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Form **990-PF**

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

OMB No 1545-0052

2011Department of the Treasury
Internal Revenue Service

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

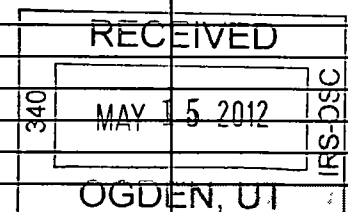
For calendar year 2011 or tax year beginning , and ending

Name of foundation THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION		A Employer identification number 74-6032845
Number and street (or P O box number if mail is not delivered to street address) 312 E HERMOSA	Room/suite	B Telephone number (see instructions) 210-826-5809
City or town, state, and ZIP code SAN ANTONIO TX 78212		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,236,248	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	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 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)	71,914			
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	100,780	100,780		
4 Dividends and interest from securities	47,384	47,384		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	419,467			
b Gross sales price for all assets on line 6a 2,820,960				
7 Capital gain net income (from Part IV, line 2)		419,467		
8 Net short-term capital gain			0	
9 Income modifications				
10a Gross sales less returns & allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	639,545	567,631	0	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0			
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) STMT 1	13,909	13,909		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 2	2,071			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (att sch) STMT 3	33	33		
24 Total operating and administrative expenses. Add lines 13 through 23	16,013	13,942	0	0
25 Contributions, gifts, grants paid	267,800			267,800
26 Total expenses and disbursements. Add lines 24 and 25	283,813	13,942	0	267,800
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	355,732			
b Net investment income (if negative, enter -0-)		553,689		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2011)

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	267,503	217,915	217,915
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule) STMT 4	1,757,523	1,454,238	1,559,517
	b Investments—corporate stock (attach schedule) SEE STMT 5	1,914,451	2,623,586	2,798,650
	c Investments—corporate bonds (attach schedule) SEE STMT 6	597,834	597,308	625,167
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule) SEE STATEMENT 7	36,396	36,396	34,999
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15 Other assets (describe ▶ SEE STATEMENT 8)	13	4		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,573,720	4,929,447	5,236,248	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	4,573,720	4,929,447	
30 Total net assets or fund balances (see instructions)	4,573,720	4,929,447		
31 Total liabilities and net assets/fund balances (see instructions)	4,573,720	4,929,447		

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	4,573,720
2 Enter amount from Part I, line 27a	2	355,732
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,929,452
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	5
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,929,447

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 WORKSHEET				
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) FMV 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)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	419,467
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	-39,334

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☒ Yes ☐ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010			
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2
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
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4 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.	8

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	11,074
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	11,074
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	11,074
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,760
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	2,760
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	8,314
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 2012 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)? 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		X
c Did the foundation file Form 1120-POL for this year?	N/A	
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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 instructions) TX		
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? 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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► SUSAN R OPPENHEIMER 312 E HERMOSA Located at ► SAN ANTONIO	Telephone no ► 210-826-5809 ZIP+4 ► 78212		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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 or either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	1b	
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))	1c	X
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? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes ☒ No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	N/A	
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	2b	
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)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
		4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A** ☐ **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? **N/A** ☐ 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? **N/A** **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUSAN R OPPENHEIMER 711 NAVARRO, STE 620 SAN ANTONIO TX 78205	TRUSTEE 4.00	0	0	0
J DAVID OPPENHEIMER 711 NAVARRO, STE 620 SAN ANTONIO TX 78205	TRUSTEE 4.00	0	0	0

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,074,795
b	Average of monthly cash balances	1b	454,912
c	Fair market value of all other assets (see instructions)	1c	4
d	Total (add lines 1a, b, and c)	1d	5,529,711
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	5,529,711
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	82,946
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,446,765
6	Minimum investment return. Enter 5% of line 5	6	272,338

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	272,338
2a	Tax on investment income for 2011 from Part VI, line 5	2a	11,074
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,074
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	261,264
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	261,264
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	261,264

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	267,800
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	267,800
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	267,800

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				261,264
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			253,457	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 267,800				
a Applied to 2010, but not more than line 2a			253,457	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				14,343
e Remaining amount distributed out of corpus				
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				
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				246,921
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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 STATEMENT 10				267,800
Total			▶ 3a	267,800
b Approved for future payment N/A				
Total			▶ 3b	

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

- 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
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes

**Sign
Here**

Signature of officer or trustee

5/11/12
Date

Title

Paid

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Preparer

DAVID ZURBRIGGEN

М. Г. Зубин, CPA

5/7/12

Use Only

Firm's name ► **FINDLING, MILAM & PYLE**

PTIN	P00104993
------	-----------

Firm's address ▶ 3011 NACOGDOCHES ROAD, BUILDING 2
SAN ANTONIO, TX 78217

Firm's EIN ▶ **74-1470214**

Phone no **210-824-3224**

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

Schedule of Contributors

OMB No 1545-0047

2011

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

**THE JESSE H AND SUSAN R OPPENHEIMER
FOUNDATION**

Employer identification number

74-6032845

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

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

Name of organization

THE JESSE H AND SUSAN R OPPENHEIMER

Employer identification number

74-6032845

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JESSE H OPPENHEIMER (LIFE INSURANCE) 312 E HERMOSA SAN ANTONIO TX 78212	\$ 71,914	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Form 990-PF		Capital Gains and Losses for Tax on Investment Income		2011
		For calendar year 2011, or tax year beginning		and ending
Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION			Employer Identification Number 74-6032845	
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)	
(1) 1900-CARNIVAL CORP PAIRED CTF 1	P	VARIOUS	01/25/11	
(2) 1800-JOHNSON & JOHNSON	P	03/01/01	01/19/11	
(3) 400-JOHNSON & JOHNSON	P	01/18/02	01/19/11	
(4) 600-THE HERSHEY COMPANY	P	01/23/09	01/05/11	
(5) 300-THE HERSHEY COMPANY	P	02/19/09	01/05/11	
(6) 500-BECTON DICKINSON & CO	P	02/02/10	02/17/11	
(7) 1100-COLGATE-PALMOLIVE CO	P	03/01/05	02/02/11	
(8) 700-COLGATE-PALMOLIVE CO	P	04/27/05	02/02/11	
(9) 500-TARGET CORP	P	05/20/09	02/17/11	
(10) 200-TARGET CORP	P	06/25/09	02/17/11	
(11) 100-CME GROUP INC	P	05/11/09	02/28/11	
(12) 300-LUBRIZOL CORP	P	05/27/10	03/21/11	
(13) 50000-FEDERAL FARM CR BKS CO 3.7% DU	P	03/17/09	03/25/11	
(14) 50000-FEDERAL FARM CR BKS GL 1.8% DU	P	03/17/09	03/17/11	
(15) 25000-FEDERAL FARM CR BKS GL 2.6% DU	P	03/17/09	03/25/11	

(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)
(1) 86,750		21,292	65,458
(2) 112,129		88,632	23,497
(3) 24,918		24,030	888
(4) 27,897		21,022	6,875
(5) 13,949		10,712	3,237
(6) 39,659		38,339	1,320
(7) 82,704		58,853	23,851
(8) 52,630		35,106	17,524
(9) 26,816		21,913	4,903
(10) 10,726		8,095	2,631
(11) 31,147		24,535	6,612
(12) 40,155		26,792	13,363
(13) 52,636		51,040	1,596
(14) 50,000		50,000	
(15) 25,631		24,961	670

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

(i) FMV 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))
(1)			65,458
(2)			23,497
(3)			888
(4)			6,875
(5)			3,237
(6)			1,320
(7)			23,851
(8)			17,524
(9)			4,903
(10)			2,631
(11)			6,612
(12)			13,363
(13)			1,596
(14)			
(15)			670

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2011
For calendar year 2011, or tax year beginning _____, and ending _____		

Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION	Employer Identification Number 74-6032845
---	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 125000-FEDERAL HOME LN BA 3.125% DUE	P	03/17/09	03/25/11
(2) 50000-FEDERAL HOME LN BKS 3.875% DUE	P	03/17/09	03/25/11
(3) 850-ALCOA INC	P	05/22/01	04/04/11
(4) 500-ILLINOIS TOOL WORKS INC	P	07/15/09	04/04/11
(5) 1025-MARRIOTT INTERNATIONAL INC CL A	P	11/08/10	04/04/11
(6) 1025-MORGAN STANLEY	P	09/15/10	04/19/11
(7) 600-NIKE INC CL B	P	10/14/08	04/04/11
(8) 500-PROCTER & GAMBLE CO	P	11/04/03	04/04/11
(9) 800-DISNEY (WALT) COMPANY HOLDING CO	P	05/19/10	05/09/11
(10) 800-EMERSON ELECTRIC CO	P	08/26/09	05/13/11
(11) 1450-PROCTER & GAMBLE CO	P	11/04/03	05/02/11
(12) 1750-SCHWAB CHARLES CORP	P	01/11/11	06/21/11
(13) 270-AGILENT TECHNOLOGIES INC	P	04/08/11	07/12/11
(14) 320-AKAMAI TECHNOLOGIES INC	P	04/08/11	07/12/11
(15) 80-AMAZON.COM INC	P	04/08/11	07/12/11

(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)
(1) 130,919		126,291	4,628
(2) 52,500		51,084	1,416
(3) 14,910		38,131	-23,221
(4) 27,220		19,003	8,217
(5) 36,215		40,476	-4,261
(6) 26,715		27,805	-1,090
(7) 46,170		35,369	10,801
(8) 31,020		17,474	13,546
(9) 34,487		26,725	7,762
(10) 43,410		29,938	13,472
(11) 94,660		50,675	43,985
(12) 28,270		31,445	-3,175
(13) 13,034		12,167	867
(14) 9,921		11,960	-2,039
(15) 17,007		14,720	2,287

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

(i) FMV 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))
(1)			4,628
(2)			1,416
(3)			-23,221
(4)			8,217
(5)			-4,261
(6)			-1,090
(7)			10,801
(8)			13,546
(9)			7,762
(10)			13,472
(11)			43,985
(12)			-3,175
(13)			867
(14)			-2,039
(15)			2,287

Form 990-PF		Capital Gains and Losses for Tax on Investment Income		2011
		For calendar year 2011, or tax year beginning		and ending
Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION			Employer Identification Number 74-6032845	
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
(1) 300-AMALOG DEVICES INC	P	04/08/11	07/12/11	
(2) 100-APPLE INC	P	08/07/06	07/12/11	
(3) 200-APPLE INC	P	01/10/07	07/12/11	
(4) 40-APPLE INC	P	04/08/11	07/12/11	
(5) 210-AUTODESK INC	P	04/08/11	07/12/11	
(6) 400-BORGWARNER INC	P	07/02/09	07/12/11	
(7) 200-BORGWARNER INC	P	08/18/09	07/12/11	
(8) 200-BORGWARNER INC	P	04/08/11	07/12/11	
(9) 220-CAMERON INTERNATIONAL CORP	P	04/08/11	07/12/11	
(10) 270-CELGENE CORP	P	04/08/11	07/12/11	
(11) 160-CERNER CORP	P	04/08/11	07/12/11	
(12) 120-CITRIX SYSTEMS INC	P	04/08/11	07/12/11	
(13) 90-DEERE & CO	P	07/01/11	07/12/11	
(14) 140-FMC CORP	P	04/08/11	07/12/11	
(15) 2000-GENERAL MILLS INC	P	10/13/83	07/12/11	

