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

2011

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 , 2011, **and ending** , 20

Name of foundation **STEDMAN WEST FOUNDATION**
 (FKA NEVA AND WESLEY WEST FOUNDATION)

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
 P.O. BOX 7

City or town, state, and ZIP code
 HOUSTON, TX 77001-0007

A Employer identification number
 74-6039393

B Telephone number (see instructions)
 (713) 520-0400

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

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

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) ▶ \$ 25,052,258.

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 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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,504.	1,504.		
	4 Dividends and interest from securities	433,318.	433,179.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	723,763.			
	b Gross sales price for all assets on line 6a 4,683,180				
	7 Capital gain net income (from Part IV, line 2)		723,763.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	24,351.	24,351.		ATCH 1	
12 Total. Add lines 1 through 11	1,182,936.	1,182,797.			
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) ^{ATCH 1}	6,795.	6,795.		
	c Other professional fees (attach schedule) *	37,802.	37,802.		
	17 Interest	11,298.	11,298.		
	18 Taxes (attach schedule) (see instructions) *	21,341.	11,045.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ^{ATCH 1}	179,666.	179,156.		
	24 Total operating and administrative expenses. Add lines 13 through 23	256,902.	246,096.		
	25 Contributions, gifts, grants paid	1,240,000.			1,240,000.
26 Total expenses and disbursements. Add lines 24 and 25	1,496,902.	246,096.	0	1,240,000.	
27 Subtract line 26 from line 12	-313,966.				
a Excess of revenue over expenses and disbursements		936,701.			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,029,657.	1,777,045.	1,777,045.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 2	396,127.	396,127.	159,600.
	c	Investments - corporate bonds (attach schedule)	3,685,330.	2,754,310.	2,645,003.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 2	18,261,475.	18,141,437.	20,379,389.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			68,725.
15	Other assets (describe ▶ ATCH 2)	32,792.	22,496.	22,496.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	23,405,381.	23,091,415.	25,052,258.	
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 <input type="checkbox"/> 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. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	10,886,611.	10,886,611.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	12,518,770.	12,204,804.		
30	Total net assets or fund balances (see instructions)	23,405,381.	23,091,415.		
31	Total liabilities and net assets/fund balances (see instructions)	23,405,381.	23,091,415.		

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 23,405,381.
2	Enter amount from Part I, line 27a	2 -313,966.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 23,091,415.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 23,091,415.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
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			(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	723,763.
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	0

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	920,500.	24,434,564.	0.037672
2009	596,350.	22,052,725.	0.027042
2008	942,500.	28,843,636.	0.032676
2007	1,568,000.	31,833,246.	0.049257
2006	1,447,500.	28,269,844.	0.051203
2 Total of line 1, column (d)			0.197850
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			0.039570
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			25,765,600.
5 Multiply line 4 by line 3			1,019,545.
6 Enter 1% of net investment income (1% of Part I, line 27b)			9,367.
7 Add lines 5 and 6			1,028,912.
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			1,240,000.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 5,129.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax on political expenditures, and foundation status. Includes 'Yes' and 'No' columns.

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of RANDOLPH L. PULLIN Telephone no. 713-520-0400
Located at 2727 ALLEN PARKWAY, #480 HOUSTON, TX ZIP + 4 77019
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
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?
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?
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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)? Yes No
 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) N/A

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? Yes 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? Yes No

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
SEE ATTACHMENT 3		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		0
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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	24,848,327.
b	Average of monthly cash balances	1b	1,218,422.
c	Fair market value of all other assets (see instructions)	1c	91,221.
d	Total (add lines 1a, b, and c)	1d	26,157,970.
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	
3	Subtract line 2 from line 1d	3	26,157,970.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	392,370.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	25,765,600.
6	Minimum investment return. Enter 5% of line 5	6	1,288,280.

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	1,288,280.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	9,367.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,367.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,278,913.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,278,913.
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	1,278,913.

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	1,240,000.
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	1,240,000.
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	9,367.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,230,633.

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				1,278,913.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			1,209,693.	
b Total for prior years 20 09, 20 08, 20 07				
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 ▶ \$ 1,240,000.				
a Applied to 2010, but not more than line 2a			1,209,693.	
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				30,307.
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				1,248,606.
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		0		
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1 a 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 foundation 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	
2 a 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)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

ATTACHMENT 4

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

STATEMENT 4

c Any submission deadlines

STATEMENT 4

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

STATEMENT 4

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 <i>Paid during the year</i> ATTACHMENT 5				1,240,000.
Total ▶ 3a				1,240,000.
b <i>Approved for future payment</i> ATTACHMENT 6				856,000.
Total ▶ 3b				856,000.



