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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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation
LykesKnapp Family Fund

% CHRISTOPHER L KNAPP

Number and street (or P O box number if mail is not delivered to street address)
1177 West Loop South

Room/suite

City or town, state, and ZIP code
Houston, TX 77027

A Employer identification number

76-0411686

B Telephone number (see page 10 of the instructions)

(713) 650-1995

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 905,977

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	11,344			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,595	1,595		
	4	Dividends and interest from securities.	10,358	10,358		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	36,483			
	b	Gross sales price for all assets on line 6a 373,239				
	7	Capital gain net income (from Part IV, line 2) . . .		36,483		
	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)	367	367		
	12	**Total.** Add lines 1 through 11	60,147	48,803		
Operating and Administrative Expenses	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)	7,077	7,077		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	174	174		
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	50	50		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	7,301	7,301		0
	25	Contributions, gifts, grants paid	131,450			131,450
	26	**Total expenses and disbursements.** Add lines 24 and 25	138,751	7,301		131,450
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-78,604			
	b	**Net investment income** (if negative, enter -0-)		41,502		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. Cat No 11289X Form **990-PF** (2011)

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	**(b)** Book Value	**(c)** Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	161,518	125,571	125,571
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)	65,533		
	b	Investments—corporate stock (attach schedule)	562,604	585,480	755,365
	c	Investments—corporate bonds (attach schedule)	24,768	24,768	25,041
	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 ▶ ________)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	814,423	735,819	905,977
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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	814,423	735,819	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	814,423	735,819	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	814,423	735,819	

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	814,423
2	Enter amount from Part I, line 27a	2	-78,604
3	Other increases not included in line 2 (itemize) ▶ ________	3	
4	Add lines 1, 2, and 3	4	735,819
5	Decreases not included in line 2 (itemize) ▶ ________	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	735,819

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	**2**	36,483
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		**3**	

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	**(b)** Adjusted qualifying distributions	**(c)** Net value of noncharitable-use assets	**(d)** Distribution ratio (col (b) divided by col (c))
2010	100,275	994,640	0 100815
2009	262,977	849,691	0 309497
2008	235,629	1,038,027	0 226997
2007	121,857	910,751	0 133798
2006	89,210	787,766	0 113244

2	**Total** of line 1, column (d).	**2**	0 884351
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	**3**	0 17687
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	**4**	969,528
5	Multiply line 4 by line 3.	**5**	171,480
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	415
7	Add lines 5 and 6.	**7**	171,895
8	Enter qualifying distributions from Part XII, line 4.	**8**	131,450

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	830
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	830
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	830
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,531		
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	1,531
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	701
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 701	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 page 20 of the instructions).	**11**		**No**
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	**12**		**No**
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	**13**	**Yes**	

Website address ▶N/A

14 The books are in care of ▶CHRISTOPHER L KNAPP Telephone no ▶(713) 650-1995

Located at ▶1300 POST OAK BLVD 1220 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**

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	**16**		**No**

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			Yes	No
	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** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . . ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . .	**1b**		
	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**		**No**
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?. . . . . ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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 page 20 of the instructions)	**2b**		**No**
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*.	**3b**		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	**4a**		**No**
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**		**No**

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions). ☐ **Yes** ☑ **No**

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **No**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
CHRISTOPHER L KNAPP 1300 Post Oak Blvd Suite 1220 Houston, TX 77056	PRESIDENT 1 0	0	0	0
BRECKENRIDGE L KNAPP 1300 POST OAK BLVD SUITE 1220 Houston, TX 77056	DIRECTOR 1 0	0	0	0
GENEVIEVE K O'SULLIVAN 1300 Post Oak Blvd Suite 1220 Houston, TX 77056	DIRECTOR 1 0	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NO PROGRAM RELATED INVESTMENTS	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 3. . . . . ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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**	869,942
b	Average of monthly cash balances			**1b**	114,350
c	Fair market value of all other assets (see page 24 of the instructions)			**1c**	0
d	**Total** (add lines 1a, b, and c)			**1d**	984,292
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**	0
3	Subtract line 2 from line 1d			**3**	984,292
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)			**4**	14,764
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			**5**	969,528
6	**Minimum investment return.** Enter 5% of line 5			**6**	48,476

