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INTERNAL REVENUE SERVICE

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning **09/01, 2010**, and ending **08/31, 2011**

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation: **ROBERT W KNOX & PEARL WALLIS KNOX CHARITABLE FOUNDATION**
A Employer identification number: **74-6064974**

Number and street (or P.O. box number if mail is not delivered to street address): **BANK OF AMERICA, N.A. P.O. BOX 831041**
Room/suite: **(800) 357-7094**
B Telephone number (see page 10 of the instructions)

City or town, state, and ZIP code: **DALLAS, TX 75283-1041**
C If exemption application is pending, check here ☐
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
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 5,068,725.**
J Accounting method: ☒ Cash ☐ Accrual
Other (specify) _____
(Part I, column (d) must be on cash basis.)
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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	144,827.	144,827.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	37,898			
b	Gross sales price for all assets on line 6a	753,582.			
7	Capital gain net income (from Part IV, line 2)		37,898		
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)	9,420.	9,420.		STMT 2
12	Total. Add lines 1 through 11	192,145.	192,145.		
13	Compensation of officers, directors, trustees, etc.	34,491.	14,228.		20,263.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,700.	NONE	NONE	1,700.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	6,929.	2,284.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	14,175.	1,143.		13,032.
24	Total operating and administrative expenses. Add lines 13 through 23	57,295.	17,655.	NONE	34,995.
25	Contributions, gifts, grants paid	192,100.			192,100.
26	Total expenses and disbursements. Add lines 24 and 25	249,395.	17,655.	NONE	227,095.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-57,250.			
b	Net investment income (if negative, enter -0-)		174,490.		
c	Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

JSA

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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				
	2	Savings and temporary cash investments	113,953.	61,835.	61,835.	
	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 page 15 of the 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				
	10 a	Investments - U S and state government obligations (attach schedule)	102,377.	102,377.	103,080.	
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)	631,129.	277,503.	293,783.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	3,976,834.	4,325,328.	4,568,055.	
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)	1.	1.	41,972.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,824,294.	4,767,044.	5,068,725.		
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)					
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	4,824,294.	4,767,044.		
	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 page 17 of the instructions)	4,824,294.	4,767,044.		
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	4,824,294.	4,767,044.		

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	4,824,294.
2	Enter amount from Part I, line 27a	2	-57,250.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,767,044.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,767,044.

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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 SEE PART IV DETAIL					
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					
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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	37,898.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 7					
If (loss), enter -0- in Part I, line 7					
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).					
If (loss), enter -0- in Part I, line 8.					

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 page 18 of 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))
2009	196,725.	4,669,530.	0.04212950768
2008	225,957.	4,194,778.	0.05386625943
2007	263,228.	5,396,399.	0.04877845393
2006	278,390.	5,492,138.	0.05068882100
2005	276,908.	5,223,192.	0.05301509115
2 Total of line 1, column (d)			2 0.24847813319
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 0.04969562664
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 5,205,787.
5 Multiply line 4 by line 3			5 258,705.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,745.
7 Add lines 5 and 6			7 260,450.
8 Enter qualifying distributions from Part XII, line 4			8 227,095.
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 on page 18.			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.		
Date of ruling or determination letter _____ (attach copy of ruling 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 3,490.
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 3,490.
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 3,490.
6 Credits/Payments:		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 3,020.	
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 3,020.
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		9 470.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ Refunded ☐		11

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		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?		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?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ STMT 6		
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	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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>NONE</u>				
14	The books are in care of <u>BANK OF AMERICA, N.A.</u> Telephone no. <u>(713) 247-7432</u>			
	Located at <u>700 LOUISIANA ST, FL 6, HOUSTON, TX</u> ZIP + 4 <u>77002-2700</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2010, 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 page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>				

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 page 22 of the 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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes	☒ No
If "Yes," list the years <u></u>		
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 page 22 of the 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. <u></u>		
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 2010 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 2010)	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 2010?	4b	X

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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 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the 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** ☒

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 page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		34,491.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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 page 23 of the 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 page 24 of the 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 page 24 of the instructions		
3	NONE	
Total. Add lines 1 through 3		

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	5,248,282.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see page 25 of the instructions)	1c	36,781.
d	Total (add lines 1a, b, and c)	1d	5,285,063.
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	5,285,063.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	79,276.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,205,787.
6	Minimum investment return. Enter 5% of line 5	6	260,289.