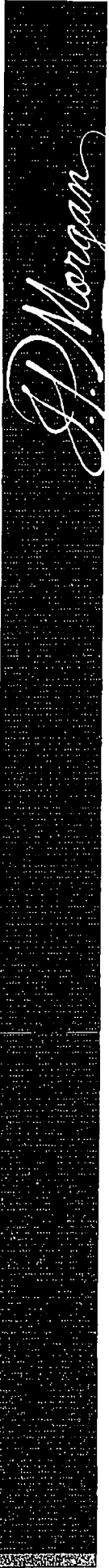
STEDMAN WEST FOUNDATION

TRADE ACTIVITY

Note: L Indicates Long Term Realized Gain/Loss

S Indicates Short Term Realized Gain/Loss

Trade Date	Type	Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
Settled Sales/Maturities/Redemptions								
6/1	Sale	High Cost	JPM HIGH YIELD FD - SEL J.P.MORGAN SECURITIES LLC AS AGENT @ 8.34 (ID: 4812C0-80-3)	(32,973.621)	8.34	275,000.00	(264,795.75)	8,267.20 L
6/2	High Cost							1,937.05 S
6/1	Sale	High Cost	JPM SHORT DURATION BOND FD - SEL J.P.MORGAN SECURITIES LLC AS AGENT @ 11.02 (ID: 4812C1-33-0)	(45,372.051)	11.02	500,000.00	(489,869.36)	10,130.64 L
6/2	High Cost							
6/1	Sale	High Cost	PIMCO INVESTMENT GRADE CORPORATE BOND FUND (ID: 722005-81-6)	(8,302.683)	10.84	90,000.00	(88,920.66)	1,079.34 L
6/2	High Cost							
6/10	Sale	High Cost	JPM EM MKTS EQUITY FD - INSTL J.P.MORGAN SECURITIES LLC AS AGENT @ 23.73 (ID: 4812A0-63-1)	(4,214.075)	23.73	100,000.00	(77,938.13)	22,075.38 L
6/13	High Cost							(13.51) S
6/14	Sale	High Cost	JPM HIGH YIELD FD - SEL J.P.MORGAN SECURITIES LLC AS AGENT @ 8.25 (ID: 4812C0-80-3)	(12,121.212)	8.25	100,000.00	(87,515.15)	12,484.85 L
6/15	High Cost							
6/20	Sale	High Cost	JPM TOTAL RETURN FD - SEL J.P.MORGAN SECURITIES LLC AS AGENT @ 10.54 (ID: 4812A4-43-5)	(85,388.994)	10.54	900,000.00	(912,956.51)	(12,956.51) S
6/21	High Cost							
6/20	Sale	High Cost	JPM HIGH YIELD FD - SEL J.P.MORGAN SECURITIES LLC AS AGENT @ 8.19 (ID: 4812C0-80-3)	(48,840.049)	8.19	400,000.00	(352,625.15)	47,374.85 L
6/21	High Cost							



STEDMAN WEST FOUNDATION

Trade Date	Type	Selection Method	Description	Quantity	Per Unit Amount	Proceeds	Tax Cost	Realized Gain/Loss
6/20	Sale	High Cost	JPM SHORT DURATION BOND FD - SEL J.P.MORGAN SECURITIES LLC AS AGENT @ 11.03 (ID: 4812C1-33-0)	(63,463.282)	11.03	700,000.00	(681,595.65)	18,404.35
6/21								
Total Settled Sales/Maturities/Redemptions						\$3,065,000.00	(\$2,956,216.36)	\$119,816.61 L (\$11,032.97) S

REALIZED GAIN/(LOSS) SUMMARY

Short Term

DESCRIPTION	SYMBOL	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	TOTAL COST		REALIZED GAIN/(LOSS)
						ORIGINAL/ADJUSTED	ADJUSTED	
EL PASO CORPORATION	EP	700,000	10/21/2010	03/23/2011	\$12,230.16	\$9,282.00	\$2,948.16	
EL PASO CORPORATION	EP	900,000	10/21/2010	05/24/2011	\$18,262.44	\$11,934.00	\$6,328.44	
EOG RESOURCES INC	EOG	200,000	12/23/2010	03/23/2011	\$22,525.46	\$18,213.94	\$4,311.52	
GLOBAL GEOPHYSICAL SVCS INC	GGG	2,700,000	04/22/2010	03/23/2011	\$38,979.95	\$32,775.84	\$6,204.11	
HESS CORPORATION	HES	200,000	07/23/2008	03/23/2011	\$16,081.59	\$19,430.99 D	\$(3,349.40)	
PLAINS EXPL & PRDIN CO	PXP	200,000	12/30/2010	03/23/2011	\$7,079.76	\$6,437.86	\$641.90	
QUICKSILVER RESOURCES INC	KWK	300,000	08/06/2010	03/23/2011	\$4,200.81	\$3,889.17	\$311.64	
SEADRILL LTD	SDRL	200,000	04/16/2010	03/23/2011	\$7,213.76	\$5,254.78	\$1,958.98	
Total Short Term					\$126,573.93		\$19,355.35	

Long Term

DESCRIPTION	SYMBOL	QUANTITY	DATE ACQUIRED	DATE SOLD	PROCEEDS	TOTAL COST		REALIZED GAIN/(LOSS)	ADDITIONAL INFORMATION
						ORIGINAL/ADJUSTED	ADJUSTED		
CABOT OIL & GAS CORP A	COG	100,000	06/05/2008	03/23/2011	\$4,890.35	\$6,177.08	\$(1,286.73)		
CABOT OIL & GAS CORP A	COG	300,000	06/05/2008	08/30/2011	\$23,094.24	\$18,531.25	\$4,562.98		
CAMERON INTNL CORP	CAM	200,000	07/03/2008	03/23/2011	\$11,537.67	\$10,757.07	\$780.60		
CANADIAN NATURAL RESOURCES LTD	CNQ	100,000	11/20/2008	03/23/2011	\$4,882.90	\$1,333.70	\$3,549.20		
CENTERPOINT ENERGY INC	CNP	300,000	09/14/2009	10/11/2011	\$6,075.21	\$3,745.62	\$2,329.59		
CENTERPOINT ENERGY INC	CNP	500,000	10/22/2009	10/11/2011	\$10,125.35	\$6,507.50	\$3,617.85		
CHEVRON CORP	CVX	100,000	10/03/2008	03/23/2011	\$10,467.99	\$8,183.24	\$2,284.75		
DEVON ENERGY CORP NEW	DVN	100,000	07/03/2008	03/23/2011	\$9,251.27	\$11,913.04	\$(2,661.77)		

