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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

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

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

Name of foundation: Latis Foundation. Employer identification number: 76-0420275. Telephone number: (713) 520-7600. City: Houston, TX 77098. Organization type: Section 501(c)(3) exempt private foundation. Fair market value: \$9,718,574. Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		15,278	15,278	
	2 Savings and temporary cash investments	4,667,875	4,510,432	4,510,432	
	3 Accounts receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	4 Pledges receivable <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	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) <input type="checkbox"/> _____ Less allowance for doubtful accounts <input type="checkbox"/> _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	4,944,046 <input type="checkbox"/>	4,848,434	4,610,310	
	c Investments—corporate bonds (attach schedule)	500,005 <input type="checkbox"/>	500,005	500,005	
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	70,160 <input type="checkbox"/>	71,586	71,586	
	14 Land, buildings, and equipment basis <input type="checkbox"/> _____ Less accumulated depreciation (attach schedule) <input type="checkbox"/> _____				
15 Other assets (describe <input type="checkbox"/> _____)	<input type="checkbox"/> 14,145 <input type="checkbox"/>	<input type="checkbox"/> 10,963 <input type="checkbox"/>	<input type="checkbox"/> 10,963		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,196,231	9,956,698	9,718,574		
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 <input type="checkbox"/> _____)				
23 Total liabilities (add lines 17 through 22)		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				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	10,196,231	9,956,698		
30 Total net assets or fund balances (see page 17 of the instructions)	10,196,231	9,956,698			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	10,196,231	9,956,698			

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	10,196,231
2	Enter amount from Part I, line 27a	2	-239,533
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> _____	3	
4	Add lines 1, 2, and 3	4	9,956,698
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,956,698

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			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV 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	90,644
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	472,664	9,321,495	0 050707
2009	486,013	7,690,866	0 063194
2008	507,129	10,415,289	0 048691
2007	536,198	11,743,101	0 045661
2006	481,946	10,443,529	0 046148
2	Total of line 1, column (d).		2 0 254401
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 05088
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.		4 10,177,176
5	Multiply line 4 by line 3.		5 517,815
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 3,182
7	Add lines 5 and 6.		7 520,997
8	Enter qualifying distributions from Part XII, line 4.		8 555,750

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)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes fields for tax due, overpayment, and refunded amounts.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-b) for questions regarding political activities, tax returns, and substantial contributors.

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? Website address N/A	13	Yes	
14 The books are in care of STEVEN J BORICK Telephone no (713) 520-7600 Located at 2707 KIPLING Houston TX ZIP+4 77098			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		<input type="checkbox"/>
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No

See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country **N/A**

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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	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			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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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			
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? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
	6b	No
	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
See Additional Data Table				

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 THE FOUNDATION DOES NOT HAVE ANY 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	5,705,693
b	Average of monthly cash balances.	1b	4,556,305
c	Fair market value of all other assets (see page 24 of the instructions).	1c	70,160
d	Total (add lines 1a, b, and c).	1d	10,332,158
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	10,332,158
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	154,982
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,177,176
6	Minimum investment return. Enter 5% of line 5.	6	508,859

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	508,859
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,182
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,182
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	505,677
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	505,677
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	505,677

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	555,750
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	555,750
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	3,182
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	552,568

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				505,677
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			360,115	
b Total for prior years 2009 , 2008 , 2007				
3 Excess distributions carryover, if any, to 2011				
a From 2006.				
b From 2007.				
c From 2008.				
d From 2009.				
e From 2010.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>555,750</u>				
a Applied to 2010, but not more than line 2a			360,115	
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.				195,635
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				310,042
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).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007.				
b Excess from 2008.				
c Excess from 2009.				
d Excess from 2010.				
e Excess from 2011.	0			

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))

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

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	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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 555,750
b <i>Approved for future payment</i>				
Total				3b

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)
PUBLICLY TRADED SECURITIES - WELLS FARGO			
PUBLICLY TRADED SECURITIES - WELLS FARGO			
PUBLICLY TRADED SECURITIES - WELLS FARGO			
GENESIS ENERGY - BASIS ADJ PER SCH K-1			
GENESIS ENERGY - RECLASSIFY GAIN TO ORDINARY INCOME			
GENESIS ENERGY LP - FROM SCH K-1			
LEGACY RESERVES LP - BASIS ADJ PER SCH K-1			
LEGACY RESERVES LP - RECLASSIFY GAIN TO ORDINARY INCOME			
NATURAL RESOURCE PARTNERS LP - FROM SCH K-1			
NRP PTSHP - BASIS ADJ PER SCH K-1			
NRP PTSHP - RECLASSIFY GAIN TO ORDINARY INCOME			