Part XI Distributable Amount (see page 25 of the 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	260,289.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,490.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,490.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	256,799.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	256,799.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	256,799.

Part XII Qualifying Distributions (see page 25 of the 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	227,095.
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	227,095.
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 page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	227,095.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				256,799.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			3,938.	
b Total for prior years. 20 <u>08</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ <u>227,095.</u>				
a Applied to 2009, but not more than line 2a			3,938.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				223,157.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (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 page 27 of the instructions		NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011.				33,642.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2006	NONE			
b Excess from 2007	NONE			
c Excess from 2008	NONE			
d Excess from 2009	NONE			
e Excess from 2010	NONE			

Part XIV Private Operating Foundations (see page 27 of the 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 2010, 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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 page 28 of the 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).)

NONE

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.

NONE

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
SEE STATEMENT 8

b The form in which applications should be submitted and information and materials they should include:
SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:
SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
SEE ATTACHED STATEMENT FOR LINE 2

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 STATEMENT 28				
Total			3a	192,100.
b Approved for future payment				
Total			3b	

Form **990-PF** (2010)

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	144,827.	
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	37,898.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue. a					
b	O&G ROYALTIES			15	8,428.	
c	ABBOTT LABS NT			14	992.	
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				192,145.	
13	Total. Add line 12, columns (b), (d), and (e)				13	192,145

(See worksheet in line 13 instructions on page 29 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 page 29 of the instructions.)

NOT APPLICABLE

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				8,224.	
150,000.00		150000. ABBOTT LABS NT PROPERTY TYPE: SECURITIES 150,000.00				P 07/06/2006	05/15/2011
52,750.00		4688.889 COLUMBIA LARGE CAP VALUE FUND C PROPERTY TYPE: SECURITIES 62,878.00				P 03/03/2005	12/15/2010
10,000.00		864.304 COLUMBIA LARGE CAP VALUE FUND CL PROPERTY TYPE: SECURITIES 11,590.00				P 03/03/2005	06/22/2011
30,500.00		1505.429 COLUMBIA MARSICO GROWTH FUND CL PROPERTY TYPE: SECURITIES 21,001.00				P 07/10/2003	12/15/2010
15,000.00		713.946 COLUMBIA MARSICO GROWTH FUND, CLA PROPERTY TYPE: SECURITIES 13,772.00				P 01/24/2006	06/22/2011
62,658.00		4469.155 COLUMBIA LARGE CAP CORE FUND CL PROPERTY TYPE: SECURITIES 40,625.00				P 07/26/2002	05/12/2011
35,136.00		2891.845 COLUMBIA MULTI-ADVISOR INT'L EQ PROPERTY TYPE: SECURITIES 50,000.00				P 05/16/2008	06/22/2011
34,864.00		2869.472 COLUMBIA MULTI-ADVISOR INT'L EQ PROPERTY TYPE: SECURITIES 25,223.00				P 07/26/2002	06/22/2011
13,500.00		1134.454 COLUMBIA SMALL CAP GROWTH FUND PROPERTY TYPE: SECURITIES 17,119.00				P 05/14/2002	12/15/2010
9,150.00		707.11 COLUMBIA SMALL CAP GROWTH FUND II PROPERTY TYPE: SECURITIES 10,670.00				P 05/14/2002	06/22/2011

