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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

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
CEMEX Foundation

% CEMEX INC

Number and street (or P O box number if mail is not delivered to street address) PO Box 1500 | Room/suite

City or town, state, and ZIP code
Houston, TX 772511500

A Employer identification number
34-6505254

B Telephone number (see page 10 of the instructions)
(713) 650-6200

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 ☐
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 ☐

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)* ▶$ 6,132,538

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	652	652	652	
	4	Dividends and interest from securities	195,078	195,078	195,078	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	15,033			
	b	Gross sales price for all assets on line 6a 15,033				
	7	Capital gain net income (from Part IV, line 2)		15,033		
	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)	287,068			
	12	**Total.** Add lines 1 through 11	497,831	210,763	195,730	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest	629	629	629	
	18	Taxes (attach schedule) (see page 14 of the instructions)	11,000	11,000	5,000	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	530	530	530	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	12,159	12,159	6,159	0
	25	Contributions, gifts, grants paid	607,790			607,790
	26	**Total expenses and disbursements.** Add lines 24 and 25	619,949	12,159	6,159	607,790
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-122,118			
	b	**Net investment income** (if negative, enter -0-)		198,604		
	c	**Adjusted net income** (if negative, enter -0-)			189,571	

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	804,464	384,110	384,110
	2	Savings and temporary cash investments	585,211	586,787	586,787
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	4,852,868	5,161,641	5,161,641
	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)	6,242,543	6,132,538	6,132,538
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	6,242,543	6,132,538	
	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			
	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)	6,242,543	6,132,538	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,242,543	6,132,538	

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	6,242,543
2	Enter amount from Part I, line 27a	2	-122,118
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,120,425
5	Decreases not included in line 2 (itemize) ▶	5	-12,113
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,132,538

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				

	(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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
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	15,033
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 pages 13 and 17 of the 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 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))
2010	725,636	6,136,050	0 118258
2009	422,413	4,918,939	0 085875
2008	650,259	6,594,694	0 098603
2007	1,188,303	7,613,779	0 156073
2006	1,053,670	7,601,901	0 138606

2	**Total** of line 1, column (d).	2	0 597415
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 119483
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	5,726,670
5	Multiply line 4 by line 3.	5	684,240
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,986
7	Add lines 5 and 6.	7	686,226
8	Enter qualifying distributions from Part XII, line 4.	8	607,790

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 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	3,972
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	3,972
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,972
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,471		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,471
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	1,499
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 1,499	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CEMEX INC Telephone no ▶(713) 650-6200

Located at ▶929 GESSNER ROAD SUITE 1900 HOUSTON TX ZIP+4 ▶77024

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 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 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 page 20 of the instructions)?	1b		
	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 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

			Yes	No
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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
Karl H Watson Jr PO Box 1500 Houston, TX 772511500	Chairman and President 0	0		
Frank E Angelle PO Box 1500 Houston, TX 772511500	VP and Assistant Secretary 0	0		
Mike F Egan PO Box 1500 Houston, TX 772511500	Secretary 0	0		
Robert J Capasso PO Box 1500 Houston, TX 772511500	Treasurer 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

Total number of other employees paid over $50,000 ▶

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
Total number of others receiving over $50,000 for professional services. . . . . ▶		

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see page 23 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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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	4,643,735
b	Average of monthly cash balances	1b	1,170,143
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	5,813,878
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	0
3	Subtract line 2 from line 1d	3	5,813,878
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	87,208
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,726,670
6	**Minimum investment return.** Enter 5% of line 5	6	286,334

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	286,334
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,972		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,972
3	Distributable amount before adjustments Subtract line 2c from line 1			3	282,362
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	282,362
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	282,362

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	607,790
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	607,790
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	607,790

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				282,362
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 2009 , 2008 , 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006. 678,551				
b From 2007. 815,628				
c From 2008. 326,665				
d From 2009. 357,365				
e From 2010. 428,180				
f **Total** of lines 3a through e.	2,606,389			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 607,790				
a Applied to 2010, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				282,362
e Remaining amount distributed out of corpus	325,428			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,931,817			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
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)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	678,551			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	2,253,266			
10 Analysis of line 9				
a Excess from 2007. . . . 815,628				
b Excess from 2008. . . . 326,665				
c Excess from 2009. . . . 357,365				
d Excess from 2010. . . . 428,180				
e Excess from 2011. . . . 325,428				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

Check here ▶☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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