Part XI Distributable Amount (see page 25 of the 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**	48,476
2a	Tax on investment income for 2011 from Part VI, line 5	**2a**	830		
b	Income tax for 2011 (This does not include the tax from Part VI)	**2b**			
c	Add lines 2a and 2b			**2c**	830
3	Distributable amount before adjustments Subtract line 2c from line 1			**3**	47,646
4	Recoveries of amounts treated as qualifying distributions			**4**	
5	Add lines 3 and 4			**5**	47,646
6	Deduction from distributable amount (see page 25 of the instructions)			**6**	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			**7**	47,646

Part XII Qualifying Distributions (see page 25 of the 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**	131,450
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**	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	**3a**	0
b	Cash distribution test (attach the required schedule)	**3b**	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	**4**	131,450
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 page 26 of the instructions)	**5**	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	**6**	131,450

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 page 26 of the instructions)

		(a) Corpus	**(b)** Years prior to 2010	**(c)** 2010	**(d)** 2011
1 Distributable amount for 2011 from Part XI, line 7					47,646
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only.				0	
b Total for prior years 2009 , 2008 , 2007					
3 Excess distributions carryover, if any, to 2011					
a From 2006.	53,502				
b From 2007.	80,355				
c From 2008.	184,170				
d From 2009.	220,492				
e From 2010.	50,724				
f **Total** of lines 3a through e.		589,243			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 131,450					
a Applied to 2010, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .					
d Applied to 2011 distributable amount.					47,646
e Remaining amount distributed out of corpus		83,804			
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		673,047			
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 page 27 of the instructions . . .					
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)		53,502			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		619,545			
10 Analysis of line 9					
a Excess from 2007. . . .	80,355				
b Excess from 2008. . . .	184,170				
c Excess from 2009. . . .	220,492				
d Excess from 2010. . . .	50,724				
e Excess from 2011. . . .	83,804				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a 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 Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the 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))

CHRISTOPHER L KNAPP

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 page 28 of the 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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				131,450
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		**(e)** Related or exempt function income (See page 28 of the instructions)
1 Program service revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	1,595	
4 Dividends and interest from securities. . . .			14	10,358	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	36,483	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue **a** LITIGATION SETTLEMENT INCOME			01	367	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				48,803	

13 Total. Add line 12, columns (b), (d), and (e). **13** 48,803

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

****** 2012-11-15 ******

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's Signature M Paige Gerich	Date	Check if self-employed ☐	PTIN
Firm's name BKD LLP		Firm's EIN	
Firm's address 2800 Post Oak Blvd Ste 3200 HOUSTON, TX 77056		Phone no (713) 499-4600	

May the IRS discuss this return with the preparer shown above? See instructions ☑ Yes ☐ No

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2011

Name of organization
LykesKnapp Family Fund

Employer identification number
76-0411686

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33^1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An Organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
LykesKnapp Family Fund

Employer identification number
76-0411686

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN KNAPP JR TRUST 1811 BERING DR SUITE 200 HOUSTON, TX 77057	$ 11,344	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
LykesKnapp Family Fund

Employer identification number
76-0411686

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

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

Name of organization
LykesKnapp Family Fund

Employer identification number
76-0411686

Part III ***Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 76-0411686
Name: LykesKnapp Family Fund