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
18,000.00		1376.147 COLUMBIA MID CAP VALUE FUND CLA PROPERTY TYPE: SECURITIES 15,330.00				P	05/14/2002	12/15/2010
							2,670.00	
9,800.00		699.5 COLUMBIA MID CAP VALUE FUND CLASS PROPERTY TYPE: SECURITIES 7,792.00				P	05/14/2002	06/22/2011
							2,008.00	
35,000.00		3901.895 COLUMBIA INTERMEDIATE BOND FUND PROPERTY TYPE: SECURITIES 34,532.00				P	05/11/2007	12/15/2010
							468.00	
3,950.00		85.276 COLUMBIA SMALL CAP VALUE I FUND C PROPERTY TYPE: SECURITIES 2,353.00				P	12/15/2008	12/15/2010
							1,597.00	
5,400.00		114.625 COLUMBIA SMALL CAP VALUE I FUND PROPERTY TYPE: SECURITIES 3,668.00				P	06/01/2009	06/22/2011
							1,732.00	
28,500.00		1089.866 COLUMBIA MID CAP GROWTH FUND CL PROPERTY TYPE: SECURITIES 21,818.00				P	03/23/2005	12/15/2010
							6,682.00	
25,000.00		873.82 COLUMBIA MID CAP GROWTH FUND CLAS PROPERTY TYPE: SECURITIES 17,493.00				P	03/23/2005	06/22/2011
							7,507.00	
6,150.00		459.641 COLUMBIA REAL ESTATE EQUITY FUND PROPERTY TYPE: SECURITIES 5,203.00				P	04/08/2010	06/22/2011
							947.00	
100,000.00		100000. SBC COMMUNICATIONS INC NT PROPERTY TYPE: SECURITIES 104,330.00				P	02/27/2007	03/15/2011
							-4,330.00	
100,000.00		100000. TOYOTA MTR CR CORP SR UNSECD NT PROPERTY TYPE: SECURITIES 100,287.00				P	05/04/2005	12/15/2010
							-287.00	

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- 37,898. =====	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
ABBOTT LABS NT	8,400.	8,400.
BOFA GOVERNMENT RESERVES TRUST CLASS	1.	1.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	1,947.	1,947.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	3,991.	3,991.
CMG ULTRA SHORT TERM BOND FUND	2,299.	2,299.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	10,593.	10,593.
COLUMBIA MARSICO GROWTH FUND CLASS Z SHA	308.	308.
COLUMBIA LARGE CAP CORE FUND CLASS Z SHA	316.	316.
COLUMBIA HIGH INCOME FUND CLASS Z SHARES	4,307.	4,307.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	7,398.	7,398.
COLUMBIA MARSICO INT'L OPPORTUNITIES FD	1,011.	1,011.
COLUMBIA MULTI-ADVISOR INT'L EQUITY FUND	3,888.	3,888.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	2,247.	2,247.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	7,403.	7,403.
COLUMBIA INTERMEDIATE BOND FUND CLASS Z	17,772.	17,772.
COLUMBIA CORPORATE INCOME FUND CLASS Z S	2,946.	2,946.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	1,509.	1,509.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	1,090.	1,090.
FEDERAL NATL MTG ASSN NT	4,875.	4,875.
GENERAL ELEC CO SR UNSECD NT	3,938.	3,938.
GENERAL ELEC CAP CORP MTN BE 12/06/2002	5,450.	5,450.
ISHARES MSCI EMERGING MKTS INDEX FUND	2,581.	2,581.
ISHARES TR GOLDMAN SACHS CORP BD	1,564.	1,564.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	2,555.	2,555.
PIMCO COMMODITY REALRETURN STRATEGY FUND	32,513.	32,513.
SBC COMMUNICATIONS INC NT	6,250.	6,250.
TOYOTA MTR CR CORP SR UNSECD NT	2,175.	2,175.
WELLS FARGO FINL INC 07/30/2002 5.5% 08/	5,500.	5,500.
TOTAL	144,827.	144,827.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
GROSS O&G ROYALTIES	8,428.	8,428.
ABBOTT LABS NT	992.	992.
	-----	-----
TOTALS	9,420.	9,420.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
TAX PREPARATION FEE	1,700.			1,700.
	-----	-----	-----	-----
TOTALS	1,700.	NONE	NONE	1,700.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX - PRIOR YEAR	1,625.	
FEDERAL EXCISE ESTIMATES	3,020.	
FOREIGN TAXES ON QUALIFIED FOR	2,238.	2,238.
FOREIGN TAXES ON NONQUALIFIED	46.	46.
	-----	-----
TOTALS	6,929.	2,284.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
GRANTMAKING EXPENSES			
O&G ROYALTY EXPENSES:	13,032.		13,032.
PRODUCTION TAXES	373.	373.	
AD VALOREM TAXES	559.	559.	
LEASE OPERATING	211.	211.	
TOTALS	14,175.	1,143.	13,032.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

