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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

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 HATTON W. SUMNERS FOUNDATION FOR THE STUDY & TEACHING OF SELF-GOVERNMENT, INC.		A Employer identification number 75-2734032
Number and street (or P O box number if mail is not delivered to street address) 325 N. ST. PAUL STREET, SUITE 3920	Room/suite	B Telephone number (see instructions) (214) 220-2128
City or town, state, and ZIP code DALLAS, TX 75201-3821		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 56,838,262.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	13,700.			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	100.	100.	100.	ATCH 1
	4 Dividends and interest from securities	1,262,357.	1,262,274.	1,262,274.	ATCH 2
	5a Gross rents	359,320.	359,320.	359,320.	
	b Net rental income or (loss)	110,719.			
	6a Net gain or (loss) from sale of assets not on line 10	178,524.			
	b Gross sales price for all assets on line 6a	4,831,465.			
	7 Capital gain net income (from Part IV, line 2)		178,524.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	1,935,851.	1,933,575.	1,933,575.	ATCH 3	
12 Total. Add lines 1 through 11	3,749,852.	3,733,793.	3,555,269.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	372,184.	141,355.	141,355.	230,829.
	14 Other employee salaries and wages	116,350.	58,175.	58,175.	58,175.
	15 Pension plans, employee benefits	87,093.	49,722.	49,722.	37,371.
	16a Legal fees (attach schedule) ATCH 4	10,052.	10,052.	10,052.	
	b Accounting fees (attach schedule) ATCH 5	19,178.	9,802.	9,802.	9,376.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) *	126,018.	69,394.	69,394.	9,207.
	19 Depreciation (attach schedule) and depletion	444,187.	444,187.	444,187.	
	20 Occupancy	50,886.	25,443.	25,443.	25,443.
	21 Travel, conferences, and meetings	121,150.	7,151.	7,151.	89,749.
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	600,821.	557,675.	557,675.	43,133.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,947,919.	1,372,956.	1,372,956.	503,283.
	25 Contributions, gifts, grants paid	2,130,450.			2,130,450.
26 Total expenses and disbursements. Add lines 24 and 25	4,078,369.	1,372,956.	1,372,956.	2,633,733.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-328,517.				
b Net investment income (if negative, enter -0-)		2,360,837.			
c Adjusted net income (if negative, enter -0-)			2,182,313.		

For Paperwork Reduction Act Notice, see instructions.

JSA ** ATCH 6 Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		281,262.	194,507.	194,507.
	2	Savings and temporary cash investments		1,201,851.	387,965.	387,965.
	3	Accounts receivable ▶ 20,776.				
		Less: allowance for doubtful accounts ▶		37,502.	20,776.	20,776.
	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 ATCH 8		14,226.	15,028.	15,028.
	10 a	Investments - U S and state government obligations (attach schedule), **		3,843,293.	3,804,841.	4,137,031.
	b	Investments - corporate stock (attach schedule) ATCH 10		13,651,159.	12,970,774.	20,554,034.
	c	Investments - corporate bonds (attach schedule) ATCH 11		1,138,511.	1,535,110.	1,581,360.
	11	Investments - land, buildings, and equipment basis ▶ 13,408,866.				
	Less: accumulated depreciation ▶ (attach schedule) 5,736,036.		8,110,391.	7,672,830.	9,005,364.	
12	Investments - mortgage loans		3,994,239.	3,293,247.	3,293,247.	
13	Investments - other (attach schedule) ATCH 12		12,726,893.	13,622,171.	14,105,000.	
14	Land, buildings, and equipment basis ▶ 3,999,012.					
	Less: accumulated depreciation ▶ (attach schedule) 131,630.		2,693,422.	3,867,382.	3,543,950.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		47,692,749.	47,384,631.	56,838,262.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue		108,699.	129,098.	ATCH 13
	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)		108,699.	129,098.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		47,584,050.	47,255,533.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		47,584,050.	47,255,533.		
31	Total liabilities and net assets/fund balances (see instructions)		47,692,749.	47,384,631.		

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	47,584,050.
2	Enter amount from Part I, line 27a	2	-328,517.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	47,255,533.
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	47,255,533.

**ATCH 9

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a SEE PART IV 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	178,524.
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	-33,469.

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	2,695,607.	55,513,929.	0.048557
2009	2,904,015.	53,341,933.	0.054442
2008	3,063,101.	63,324,674.	0.048371
2007	3,326,370.	68,939,891.	0.048250
2006	3,194,124.	66,682,908.	0.047900

2 Total of line 1, column (d)	2	0.247520
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	0.049504
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	58,207,876.
5 Multiply line 4 by line 3	5	2,881,523.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	23,608.
7 Add lines 5 and 6	7	2,905,131.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	2,633,733.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	47,217.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	47,217.
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	47,217.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	61,436.	
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	61,436.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,219.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 14,219. Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.HATTONSUMNERS.ORG	13	X	
14	The books are in care of HUGH C. AKIN Telephone no 214-220-2128 Located at 325 NORTH ST. PAUL, SUITE 3920 DALLAS, TX ZIP + 4 75201-3821			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		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?	☐ Yes ☒ No	
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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ 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)
- 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

5b

6b

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
ATTACHMENT 14		372,184.	22,275.	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
ATTACHMENT 15		116,350.	17,453.	0

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
ATTACHMENT 16		97,782.

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 NOT APPLICABLE	
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 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NOT APPLICABLE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	31,468,011.
b	Average of monthly cash balances	1b	1,231,466.
c	Fair market value of all other assets (see instructions)	1c	26,394,813.
d	Total (add lines 1a, b, and c)	1d	59,094,290.
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	59,094,290.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	886,414.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	58,207,876.
6	Minimum investment return. Enter 5% of line 5	6	2,910,394.

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	2,910,394.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	47,217.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	47,217.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,863,177.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,863,177.
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	2,863,177.

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	2,633,733.
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	2,633,733.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,633,733.

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				2,863,177.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,346,438.	
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 ▶ \$ 2,633,733.				
a Applied to 2010, but not more than line 2a			2,346,438.	
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				287,295.
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				2,575,882.
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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see 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 17

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

ATTACHMENT 18

c Any submission deadlines

ATTACHMENT 19

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

ATTACHMENT 20

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATTACHMENT 21				
Total			▶ 3a	2,130,450.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

JSA
1E1492 1 000

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				-7,980.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS				58,937.	
90,000.		90,000 - CITIGROUP, INC. DEBENTURE PROPERTY TYPE: SECURITIES 94,478.				-4,478.	01/18/2011
20,000.		20,000 - CITIGROUP, INC. DEBENTURE PROPERTY TYPE: SECURITIES 20,850.				-850.	01/18/2011
52,398.		55,000 - U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 52,422.				-24.	02/15/2011
10,636.		10,000 - KRAFT FOODS, INC. DEBENTURE PROPERTY TYPE: SECURITIES 10,660.				-24.	03/17/2011
52,806.		50,000 - U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 53,707.				-901.	03/17/2011
50,013.		50,000 - U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 46,658.				3,355.	03/10/2011
25,000.		25,000 - USD VODAFONE GROUP DEBENTURE PROPERTY TYPE: SECURITIES 26,033.				-1,033.	06/15/2011
52,604.		50,000 - GENERAL ELECTRIC CO. DEBENTURE PROPERTY TYPE: SECURITIES 52,218.				386.	09/06/2011
53,405.		50,000 - VERIZON DEBENTURE PROPERTY TYPE: SECURITIES 51,169.				2,236.	09/06/2011
128,525.		125,000 - U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 124,761.				3,764.	09/06/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
25,705.		25,000 - U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 26,973.				P	10/29/2009	09/06/2011 -1,268.
56,691.		50,000 - U.S. TREASURY NOTES PROPERTY TYPE: SECURITIES 49,074.				P	03/25/2010	10/21/2011 7,617.
30,713.		90,000 - F.N.M.A. DEBENTURE PROPERTY TYPE: SECURITIES 28,918.				P	08/22/2008	10/21/2011 1,795.
40,951.		120,000 - F.N.M.A. DEBENTURE PROPERTY TYPE: SECURITIES 39,482.				P	11/21/2008	10/21/2011 1,469.
102,655.		300,000 - F.N.M.A. DEBENTURE PROPERTY TYPE: SECURITIES 104,736.				P	09/13/2010	10/21/2011 -2,081.
53,376.		35,000 - U.S. TREASURY INFLATION BOND PROPERTY TYPE: SECURITIES 41,553.				P	02/03/2009	12/09/2011 11,823.
18,872.		370 SHARES - ACCENTURE PLC IRELAND PROPERTY TYPE: SECURITIES 14,030.				P	09/02/2010	03/24/2011 4,842.
14,410.		320 SHARES - ACCOR PROPERTY TYPE: SECURITIES 14,410.				P	03/24/2011	07/21/2011
2,041.		30 SHARES - ADECCO SA PROPERTY TYPE: SECURITIES 1,436.				P	06/30/2010	02/09/2011 605.
15,429.		290 SHARES - ANHEUSER BUSCH INBEV SA PROPERTY TYPE: SECURITIES 15,429.				P	08/12/2010	03/16/2011
9,287.		840 SHARES - BANCO SANTANDER S A PROPERTY TYPE: SECURITIES 9,287.				P	12/15/2010	11/17/2011
10,888.		1,130 SHARES - BRITISH LAND CO PLC PROPERTY TYPE: SECURITIES 10,747.				P	03/01/2011	07/27/2011 141.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,893.		70 SHARES - COCHLEAR PROPERTY TYPE: SECURITIES 5,614.				P	02/08/2011	10/17/2011 -1,721.
4,989.		230 SHARES - CRH PLC PROPERTY TYPE: SECURITIES 4,415.				P	08/16/2010	01/25/2011 574.
10,195.		470 SHARES - CRH PLC PROPERTY TYPE: SECURITIES 7,868.				P	09/10/2010	01/25/2011 2,327.
10,119.		480 SHARES - CRH PLC PROPERTY TYPE: SECURITIES 8,035.				P	09/10/2010	06/02/2011 2,084.
10,801.		530 SHARES - CRH PLC PROPERTY TYPE: SECURITIES 10,801.				P	07/27/2011	11/14/2011
1,372.		60 SHARES - CTRIP.COM INTERNATIONAL, LTD PROPERTY TYPE: SECURITIES 2,406.				P	02/16/2011	12/12/2011 -1,034.
24,994.		2,280 SHARES - ERICSSON(LM)TELEPHONE PROPERTY TYPE: SECURITIES 28,768.				P	03/25/2011	09/08/2011 -3,774.
11,771.		850 SHARES - LAND SECURITIES GROUP PLC PROPERTY TYPE: SECURITIES 10,627.				P	03/01/2011	07/19/2011 1,144.
1,714.		600 SHARES - MEDIASET SPA PROPERTY TYPE: SECURITIES 2,996.				P	06/14/2011	11/30/2011 -1,282.
829.		290 SHARES - MEDIASET SPA PROPERTY TYPE: SECURITIES 1,364.				P	07/22/2011	11/30/2011 -535.
2,661.		130 SHARES - QIAGEN NV PROPERTY TYPE: SECURITIES 2,554.				P	03/29/2011	05/16/2011 107.
16,845.		310 SHARES - RANDSTAD HOLDINGS PROPERTY TYPE: SECURITIES 13,913.				P	09/27/2010	01/26/2011 2,932.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,729.		200 SHARES - SHIN-ETSU CHEMICAL CO. PROPERTY TYPE: SECURITIES 11,648.				P	02/10/2011	09/09/2011 -1,919.
20,048.		900 SHARES - SUZUKI MOTOR CORP PROPERTY TYPE: SECURITIES 20,048.				P	05/26/2011	06/09/2011
13,291.		700 SHARES - TENCENT HOLDINGS LIMITED PROPERTY TYPE: SECURITIES 13,291.				P	10/03/2011	10/17/2011
3,734.		113,228.03 SHARES - THAILAND BHAT PROPERTY TYPE: SECURITIES 3,734.				P	09/14/2011	09/14/2011
12,219.		300 SHARES - TOYOTA MOTOR CORP PROPERTY TYPE: SECURITIES 12,219.				P	06/10/2011	06/23/2011
2,590.		50 SHARES - VISTAPRINT PROPERTY TYPE: SECURITIES 1,885.				P	10/21/2010	02/02/2011 705.
5,054.		180 SHARES - VISTAPRINT PROPERTY TYPE: SECURITIES 6,788.				P	10/21/2010	09/08/2011 -1,734.
7,238.		680 SHARES - YINGLI GREEN ENERGY HOLDING PROPERTY TYPE: SECURITIES 8,651.				P	03/26/2010	01/13/2011 -1,413.
3,684.		170 SHARES - ABB LTD PROPERTY TYPE: SECURITIES 3,390.				P	10/28/2009	01/05/2011 294.
10,017.		420 SHARES - ABB LTD PROPERTY TYPE: SECURITIES 8,375.				P	10/28/2009	03/24/2011 1,642.
14,541.		780 SHARES - ABB LTD PROPERTY TYPE: SECURITIES 15,553.				P	10/28/2009	12/02/2011 -1,012.
14,970.		220 SHARES - ADECCO SA PROPERTY TYPE: SECURITIES 11,380.				P	02/08/2010	02/09/2011 3,590.