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)
2,930,538		2,664,023	266,515
6,728,889		6,789,296	-60,407
5,842,820		6,097,488	-254,668
12,973			12,973
			-13,422
		2,992	-2,992
594			594
			-2,939
124,809			124,809
32,979			32,979
			-12,798

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	
			266,515
			-60,407
			-254,668
			12,973
			-2,992
			594
			124,809
			32,979

Form 990PF Part XV Line 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				
ALTA BATES2450 ASHBY AVE BERKELEY,CA 94705	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,500
BISMARCK STATE COLLEGE P O BOX 5587 BISMARCK,MD 585065587	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	10,000
BITTERROOT FOR PLANNING P O BOX 505 CORALLIS,MT 59828	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	4,000
BRIGHTER BEGINNINGS2648 INTERNATIONAL BLVD OAKLAND,CA 94601	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
CALVARY COMMUNITY CHURCH 7550 CHERRY PARK DRIVE HOUSTON,TX 77095	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	1,000
CARES FOUNDATION189 MAIN STREET MILLBURN,NJ 07041	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
CENTER FOR THE EDUCATION OF INFANT DEAF1035 GRAYSON STREET BERKELEY,CA 94710	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	50,000
CENTRO FAMILIAR CRISTIANO P O BOX 1828 SUGAR LAND,TX 77487	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	50,000
CONGREGATION BETH EI-KESER ISRAEL85 HARRISON STREET WHALLEY AVENUE NEW HAVEN,CT 065151724	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	20,000
ECO-LIFEC/O BILL TOONE 1406 VIA VALENTE ESCANDIDO,CA 92029	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	15,000
GATEWAY TO HEAVEN CHURCH OF GOD IN CHRIST1425 BALZAR AVE LAS VEGAS,NV 89106	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
HAWAIIA BAPTIST ACADEMY21 BATES STREET HONOLULU,HI 968172404	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	7,000
HOUSTON LIVESTOCK SHOW & RODEO P O BOX 20070 HOUSTON,TX 772250070	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
JEWISH FAMILY SERVICE OF LOS ANGELES168 SO WESTGAGE LOS ANGELES,CA 900494223	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
LUPUS FOUNDATION HAWAII CHAPTER INC745 4TH STREET HONOLULU,HI 96813	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
MILLS COLLEGE5000 MACARTHUR BLVD OAKLAND,CA 946311301	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	12,000
MIZEL MUSEUM400 SOUTH KEARNEY STREET DENVER,CO 802241238	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	10,000
MONTANA HISTORICAL SOCIETY P O BOX 201201 225 NORTH ROBERTS HELENA,MT 59620	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	14,000
MS SOCIETY OF TEXAS8111 N STADIUM DR 100 HOUSTON,TX 77054	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	1,000
NATHAN ADELSON HOSPICE FOUNDATION4141 SWENSON STREET LAS VEGAS,NV 89119	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	50,000
SIRE24161 SPRING DRIVE HOCKLEY,TX 77447	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
STUDENTS RISING ABOVE P O BOX 29122 SAN FRANCISCO,CA 94129	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
THE ANDRE AGASSI CHARITABLE FOUNDATION3883 HOWARD HUGHES PARKWAY 8TH FLO LAS VEGAS,NV 89109	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	39,500
THE MASTERFUL GROUP10341 ALEXANDRIA ST VENTURA,CA 93004	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	8,000
THREE SQUARE4190 N PECOS ROAD LAS VEGAS,NV 89115	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	20,000
TWELFTH TRADITION P O BOX 638 ONALASKA,TX 77360	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
UNITED PEGASUS FOUNDATION 120 FIRST AVENUE ARCADIA,CA 910063202	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	12,000
WASHINGTON INSTITUTE FOR NEAR EAST POLICY1828 L STREET SUITE 1050 WASHINGTON DC,DC 20036	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	25,000
WILDLIFE RESCUE INC P O BOX 806 AUSTIN,TX 787670806	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
HATLEN CENTER FOR THE BLIND 2430 ROAD 20 B112 SAN PABLO,CA 94806	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	10,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
EAGLE QUEST4612 EVAN RIDGE CT LAS VEGAS,NV 89129	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	20,000
WILDERNESS WATCHP O BOX 9175 MISSOULA,MT 59807	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
PROJECT WALK2738 LOKER AVE CARLSBAD,CA 92010	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,500
UNITED FRIENDS OF THE CHILDREN1055 WILSHIRE BLVD STE 1955 LOS ANGELES,CA 90017	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	6,000
INNER CITY ARTS720 KOHLER STREET LOS ANGELES,CA 90021	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	6,000
THE BRIDGE OVER TROUBLED WATERS INCPO BOX 3488 PASADENA,TX 77501	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
UNIVERSITY OF HOUSTON4800 CALHOUN ROAD HOUSTON,TX 77004	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	2,000
HILLSDALE COLLEGE33 EAST COLLEGE ST HILLSDALE,MI 49242	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	10,000
AWAKENINGS CENTER INC OF LAS VEGAS3484 GOSLING ST LAS VEGAS,NV 89117	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	7,000
Breast Cancer 3 DayP O Box 650543 Dallas,TX 752650543	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	1,500
CHABAD OF HAWAII410 Atkinson Dr Honolulu,HI 96814	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
Joshua Tree National Park Association74485 National Park Drive Twentynine Palms,CA 92277	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
Luminous Park Foundation150 Las Vegas Blvd Suite 1116 Las Vegas,NV 89101	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	20,000
Main Street Theater2540 Times Boulevard Houston,TX 770053225	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
St Thomas Catholic School4500 Memorial Drive HOUSTON,TX 77007	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	3,000
The Bannack AssociationP O Box 1426 Dillon,MT 59725	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	9,000
The Living Desert47900 Portola Avenue Palm Desert,CA 922606156	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,250
WESTERN STATE COLLEGE909 East Escalante Drive Gunnison,CO 81230	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	20,000
Wild Bird CenterP O Box 10160 Indio,CA 92202	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	5,000
Wise and Healthy Ageing1527 4th Street 2nd Floor Santa Monica,CA 90401	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	500
PARENTS & CHILDREN TOGETHER 1485 LINAPUNI ST 105 HONOLULU,HI 96819	N/A	EXEMPT PUBLIC CHARIT	TO ASSIST THE ORG IN ITS CHARITABLE PURPOSE	20,000
Total				555,750

