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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	517,214.	444,132.	444,132.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)	700,737.	348,242.	378,161.	
	b	Investments - corporate stock (attach schedule)	1,989,948.			
	c	Investments - corporate bonds (attach schedule)	260,171.	260,171.	256,433.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)	2,031,606.	5,776,465.	5,529,580.	
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)	1,132.	1,132.	1,721,321.		
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,500,808.	6,830,142.	8,329,627.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds	5,500,808.	6,830,142.		
	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)	5,500,808.	6,830,142.		
	31	Total liabilities and net assets/fund balances (see instructions)	5,500,808.	6,830,142.		

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	5,500,808.
2	Enter amount from Part I, line 27a	2	1,325,583.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	5,941.
4	Add lines 1, 2, and 3	4	6,832,332.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	2,190.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,830,142.

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 PUBLICLY TRADED SECURITIES					
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 5,718,460.		4,564,047.	1,154,413.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			1,154,413.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,190,524.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	346,051.	7,398,102.	0.04677564597
2009	274,221.	7,286,145.	0.03763595152
2008	411,487.	7,386,844.	0.05570538650
2007	428,815.	7,917,822.	0.05415820159
2006	366,355.	6,959,125.	0.05264383094
2 Total of line 1, column (d)			2 0.24691901652
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 0.04938380330
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 8,495,279.
5 Multiply line 4 by line 3			5 419,529.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 16,599.
7 Add lines 5 and 6			7 436,128.
8 Enter qualifying distributions from Part XII, line 4			8 322,862.

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

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

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	33,199.
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	33,199.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	33,199.
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	8,868.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	8,868.	
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	24,331.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be. Credited to 2012 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		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?		
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?	13	X	
Website address NONE				
14	The books are in care of BANK OF AMERICA, N.A. Telephone no. (214) 209-1067 Located at 901 MAIN ST, 19TH FL, DALLAS, TX ZIP + 4 75202-3714			
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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country 				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ 1b		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? ☐ 1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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) ☐ 2b		X
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) ☐ 3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ☐ 4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? ☐ 4b		X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☒

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		81,351.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☒ NONE

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

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

Form 990-PF (2011)

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	6,973,222.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	1,651,427.
d	Total (add lines 1a, b, and c)	1d	8,624,649.
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	NONE
3	Subtract line 2 from line 1d	3	8,624,649.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	129,370.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,495,279.
6	Minimum investment return. Enter 5% of line 5	6	424,764.

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	424,764.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	33,199.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	33,199.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	391,565.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	391,565.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	391,565.

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	322,862.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	322,862.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	322,862.

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				391,565.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			183,345.	
b Total for prior years 20 <u>09</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	NONE			
d From 2009	NONE			
e From 2010	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ <u>322,862.</u>				
a Applied to 2010, but not more than line 2a			183,345.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				139,517.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				252,048.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2007	NONE			
b Excess from 2008	NONE			
c Excess from 2009	NONE			
d Excess from 2010	NONE			
e Excess from 2011	NONE			

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:

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 27				
Total			▶ 3a	251,000.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

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

- | | | | |
|---|--------------|-----|----|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

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

**Sign
Here**

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

Signature of officer or trustee
BANK OF AMERICA, N.A.

4-18-12
Date

TRUSTEE
Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no.

Form **990-PF** (2011)

