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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation KEITH & MATTIE STEVENSON FOUNDATION SEQUENT ASSET MANAGEMENT		A Employer identification number 76-0366599
Number and street (or P.O. box number if mail is not delivered to street address) 952 ECHO LANE, SUITE 115	Room/suite	B Telephone number 713-467-0008
City or town, state, and ZIP code HOUSTON, TX 77024		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <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"/>
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) \$ 3,687,469.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Revenue	1 Contributions, gifts, grants, etc., received			N/A		
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	89,047.	89,047.		STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	126,465.				
	b Gross sales price for all assets on line 6a	1,214,991.				
	7 Capital gain net income (from Part IV, line 2)		126,465.			
	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)						
11 Other income						
12 Total. Add lines 1 through 11	215,512.	215,512.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 2	1,451.	726.		725.
	c Other professional fees					
	17 Interest					
	18 Taxes	STMT 3	<278.>	269.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
23 Other expenses	STMT 4	18,999.	18,999.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23		20,172.	19,994.		725.	
25 Contributions, gifts, grants paid		175,500.			175,500.	
26 Total expenses and disbursements. Add lines 24 and 25		195,672.	19,994.		176,225.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		19,840.				
b Net investment income (if negative, enter -0-)			195,518.			
c Adjusted net income (if negative, enter -0-)				N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		750,592.	129,411.	129,411.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 5		349,831.	100,171.	102,633.
	b	Investments - corporate stock STMT 6		1,661,021.	2,223,087.	2,203,193.
	c	Investments - corporate bonds STMT 7		902,239.	1,230,854.	1,252,232.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		3,663,683.	3,683,523.	3,687,469.	
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				
	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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		3,663,683.	3,683,523.	
30	Total net assets or fund balances		3,663,683.	3,683,523.		
31	Total liabilities and net assets/fund balances		3,663,683.	3,683,523.		

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	3,663,683.
2	Enter amount from Part I, line 27a	2	19,840.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,683,523.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,683,523.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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 1,214,991.		1,088,526.	126,465.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			126,465.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	126,465.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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 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	176,592.	3,797,666.	.046500
2009	202,090.	3,753,626.	.053839
2008	242,402.	4,457,520.	.054380
2007	270,885.	4,944,519.	.054785
2006	218,000.	5,389,562.	.040449

2 Total of line 1, column (d)	2	.249953
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	.049991
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	3,705,795.
5 Multiply line 4 by line 3	5	185,256.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,955.
7 Add lines 5 and 6	7	187,211.
8 Enter qualifying distributions from Part XII, line 4	8	176,225.

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.

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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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,910.
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	0.
3 Add lines 1 and 2		3	3,910.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,910.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,280.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,280.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,630.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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) <input type="checkbox"/> 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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► SEQUENT ASSET MANAGEMENT Telephone no. ► 713-467-0008 Located at ► 952 ECHO LANE, SUITE 115, HOUSTON, TX ZIP+4 ► 77024			
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 N/A			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: ►		
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.) N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) N/A	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)?

☐ 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)?

N/A
☒

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
KEITH T. STEVENSON 6022 PARK CIRCLE HOUSTON, TX 77057	CO-TRUSTEE 1.00	0.	0.	0.
MATTIE STEVENSON 6022 PARK CIRCLE HOUSTON, TX 77057	CO-TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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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. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,322,228.
b	Average of monthly cash balances	1b	440,000.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,762,228.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,762,228.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,433.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,705,795.
6	Minimum investment return. Enter 5% of line 5	6	185,290.

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	185,290.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,910.
2b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,910.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	181,380.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	181,380.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	181,380.

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	176,225.
b	Program-related investments - total from Part IX-B	1b	0.
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	176,225.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	176,225.

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.

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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				181,380.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007	2,591.			
c From 2008	23,722.			
d From 2009	15,282.			
e From 2010				
f Total of lines 3a through e	41,595.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	176,225.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				176,225.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	5,155.			5,155.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	36,440.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	36,440.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	21,158.			
c Excess from 2009	15,282.			
d Excess from 2010				
e Excess from 2011				

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

N/A

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)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities.

[illegible]

- 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).)

SEE STATEMENT 8

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:

SEQUENT ASSET MANAGEMENT, 713-467-0008
952 ECHO LANE, SUITE 115, HOUSTON, TX 77024

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

N/A

c Any submission deadlines:

N/A

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

N/A

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				
HCC FOUNDATION 3100 MAIN STREET HOUSTON, TX 77002	NONE		GENERAL PURPOSE	2,500.
MEMORIAL HERMANN FOUNDATION 9401 SOUTHWEST FREEWAY, SUITE 401 HOUSTON, TX 77074	NONE		MEDICAL	45,000.
TEXAS A&M FOUNDATION 4461 TAMU COLLEGE STATION, TX 77843	NONE		GENERAL PURPOSE	30,000.
BROOKWOOD COMMUNITY 1752 FM 1489 BROOKSHIRE, TX 77423	NONE		GENERAL PURPOSE	15,000.
HUMANE SOCIETY OF THE UNITED STATES 2100 L STREET, NW WASHINGTON, DC 20037	NONE		GENERAL PURPOSE	15,000.
Total	SEE CONTINUATION SHEET(S)			175,500.
b Approved for future payment				
NONE				
Total				0.