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CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
7,447.		110 SHARES - ADIDAS AG PROPERTY TYPE: SECURITIES 5,250.				P	10/28/2009 2,197.	09/21/2011
4,557.		400 SHARES - ADVANTEST CORP PROPERTY TYPE: SECURITIES 9,201.				P	10/29/2009 -4,644.	10/18/2011
24,444.		4,200 SHARES - ALCATEL-LUCENT PROPERTY TYPE: SECURITIES 17,004.				P	10/28/2009 7,440.	04/01/2011
10,865.		1,870 SHARES - ALCATEL-LUCENT PROPERTY TYPE: SECURITIES 7,571.				P	10/28/2009 3,294.	07/01/2011
17,792.		130 SHARES - ALLIANZ AG HOLDINGS PROPERTY TYPE: SECURITIES 15,243.				P	10/28/2009 2,549.	07/08/2011
12,260.		130 SHARES - ALLIANZ AG HOLDINGS PROPERTY TYPE: SECURITIES 15,243.				P	10/28/2009 -2,983.	08/26/2011
16,901.		180 SHARES - BAYERISCHE MOTEREN WERKE PROPERTY TYPE: SECURITIES 7,313.				P	02/08/2010 9,588.	06/22/2011
3,734.		2,900 SHARES - BUMRUNGRAD HOSPITAL PROPERTY TYPE: SECURITIES 2,344.				P	10/29/2009 1,390.	09/09/2011
13,929.		400 SHARES - CALFRAC WELL SERVICES, LTD PROPERTY TYPE: SECURITIES 6,589.				P	10/28/2009 7,340.	02/22/2011
32,890.		860 SHARES - CALFRAC WELL SERVICES, LTD PROPERTY TYPE: SECURITIES 14,166.				P	10/28/2009 18,724.	07/19/2011
8,807.		120 SHARES - CANADIAN NATIONAL RAILWAY PROPERTY TYPE: SECURITIES 5,735.				P	10/28/2009 3,072.	04/08/2011
15,573.		280 SHARES - COCHLEAR PROPERTY TYPE: SECURITIES 17,040.				P	12/14/2009 -1,467.	10/17/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
19,425.		570 SHARES - COMPAGNIE GENERALE DE PROPERTY TYPE: SECURITIES 11,637.				P	10/28/2009 7,788.	04/20/2011
6,442.		130 SHARES - COVIDIEN PLC PROPERTY TYPE: SECURITIES 5,512.				P	10/28/2009 930.	02/10/2011
19,521.		380 SHARES - COVIDIEN PLC PROPERTY TYPE: SECURITIES 16,111.				P	10/28/2009 3,410.	03/17/2011
12,081.		160 SHARES - DANONE PROPERTY TYPE: SECURITIES 9,440.				P	02/18/2010 2,641.	07/08/2011
3,020.		40 SHARES - DANONE PROPERTY TYPE: SECURITIES 2,438.				P	04/19/2010 582.	07/08/2011
7,054.		210 SHARES - EMBRAER S A PROPERTY TYPE: SECURITIES 4,764.				P	10/28/2009 2,290.	02/02/2011
4,610.		140 SHARES - EMBRAER S A PROPERTY TYPE: SECURITIES 3,176.				P	10/28/2009 1,434.	03/30/2011
8,409.		270 SHARES - EMBRAER S A PROPERTY TYPE: SECURITIES 6,125.				P	10/28/2009 2,284.	07/01/2011
9,582.		220 SHARES - FIMALAC SA PROPERTY TYPE: SECURITIES 10,615.				P	10/28/2009 -1,033.	01/26/2011
10,756.		530 SHARES - GRUPO TELEVISA SA DE CV PROPERTY TYPE: SECURITIES 10,664.				P	10/28/2009 92.	12/02/2011
13,578.		240 SHARES - HENKEL AG & CO KGAA PROPERTY TYPE: SECURITIES 10,920.				P	10/28/2009 2,658.	12/16/2011
1,286.		450 SHARES - MEDIASET SPA PROPERTY TYPE: SECURITIES 2,572.				P	06/08/2010 -1,286.	11/30/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,286.		800 SHARES - MEDIASET SPA PROPERTY TYPE: SECURITIES 4,848.				P	07/14/2010	11/30/2011 -2,562.
4,285.		360 SHARES - NORBORD, INC. PROPERTY TYPE: SECURITIES 6,502.				P	03/01/2010	06/23/2011 -2,217.
8,385.		950 SHARES - REED ELSEVIER PLC PROPERTY TYPE: SECURITIES 7,925.				P	01/14/2010	04/04/2011 460.
10,382.		200 SHARES - SANKYO CO, LTD. PROPERTY TYPE: SECURITIES 11,511.				P	10/29/2009	06/02/2011 -1,129.
15,728.		400 SHARES - SANTEN PHARMACEUTICAL CO. PROPERTY TYPE: SECURITIES 13,218.				P	06/09/2010	06/28/2011 2,510.
14,580.		250 SHARES - SAP AG SPONSORED ADR PROPERTY TYPE: SECURITIES 11,756.				P	10/28/2009	03/21/2011 2,824.
12,642.		140 SHARES - SCHLUMBERGER, LTD. PROPERTY TYPE: SECURITIES 9,435.				P	11/17/2009	04/08/2011 3,207.
21,525.		150 SHARES - SIEMENS AG PROPERTY TYPE: SECURITIES 14,066.				P	10/28/2009	05/03/2011 7,459.
24,124.		1,530 SHARES - SK TELECOM CO., LTD. PROPERTY TYPE: SECURITIES 25,782.				P	10/28/2009	08/18/2011 -1,658.
12,608.		700 SHARES - SQUARE ENIX HOLDINGS CO. PROPERTY TYPE: SECURITIES 17,782.				P	10/29/2009	02/10/2011 -5,174.
1,643.		10 SHARES - STRAUMANN HOLDINGS AG PROPERTY TYPE: SECURITIES 2,624.				P	10/28/2009	09/19/2011 -981.
4,332.		25 SHARES - STRAUMANN HOLDINGS AG PROPERTY TYPE: SECURITIES 6,560.				P	10/28/2009	12/07/2011 -2,228.