(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)
(1) 10,912		11,711	-799
(2) 35,680		6,702	28,978
(3) 71,360		18,924	52,436
(4) 14,272		13,407	865
(5) 7,925		8,982	-1,057
(6) 31,653		13,196	18,457
(7) 15,827		6,010	9,817
(8) 15,827		15,019	808
(9) 10,888		12,165	-1,277
(10) 16,571		15,067	1,504
(11) 9,992		8,710	1,282
(12) 9,257		8,797	460
(13) 7,380		8,615	-1,235
(14) 12,217		11,917	300
(15) 74,260		4,530	69,730

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-799
(2)			28,978
(3)			52,436
(4)			865
(5)			-1,057
(6)			18,457
(7)			9,817
(8)			808
(9)			-1,277
(10)			1,504
(11)			1,282
(12)			460
(13)			-1,235
(14)			300
(15)			69,730

Form 990-PF		Capital Gains and Losses for Tax on Investment Income		2011
		For calendar year 2011, or tax year beginning _____, and ending _____		
Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION			Employer Identification Number 74-6032845	
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
(1) 140-GOODRICH CORP	P	04/08/11	07/12/11	
(2) 125-ILLUMINA INC	P	05/10/11	07/12/11	
(3) 170-INFORMATICA CORP	P	04/08/11	07/12/11	
(4) 100-INTERCONTINENTALEXCHANGE INC	P	04/08/11	07/12/11	
(5) 220-INTUIT INC	P	04/08/11	07/12/11	
(6) 100-JOY GLOBAL INC	P	06/07/11	07/12/11	
(7) 220-LAM RESEARCH CORPORATION	P	04/08/11	07/12/11	
(8) 635-PEPSICO INC	P	07/20/01	07/12/11	
(9) 605-PEPSICO INC	P	08/21/01	07/12/11	
(10) 60-PRECISION CASTPARTS CORP	P	05/10/11	07/12/11	
(11) 200-RED HAT INC	P	04/08/11	07/12/11	
(12) 165-ROVI CORP	P	06/07/11	07/12/11	
(13) 130-SCHEIN HENRY INC	P	04/14/11	07/12/11	
(14) 170-ST JUDE MEDICAL INC	P	03/07/11	07/12/11	
(15) 470-ST JUDE MEDICAL INC	P	03/07/11	07/06/11	

(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)
(1) 13,084		11,898	1,186
(2) 9,243		9,179	64
(3) 9,898		8,781	1,117
(4) 12,591		12,081	510
(5) 11,101		11,699	-598
(6) 9,440		9,005	435
(7) 9,344		11,506	-2,162
(8) 43,961		24,147	19,814
(9) 41,885		28,151	13,734
(10) 9,654		9,489	165
(11) 8,812		9,028	-216
(12) 9,077		8,988	89
(13) 9,574		9,132	442
(14) 7,910		8,386	-476
(15) 22,463		23,186	-723

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			1,186
(2)			64
(3)			1,117
(4)			510
(5)			-598
(6)			435
(7)			-2,162
(8)			19,814
(9)			13,734
(10)			165
(11)			-216
(12)			89
(13)			442
(14)			-476
(15)			-723

Form 990-PF	Capital Gains and Losses for Tax on Investment Income		2011
For calendar year 2011, or tax year beginning _____, and ending _____			
Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION			Employer Identification Number 74-6032845

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 170-ST JUDE MEDICAL INC	P	04/08/11	07/06/11
(2) 270-ST JUDE MEDICAL INC	P	05/03/11	07/06/11
(3) 180-TERADATA CORP	P	04/08/11	07/12/11
(4) 340-TIBCO SOFTWARE INC	P	06/24/11	07/12/11
(5) 170-VARIAN MEDICAL SYSTEMS INC	P	04/08/11	07/12/11
(6) 220-VERIFONE SYSTEMS INC	P	04/08/11	07/12/11
(7) 430-WESTERN UNION CO	P	09/03/10	07/12/11
(8) 1245-WESTERN UNION CO	P	09/03/10	07/06/11
(9) 550-WESTERN UNION CO	P	11/08/10	07/06/11
(10) 430-WESTERN UNION CO	P	04/08/11	07/06/11
(11) 700-AMERISOURCEBERGEN CORP	P	03/02/10	08/01/11
(12) 400-AMERISOURCEBERGEN CORP	P	07/22/10	08/01/11
(13) 370-AMERISOURCEBERGEN CORP	P	04/08/11	08/01/11
(14) 1220-COMCAST CORPORATION CL A	P	03/04/11	08/25/11
(15) 580-COMCAST CORPORATION CL A	P	07/12/11	08/25/11

(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)
(1) 8,125		8,896	-771
(2) 12,904		14,523	-1,619
(3) 10,547		9,034	1,513
(4) 10,187		8,843	1,344
(5) 12,010		11,684	326
(6) 9,417		11,479	-2,062
(7) 8,309		7,096	1,213
(8) 24,204		20,544	3,660
(9) 10,693		10,002	691
(10) 8,360		8,934	-574
(11) 26,279		19,956	6,323
(12) 15,016		12,549	2,467
(13) 13,890		14,870	-980
(14) 24,878		31,199	-6,321
(15) 11,827		14,441	-2,614

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))
(1)			-771
(2)			-1,619
(3)			1,513
(4)			1,344
(5)			326
(6)			-2,062
(7)			1,213
(8)			3,660
(9)			691
(10)			-574
(11)			6,323
(12)			2,467
(13)			-980
(14)			-6,321
(15)			-2,614

