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

OMB No 1545 0052

2011

Department 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 , 2011, and ending

THE PLANETARY TRUST
7149 HILLGREEN
DALLAS, TX 75214-1933A Employer identification number
75-2567517B Telephone number (see the instructions)
214-823-1537C 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 foundationI Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 960,749.

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 (att sch)

322,169.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4,000.

4,000.

4,000.

4 Dividends and interest from securities

1,279.

1,279.

1,279.

5a Gross rents
b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-6,728.

b Gross sales price for all assets on line 6a 221,893.

7 Capital gain net income (from Part IV line 2)

0.

8 Net short-term capital gain

2,220.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

151.

151.

151.

12 Total. Add lines 1 through 11

320,871.

5,430.

7,650.

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 sch) SEE ST 2

950.

950.

950.

c Other prof fees (attach sch)

17 Interest

684.

684.

684.

18 Taxes (attach schedule)(see instrs)

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 3

29.

29.

29.

24 Total operating and administrative expenses. Add lines 13 through 23

1,663.

1,663.

1,663.

25 Contributions, gifts, grants paid PART XV

165,885.

165,885.

26 Total expenses and disbursements. Add lines 24 and 25

167,548.

1,663.

1,663.

165,885.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

153,323.

b Net investment income (if negative enter 0)

3,767.

c Adjusted net income (if negative, enter 0)

5,987.

SCANNED JUL 05 2012

ADMINISTRATIVE AND OPERATING EXPENSES

8

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		9,033.	41,334.	41,334.
	2	Savings and temporary cash investments				
	3	Accounts receivable	629.			
		Less allowance for doubtful accounts		64.	629.	629.
	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 sch)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U S and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule)		71,717.	113,717.	120,217.
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)			28,456.	28,439.	
14	Land, buildings, and equipment, basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe SEE STATEMENT 4)		535,001.	585,000.	770,130.	
16	Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)		615,815.	769,136.	960,749.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & 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.	<input type="checkbox"/>			
	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				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		615,815.	769,136.	
	30	Total net assets or fund balances (see instructions)		615,815.	769,136.	
	31	Total liabilities and net assets/fund balances (see instructions)		615,815.	769,136.	

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	615,815.
2	Enter amount from Part I, line 27a	2	153,323.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	769,138.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 5	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	769,136.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 6				
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 (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-6,728.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		3	2,220.

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 (column (b) divided by column (c))
2010	67,218.	199,985.	0.336115
2009	68,848.	240,955.	0.285730
2008	50,661.	306,224.	0.165438
2007	91,655.	196,732.	0.465888
2006	51,504.	231,395.	0.222580

2 Total of line 1, column (d)	2	1.475751
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.295150
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	83,725.
5 Multiply line 4 by line 3	5	24,711.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	38.
7 Add lines 5 and 6	7	24,749.
8 Enter qualifying distributions from Part XII, line 4	8	165,885.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		1	38.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	38.
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	38.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		38.
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	11		
Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		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, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see 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 <u>N/A</u>	13	X	
14	The books are in care of <u>BILL MURSKI</u> Telephone no. <u>713-292-2300</u> Located at <u>5847 SAN FELIPE, SUITE 200 HOUSTON TX</u> ZIP + 4 <u>77057</u>			
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 <u>N/A</u>	15		N/A
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 <u></u>	16		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input checked="" type="checkbox"/>	1b	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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)	2b	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. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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 X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

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
MARGARET J. HALEY 7149 HILLGREEN DALLAS, TX 75214	TRUSTEE 0	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	0.

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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	
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see instructions)	1c	85,000.
d Total (add lines 1a, b, and c)	1d	85,000.
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	85,000.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,275.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	83,725.
6 Minimum investment return. Enter 5% of line 5	6	4,186.

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	4,186.
2a Tax on investment income for 2011 from Part VI, line 5	2a	38.	
b Income tax for 2011. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	38.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	4,148.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	4,148.
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	4,148.

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	165,885.
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	165,885.
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	38.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	165,847.

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				4,148.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	40,336.			
b From 2007	82,418.			
c From 2008	35,402.			
d From 2009	56,906.			
e From 2010	57,301.			
f Total of lines 3a through e	272,363.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 165,885.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2011 distributable amount				4,148.
e Remaining amount distributed out of corpus	161,737.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	434,100.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	40,336.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	393,764.			
10 Analysis of line 9				
a Excess from 2007	82,418.			
b Excess from 2008	35,402.			
c Excess from 2009	56,906.			
d Excess from 2010	57,301.			
e Excess from 2011	161,737.			