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
13,901.		590 SHARES - TALISMAN ENERGY, INC. PROPERTY TYPE: SECURITIES 10,474.				P	10/28/2009 3,427.	04/13/2011
6,369.		100 SHARES - TOKYO ELECTRON, LTD. PROPERTY TYPE: SECURITIES 5,649.				P	10/29/2009 720.	03/03/2011
25,521.		1,130 SHARES - TRICAN WELL SERVICE, LTD. PROPERTY TYPE: SECURITIES 13,417.				P	10/28/2009 12,104.	03/24/2011
19,899.		870 SHARES - TRICAN WELL SERVICE, LTD. PROPERTY TYPE: SECURITIES 10,330.				P	10/28/2009 9,569.	05/16/2011
19,140.		580 SHARES - UNILEVER PLC PROPERTY TYPE: SECURITIES 17,250.				P	10/28/2009 1,890.	11/02/2011
26,202.		670 SHARES - WILLIS GROUP HOLDINGS PLC PROPERTY TYPE: SECURITIES 17,723.				P	10/28/2009 8,479.	03/18/2011
210,232.		7,500 SHARES - SYSCO CORP. PROPERTY TYPE: SECURITIES 266,780.				P	11/22/2004 -56,548.	03/22/2011
72,428.		1,800 SHARES - MICROCHIP TECHNOLOGY INC. PROPERTY TYPE: SECURITIES 66,222.				P	02/27/1970 6,206.	05/19/2011
80,476.		2,000 SHARES - MICROCHIP TECHNOLOGY INC. PROPERTY TYPE: SECURITIES 73,400.				P	10/05/2007 7,076.	05/19/2011
27,322.		1,100 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 26,192.				P	02/28/2003 1,130.	05/19/2011
1,242.		50 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 1,197.				P	02/28/2003 45.	05/19/2011
18,629.		750 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 17,851.				P	02/28/2003 778.	05/19/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,968.		200 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 4,760.				P	02/28/2003 208.	05/19/2011
72,032.		2,900 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 85,298.				P	09/22/2003 -13,266.	05/19/2011
52,944.		500 SHARES - ESTEE LAUDER COMPANIES PROPERTY TYPE: SECURITIES 19,811.				P	05/31/2005 33,133.	06/29/2011
180,618.		7,100 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 208,833.				P	09/22/2003 -28,215.	06/29/2011
127,195.		5,000 SHARES - MICROSOFT CORP. PROPERTY TYPE: SECURITIES 143,855.				P	10/14/2003 -16,660.	06/29/2011
36,876.		300 SHARES - NOVO NORDISK PROPERTY TYPE: SECURITIES 20,421.				P	03/17/2008 16,455.	06/29/2011
69,907.		1,000 SHARES - PEPSICO, INC. PROPERTY TYPE: SECURITIES 11,358.				P	10/15/1990 58,549.	06/29/2011
76,585.		1,500 SHARES - ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 14,191.				P	02/22/1990 62,394.	08/25/2011
25,528.		500 SHARES - ABBOTT LABORATORIES PROPERTY TYPE: SECURITIES 7,314.				P	02/20/1992 18,214.	08/25/2011
26,330.		1,700 SHARES - CISCO SYSTEMS, INC. PROPERTY TYPE: SECURITIES 41,128.				P	01/31/2008 -14,798.	08/25/2011
20,134.		1,300 SHARES - CISCO SYSTEMS, INC. PROPERTY TYPE: SECURITIES 30,863.				P	02/25/2008 -10,729.	08/25/2011
134,632.		8,000 SHARES - NEWS CORPORATION PROPERTY TYPE: SECURITIES 137,202.				P	02/01/2005 -2,570.	08/25/2011

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Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
80,501.		4,900 SHARES - CISCO SYSTEMS, INC. PROPERTY TYPE: SECURITIES 116,330.				P	02/25/2008 -35,829.	09/15/2011
13,143.		800 SHARES - CISCO SYSTEMS, INC. PROPERTY TYPE: SECURITIES 18,992.				P	02/25/2008 -5,849.	09/15/2011
64,214.		1,000 SHARES - JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 10,663.				P	02/18/1993 53,551.	09/15/2011
49,057.		1,000 SHARES - PRUDENTIAL FINANCIAL INC. PROPERTY TYPE: SECURITIES 91,895.				P	07/26/2007 -42,838.	09/15/2011
68,680.		1,400 SHARES - PRUDENTIAL FINANCIAL INC. PROPERTY TYPE: SECURITIES 140,145.				P	10/05/2007 -71,465.	09/15/2011
124,233.		2,000 SHARES - PEPSICO, INC. PROPERTY TYPE: SECURITIES 22,715.				P	10/15/1990 101,518.	09/15/2011
33,935.		1,300 SHARES - MADISON SQUARE GARDEN PROPERTY TYPE: SECURITIES 25,570.				P	02/26/2010 8,365.	02/10/2011
39,520.		3,100 SHARES - KOREA ELECTRIC POWER PROPERTY TYPE: SECURITIES 50,032.				P	02/26/2010 -10,512.	02/09/2011
68,419.		2,300 SHARES - WILLIAMS COMPANIES, INC. PROPERTY TYPE: SECURITIES 49,769.				P	02/26/2010 18,650.	02/17/2011
5,362.		626 SHARES - CEMEX S A B DE C V PROPERTY TYPE: SECURITIES 6,025.				P	05/21/2010 -663.	04/27/2011
4,847.		400 SHARES - GENWORTH FINANCIAL, INC. PROPERTY TYPE: SECURITIES 6,407.				P	02/26/2010 -1,560.	04/27/2011
19,051.		800 SHARES - XL GROUP PLC PROPERTY TYPE: SECURITIES 14,679.				P	02/26/2010 4,372.	04/27/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
28,821.		3,700 SHARES - CEMEX S A B D E C V PROPERTY TYPE: SECURITIES 35,613.				P	05/21/2010 -6,792.	07/21/2011
29,033.		1,400 SHARES - XL GROUP PLC PROPERTY TYPE: SECURITIES 25,689.				P	02/26/2010 3,344.	07/28/2011
21,060.		2,700 SHARES - GENWORTH FINANCIAL, INC. PROPERTY TYPE: SECURITIES 43,249.				P	02/26/2010 -22,189.	07/29/2011
58,122.		3,100 SHARES - WESTERN UNION CO. PROPERTY TYPE: SECURITIES 49,383.				P	02/26/2010 8,739.	08/02/2011
40,397.		2,900 SHARES - PHARMERICA CORPORATION PROPERTY TYPE: SECURITIES 49,852.				P	02/26/2010 -9,455.	08/23/2011
26,007.		3,900 SHARES - DELTA AIR LINES, INC. PROPERTY TYPE: SECURITIES 51,090.				P	02/26/2010 -25,083.	08/26/2011
31,594.		10,000 SHARES - SPRINT NEXTEL CORP. PROPERTY TYPE: SECURITIES 46,301.				P	02/10/2011 -14,707.	08/26/2011
34,473.		2,700 SHARES - YAHOO, INC. PROPERTY TYPE: SECURITIES 44,740.				P	03/24/2011 -10,267.	08/26/2011
49,116.		1,100 SHARES - ANGLOGOLD ASHANTI, LTD. PROPERTY TYPE: SECURITIES 40,083.				P	02/26/2010 9,033.	08/30/2011
38,509.		1,000 SHARES - BP P L C PROPERTY TYPE: SECURITIES 45,172.				P	03/11/2011 -6,663.	08/30/2011
11,553.		300 SHARES - BP P L C PROPERTY TYPE: SECURITIES 12,301.				P	08/05/2011 -748.	08/30/2011
19,339.		2,400 SHARES - BANK OF AMERICA CORP. PROPERTY TYPE: SECURITIES 40,488.				P	02/26/2010 -21,149.	08/30/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
50,238.		2,000 SHARES - CAREFUSION CORP. PROPERTY TYPE: SECURITIES 50,960.				P	02/26/2010 -722.	08/30/2011
44,891.		1,470 SHARES - CITIGROUP, INC. PROPERTY TYPE: SECURITIES 51,302.				P	02/26/2010 -6,411.	08/30/2011
46,152.		700 SHARES - DEVON ENERGY CORPORATION PROPERTY TYPE: SECURITIES 48,241.				P	02/26/2010 -2,089.	08/30/2011
49,008.		3,100 SHARES - GENERAL ELECTRIC CO. PROPERTY TYPE: SECURITIES 50,220.				P	02/26/2010 -1,212.	08/30/2011
27,169.		600 SHARES - ITT CORPORATION PROPERTY TYPE: COMMON TRUST FUND 34,095.				P	05/23/2011 -6,926.	08/30/2011
18,113.		400 SHARES - ITT CORPORATION PROPERTY TYPE: SECURITIES 19,431.				P	08/05/2011 -1,318.	08/30/2011
19,239.		800 SHARES - MADISON SQUARE GARDEN CO. PROPERTY TYPE: SECURITIES 15,736.				P	02/26/2010 3,503.	08/30/2011
45,328.		1,100 SHARES - MOTOROLA SOLUTIONS, INC. PROPERTY TYPE: SECURITIES 46,201.				P	08/05/2011 -873.	08/30/2011
47,903.		2,400 SHARES - MYLAN, INC. PROPERTY TYPE: SECURITIES 51,552.				P	02/26/2010 -3,649.	08/30/2011
62,076.		1,000 SHARES - NEWMONT MINING CORP. PROPERTY TYPE: SECURITIES 49,249.				P	02/26/2010 12,827.	08/30/2011
43,453.		700 SHARES - NEWMONT MINING CORP. PROPERTY TYPE: SECURITIES 38,804.				P	08/05/2011 4,649.	08/30/2011
35,432.		1,200 SHARES - PLAINS EXPLORATION PROPERTY TYPE: SECURITIES 43,366.				P	04/27/2011 -7,934.	08/30/2011

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
41,339.		1,200 SHARES - QEP RESOURCES, INC. PROPERTY TYPE: SECURITIES 37,972.				P	08/31/2010	08/30/2011 3,367.
42,459.		2,600 SHARES - TEXTRON, INC. PROPERTY TYPE: SECURITIES 52,104.				P	02/26/2010	08/30/2011 -9,645.
22,688.		4,571.93 SHARES - GLOBAL G. T., LTD. PROPERTY TYPE: SECURITIES 16,163.				P	09/30/2009	02/28/2011 6,525.
112.		FRACTIONAL SHARE - BUMRUNGRAD HOSPITAL PROPERTY TYPE: SECURITIES				P	10/29/2009	09/09/2011 112.
320,243.		300,000 - PARTICIPATING MORTGAGE PROPERTY TYPE: SECURITIES 300,000.				P	08/13/2004	02/25/2011 20,243.
5,383.		300 SHARES - TV FRANCAISE PROPERTY TYPE: SECURITIES 4,807.				P	10/28/2009	07/07/2011 576.
TOTAL GAIN(LOSS)							<u>178,524.</u>	

RENT AND ROYALTY INCOME

[illegible]

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

RENTAL INCOME	299,786.
CAM, ELECTRICITY AND PROPERTY TAX RECOVERY	50,173.
OTHER INCOME	621.
	<u>350,580.</u>

OTHER DEDUCTIONS

ADVERTISING	764.
CLEANING	23,795.
INSURANCE	9,979.
LEGAL AND OTHER PROFESSIONAL FEES	2,541.
MANAGEMENT FEES	14,698.
REPAIRS	23,318.
TAXES	21,791.
UTILITIES	69,175.
PAYROLL EXPENSE	18,528.
PAYROLL TAX EXPENSE	1,933.
OFFICE EXPENSE	11,336.
SECURITY EXPENSE	22,332.
	<u>220,190.</u>

Taxpayer's Name HATTON W. SUMNERS FOUNDATION FOR	Identifying Number 75-2734032
--	---

TARRANT COUNTY PROPERTY

	Yes		No	Did you actively participate in the operation of the activity during the tax year?
--	-----	--	----	--

REAL RENTAL INCOME

OTHER INCOME:

8,740.

TOTAL GROSS INCOME

8,740.

OTHER EXPENSES:

DEPRECIATION (SHOWN BELOW)

LESS: Beneficiary's Portion

AMORTIZATION

LESS: Beneficiary's Portion

DEPLETION

LESS: Beneficiary's Portion**TOTAL EXPENSES****TOTAL RENT OR ROYALTY INCOME (LOSS)**

8,740.