**Morgan Stanley
Smith Barney**

Tax Year 2011

S STEDMAN, R PULLIN & B A STEDMAN

REALIZED GAIN/(LOSS) SUMMARY (continued)

Long Term (continued)

DESCRIPTION	SYMBOL	QUANTITY ACQUIRED	DATE ACQUIRED	DATE SOLD	PROCEEDS	TOTAL COST ORIGINAL/ ADJUSTED	REALIZED GAIN/(LOSS)	ADDITIONAL INFORMATION
NATIONAL OILWELL VARCO INC	NOV	100.000	05/29/2008	03/23/2011	\$7,869.94	\$8,082.30	\$(212.36)	
NATL FUEL GAS CO	NFG	100.000	06/08/2009	03/23/2011	\$7,045.31	\$3,437.02	\$3,608.29	
NOBLE ENERGY INC	NBL	300.000	07/23/2008	03/23/2011	\$28,641.79	\$23,635.95	\$5,005.84	
OCCIDENTAL PETROLEUM CORP DE	OXY	300.000	10/15/2008	03/23/2011	\$29,978.87	\$13,836.00	\$16,142.87	
PETROLEO BRASILEIRO SA ADR	PBR.A	200.000	11/14/2008	03/23/2011	\$6,959.46	\$3,726.00	\$3,233.46	
PIONEER NATURAL RESOURCES CO	PXD	100.000	03/18/2010	03/23/2011	\$9,758.26	\$5,269.63	\$4,488.63	
OEP RESOURCES INC	QEP	400.000	10/28/2009	03/23/2011	\$16,145.48	\$11,180.39	\$4,965.09	
SEADRILL LTD	SDRL	400.000	04/16/2010	12/02/2011	\$13,852.88	\$10,509.56	\$3,343.33	
SEADRILL LTD	SDRL	300.000	05/06/2010	12/05/2011	\$14,260.61	\$10,509.56	\$3,751.05	
SEADRILL LTD	SDRL	400.000	05/29/2008	01/12/2011	\$10,695.45	\$6,936.00	\$3,759.45	
TALISMAN ENERGY INC	TLM	400.000	05/29/2008	01/12/2011	\$9,312.91	\$9,399.98	\$(87.07)	
TALISMAN ENERGY INC	TLM	200.000	10/03/2008	01/12/2011	\$4,656.45	\$2,552.00	\$2,104.45	
TALISMAN ENERGY INC	TLM	300.000	10/03/2008	03/23/2011	\$7,128.76	\$3,828.00	\$3,300.76	
TRANSCANADA CORP(HLDG CO)	TRP	400.000	10/23/2009	04/20/2011	\$16,728.84	\$12,698.76	\$4,030.08	
TRANSCANADA CORP(HLDG CO)	TRP	600.000	11/18/2009	04/20/2011	\$25,093.25	\$18,773.04	\$6,320.21	
WEATHERFORD INTERNATIONAL LTD	WFT	500.000	12/14/2009	02/09/2011	\$12,364.81	\$7,978.85	\$4,385.96	
WEATHERFORD INTERNATIONAL LTD	WFT	600.000	12/14/2009	03/31/2011	\$13,518.33	\$9,574.62	\$3,943.71	
WEATHERFORD INTERNATIONAL LTD	WFT	300.000	12/14/2009	04/25/2011	\$6,135.00	\$4,787.31	\$1,347.69	
WEATHERFORD INTERNATIONAL LTD	WFT	1,000.000	12/29/2009	04/25/2011	\$20,450.00	\$17,997.20	\$2,452.80	
WILLIAMS CO INC	WMB	700.000	10/28/2008	02/03/2011	\$19,335.02	\$11,509.61	\$7,825.41	
WILLIAMS CO INC	WMB	200.000	10/28/2008	03/23/2011	\$6,048.28	\$3,288.46	\$2,759.82	
WILLIAMS CO INC	WMB	100.000	10/30/2008	03/23/2011	\$3,024.14	\$1,912.93	\$1,111.21	
WPX ENERGY INC	WPX	0.000	10/30/2008	12/30/2011	\$11.36	\$0.00	\$11.36	Cash in Lieu
Total Long Term					\$369,340.19		\$100,768.52	

Total Short And Long Term

\$495,914.12

\$120,123.87

Stedman West Foundation

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Attachment to Form 990 PF, Part I

Revenue & Expense per Books	Net Investment Income
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Part I, Line 4 Dividends and Interest from Securities

Dividends and Interest from Securities
(includes tax-exempt interest of \$21)

433,318 433,179

Total Dividends and Interest from Securities

\$ 433,318 \$ 433,179

Part I, Line 11 Other Income

Royalty Income
Settlement Income
Insurance Reimbursements
Income from Pass-Throughs

52,576 52,576
12,261 12,261
72 72
(40,558) (40,558)

Total Other Income

\$ 24,351 \$ 24,351

Part I, Line 16c Other Professional Fees

Investment Advisor Fees

(37,802) (37,802)

Total Other Professional Fees

\$ (37,802) \$ (37,802)

Part I, Line 18 Taxes

Severance Tax
Ad Valorem Tax
Federal Excise
US Tax Withheld
Foreign Tax

(2,302) (2,302)
(3,352) (3,352)
(10,296) -
(5,392) (5,392)

