/2035-2034	8772 71	8324
0258M0DX4 AMERICAN EXPRESS CREDIT CORP CALLABLE DTD 09/14/2015 2 6% 09/14/2020-2020	7993 96	8018
03523TBA5 ANHEUSER-BUSCH INBEV WOR DTD 01/27/2011 2.875% 02/15/2016	8026 52	8015
037833AJ9 APPLE INC DTD 05/03/2013 1% 05/03/2018	8924 66	8927
046353AH1 ASTRAZENECA PLC DTD 11/16/2015 1.75% 11/16/2018	8001 89	7978

07330NAH8 BRANCH BANKING & TRUST CALLABLE DTD 03/04/2014 1% 04/03/2017-2017	7974 74	7957
12673PAC9 CA INC DTD 11/13/09 5 375% 12/01/2019	8352 4	8633
149123BQ3 CATERPILLAR INC DTD 12/05/08 7 9% 12/15/2018	8010 74	8190
166764BC3 CHEVRON CORP DTD 11/17/2015 1 344% 11/09/2017	12001 64	11973
17275RAC6 CISCO SYSTEMS INC CALLABLE 5 5% 02/22/2016	8190 6	8051
172967KB6 CITIGROUP INC DTD 10/26/2015 2 65% 10/26/2020	12985 44	12895
20030NAZ4 COMCAST CORP DTD 06/18/09 5 7% 07/01/2019	7336 88	7848
24422ESS9 JOHN DEERE CAPITAL CORP SERIES MTN DTD 09/15/2014 2 3% 09/16/2019	7998 34	8030
25152RYD9 DEUTSCHE BANK AG DTD 02/13/2015 1 875% 02/13/2018	8002 67	7932
26441CAG0 DUKE ENERGY CORPORATION DTD 11/17/2011 2.15% 11/15/2016	8023 69	8048
345397WR0 FORD MOTOR CREDIT DTD 06/06/2014 1 724% 12/06/2017	8006 37	7877
369622SM8 GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5 3% 02/11/2021	7138 05	7893
375558BF9 GILEAD SCIENCES INC CALLABLE DTD 09/14/2015 3 65% 03/01/2026-2025	7982 16	8068
38141EA25 GOLDMAN SACHS GROUP INC DTD 2/5/09 7 5% 02/15/2019	7632 14	8010
42809HAB3 HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	7864.66	7934
458140AJ9 INTEL CORP DTD 09/19/2011 3 3% 10/01/2021	7998 43	8287
459200GX3 INTERNATIONAL BUSINESS MACHINES DTD 07/22/2011 1 95% 07/22/2016	16148 93	16096
46625HHL7 J P MORGAN CHASE & CO DTD 04/23/09 6 3% 04/23/2019	7346 88	7849
50075NBB9 KRAFT FOOD INC DTD 02/08/2010 4 125% 02/09/2016	8041 93	8021
539830BD0 LOCKHEED MARTIN CORP CALLABLE DTD 02/20/2015 3 8% 03/01/2045-2044	8776 44	7977
565849AL0 MARATHON OIL CORP CALLABLE DTD 06/10/2015 3.85% 06/01/2025-2025	8229	7244
59018YN64 MERRILL LYNCH & CO INC SERIES MTN DTD 04/25/08 6.875% 04/25/2018	7301 66	7723
59022CAJ2 BANK OF AMERICA CORP 6 11% 01/29/2037	6756 07	7943
60871RAD2 MOLSON COORS BREWING CO DTD 05/03/2012 5% 05/01/2042	9075 84	8667
61747YCJ2 MORGAN STANLEY SERIES MTN DTD 9/23/09 5 625% 09/23/2019	7224 23	7725
61761JVL0 MORGAN STANLEY DTD 10/23/2014 3 7% 10/23/2024	8020 03	8038