TX

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 2518

HOUSTON, TX 77252-2518

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 30

COMPENSATION 34,491.

TOTAL COMPENSATION:

34,491.

=====

=====

RECIPIENT NAME:

JACKY DUCOTE - BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 2518

HOUSTON, TX 77252-2518

RECIPIENT'S PHONE NUMBER: 713-247-7432

FORM, INFORMATION AND MATERIALS:

APPLICATION FORM FROM TRUSTEE WITH 501(C)(3) IRS DL, ONE-PAGE
ORGANIZATIONAL HISTORY & BUDGET OUTLINE, LIST OF BOARD OF DIRECTORS,
LATEST AUDITED FINANCIAL STATEMENTS, AND CURRENT ANNUAL REPORT &

SUBMISSION DEADLINES:

AUGUST 31 FOR SEPTEMBER GRANTS; NOVEMBER 30 FOR DECEMBER GRANTS;

FEBRUARY 28 FOR MARCH GRANTS; JUNE 30 FOR JULY GRANTS

RESTRICTIONS OR LIMITATIONS ON AWARDS:

FUNDS ARE DESIGNATED FOR CHARITABLE ORGANIZATIONS LOCATED IN HOUSTON
OR GALVESTON, TEXAS. APPLICANTS MUST HAVE IRC SECTION 501(c)(3)
EXEMPTION STATUS FROM THE IRS.

FORM, INFORMATION AND MATERIALS:

FINANCIAL STATEMENTS

RECIPIENT NAME:
AMERICAN RED CROSS - GREATER
HOUSTON CHAPTER
ADDRESS:
2700 SOUTHWEST FREEWAY
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR DISASTER RELIEF AND EDUCATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
AUSTIN COLLEGE
ADDRESS:
900 N GRAND AVE
SHERMAN, TX 75090-4400
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT SCHOLARSHIP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
BOYS & GIRLS COUNTRY OF
HOUSTON
ADDRESS:
18806 ROBERTS RD
HOCKLEY, TX 77447
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
REPLACE FURNITURE & FIRE SAFETY EQUIPMENT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
CAREER & RECOVERY SOLUTIONS
ADDRESS:
2302 FANNIN, SUITE 110
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR REMODELING MEETING FACILITY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
CHILD ADVOCATES, INC.
ADDRESS:
2401 PORTSMOUTH ST, SUITE 210
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT COURT SERVICES PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
COALITION FOR THE HOMELESS
ADDRESS:
600 JEFFERSON ST
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
VOICEMAIL SERVICES FOR HOMELESS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ESCAPE FAMILY RESOURCE CENTER
ADDRESS:
3210 EASTSIDE
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 'BUILDING CONFIDENT FAMILIES'
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
FIRST PRESBYTERIAN CHURCH
OF HOUSTON
ADDRESS:
5300 MAIN ST
HOUSTON, TX 77004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
GALVESTON HISTORICAL FOUNDATION
ADDRESS:
502 20TH ST
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT GALVESTON HISTORICAL HOMES TOUR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 12,000.