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	1,161.	1,161.
ABBOTT LABS	220.	220.
CAMBIAR SMALL CAP FUND INV CL	2,251.	2,251.
INVESCO INTL GROWTH FUND CL Y	3,261.	3,261.
APACHE CORP	120.	120.
ARTIO GLOBAL HIGH INCOME FUND CL I	9,316.	9,316.
BOFA GOVERNMENT RESERVES TRUST CLASS	6.	6.
CELANESE CORP DEL SER A COM	18.	18.
CITIGROUP INC 08/26/2002 5.625% 08/27/20	2,813.	2,813.
CITIGROUP INC GLOBAL NT	5,850.	5,850.
COLUMBIA ACORN FUND CLASS Z SHARES	559.	559.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	4,687.	4,687.
COMCAST CORP NEW CL A COM	142.	142.
DISNEY (WALT) COMPANY	300.	300.
EOG RESOURCES INC	62.	62.
EATON VANCE LARGE-CAP VALUE FUND CL I	23,528.	23,528.
FEDERAL HOME LN MTG CORP NT	5,125.	5,125.
FEDERAL NATL MTG ASSN NT	2,750.	2,750.
FEDERAL NATL MTG ASSN NT	4,625.	4,625.
FEDERAL HOME LN MTG CORP CONS BD	1,580.	1,580.
FLOWERVE CORP	36.	36.
GENERAL ELEC CO	238.	238.
HARBOR INTERNATIONAL FUND INSTL CL	4,783.	4,783.
HESS CORP COM	78.	78.
J P MORGAN CHASE & CO COM	90.	90.
JOHN HANCOCK FDS III DISCIPLINED VALUE M	517.	517.
JOHNSON & JOHNSON NT	5,150.	5,150.
KIMBERLY CLARK CORP	462.	462.
SKAGGS UPTON CO TX RI ALL SEC 8 BLK 39 T	1.	1.
LOWES COS INC	165.	165.
S R RAY OIL UNIT 1 & 2 VAN ZANDT CO TX 1	1.	1.
MCKESSON HBOC INC	72.	72.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MONSANTO CO NEW COM	42.	42.
NATIXIS FDS TR IV AEW REAL ESTATE FD CL	2,178.	2,178.
OCCIDENTAL PETROLEUM CORP	266.	266.
PIMCO TOTAL RETURN FUND INSTL	22,549.	22,549.
PNC BK CORP	70.	70.
PACKAGING CORP OF AMERICA	113.	113.
PHILIP MORRIS INTL INC COM	1,024.	1,024.
PIMCO COMMODITY REALRETURN STRATEGY FUND	57,399.	57,399.
PIMCO EMERGING MKT CURRENCY FUND INSTL	1,032.	1,032.
POLO RALPH LAUREN CORPORATION	18.	18.
POTASH CORP SASK INC	15.	15.
ROWE T PRICE INTL FUNDS INC INTL BD FUND	6,332.	6,332.
SEMPRA ENERGY	234.	234.
STAPLES INC	117.	117.
STATE STREET CORP	6.	6.
TENNESSEE VALLEY AUTH BOND SER C	6,000.	6,000.
TEXAS INSTRS INC	126.	126.
US BANCORP DEL COM NEW	90.	90.
UNITED STATES TREAS NT DTD 08/15/01 5.00	5,000.	5,000.
UNITED STATES TREAS NTS DTD 11/15/05	2,785.	2,785.
VALE S A ADR	143.	143.
VANGUARD MSCI EMERGING MKTS ETF	9,027.	9,027.
WAL MART STORES INC	272.	272.
YUM BRANDS INC COM	188.	188.
AXIS CAPITAL HOLDINGS LTD COM	161.	161.
TYCO INTL LTD NEW F COM	77.	77.
	-----	-----
TOTAL	195,231.	195,231.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
O&G STATE W/H REFUND	465.	465.
O&G ROYALTY INCOME	356,152.	356,152.
	-----	-----
TOTALS	356,617.	356,617.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE	3,500.			3,500.
TOTALS	3,500.	NONE	NONE	3,500.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	24.	24.
EXCISE TAX - PRIOR YEAR	2,631.	
FEDERAL EXCISE ESTIMATES	8,868.	
FOREIGN TAXES ON QUALIFIED FOR	1,602.	1,602.
FOREIGN TAXES ON NONQUALIFIED	654.	654.
	-----	-----
TOTALS	13,779.	2,280.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER INVESTMENT FEE	11.	11.	
GRANTMAKING EXPENSES	34,928.		34,928.
O&G EXPENSES:			
PRODUCTION TAX	15,196.	15,196.	
LEASE OPERATING	1,360.	1,360.	
AD VALOREM TAXES	14,835.	14,835.	
STATE TAX W/H	606.	606.	
TOTALS	66,936.	32,008.	34,928.