N/A

4942(1)(5)

(4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

MARGARET J. HALEY

NONE

a The name, address, and telephone number of the person to whom applications should be addressed.

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 7				
Total				165,885.
b Approved for future payment				
Total				

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

2011

Name of the organization

THE PLANETARY TRUST

Employer identification number

75-2567517

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

THE PLANETARY TRUST

75-2567517

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GARLAND EYE ASSOCIATES 1626 FOREST LANE GARLAND, TX 75042	\$ 50,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	GAIA VISION PARTNERS, LTD. 7149 HILLGREEN DRIVE DALLAS, TX 75214	\$ 110,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

THE PLANETARY TRUST

Employer identification number

75-2567517

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

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

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

THE PLANETARY TRUST

Employer identification number

75-2567517

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once See instructions)
 Use duplicate copies of Part III if additional space is needed

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BAA

2011

FEDERAL STATEMENTS

PAGE 1

THE PLANETARY TRUST

75-2567517

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 151.	\$ 151.	\$ 151.
TOTAL	\$ 151.	\$ 151.	\$ 151.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TOTAL	\$ 950.	\$ 950.	\$ 950.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMIN AND OTHER MISC EXPENSES	\$ 29.	\$ 29.	\$ 29.	
TOTAL	\$ 29.	\$ 29.	\$ 29.	\$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
CERES INC.	\$ 15,000.	\$ 15,000.
GUARDIAN LIFE INSURANCE POLICY	500,000.	685,130.
IVY REALTY TRUST NOTE	50,000.	50,000.
SUN FUELS INC.	20,000.	20,000.
TOTAL	\$ 585,000.	\$ 770,130.

THE PLANETARY TRUST

75-2567517

STATEMENT 5
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

ROUNDING

TOTAL \$ 2.
 \$ 2.

STATEMENT 6
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	130.000 SHARES VANGUARD EMERGING MKTS VIPERS	PURCHASED	5/19/2010	2/11/2011
2	11.000 SHARES ISHARES TRUST ISHARES BARCLAYS	SHORT TRE PURCHASED	2/11/2011	2/17/2011
3	22.000 SHARES ISHARES TRUST ISHARES BARCLAYS	SHRT TREA PURCHASED	2/11/2011	3/16/2011
4	22.000 SHARES ISHARES TRUST ISHARES BARCLAYS	SHRT TREA PURCHASED	2/11/2011	6/14/2011
5	19.000 SHARES ISHARES TR MSCI EAFE IDX	PURCHASED	2/17/2011	8/15/2011
6	39.000 SHARES ISHARES TR MISCL EAFE IDX	PURCHASED	6/14/2011	8/15/2011
7	117.000 SHARES APPLE COMPUTER INC.	PURCHASED	10/10/2011	10/11/2011
8	200.000 SHARES AMAZON COM INC.COM	PURCHASED	10/10/2011	10/11/2011
9	1079.726 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	1/24/2007	10/11/2011
10	16.516 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	3/05/2007	10/11/2011
11	7.580 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	6/04/2007	10/11/2011
12	6.974 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	9/10/2007	10/11/2011
13	5.698 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	12/20/2007	10/11/2011
14	63.542 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	12/20/2007	10/11/2011
15	6.678 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	3/10/2008	10/11/2011
16	6.514 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	6/09/2008	10/11/2011
17	7.312 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	9/08/2008	10/11/2011
18	9.807 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	12/19/2008	10/11/2011
19	12.393 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	3/09/2009	10/11/2011
20	7.225 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	6/08/2009	10/11/2011
21	6.785 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	9/04/2009	10/11/2011
22	6.523 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	12/24/2009	10/11/2011
23	6.107 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	3/08/2010	10/11/2011
24	6.476 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	6/14/2010	10/11/2011
25	6.267 SHARES AMERICAN INVESTMENT COMPANY OF AMERICA	PURCHASED	9/20/2010	10/11/2011

THE PLANETARY TRUST

75-2567517

STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
26	7.508 SHARES AMERICAN INVESTMENT COMPANY OF	AMERICA PURCHASED	12/27/2010	10/11/2011
27	5.514 SHARES AMERICAN INVESTMENT COMPANY OF	AMERICA PURCHASED	3/07/2011	10/11/2011
28	5.784 SHARES AMERICAN INVESTMENT COMPANY OF	AMERICA PURCHASED	6/10/2011	10/11/2011
29	6.222 SHARES AMERICAN INVESTMENT COMPANY OF	AMERICA PURCHASED	9/16/2011	10/11/2011
30	300.000 SHARES VIACOM INC NEW CL B	PURCHASED	10/10/2011	10/11/2011
31	140.000 SHARES DOLLAR TREE INC.	PURCHASED	10/28/2011	10/28/2011
32	430.000 SHARES FMC TECHS INC. COM	PURCHASED	10/28/2011	10/28/2011
33	200.000 SHARES PERRIGO COMPANY	PURCHASED	10/28/2011	10/28/2011
34	125.000 SHARES VANGUARD EMERGING MKTS VIPERS	PURCHASED	5/19/2010	12/14/2011
35	339.000 SHARES VANGUARD EMERGING MKTS VIPERS	PURCHASED	10/11/2011	12/14/2011