Capital Gains and Losses for Tax on Investment Income			
Form 990-PF		2011	
For calendar year 2011, or tax year beginning _____, and ending _____			
Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION			Employer Identification Number 74-6032845
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 480-PRUDENTIAL FINANCIAL INC	P	02/23/11	08/25/11
(2) 250-PRUDENTIAL FINANCIAL INC	P	07/12/11	08/25/11
(3) 150-PALL CORPORATION	P	04/08/11	08/31/11
(4) 870-PALL CORPORATION	P	05/16/11	08/31/11
(5) 330-PALL CORPORATION	P	07/12/11	08/31/11
(6) 650-BMC SOFTWARE INC	P	02/08/11	10/28/11
(7) 240-BMC SOFTWARE INC	P	04/08/11	10/28/11
(8) 600-COOPER INDUSTRIES PLC CLASS A	P	04/15/10	12/19/11
(9) 180-COOPER INDUSTRIES PLC CLASS A	P	04/08/11	12/19/11
(10) 800-EXPEDITORS INTL WASHINGTON INC	P	03/10/10	12/01/11
(11) 230-EXPEDITORS INTL WASHINGTON INC	P	04/08/11	12/01/11
(12) 550-FLUOR CORP	P	11/15/10	12/20/11
(13) 335-FLUOR CORP	P	09/01/11	12/20/11
(14) 940-OMNICOM GROUP	P	07/12/11	11/29/11
(15) 100000-GOLDMAN SACHS GROUP 5% DUE 01	P	02/02/06	01/15/11
(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)
(1) 22,897		31,054	-8,157
(2) 11,926		15,550	-3,624
(3) 7,656		8,780	-1,124
(4) 44,406		47,909	-3,503
(5) 16,844		18,419	-1,575
(6) 22,732		31,814	-9,082
(7) 8,394		12,158	-3,764
(8) 30,816		29,904	912
(9) 9,245		11,962	-2,717
(10) 33,868		29,754	4,114
(11) 9,737		11,556	-1,819
(12) 26,932		30,657	-3,725
(13) 16,404		20,407	-4,003
(14) 38,897		44,950	-6,053
(15) 100,000		99,234	766
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) FMV 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))
(1)			-8,157
(2)			-3,624
(3)			-1,124
(4)			-3,503
(5)			-1,575
(6)			-9,082
(7)			-3,764
(8)			912
(9)			-2,717
(10)			4,114
(11)			-1,819
(12)			-3,725
(13)			-4,003
(14)			-6,053
(15)			766

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2011
For calendar year 2011, or tax year beginning , and ending		

Name THE JESSE H AND SUSAN R OPPENHEIMER FOUNDATION	Employer Identification Number 74-6032845
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 100000-FEDERAL HOME LN BKS 4.625% DU	P	02/24/06	02/18/11
(2) 100000-AMERICAN EXPRESS CO 5.25% DUE	P	12/29/06	09/12/11
(3) 100000-WILL CNTY ILL SER A 4.1% DUE	P	12/17/04	11/01/11
(4) 190-HARMAN INTL INDS INC	P	04/08/11	04/14/11
(5) 360-DISNEY (WALT)COMPANY HOLDING CO	P	04/08/11	05/10/11
(6) 220-GILEAD SCIENCES INC	P	04/08/11	06/14/11
(7) 20-GOOGLE INC CL A	P	04/08/11	06/24/11
(8) 120-POLO RALPH LAUREN CORP CL A	P	04/08/11	06/07/11
(9) FROST NATIONAL BANK, TRUSTEE			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 100,000		98,749	1,251
(2) 100,000		100,000	
(3) 100,000		98,416	1,584
(4) 8,504		8,705	-201
(5) 15,668		15,005	663
(6) 8,743		9,061	-318
(7) 9,473		11,596	-2,123
(8) 14,672		14,810	-138
(9) 237			237
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			1,251
(2)			
(3)			1,584
(4)			-201
(5)			663
(6)			-318
(7)			-2,123
(8)			-138
(9)			237
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements**Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
AUSTIN, CALVERT & FLAVIC - INV M	\$ 8,516	\$ 8,516	\$	\$
FROST NATIONAL BANK - INV MANGMN	5,393	5,393		
TOTAL	<u>\$ 13,909</u>	<u>\$ 13,909</u>	<u>0</u>	<u>0</u>

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
2011 ESTIMATED TAX PAYMENTS	\$ 2,071	\$	\$	\$
TOTAL	<u>\$ 2,071</u>	<u>0</u>	<u>0</u>	<u>0</u>

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES		\$	\$	\$
BANK CHARGES	33	33		
TOTAL	<u>\$ 33</u>	<u>\$ 33</u>	<u>0</u>	<u>0</u>