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

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
FEDERAL HOME LN MTG CORP	99,612.	102,698.
TENNESSEE VALLEY AUTH PWR	100,913.	106,864.
FEDERAL NATL MTG ASSN	98,293.	111,114.
UNITED STATES TREAS NT	49,424.	57,485.
	-----	-----
TOTALS	348,242.	378,161.
	=====	=====

W P & BULAH LUSE FOUNDATION

75-6007639

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
JOHNSON & JOHNSON	105,191.	102,877.
CITIGROUP INC GLOBAL SUB NT	51,119.	50,755.
CITIGROUP INC GLOBAL NT	103,861.	102,801.
	-----	-----
TOTALS	260,171.	256,433.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV -----
ARTIO GLOBAL HIGH INCOME FUND	C	140,000.	124,713.
PIMCO TOTAL RETURN FUND	C	609,822.	612,225.
PIMCO COMMODITY REALRETURN	C	200,000.	175,570.
PIMCO EMERGING MKT CURRENCY	C	70,000.	64,953.
ROWE T PRICE INTL FDS INC	C	140,000.	136,224.
CAMBIAR SMALL CAP FUND	C	100,000.	100,722.
INVESCO INTL GROWTH FUND	C	188,000.	184,005.
COLUMBIA ACORN FUND	C	265,000.	239,221.
COLUMBIA ACORN INTERNATIONAL	C	190,000.	156,721.
COLUMBIA SELECT LARGE CAP	C	1,520,108.	1,423,286.
EAGLE SM CAP GROWTH FUND	C	165,000.	164,440.
EATON VANCE LARGE-CAP VALUE	C	1,373,682.	1,267,978.
HARBOR INTERNATIONAL FUND	C	200,406.	168,261.
JOHN HANCOCK FDS III DISCPLND	C	162,000.	165,519.
VANGUARD MSCI EMERGING MKTS	C	252,447.	336,248.
NATIXIS FDS TR IV AEW REAL EST	C	200,000.	209,494.
		-----	-----
TOTALS		5,776,465.	5,529,580.
		=====	=====

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
OIL & GAS	1,132.	1,721,321.
	-----	-----
TOTALS	1,132.	1,721,321.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJUSTMENT - 2010	5,379.
HARBOR FOREIGN TAX TIMING ADJUSTMENT	562.

TOTAL	5,941.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND ADJUSTMENT - 2011	2,187.
NET ROUNDING	3.

TOTAL	2,190.
	=====

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

OFFICER NAME:

BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 830241

DALLAS, TX 75283-0241

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 78,351.

OFFICER NAME:

KAREN SHUFORD - C/O BOA

ADDRESS:

P.O. BOX 830241

DALLAS, TX 75283-0241

TITLE:

GRANT ADVISOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,000.

OFFICER NAME:

KELLY WATSON - C/O BOA

ADDRESS:

P.O. BOX 830241

DALLAS, TX 75283-0241

TITLE:

GRANT ADVISOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,000.

OFFICER NAME:

DANIEL KELLEY - C/O BOA

ADDRESS:

P.O. BOX 830241

DALLAS, TX 75283-0241

TITLE:

GRANT ADVISOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 1,000.

TOTAL COMPENSATION:

81,351.

=====

RECIPIENT NAME:

ROBERT FOX - BANK OF AMERICA, N.A.

ADDRESS:

P.O. BOX 830241

DALLAS, TX 75283-0241

RECIPIENT'S PHONE NUMBER: 214-209-1067

FORM, INFORMATION AND MATERIALS:

NO SPECIAL FORM IS REQUIRED

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

LIMITED TO QUALIFIED CHARITABLE ENTITIES IN TEXAS FOR EDUCATION,
MEDICAL NEED, OR ALLEVIATION OF POVERTY

=====

RECIPIENT NAME:

BOYS & GIRLS CLUB OF
GREATER DALLAS, INC.

ADDRESS:

4816 WORTH ST
DALLAS, TX 75246

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

EPISCOPAL SCHOOL OF DALLAS, INC.

