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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 LEE & JOSEPH D. JAMAIL FOUNDATION		A Employer identification number 76-0181247						
Number and street (or P O box number if mail is not delivered to street address) 1200 SMITH STREET	Room/suite 1135	B Telephone number (see instructions) () -						
City or town, state, and ZIP code HOUSTON, TX 77002		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="1"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 6,852,677.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>MODIFIED CASH</u> (Part I, column (d) must be on cash basis.)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	70.	70.		ATCH 1
4	Dividends and interest from securities	452,534.	452,534.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	27,806.			
b	Gross sales price for all assets on line 6a 8,517,188.				
7	Capital gain net income (from Part IV, line 2)		27,806.		
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)	5,870.	5,870.		ATCH 3
12	Total. Add lines 1 through 11	486,280.	486,280.		
13	Compensation of officers, directors, trustees, etc.	0			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) **	21,100.	2,172.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	41,281.	41,281.		
24	Total operating and administrative expenses. Add lines 13 through 23	62,381.	43,453.		
25	Contributions, gifts, grants paid	5,696,417.			5,696,417.
26	Total expenses and disbursements. Add lines 24 and 25	5,758,798.	43,453.		5,696,417.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-5,272,518.			
b	Net investment income (if negative, enter -0-)		442,827.		
c	Adjusted net income (if negative, enter -0-)				

SCANNED NOV 26 2012
 Operating and Administrative Expenses

For Paperwork Reduction Act Notice, see instructions.

JSA ** ATCH 4

Form 990-PF (2011)

Handwritten signature or initials

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	66,482.	64,221.	64,221.
	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)	4,495,807.	488,589.	646,136.
	b	Investments - corporate stock (attach schedule) ATCH 7	2,001,323.	2,026,087.	3,255,511.
	c	Investments - corporate bonds (attach schedule) ATCH 8	4,019,421.	2,730,746.	2,867,886.
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 9)	18,051.	18,923.	18,923.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,601,084.	5,328,566.	6,852,677.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds	10,601,084.	5,328,566.		
30	Total net assets or fund balances (see instructions)	10,601,084.	5,328,566.		
31	Total liabilities and net assets/fund balances (see instructions)	10,601,084.	5,328,566.		

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)	10,601,084.
2	Enter amount from Part I, line 27a	-5,272,518.
3	Other increases not included in line 2 (itemize) ▶	
4	Add lines 1, 2, and 3	5,328,566.
5	Decreases not included in line 2 (itemize) ▶	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	5,328,566.

**ATCH 6

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			(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				
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 }		27,806.
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	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1	(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	3,712,690.	14,505,662.	0.255948
	2009	637,500.	14,191,002.	0.044923
	2008	1,559,978.	14,664,098.	0.106381
	2007	525,000.	15,506,835.	0.033856
	2006	775,930.	14,952,973.	0.051891
2	Total of line 1, column (d)			0.492999
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0.098600
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			11,082,477.
5	Multiply line 4 by line 3			1,092,732.
6	Enter 1% of net investment income (1% of Part I, line 27b)			4,428.
7	Add lines 5 and 6			1,097,160.
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.			5,696,417.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total tax due is 17,523.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax on political expenditures, and substantial contributors. Includes a Yes/No column.

Part VII-A Statements Regarding Activities (continued)

11. At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12. Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)
13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14. The books are in care of WADE & COMPANY, LLC Telephone no 713-622-3900
Located at 5005 RIVERWAY DR, STE. 250, HOUSTON, TX ZIP + 4 77056
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? 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? X Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X 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 X 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
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 X 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 X
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

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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds...

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).

Table with 5 columns: (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. Row 1: ATTACHMENT 10, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE.

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,176,402.
b	Average of monthly cash balances	1b	3,804,650.
c	Fair market value of all other assets (see instructions)	1c	4,270,194.
d	Total (add lines 1a, b, and c)	1d	11,251,246.
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	11,251,246.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	168,769.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,082,477.
6	Minimum investment return. Enter 5% of line 5	6	554,124.

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	554,124.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,428.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,428.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	549,696.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	549,696.
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	549,696.

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	5,696,417.
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	5,696,417.
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	4,428.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,691,989.