Federal Statements

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Statement 4 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
100,000 BELLINGHAM WA 5.25% 12/01/14	\$ 100,643	\$ 100,490	COST	\$ 111,286
150,000 DALLAS TEXAS CONVENTION CENT	154,902	154,010	COST	166,059
50,000 FED FARM CR BKS 1.8% 03/17/11	50,009		COST	
25,000 FED FARM CR BKS 2.6% 03/04/13	24,961		COST	
50,000 FED FARM CR BKS 3.7% 05/15/13	51,154		COST	
100,000 FED FARM CR 3.75% 02/05/14	102,738	101,878	COST	106,830
125,000 FED HOME LN 3.125% 12/13/13	126,404		COST	
50,000 FED HOME LN 3.875% 03/08/13	51,214		COST	
100,000 FED HOME LN 4.625% 2/18/11	98,749		COST	
100,000 FED HOME LN 2.5% 4/27/16		100,000	COST	106,316
100,000 FED NATL MTG 4.375% 09/15/12	100,041	100,014	COST	102,915
100,000 FED NATL MTG 5% 03/15/16	100,315	100,259	COST	116,532
100,000 FED NATL MTG 5% 08/02/12	100,305	100,113	COST	102,789
100,000 INDIANA 5.35% 07/15/15	100,453	100,235	COST	103,256
100,000 LEWISTON MA 4.8% 04/15/16	97,048	97,048	COST	108,605
100,000 NAPERVILLE ILL 5.25%	100,453	100,220	COST	104,034
100,000 NORTH TEXAS TOLLWAY AUTH 2.3		100,253	COST	102,305
100,000 OREGON ST 5.125% 04/01/16	99,718	99,718	COST	109,355
100,000 SUPERIOR WISCONSIN SCHOOL DI	100,000	100,000	COST	106,927
100,000 WILL CO ISD 4.1% 11/01/11	98,416		COST	
100,000 WILL CO ISD #88 4.8% 10/01/1	100,000	100,000	COST	112,308
TOTAL	\$ 1,757,523	\$ 1,454,238		\$ 1,559,517

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
850 SH ALCOA INC	\$ 38,131		COST	\$ 57,470
655 SH ALLERGAN INC	19,066	48,592	COST	
1,100 SH AMERISOURCEBERGEN CORP	32,505		COST	
675 SH AMGEN INC		42,147	COST	43,342
370 SH APACHE CORP		45,831	COST	33,515
300 SH APPLE INC	25,626		COST	
860 SH BAXTER INTERNATIONAL INC		48,779	COST	42,553

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
500 SH BECTON DICKINSON & CO	\$ 38,339		COST	\$
810 SH BOEING CO		60,377	COST	59,414
600 SH BORGWARNER INC	19,206		COST	
2,220 SH BROADCOM CORP CL A	44,138		COST	
1,900 SH CARNIVAL CORP PAIRED CTF 1	21,292	77,077	COST	65,179
840 SH CATERPILLAR INC	44,200		COST	
1,090 SH CHECK POINT SOFTWARE TECHNOLOG		59,529	COST	76,104
700 SH CHEVRON CORPORATION	849	57,513	COST	57,269
100 SH CME GROUP INC	24,535	849	COST	74,480
580 SH COACH INC		34,554	COST	35,403
1,800 SH COLGATE-PALMOLIVE CO	93,960		COST	
600 SH COOPER INDUSTRIES PLC CL A	29,904		COST	
1,200 SH COVIDIEN PLC		55,880	COST	54,012
2,550 SH CSX CORP	38,857	48,059	COST	53,703
870 SH DANAHER CORPORATION		41,370	COST	40,925
800 SH DISNEY (WALT) COMPANY HOLDING	26,725		COST	
1,250 SH DU PONT E I DE NEMOURS & CO		59,401	COST	57,225
800 SH EMERSON ELECTRIC CO	29,938		COST	
2,260 SH E M C ORP		54,403	COST	48,680
800 SH EXPEDITORS INTL WASHINGTON IN	29,754		COST	
550 SH FLUOR CORP	30,657		COST	
2,000 SH GENERALMILLS INC	4,530		COST	
650 SH GENUINE PARTS CO	28,459	28,459	COST	39,780
1,650 SH HALLIBURTON CO	42,774	54,813	COST	56,942
2,070 SH HOME DEPOT INC	33,441	57,861	COST	87,023
1,290 SH HONEYWELL INTERNATIONAL INC	27,176	61,195	COST	70,112
500 SH ILLINOIS TOOL WORKS INC	19,003		COST	
780 SH INT'L FLAVORS & FRAGRANCES IN	21,674	45,624	COST	40,888
3,290 SH INTEL CORP	27,288	69,907	COST	79,783
1,010 SH INTERNATIONAL PAPER CO		30,768	COST	29,896
430 SH INTL BUSINESS MACHINES CORP		75,170	COST	79,068
2,100 SH JOHNSON & JOHNSON	112,662	72,985	COST	65,646
1,100 SH JOHNSON CONTROLS INC	37,986		COST	
1,420 SH KLA-TENCOR CORP	26,273	47,572	COST	68,515
300 SH LUBRIZOL CORP	26,792		COST	
1,025 SH MARRIOTT INTERNATIONAL INC	40,476		COST	
1,700 SH MICROCHIP TECHNOLOGY INC	49,368	47,598	COST	62,271

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Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3,380 SH MICROSOFT CORP	\$ 122,099	122,099	COST	\$ 87,745
820 MONSANTO		59,068	COST	57,457
1,025 SH MORGAN STANLEY	27,805		COST	
720 SH NATIONAL-OILWELL VARCO INC	21,853	51,241	COST	48,953
660 SH NIKE INC CL B	35,369	60,425	COST	63,604
900 SH NOVARTIS AG		50,818	COST	51,453
750 SH OCCIDENTAL PETROLEUM CORP	53,165	68,664	COST	70,275
2,730 SH ORACLE CORPORATION	37,822	74,962	COST	70,025
690 SH PARKER HANNIFIN CORP	31,920	48,369	COST	52,613
860 SH PEPSCO INC	85,000	32,702	COST	57,061
560 CH PRAXAIR INC	23,002	50,387	COST	59,864
1,025 SH PRICE T ROWE GROUP INC	27,302	53,904	COST	58,374
1,950 SH PROCTER & GAMBLE CO	68,150		COST	
1,010 SH SCHLUMBERGER LIMITED	27,915	55,239	COST	59,088
1,010 SH SAP AG		59,421	COST	53,480
835 SH SIGMA-ALDRICH CORP	28,534	51,049	COST	52,154
1,430 SH STARBUCKS CORP	27,056	38,834	COST	65,794
1,200 SH STARWOOD HOTELS & RESORTS		54,853	COST	57,564
700 SH TARGET CORP	30,008		COST	
800 SH TE CONNECTIVITY LTD		30,765	COST	24,648
900 SH THE HERSHEY COMPANY	31,734		COST	
775 SH 3M CO	36,256	66,998	COST	63,341
460 SH TIFFANY & CO		35,745	COST	30,480
820 SH UNITED PARCEL SERVICE CL B	38,870	55,024	COST	60,016
850 SH UNITED TECHNOLOGIES CORP		75,795	COST	62,127
450 SH VISA INC CL A	18,720	34,086	COST	45,689
2,225 SH WESTERN UNION CO	37,642		COST	
2,110 SH XILINX INC	18,645	66,825	COST	67,647
TOTAL	\$ 1,914,451	\$ 2,623,586		\$ 2,798,650