VICE PRESIDENT HR CEMEX INC
929 GESSNER ROAD SUITE 1900
HOUSTON,TX 77024
(713) 650-6200

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

WRITTEN FORMAT, INCLUDE DESCRIPTION OF ORGANIZATION, DOCUMENTATION OF EXEMPT STATUS, AND DESCRIPTION OF HOW GRANT WOULD BE USED

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				607,790
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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			14	652	
4 Dividends and interest from securities. . . .			14	195,078	
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	15,033	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				210,763	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 210,763

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | 2012-08-13 Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name		Firm's EIN	
Firm's address		Phone no	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☑ No

Additional Data

Software ID:
Software Version:
EIN: 34-6505254
Name: CEMEX Foundation

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
***a** Paid during the year*				
FLORIDA MASONRY APPRENTICE & E398 CAMINO GARDENS BLVD 108 BOCA RATON, FL 334325827	N/A	501(c)(3)	Donation	108,000
READY MIXED CONCRETE RESEARCH900 SPRING ST SILVER SPRING, MD 209104015		501(c)(3)	Donation	101,500
UNIVERSITY OF FLORIDA FOUNDATIPO BOX 14425 Gainesville, FL 32604		501(c)(3)	Donation	50,000
AMERICAN HEART ASSOCIATION 7272 Greenville Ave DALLAS, TX 75231		501(c)(3)	Donation	30,000
FLORIDA MASONRY APPRENTICE 398 CAMINO GARDENS BLVD 108 BOCA RATON, FL 334325827		501(c)(3)	Donation	27,000
CHICO STATE CIM PATRONS400 WEST 1ST STREET CHICO, CA 95929		501(c)(3)	Donation	25,000
Feeding America Donation35 EAST WACKER DRIVE SUITE 2000 CHICAGO, IL 60601		501(c)(3)	Donation	22,670
Opportunity Village Foundation6300 WEST OAKEY BOULEVARD 3640 Colonel Glenn Highway LAS VEGAS, NV 89146		501(c)(3)	Donation	20,000
WRIGHT STATE UNIVERSITY FOUNDA3640 COLONEL GLENN HIGHWAY DAYTON, OH 45435		501(c)(3)	Donation	19,134
MEXICAN WOMENS INITIATIVE OF H5644 WESTHEIMER PMB 336 HOUSTON, TX 77056		501(c)(3)	Donation	12,500
ASU DEWSC-CIMPO BOX 875306 TEMPE, AZ 85287		501(c)(3)	Donation	10,000
MEXICAN WOMENS INITIATIVE OF H5644 WESTHEIMER PMB 336 HOUSTON, TX 77056		501(c)(3)	Donation	10,000
JUVENILE DIABETIS RESEARCH26 BROADWAY NEW YORK, NY 10004		501(c)(3)	Donation	5,000
OUR KIDS INCPO BOX 010951 MIAMI, FL 33101		501(c)(3)	Donation	5,000
Urban Youth Impact2823 NORTH AUSTRALIAN AVENUE WEST PALM BEACH, FL 33407		501(c)(3)	Donation	5,000
TASIS FOUNDATION INC - THE AME112 S ROYAL STREET ALEXANDRIA, VA 223143328		501(c)(3)	Donation	4,290
SALEM UNITED METHODIST CHURCH183 E MAIN ST SALEM, WV 264261324		501(c)(3)	Donation	4,155
Mount Horeb Missionary Baptist3306 PARPENTER AVE DALLAS, TX 75215		501(c)(3)	Donation	4,072
ST JOHN VIANNEY CATHOLIC CHURCH625 NOTTINGHAM OAKS TR HOUSTON, TX 770796234		501(c)(3)	Donation	3,956
BOSTON COLLEGE - UNIVERSITY ADVANCE140 COMMONWEALTH AVE CHESTNUT HILL, MA 024673800		501(c)(3)	Donation	3,385
ST MICHAEL CATHOLIC SCHOOL 1833 SAGE RD HOUSTON, TX 770563502		501(c)(3)	Donation	3,343
UNIVERSITY OF TEXAS FOUNDATION INCPO BOX 250 AUSTIN, TX 787670250		501(c)(3)	Donation	2,937
ST STEPHENS LUTHERAN CHURCH 5700 PHEASANT HILL RD MONONA, WI 53716		501(c)(3)	Donation	2,787
CHRIST THE REEDEMER CATHOLIC CHURCH11507 HUFFMEISTER RD HOUSTON, TX 770651051		501(c)(3)	Donation	2,584
ST CECILIA CATHOLIC CHURCH D 11720 JOAN OF ARC HOUSTON, TX 77024		501(c)(3)	Donation	2,458
ALTERNATIVES IN MOTION201 MATILDA NE GRAND RAPIDS, MI 49503		501(c)(3)	Donation	2,400
CATHOLIC CHARITIES OF THE ARCHDIOCE29000 LOUISIANA HOUSTON, TX 77006		501(c)(3)	Donation	2,364
TASIS FOUNDATION INC1640 WISCONSIN AVE NW WASHINGTON, DC 200077715		501(c)(3)	Donation	2,218
THE SUNSHINE KIDS FOUNDATION2814 VIRGINIA HOUSTON, TX 77098		501(c)(3)	Donation	2,096
NEW BRAUNFELS TREE OF LIFE FELLOWSH5513 IH 35 S NEW BRAUNFELS, TX 781325047		501(c)(3)	Donation	1,945