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

TY 2011 Depreciation Schedule

Name: Latis Foundation

EIN: 76-0420275

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
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**TY 2011 Investments Corporate
Bonds Schedule**

Name: Liat's Foundation

EIN: 76-0420275

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIONEER GLOBAL	500,005	500,005

**TY 2011 Investments Corporate
Stock Schedule****Name:** Latis Foundation**EIN:** 76-0420275

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO ADVISORS	4,848,434	4,610,310

TY 2011 Investments - Other Schedule

Name: Liatis Foundation

EIN: 76-0420275

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PACIFICA COLONY PALMS, LLC		71,586	71,586

TY 2011 Land, Etc. Schedule

Name: Liatis Foundation

EIN: 76-0420275

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
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TY 2011 Other Assets Schedule

Name: Liatis Foundation

EIN: 76-0420275

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID EXCISE TAX (990-PF)	11,308	8,126	8,126
PREPAID EXCISE TAX (990-T)	2,837	2,837	2,837

TY 2011 Other Expenses Schedule

Name: Liatis Foundation

EIN: 76-0420275

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	1,715	1,715		
DUES AND SUBSCRIPTIONS	833	833		
SHIPPING & DELIVERY	52	52		
ACCOUNTING-CONTRACT	10,000	10,000		

TY 2011 Other Income Schedule

Name: Latis Foundation

EIN: 76-0420275

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LEGACY RESERVE - SCH K-1	-594	-594	
LESS LEGACY RESERVE - UNALLOWED PAL C/O			
PACIFICA COLONY PALMS - SCH K-1	1,426	1,426	
LESS PACIFICA COLONY - UNALLOWED PAL C/O		-1,426	
NATURAL RESOURCE PARTNERS LP-NET	16,374	16,374	
LESS N/D PTP PAL C/O, (and N/D Exp)		72	
GENESIS ENERGY LP-NET	-30,791	-30,791	
LESS N/D PTP PAL C/O, (and N/D Exp)		132	
reclass ord inc LEGACY units sold	2,939	2,939	
reclass ord income NRP units sold	12,798	12,798	
reclass ord inc Genesis units sold	13,422	13,422	

TY 2011 Other Professional Fees Schedule

Name: Liatis Foundation

EIN: 76-0420275

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL AND PROFESSIONAL FEES	10,500	10,500		

TY 2011 Taxes Schedule

Name: Latis Foundation

EIN: 76-0420275

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	3,182			

Additional Data

Software ID:

Software Version:

EIN: 76-0420275

Name: Liatis Foundation

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 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
JUANITA A BORICK 2707 Kipling St Houston, TX 77098	Director 1 0	0	0	0
STEVEN JAMES BORICK 2707 Kipling St Houston, TX 77098	PRESIDENT 2 0	20,000	0	0
LINDA SUSAN BORICK 2707 Kipling St Houston, TX 77098	SECRETARY 0	3,000	0	0
ROBERT ALLEN BORICK 2707 Kipling St Houston, TX 77098	Director 0	3,000	0	0
LAUREN B DAVIDSON 2707 Kipling St Houston, TX 77098	Director 0	3,000	0	0