RECIPIENT NAME:
GALVESTON ISLAND OKTOBERFEST, INC.
ADDRESS:
2415 WINNIE AVE
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FUNDING FOR FIRST EVANGELICAL LUTHERAN CHURCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
GOODWILL INDUSTRIES OF HOUSTON
ADDRESS:
10795 HAMMERLY
HOUSTON, TX 77043
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
JOB TRAINING & OPPORTUNITIES FOR DISABLED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:
AIDS FOUNDATION HOUSTON, INC.
ADDRESS:
3202 WESLAYAN ST
HOUSTON, TX 77027
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT STONE SOUP FOOD ASSISTANCE PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HARKINS HOUSE, INC.
ADDRESS:
P.O. BOX 1113
HUMBLE, TX 77347-1111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PURCHASE COMPUTERS AND DESKS FOR CLASSROOM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
HOUSTON EYE ASSOCIATES
FOUNDATION
ADDRESS:
2855 GRAMERCY ST
HOUSTON, TX 77025-1697
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EYE CARE FOR THE WORKING POOR
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
HOUSTON GRAND OPERA
ADDRESS:
510 PRESTON
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION & ENGAGEMENT PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
HOUSTON METROPOLITAN DANCE
CENTER, INC.
ADDRESS:
P.O. BOX 980457
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATIONAL OUTREACH PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
HOUSTON MUSEUM OF NATURAL
SCIENCE
ADDRESS:
ONE HERMANN CIRCLE DR
HOUSTON, TX 77030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HOUSTON SYMPHONY SOCIETY
ADDRESS:
615 LOUISIANA, SUITE 102
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT DAVID DEWHURST STUDENT SERIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
INTERFAITH MINISTRIES
ADDRESS:
631 FM 270
LEAGUE CITY, TX 77573
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
MILLER OUTDOOR THEATRE
ADDRESS:
100 CONCERT DR
HOUSTON, TX 77030-1702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 2011 PERFORMANCE SERIES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
SPARK SCHOOL PARK PROGRAM
ADDRESS:
P.O. BOX 1562
HOUSTON, TX 77251
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PARK CONSTRUCTION AT HOUSTON SCHOOLS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
SPAY-NEUTER ASSISTANCE
PROGRAM, INC.
ADDRESS:
P.O. BOX 70286
HOUSTON, TX 77270
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT MOBILE CLINIC PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C) (3)
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
THE GRAND 1894 OPERA HOUSE
ADDRESS:
2020 POSTOFFICE ST
GALVESTON, TX 77550
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 2011 CHILDREN'S QUALITY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C) (3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CENTER FOR HEARING & SPEECH
FOUNDATION
ADDRESS:
3636 WEST DALLAS
HOUSTON, TX 77019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C) (3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
NEHEMIAH CENTER, INC
ADDRESS:
5015 FANNIN ST
HOUSTON, TX 77004
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT PRE-K PROGRAM EXPENSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
UNIVERSITY OF TEXAS HEALTH
SCIENCES CENTER
ADDRESS:
P.O. BOX 20334
HOUSTON, TX 77225-0334
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT DISEASE RESEARCH & PHARMACOLOGY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
UNIVERSITY OF ST. THOMAS -
HOUSTON
ADDRESS:
3800 MONTROSE
HOUSTON, TX 77006
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT CAMPUS BEAUTIFICATION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
YMCA OF THE GREATER HOUSTON
AREA
ADDRESS:
1700 LEAGUE CITY PKWY WEST
LEAGUE CITY, TX 77573
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNDERWRITE ONE APARTMENT OUTREACH CENTER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
SOUTHWESTERN DIABETIC
FOUNDATION, INC.
ADDRESS:
P.O. BOX 918
GAINESVILLE, TX 76241
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
HOUSTON BALLET
ADDRESS:
501 TEXAS AVE
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION & OUTREACH PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
TREES FOR HOUSTON
ADDRESS:
P.O. BOX 130096
HOUSTON, TX 77219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TREE PLANTING EFFORTS IN HOUSTON
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
UNITED WAY OF GREATER HOUSTON
ADDRESS:
50 WAUGH DR
HOUSTON, TX 77018-8015
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
SPAULDING FOR CHILDREN
ADDRESS:
8582 KATY FREEWAY, SUITE 100
HOUSTON, TX 77024
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ADOPTION PROGRAM FOR ABUSED CHILDREN
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
ALLEY THEATRE
ADDRESS:
615 TEXAS AVE
HOUSTON, TX 77002-2710
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION & COMMUNITY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
TAPING FOR THE BLIND, INC.
ADDRESS:
3935 ESSEX LN
HOUSTON, TX 77027
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:
NORTHWEST ASSISTANCE
MINISTRIES
ADDRESS:
15555 KUYKENDAHL RD
HOUSTON, TX 77090-3651
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT VITAL EMERGENCY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
COUNCIL ON FOUNDATIONS
ADDRESS:
2121 CRYSTAL DR, SUITE 700
ARLINGTON, VA 22202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT FOR 2011 MEMBERSHIP DUES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 600.