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CATHOLIC RELIEF SERVICES228 W LEXINGTON ST BALTIMORE,MD 212013413		501(c)(3)	Donation	1,866
EXECUTIVE WOMEN OUTREACH INCPO BOX 7476 WEST PALM BEACH,FL 334057476		501(c)(3)	Donation	1,796
HILLDALE BAPTIST CHURCH533 SUNHILL RD NW CENTER POINT,AL 352152346		501(c)(3)	Donation	1,701
CENTRAL BAPTIST CHURCH2855 GREENHOUSE RD HOUSTON,TX 770844411		501(c)(3)	Donation	1,699
CARROLL SHELBY CHILDREN'S FOUNDATIO19021 S FIGUEROA ST GARDENA,CA 902484510		501(c)(3)	Donation	1,688
NORTH POINT COMMUNITY CHURCH4350 N POINT PKWY ALPHARETTA,GA 300224101		501(c)(3)	Donation	1,548
ST JUDE CHILDRENS RESEARCH HOSPITAL501 ST JUDE PL MEMPHIS,TN 381051905		501(c)(3)	Donation	1,333
ALZHEIMERS ASSOCIATION-N CALIFORNIA1060 LA AVENIDA ST MOUNTAIN VIEW,CA 940431422		501(c)(3)	Donation	1,324
FARRAGUT CHURCH OF CHRIST 136 SMITH RD KNOXVILLE,TN 379343702		501(c)(3)	Donation	1,255
THE CUTTY LEGACY FOUNDATION 215 W LODGE DR TEMPE,AZ 852833652		501(c)(3)	Donation	1,232
GUIDE DOGS FOR THE BLINDPO BOX 151200 SAN RAFAEL,CA 949151200		501(c)(3)	Donation	1,173
EDUCATION FUND INC4862 S XENIA ST DENVER,CO 802372955		501(c)(3)	Donation	1,165
ST ANNES MATERNITY HOME155 N OCCIDENTAL BLVD LOS ANGELES,CA 900264641		501(c)(3)	Donation	1,149
KIDS IN DISTRESS - BROWARD819 NE 26TH ST WILTON MANORS,FL 333051239		501(c)(3)	Donation	1,108
YORKSHIRE FOUNDATION14120 MEMORIAL DR HOUSTON,TX 770796825		501(c)(3)	Donation	1,100
BOY SCOUT OF AMERICA1325 W WALNUT HILL LANE IRVING,TX 75015		501(c)(3)	Donation	1,090
KAPPA ALPHA THETA FOUNDATION8740 FOUNDERS ROAD INIDANAPOLIS,IN 462681300		501(c)(3)	Donation	1,000
FIRST ASSEMBLY OF GOD1820 53RD AVE W BRADENTON,FL 342072351		501(c)(3)	Donation	987
ASSUMPTION CATHOLIC CHURCH 901 ROSELANE HOUSTON,TX 77037		501(c)(3)	Donation	968
PARKINSONS DISEASE FOUNDATION INC1359 BRAODWAY NEW YORK,NY 100187102		501(c)(3)	Donation	965
DOWN SYNDROME ASSOCIATION OF CENTRA204 N WYMORE RD WINTER PARK,FL 327893455		501(c)(3)	Donation	961
PLANNED PARENTHOOD OF SOUTHWEST736 CENTRAL AVE SARASOTA SPRINGS,FL 342364042		501(c)(3)	Donation	917
COLGATE UNIVERSITY13 OAK DR HAMILTON,NY 133461398		501(c)(3)	Donation	912
UNIVERSITY OF CHICAGO5801 SOUTH ELLIS AVE CHICAGO,IL 606375418		501(c)(3)	Donation	912
CHURCH OF THE WOODS - BLDG PO BOX 2000 LAKE ARROWHEAD,CA 923522000		501(c)(3)	Donation	900
IMMANUEL BAPTIST CHURCH 4020 E UNIVERSITY BLVD ODESSA,TX 797628038		501(c)(3)	Donation	897
BURLESON MINISTERIAL ALLIANCE AUXIL349 NW RENFRO ST BURLESON,TX 760283460		501(c)(3)	Donation	870
EASTERN STAR BAPTIST CHURCH ARCOLA RD DEMOPOLIS,AL 367323130		501(c)(3)	Donation	849
AMERICAN RED CROSS IN NEW MEXICO8550 ARLINGTON BLVD FAIRFAX,VA 220314634		501(c)(3)	Donation	750
HUMANE SOCIETY OF THE TENNESSEEPO BOX 71723 KNOXVILLE,TN 379409989		501(c)(3)	Donation	693