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				549,696.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
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 641,344.				
d From 2009				
e From 2010 3,009,361.				
f Total of lines 3a through e	3,650,705.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 5,696,417.				
a Applied to 2010, but not more than line 2a				
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				549,696.
e Remaining amount distributed out of corpus	5,146,721.			
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	8,797,426.			
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				
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	8,797,426.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008 641,344.				
c Excess from 2009				
d Excess from 2010 3,009,361.				
e Excess from 2011 5,146,721.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 main columns: (a) 2011, (b) 2010, (c) 2009, (d) 2008, (e) Total. Rows include: 2a Enter the lesser of the adjusted net income...; b 85% of line 2a; c Qualifying distributions from Part XII...; 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; 3 Complete 3a, b, or c for the alternative test relied upon; a "Assets" alternative test; b "Endowment" alternative test; c "Support" alternative test.

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))

JOSEPH D. JAMAIL

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 [X] 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:

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

ORGANIZATION LETTERHEAD AND PROOF OF TAX EXEMPTION REQUIRED.

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> ATTACHMENT 11				
Total ▶ 3a				5,696,417.
b <i>Approved for future payment</i>				
Total ▶ 3b				

**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

LEE & JOSEPH D. JAMAIL FOUNDATION

Employer identification number

76-0181247

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	
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	

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	27,806.
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	27,806.

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

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		
14	Net long-term gain or (loss):			
a	Total for year	14a		27,806.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		27,806.

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

Part IV Capital Loss Limitation

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

LEE & JOSEPH D. JAMAIL FOUNDATION

76-0181247

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

(a) Description of property (Example 100 sh 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) Subtract (e) from (d)
6a 125 BROADRIDGE FIN'L SOLUTIONS LLC	VARIOUS	021411	2,859.	2,403.	456.
500 SUNTRUST BANK INC	VARIOUS	02/14/2011	16,134.	20,393.	-4,259.
500 VERIZON COMMUNICATIONS INC	VARIOUS	02/14/2011	17,960.	20,835.	-2,875.
550,000 DOW CHEMICAL 8% 11/15/2018	VARIOUS	05/16/2011	550,000.	550,000.	
3,135,000 FNMA 6% 05/15/2011	VARIOUS	05/16/2011	3,135,000.	3,135,000.	
30,000 US TREAS 05/15/2011	VARIOUS	05/16/2011	30,000.	29,751.	249.
9 FAIRPOINT COMMUNICATIONS INC	VARIOUS	05/09/2011		95.	-95.
1,000 CISCO SYSTEMS INC	VARIOUS	05/26/2011	16,290.	32,270.	-15,980.
120 FRONTIER COMMUNICATIONS INC	VARIOUS	05/26/2011	1,037.	1,404.	-367.
400 MCGRAW-HILL COMPANIES INC	VARIOUS	05/26/2011	16,799.	10,500.	6,299.
400 MEDTRONIC INC	VARIOUS	05/26/2011	16,020.	13,391.	2,629.
2,000 MICROSOFT CORP	VARIOUS	05/26/2011	49,039.	77,085.	-28,046.
200 PEPSICO INC	VARIOUS	05/26/2011	13,992.	2,939.	11,053.
700 SYSCO CORP	VARIOUS	05/26/2011	22,309.	23,913.	-1,604.
1,578 BANK OF AMERICA CORP	VARIOUS	07/22/2011	15,922.	46,721.	-30,799.
400 JOHNSON & JOHNSON	VARIOUS	07/22/2011	26,595.	5,782.	20,813.
150,000 GOLDMAN SACHS GROUP INC 5.125% 01/15/20	VARIOUS	08/08/2011	159,158.	137,382.	21,776.
245,000 GOLDMAN SACHS GROUP INC 5.95% 01/18/201	VARIOUS	08/08/2011	263,520.	226,137.	37,383.
1,000 INTEL CORP	VARIOUS	09/08/2011	20,130.	9,156.	10,974.
100 JOHNSON & JOHNSON	VARIOUS	09/08/2011	6,533.	2,264.	4,269.
700 ELI LILLY & CO	VARIOUS	09/08/2011	25,851.	57,437.	-31,586.
500 NEWS CORP INC	VARIOUS	09/08/2011	8,270.	4,828.	3,442.
100 PROCTER & GAMBLE CO	VARIOUS	09/08/2011	6,263.	1,228.	5,035.
700 AMERICA MOVIL SA SER L ADR	VARIOUS	10/20/2011	15,770.	749.	15,021.
116 HEWLETT-PACKARD CO	VARIOUS	10/20/2011	2,763.	1,426.	1,337.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b