Total Taxes

\$ (21,341) \$ (11,045)

Part I, Line 23 Other Expenses

Expenses from Pass-Throughs
(includes \$502 of nondeductible expenses and \$0 of federal income tax withholding)
Foreign Currency Gain/Loss
Management Fees

(155,657) (155,156)
(9) -
(24,000) (24,000)

Total Other Expenses

\$ (179,666) \$ (179,156)

Attachment to Form 990 PF, Part II

<i>End of Year</i>		
Number of Shares	Book Value	Fair Market Value

Part II, Line 10b Investments (Corporate Stock)

Carriage Services	28,500	396,127	159,600
Total Corporate Stock		<u>\$ 396,127</u>	<u>\$ 159,600</u>

Part II, Line 10c Investments (Bonds)

Pimco Investment Grade Corporate Bond Fund	13,670 330	146,409	141,488
JP Morgan Short Duration Bond Fund	67,833 800	728,535	742,780
JP Morgan High Yield Bond Fund	25,632 130	185,064	195,317
JP Morgan Total Return Fund Select	49,034.510	497,043	488,874
JP Morgan International Bonds	<i>n/a</i>	395,711	345,776
Merrill Lynch International Bonds - MFS	6,618.000	100,000	96,095
Merrill Lynch International Bonds - Oppenheimer	22,026 000	150,000	136,564
Merrill Lynch International Bonds - TCW	16,611 000	150,000	136,877
UBS Bonds - Templeton	29,202.312	401,547	361,233
Total Investments (Bonds)		<u>2,754,310</u>	<u>2,645,003</u>

Part II, Line 11 Land, Buildings & Equipment Basis

Royalty Interests	<i>n/a</i>	299,500	68,725
Less: Accumulated Depletion		(299,500)	-
Total Land, Buildings & Equipment Basis		<u>\$ -</u>	<u>\$ 68,725</u>

Part II, Line 13 Investments (Other)

Avalon Advisors (Fidelity)	<i>n/a</i>	620,957	725,297
Driehaus Institutional Small Cap Recovery Fd, LP	<i>n/a</i>	625,251	696,698
PSI CHOU Equity Opp Fund	28,239.367	295,463	282,394
PSI Cook & Bynum Fund	20,640 967	250,135	264,824
PSI Fairholme Fund	0.000	-	-
PSI Longleaf Fund	0.000	-	-
Artio International	16,920.896	458,615	382,751
Driehaus Emerging Markets Fund	13,102.002	343,468	336,852
Driehaus Int'l Discovery Fund	17,389.442	643,462	422,042
Oppenheimer Developing Markets Fund	11,292 996	240,933	331,111
JPMorgan Emerging Markets	7,894.891	145,141	161,214
Glovista Emerging Markets	<i>n/a</i>	108,716	98,594
Sprucegrove US Int'l Investment Fund	<i>n/a</i>	247,132	513,466

Stedman West Foundation

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Attachment to Form 990 PF, Part II

	<i>End of Year</i>		
	Number of Shares	Book Value	Fair Market Value
Pacific Strategic Investors, LP	n/a	1,186,375	1,491,103
Morgan Stanley Mitchell Energy Group	n/a	1,065,689	1,226,809
Barlow Partners	n/a	550,000	573,702
Cross Shore Fund	n/a	750,000	752,982
Global Hedged Equity Fund	n/a	6,832	4,850
Traxis Fund Offshore	n/a	32,120	-
Hawkins Investments	n/a	673,945	836,718
Jetstream Global Offshore	n/a	450,000	759,117
Kleinheinz Global Securities	n/a	500,000	369,069
Millennium Strategic Capital	n/a	254,013	253,610
Boston Provident	n/a	325,000	295,472
Brevan Howard	n/a	115,000	126,930
GS Investment Partners	n/a	550,000	639,355
Global Opps (ML)	n/a	166,957	170,617
Abbey Capital	n/a	394,942	390,847
MAN-AHL Hedge Fund	n/a	287,408	290,929
Paulson Advantage Fund	n/a	400,000	291,715
Slatkin Liquidating Trust	n/a	550,566	1
Rogge Capital Partners	n/a	-	-
Family Endowment Partners	n/a	-	-
Peak Select Access Fund	n/a	-	-
Silverpeak Legacy Partners I	n/a	325,425	261,035
Silverpeak Legacy Partners II	n/a	200,521	101,578
Avista Capital	n/a	615,116	904,101
CD&R Fund VII	n/a	363,448	544,223
JMI Equity Fund IV	n/a	104,823	306,827
JMI Equity Fund V	n/a	162,480	304,178
JMI Equity Fund VI	n/a	318,190	363,429
JMI VI CC AIV Blocker	n/a	1,589	-
JMI Equity Fund VII	n/a	100,965	100,660
JMI VII BLP AIV Blocker	n/a	417	-
KKR E2 Investors LP	n/a	70,473	36,018
KKR European Fund II	n/a	386,605	337,990
Pinto America Growth Fund	n/a	255,444	425,714
TCP IV Enduring Holdings	n/a	5,451	-
TCP Enduring II Blocker Holdings	n/a	128	-
TCP IV Vantacore Holdings	n/a	429	-
TLP Blocker Holdings	n/a	767	-
Triatlantic Capital Partners IV	n/a	225,612	343,762
Triatlantic Capital Partners IV AIV Cayman	n/a	(9)	-
Triatlantic Capital Partners IV Onshore AIV (D)	n/a	(17)	-
Kenmont Capital Private Equity Partners, LP	n/a	268,463	267,208
Lehman/Crossroads Series XVII Fund of Funds	n/a	655,156	793,543
Lehman/Crossroads Series XVIII Fund of Funds	n/a	1,100,586	1,230,414