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OUR LADY OF LOURDES244 S GILA ST BENSON,AZ 856026668		501(c)(3)	Donation	626
IDLEWILD BAPTIST CHURCHPO BOX 44 LUTZ,FL 335480044		501(c)(3)	Donation	558
UNITED WAY OF SANTA CRUZ COUNTYPO BOX 1458 CAPITOLA,CA 950101458		501(c)(3)	Donation	555
SCOTTSDALE-PARADISE VALLEY YMCA6869 E SHEA BLVD SCOTTSDALE,AZ 852545245		501(c)(3)	Donation	544
ST JOSEPH ORPHANAGE-DAYTON 5400 ED ALBERT DR CINCINNATI,OH 452397604		501(c)(3)	Donation	536
AMERICAN CANCER SOCIETYPO BOX 22718 OKLAHOMA CITY,OK 731231718		501(c)(3)	Donation	528
DEMOPOLIS CITY SCHOOLS FOUNDATION IPO BOX 1338 DEMOPOLIS,AL 367321338		501(c)(3)	Donation	513
AMERICAN RED CROSS - WASHI 8550 ARLINGTON BLVD FAIRFAX,VA 220314634		501(c)(3)	Donation	506
SUSAN G KOMEN FOR THE CURE 5005 LBJ FWY STE 250 DALLAS,TX 752446125		501(c)(3)	Donation	496
UNITED WAY OF GREATER HOUSTON50 WAUGH DR HOUSTON,TX 770075813		501(c)(3)	Donation	468
HOUSTON SPCA900 PORTWAY DR HOUSTON,TX 770248022		501(c)(3)	Donation	456
HOPE CLINIC INTERNATIONALPO BOX 980573 YPSILANTI,MI 481980573		501(c)(3)	Donation	383
VICTORY JUNCTION GANG CAMP INC4500 ADAMS WAY RANDLEMAN,NC 273178242		501(c)(3)	Donation	381
ST HELEN CHURCH2209 OLD ALVIN RD PEARLAND,TX 775814425		501(c)(3)	Donation	370
AMERICAN RED CROSS-GREEN COUNTY8550 ARLINGTON BLVD FAIRFAX,VA 220314634		501(c)(3)	Donation	368
GEORGIA TECH - ALEXANDER THARPE FUN150 BOBBY DODD WAY NW ATLANTA,GA 303322500		501(c)(3)	Donation	367
CCV STARS YOUTH SPORTS7007 W HAPPY VALLEY RD PEORIA,AZ 853833223		501(c)(3)	Donation	342
FIRST BAPTIST CHURCH OF KATY 600 PIN OAK RD KATY,TX 774945526		501(c)(3)	Donation	338
AMERICAN RED CROSSPO BOX 9035 GREENVILLE,SC 296049035		501(c)(3)	Donation	336
ST THOMAS EPISCOPAL CHURCH & SCHOOL1416 N LOOP 1604 E SAN ANTONIO,TX 782321427		501(c)(3)	Donation	322
ACADEMY OF CONSTRUCTIONPO BOX 592744 ORLANDO,FL 328592744		501(c)(3)	Donation	317
CITY OF HOPE DON1055 WILSHIRE BLVD LOS ANGELES,CA 900172431		501(c)(3)	Donation	314
ROCKY MOUNTAIN ELK FOUNDATION2291 W BROADWAY ST MISSOULA,MT 598082113		501(c)(3)	Donation	304
CHURCH OF THE ROCK4881 CHEROKEE DR CASTLE ROCK,CO 801091540		501(c)(3)	Donation	290
AMERICAN RED CROSS825 FERN ST WEST PALM BEACH,FL 334025715		501(c)(3)	Donation	287
NATIONAL MULTIPLE SCLEROSIS SOCIETY4600 KIETZKE LN STE K225 RENO,NV 895025017		501(c)(3)	Donation	275
MARCH OF DIMES1649 FORUM PL STE 2 WEST PALM BEACH,FL 334012331		501(c)(3)	Donation	273
BOYS & GIRLS CLUB OF TAMPA BAY1114 WEST SLIGHT AVENUE TAMPA,FL 33604		501(c)(3)	Donation	272
STETSON UNIVERSITY421 N WOODLAND BLVD UNIT 8286 DELAND,FL 327230001		501(c)(3)	Donation	272
PATIENT ALLIANCE FOR NEUROENDOCRINE255 ALHAMBRA CIR STE 715 CORAL GABLES,FL 331347407		501(c)(3)	Donation	262