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)	
2,859.		125 BROADRIDGE FIN'L SOLUTIONS LLC PROPERTY TYPE: SECURITIES 2,403.				P	VARIOUS 456.	021411
16,134.		500 SUNTRUST BANK INC PROPERTY TYPE: SECURITIES 20,393.				P	VARIOUS -4,259.	02/14/2011
17,960.		500 VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 20,835.				P	VARIOUS -2,875.	02/14/2011
550,000.		550,000 DOW CHEMICAL 8% 11/15/2018 PROPERTY TYPE: SECURITIES 550,000.				P	VARIOUS	05/16/2011
3,135,000.		3,135,000 FNMA 6% 05/15/2011 PROPERTY TYPE: SECURITIES 3,135,000.				P	VARIOUS	05/16/2011
30,000.		30,000 US TREAS 05/15/2011 PROPERTY TYPE: SECURITIES 29,751.				P	VARIOUS 249.	05/16/2011
		9 FAIRPOINT COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 95.				P	VARIOUS -95.	05/09/2011
16,290.		1,000 CISCO SYSTEMS INC PROPERTY TYPE: SECURITIES 32,270.				P	VARIOUS -15,980.	05/26/2011
1,037.		120 FRONTIER COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 1,404.				P	VARIOUS -367.	05/26/2011
16,799.		400 MCGRAW-HILL COMPANIES INC PROPERTY TYPE: SECURITIES 10,500.				P	VARIOUS 6,299.	05/26/2011
16,020.		400 MEDTRONIC INC PROPERTY TYPE: SECURITIES 13,391.				P	VARIOUS 2,629.	05/26/2011
49,039.		2,000 MICROSOFT CORP PROPERTY TYPE: SECURITIES 77,085.				P	VARIOUS -28,046.	05/26/2011

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)	
13,992.		200 PEPSICO INC PROPERTY TYPE: SECURITIES 2,939.				P	VARIOUS 11,053.	05/26/2011
22,309.		700 SYSCO CORP PROPERTY TYPE: SECURITIES 23,913.				P	VARIOUS -1,604.	05/26/2011
15,922.		1,578 BANK OF AMERICA CORP PROPERTY TYPE: SECURITIES 46,721.				P	VARIOUS -30,799.	07/22/2011
26,595.		400 JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 5,782.				P	VARIOUS 20,813.	07/22/2011
159,158.		150,000 GOLDMAN SACHS GROUP INC 5.125% 0 PROPERTY TYPE: SECURITIES 137,382.				P	VARIOUS 21,776.	08/08/2011
263,520.		245,000 GOLDMAN SACHS GROUP INC 5.95% 01 226,137.					VARIOUS 37,383.	08/08/2011
20,130.		1,000 INTEL CORP PROPERTY TYPE: SECURITIES 9,156.				P	VARIOUS 10,974.	09/08/2011
6,533.		100 JOHNSON & JOHNSON PROPERTY TYPE: SECURITIES 2,264.				P	VARIOUS 4,269.	09/08/2011
25,851.		700 ELI LILLY & CO PROPERTY TYPE: SECURITIES 57,437.				P	VARIOUS -31,586.	09/08/2011
8,270.		500 NEWS CORP INC PROPERTY TYPE: SECURITIES 4,828.				P	VARIOUS 3,442.	09/08/2011
6,263.		100 PROCTER & GAMBLE CO PROPERTY TYPE: SECURITIES 1,228.				P	VARIOUS 5,035.	09/08/2011
15,770.		700 AMERICA MOVIL SA SER L ADR PROPERTY TYPE: SECURITIES 749.				P	VARIOUS 15,021.	10/20/2011