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Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
100,000 AMERICAN EXPRESS CO 5.25%	\$ 100,032		COST	\$
100,000 CREDIT SUISSE FIRST BOSTON	98,414	98,414	COST	105,336
100,000 GENERAL ELECTRIC CO 5%	100,928	100,492	COST	104,210
100,000 GOLDMAN SACHS GROUP INC 5%	99,234		COST	
100,000 HEWLETT-PACKARD CO 1.25%		99,815	COST	98,723
100,000 MORGAN STANLEY 5.3% 03/01/13	100,056	100,026	COST	101,224
100,000 PROCTER & GAMBLE CO 4.95%	99,170	99,170	COST	110,955
100,000 VERIZON COMMUNICATIONS INC 3		99,391	COST	104,719
TOTAL	\$ 597,834	\$ 597,308		\$ 625,167

Statement 7 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
5,000 ISRAEL ST DLR 4%	\$ 5,000	5,000	COST	\$ 4,999
ISRAEL BOND 02/01/14	6,396	6,396	COST	5,000
25,000 ISRAEL ST 3RD JUBILEE 5.05%	25,000	25,000	COST	25,000
TOTAL	\$ 36,396	\$ 36,396		\$ 34,999

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets**

Description	Beginning of Year	End of Year	Fair Market Value
ACCOUNTS RECEIVABLE	\$ 13	\$ 4	\$
TOTAL	\$ 13	\$ 4	\$ 0

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
ROUNDING	\$ 5
TOTAL	\$ 5

Federal Statements**Form 990-PF, Part XV, Line 1b - Managers Who Own 10% or More Stock**

Name of Manager	Amount
NONE	\$
TOTAL	\$ 0

Federal Statements

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During theYear

Name	Address	Relationship	Status	Purpose	Amount
ALAMO COMMUNITY COLLEGE	201 E SHERIDAN, STE C-3			EDUCATION	1,000
SAN ANTONIO TX 78205	PUBLIC				
AMERICAN JEWISH COMMITTEE	6 PIEDMONT CENTER			EDUCATION	100
ATLANTA GA 30305	PUBLIC				
AMERICAN JEWISH COMMITTEE	6 PIEDMONT CENTER			ACCESS	1,000
ATLANTA GA 30305	PUBLIC				
AMERICAN RED CROSS	P O BOX 4003018			MEDICAL	1,100
DES MOINES IA 50340-2018	PUBLIC				
AMERICANS FOR PEACE NOW	1101 14TH ST NW 6TH FLOOR			EDUCATION	800
WASHINGTON DC 20005-5601	PUBLIC				
AMNESTY INTERNATIONAL	5 PENN PLAZA			EDUCATION	2,500
NEW YORK NY 10001	PUBLIC				
ANIMAL DEFENSE LEAGUE OF	11300 NACOGDOCHES ROAD			EDUCATION	500
SAN ANTONIO TX 78217	PUBLIC				
ASPCA	P O BOX 96929			EDUCATION	500
WASHINGTON DC 20077-7127	PUBLIC				
ATLANTA SYMPHONY	WOODRUFF ART CENTER			EDUCATION	2,000
ATLANTA GA 30309	PUBLIC				
AUTISM SPECTRUM EDUCATION FUND	20 ALICE AGNEW DR			EDUCATION	100
ATTLEBORO FALLS MA 02763	PUBLIC				
BEST FRIENDS ANIMAL	5001 ANGEL CANYON DR			EDUCATION	1,000
KANAB UT 84741-5000	PUBLIC				
CAMBRIDGE IN AMERICA	P O BOX 9123 JAF BLDG			EDUCATION	1,000
NEW YORK NY 10087-9123	PUBLIC				
CANCER THERAPY & RESEARCH CENTER	7703 FLOYD CURL DR			MEDICAL	15,000
SAN ANTONIO TX 78229-3900	PUBLIC				
CANINE COMPANIONS	P O BOX 4568			EDUCATION	1,000
OCEANSIDE CA 92052-4568	PUBLIC				
CARTER CENTER	ONE COPENHILL			EDUCATION	1,000
ATLANTA GA 30307	PUBLIC				
CHRISTUS SANTA ROSA	P O BOX 91259			MEDICAL	200
SAN ANTONIO TX 78209	PUBLIC				
COMMUNITIES IN MIND	3533 GREENBRIER			EDUCATION	35,000
DALLAS TX 75225	PUBLIC				