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

		Yes	No
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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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.		

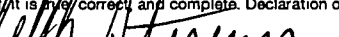

[illegible]

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
N/A		

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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		5/24/12 5/24/12 Date		CO-TRUSTEE Title		
Paid Preparer Use Only	Print/Type preparer's name CHRISTIAN A. SLAATS		Preparer's signature 		Date 04/12/12	Check <input type="checkbox"/> if self-employed	PTIN P00963303
	Firm's name ► KERBER, ECK & BRAECKEL LLP					Firm's EIN ► 43-0352985	
	Firm's address ► 125 SOUTH 84TH STREET SUITE 100 MILWAUKEE, WI 53214-1498					Phone no. (414) 456-1099	

**KEITH & MATTIE STEVENSON FOUNDATION
SEQUENT ASSET MANAGEMENT**

76-0366599

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
INTERNATIONAL EXOTIC ANIMAL SANCTUARY PO BOX 637 BOYD, TX 76023	NONE		GENERAL PURPOSE	12,000.
STAR OF HOPE MISSION DEPARTMENT N026, PO BOX 1505 HOUSTON, TX 77251	NONE		GENERAL PURPOSE	10,000.
SALVATION ARMY 1603 MCGOWEN STREET HOUSTON, TX 77004	NONE		GENERAL PURPOSE	10,000.
RED COLLAR RESCUE 1000 MAIN, #2400 HOUSTON, TX 77002	NONE		GENERAL PURPOSE	10,000.
GALVESTON BAY FOUNDATION 17330 HIGHWAY 3 WEBSTER, TX 77598	NONE		GENERAL PURPOSE	7,000.
PEOPLE FOR THE ETHICAL TREATMENT OF ANIMALS 501 FRONT STREET NORFOLK, VA 23510	NONE		GENERAL PURPOSE	5,000.
S.N.A.P. PO BOX 70286 HOUSTON, TX 77270	NONE		GENERAL PURPOSE	5,000.
HOUSTON SYMPHONY DEVELOPMENT DEPARTMENT #1, 615 LOUISIANA STREET, SUITE 102 HOUSTON, TX 77002	NONE		GENERAL PURPOSE	3,000.
TANGLEWOOD FOUNDATION 5757 WOODWAY, SUITE 160 HOUSTON, TX 77057	NONE		GENERAL PURPOSE	3,000.
SUNSHINE KIDS FOUNDATION 2814 VIRGINIA HOUSTON, TX 77098	NONE		GENERAL PURPOSE	2,000.
Total from continuation sheets				68,000.

76-0366599

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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 ABBOTT LABORATORIES		P	04/01/11	09/16/11
b ALCOA INC		P	12/27/10	10/27/11
c ALCOA INC		P	12/27/10	10/27/11
d ALCOA INC		P	12/27/10	10/27/11
e BANK OF AMERICA		P	08/11/10	08/15/11
f CHINA UNICOM		P	02/23/10	12/06/11
g CHINA UNICOM		P	04/26/10	12/06/11
h CHINA UNICOM		P	04/26/10	12/06/11
i CISCO SYSTEMS		P	04/02/08	02/22/11
j DIMENSIONAL ADV US SMALL CAP		P	04/21/11	08/08/11
k EXELON CORP		P	03/05/08	10/27/11
l GENERAL ELECTRIC		P	07/17/08	12/08/11
m HARBIN ELEC INC		P	02/23/10	11/03/11
n HARBIN ELEC INC		P	02/23/10	11/03/11
o HARBIN ELEC INC		P	04/27/10	11/03/11

(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 40,094.		37,839.	2,255.
b 2,264.		3,032.	<768.>
c 4,528.		6,064.	<1,536.>
d 35,090.		47,004.	<11,914.>
e 100,000.		100,000.	0.
f 28,519.		14,896.	13,623.
g 6,338.		3,548.	2,790.
h 21,125.		11,798.	9,327.
i 200,000.		200,000.	0.
j 21,175.		26,916.	<5,741.>
k 19,936.		36,173.	<16,237.>
l 11,096.		18,947.	<7,851.>
m 4,800.		3,758.	1,042.
n 14,400.		11,234.	3,166.
o 2,400.		2,301.	99.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,255.
b			<768.>
c			<1,536.>
d			<11,914.>
e			0.
f			13,623.
g			2,790.
h			9,327.
i			0.
j			<5,741.>
k			<16,237.>
l			<7,851.>
m			1,042.
n			3,166.
o			99.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