68389XAC9 ORACLE CORPORATION DTD 04/09/08 5 75% 04/15/2018	8308 03	8729
713448DB1 PEPSICO INC SERIES 1 DTD 10/14/2015 1% 10/13/2017	7989 38	7958
71645WAP6 PETROBRAS INTL FIN CO DTD 10/30/09 5 75% 01/20/2020	17451 44	13345
717081DB6 PFIZER INC DTD 3/24/09 6 2% 03/15/2019	7627 2	7875
74432QBP9 PRUDENTIAL FINANCIAL DTD 11/18/2010 4 5% 11/15/2020	8080 61	8586
78011DAC8 ROYAL BANK OF CANADA DTD 09/19/2012 1 2% 09/19/2017	16983 63	16920
867914BE2 SUNTRUST BKS INC DTD 11/01/2011 3 5% 01/20/2017	8055 8	8138
87425EAL7 TALISMAN ENERGY INC DTD 6/1/09 7.75% 06/01/2019	7662.86	7543
87612EAP1 TARGET CORP CALLABLE 5 375% 05/01/2017	7670 9	8446
89114QAM0 TORONTO-DOMINION BANK SERIES MTN DTD 09/10/2013 2 625% 09/10/2018	8189 35	8153
89233P5F9 TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3 4% 09/15/2021	8018.47	8290
91324PCK6 UNITED HEALTH GROUP INC DTD 07/23/2015 1.45% 07/17/2017	8008 81	8000
92343VAW4 VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	7202 61	7561
929903DT6 WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	8038 28	8469
931142CM3 WAL MART STORES INC DTD 04/15/2008 6 2% 04/15/2038	9042 2	8777
931427AH1 WALGREENS BOOTS ALLIANCE CALLABLE DTD 11/18/2014 3 8% 11/18/2024-2024	8042 26	7761
94974BGE4 WELLS FARGO & COMPANY DTD 11/04/2014 4.65% 11/04/2044	7960 74	7783
Total For Corporate Bonds	426694 03	427183
Common Stock		
00206R102 AT&T INC	20421 69	19270
00287Y109 ABBVIE INC	24072 96	22511
02079K107 ALPHABET INC CA-CL C	7037 81	12901
02079K305 ALPHABET INC CA-CL A	7261 54	13226
025816109 AMERICAN EXPRESS CO	7658 64	11128
026874784 AMERICAN INTL GROUP INC	11460	13014
037833100 APPLE INC	24734 97	30525
052769106 AUTO DESK INC	8643 41	12795
09247X101 BLACKROCK INC	7641 74	13621
110122108 BRISTOL MYERS SQUIBB CO	23551.39	24077
126650100 CVS HEALTH CORPORATION	8449 05	24443
151020104 CELGENE CORP	16728 99	25150
17275R102 CISCO SYSTEMS INC	7666 88	11677
172967424 CITIGROUP INC	23091 96	23805
177376100 CITRIX SYSTEM INC	8839 48	11348
192446102 COGNIZANT TECHNOLOGY SOLUTIONS CL A	8895 98	12004
254687106 WALT DISNEY CO	11168 72	21016
278865100 ECOLAB INC	20961 98	22876
30231G102 EXXON MOBIL CORP	17889 33	19488
30303M102 FACEBOOK INC - A	11616	15699
31428X106 FEDEX CORP	22534 38	19369
345370860 FORD MOTOR COMPANY COM PAR $0 01	11035 81	11413