Federal Statements

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship		Status	Purpose	Amount
Address								
DEFENDERS OF WILDLIFE				1130 17TH ST NW		PUBLIC	EDUCATION	2,000
WASHINGTON DC 20036-4604	N/A			P O BOX 14301		PUBLIC	EDUCATION	800
DISABLED AMERICAN				P O BOX 5022		PUBLIC	MEDICAL	8,000
CINCINNATI OH 45250-0301	N/A			2203 BABCOCK RD		PUBLIC	MEDICAL	100
DOCTORS WITHOUT BORDERS				257 PARK AVE S		PUBLIC	EDUCATION	1,000
HAGERSTOWN MD 21741-9804	N/A			200 L ST NW		PUBLIC	OPERATING FUND	500
EASTER SEALS				103 OLD IRON ORE ROAD		PUBLIC	EDUCATION	500
SAN ANTONIO TX 78229	N/A			151 S GRAND AVE		PUBLIC	OPERATING FUND	3,500
ENVIRONMENTAL DEFENSE				1000 N 19TH ST		PUBLIC	OPERATING FUND	800
NEW YORK NY 10010	N/A			P O BOX 8058		PUBLIC	EDUCATION	1,000
ENVIRONMENTAL LAW INSTITUTE				259 NORTH ST		PUBLIC	OPERATING FUND	250
WASHINGTON DC 20036	N/A			P O BOX 9098		PUBLIC	OPERATING FUND	1,000
FIDELCO GUIDE DOG				2104 STEVENS AVE S		PUBLIC	OPERATING FUND	300
BLOOMFIELD CT 06002	N/A			P O BOX 52137		PUBLIC	EDUCATION	1,000
FRIENDS OF LA PHILHARMONIC				350 5TH AVE		PUBLIC	EDUCATION	2,500
LOS ANGELES CA 90012-3034	N/A			BEMIDJI MAIN OFFICE		PUBLIC	OPERATING FUND	400
GATEWAY HOMELESS SERVICES				122 E 42ND ST		PUBLIC	EDUCATION	500
ST LOUIS MO 63106	N/A							
HEIFER INTERNATIONAL								
LITTLE ROCK AR 72203-8058	N/A							
HOSPICE								
HYANNIS MA 02601	N/A							
HOLOCAUST MUSEUM								
WASHINGTON DC 20090-0989	N/A							
HONOR THE EARTH								
MINNEAPOLIS MN 55404	N/A							
HUMANE SOCIETY OF AMERICA								
PHOENIX AR 85072-9995	N/A							
HUMAN RIGHTS WATCH								
NEW YORK NY 10118-3299	N/A							
INDIGENOUS ENVIRONMENTAL NETWORK								
BEMIDJI MN 56619	N/A							
INTERNATIONAL RESCUE								
NEW YORK NY 10168	N/A							

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
JEWISH FEDERATION OF		12599 NW MILITARY HWY					
SAN ANTONIO TX 78231	N/A	PUBLIC				EDUCATION	9,000
JUVENILE DIABETIS RESEARCH		26 BROADWAY, 14TH FLOOR					
NEW YORK NY 10004	N/A	PUBLIC				OPERATING FUND	200
KIPP UNIVERSITY PREP HS		731 FREDERICKSBURG RD					
SAN ANTONIO TX 78291-0009	N/A	PUBLIC				EDUCATION	1,000
KLRN		P O BOX 9					
SAN ANTONIO TX 78291-0009	N/A	PUBLIC				EDUCATION	13,000
KOCE TV		P O BOX 25112					
SANTA ANNA CA 92799-5112	N/A	PUBLIC				EDUCATION	2,000
KUSC RADIO		P O BOX 80354					
LOS ANGELES CA 90080-0325	N/A	PUBLIC				EDUCATION	2,000
LONDON SCHOOL OF		424 WEST 33RD ST, #470					
NEW YORK NY 78214	N/A	PUBLIC				EDUCATION	1,000
LOS ANGELES LIBRARY FOUNDATION		630 W 5TH ST					
LOS ANGELES CA 90071	N/A	PUBLIC				OPERATING FUND	250
LOS PADRINO MISSION ROAD		8706 MISSION RD					
SAN ANTONIO TX 78214	N/A	PUBLIC				OPERATING FUND	500
MAKE A WISH FOUNDATION		P O BOX 97104					
WASHINGTON DC 20090-7104	N/A	PUBLIC				MEDICAL	100
MAKE A WISH FOUNDATION OF AMERICA		P O BOX 6062					
ALBERT LEA MN 56007-6662	N/A	PUBLIC				OPERATING FUND	1,000
MCNAY ART MUSEUM		P O BOX 6069					
SAN ANTONIO TX 78209	N/A	PUBLIC				ARTS	11,500
MISSION ROAD MINISTRIES		8706 MISSION RD					
SAN ANTONIO TX 78214	N/A	PUBLIC				OPERATING FUND	1,000
NATIONAL COUNCIL US ARAB RELATIONS		1730 M ST NW					
WASHINGTON DC 20036	N/A	PUBLIC				OPERATING FUND	1,000
NATIONAL LAW ENFORCEMENT OFFICERS		P O BOX 97072					
WASHINGTON DC 20090-7072	N/A	PUBLIC				OPERATING FUND	500
NATIONAL RESOURCE DEFENSE COUNCIL		P O BOX 2705					
JACKSON WY 83001	N/A	PUBLIC				EDUCATION	2,500
NORTHERN ROCKIES CONSERVATION FUND		185 N CENTER ST					
JACKSON WY 83001	N/A	PUBLIC				OPERATING FUND	500