**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)	
2,763.		116 HEWLETT-PACKARD CO PROPERTY TYPE: SECURITIES 1,426.				P	VARIOUS 1,337.	10/20/2011
890.		105 SOUTHWEST AIRLINES CO PROPERTY TYPE: SECURITIES 423.				P	VARIOUS 467.	10/20/2011
7,402.		112 SCHLUMBERGER LTD PROPERTY TYPE: SECURITIES 923.				P	VARIOUS 6,479.	10/20/2011
2,811.		200 VEOLIA ENVIRONMENT ADR PROPERTY TYPE: SECURITIES 17,784.				P	VARIOUS -14,973.	10/20/2011
855,000.		855,000 FHLB 5.625% 11/15/2011 PROPERTY TYPE: SECURITIES 855,093.				P	VARIOUS -93.	11/15/2011
2,849,539.		2,851,000 US TREAS BILL 12/15/2011 PROPERTY TYPE: SECURITIES 2,849,539.				P	VARIOUS	12/15/2011
363,332.		350,000 GE COMPANY 5% 02/01/2013 PROPERTY TYPE: SECURITIES 352,531.				P	VARIOUS 10,801.	12/19/2011
TOTAL GAIN(LOSS)							<u>27,806.</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>
PREMIER DEPOSIT SWEEP	70.	70.
TOTAL	<u>70.</u>	<u>70.</u>

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
ABBOTT LABORATORIES	1,880.	1,880.
AIR PRODUCTS & CHEMICALS INC	562.	562.
AMERICA MOVIL SA	194.	194.
AMERICAN EXPRESS	576.	576.
APACHE CORP	30.	30.
ARCOS DORADOS	125.	125.
AUTOMATIC DATA PROCESSING	1,332.	1,332.
BALL CORP	168.	168.
BANK OF AMERICA NEW	16.	16.
BARRICK GOLD	153.	153.
BECTON DICKINSON	504.	504.
BLACKROCK INC	138.	138.
BOEING INC	42.	42.
BROADRIDGE FINANCIAL SOLUTIONS	19.	19.
CATERPILLAR	992.	992.
CBOE HOLDING INC	12.	12.
CHEVRON TEXACO CORPORATION	3,708.	3,708.
CISCO SYSTEMS INC	60.	60.
CME GROUP INC	560.	560.
COCA COLA COMPANY	3,760.	3,760.
CONOCOPHILLIPS	3,131.	3,131.
DAIMLER BENZ AG	535.	535.
DOW CHEMICAL COMPANY	22,000.	22,000.
EI DUPONT DE NEMOURS	328.	328.
ELI LILLY & CO	1,029.	1,029.
EXXONMOBIL CORPORATION	7,400.	7,400.
FASTENAL CO	14.	14.
FRANKLIN RESOURCES	604.	604.
FREEMPORT MCMORAN	1,500.	1,500.
FRONTIER COMM CORP	23.	23.
GENERAL DYNAMICS CORP	549.	549.
GENERAL ELECTRIC	1,740.	1,740.

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>
HEWLETT PACKARD	101.	101.
HOME DEPOT	624.	624.
HSBC HOLDINGS	1,345.	1,345.
IBM CORP	1,160.	1,160.
ISHARES MSCI AUSTRALIA	109.	109.
ISHARES MSCI BRAZIL	42.	42.
ISHARES MSCI CANADA	56.	56.
ISHARES MSCI HONG KONG	41.	41.
ISHARES MSCI JAPAN	39.	39.
ISHARES MSCI SINGAPORE	47.	47.
ISHARES MSCI SPAIN	292.	292.
ISHARES MSCI MALAYSIA	60.	60.
ISHARES MSCI MEXICO	80.	80.
INTEL CORPORATION	3,166.	3,166.
JOHNSON & JOHNSON	3,312.	3,312.
JPMORGAN CHASE & CO	1,110.	1,110.
KELLOGG CO	668.	668.
KINDER MORGAN	630.	630.
KRAFT FOODS	1,624.	1,624.
MCDONALD'S CORP	2,783.	2,783.
MCGRAW HILL	1,000.	1,000.
MEDTRONIC INC	274.	274.
MERCK & CO INC	1,482.	1,482.
MERCK & CO NEW	494.	494.
MICROSOFT CORP	912.	912.
MOBIL CORP	10,350.	10,350.
NESTLE SA	4,165.	4,165.
NEWS CORP	293.	293.
NOVO-NORDISK	943.	943.
NYSE EURONEXT	120.	120.
OCCIDENTAL	1,240.	1,240.
PEPSICO INC	1,784.	1,784.