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	5,815.		4,935.	880.				\$ 880.
2	1,207.		1,214.	-7.				-7.
3	2,420.		2,427.	-7.				-7.
4	2,420.		2,427.	-7.				-7.
5	1,024.		1,177.	-153.				-153.
6	2,103.		2,359.	-256.				-256.
7	46,686.		44,960.	1,726.				1,726.
8	46,863.		46,556.	307.				307.
9	28,155.		36,561.	-8,406.				-8,406.
10	431.		543.	-112.				-112.
11	198.		274.	-76.				-76.
12	182.		245.	-63.				-63.
13	149.		185.	-36.				-36.
14	1,657.		2,064.	-407.				-407.
15	174.		197.	-23.				-23.
16	170.		199.	-29.				-29.
17	191.		202.	-11.				-11.
18	256.		201.	55.				55.
19	323.		207.	116.				116.
20	188.		159.	29.				29.
21	177.		159.	18.				18.
22	170.		170.	0.				0.
23	159.		159.	0.				0.
24	169.		159.	10.				10.
25	163.		160.	3.				3.
26	196.		211.	-15.				-15.
27	144.		161.	-17.				-17.
28	151.		162.	-11.				-11.
29	162.		164.	-2.				-2.
30	12,910.		12,713.	197.				197.
31	11,060.		11,058.	2.				2.
32	19,943.		20,396.	-453.				-453.
33	18,324.		17,985.	339.				339.
34	4,729.		4,745.	-16.				-16.
35	12,824.		13,127.	-303.				-303.

THE PLANETARY TRUST

75-2567517

STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J) TOTAL	(L) GAIN (LOSS) \$ -6,728.
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STATEMENT 7
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HIGH COUNTRY CITIZENS ALLIANCE 716 ELK AVENUE CRESTED BUTTE, CO 81224		PUBLIC CH	ENVIRONMENTAL	\$ 5,000.
DALLAS ARBORETUM 8617 GARLAND ROAD DALLAS, TX 75218		PUBLIC CH	ENVIRONMENTAL	2,000.
DALLAS OPERA 2403 FLORA STREET, SUITE 500 DALLAS, TX 75201		PUBLIC CH	COMMUNITY ARTS	5,000.
GIVE DIRECT 1100 LARKSPUR LANDING CIR, STE 340 LARKSPUR, CA 94939		PUBLIC CH	CHARITY	5,000.
KBUT FM RADIO 508 MAROON AVE. CRESTED BUTTE, CO 81224		PUBLIC CH	EDUCATIONAL	360.
DALLAS MUSEUM OF NATURAL SCIENCE 3535 GRAND AVENUE DALLAS, TX 75201		PUBLIC CH	ENVIRONMENTAL	3,500.
THE BIOMICRY INSTITUTE P.O. BOX 9216 MISSOULA, MT 59807		PUBLIC CH	EDUCATIONAL	2,500.
POST CARBON INSTITUTE 614 4TH STREET, STE 208 SANTA ROSA, CA 95404		PUBLIC CH	EDUCATIONAL	1,000.