ADDRESS:

4100 MERRELL RD
DALLAS, TX 75229-6217

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ENDOWMENT FOR FACULTY COMPENSATION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

GREATER DALLAS COUNCIL
ON ALCOHOL & DRUG ABUSE

ADDRESS:

1349 EMPIRE CENTRAL DR
DALLAS, TX 75247

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT SUBSTANCE ABUSE PREVENTION PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

RISE SCHOOL OF DALLAS

ADDRESS:

5923 ROYAL LN

DALLAS, TX 75230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 'SMART BOARD CHALLENGE'

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SOUTHWESTERN DIABETIC

FOUNDATION, INC.

ADDRESS:

P.O. BOX 918

GAINESVILLE, TX 76241-0918

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FINANCIAL ASSISTANCE TO ATTEND CAMP SWEENEY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

AMERICAN RED CROSS - DALLAS

AREA CHAPTER

ADDRESS:

4800 HARRY HINES BLVD

DALLAS, TX 75235

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PROVIDE ASSISTANCE TO THE NEEDY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

LIFENET COMMUNITY BEHAVIORAL
HEALTHCARE

ADDRESS:

9708 SKILLMAN ST
DALLAS, TX 75243

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SERVICES FOR MENTALLY DISABLED ADULTS & KIDS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

NETWORK OF COMMUNITIES MINISTRIES

ADDRESS:

741 S SHERMAN ST
RICHARDSON, TX 75081-4029

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR FOOD PANTRY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

TEXAS WOMAN'S UNIVERSITY

ADDRESS:

P. O. BOX 425739
DENTON, TX 76204-5739

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

''READING RECOVERY:SCALING UP WHAT WORKS!''

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
AIDS INTERFAITH NETWORK
ADDRESS:
501 N STEMMONS, SUITE 200
DALLAS, TX 75207-4340
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BATTERED WOMEN'S FOUNDATION
ADDRESS:
P.O. BOX 54888
HURST, TX 76054
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SERVICES FOR DOMESTIC VIOLENCE VICTIMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
DALLAS AREA HABITAT FOR
HUMANITY, INC.
ADDRESS:
2800 N HAMPTON RD
DALLAS, TX 75212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 25TH ANNIVERSARY FAMILY SERVICES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

JUBILEE PARK & COMMUNITY
CENTER CORPORATION

ADDRESS:

P.O. BOX 710759
DALLAS, TX 75371

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

MUSEUM OF NATURE & SCIENCE

ADDRESS:

P.O. BOX 1501469
DALLAS, TX 75315

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT DISD MATH/SCIENCE EDUCATION PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

ALLEY'S HOUSE

ADDRESS:

4907 SPRING AVE, SUITE 103
DALLAS, TX 75210

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATION & CASE MGMT SERVICES FOR TEEN MOMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

FOUNDATION FOR THE EDUCATION
OF YOUNG WOMEN

ADDRESS:

15303 DALLAS PKWY, STE 999
ADDISON, TX 75001

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

DISCOVERING SCIENCE CAMP FOR 6TH GRADERS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

YOUNG WOMEN'S CHRISTIAN
ASSOCIATION

ADDRESS:

4144 N CENTRAL EXPWY
DALLAS, TX 75204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT YWCA WOMEN'S HEALTH PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

EXODUS MINISTRIES, INC.

ADDRESS:

4630 MUNGER AVE, SUITE 110
DALLAS, TX 75204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

COMPREHENSIVE EX-OFFENDER RE-ENTRY PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

UPLIFT EDUCATION

ADDRESS:

606 E ROYAL LN

IRVING, TX 75039

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 'ROAD TO COLLEGE PROGRAM'

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

BRIGHTER TOMORROWS, INC.

ADDRESS:

P.O. BOX 532151

GRAND PRAIRIE, TX 75053-2151

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT DOMESTIC VIOLENCE PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

WOMENS MUSEUM: AN INSTITUTE

FOR THE FUTURE

ADDRESS:

3800 PARRY AVE

DALLAS, TX 75226-1752

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT EDUCATIONAL PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

ATTITUDES & ATTIRE

ADDRESS:

P.O. BOX 421107

DALLAS, TX 75342

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT HOPEFUL SMILES PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

THE WARREN CENTER, INC.