Less Amount to

Rent or Royalty

Depreciation

Depletion

Investment Interest Expense

Other Expenses

Net Income (Loss) to Others**Net Rent or Royalty Income (Loss)**

8,740.

Deductible Rental Loss (if Applicable)**SCHEDULE FOR DEPRECIATION CLAIMED**[illegible]

HATTON W. SUMNERS FOUNDATION FOR

75-2734032

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

8,740.

RENT AND ROYALTY INCOME

Taxpayer's Name		Identifying Number	
HATTON W. SUMNERS FOUNDATION FOR		75-2734032	
DESCRIPTION OF PROPERTY			
TIDELANDS ROYALTY TRUST B			
☐	Yes	☐	No
Did you actively participate in the operation of the activity during the tax year?			

TYPE OF PROPERTY:

OTHER INCOME:			
		20,617.	
OIL AND GAS ROYALTY INCOME			
TOTAL GROSS INCOME			20,617.
OTHER EXPENSES:			
DEPRECIATION (SHOWN BELOW)			
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			
TOTAL RENT OR ROYALTY INCOME (LOSS)			20,617.

Less Amount to

Rent or Royalty	_____
Depreciation	_____
Depletion	_____
Investment Interest Expense	_____
Other Expenses	_____
Net Income (Loss) to Others	_____
Net Rent or Royalty Income (Loss)	20,617.

Deductible Rental Loss (if Applicable)

SCHEDULE FOR DEPRECIATION CLAIMED

[illegible]

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

OIL AND GAS ROYALTY INCOME

20,617.
20,617.

RENT AND ROYALTY INCOME

[illegible]

HATTON W. SUMNERS FOUNDATION FOR

75-2734032

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

OIL AND GAS ROYALTY INCOME

1,769,290.

1,769,290.

RENT AND ROYALTY SUMMARY

<u>PROPERTY</u>	<u>TOTAL INCOME</u>	<u>DEPLETION/ DEPRECIATION</u>	<u>OTHER EXPENSES</u>	<u>ALLOWABLE NET INCOME</u>
HSF VICEROY, LLC	350,580.	28,411.	220,190.	101,979.
TIDELANDS ROYALTY	20,617.			20,617.
OIL & GAS ROYALTIES	1,769,290.			1,769,290.
TARRANT COUNTY	8,740.			8,740.
TOTALS	<u>2,149,227.</u>	<u>28,411.</u>	<u>220,190.</u>	<u>1,900,626.</u>

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
CROCKETT NATIONAL BANK - NOW ACCOUNT	100.	100.	100.
TOTAL	<u>100.</u>	<u>100.</u>	<u>100.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
TEXAS CAPITAL BANK, N.A.	89.	89.	89.
MERRILL LYNCH - INTEREST	228,405.	228,405.	228,405.
LESS PURCHASED INTEREST	-7,438.	-7,438.	-7,438.
PLUS ACCRETION OF BOND DISCOUNTS	5,793.	5,793.	5,793.
J.P. MORGAN CHASE - DIVIDENDS	490,124.	490,124.	490,124.
J.P. MORGAN CHASE - DIVIDENDS	4,338.	4,338.	4,338.
MERRILL LYNCH - INTEREST	1,760.	1,760.	1,760.
TIDELANDS ROYALTY TRUST B - DIVIDENDS	992.	992.	992.
MERRILL LYNCH - DIVIDENDS	78.	78.	78.
GRAHAM MORTGAGE CORPORATION - INTEREST	304,381.	304,381.	304,381.
J.P. MORGAN CHASE - DIVIDENDS	40,577.	40,577.	40,577.
J.P. MORGAN CHASE - EXEMPT INTEREST	23.		
J.P. MORGAN CHASE - EXEMPT INTEREST	21.		
J.P. MORGAN CHASE - EXEMPT INTEREST	39.		
J.P. MORGAN CHASE - EXEMPT INTEREST	10.	10.	10.
NO DEBT REAL ESTATE INVESTMENT			
FUND II-P, LLC:			
INTEREST	1.	1.	1.
NO DEBT REAL ESTATE INVESTMENT			
FUND III-P, LLC:			
INTEREST	2.	2.	2.
ML-WP TRUST IV:			
INTEREST	2,081.	2,081.	2,081.
DIVIDENDS	23,784.	23,784.	23,784.
ML-WELSH, CARSON, ANDERSON & STOWE TRUST			
INTEREST	2,068.	2,068.	2,068.
DIVIDENDS	4,920.	4,920.	4,920.
J.P. MORGAN SECURITIES - DIVIDENDS	40,854.	40,854.	40,854.
J.P. MORGAN SECURITIES - PAYMENTS			
IN-LIEU OF DIVIDENDS	1,906.	1,906.	1,906.
BARING FOCUSED INTERNATIONAL EQUITY FD:			
DIVIDENDS	47,248.	47,248.	47,248.

ATTACHMENT 2 (CONT'D)FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
HSF VICEROY, LLC	17.	17.	17.
GLOBAL CONSERVATIVE ENERGY, LLC	388.	388.	388.
MUNDER TALF FUND, LLC - DIVIDENDS	49,000.	49,000.	49,000.
BLACKWELL & HAAG, P.C.	7,626.	7,626.	7,626.
ANGLO-SUISSE OFFSHORE PARTNERS, LLC	13,255.	13,255.	13,255.
KAYNE ANDERSON REAL ESTATE PARTNERS II QP, LP	15.	15.	15.
TOTAL	<u>1,262,357.</u>	<u>1,262,274.</u>	<u>1,262,274.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ROYALTY INCOME	1,789,907.	1,789,907.	1,789,907.
NO DEBT REAL ESTATE INVESTMENT FUND II-P, LLC	7,894.	5,618.	5,618.
NO DEBT REAL ESTATE INVESTMENT FUND III-P, LLC	40,092.	40,092.	40,092.
ML - WELSH, CARSON, ANDERSON & STOWE TRUST	11,679.	11,679.	11,679.
BLACKWELL & HAAG, P.C. - OIL AND GAS ROYALTY LITIGATION SETTLEMENT	86,279.	86,279.	86,279.
TOTALS	<u>1,935,851.</u>	<u>1,933,575.</u>	<u>1,933,575.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX ADVICE EXPENSE	3,318.	3,318.	3,318.	
OTHER LEGAL FEES	6,734.	6,734.	6,734.	
TOTALS	<u>10,052.</u>	<u>10,052.</u>	<u>10,052.</u>	

ATTACHMENT 5FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX AND INFORMATION RETURN				
PREPARATION EXPENSE	4,600.	2,300.	2,300.	2,300.
AUDIT EXPENSE	13,700.	6,850.	6,850.	6,850.
ACCOUNTING EXPENSE	878.	652.	652.	226.
TOTALS	<u>19,178.</u>	<u>9,802.</u>	<u>9,802.</u>	<u>9,376.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	17,656.	8,828.	8,828.	8,828.
FOREIGN INCOME TAX	26,122.	26,122.	26,122.	
ADVALOREM TAXES - REAL ESTATE	6,822.	6,822.	6,822.	
ADVALOREM TAXES - ROYALTIES	27,242.	27,242.	27,242.	
PERSONAL PROPERTY TAXES	759.	380.	380.	379.
EXCISE TAX	47,417.			
TOTALS	<u>126,018.</u>	<u>69,394.</u>	<u>69,394.</u>	<u>9,207.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
OIL AND GAS ROYALTY EXPENSES	2,417.	2,417.	2,417.	
HSF VICEROY LLC RENTAL EXPENSE	248,601.	248,601.	248,601.	
LAND INVESTMENT EXPENSES	10,269.	10,269.	10,269.	
INVESTMENT FEES	209,256.	209,256.	209,256.	
PARTICIPATING MORTGAGE				
INVESTMENT FEES AND EXPENSE	-10,916.	-10,916.	-10,916.	
PROPERTY & LIABILITY INSURANCE	11,778.	5,889.	5,889.	5,889.
PROFESSIONAL LIABILITY				
INSURANCE	16,850.	5,055.	5,055.	11,795.
DUES AND SUBSCRIPTIONS EXPENSE	3,619.	2,584.	2,584.	1,035.
MISCELLANEOUS EXPENSE	2,542.	1,859.	1,859.	683.
NEWSLETTER EXPENSE	9,117.			9,117.
OFFICE SUPPLIES EXPENSE	5,502.	2,485.	2,485.	3,017.
POSTAGE EXPENSE	2,471.	929.	929.	1,542.
REPAIRS & MAINTENANCE EXPENSE	3,244.	1,842.	1,842.	1,402.
TELEPHONE EXPENSE	9,055.	4,536.	4,536.	4,519.
PRINTING	1,878.	419.	419.	1,459.
PARKING, BUS, & TOLL EXPENSE	5,800.	3,125.	3,125.	2,675.
ML - WP TRUST IV	20,498.	20,498.	20,498.	
ML - WELSH, CARSON, ANDERSON & STOWE TRUST	15,751.	15,751.	15,751.	
NO DEBT REAL ESTATE INVESTMENT				
FUND III-P, LLC	760.	760.	760.	
NO DEBT REAL ESTATE INVESTMENT				
FUND II-P, LLC	609.	609.	609.	
BARING FOCUSED INTERNATIONAL				
EQUITY FUND, LLC	949.	949.	949.	
GLOBAL CONSERVATIVE STRATEGY, LLC				
BARING FOCUSED INTERNATIONAL	10,298.	10,298.	10,298.	
EQUITY FUND, LLC:				
SECTION 988 I.R.C. LOSSES	1,830.	1,830.	1,830.	

ATTACHMENT 7 (CONT'D)FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MISCELLANEOUS EXPENSE	7.			
ML-WP TRUST IV:				
FOREIGN INCOME LOSS	208.	208.	208.	
MISCELLANEOUS EXPENSE	4.			
CAPITAL ROYALTY PARTNERS II (CAYMAN) LP:				
MISCELLANEOUS EXPENSE	17,968.	17,966.	17,966.	
KAYNE ANDERSON REAL ESTATE PARTNERS II QP, LP:				
MISCELLANEOUS EXPENSE	456.	456.	456.	
TOTALS	600,821.	557,675.	557,675.	43,133.