Attachment to Form 990 PF, Part II

	<i>End of Year</i>		
	Number of Shares	Book Value	Fair Market Value
Lehman Brothers Secondary Opportunity Offshore Fund	<i>n/a</i>	195,267	271,354
Lehman Brothers Secondary Opportunity II	<i>n/a</i>	208,364	346,720
MS Global Diversified Private Markets Funds II	<i>n/a</i>	337,624	751,569
Total Investments (Other)		<u>\$ 18,141,437</u>	<u>\$ 20,379,389</u>
<u>Part II, Line 15 Other Assets</u>			
Prepaid Federal Excise Tax	<i>n/a</i>	22,496	22,496
Total Other Assets		<u>\$ 22,496</u>	<u>\$ 22,496</u>

Attachment to Form 990 PF, Part VIII

Part VIII, Line 1 Information about Officers, Directors, Trustees & Foundation Managers

Name & Address	Title & Average Hours per Week	Compensation	Contributions to Employee Benefit Plans	Expense Account & Other Allowances
Stuart W. Stedman 2727 Allen Parkway, Suite 480 Houston, Texas 77019	Trustee Part-Time	NONE	NONE	NONE
Randolph L. Pullin 2727 Allen Parkway, Suite 480 Houston, Texas 77019	Trustee Part-Time	NONE	NONE	NONE
Betty Ann Stedman 2727 Allen Parkway, Suite 480 Houston, Texas 77019	Trustee Part-Time	NONE	NONE	NONE
		NONE	NONE	NONE

Stedman West Foundation

December 31, 2011

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Attachment to Form 990 PF, Part XV

Part XV, Line 2a

All applications for grants should be addressed as follows:

Stedman West Foundation
P.O. Box 7
Houston, TX 77001

Attention. Stuart W. Stedman

Telephone: 713.520.0400

Part XV, Line 2b

Applications for grants should be submitted in letter or proposal form. Organizations that apply should include a brief description of the organization's activity, the proposed use of the funds requested, the amount of funds requested and other information considered pertinent to the request.

Part XV, Line 2c

Grants may be made at any meeting of the Trustees. Applications should be submitted prior to the first day of December.

Part XV, Line 2d

Grants are made only to publicly supported 501(c)(3) organizations. Applications from individuals are not considered.

In awarding grants, the Foundation gives preference to Texas organizations. The majority of grants are made to medical, educational and cultural arts organizations; however, to the extent that funds are available, grants may be made for other purposes and to organizations in other states.

Attachment to Form 990 PF, Part XV

Part XV, Line 3a Grants & Contributions Paid During the Year

Name and Address	Date	Amount	Purpose of Grant or Contribution	Foundation Status of Recipient
St Edwards University 3001 South Congress Avenue Austin, Texas 78704	1/5/2011	\$25,000 00	General operating support for the University's education needs	Public
Caesar Kleberg Wildlife Research Institute, Kingsville 700 University Boulevard MSC 218 Kingsville, Texas 78363	1/12/2011	\$150,000 00	Deer Research on the Comanche and Faith Ranches	Public
Houston Livestock Show and Rodeo Feeding and Management Committee Houston, Texas	1/25/2011	\$2,500 00	Support for the 2011 Junior Commercial Steer Committee that provides Agriculture education to youth in the Houston area	Public
The Brookwood Community 1752 FM 1489 Brookshire, TX 77423	1/25/2011	\$1,000.00	Support of 2011 "An Evening in the Garden Gala" to support adults with special needs in the Houston Area <i>(None of the funds were used to purchase tickets for the event)</i>	Public
Tourette Syndrome Association 3919 River Forest Drive Richmond, TX 77496	1/25/2011	\$3,500 00	Annual Gala Fundraiser benefitting Texas families suffering from Tourette's syndrome <i>(None of the funds were used to purchase tickets for the event)</i>	Public
The House Museum of Natural Science One Hermann Circle Drive Houston, Texas 77030	1/31/2011	\$2,500.00	2011 Annual Gala supporting the educational programs of the museum <i>(none of the funds were used to purchase tickets for the event)</i>	Public
Phi Beta Kappa Alumni Association PO Box 25283 Houston, Texas 77265-5283	1/31/2011	\$5,000 00	2011 Annual Scholarship Dinner supporting academic achievement in Greater Houston <i>(none of the funds were used to purchase tickets for the event)</i>	Public
San Jacinto Museum of History One Monument Circle La Porte, Texas 77571	1/31/2011	\$10,000 00	2011 Annual San Jacinto dinner to support the museum <i>(none of the funds were used to purchase tickets to the event)</i>	Public
Houston Grand Opera 510 Preston Street Houston, Texas 77002	1/31/2011	\$35,000 00	2011 Operation Budget to support the arts	Public