ADDRESS:

320 CUSTER RD

RICHARDSON, TX 75080-5623

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT 'ROLLERCOASTER KIDS PROGRAM'

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ST CECILIA CATHOLIC SCHOOL

ADDRESS:

635 MARY CLIFF RD

DALLAS, TX 75208

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT SCHOOL TUITION ASSISTANCE PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

AVANCE - DALLAS, INC.

ADDRESS:

2060 SINGLETON BLVD, STE 103

DALLAS, TX 75212

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT PARENT-CHILD EDUCATION PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

SERVICES OF HOPE, INC.

ADDRESS:

P.O. BOX 227252

DALLAS, TX 75222

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT LITERACY-CHARACTER-CONNECTIONS MODEL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

NEW BEGINNING CENTER, INC.

ADDRESS:

218 N 10TH ST

GARLAND, TX 75040-6172

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

UNRESTRICTED CONTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

MY VERY OWN BOOK

ADDRESS:

1150 SCARLETT DR

ALLEN, TX 75081-4029

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

READING INCENTIVE PROGRAMS FOR ELEMENTARY

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

CITY SQUARE

ADDRESS:

P.O. BOX 710385

DALLAS, TX 75201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT COMMUNITY HEALTH SERVICES PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

DALLAS AFTERSCHOOL NETWORK

ADDRESS:

2902 SWISS AVE

DALLAS, TX 75204

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT AFTERSCHOOL & SUMMER PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

FIRST UNITED METHODIST CHURCH
CROSSROADS COMMUNITY SERVICES

ADDRESS:

1822 YOUNG ST, 2ND FL
DALLAS, TX 75201

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOR FOOD DISTRIBUTION

FOUNDATION STATUS OF RECIPIENT:

EXEMPT - CHURCH

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

INTERNATIONAL DALLAS COMMUNITIES

ADDRESS:

12830 HILLCREST RD
DALLAS, TX 75230

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GUIDE TO ECONOMICAL ESL CLASSES FOR ADULTS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

LAUNCHABILITY

ADDRESS:

4350 SIGMA, SUITE 100
FARMERS BRANCH, TX 75244-4416

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT EARLY CHILDHOOD INTERVENTION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

MARCH OF DIMES FOUNDATION -
TEXAS CHAPTER

ADDRESS:

12660 COIT RD, SUITE 200
DALLAS, TX 75251

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT NICU FAMILY SUPPORT PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FORT WORTH HOPE CENTER

ADDRESS:

4101 W GREEN OAKS BLVD
ARLINGTON, TX 76016

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT FOOD PANTRY & RESOURCE CENTER

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

LOS BARRIOS UNIDOS COMMUNITY
CLINIC, INC.

ADDRESS:

809 SINGLETON BLVD
DALLAS, TX 75212-4014

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FULL SERVICE SATURDAY PEDIATRIC CLINIC

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

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RECIPIENT NAME:

OPEN ARMS, INC. dba BRYAN'S
HOUSE

ADDRESS:

P.O. BOX 35868
DALLAS, TX 75235

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

MEDICALLY MANAGED CHILD CARE PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SHELTER MINISTRIES OF DALLAS
dba GENESIS WOMEN'S SHELTER

ADDRESS:

4411 LEMMON AVE, SUITE 201
DALLAS, TX 75219

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT OUTREACH CLINICAL COUNSELING PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

TRINITY RIVER MISSION, INC.

ADDRESS:

2060 SINGLETON BLVD
DALLAS, TX 75212

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUPPORT CAPITAL IMPROVEMENTS-MATH EXPANSION

FOUNDATION STATUS OF RECIPIENT:

PUBLIC 501(C)(3)

AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID:

251,000.

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SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2011

Name of estate or trust

W P & BULAH LUSE FOUNDATION

Employer identification number

75-6007639

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b -69,298.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►					5 -69,298.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co.)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					36,111.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 1,223,711.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►					12 1,259,822.

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

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II**Caution:** Read the instructions **before** completing this part.

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-69,298.
14	Net long-term gain or (loss):			
a	Total for year	14a		1,259,822.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		1,190,524.

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

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	()
a	The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2011