ATTACHMENT 8

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID FEDERAL EXCISE TAX	15,028.	15,028.
TOTALS	<u>15,028.</u>	<u>15,028.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>ATTACHMENT 9</u>	
	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 23	3,804,841.	4,137,031.
US OBLIGATIONS TOTAL	<u>3,804,841.</u>	<u>4,137,031.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 10

DESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
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SEE ATTACHMENT 24

	12,970,774.	20,554,034.
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TOTALS

<u>12,970,774.</u>	<u>20,554,034.</u>
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ATTACHMENT 11

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 23	1,535,110.	1,581,360.
TOTALS	<u>1,535,110.</u>	<u>1,581,360.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 12

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ENRON CAPITAL RESOURCES, L.P.	381,555.	300.
GLOBAL GT, LTD.		
GLOBAL UNDERVALUED SECURITIES FUND, LTD.	762,415.	1,270,807.
NO DEBT REAL ESTATE INVESTMENT FUND II-P, LLC	1,056,656.	1,030,189.
ML - WP TRUST IV	686,281.	906,000.
BACELINE NO DEBT REAL ESTATE INVESTMENT FUND III, LLC	927,760.	896,926.
K-18 ML WELSH CARSON ANDERSON & STOWE TRUST	768,576.	890,000.
RCP OFFSHORE FUND, LTD.	1,000,000.	777,094.
BARING FOCUSED INTERNATIONAL EQUITY FUND, LLC	1,613,261.	1,586,407.
MUNDER TALE OFFSHORE FUND LTD.	407,000.	433,000.
PAULSON CREDIT OPPORTUNITIES	1,000,000.	1,155,816.
HSF VICEROY, LLC	1,092,628.	1,012,593.
DIAMOND HILL FUND	2,953,820.	3,133,875.
GLOBAL CONSERVATIVE ENERGY, LLC	50,037.	50,037.
CAPITAL ROYALTY PARTNERS II LP	242,623.	306,648.
KAYNE ANDERSON REAL ESTATE PARTNERS II, QP, LP	679,559.	655,308.
TOTALS	<u>13,622,171.</u>	<u>14,105,000.</u>

ATTACHMENT 13FORM 990PF, PART II - DEFERRED REVENUE

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
DEFERRED REVENUE	129,098.
TOTALS	<u>129,098.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
HUGH CLARK AKIN HATTON W. SUMMERS FOUNDATION 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	EXECUTIVE DIRECTOR 40.00	148,500.	22,275. 0
GORDON R. CARPENTER 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	ASSISTANT SECRETARY 2.00	15,114.	0 0
WILLIAM C. PANNELL 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	SECRETARY 2.00	11,875.	0 0
DAVID B. LONG 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	TRUSTEE 3.00	20,000.	0 0
DAVID G. DRUMM 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	CHAIRMAN 3.00	30,000.	0 0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 14 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
CHARLES L. MOORE 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	VICE CHAIRMAN 3.00	25,338.	0
JERRY D. REIS 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	TREASURER 3.00	23,550.	0
LON R. WILLIAMS, JR. 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	TRUSTEE 3.00	20,000.	0
WILLIAM W. MEADOWS 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	TRUSTEE 3.00	19,213.	0
JEAN CHRISTINE THOMPSON 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	ASSISTANT TREASURER 3.00	18,594.	0
WILLIAM DALE CRANE 325 N. ST. PAUL STREET, SUITE 3920 DALLAS, TX 75201-3821	TRUSTEE 4.00	20,000.	0

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

ATTACHMENT 14 (CONT'D)

CONTRIBUTIONS
TO EMPLOYEE
BENEFIT PLANS

COMPENSATION

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

0

0

20,000.

TRUSTEE

4.00

SCOTT M. HIGGINBOTHAM
325 N. ST. PAUL STREET, SUITE 3920
DALLAS, TX 75201-3821

22,275.

372,184.

GRAND TOTALS

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 15

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
EVE CARROLL 325 N. ST. PAUL STREET SUITE 3920 DALLAS, TX 75201-3821	ACCOUNTING MANAGER	66,500.	9,975. 0
WENDY WERNER 325 N. ST. PAUL STREET SUITE 3920 DALLAS, TX 75201-3821	EXECUTIVE ASSISTANT	49,850.	7,478. 0
	TOTAL COMPENSATION	<u>116,350.</u>	<u>17,453.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 16

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
FAYEZ SAROFIM & CO. TWO HOUSTON CENTER, SUITE 2907 HOUSTON, TX 77010	INVESTMENT MANAGER	97,782.
TOTAL COMPENSATION		<u>97,782.</u>

ATTACHMENT 17

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

HUGH C. AKIN
325 N. ST. PAUL STREET, SUITE 3920
DALLAS, TX 75201-3821
214-220-2128

ATTACHMENT 18

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

LETTER, RESUME OF ORGANIZATION OR PERSON AND OTHER SUPPORTING MATERIAL.

990PF, PART XV - SUBMISSION DEADLINES

SCHOLARSHIP PROGRAM DEADLINES CONTROLLED BY THE VARIOUS
UNIVERSITIES ADMINISTERING THE PROGRAMS.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AWARDS ARE LIMITED TO THE STUDY AND TEACHING OF THE
SCIENCE OF SELF-GOVERNMENT.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOWARD PAYNE UNIVERSITY HPU STATION, BOX 831 BROWNWOOD, TX 76801-2794	NONE		SCHOLARSHIP DEVELOPMENT PROGRAM	9,000
HUSTON-TILLOTSON COLLEGE 900 CHICON STREET AUSTIN, TX 78702-2795	NONE		SUMMERS SCHOLARSHIPS	67,000
SCHREINER UNIVERSITY 2100 MEMORIAL BLVD. KERRVILLE, TX 78028-5697	NONE		SCHOLARSHIP DEVELOPMENT PROGRAM	8,000.
SMU SCHOOL OF LAW P. O. BOX 750110 DALLAS, TX 75275-0110	NONE		PARTIAL TUITION GRANTS	46,250.
UNIVERSITY OF NORTH TEXAS FOUNDATION P O BOX 310617 DENTON, TX 76203-0617	NONE		PUBLIC ADMINISTRATION FELLOWSHIPS/LIVING ALLOWANCE	67,000
YMCA - ALBUQUERQUE 3836 INCA STREET, NE ALBUQUERQUE, NM 87111	NONE		NEW MEXICO YOUTH & GOVERNMENT PROGRAMS	70,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YMCA - METROPOLITAN DALLAS 601 N. AKARD DALLAS, TX 75201	NONE PUBLIC	YOUTH & GOVERNMENT PROGRAM	50,000
YMCA - METROPOLITAN FORT WORTH 540 LAMAR STREET FORT WORTH, TX 76102	NONE PUBLIC	YOUTH & GOVERNMENT PROGRAM	50,000.
YMCA - GREATER OKLAHOMA CITY 500 NORTH BROADWAY, SUITE 500 OKLAHOMA CITY, OK 73102-6298	NONE PUBLIC	YOUTH & GOVERNMENT PROGRAM	65,000
ESPANOLA VALLEY HIGH SCHOOL P O DRAWER 2160 ESPANOLA, NM 87532	NONE PUBLIC	COMMUNITY AFFAIRS T.V. PROGRAM	11,000
LAW-FOCUSED EDUCATION, INC. P O BOX 12487 - CAPITOL STATION AUSTIN, TX 78711-2487	NONE PUBLIC	SUMNERS INSTITUTE ON THE FOUNDING DOCUMENTS	250,000
UNIVERSITY OF TEXAS AT AUSTIN - LBJ SCHOOL DRAWER Y AUSTIN, TX 78713-8925	NONE PUBLIC	2013 STUDENT LEADERSHIP CONFERENCE	150,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YMCA - FORT BEND COUNTY 4433 CARTWRIGHT ROAD MISSOURI CITY, TX 77459	NONE PUBLIC	YOUTH & GOVERNMENT PROGRAM	6,000.
NEW MEXICO FIRST 320 GOLD AVENUE, SW, SUITE 300 ALBUQUERQUE, NM 87102	NONE PUBLIC	TOWN HALL MEETINGS PUBLIC EDUCATION PROGRAM	70,000.
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD, SUITE 1050 ARLINGTON, VA 22203	NONE PUBLIC	CONSTITUTION SEMINAR	25,000
UNIVERSITY OF TEXAS - ANNETTE STRAUSS INSTITUTE 3001 LAKE AUSTIN BOULEVARD, SUITE 2316 AUSTIN, TX 78703-4209	NONE PUBLIC	NEW POLITICS FORUM TRAINING PROGRAM	50,000
BIG BROTHERS & BIG SISTERS OF NORTH TEXAS 205 W. MAIN ARLINGTON, TX 76010	NONE PUBLIC	CITIZENSHIP CHARACTER PROGRAM	18,700.
LAW-FOCUSED EDUCATION, INC. P O BOX 12487 AUSTIN, TX 78711-2487	NONE PUBLIC	TEXAS CITIZEN BEE COMPETITION	40,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAW-FOCUSED EDUCATION, INC. P.O. BOX 12487 AUSTIN, TX 78711-2487	NONE PUBLIC		"BEING AN AMERICAN" CURRICULUM	37,000.
NATIONAL CENTER FOR POLICY ANALYSIS 12770 COIT ROAD, SUITE 800 DALLAS, TX 75251	NONE PUBLIC		SUMMERS SCHOLARS PUBLIC POLICY SEMINAR	71,000.
SCHREINER UNIVERSITY 2100 MEMORIAL BOULEVARD KERRVILLE, TX 78028-5697	NONE PUBLIC		ELMORE WHITEHURST AWARDS	4,500.
SOUTHWESTERN UNIVERSITY P O. BOX 770 GEORGETOWN, TX 78627-0770	NONE PUBLIC		HATTON W. SUMMERS FELLOWSHIP PROGRAM	100,000
TEXAS WESLEYAN UNIVERSITY 1201 WESLEYAN FORT WORTH, TX 76105-1536	NONE PUBLIC		SCHOLARSHIP DEVELOPMENT PROGRAM	6,000
THE ARC OF NORTH TEXAS 2114 ANSON ROAD DALLAS, TX 75235	NONE PUBLIC		CITIZEN LEADERSHIP DEVELOPMENT GRANT	25,000.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AUSTIN COLLEGE 900 GRAND AVENUE SHERMAN, TX 75090-4400	NONE PUBLIC	PUBLIC ADMINISTRATION SYMPOSIUM GRANT	1,500
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD, SUITE 1050 ARLINGTON, VA 22203	NONE PUBLIC	TEXAS CITIZEN BEE	2,000
GARLAND INDEPENDENT SCHOOL DISTRICT 1709 NORTH GARLAND AVENUE GARLAND, TX 75040	NONE PUBLIC	YOUTH AND GOVERNMENT PROGRAM	10,000.
NATIONAL CENTER FOR POLICY ANALYSIS 12770 COIT ROAD, SUITE 800 DALLAS, TX 75251	NONE PUBLIC	SUMMERS DISTINGUISHED LECTURE SERIES	250,000.
ST. EDWARD'S UNIVERSITY 3001 SOUTH CONGRESS AVENUE AUSTIN, TX 78704	NONE PUBLIC	SUMMERS "CAMP" SCHOLARSHIPS	80,000
UNIVERSITY OF DALLAS 1845 EAST NORTHGATE DRIVE IRVING, TX 75062-4736	NONE PUBLIC	SUMMERS SCHOLARSHIP PROGRAM	95,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BIG BROTHERS & BIG SISTERS OF NORTH TEXAS 205 W. MAIN ARLINGTON, TX 76010	NONE PUBLIC	PROMISE SCHOLARSHIP PROGRAM	7,500
OKLAHOMA BAR ASSOCIATION - LAW RELATED EDUCATION 1901 NORTH LINCOLN BOULEVARD OKLAHOMA CITY, OK 73152-3036	NONE PUBLIC	"FOUNDATION OF DEMOCRACY" TEACHER TRAINING PROGRAM	50,000
UNIVERSITY OF THE SOUTHWEST 6610 NORTH LOVINGTON HIGHWAY HOBBS, NM 88240	NONE PUBLIC	HATTON W. SUMMERS RESPONSIBLE CITIZENSHIP SERIES	35,000.
TEXAS CHRISTIAN UNIVERSITY 2008 SOUTH UNIVERSITY DRIVE FORT WORTH, TX 76129	NONE PUBLIC	PARTIAL TUITION GRANTS	15,000.
OKLAHOMA CITY UNIVERSITY - OCU SCHOOL OF LAW 2501 N. BLACKWELDER OKLAHOMA CITY, OK 73106-1493	NONE PUBLIC	SCHOLARSHIP DEVELOPMENT PROGRAM	10,000
BIG BROTHERS & SISTERS OF NORTH TEXAS 205 W. MAIN ARLINGTON, TX 76010	NONE PUBLIC	CIVIC MENTORING PROGRAM	85,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE PHILANTHROPY ROUNDTABLE 1150 17TH STREET, NW SUITE 503 WASHINGTON, DC 20036	NONE PUBLIC	GENERAL SUPPORT AND ACR	10,000
SOUTHERN METHODIST UNIVERSITY P.O. BOX 750281 DALLAS, TX 75275-0281	NONE PUBLIC	JOHN G. TOWER SUPPLEMENT TO ENDOWMENT	20,000
TEXAS CHRISTIAN UNIVERSITY 2008 SOUTH UNIVERSITY DRIVE FORT WORTH, TX 76129	NONE PUBLIC	WASHINGTON INTERN PROGRAM	10,000
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD, SUITE 1050 ARLINGTON, VA 22203	NONE PUBLIC	CONSTITUTIONAL ACADEMY IN WASHINGTON, D.C. PROGRAM	15,000
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD, SUITE 1050 ARLINGTON, VA 22203	NONE PUBLIC	"WHAT UNITES US" PROGRAM GRANT	5,000
THE BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE ROAD, SUITE 1050 ARLINGTON, VA 22203	NONE PUBLIC	"BEING AN AMERICAN" PROGRAM GRANT	5,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONSTITUTING AMERICA P O BOX 1988 COLLEYVILLE, TX 76034	NONE PUBLIC	"WE THE PEOPLE 9 17 CONTEST"	10,000.
FOUNDATION FOR TEACHING ECONOMICS 260 RUSSELL BOULEVARD, SUITE B DAVIS, CA 95616-3839	NONE PUBLIC	"ECONOMICS FOR LEADERS" PROGRAM GRANT	10,000
THE INSTITUTE FOR RESPONSIBLE CITIZENSHIP 1227 25TH STREET, NW SIXTH FLOOR WASHINGTON, DC 20037	NONE PUBLIC	AFRICAN-AMERICAN MALE SCHOLARSHIPS	25,000
OKLAHOMA CITY UNIVERSITY 2501 N BLACKWELDER OKLAHOMA CITY, OK 73106-1493	NONE PUBLIC	"CIVICS" PROGRAM	10,000.
OKLAHOMA INTERCOLLEGIATE LEGISLATURE FOUNDATION 806 NORTH LINCOLN AVENUE SAND SPRINGS, OK 74063	NONE PUBLIC	INTERCOLLEGIATE LEGISLATURE PROGRAM	18,000.
PROJECT VOTE SMART ONE COMMON GROUND PHILIPSBURG, MT 59858	NONE PUBLIC	VOTE EASE PROGRAM	25,000