Attachment to Form 990 PF, Part XV

Part XV, Line 3a Grants & Contributions Paid During the Year

Name and Address	Date	Amount	Purpose of Grant or Contribution	Foundation Status of Recipient
Bayou Bend Collection and Gardens P O Box 6826 Houston, Texas 77265-6826	1/31/2011	\$10,000 00	2011 Bayou Bend Garden Party (<i>none of the funds were used to purchase tickets for the event</i>)	Public
Friends of Harte Research Institute 20742 Stone Oak Parkway, Ste 107 San Antonio, TX 78258-7538	3/1/2011	\$25,000 00	2011 Operating Fund to support conservation of the Gulf of Mexico	Public
Texas Brigades 2800 NE Loop 410, Ste 105 San Antonio, TX 78218	3/1/2011	\$5,000 00	2011 Operating Fund to support education of high school students about conservation of wildlife, land and water.	Public
Texas Parks & Wildlife Foundation 1901 North Akard St. Dallas, Texas 75201	3/10/2011	\$25,000 00	In support of the 2011 Conservation Hall of fame dinner (<i>none of the funds were used to purchase tickets to the event</i>)	Public
University of Texas at Austin 1 University Station G6300 Austin, TX 78712	4/5/2011	\$350,000 00	40 Acres Scholarship Plan II funding	Public
Communities in Schools Houston 1235 North Loop West, Suite 300 Houston, TX 77008	6/14/2011	\$1,500 00	Annual Back to School Gala benefitting education in the Houston area (<i>None of the funds were used to purchase tickets to the event</i>)	
YES Prep Public School 500 Dallas, Suite 2920 Houston, Texas 77002	6/14/2011	\$25,000.00	Support for 2011 Back to College bash supporting education (<i>none of funds were used to purchase tickets to the event</i>)	Public
Caesar Kleberg Wildlife Research Institute, Kingsville 700 University Boulevard MSC 218 Kingsville, Texas 78363	6/22/2011	\$15,000 00	Kleberg Institute Deer Program Funding of deer coordinator assistant position	Public
The Menninger Clinic 2801 Gessner P O Box 809045 Houston, Texas 77280	7/13/2011	\$145,000 00	Second payment of a two year pledge to fund 3 nurse interns and 2 nurse fellows for the Betty Ann Stedman Psychiatric Nursing Intern Program	Public
Contemporary Arts Museum Houston 5216 Montrose Houston, TX 77006-6598	7/26/2011	\$10,000 00	Another Great Night in November event benefitting the Contemporary Arts Museum of Houston (<i>None of the funds were used to purchase tickets to the event</i>)	Public

Attachment to Form 990 PF, Part XV

Part XV, Line 3a Grants & Contributions Paid During the Year

Name and Address	Date	Amount	Purpose of Grant or Contribution	Foundation Status of Recipient
Interface-Samaritan Counseling Center 4803 San Felipe Houston, TX 77056	9/20/2011	\$5,000 00	Support of the 2011 Season of Caring Luncheon benefitting the center mental health services to the public <i>(None of the funds were used to purchase tickets to the event)</i>	Public
Teach for America 4669 Southwest Freeway, Suite 600 Houston, TX 77027	9/20/2011	\$10,000 00	Support the 20th Anniversary Celebration benefitting the organization's education efforts in Houston <i>(None of the funds were used to purchase tickets to the event)</i>	Public
Texas Wildlife Association Foundation 2800 NE Loop 410, Suite 105 San Antonio, Texas 78218	9/8/2011	\$15,000 00	Support of the 2011 Outdoorsman of the year pigeon shoot and dinner benefitting the Texas Wildlife Foundation <i>(None of the funds were used to purchase tickets to the event)</i>	Public
The Museum of Fine Arts-Houston P O Box 6826 Houston, Texas 77265	9/20/2011	\$10,000.00	2011 Grand Gala Ball supporting The Museum of Fine Arts-Houston <i>(None of the funds were used to purchase tickets to the event)</i>	Public
The Council on Alcohol and Drugs Houston PO Box 2768 Houston, TX 77252-2768	9/20/2011	\$10,000 00	2011 Fall Luncheon to support drug and alcohol awareness in the Houston area <i>(None of the funds were used to purchase tickets to the event)</i>	Public
Boy Scouts of America 4400 Post Oak Pkwy, Ste 400 Houston, TX 77027	12/22/2011	\$10,000 00	Contribution to Annual Fund to support scouting in Houston area\	Public
St Luke's United Methodist Church 3471 Westheimer Road Houston, Texas 77227-2013	12/22/2011	\$10,000 00	Religious grant for operating budget	Public
Oklahoma State University 008C Agricultural Hall Stillwater, OK 74078-6013	12/22/2011	\$1,000.00	OSU Foundation/ Game Bird Research Fund	Public
St John's School 2401 Claremont Lane Houston, Texas 77019	12/22/2011	\$25,000 00	Annual fund supporting Education.	Public
The Museum of Fine Arts P O Box 6826 Houston, Texas 77265	12/22/2011	\$20,000 00	2011 Operation Budget to support the arts	Public