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Federal Statements

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
Address							
NORTHWESTERN UNIVERSITY EVANSTON IL 60208		2020 RIDGE AVE	PUBLIC			EDUCATION	500
OPEN HAND ATLANTA GA 30309		176 OTTLEY DR	PUBLIC			OPERATING FUND	500
OPERATION KINDNESS CARROLLTON TX 75006		3201 EARHART DRIVE	PUBLIC			EDUCATION	250
OXFAM AMERICA ALBERT LEA MN 56007-8011		P O BOX 7011	PUBLIC			EDUCATION	2,500
PARALYZED VETERANS TOPEKA KS 66675-8532		P O BOX 758532	PUBLIC			AID TO VETERANS	300
PLANNED PARENTHOOD OF AMERICA WASHINGTON DC 20077-7543		P O BOX 97166	PUBLIC			OPERATING FUND	4,200
PLANNED PARENTHOOD OF LOS ANGELES CA 90060-0677		P O BOX 60677	PUBLIC			EDUCATION	500
PROJECT HOPE MILLWOOD VA 22646-0255		255 CARTER HALL LANE	PUBLIC			MEDICAL	200
SALVATION ARMY SAN ANTONIO TX 78212		P O BOX 12568	PUBLIC			AID	100
SAN ANTONIO ACADEMY OF SAN ANTONIO TX 78212		117 EAST FRENCH PLACE	PUBLIC			EDUCATION	15,000
SAN ANTONIO CHILDREN'S MUSEUM SAN ANTONIO TX 78205		205 E ST	PUBLIC			OPERATING FUND	100
SAN ANTONIO COLLEGES WALTER SAN ANTONIO TX 78212		1300 SAN PEDRO AVE	PUBLIC			OPERATING FUND	1,000
SAN ANTONIO FOOD BANK SAN ANTONIO TX 78212		P O BOX 12568	PUBLIC			OPERATING FUND	500
SAN ANTONIO HUMANE SOCIETY SAN ANTONIO TX 78220		4804 FREDERICKSBERG RD	PUBLIC			OPERATING FUND	500
SAN ANTONIO SYMPHONY SAN ANTONIO TX 78205		130 E TRAVIS	PUBLIC			OPERATING FUND	5,000
SHELTERING ARMS ATLANTA GA 30313		385 CENTENNIAL OLYMPIC	PUBLIC			OPERATING FUND	500
SOS CHILDREN'S VILLAGE WASHINGTON DC 20036		1001 CONNECTICUT AVE NW	PUBLIC			EDUCATION	500

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**Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Status	Relationship	Purpose	Amount
Address							
SOUTHERN POVERTY LAW		P O BOX 548				EDUCATION	4,500
MONTGOMERY AL 36177-9621	N/A	PUBLIC					
SOUTHWEST FOUNDATION		P O BOX 760549				MEDICAL	1,900
SAN ANTONIO TX 78245-0549	N/A	PUBLIC					
SPECIAL OLYMPICS		P O BOX 143806				OPERATING FUND	1,000
AUSTIN TX 78714-3806	N/A	PUBLIC					
ST ALCUIN SCHOOL		6144 CHURCHILL WAY				EDUCATION	5,000
DALLAS TX 75230	N/A	PUBLIC					
ST MARY'S HALL		9401 STAR CREST DR				OPERATING FUND	10,000
SAN ANTONIO TX 78217-4199	N/A	PUBLIC					
STREET SENSE		1317 G ST NW				OPERATING FUND	100
WASHINGTON DC 20005-3102	N/A	PUBLIC					
SUNSHINE COTTAGE FOR DEAF		603 E HILDEBRAND				EDUCATION	2,500
SAN ANTONIO TX 78212	N/A	PUBLIC					
TEMPLE BETH-EL		211 BELKNAP				ENDOWMENT FUND	45,000
SAN ANTONIO TX 78212-5896	N/A	PUBLIC					
TEXAS MILITARY INSTITUTE		20955 W TEJAS TRAIL				EDUCATION	4,000
SAN ANTONIO TX 78257	N/A	PUBLIC					
TEXAS PUBLIC RADIO		8401 DATAPOINT, STE 800				EDUCATION	1,000
SAN ANTONIO TX 78229	N/A	PUBLIC					
UNICEF		P O BOX 27798				EDUCATION	1,750
NEWARK NJ 07101-9819	N/A	PUBLIC					
UNION OF CONCERNED		TWO BRATTLE SQUARE				EDUCATION	2,500
CAMBRIDGE MA 02238-9105	N/A	PUBLIC					
UNITED WAY		700 S ALAMO ST				OPERATING FUND	11,000
SAN ANTONIO TX 78205	N/A	PUBLIC					
USO		P O BOX 96322				OPERATING FUND	400
WASHINGTON DC 20090-6322	N/A	PUBLIC					
UT HEALTH SCIENCE CENTER		7703 FLOYD CURL DRIVE				DEAF EDUCATION/HEARING SCIENCE PROGR	5,000
SAN ANTONIO TX 78229-3900	N/A	PUBLIC					
UT HEALTH SCIENCE CENTER		7703 FLOYD CURL DRIVE				CAPITAL CAMPAIGN	2,500
SAN ANTONIO TX 78229-3900	N/A	PUBLIC					
UTSA HONORS COLLEGE		ONE UTSA CIRCLE				EDUCATION	1,100
SAN ANTONIO TX 78249	N/A	PUBLIC					

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Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
WELLESLEY COLLEGE	WELLESLEY MA 02482			106 ECNTRAL ST	PUBLIC	EDUCATION	200
WILDERNESS SOCIETY				P O BOX 97231	PUBLIC	OPERATING FUND	1,000
WORLD SECURITY INSTITUTE	WASHINGTON DC 20077-7762			1779 MASSACHUSETTS AVE	PUBLIC	OPERATING FUND	200
WASHINGTON DC 20036-2109							<u>267,800</u>
TOTAL							