2

3

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 HARBIN ELEC INC	P	04/27/10	11/03/11
b HARBIN ELEC INC	P	11/01/10	11/03/11
c HDFC BANK ADS	P	02/12/10	02/11/11
d HDFC BANK ADS	P	04/27/10	02/11/11
e HESS CORP COM	P	10/17/05	02/28/11
f ITT CORP COM	P	02/23/09	02/01/11
g JOHNSON & JOHNSON	P	08/11/97	03/31/11
h JOHNSON & JOHNSON	P	08/08/03	03/31/11
i JOHNSON & JOHNSON	P	02/22/06	03/31/11
j JOHNSON & JOHNSON	P	12/27/10	03/31/11
k JOHNSON & JOHNSON	P	12/27/10	03/31/11
l MICROSOFT CORP	P	04/27/95	11/29/11
m MICROSOFT CORP	P	07/02/03	11/29/11
n MICROSOFT CORP	P	08/08/03	11/29/11
o MICROSOFT CORP	P	12/03/03	11/29/11

(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 15,600.		14,894.	706.
b 18,600.		16,748.	1,852.
c 18,289.		14,484.	3,805.
d 18,289.		18,700.	<411.>
e 40,468.		19,013.	21,455.
f 23,652.		16,038.	7,614.
g 40,063.		19,815.	20,248.
h 8,903.		7,772.	1,131.
i 8,903.		8,837.	66.
j 5,935.		6,187.	<252.>
k 23,741.		24,756.	<1,015.>
l 32,469.		6,368.	26,101.
m 1,923.		2,068.	<145.>
n 6,244.		6,420.	<176.>
o 3,122.		3,245.	<123.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			706.
b			1,852.
c			3,805.
d			<411.>
e			21,455.
f			7,614.
g			20,248.
h			1,131.
i			66.
j			<252.>
k			<1,015.>
l			26,101.
m			<145.>
n			<176.>
o			<123.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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).
If (loss), enter "-0-" in Part I, line 8 }

3

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	MICROSOFT CORP	P	07/20/05	11/29/11
b	NORTHERN TR CORP	P	10/29/10	10/27/11
c	NORTHERN TR CORP	P	12/28/10	10/27/11
d	PEPSICO INC	P	10/17/05	11/01/11
e	PEPSICO INC	P	07/17/08	11/01/11
f	POWERSHARES EXCHANGETRADED	P	07/16/10	04/27/11
g	POWERSHARES EXCHANGETRADED	P	07/16/10	07/07/11
h	SPDR GOLD TR GOLD SHS	P	09/03/09	01/05/11
i	SPDR GOLD TR GOLD SHS	P	09/03/09	02/04/11
j	SPDR GOLD TR GOLD SHS	P	09/03/09	02/22/11
k	UNITED STATES TREASURY NTS 2.25	P	03/10/10	08/02/11
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(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 1,199.		1,256.	<57.>
b 27,679.		32,363.	<4,684.>
c 12,775.		16,658.	<3,883.>
d 35,753.		33,199.	2,554.
e 3,109.		3,281.	<172.>
f 11,637.		6,943.	4,694.
g 22,884.		13,840.	9,044.
h 11.		8.	3.
i 10.		8.	2.
j 32,175.		22,720.	9,455.
k 263,789.		249,395.	14,394.
l 26,004.			26,004.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<57.>
b			<4,684.>
c			<3,883.>
d			2,554.
e			<172.>
f			4,694.
g			9,044.
h			3.
i			2.
j			9,455.
k			14,394.
l			26,004.
m			
n			
o			

2 Capital gain net income or (net capital loss) (If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7)	2	126,465.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

Keith and Mattie Stevenson Foundation
ID # 76-0366599
Year 2011

Schedule of Investments

	January 1, 2011 Book Value	December 31, 2011 Book Value	December 31, 2011 Market Value
Investments- US and State Government Obligations			
US Treasury Note 2.25%	249,395	-	-
US Treasury Note 4.375%	100,436	100,171	102,633
Total	349,831	100,171	102,633