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST EDWARD'S UNIVERSITY 3001 SOUTH CONGRESS AVENUE AUSTIN, TX 78704	NONE PUBLIC	SCHOLARSHIPS DEVELOPMENT PROGRAM	5,000
WEST POINT ASSOCIATION OF GRADUATES 698 MILLS ROAD WEST POINT, NY 10996	NONE PUBLIC	CENTER FOR THE RULE OF LAW PROGRAM	25,000.
			TOTAL CONTRIBUTIONS PAID
			<u>2,130,450.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 22

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE	
ROYALTY INCOME			15	1,789,907.
PARTNERSHIP INCOME	531120	2,276.	16	45,710.
PARTNERSHIP PORTFOLIO INCOME			18	11,679.
OIL AND GAS ROYALTY SETTLEMENT INCOME			15	86,279.
TOTALS		2,276.		1,933,575.

HATTON W. SUMNERS FOUNDATION
BONDS AND GOVERNMENT SECURITIES
December 31, 2011

	FACE VALUE	PURCHASE PRICE	MARKET VALUE
<u>CORPORATE BONDS</u>			
3.0% ANHEUSER-BUSCH BOND	25,000	25,746	25,391
3.0% ANHEUSER-BUSCH BOND	5,000	5,153	5,078
5.1% AT&T, INC. BOND	50,000	50,080	55,072
4.75% CAPITAL ONE FINANCIAL CO. BOND	60,000	61,652	61,747
5.125% CISCO SYSTEMS, INC. BOND	65,000	63,268	75,642
5.5% CISCO SYSTEMS, INC. BOND	25,000	25,427	29,093
5.5% CISCO SYSTEMS, INC. BOND	25,000	25,826	29,093
3.953 % CITIGROUP, INC. BOND	50,000	51,051	49,828
4.5% CITIGROUP, INC. BOND	60,000	58,426	57,721
5.85% COMCAST CORP BOND	50,000	53,875	56,886
4.6% CONOCOPHILLIPS BOND	50,000	51,450	55,300
6.5% CREDIT SUISSE FB USA, INC. BOND	40,000	41,814	40,073
6 5% CREDIT SUISSE FB USA, INC. BOND	10,000	10,913	10,018
3.5% DIRECT HOLDING BOND	50,000	52,604	51,546
3 0% EKSPORTFINANS BOND	50,000	49,524	44,518
2.95% GENERAL ELECTRIC CAPITAL BOND	50,000	50,519	51,424
5.15% GOLDMAN SACHS GROUP INC BOND	45,000	43,304	45,856
5.15% GOLDMAN SACHS GROUP INC BOND	5,000	5,417	5,095
5.25% GOLDMAN SACHS GROUP INC BOND	60,000	60,231	58,532
5.125% J.P. MORGAN CHASE BOND	95,000	90,748	100,159
5.125% J.P. MORGAN CHASE BOND	15,000	13,473	15,815
5.125% J.P. MORGAN CHASE BOND	15,000	16,272	15,815
5.25% ORACLE CORP BOND	50,000	52,192	57,735
4.65% PEPSICO, INC. BOND	50,000	50,378	52,313
5.35% PFIZER, INC. BOND	75,000	82,195	84,839
4.0% SHELL INTERNATIONAL BOND	50,000	50,806	53,742
5.875% TARGET CORPORATION BOND	17,000	17,686	17,143
5.875% TARGET CORPORATION BOND	8,000	8,341	8,067
5.875% TARGET CORPORATION BOND	25,000	24,753	25,210
4.125% TIME WARNER CABLE BOND	125,000	128,449	128,362
USD BARRICK GOLD BOND	50,000	51,191	51,317
2.625% USD ONTARIO PROVINCE BOND	50,000	51,304	50,043
4 6% VERIZON COMMUNICATIONS BOND	100,000	111,042	112,887
TOTAL CORPORATE BONDS	1,500,000	1,535,110	1,581,360

GOVERNMENT SECURITIES

4 5% FEDERAL HOME LOAN MORTGAGE BOND	180,000	186,295	191,444
4.5% FEDERAL HOME LOAN MORTGAGE BOND	5,000	5,236	5,318
4 5% FEDERAL HOME LOAN MORTGAGE BOND	15,000	16,015	15,954
1.0% FEDERAL NATIONAL MORTGAGE ASSOCIATION NOTE	150,000	149,443	150,345
5.375% FEDERAL NATIONAL MORTGAGE ASSOCIATION NOTE	105,000	108,190	125,002
5.375% FEDERAL NATIONAL MORTGAGE ASSOCIATION NOTE	20,000	20,866	23,810
2 375% US TREASURY INFLATION	40,000	47,418	61,096

HATTON W. SUMNERS FOUNDATION
BONDS AND GOVERNMENT SECURITIES
December 31, 2011

	FACE VALUE	PURCHASE PRICE	MARKET VALUE
<u>GOVERNMENT SECURITIES</u>			
CONTINUED			
4.0% FHLMC A9 7040	325,000	297,774	321,297
4.5% FNMA PAC8512	400,000	292,750	309,412
4.5% FNMA PAC8512	100,000	80,053	77,353
4 5% FNMA PAD1613	75,000	52,773	52,099
3.5% FNMA PAH0969	100,000	87,167	90,640
4.5% FNMA PAH5583	100,000	94,194	97,409
4.5% FNMA PAI4815	250,000	238,466	240,077
4.0% FNMA PMA0583	125,000	105,338	111,985
5.0% FNMA P725027	350,000	78,648	102,245
5.0% FNMA P725027	150,000	53,587	43,819
6.0% FNMA P725690	466,661	81,890	86,292
6.0% FNMA P725690	170,000	5,890	31,435
6.0% FNMA P725690	350,000	94,179	64,720
5.5% FNMA P745418	350,000	95,753	119,543
5.5% FNMA P745418	100,000	53,797	34,155
6.0% FNMA P843578	225,000	91,000	99,512
6.0% FNMA P884975	300,000	112,856	127,492
6.0% FNMA P889579	250,000	84,448	83,118
6.0% FNMA P939562	150,000	51,398	58,512
4.5% FNMA P982892	275,000	28,709	40,945
5.5% FNMA P995265	150,000	51,079	49,397
6.25% U.S. TREASURY BOND	40,000	45,123	57,250
6.25% U.S. TREASURY BOND	25,000	29,702	35,781
6.25% U.S. TREASURY BOND	10,000	11,842	14,313
6.25% U.S. TREASURY BOND	25,000	30,562	35,781
4.75% U.S. TREASURY BOND	50,000	46,973	67,914
4.50% U.S. TREASURY BOND	100,000	100,859	131,781
4.50% U.S. TREASURY BOND	50,000	51,303	65,891
4.50% U.S. TREASURY BOND	25,000	25,057	32,945
4.375% U S. TREASURY BOND	75,000	79,732	97,430
0 875% U.S. TREASURY NOTE	100,000	99,719	100,305
1.875% U.S. TREASURY NOTE	200,000	198,743	209,110
2.625% U.S. TREASURY NOTE	125,000	124,361	134,815
3.125% U.S. TREASURY NOTE	100,000	94,648	112,125
3.125% U.S. TREASURY NOTE	100,000	96,981	112,125
3 500% U.S. TREASURY NOTE	100,000	104,024	115,039
 TOTAL GOVERNMENT SECURITIES	 6,401,661	 3,804,841	 4,137,031
 TOTAL BONDS & GOVERNMENT SECURITIES	 7,901,661	 5,339,951	 5,718,391

HATTON W. SUMNERS FOUNDATION, INC.