RECIPIENT NAME:
HERMANN PARK CONSERVANCY
ADDRESS:
6201-A GOLF COURSE DR
HOUSTON, TX 77030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HOUSTON HOSPICE
ADDRESS:
1905 HOLCOMBE BLVD
HOUSTON, TX 77030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR TERMINALLY ILL CHILDREN & COUNSEL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
OPERATION MILITARY EMBRACE, INC.
ADDRESS:
P.O. BOX 149
HOCKLEY, TX 77447-0149
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT SOLDIERS IN TRANSITION PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
CONFERENCE OF SOUTHWEST
FOUNDATIONS, INC.
ADDRESS:
624 N GOOD LATIMER EXPWY
DALLAS, TX 75204
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT FOR 2011 MEMBERSHIP DUES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 500.

RECIPIENT NAME:
MEMORIAL ASSISTANCE MINISTRIES
ADDRESS:
1625 BLALOCK RD
HOUSTON, TX 77080
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
SHELTERING ARMS SENIOR
SERVICES
ADDRESS:
3838 ABERDEEN WAY
HOUSTON, TX 77025
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:
WEST HOUSTON ASSISTANCE
MINISTRIES
ADDRESS:
10501 MEADOWGLEN LN
HOUSTON, TX 77042
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOOD PROGRAMS FOR HOMELESS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
NATURE DISCOVERY CENTER
ADDRESS:
7112 NEWCASTLE
BELLAIRE, TX 77401
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT SCIENCE PROGRAMS FOR PRE-SCHOOL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
MD ANDERSON CANCER CENTER
ADDRESS:
PO BOX 4486
HOUSTON, TX 77210
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 'MAKING CANCER HISTORY'
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
BAYOU PRESERVATION ASSOCIATION
ADDRESS:
P.O. BOX 131563
HOUSTON, TX 77219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
HOUSTON'S BAYOUS CLEAN-UP & RESTORATION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 3,500.

RECIPIENT NAME:
SEARCH HOMELESS SERVICES
ADDRESS:
2505 FANNIN ST
HOUSTON, TX 77002
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT ADULT EDUCATION & LITERACY PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
THE FIRST TEE OF GREATER HOUSTON
ADDRESS:
8400 MYKAWA RD
HOUSTON, TX 77048
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROMOTE THE GAME OF GOLF FOR LOCAL YOUTH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
HUMBLE AREA ASSISTANCE
MINISTRIES
ADDRESS:
1302 1ST ST
HUMBLE, TX 77338
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
HOUSTON FOOD BANK
ADDRESS:
3811 EASTEX FRWY
HOUSTON, TX 77026
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOOD BANK ACQUISITION & DISTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
KATY PRAIRIE CONSERVANCY
ADDRESS:
3015 RICHMOND AVE
HOUSTON, TX 77098
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT EDUCATION AND OUTREACH PROGRAMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
COUNCIL ON ALCOHOL & DRUG
ABUSE
ADDRESS:
303 JACKSON HILL ST
HOUSTON, TX 77007
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SPECIALIZED SERVICES FOR YOUTH & ADOLESCENTS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
SAN JACINTO BATTLEGROUND
ASSOCIATION
ADDRESS:
3523 BATTLEGROUND RD
LA PORTE, TX 77571
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PURCHASE HISTORICALLY SIGNIFICANT PROPERTY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

KICKSTART

ADDRESS:

3800 N SHEPHERD, SUITE 3800 B
HOUSTON, TX 77018

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT JANE LONG MIDDLE SCHOOL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

THE HEALTH MUSEUM

ADDRESS:

1515 HERMANN DR
HOUSTON, TX 77004

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT SCHOOL FIELD EXPERIENCE PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

ECCLESIA CHURCH

ADDRESS:

2115 TAFT ST
HOUSTON, TX 77006

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DRILLING WELLS IN NICARAGUA & GUATEMALA

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

HOUSTON'S AMAZING PLACE, INC.