THE PLANETARY TRUST

75-2567517

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CRESTED BUTTE MUSIC FESTIVAL 308 3RD STREET CRESTED BUTTE, CO 81224		PUBLIC CH	COMMUNITY PERFORMING ARTS	\$ 3,500.
THE LAND INSTITUTE 2440 E. WATER WELL ROAD SALINAS, KS 67401		PUBLIC CH	ECOLOGY	100.
ROCKY MOUNTAIN INSTITUTE 1820 FOLSOM STREET BOULDER, CO 80302		PUBLIC CH	ENVIRONMENTAL	2,000.
DEMOCRACY IN ACTION 1700 CONNECTICUT AVENUE, STE. 403 WASHINGTON, DC 20009		PUBLIC CH	NON PROFIT SUPPORT	1,000.
GLOBE AWARE 6500 E. MOCKINGBIRD DALLAS, TX 75214		PUBLIC CH	ENVIRONMENTAL	110,000.
SMU DEVELOPMENT FUND 6425 BOAZ DRIVE DALLAS, TX 75205		PUBLIC CH	EDUCATIONAL	15,250.
AMERICAN SOLAR ENERGY 4760 WALNUT STREET, SUITE 106 BOULDER, CO 80301		PUBLIC CH	EDUCATION & RESEARCH	100.
NATIONAL ALOPECIA AREATA 14 MITCHELL BOULEVARD SAN RAFAEL, CA 94903		PUBLIC CH	RESEARCH & EDUCATION	25.
ST. JOHN'S SCHOOL 848 HARTER ROAD DALLAS, TX 75218		PUBLIC CH	EDUCATION	1,000.
THE HOCKADAY SCHOOL 11600 WELCH ROAD DALLAS, TX 75229		PUBLIC CH	EDUCATION	100.
TRUST FOR PUBLIC LAND 101 MONTGOMERY STREET - SUITE 900 SAN FRANCISCO, CA 94104		PUBLIC CH	LAND CONSERVATION	500.
FARMERS MARKET 1010 S. PEARL EXPRESSWAY DALLAS, TX 75201		PUBLIC CH	MUNICIPALLY-OWNE D & OPERATED MARKET	40.

THE PLANETARY TRUST

75-2567517

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
KERA - NTPB 3000 HARRY HINES BOULEVARD DALLAS, TX 75201		PUBLIC CH	PUBLIC BROADCASTING	\$ 60.
PUBLIC COUNSEL OF THE ROCKIES BENEDICT BUILDING, 1280 UTE AVE. ASPEN, CO 81611		PUBLIC CH	PROVIDES LINKAGE TO PROTECT THE NATURAL AND HUMAN RESOURCES	2,000.
CRESTED BUTTE MOUNTAIN THEATRE 403 SECOND STREET, P. O. BOX 611 CRESTED BUTTE, CO 81224		PUBLIC CH	COMMUNITY PERFORMING ARTS	600.
JUVENILE DIABETES 26 BROADWAY NEW YORK, NY 10004		PUBLIC CH	RESEARCH FOR CURE	100.
ASSOCIATION FOR THE STUDY OF PEAK 300 NEW JERSEY AVENUE, SUITE 900 WASHINGTON, DC 20001		PUBLIC CH	INFORM AND EFFECT A TRANSITION FROM THE OIL AGE	5,000.
SLOW MONEY P. O. BOX 2231 BOULDER, CO 80306		PUBLIC CH	ENHANCE FOOD SECURITY, FOOD SAFETY AND FOOD ACCESS	150.
TOTAL \$				<u>165,885.</u>

Form **2848**

(Rev March 2012)

Department of the Treasury
Internal Revenue Service**Power of Attorney
and Declaration of Representative**

► Type or print. ► See the separate instructions.

OMB No 1545 0150

For IRS Use Only

Received by

Name

Telephone

Function

Date / /

Part I Power of Attorney**Caution:** A separate Form 2848 should be completed for each taxpayer. Form 2848 will not be honored for any purpose other than representation before the IRS.**1 Taxpayer information.** Taxpayer must sign and date this form on page 2, line 7

Taxpayer name and address

Identifying number

75-2567517

Daytime telephone number

214-823-1537

Plan number (if applicable)

THE PLANETARY TRUST
7149 HILLGREEN
DALLAS, TX 75214-1933

hereby appoints the following representative(s) as attorney(s)-in-fact

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address

DONNA K. FULFER
331 N 5TH ST STE 100
GARLAND, TX 75040-6363

Check if to be sent notices and communications

☒

CAF No. 7805-18508R

PTIN P01074501

Telephone No. 972-272-8567

Fax No. (972) 276-0698

Check if new Address ☐ Telephone No ☐ Fax No. ☐

Name and address

DEONNA FULFER OSBORN
331 N 5TH ST STE 100
GARLAND, TX 75040-6363

Check if to be sent notices and communications

☒

CAF No. 0308-58159R

PTIN

Telephone No. 972-272-8567

Fax No. (972) 276-0698

Check if new Address ☐ Telephone No ☐ Fax No. ☐

Name and address

CAF No

PTIN

Telephone No

Fax No

Check if new Address ☐ Telephone No ☐ Fax No. ☐

to represent the taxpayer before the Internal Revenue Service for the following matters.