EQUITIES

December 31, 2011

	NUMBER OF SHARES	COST BASIS	FAIR MARKET VALUE
<u>COMMON STOCKS</u>			
ABBOTT LABS	7,500	126,517	421,725
ARCOS DORADOS HOLDINGS, INC	4,000	84,618	82,120
AIR PRODUCTS & CHEMICALS, INC	1,000	89,859	85,190
AMERICAN EXPRESS COMPANY	6,900	266,231	325,473
APPLE, INC.	2,500	337,491	1,012,500
AUTOMATIC DATA PROCESSING, INC	4,700	192,083	253,847
BLACKROCK, INC.	700	108,306	124,768
BECTON DICKINSON & COMPANY	1,500	108,634	112,080
CATERPILLAR, INC	4,000	310,514	362,400
CHEVRON CORPORATION	7,500	278,132	798,000
COCA COLA COMPANY	11,100	268,809	776,667
CONOCOPHILLIPS	8,000	336,617	582,960
EXXON MOBIL CORPORATION	17,310	263,799	1,467,196
FRANKLIN RESOURCES, INC	1,800	210,908	172,908
FREEPORT-MCMORAN COPPER & GOLD	7,700	413,331	283,283
GENERAL ELECTRIC	22,400	137,480	401,184
GENERAL DYNAMICS CORPORATION	2,100	194,438	139,461
GREEN MOUNTAIN COFFEE ROASTERS	1,200	84,269	53,820
HOME DEPOT, INC	5,700	207,043	239,628
INTEL CORPORATION	20,600	272,451	499,550
INTERNATIONAL BUSINESS MACHINES	3,000	387,877	551,640
JOHNSON & JOHNSON	9,620	402,126	630,880
JPMORGAN CHASE & COMPANY	11,050	364,880	367,413
KRAFT FOODS, INC	7,000	223,525	261,520
KINDER MORGAN, INC	8,000	221,281	257,360
LAUDER ESTEE COMPANIES, INC	2,600	102,998	292,032
MCDONALDS CORPORATION	7,200	286,211	722,376
MEDTRONIC, INC	3,150	155,068	120,488
MERCK AND CO., INC.	7,200	202,257	271,440
NESTLE S. A	9,700	355,107	559,787
NEWS CORPORATION	10,200	172,337	181,968
NOVO NORDISK	3,100	211,021	357,306
OCCIDENTAL PETROLEUM CORP	6,000	267,099	562,200
PEPSICO, INC	7,100	104,707	471,085
PRAXAIR, INC	5,100	242,611	545,190
PROCTER & GAMBLE COMPANY	13,500	170,121	900,585
QUALCOMM, INC.	3,400	128,015	185,980
RIO TINTO, PLC	4,200	287,047	205,464
ROCHE HOLDINGS, LTD	8,000	313,756	340,400
ROYAL DUTCH SHELL, PLC	6,500	431,417	475,085
TARGET CORPORATION	8,000	312,116	409,760
TIME WARNER CABLE, INC	2,000	130,905	127,140
TEXAS INSTRUMENTS, INC	10,200	331,196	296,922
TOTAL S A	9,800	509,539	500,878
UNITED TECHNOLOGIES CORPORATION	5,500	367,509	401,995
WAL-MART STORES, INC.	7,000	175,610	418,320
WALGREEN COMPANY	12,400	78,206	409,944
WALT DISNEY COMPANY	5,000	171,615	187,500

HATTON W. SUMNERS FOUNDATION, INC.

EQUITIES

December 31, 2011

	NUMBER OF SHARES	COST BASIS	FAIR MARKET VALUE
ADIDAS	240	11,455	15,713
ACCOR	820	32,454	20,881
AMDOCS LIMITED	2,070	51,543	59,057
ADECCO S. A.	280	13,128	11,802
ADVANTEST CORP	1,100	25,223	10,496
ALCATEL-LUCENT	7,250	27,694	11,310
AMADEUSIT IT HOLDINGS	630	12,412	10,268
ANHEUSER BUSCH S. A.	470	25,976	28,908
BANCO SANTANDER S. A.	1,970	22,528	15,035
BANCO SANTANDER S. A.	840	9,287	6,443
BEIERSDORF	300	17,819	17,075
BML, INC.	200	5,325	4,739
CARREFOUR	1,190	48,312	27,255
COMPAGNIE GENERALE	1,040	21,233	24,516
CAMECO CORP.	1,150	29,979	20,758
CRH, PLC	1,590	28,082	31,680
CTRIPO COM INTERNATIONAL, LTD	290	12,080	6,786
CAP GEMNI SOGETI	430	14,997	13,499
DIANA SHIPPING, INC.	270	2,284	2,020
D/S NORDEN	80	2,710	1,882
DANONE	600	37,448	37,890
DEUTSCHE BOERSE AG	520	37,216	27,319
DISTRIBUIDORA INTERNATIONAL	990	4,854	4,499
EADS (EURO AERONAUT)	570	17,890	17,898
EDENRED MALAKOFF	450	11,651	11,128
GETINGE AB	580	14,163	14,779
GPE EUROTUNNEL SA	860	7,506	5,882
GRUPO TELEVISIA SA	1,140	24,414	24,008
INDRA SISTEMAS SA	470	10,106	6,011
HOLCIM, LTD	280	22,640	15,071
HSBC HOLDINGS	2,600	27,731	19,874
IMAX CORP	480	13,717	8,798
JOHNSON MATTHEY, PLC	1,070	31,004	30,580
KONINKLIJKE AHOLD NV	2,350	30,457	31,792
LIBERTY GLOBAL, INC	490	18,360	20,105
LONZA GROUP AG	720	73,244	42,803
MARKS & SPENCER GROUP, PLC	3,580	20,802	17,331
MAPFRE S A	5,270	18,692	16,822
MISYS	2,852	11,393	10,313
MINDRAY MEDICAL INTERNATIONAL	960	26,069	24,614
NEXANS PARIS	200	12,992	10,428
NESTLE S A	760	35,224	43,960
PACIFIC BASIN SHIPPING, LTD	6,000	3,046	2,406
PETROLEUM GEO SERVICES	720	7,680	7,909
PRYSMIAN S P A MILANO	1,090	19,391	13,598
QIAGEN NV	1,100	18,449	15,214
OCADO GROUP, PLC	2,580	6,158	2,185
POSTNL NV EURO	3,310	47,126	10,587
RANDSTAD HOLDINGS NV	390	15,853	11,592
REED ELSEVIER, PLC	1,090	9,094	8,806

HATTON W. SUMNERS FOUNDATION, INC.

EQUITIES

December 31, 2011

	NUMBER OF SHARES	COST BASIS	FAIR MARKET VALUE
RYANAIR HOLDINGS	1,630	44,978	45,412
RECKITT BENCKISER GROUP, PLC	180	9,715	8,703
SANTEN PHARMACEUTICAL CO	200	7,729	8,227
SYNGENTA AG	20	6,534	5,891
STRAUMANN HOLDINGS	45	10,842	7,628
SUMCO CORPORATION	1,300	22,455	9,629
SYNGENTA AG BASEL NAMEN AKT	60	19,717	17,400
SHIN-ETSU CHEMICAL CO., LTD	200	11,648	9,868
SCHLUMBERGER, LTD.	600	40,775	40,986
SONIC HEALTHCARE, LTD	4,110	52,367	46,936
SUZUKI MOTOR CORP.	900	20,048	18,652
TV FRANCAISE A S A	2,400	37,608	23,535
TELENOR ASA	1,420	23,480	23,203
TENCENT HOLDINGS LIMITED	700	13,291	14,092
TNT EXPRESS NV	3,010	10,386	22,597
TALISMAN ENERGY, INC	1,940	33,376	24,735
TRICAN WELL SERVICE	840	9,974	14,435
TESCO, PLC	6,580	44,905	40,204
TOKYO ELECTRON, LTD	300	16,946	15,290
TOYOTA MOTOR CORP	500	20,459	16,696
UNILEVER, PLC	850	25,077	28,492
VIRGIN MEDIA INC	690	14,916	14,752
WUXI PHARMATECH CAYMAN, INC	360	6,673	3,974
WESTPORT INNOVATIONS, INC	360	7,865	11,966
BUMRUNGRAD HOSPITAL	7,500	6,062	10,851
SUBTOTAL		12,964,404	20,545,897
<u>PREFERRED STOCKS</u>			
HENKEL AG	140	6,370	8,137
TOTAL COMMON AND PREFERRED STOCK		12,970,774	20,554,034