369604103 GENERAL ELECTRIC CO	17057.32	23674
427866108 THE HERSHEY COMPANY	23137 64	21425
436106108 HOLLYFRONTIER CORPORATION	19549 11	17951
438516106 HONEYWELL INTERNATIONAL INC	19228 47	25893
458140100 INTEL CORP	15669 54	26527
461202103 INTUIT INC	18977 34	24125
46625H100 J P MORGAN CHASE & CO	14567 55	26412
58155Q103 MCKESSON CORP	13867 2	23668
582839106 MEAD JOHNSON NUTRITION COMPANY	11942 4	9474
58933Y105 MERCK & CO INC. NEW	7340 59	11620
595017104 MICROCHIP TECHNOLOGY INC	11037 22	12333
609207105 MONDELEZ INTERNATIONAL	11130 08	11658
65339F101 NEXTERA ENERGY INC	13341 19	25973
654106103 NIKE INC CL B	23515 18	28750
655664100 NORDSTROM INC	23734 08	15939
68389X105 ORACLE CORPORATION	23202	32877
713448108 PEPSICO INC	6030	11990
717081103 PFIZER INC	24055 75	21950
718546104 PHILLIPS 66	9341 28	13088
744320102 PRUDENTIAL FINANCIAL INC	6801	11397
747525103 QUALCOMM INC	11333 02	16495
758766109 REGAL ENTMT GROUP CL A	23968 88	21701
806857108 SCHLUMBERGER LTD	23353 96	24413
855244109 STARBUCKS CORP	7005 3	11406
863667101 STRYKER CORP	5373 08	12082
867914103 SUNTRUST BKS INC	23809 69	23990
883556102 THERMO FISHER SCIENTIFIC INC	3654 65	14185
88579Y101 3M CO	13661 55	27115
907818108 UNION PAC CORP	19210 44	15640
913017109 UNITED TECHNOLOGIES CORP	12533 23	16332
92343V104 VERIZON COMMUNICATIONS	19621 51	22648
92532F100 VERTEX PHARMACEUTICALS INC	11696 39	11954
94106L109 WASTE MANAGEMENT INC	11731 18	12809
949746101 WELLS FARGO & CO	22178 4	35334
Total For Common Stock	834018.93	1054180
Foreign Stock		
G491BT108 INVESCO LTD	21638 54	21762
G5960L103 MEDTRONIC PLC	11652.61	11923
H0023R105 ACE LTD	21297 21	22202
N53745100 LYONDELLBASELL INDUSTRIES - CL A SEDOL #B3SPXZ3 ISIN #NL0009434992	21500 29	23463
Total For Foreign Stock	76088 65	79349
Mutual Funds - Fixed Income		
316146109 FIDELITY INVST GRADE BD PORTFOLIO	32530 31	31185
41015K862 JOHN HANCOCK FUNDS III - CORE HIGH YIELD FUND	37644 32	34204
4812C0381 JPMORGAN CORE BOND FUND CL S	31706 39	31293
693390882 PIMCO FOREIGN BOND U S. DOLLAR HEDGED #103	80139.28	73673
87234N401 TCW CORE FIXED INCOME FUND	10315 29	10379
880208400 TEMPLETON GLOBAL BOND FUND ADV	83998.55	74254
Total For Mutual Funds - Fixed Income	276334 14	254987
Mutual Funds - Equity		
001413178 INVESCO DIVERSIFIED DIVIDEND FD CL R5	3382 91	3411
025076845 AMERICAN CENTURY SMALL CAP VALUE INST CL	117920 21	97567
04314H303 ARTISAN MID CAP FD-INV	116062.6	95262
339128100 JP MORGAN MID CAP VALUE FD CL I	95305 72	106199
4812C0530 JPMORGAN LARGE CAP GROWTH SL FD #3118	3341 48	3534
74972H689 RS SMALL CAP GROWTH FUND	107775 17	115495
Total For Mutual Funds - Equity	443788 09	421468
Mutual Funds - International		
008882771 INVESCO INTERNATIONAL GROWTH FD CL R5	168158 13	172255
552983470 MFS RESH INTL FD CL I	171301 35	167357
92828T889 VIRTUS EMERGING MARKETS OPPORTUNITY-I	20495	17618
Total For Mutual Funds - International	359954 48	357229
Total Portfolio	2920608 65	3104926

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ACCRETION		147.
ROUNDING		7.
	TOTAL	154.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
AMORTIZATION	5,756.
DIFFERENCE BTW BV AND FMV ON ASSETS RECD	7,251.
TOTAL	13,007.

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
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NAME: REGIONS BANK, TRUST DEPARTMENT
TRUSTEE
ADDRESS: 11 NORTH WATER STREET
MOBILE, AL 36602

TELEPHONE NUMBER: (251)690-1024

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

MONTH	LINE 1a-FMV SECURITIES	LINE 1b-FMV CASH BALANCES	LINE 1c-FMV OTHER ASSETS
JANUARY	2,961,014.		
FEBRUARY	3,068,401.		
MARCH	3,044,111.		
APRIL	3,060,467.		
MAY	3,076,597.		
JUNE	3,043,754.		
JULY	3,074,947.		
AUGUST	2,916,049.		
SEPTEMBER	2,853,266.		
OCTOBER	2,983,933.		
NOVEMBER	2,982,096.		
DECEMBER	3,104,926.		
TOTAL	36,169,561.		
AVERAGE FMV	3,014,130.		