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
13 SHS MACERICH COMPANY	P	2010-03-22	2011-03-09
100 SHS DIREXION SHARES ETF	P	2010-04-05	2011-03-28
421 SHS MACERICH COMPANY	P	2009-04-30	2011-03-09
16 SHS MACERICH COMPANY	P	2009-12-21	2011-03-09
600 SHS DIREXION SHARES ETF	P	2009-04-30	2011-05-19
524 SHS MACERICH COMPANY	P	2009-04-30	2011-10-03
750 SHS PFIZER INCORPORATED	P	2009-07-21	2011-10-03
30 SHS CUMMINS INC	P	2010-05-06	2011-01-18
30 SHS CELGENE CORP	P	2010-04-21	2011-02-09
40 SHS CELGENE CORP	P	2010-08-26	2011-02-09
130 SHS CELGENE CORP	P	2009-04-29	2011-02-09
70 SHS AMERN TOWER CORP	P	2011-02-07	2011-03-24
55 SHS METABOLIX INC	P	2008-02-08	2011-02-24
145 SHS METABOLIX INC	P	2008-05-20	2011-02-24
150 SHS METABOLIX INC	P	2008-12-18	2011-02-24
200 SHS POWERSHS QQQ TRUST	P	2009-04-30	2011-03-23
130 SHS HAIN CELESTIAL GROUP	P	2011-01-11	2011-04-12
80 SHS CISCO SYSTEMS INC	P	2003-06-27	2011-04-07
170 SHS CISCO SYSTEMS INC	P	2003-06-27	2011-04-07
50 SHS CISCO SYSTEMS INC	P	2008-01-24	2011-04-07
60 SHS TRACTOR SUPPLY COMPANY	P	2008-04-30	2011-04-12
70 SHS GILEAD SCIENCES INC	P	2010-09-07	2011-05-25
50 SHS GILEAD SCIENCES INC	P	2010-11-24	2011-05-25
5 SHS WATERS CORP	P	2004-07-02	2011-05-04
50 SHS WATERS CORP	P	2008-02-08	2011-05-04
250 SHS APPLIED MATERIALS INC	P	2009-04-29	2011-05-19
250 SHS APPLIED MATERIALS INC	P	2009-04-30	2011-05-19
190 SHS GILEAD SCIENCES INC	P	2010-04-22	2011-05-25
90 SHS CALPINE CORP	P	2010-09-07	2011-06-03
170 SHS CALPINE CORP	P	2011-02-14	2011-06-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
60 SHS NOVARTIS	P	2011-01-26	2011-06-10
60 SHS SCOTTS MIRACLE GRO	P	2011-01-31	2011-06-15
225 SHS CALPINE CORP	P	2008-02-29	2011-06-03
225 SHS CALPINE CORP	P	2008-03-24	2011-06-03
30 SHS NOVARTIS	P	2003-10-09	2011-06-10
90 SHS SCOTTS MIRACLE GRO	P	2010-01-21	2011-06-15
80 SHS SCOTTS MIRACLE GRO	P	2010-01-27	2011-06-15
4 SHS GOOGLE INC	P	2007-05-18	2011-06-24
5 SHS GOOGLE INC	P	2008-02-29	2011-06-24
50 SHS ITRON INC	P	2011-01-11	2011-07-13
35 SHS HALLIBURTON CO	P	2010-11-02	2011-07-14
118 SHS FAIRHOLME FUND	P	2011-01-01	2011-07-22
40 SHS ITRON INC	P	2008-02-05	2011-07-13
80 SHS ITRON INC	P	2009-03-23	2011-07-13
65 SHS HALLIBURTON CO	P	2007-07-18	2011-07-14
1927 SHS FAIRHOLME FUND	P	2001-01-01	2011-07-22
50 SHS TEVA PHARM INDS	P	2010-10-12	2011-09-20
120 SHS CVS CAREMARK CORP	P	2011-06-29	2011-09-22
30 SHS CVS CAREMARK CORP	P	2010-09-07	2011-09-22
35 SHS NOVARTIS	P	2003-10-09	2011-09-06
135 SHS NOVARTIS	P	2009-03-12	2011-09-06
70 SHS SOC QUIMICA MINER	P	2010-04-29	2011-09-15
50 SHS TEVA PHARM INDS	P	2009-09-01	2011-09-20
50 SHS TEVA PHARM INDS	P	2010-02-16	2011-09-20
100 SHS VEECO INSTRUMENTS	P	2010-12-20	2011-10-06
70 SHS VEECO INSTRUMENTS	P	2011-01-27	2011-10-06
100 SHS ILLUMINA INC	P	2011-08-29	2011-10-07
80 SHS ULTRA PETROLEUM CORP	P	2010-03-12	2011-10-07
80 SHS ULTRA PETROLEUM CORP	P	2010-05-21	2011-10-07
70 SHS ULTRA PETROLEUM CORP	P	2010-07-22	2011-10-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
110 SHS B E AEROSPACE INC	P	2009-09-08	2011-10-12
140 SHS NATIONAL OILWELL VARCO	P	2011-08-12	2011-10-31
120 SHS INTERMUNE INC	P	2011-05-04	2011-11-03
50 SHS INTERMUNE INC	P	2011-05-13	2011-11-03
340 SHS HUMAN GENOME SCIENCES	P	2011-09-22	2011-11-09
380 SHS CORNING INC	P	2011-04-01	2011-11-30
60 SHS CORNING INC	P	2011-04-20	2011-11-30
70 SHS INTERMUNE INC	P	2011-05-13	2011-12-16
140 SHS INTERMUNE INC	P	2011-06-10	2011-12-16
150 SHS SALIX PHARMACEUTICALS	P	2011-04-07	2011-12-16
60 SHS SALIX PHARMACEUTICALS	P	2011-04-20	2011-12-16
130 SHS SALIX PHARMACEUTICALS	P	2011-08-15	2011-12-16
100 SHS BRE PROPERTIES	P	2010-07-28	2011-02-16
200 SHS BROOKFIELD OFFICE PROPERTIES	P	2011-05-25	2011-06-01
250 SHS CAMPUS CREST COMMUNITIES	P	2011-01-01	2011-04-27
100 SHS GLIMCHER REALTY	P	2010-06-08	2011-02-16
100 SHS PROLOGIS	P	2010-10-26	2011-02-01
200 SHS PUBLIC STORAGE	P	2010-10-04	2011-02-18
100 SHS BRE PROPERTIES	P	2009-06-04	2011-02-16
100 SHS PARKWAY PROPERTIES	P	2009-04-28	2011-02-16
100 SHS SL GREEN REALTY	P	2009-05-13	2011-02-16
100 SHS WEINGARTEN REALTY	P	2009-05-12	2011-01-10
100 SHS WEINGARTEN REALTY	P	2009-06-04	2011-02-16
OTHER COST BASIS ADJUSTMENTS ON SALES	P	2001-10-10	2011-01-01
100 SHS LIBERTY PROPERTY TRUST	P	2009-06-17	2011-12-02
300 SHS STARWOOD PPTY TR INC	P	2009-09-10	2011-12-02
CAPITAL GAIN DISTRIBUTIONS	P	2001-01-01	2011-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
622		501	121
5,756		4,582	1,174
20,150		7,474	12,676
766		483	283
17,272		8,723	8,549
21,314		9,302	12,012
13,102		11,735	1,367
3,423		1,996	1,427
1,516		1,778	-262
2,022		2,019	3
6,570		5,579	991
3,425		3,792	-367
510		955	-445
1,344		1,655	-311
1,390		1,362	28
11,073		6,953	4,120
3,999		3,443	556
1,432		1,922	-490
3,042		4,085	-1,043
895		1,201	-306
3,746		1,122	2,624
2,823		2,351	472
2,017		1,893	124
481		236	245
4,813		3,028	1,785
3,563		2,928	635
3,563		3,079	484
7,664		7,912	-248
1,376		1,174	202
2,599		2,441	158