3 Matters

Description of Matter (Income, Employment, Payroll, Excise, Estate, Gift, Whistleblower, Practitioner Discipline, PLR, FOIA, Civil Penalty, etc) (see instructions)	Tax Form Number (1040, 941, 720, etc) (if applicable)	Year(s) or Period(s) (if applicable) (see the instructions for line 3)

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4 **Specific Uses Not Recorded on CAF** ► ☐**5 Acts authorized.** Unless otherwise provided below, the representatives generally are authorized to receive and inspect confidential tax information and to perform any and all acts that I can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The representative(s), however, is (are) not authorized to receive or negotiate any amounts paid to the client in connection with this representation (including refunds by either electronic means or paper checks). Additionally, unless the appropriate box(es) below are checked, the representative(s) is (are) not authorized to execute a request for disclosure of tax returns or return information to a third party, substitute another representative or add additional representatives, or sign certain tax returns☐ Disclosure to third parties, ☐ Substitute or add representative(s), ☐ Signing a return, _____☐ Other acts authorized. _____

(see instructions for more information)

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. An enrolled actuary may only represent taxpayers to the extent provided in section 10 3(d) of Treasury Department Circular No. 230 (Circular 230). An enrolled retirement plan agent may only represent taxpayers to the extent provided in section 10 3(e) of Circular 230. A registered tax return preparer may only represent taxpayers to the extent provided in section 10 3(f) of Circular 230. See the line 5 instructions for restrictions on tax matters partners. In most cases, the student practitioner's (level k) authority is limited (for example, they may only practice under the supervision of another practitioner).

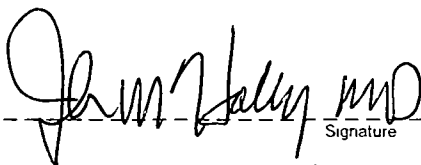
List any specific deletions to the acts otherwise authorized in this power of attorney _____

- 6 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here ☐

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

- 7 Signature of taxpayer.** If a tax matter concerns a year in which a joint return was filed, the husband and wife must each file a separate power of attorney even if the same representative(s) is (are) being appointed. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer

► **IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED TO THE TAXPAYER.**



Signature

Date

TRUSTEE

Title (if applicable)

MARGARET J. HALEY

Print Name

John M. Haley

Print Name

Print name of taxpayer from line 1 if other than individual

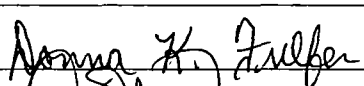
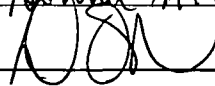
Part II Declaration of Representative

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service,
- I am aware of regulations contained in Circular 230 (31 CFR, Part 10), as amended, concerning practice before the Internal Revenue Service,
- I am authorized to represent the taxpayer identified in Part I for the matter(s) specified there, and
- I am one of the following.
 - a Attorney — a member in good standing of the bar of the highest court of the jurisdiction shown below
 - b Certified Public Accountant — duly qualified to practice as a certified public accountant in the jurisdiction shown below
 - c Enrolled Agent — enrolled as an agent under the requirements of Circular 230.
 - d Officer — a bona fide officer of the taxpayer's organization
 - e Full-Time Employee — a full-time employee of the taxpayer.
 - f Family Member — a member of the taxpayer's immediate family (for example, spouse, parent, child, grandparent, grandchild, step-parent, step-child, brother, or sister)
 - g Enrolled Actuary — enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U S C 1242 (the authority to practice before the Internal Revenue Service is limited by section 10 3(d) of Circular 230).
 - h Unenrolled Return Preparer — Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have signed the return. **See Notice 2011-6 and Special rules for registered tax return preparers and unenrolled return preparers in the instructions.**
 - i Registered Tax Return Preparer — registered as a tax return preparer under the requirements of section 10 4 of Circular 230. Your authority to practice before the Internal Revenue Service is limited. You must have been eligible to sign the return under examination and have signed the return. **See Notice 2011-6 and Special rules for registered tax return preparers and unenrolled return preparers in the instructions.**
 - k Student Attorney or CPA — receives permission to practice before the IRS by virtue of his/her status as a law, business or accounting student working in LITC or STCP under section 10.7(d) of Circular 230. See instructions for Part II for additional information and requirements.
 - r Enrolled Retirement Plan Agent — enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10 3(e))

► **IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. REPRESENTATIVES MUST SIGN IN THE ORDER LISTED IN LINE 2 ON PAGE 1. See the instructions for Part II**

Note: For designations d-f, enter your title, position, or relationship to the taxpayer in the 'Licensing jurisdiction' column. See the instructions for Part II for more information

Designation — Insert above letter (a - r)	Licensing jurisdiction (state) or other licensing authority (if applicable)	Bar, license, certification, registration, or enrollment number (if applicable). See instructions for Part II for more information.	Signature	Date
B	TEXAS			6-28-12
B	TEXAS			6.18.12