Hatton W. Sumners Foundation, Inc.
Depreciation
For the Year Ended 12/31/11

Description	Acquisition Date	Method	Life	12/31/10			12/31/11			12/31/11		
				Balance	Additions	Dispositions	Balance	Depreciation	Additions	Dispositions	Accumulated Depreciation	Accumulated Depreciation
Painting	1987	S/L	7	475			475	0			0	0
Furniture	1988	S/L	7	198			198	198			198	198
Furniture	1987	S/L	7	1,097			1,097	1,097			1,097	1,097
Furniture	1987	S/L	7	2,738			2,738	2,738			2,738	2,738
Furniture	1987	S/L	7	13,154			13,154	13,154			13,154	13,154
Furniture	1989	S/L	7	5,182			5,182	5,182			5,182	5,182
Furniture	1990	S/L	7	130			130	130			130	130
Telephone Sys	04/15/91	S/L	7	2,742			2,742	2,742			2,742	2,742
Computer 486D	11/15/93	S/L	5	2,645			2,645	2,645			2,645	2,645
HP LaserJet 4	11/15/93	S/L	5	1,329			1,329	1,329			1,329	1,329
Desk	12/15/93	S/L	7	574			574	574			574	574
Desk	12/15/93	S/L	7	449			449	449			449	449
Desk	12/15/93	S/L	7	549			549	549			549	549
Table	12/15/93	S/L	7	570			570	570			570	570
Chairs - 2	12/15/93	S/L	7	398			398	398			398	398
Chair - 1	12/15/93	S/L	7	290			290	290			290	290
Cane Chairs - 2	02/15/94	S/L	7	290			290	290			290	290
Framing - Documents	08/15/94	S/L	7	714			714	714			714	714
Copier	10/15/95	S/L	7	3,001			3,001	3,001			3,001	3,001
Conference Desk	07/15/96	S/L	7	175			175	175			175	175
Conference Chair	07/15/96	S/L	7	74			74	74			74	74
Chair	07/15/96	S/L	7	280			280	280			280	280
Printer Table	07/15/96	S/L	7	319			319	319			319	319
Sofa-Reception	07/15/96	S/L	7	479			479	479			479	479
TV/VCR	07/15/96	S/L	5	529			529	529			529	529
HP Fax	07/15/96	S/L	5	480			480	480			480	480
Telephones- 2	08/15/96	S/L	5	700			700	700			700	700
Ceiling Fans - 3	03/03/96	S/L	7	824			824	824			824	824
Shredder	06/15/97	S/L	7	280			280	280			280	280
Computer Equipment	07/15/97	S/L	5	7,320			7,320	7,320			7,320	7,320
Furniture	09/29/97	S/L	7	195			195	195			195	195
Printer(s)	10/31/97	S/L	5	798			798	798			798	798
Mas 90 s/w	07/15/97	S/L	3	7,900			7,900	7,900			7,900	7,900
Network	07/15/97	S/L	5	3,989			3,989	3,989			3,989	3,989
Printer	02/09/98	S/L	5	116			116	116			116	116
Side Chair	02/09/98	S/L	7	189			189	189			189	189
Fax Machine	03/09/98	S/L	5	300			300	300			300	300

Hatton W. Sumners Foundation, Inc.
Depreciation
For the Year Ended 12/31/11

Description	Acquisition Date	Method	Life	12/31/10			12/31/11			12/31/11		
				Balance	Additions	Dispositions	Balance	Additions	Dispositions	Accumulated Depreciation	Additions	Dispositions
Monitor	10/04/99	S/L	5	157			157			157		
Monitor	10/04/99	S/L	5	157			157			157		
Telephones	02/01/00	S/L	7	3,048			3,048			3,048		
Computer Equipment	05/02/00	S/L	5	835			835			835		
Printer	06/07/00	S/L	5	395			395			395		
Computer Equipment	06/13/00	S/L	5	1,185			1,185			1,185		
Computer Equipment	07/11/00	S/L	5	811			811			811		
Computer Equipment	12/12/00	S/L	5	902			902			902		
Office Fixtures	12/12/00	S/L	7	165			165			165		
Shredder	08/31/01	S/L	5	800			800			800		
Computer Equipment	01/16/01	S/L	5	1,575			1,575			1,575		
Table	06/07/02	S/L	7	108			108			108		
Nokia Cell Phone	06/25/02	S/L	5	303			303			303		
Ricoh Copier	12/16/02	S/L	5	5,200			5,200			5,200		
Computer Equipment	05/08/02	S/L	5	17,602			17,602			17,602		
Smartpro Software	05/23/02	S/L	3	700			700			700		
Computer Equipment	05/31/02	S/L	5	4,575			4,575			4,575		
Computer Equipment	02/09/04	S/L	5	1,900			1,900			1,900		
Computer Equipment	04/27/04	S/L	7	2,201			2,201			2,107	94	
Office Furniture	08/13/04	S/L	7	1,705			1,705			1,555	150	
Desk	11/05/04	S/L	7	746			746			655	91	
Desk	01/10/05	S/L	7	316			316			268	45	
Pictures	03/17/05	S/L	7	495			495			340	71	
Writing Table	05/09/05	S/L	7	525			525			422	75	
Telephone	06/16/05	S/L	7	919			919			726	131	
Powershredder	09/07/05	S/L	7	260			260			196	37	
Binding system	05/09/05	S/L	5	626			626			626		
Computer Equipment	07/10/06	S/L	7	639			639			410	91	
Drawfire file	09/05/06	S/L	7	538			538			334	77	
Office furniture	02/27/06	S/L	7	9,995			9,995			6,902	1,428	
Copier	07/10/06	S/L	5	1,784			1,784			1,606	178	
Computer Equipment	11/03/06	S/L	5	471			471			392	79	
Palm PDA	11/03/06	S/L	5	2,398			2,398			2,000	398	
Server	02/05/07	S/L	7	776			776			435	111	
Office Furniture	06/12/07	S/L	7	832			832			426	119	
Cabinet	06/26/07	S/L	7	831			831			416	119	
Cabinet	08/24/07	S/L	7	150			150			68	21	
Chair	09/20/07	S/L	7	144			144			68	21	

Hatton W. Sumners Foundation, Inc.
Depreciation
For the Year Ended 12/31/11

Description	Acquisition Date	Method	Life	12/31/10			12/31/11			12/31/10			12/31/11		
				Balance	Additions	Dispositions	Balance	Additions	Dispositions	Accumulated Depreciation	Additions	Dispositions	Accumulated Depreciation	Additions	Dispositions
Computer Equipment	01/08/07	S/L	5	931			931			744	187		931		
Computer Equipment	11/09/07	S/L	5	855			855			542	171		713		
Printer	03/04/08	S/L	5	480			480			272	96		368		
Fence - Tarrant County	07/01/08	S/L	15	1,601			1,601			263	107		370		
Fence - Tarrant County	10/06/09	S/L	15	5,000			5,000			83	333		416		
Office Building	12/15/09	S/L	39	707,689			707,689			18,901	18,145		37,046		
Shelf Organizer	07/08/10	S/L	7	194			194			13	28		41		
Computer Equipment	02/04/10	S/L	5	1,447			1,447			253	289		542		
Server	02/04/10	S/L	5	5,199			5,199			910	1,040		1,950		
Cabinet	04/09/10	S/L	7	823			823			83	118		201		
Computer Equipment	07/08/10	S/L	5	1,521			1,521			139	304		443		
Office Building	06/30/10	S/L	39	697			697			10	18		28		
Building Improvements- HVAC	05/31/10	S/L	39	13,719			13,719			220	352		572		
Building Improvements- HVAC	11/30/10	S/L	39	46,508			46,508			149	1,193		1,342		
Building Improvements - elevator	06/30/10	S/L	39	13,394			13,394			186	343		529		
Building Improvements - elevator	11/30/10	S/L	39	29,293			29,293			94	751		845		
Building Improvements - general	05/31/10	S/L	39	9,089			9,089			146	233		379		
Building Improvements - general	11/30/10	S/L	39	11,310			11,310			36	290		326		
Tenant Improvements	08/31/10	S/L	20	7,505			7,505			141	375		516		
Tenant Improvements	11/30/10	S/L	20	53,726			53,726			336	2,686		3,022		
Leasing Commissions	03/01/10	S/L	4,92	2,679			2,679			454	545		999		
Leasing Commissions	06/01/10	S/L	10	25,699			25,699			1,499	2,570		4,069		
Leasing Commissions	12/31/10	S/L	3	850			850				283		283		
Office furniture	05/03/11	S/L	7		3,572		3,572			340	340		340		
Office furniture	05/03/11	S/L	7		246		246			23	23		23		
Office furniture	05/16/11	S/L	7		2,021		2,021			180	180		180		
Office furniture	05/16/11	S/L	7		246		246			22	22		22		
Wireless HD TV	10/06/11	S/L	5		195		195			10	10		10		
Computer Equipment	11/15/11	S/L	5		1,463		1,463			37	37		37		
Printer	11/15/11	S/L	5		200		200			5	5		5		
Building Improvements- HVAC	05/15/11	S/L	39		28,861		28,861			463	463		463		
Building Improvements - elevator	05/15/11	S/L	39		2,143		2,143			34	34		34		
Building Improvements - elevator	12/15/11	S/L	39		3,698		3,698			4	4		4		
Building Improvements - general	02/01/11	S/L	39		1,389		1,389			33	33		33		
Building Improvements - general	11/15/11	S/L	39		689		689			2	2		2		
Tenant Improvements	02/28/11	S/L	20		1,304		1,304			54	54		54		
Tenant Improvements	02/28/11	S/L	20		462		462			19	19		19		
Leasing Commissions	04/19/11	S/L	2		52		52			18	18		18		
Total				1,068,450	46,541	0	1,114,991			146,843	35,037	0	181,880		

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► 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	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	HATTON W. SUMNERS FOUNDATION FOR THE STUDY & TEACHING OF SELF-GOVERNMENT, INC.	☒ 75-2734032
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	325 N. ST. PAUL STREET, SUITE 3920	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	DALLAS, TX 75201-3821	

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-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 ► HUGH C. AKIN

Telephone No ► 214 220-2128

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, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year 2011 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 \$	61,436.
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 \$	61,436.
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 \$	

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2012)

- 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 extended due date for filing your return. See instructions.	Name of exempt organization HATTON W. SUMNERS FOUNDATION F THE STUDY & TEACHING OF SELF-GOVERNMENT, INC.	Employer identification number 75-2734032
	Number, street, and room or suite no. If a P.O. box, see instructions. 325 N. ST. PAUL STREET, SUITE 3920	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DALLAS, TX 75201-3821	

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-BL	02	Form 1041-A	08
Form 990-EZ	03	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 **HUGH C. AKIN**
Telephone No **214 220-2128** 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, 2011**
- For calendar year **2010**, 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 ANNUAL AUDIT OF THE FOUNDATION IS NOT YET COMPLETED. ADDITIONAL TIME TO FILE IS RESPECTFULLY REQUESTED SO THAT ANY AUDIT ADJUSTMENTS MAY BE CONSIDERED PRIOR TO FILING THE RETURN.**

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 \$	60,000.
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 \$	62,750.
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 \$	

Signature and Verification

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 *Stephen J. Hangan* Title **C. P. A.** Date **8-15-11**

Form 8868 (Rev 1-2011)