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,634		3,482	152
2,985		3,167	-182
3,440		4,354	-914
3,440		3,901	-461
1,817		1,203	614
4,478		3,749	729
3,980		3,353	627
1,892		1,886	6
2,365		2,378	-13
2,399		2,905	-506
1,813		1,119	694
3,750		4,015	-265
1,919		3,391	-1,472
3,838		3,586	252
3,367		2,320	1,047
61,382		61,517	-135
1,848		2,676	-828
4,140		4,448	-308
1,035		849	186
1,941		1,404	537
7,486		4,731	2,755
3,851		2,541	1,310
1,848		2,586	-738
1,848		2,931	-1,083
2,681		4,147	-1,466
1,877		3,110	-1,233
2,721		5,179	-2,458
2,159		3,879	-1,720
2,159		3,422	-1,263
1,889		3,167	-1,278

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,760		1,982	1,778
10,241		9,376	865
2,981		5,184	-2,203
1,242		2,027	-785
3,223		4,564	-1,341
4,983		7,867	-2,884
787		1,218	-431
784		2,837	-2,053
1,567		4,729	-3,162
6,525		5,416	1,109
2,610		2,269	341
5,655		4,063	1,592
2,416		2,345	71
6		0	6
2,773		3,183	-410
2,452		2,180	272
1,624		1,230	394
2,497		2,500	-3
2,416		1,877	539
2,519		1,746	773
2,481		1,514	967
2,392		1,447	945
2,345		1,616	729
0		329	-329
2,974		2,251	723
5,268		5,906	-638
468			468