ADDRESS:

3735 DREXEL

HOUSTON, TX 77027

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR ALZHEIMER & MEMORY LOSS PATIENTS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

THERAPY PET PALS OF TEXAS, INC

ADDRESS:

3930 BEE CAVE RD, SUITE C

AUSTIN, TX 78746

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT TO PROMOTE PET THERAPY & EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 1,500.

TOTAL GRANTS PAID:

192,100.

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ROBERT W KNOX & PEARL WALLIS KNOX CHARIT

74-6064974

Balance Sheet

08/31/2011

Bank of America



Cusip	Asset	Units	Basis	Market Value
197199813	COLUMBIA ACORN INTERNATIONAL	1380.834	50,000.00	53,465.89
19763T889	COLUMBIA INCOME OPPORTUNITIES	16592.129	158,375.00	155,468.25
19765E823	CMG ULTRA SHORT TERM BOND	10917.031	100,000.00	98,253.28
19765H149	COLUMBIA LARGE CAP VALUE FUND	61833.720	800,565.40	653,582.42
19765H180	COLUMBIA MARSICO GROWTH FUND	24356.214	415,227.25	493,213.33
19765H586	COLUMBIA INTERNATIONAL VALUE	16531.258	268,713.51	217,551.36
19765H636	COLUMBIA MARSICO INTERNATIONAL	10711.390	120,000.00	115,040.33
19765H677	COLUMBIA MULTI-ADVISOR INTL	8602.350	75,614.65	96,002.23
19765J723	COLUMBIA SMALL CAP GROWTH FUND	4726.744	60,330.56	54,830.23
19765J830	COLUMBIA MID CAP VALUE FUND	10739.931	99,146.53	134,571.34
19765N245	COLUMBIA DIVIDEND INCOME FUND	23500.266	270,950.00	302,448.42
19765N468	COLUMBIA INTERMEDIATE BOND FUND	48880.615	431,546.66	450,679.27
19765N518	COLUMBIA CORPORATE INCOME FUND	15674.808	152,500.00	156,277.84
19765N567	COLUMBIA SMALL CAP VALUE I FUND	2621.907	80,267.52	112,663.34
19765P232	COLUMBIA MID CAP GROWTH FUND	7256.209	145,261.23	191,926.73
19765P547	COLUMBIA REAL ESTATE EQUITY	3957.320	44,796.86	50,495.40
19765P596	COLUMBIA SMALL CAP GROWTH I	2243.835	55,000.00	68,100.39
19765Y688	COLUMBIA SELECT LARGE CAP	35847.446	361,000.00	457,413.41
31398ABX9	FEDERAL NATL MTG ASSN	100000.000	102,377.30	103,080.00
369604BC6	GENERAL ELEC CO	75000.000	74,624.25	84,081.00
36962GZY3	GENERAL ELEC CAP CORP	100000.000	101,492.00	105,629.00
464287234	ISHARES MSCI EMERGING MKTS INDEX	2835.000	91,846.20	121,196.25
464287242	ISHARES IBOXX INV GR CORP	920.000	101,185.60	103,343.60
52106N889	LAZARD EMERGING MKTS EQUITY	7104.704	145,000.00	142,591.41
722005667	PIMCO COMMODITY REALRETURN	36721.583	298,000.00	338,940.21
94975CAL1	WELLS FARGO FINL INC	100000.000	101,387.00	104,073.00
903123338	OIL GAS OR OTHER MINERALS	1.000	1.00	41,972.00
	Cash/Cash Equivalent	61835.040	61,835.04	61,835.04
		Totals:	4,767,043.56	5,068,724.97