Attachment to Form 990 PF, Part XV

Part XV, Line 3a Grants & Contributions Paid During the Year

Name and Address	Date	Amount	Purpose of Grant or Contribution	Foundation Status of Recipient
The Muscum of Fine Arts - Bayou Bcnd PO Box 6826 Houston, Texas 77265-6826	12/22/2011	\$1,000 00	Annual Fund	Public
The Museum of Fine Arts P O Box 6826 Houston, Texas 77265	12/22/2011	\$1,000 00	2012 Fine Art of Shooting A Sporting Clays Invitational benefiting the Museum of Fine Arts (None of the funds were used to purchase tickets to the event)	Public
The University of Texas - Austin I University Station G6300 Austin, Texas 78712	12/22/2011	\$150,000 00	Initial Payment to fund the Stuart W Stedman Excellence Fund in History	Public
Texas Institute of Education Reform 1300 Post Oak Blvd, Ste 350 Houston, TX 77056	12/22/2011	\$1,000.00	To support the operating budget of this education reform public charity	Public
Trees for Houston P O Box 13096 Houston, Texas 77219	12/22/2011	\$5,000 00	Gift for 2010-2011 planting season benefiting a greener landscape for Houstonians	Public
Trees for Houston P O Box 13096 Houston, Texas 77219	12/22/2011	\$10,000 00	18th annual "Root Ball" benefiting a greener landscape for Houstonians (None of the funds were used to purchase tickets to the event)	Public
The Menninger Foundation 2801 Gessner Drive Houston, Texas 77080	12/22/2011	\$10,000 00	Annual Fund supporting psychiatric research and medical programs	Public
Baylor University 6565 Fannin, NC-205 Houston, Texas 77030	12/22/2011	\$15,000 00	Randy and Myra Pullin Endowed Scholarship in Accounting	Public
Buckner Foundation 600 N Pearl Street, Ste 2260 Dallas, Tx 75201	12/22/2011	\$25,000 00	In support of Houston office administrative needs, projects and mussions	Public
St Edwards University 3001 South Congress Ave Austin, TX 78704	12/22/2011	\$50,000 00	Educational grant to fund general capital priorities	Public
Clay Road Baptist School 9151 Clay Road Houston, Texas 77080	12/22/2011	\$10,000 00	2011-2012 Annual Fund	Public

Total Grants & Contributions Paid During 2011

\$ 1,240,000

Stedman West Foundation

December 31, 2011

74-6039393

Attachment to Form 990 PF, Part XV**Part XV, Line 3b Grants & Contributions Approved for Future Payment**

Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Year	Amount
Texas A&M University - Kingsville Caesar Kleberg Wildlife Research Institute 700 University Boulevard MSC 218 Kingsville, Texas 78363	Public	Operating Expenses	2012 2013	150,000 70,000
University of Texas at Austin History Endowment 1 University Station G6300 Austin, Texas 78712	Public	Educational Endowment	2012 2013	250,000 100,000
The Menninger Clinic BAS Psychiatric Nursing Intern Program 2801 Gessner P O. Box 809045 Houston, Texas 77280	Public	Operating Expenses	2012 2013	143,000 143,000
Total Grants & Contributions Approved for Future Payment				\$ 856,000

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

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				-31,494.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				672,540.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS				32,434.	
1,769,628.		SEE ATTACHMENT D-1 1,817,932.				VARIOUS -48,304.	VARIOUS
2,913,552.		SEE ATTACHMENT D-1 2,814,965.				VARIOUS 98,587.	VARIOUS
TOTAL GAIN (LOSS)						<u>723,763.</u>	

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No. 1545-0092

2011

Name of estate or trust **STEDMAN WEST FOUNDATION**
(FKA NEVA AND WESLEY WEST FOUNDATION)

Employer identification number
74-6039393

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -48,304.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3 -31,494.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶					5 -79,798.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 98,587.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8 672,540.
9 Capital gain distributions					9 32,434.
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶					12 803,561.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-79,798.
14	Net long-term gain or (loss):			
a	Total for year	14a		803,561.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		723,763.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (.15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Stedman West Foundation
Capital Gain/Loss
December 31, 2011

74-6039393

Description	Quantity	Date Acquired	Date Sold	Basis	Proceeds	Gain/Loss
<u>Short Term</u>						
Fidelity-Avalon	See Stmt D-1	Various	Various	234,257.22	203,560.88	(30,696.34)
Fidelity-Avalon - Wash Sales Disallowed				(141.00)		141.00
Giovista - Credit Suisse	See Stmt D-2	Various	Various	262,939.47	236,093.17	(26,846.30)
Giovista - Credit Suisse - Wash Sales Disallowed				(9,853.52)		9,853.52
JPM Emerging Markets	See Stmt D-3	Various	6/10/2011	1,699.73	1,686.22	(13.51)
JPM High Yield Bond Funds	See Stmt D-3	Various	Various	200,000.00	201,937.05	1,937.05
JPM Total Return Bond Funds	See Stmt D-3	Various	6/21/2011	912,956.51	900,000.00	(12,956.51)
Morgan Stanley-Mitchell Group	See Stmt D-4	Various	Various	107,218.58	126,573.93	19,355.35
PSI - Fairholme Fund	1,608.90	Various	10/7/2011	47,637.01	38,548.70	(9,088.31)
PSI - Longleaf Fund	2,207.19	Various	8/5/2011	61,217.88	61,227.56	9.68
Total				<u>1,817,931.88</u>	<u>1,769,627.51</u>	<u>(48,304.37)</u>
Short Term Capital Gain from Pass-Throughs						
ACL Alternative Fund SAC Limited	SCH K-1					(764.00)
Avisia Capital Partners	SCH K-1					(3,419.00)
Drehaus Instit Small Cap	SCH K-1					(17,543.00)
Hawkins Investment Partnership	SCH K-1					(16,781.60)
Global Hedged Equity Fund	SCH K-1					2,621.00
Kenmont Capital Private Equity Partners	SCH K-1					191.00
MAN-AHL Diversified I LP	SCH K-1					(939.80)
Millennium Strategic Capital	SCH K-1					308.80
NB Crossroads Series XVII	SCH K-1					(42.00)
NB Crossroads Series XVIII	SCH K-1					5,843.00
Pacific Strategic Investors	SCH K-1					(931.60)
Silverpeak Legacy Partners II	SCH K-1					(127.60)
Silverpeak Legacy Pension Partners III	SCH K-1					10.00
Sprucegrove US Int'l Investment	SCH K-1					81.00
Total Short Term Capital Gain/Loss				<u>1,769,627.51</u>	<u>(79,798.17)</u>	