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>
PLUM CREEK TIMBER GROUP	336.	336.
PRAXAIR INC	800.	800.
PROCTER & GAMBLE	3,033.	3,033.
QUALCOMM INC	334.	334.
RAYTHEON	186.	186.
RIO TINTO PLC	574.	574.
ROCHE HOLDINGS LTD	1,769.	1,769.
ROYAL DUTCH PETROLEUM	3,024.	3,024.
SCHLUMBERGER LTD	588.	588.
SOUTHWEST AIRLINES	9.	9.
SYNGENTA AG	320.	320.
SYSCO	364.	364.
TARGET CORP	925.	925.
TEXAS INSTRUMENTS	896.	896.
TRAVELERS COMPANIES	159.	159.
TIME WARNER INC	238.	238.
TOTAL SA ADR	2,279.	2,279.
UNITED TECHNOLOGIES CORP	933.	933.
VEOLIA ENVIRONMENT	347.	347.
VERIZON COMMUNICATIONS	244.	244.
WAL MART STORES INC	1,398.	1,398.
WALGREENS CO	1,280.	1,280.
WEINGARTEN REALTY INC	220.	220.
WHOLE FOODS	160.	160.
WILLIAMS COMPANIES INC	25.	25.
GENERAL ELECTRIC 5% 2/1/13	84,604.	84,604.
JOHNSON & JOHNSON 3.8% 5/15/13	16,530.	16,530.
MERCK & CO 4.375% 2/15/13	21,875.	21,875.
PFIZER INC 4.5% 2/15/14	18,900.	18,900.
FEDERAL HOME LOAN 5.625% 11/15/10	48,094.	48,094.
FED NATL MTG ASSOC 6% 5/15/11	94,050.	94,050.
US TREASURY BONDS 6% 2/15/26	7,461.	7,461.

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>
US TREASURY SEC STRIP INT PMT 0%	12,117.	12,117.
GOLDMAN SACHS 5.125% 1/15/15	8,243.	8,243.
GOLDMAN SACHS 5.95% 1/18/18	15,509.	15,509.
FEDERAL FARM CR BANKS	10,680.	10,680.
TOTAL	<u>452,534.</u>	<u>452,534.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
OTHER MISCELLANEOUS INCOME	5,870.	5,870.
TOTALS	<u>5,870.</u>	<u>5,870.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES	2,172.	2,172.
EXCISE TAXES	18,928.	
TOTALS	<u>21,100.</u>	<u>2,172.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ACCOUNT MGMT & TRUST FEES	19,105.	19,105.
AMORTIZATION OF BOND PREMIUMS	22,117.	22,117.
MISCELLANEOUS EXPENSES	59.	59.
TOTALS	<u>41,281.</u>	<u>41,281.</u>

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

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
.855M FED HOME LOAN BNK 5.625% 11/15/11	853,055.		
3.135M FED NATL MTG ASSN 6% 5/15/11	3,137,043.		
.100M US TREASURY BONDS 6% 2/15/26	100,491.	100,459.	144,125.
.030M US TREAS STRIP INT PMT 0% 5/15/11	28,911.		
.200M US TREAS SEC STRIP INT PMT 0% 11/15/22	92,203.	98,431.	156,874.
.250M US TREA SEC STRIPPED INT PMT 0% 5/15/13	88,377.	93,425.	99,783.
.200M FED FARM CR BANK 5.34% 10/22/2018	195,727.	196,274.	245,354.
US OBLIGATIONS TOTAL	4,495,807.	488,589.	646,136.

ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1000 ABBOTT LABORATORIES	26,719.	26,719.	56,230.
300 AIR PRODUCTS & CHEMICALS	17,747.	26,918.	25,557.
500 AMERICA MOVIL SA DE CV	1,070.	321.	6,780.
800 AMERICAN EXPRESS CO	30,082.	30,082.	37,736.
200 APACHE CORP		25,680.	18,116.
400 APPLE INC	41,109.	79,599.	162,000.
700 ARCOS DORADOS INC		15,284.	14,371.
900 AUTOMATIC DATA PROCESSING	26,069.	30,713.	54,010.
300 BALL CORP.	1,837.	1,837.	21,426.
1578 BANK OF AMERICA CORP	46,721.		
300 BARRICK GOLD CORP	7,236.	7,236.	13,575.
300 BECTON DICKINSON	20,683.	20,683.	22,416.
100 BLACKROCK INC		15,794.	17,824.
100 BOEING CO		6,282.	7,335.
125 BROADRIDGE FINANCIAL SOL	2,403.		
500 CATERPILLAR INC	33,950.	44,251.	54,360.
100 CBOE HOLDING INC		2,600.	2,586.
1200 CHEVRON CORP	41,827.	41,827.	127,680.
100 CHICAGO MERC EXCH	58,500.	58,500.	24,367.
1000 CISCO SYSTEMS	32,270.		
2000 COCA COLA CO	40,530.	40,530.	139,940.
1186 CONOCOPHILLIPS	46,226.	46,226.	86,424.
201 DAIMLERCHRYSLER AG	9,410.	9,410.	8,816.
300 DIRECTTV GROUP INC	2,237.	2,237.	12,828.
200 E I DU PONT NEMOURS	9,571.	9,571.	9,156.
150 ESTEE LAUDER COMPANIES INC		16,611.	16,848.
4000 EXXON MOBIL CORP.	112,463.	112,463.	339,040.
100 FASTENAL CO		3,464.	4,361.
9 FAIRPOINT COMMUNICATIONS	95.		

ATTACHMENT 7 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
200 FRANKLIN RESOURCE INC	44,917.	25,624.	19,212.
400 FREEPORT-MCMORAN COPPER	1,404.	44,917.	36,790.
120 FRONTIER COMM CORP	27,533.	27,533.	19,923.
300 GENERAL DYNAMICS CORP	25,973.	25,973.	53,730.
3000 GENERAL ELECTRIC CO	6,944.	6,944.	4,485.
100 GREEN MOUNTAIN COFFEE INC	44,292.	44,292.	26,975.
708 HSBC HOLDINGS PLC	3,884.	2,458.	5,152.
316 HEWLETT PACKARD	23,154.	23,154.	25,224.
600 HOME DEPOT INC	51,797.	51,797.	73,552.
400 IBM	1,080.	1,080.	2,144.
100 ISHARES INC AUSTRALIA INDX	5,568.	5,568.	5,739.
100 ISHARES INC BRAZIL INDX	1,105.	1,105.	2,660.
100 ISHARES INC CANADA INDX	1,444.	1,444.	1,547.
100 ISHARES INC HONG KONG INDX	3,271.	3,271.	1,822.
200 ISHARES INC JAPAN INDX	1,445.	1,445.	1,340.
100 ISHARES INC MALAYSIA INDX	1,143.	1,143.	5,376.
100 ISHARES MEXICO INDX	1,322.	1,322.	1,083.
100 ISHARES SINGAPORE INDX	1,457.	1,457.	3,027.
100 ISHARES SPAIN INDX	71,816.	62,660.	80,025.
4300 INTEL CORP	28,635.	41,331.	49,875.
1200 JPMORGAN CHASE & CO	48,093.	40,047.	78,696.
1700 JOHNSON & JOHNSON	11,850.	11,850.	20,228.
400 KELLOGG CO	43,400.	31,339.	70,774.
1000 KINDER MORGAN INC	57,437.	43,400.	52,304.
1400 KRAFT FOODS INC A	34,190.	34,190.	110,363.
700 ELI LILLY & CO	31,361.	20,862.	35,976.
1100 MCDONALDS CORP	16,739.	3,348.	3,825.
1200 MCGRAW HILL			
100 MEDTRONIC INC			