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SALVATION ARMY (THE)PO BOX 887 BRISTOL,TN 376210887		501(c)(3)	Donation	259
AMERICAN RED CROSS8550 ARLINGTON BLVD FAIRFAX,VA 220314634		501(c)(3)	Donation	249
FOOD FOR THE POOR INC6401 LYONS RD COCONUT CREEK,FL 330733602		501(c)(3)	Donation	249
YELLOW SPRINGS COMMUNITY FPO BOX 55 YELLOW SPRINGS,OH 453870055		501(c)(3)	Donation	241
SEMINOLE BOOSTERS INCPO BOX 1353 TALLAHASSEE,FL 323021353		501(c)(3)	Donation	236
FELLOWSHIP OF THE WOODLANDS CHURCH1 FELLOWSHIP DR THE WOODLANDS,TX 773844798		501(c)(3)	Donation	233
HLEE MOFFITT CANCER CENTER AND R12902 USF MAGNOLIA DR TAMPA,FL 336129416		501(c)(3)	Donation	220
HUMANE SOCIETY OF CENTRAL FLORIDAPO B OX 783636 WINTER GARDEN,FL 347783636		501(c)(3)	Donation	219
TEXAS BUDDHIST ASSOCIATION 6969 WESTBRANCH DR HOUSTON,TX 770722163		501(c)(3)	Donation	213
COLQUITT FREEWILL BAPTIST CHURCH319 E GROW ST COLQUITT,GA 398374019		501(c)(3)	Donation	207
FIRST EVANGELICAL LUTHERAN CHURCH142 N DATE MESA,AZ 852016419		501(c)(3)	Donation	206
FARRAGUT HIGH SCHOOL EDUCATION FOUN11237 KINGSTON PIKE KNOXVILLE,TN 379342840		501(c)(3)	Donation	203
LAURELVILLE VOLUNTEER FIREMAN'S ASS18751 MAIN ST LAURELVILLE,OH 43135		501(c)(3)	Donation	189
UNITED WAY OF MID-OHIO VALLEY PO BOX 225 PARKERSBURG,WV 261020225		501(c)(3)	Donation	181
BUONICONTI FUND TO CURE PARALYSIS1095 NW 14TH TER MIAMI,FL 331361060		501(c)(3)	Donation	178
DOWN SYNDROME ASSOCIATION 1050 N DAVIS ST JACKSONVILLE,FL 322096008		501(c)(3)	Donation	178
NATIONAL BREAST CANCER FOUNDATION I2600 NETWORK BLVD STE 300 FRISCO,TX 750346010		501(c)(3)	Donation	146
OTHER ORGANIZATION (2000 DONATION)2600 NETWORK BLVD STE 300 FRISCO,TX 750346010		501(c)(3)	Donation	61,722
Total . . . . ▶ **3a**				607,790

TY 2011 Depreciation Schedule

Name: CEMEX Foundation

EIN: 34-6505254

TY 2011 Investments - Other Schedule

Name: CEMEX Foundation

EIN: 34-6505254

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DIVERSIFIED INVESTMENT ADVISOR	FMV	0	0
VANGUARD - WELLESLEY INC FUND	FMV	5,161,641	5,161,641

TY 2011 Land, Etc. Schedule

Name: CEMEX Foundation

EIN: 34-6505254

TY 2011 Other Decreases Schedule

Name: CEMEX Foundation

EIN: 34-6505254

Description	Amount
OUTSTANDING PAYMENTS	-12,113

TY 2011 Other Expenses Schedule

Name: CEMEX Foundation

EIN: 34-6505254

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	530	530	530	

TY 2011 Other Income Schedule

Name: CEMEX Foundation

EIN: 34-6505254

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Unrealized Gain on Investment	287,068		

TY 2011 Taxes Schedule

Name: CEMEX Foundation

EIN: 34-6505254

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2010 EXTENSION TAX PAYMENT	6,000	6,000		
2011 ESTIMATED TAX PAYMENT	5,000	5,000	5,000	