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			121
			1,174
			12,676
			283
			8,549
			12,012
			1,367
			1,427
			-262
			3
			991
			-367
			-445
			-311
			28
			4,120
			556
			-490
			-1,043
			-306
			2,624
			472
			124
			245
			1,785
			635
			484
			-248
			202
			158

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			152
			-182
			-914
			-461
			614
			729
			627
			6
			-13
			-506
			694
			-265
			-1,472
			252
			1,047
			-135
			-828
			-308
			186
			537
			2,755
			1,310
			-738
			-1,083
			-1,466
			-1,233
			-2,458
			-1,720
			-1,263
			-1,278

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,778
			865
			-2,203
			-785
			-1,341
			-2,884
			-431
			-2,053
			-3,162
			1,109
			341
			1,592
			71
			6
			-410
			272
			394
			-3
			539
			773
			967
			945
			729
			-329
			723
			-638
			468

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
TREES FOR HOUSTONPO BOX 130096 HOUSTON,TX 77219	NONE	501(C)(3)	CHARITABLE	4,500
STAR OF HOPE MISSION6897 ARDMORE ST HOUSTON,TX 77054	NONE	501(C)(3)	CHARITABLE	1,000
CHRIST CHURCH CATHEDRAL1117 TEXAS AVE HOUSTON,TX 77002	NONE	501(C)(3)	CHARITABLE	3,000
CONTEMPORARY ARTS MUSEUM 5216 MONTROSE BOULEVARD HOUSTON,TX 770066598	NONE	501(C)(3)	CHARITABLE	5,000
WORKSHOP HOUSTON3615 SAUER ST HOUSTON,TX 77004	NONE	501(C)(3)	CHARITABLE	750
SANTA FE PREPARATORY SCHOOL 1101 CAMINO DE CRUZ BLANCA SANTA FE,NM 87505	NONE	501(C)(3)	CHARITABLE	2,500
EPISCOPAL HIGH SCHOOL4650 BISSONET ST BELLAIRE,TX 77401	NONE	501(C)(3)	CHARITABLE	15,000
CHRISTIAN COMMUNITY SERVICE CENTERPO BOX 27924 HOUSTON,TX 77227	NONE	501(C)(3)	CHARITABLE	2,200
MEMORIAL PARK CONSERVANCY PO BOX 131024 HOUSTON,TX 77219	NONE	501(C)(3)	CHARITABLE	35,000
INDEPENDENT ARTS COLLABORATIVE3333 WEST ALABAMA STREET SUITE 110 HOUSTON,TX 77098	NONE	501(C)(3)	CHARITABLE	5,000
HOUSTON PARKS BOARD300 NORTH POST OAK LANE HOUSTON,TX 77024	NONE	501(C)(3)	CHARITABLE	5,000
AMAZING PLACE3735 DREXEL HOUSTON,TX 77027	NONE	501(C)(3)	CHARITABLE	12,500
CAMP CHIPPEWA FOUNDATION15 E 5TH STREET SUITE 4022 TULSA,OK 74103	NONE	501(C)(3)	CHARITABLE	25,000
NEIGHBORHOOD CENTERS INCPO BOX 271389 HOUSTON,TX 77277	NONE	501(C)(3)	CHARITABLE	15,000
Total . . . . ▶ **3a**				131,450

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included

TY 2011 Investments Corporate Bonds Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PROGRESSIVE CRP	24,768	25,041