Investments- Corporate Stock

AT&T Inc	24,810	40,237	44,604
Alcoa Inc	56,100	-	-
Abbott Laboratories	-	49,142	56,230
Automatic Data Processing Inc	49,051	49,051	62,112
Bristol Myers Squibb	22,955	22,955	39,116
Caterpillar Inc	-	3,650	3,624
China Unicom Limited ADR	30,242	-	-
Cisco Systems Inc	88,522	88,522	79,100
Cohen and Steers Realty Income	13,129	13,342	10,634
CVS Caremark Group	28,566	28,566	27,527
DFA Emerging Markets	63,964	67,002	47,799
DFA International Small Cap Value	157,562	163,052	117,810
Dimensional Adv US Small Cap Value	-	21,322	18,636
Du Pont E I De Nemours & Co	-	9,852	9,843
Exelon Corp	36,173	-	-
Exxon Mobil Corp	24,966	24,966	29,666
Fidelity Advisor Leveraged Stock	-	54,700	53,263
General Electric Co	18,947	-	-
Google Inc	-	43,545	45,213
HDFC Bank	33,184	-	-
Harbin Elec Inc	48,935	-	-
Hess Corp	19,013	-	-
Huron Consulting Group Inc	17,694	17,694	14,528
IBM	20,608	20,608	45,970
ITT Corp Com	16,038	-	-
ISHares TR S&P 100 Index Fund	-	108,669	111,209
JPMorgan Chase & Co	57,204	77,907	73,981
Johnson and Johnson	67,366	-	-
Lan Airlines Sa Spons ADR	-	41,282	38,578
Lockheed Martin Corp	-	32,206	34,383
Lowes Companies	27,607	27,607	35,532
Medco Health Solutions	43,803	43,803	44,441
Medtronic Inc	37,088	37,088	29,644
Microsoft Corp	19,357	-	-
Motorola Mobility Holdings Inc	-	98,808	100,880
Northern Trust Company	49,021	-	-
PepsiCo Inc	36,480	-	-
Powershares Exchange Traded Fund	20,783	-	-
Rayonier Inc	52,508	52,508	66,945
Raytheon Co Com	-	21,606	20,562
Spartan 500 Index Fund	76,089	298,681	304,450
SPDR S&P 500 Financial	-	34,922	33,475
SPDR S&P 500 Industrial	-	36,896	35,677
SPDR TR Consumer	-	17,637	17,559
SPDR S&P 500 Utilities	80,554	80,554	93,476
SPDR Gold Trust Share	22,824	-	-
Southern Company	11,370	44,899	56,705
Southwest Airlines	-	38,039	36,894
Southwestern Energy Co	-	42,279	34,336
Stencyl Inc	-	24,566	23,376
Sysco Corp	33,072	51,787	49,098
Vaughan Nelson Small Cap Value	109,740	131,396	108,725
Wal-Mart Stores Inc	31,975	48,020	53,784
Wells Fargo and Co	80,168	80,168	71,656
Zhongpin Inc Com	33,553	33,553	22,152
Total	1,661,021	2,223,087	2,203,193

Investments- Corporate Bonds

Anheuser Busch	100,397	100,069	101,207
Bank of America	102,700	-	-
Buffalo High Yield	79,106	163,886	167,534
Cape Coral Fla Wtr & Swr	-	80,933	82,006
Cisco Systems Inc	200,442	-	-
General Mills Inc Notes	160,207	156,394	160,302
IBM Corp Notes	109,188	105,981	110,280
Merrill Lynch & Co	-	76,163	76,083
MFS Emerging Markets	-	50,512	50,146
Pimco Emerging Markets Bond	49,576	52,123	54,503
Statohydro Asa Gtd Nt	-	80,748	79,951
Vanguard ST Tax Exempt	-	263,572	263,217
Wells Fargo and Co	100,623	100,473	107,003
Total	902,239	1,230,854	1,252,232

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY- 9648	77,693.	26,004.	51,689.
FIDELITY- ACCRUED INTEREST	<778.>	0.	<778.>
FIDELITY- AMORTIZE PREMIUMS	<12,225.>	0.	<12,225.>
FIDELITY- INTEREST	39,001.	0.	39,001.
FIDELITY- TAX-EXEMPT INTEREST	1,314.	0.	1,314.
FIDELITY- US GOVT INTEREST	10,046.	0.	10,046.
TOTAL TO FM 990-PF, PART I, LN 4	115,051.	26,004.	89,047.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	1,451.	726.		725.
TO FORM 990-PF, PG 1, LN 16B	1,451.	726.		725.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	269.	269.		0.
FEDERAL TAXES	<547.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<278.>	269.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	18,977.	18,977.		0.
INVESTMENT EXPENSES	22.	22.		0.
TO FORM 990-PF, PG 1, LN 23	18,999.	18,999.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	5
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		100,171.	102,633.
TOTAL U.S. GOVERNMENT OBLIGATIONS			100,171.	102,633.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			100,171.	102,633.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	2,223,087.	2,203,193.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,223,087.	2,203,193.

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,230,854.	1,252,232.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,230,854.	1,252,232.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 8

NAME OF MANAGER

KEITH T. STEVENSON
MATTIE STEVENSON