ATTACHMENT 7 (CONT'D)FORM 990PE, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1300 MERCK & CO	49,454.	49,454.	49,010.
2400 MICROSOFT CORP	95,784.	18,700.	10,384.
200 NASDAQ	8,343.	8,343.	4,902.
2000 NESTLE SA	20,255.	20,255.	115,496.
150 NET BANK INC	1,209.	1,209.	1.
2000 NEWS CORP INC CL A	24,389.	19,562.	26,760.
500 NOVO-NORDISK AS ADR	28,610.	28,610.	57,630.
800 OCCIDENTAL PETROLEUM CORP	49,302.	69,986.	74,960.
1000 PEPSICO INC	14,697.	11,758.	53,080.
137 PLUM CREEK TIMBER CO	5,187.	5,187.	7,312.
400 PRAXAIR INC	21,378.	21,378.	42,760.
1500 PROCTER & GAMBLE COMPANY	21,666.	20,438.	93,394.
112 RAYTHEON CO CL A	3,640.	3,640.	5,419.
100 RIO TINTO PLC	38,056.	51,744.	29,352.
1000 ROCHE HOLDINGS LTD	39,820.	39,820.	42,562.
800 ROYAL DUTCH SHELL PLC	32,814.	46,721.	73,090.
7 TRAVELERS COS (ST. PAUL)	4,856.	4,856.	5,917.
612 SCHLUMBERGER LTD	5,037.	4,115.	34,155.
505 SOUTHWEST AIRLINES	2,032.	1,610.	3,424.
500 SUNTRUST BANKS	20,393.		
200 SYNGENTA AG BASEL	11,498.	11,498.	11,788.
700 SYSCO CORP	23,913.		
100 TARGA RESOURCES CORP		3,298.	4,069.
1000 TARGET CORP	36,450.	56,315.	51,220.
1400 TEXAS INSTRUMENTS	33,328.	33,328.	46,576.
125 TIME WARNER INC	14,121.	26,860.	17,917.
800 TOTAL SA ADR	44,432.	71,551.	66,443.
500 VERIZON COMMUNICATIONS	20,835.		
100 NYSE EURONEXT	9,904.	9,904.	2,610.

ATTACHMENT 7 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
356 PLAINS EXPLORATION	5,331.	5,331.	13,072.
400 QUALCOMM INC	16,976.	16,976.	21,880.
500 UNITED TECHNOLOGIES CORP	34,455.	34,455.	36,545.
1000 WALMART	27,917.	27,917.	59,760.
800 WALT DISNEY CO		33,924.	30,000.
200 WEINGARTEN REALTY	2,957.	2,957.	4,364.
100 WILLIAMS COS INC		2,991.	3,302.
200 VEOLIA ENVIRONMENT ADR	17,783.		
1600 WALGREENS	8,440.	8,440.	52,896.
400 WHOLE FOODS MARKET INC	18,564.	18,564.	27,832.
TOTALS	<u>2,001,323.</u>	<u>2,026,087.</u>	<u>3,255,511.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
1.205M GENERAL ELECTRIC 5% 2/01/13	1,587,609.	1,213,713.	1,255,731.
.435M JOHNSON & JOHNSON 3.8% 5/15/13	434,772.	434,868.	455,702.
.500M MERCK & CO INC 4.375% 2/15/13	504,583.	502,653.	521,485.
.420M PFIZER INC 4.5% 2/15/14	419,149.	419,424.	452,810.
.150M GOLDMAN SACHS GROUP INC 5.125% 08/15/2015	134,888.		
.550M DOW CHEMICAL CO 8.00% DUE 11/15/2018	550,000.		
.245M GOLDMAN SACHS GROUP INC 5.95% 01/18/2018	224,167.		
.120M MOBIL CORP 8.625% 08/15/2021	164,253.	160,088.	182,158.
TOTALS	<u>4,019,421.</u>	<u>2,730,746.</u>	<u>2,867,886.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM LIEDTKE INTERESTS, LTD	1,400.	1,400.	1,400.
PREPAID FEDERAL EXCISE TAX	16,651.	17,523.	17,523.
TOTALS	<u>18,051.</u>	<u>18,923.</u>	<u>18,923.</u>

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

ATTACHMENT 10

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

JOSEPH D JAMAIL III 500 DALLAS, STE. 3434 HOUSTON, TX 77002	PRESIDENT	0	0	0
RANDALL HAGE JAMAIL 500 DALLAS, STE. 3434 HOUSTON, TX 77002	VICE PRESIDENT	0	0	0
ROBERT LEE JAMAIL 1200 SMITH STREET, STE. 1135 HOUSTON, TX 77002	SECR/TREAS	0	0	0
DENISE S DAVIDSON 500 DALLAS, STE. 3434 HOUSTON, TX 77002	SECRETARY	0	0	0

GRAND TOTALS

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

ATTACHMENT 11

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ST JOHN'S SCHOOL 2401 CLAREMONT LANE HOUSTON, TX 77019	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	70,000
ALLEY THEATRE 615 TEXAS AVENUE HOUSTON, TX 77002-2795	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	100,000
FARM AID PO BOX 228 CHAMPAIGN, IL 61824	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSES	65,000
THE KINKAID SCHOOL 201 KINKAID SCHOOL DRIVE HOUSTON, TX 77024	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	75,000
THE NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE 3RD FLOOR NEW YORK, NY 10017	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000.
AIDS FOUNDATION 3202 WESLAYAN HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000