TY 2011 Investments Corporate Stock Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Name of Stock	End of Year Book Value	End of Year Fair Market Value
800 SHS BRUKER BIOSCIENCES	3,249	9,936
150 SHS BORG WARNER INC	4,790	9,561
280 SHS CVS CORP	6,189	11,418
490 SHS DOW CHEMICAL COMPANY	12,658	14,092
65 SHS EXXON MOBIL CORP	2,730	5,509
116 SHS GOLDMAN SACHS GROUP	13,839	10,490
520 SHS GREENLIGHT CAPITAL	11,548	12,308
240 SHS JOHNSON & JOHNSON	13,965	15,739
310 SHS LIFE TECHNOLOGIES CORP	9,296	12,062
310 SHS MICROSOFT	7,872	8,048
400 SHS SYMANTEC CORP	9,046	6,260
240 SHS PROCTER & GAMBLE CO	13,083	16,010
150 SHS SCHLUMBERGER, LTD	6,987	10,247
210 SHS TRACTOR SUPPLY COMPANY	3,861	14,732
180 SHS WATERS CORP	11,014	13,329
11 SHS GOOGLE INC	5,185	7,105
500 SHS HALLIBURTON CO	13,391	17,255
300 SHS QUALCOMM INC	10,765	16,410
20,588 SHS WHAMCARD	62,500	62,500
480 SHS ALTERA CORP	14,170	17,808
210 SHS AMERN TOWER CORP	6,218	12,602
290 SHS B E AEROSPACE	5,226	11,226
3000 SHS CYBERONICS	51,441	100,500
130 SHS FMC TECHNOLOGIES	6,574	11,185
340 SHS HAIN CELESTIAL GROUP	5,942	12,464
140 SHS MONSANTO	10,124	9,810
270 SHS TEVA PHARMACEUTICALS	13,813	10,897
120 SHS VARIAN MEDICAL SYSTEMS	4,309	8,056
75 SHS BOSTON PROPERTIES	4,375	7,470
100 SHS BRE PROPERTIES	2,835	5,048

Name of Stock	End of Year Book Value	End of Year Fair Market Value
150 SHS CAMDEN PROPERTY TRUST	4,925	9,336
200 SHS DOUGLASS EMMETT INC.	1,640	3,648
150 SHS EASTGROUP PROPERTIES	5,130	6,522
100 SHS HCP INC.	2,026	4,143
300 SHS PARKWAY PROPERTIES	4,852	2,958
100 SHS SIMON PPTY GROUP	4,907	12,894
200 SHS SOVRAN SELF STORAGE	5,991	8,534
40 SHS STARWOOD PPTY TRUST	1,917	1,919
100 SHS VORNADO REALTY TRUST	4,361	7,686
300 SHS WEINGARTEN REALTY INV	4,773	6,546
200 SHS CORPORATE OFFICE PROP	3,942	4,960
200 SHS HCP INC PREF F	3,902	5,086
100 SHS PARKWAY PROP PREF D	1,746	2,316
100 SHS SL GREEN RLTY PREF C	1,514	2,500
200 SHS WEINGARTEN RLTY PREF F	1,616	2,519
200 SHS CORESITE REALTY CORP	3,260	3,564
600 SHS HERSHA HOSPITALITY TRU	2,916	2,928
150 SHS MACERICH	5,939	7,590
150 PEBBLEBROOK HOTEL TRUST	2,992	2,877
250 SHS UDR	5,270	6,275
400 SHS GLIMCHER REALTY	3,493	3,680
39 SHS APPLE	11,681	15,795
120 SHS COSTCO	6,910	9,998
90 SHS CUMMINS	5,063	7,922
690 SHS DENDREON	17,155	5,244
90 SHS SOC QUIMICA MINER	3,014	4,847
2500 SHS ONCOTHYREON INC	14,375	18,950
400 SHS AETNA INC	16,435	16,876
450 SHS ALERE INC	12,041	10,391
430 SHS CORNING INC	8,269	5,581

Name of Stock	End of Year Book Value	End of Year Fair Market Value
110 SHS EOG RESOURCES INC	11,631	10,836
140 SHS NATIONAL OILWELL VARCO	7,284	9,519
190 SHS NESTLE S A REG	10,728	10,972
240 SHS STARWOOD HOTELS	10,010	11,513
100 SHS DIGITAL REALTY TRUST	5,695	6,667
100 VENTAS INC	5,275	5,513
200 SHS BROOKFIELD PROPS	3,558	3,128
50 SHS AVALONBAY CMNTYS	5,826	6,530
100 SHS EXTRA SPACE STORAGE	2,160	2,423
200 SHS AMERICAN ASSETS TR INC	4,263	4,102

TY 2011 Land, Etc. Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value

TY 2011 Other Expenses Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER FEES	50	50		

TY 2011 Other Income Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION SETTLEMENT INCOME	367	367	

TY 2011 Other Professional Fees Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKER/MANAGEMENT FEES #4015	5,445	5,445		
SALIENT TRUST CO	1,632	1,632		

TY 2011 Taxes Schedule

Name: LykesKnapp Family Fund

EIN: 76-0411686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	174	174		