Stedman West Foundation
Capital Gain/Loss

December 31, 2011

74-6039393

Description	Quantity	Date Acquired	Date Sold	Basis	Proceeds	Gain/Loss
<u>Long Term</u>						
Fidelity - Avalon	See Stmt D-1	Various	Various	175,425.77	232,757.30	57,331.53
JPM Emerging Markets	See Stmt D-3	Various	6/10/2011	76,238.40	98,313.78	22,075.38
JPM High Yield Bond Funds	See Stmt D-3	Various	Various	504,936.08	573,062.98	68,126.90
JPM Short Duration Bond Funds	See Stmt D-3	Various	Various	1,171,465.01	1,200,000.00	28,534.99
JPM PIMCO Investment Grade Corp Bond Funds	See Stmt D-3	Various	6/2/2011	88,920.66	90,000.00	1,079.34
Morgan Stanley-Mitchell Group	See Stmt D-4	Various	Various	268,571.67	369,340.19	100,768.52
PSI - Fairholme Fund	6,913.46	Various	Various	192,636.83	165,773.09	(26,863.74)
PSI - Longleaf Fund	6,319.54	Various	Various	192,715.58	184,304.81	(8,410.77)
Peak Access Select - Write Off Disposition				107,066.78		(107,066.78)
Rogge Capital Mgmt - Write Off Disposition				36,988.36		(36,988.36)
Total				2,814,965.14	2,913,552.15	98,587.01
<u>Long Term Capital Gain from Pass-Throughs</u>						
ACL Alternative Fund SAC Limited	SCH K-1					(957.00)
Avisia Capital Partners	SCH K-1				159,576.00	159,576.00
Drehaus Instut Small Cap	SCH K-1				34,198.00	34,198.00
Hawkins Investment Partnership	SCH K-1					(41.00)
Global Hedged Equity Fund	SCH K-1				81,979.60	81,979.60
JMI Equity Fund IV (AI)	SCH K-1				1,157.00	1,157.00
JMI Equity Fund V	SCH K-1				67,257.00	67,257.00
Kenmont Capital Private Equity Partners	SCH K-1				11,585.00	11,585.00
LMBB IV SRAM Onshore Holding LP	SCH K-1				45,328.00	45,328.00
MAN-AHL Diversified I LP	SCH K-1				3,742.80	3,742.80
Millennium Strategic Capital	SCH K-1				509.20	509.20
NB Crossroads Series XVII	SCH K-1				55,543.60	55,543.60
NB Crossroads Series XVIII	SCH K-1				84,540.80	84,540.80
Pacific Strategic Investors	SCH K-1				95,010.60	95,010.60
Pinto America Growth Fund	SCH K-1				(1,371.00)	(1,371.00)

Stedman West Foundation
Capital Gain/Loss

74-6039393

December 31, 2011

Description	Quantity	Date Acquired	Date Sold	Basis	Proceeds	Gain/Loss
Silverpeak Legacy Partners II	SCH K-1					2,506.60
Silverpeak Legacy Pension Partners III	SCH K-1					(45.00)
Slatkin Liquidating Trust	SCH K-1					(129.00)
Sprucegrove US Int'l Investment	SCH K-1					31,199.00
Triatlantic Capital Partners IV LP	SCH K-1					950.00
<i>Capital Gain Distributions</i>						
Drehaus Emerging Markets (Fidelity)						831.25
Global Opps - Merrill Lynch						706.09
JP Morgan						14,888.34
Merrill Lynch International Bonds						247.72
PSI - Cook & Bynum						13,453.15
Templeton Global Bond (UBS)						2,306.98
Total Long Term Capital Gain/Loss					2,913,552.15	803,560.74
Total Capital Gain/Loss					4,683,179.66	723,762.57

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions		Employer identification number (EIN) or	
	STEDMAN WEST FOUNDATION (FKA NEVA AND WESLEY WEST FOUNDATION)		<input checked="" type="checkbox"/> 74-6039393	
	Number, street, and room or suite no. If a P.O. box, see instructions		Social security number (SSN)	
	P.O. BOX 7			
City, town or post office, state, and ZIP code. For a foreign address, see instructions		HOUSTON, TX 77001-0007		

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ RANDOLPH L. PULLIN

Telephone No ▶ 713 520-0400

FAX No ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ▶ calendar year 20 11 or
 ▶ tax year beginning _____, 20 _____, and ending _____, 20 _____

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	14,496.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	14,496.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	0

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box. **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions STEDMAN WEST FOUNDATION (FKA NEVA AND WESLEY WEST FOUNDATION)	Enter filer's identifying number, see instructions Employer identification number (EIN) or
		<input checked="" type="checkbox"/> 74-6039393
	Number, street, and room or suite no. If a P.O. box, see instructions P.O. BOX 7	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions HOUSTON, TX 77001-0007	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of RANDOLPH L. PULLIN
 Telephone No. 713 520-0400 FAX No _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until 11/15, 2012
- For calendar year 2011, or other tax year beginning _____, 20____, and ending _____, 20____.
- If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- State in detail why you need the extension THE TAXPAYER HAS NOT HAD SUFFICIENT TIME TO ASSEMBLE THE INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN. THEREFORE, THE TAXPAYER REQUESTS ADDITIONAL TIME TO FILE UNTIL 11/15/12.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	14,496.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	*	8b	\$ 14,496.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Jonath O. Adinolfi Title CPA Date 8/3/12