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

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HOUSTON GARDEN CLUB 4212 SAN FELIPE, STE 486 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	15,000
SOUTHERN METHODIST UNIVERSITY DEVELOPMENT OFFICE PO BOX 750281 DALLAS, TX 75275	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	12,500
OPEN DOOR MISSION 5803 HARRISBURG BLVD HOUSTON, TX 77011	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000.
CONTEMPORARY ARTS MUSEUM 5216 MONTROSE BLVD HOUSTON, TX 77006	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	20,000
COMPANY ONSTAGE 536 WESTBURY SQUARE HOUSTON, TX 77035	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	8,750.
TEACH FOR AMERICA 4669 SOUTHWEST FREEWAY SUITE 600 HOUSTON, TX 77027	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000.

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

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOCIETY FOR THE PERFORMING ARTS 615 LOUISIANA STREET SUITE 100 HOUSTON, TX 77002	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000
CITY DANCE 5411 MORNINGSIDE DRIVE HOUSTON, TX 77005	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	2,500.
HELP CLIFFORD HELP KIDS 1901 E. BEN WHITE BOULEVARD AUSTIN, TX 78741	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000
THE UNIVERSITY OF TEXAS 2901 NORTH IH-35 SUITE 4.100 AUSTIN, TX 78722	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	4,000,000
RICE UNIVERSITY PO BOX 1892 HOUSTON, TX 77251	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	166,667.
ASSIST HER INC 3424 S STATE ST CHICAGO, IL 60616	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	500

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

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BRILLIANT LECTURE SERIES 2400 AUGUSTA DRIVE, SUITE 245 HOUSTON, TX 77057	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	9,500.
MUSEUM OF FINE ARTS HOUSTON 1001 BISSONNET HOUSTON, TX 77005	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000.
LUNAR RENDEZVOUS FESTIVAL P O BOX 57486 WEBSTER, TX 77598	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000.
RISE ACROSS TEXAS 700 E 11TH STREET AUSTIN, TX 78701	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000.
WESTSIDE BASEBALL 14201 BRIAR FOREST HOUSTON, TX 77077	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	4,000
TEXAS SHOCKWAVE P O. BOX 2439 ANAHUAC, TX 77514	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	2,000.

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

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SHRINER'S HOSPITAL FOR CHILDREN 6977 MAIN STREET HOUSTON, TX 77030	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000
ST AGNES ACADEMY 9000 BELLAIRE BLVD HOUSTON, TX 77036	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000.
HOUSTON ARTS ALLIANCE 3201 ALLEN PARKWAY SUITE 250 HOUSTON, TX 77019	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	10,000
HISD 4400 WEST 18TH STREET HOUSTON, TX 77092	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000.
VINCE YOUNG FOUNDATION 1533 JAG HOLLOW LEAGUE CITY, TX 77573	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	5,000
INDEPENDENT ARTS 3333 WEST ALABAMA SUITE 101 HOUSTON, TX 77098	NONE NOT PRIVATE FOUNDATION	501 (C) (3) PURPOSE	35,000

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

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ST THOMAS HIGH SCHOOL 4500 MEMORIAL DRIVE HOUSTON, TX 77007	NONE NOT PRIVATE FOUNDATION	501(C)(3) PURPOSE	5,000.
JUVENILE DIABETES FOUNDATION 2425 FOUNTAIN VIEW DRIVE HOUSTON, TX 77057	NONE NOT PRIVATE FOUNDATION	501(C)(3) PURPOSE	5,000.
SAN MARCOS BAPTIST ACADEMY 2801 RANCH TO MARKET 12 SAN MARCOS, TX 78666	NONE NOT PRIVATE FOUNDATION	501(C)(3) PURPOSE	1,000,000

TOTAL CONTRIBUTIONS PAID

5,696,417

LEE & JOSEPH D. JAMAIL FOUNDATION

76-0181247

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

ATTACHMENT 12

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
OTHER MISCELLANEOUS INCOME				5,870.	
TOTALS				<u>5,870.</u>	