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 , **and ending**

Name of foundation
GEORGE F. & ANN HARRIS
BELLOWS FOUNDATION

A Employer identification number
76-0588143

Number and street (or P O box number if mail is not delivered to street address)
5851 SAN FELIPE
Room/suite
700

B Telephone number
(713) 783-4242

City or town, state, and ZIP code
HOUSTON, TX 77057

C If exemption application is pending, check here ▶☐

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

D 1 Foreign organizations, check here ▶☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,900,375.

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

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

	Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	809,435.		N/A	
	2 Check ▶☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	273.	273.		STATEMENT 1
	4 Dividends and interest from securities	47,692.	47,692.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	191,635.			
	b Gross sales price for all assets on line 6a 2,740,889.				
	7 Capital gain net income (from Part IV, line 2)		191,635.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	12,273.	12,273.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	1,061,308.	251,873.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	9,300.	4,650.		4,650.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	1,577.	1,577.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	24,189.	24,189.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	35,066.	30,416.		4,650.
	25 Contributions, gifts, grants paid	200,000.			200,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	235,066.	30,416.		204,650.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	826,242.			
	b **Net investment income** (if negative, enter -0-)		221,457.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	155,966.	70,249.	70,249.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	1,982,571.	2,895,214.	2,830,077.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 8)	735.	49.	49.
	16	**Total assets** (to be completed by all filers)	2,139,272.	2,965,512.	2,900,375.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	2,139,272.	2,965,512.	
	30	**Total net assets or fund balances**	2,139,272.	2,965,512.	
	31	**Total liabilities and net assets/fund balances**	2,139,272.	2,965,512.	

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	2,139,272.
2	Enter amount from Part I, line 27a	2	826,242.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,965,514.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,965,512.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	2,740,889.		2,549,254.	191,635.

	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				
b				
c				
d				
e				191,635.

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	191,635.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	155,663.	2,258,871.	.068912
2009	122,033.	2,042,128.	.059758
2008	165,619.	2,563,583.	.064605
2007	133,021.	3,038,988.	.043771
2006	23,551.	2,667,259.	.008830

2 **Total** of line 1, column (d)	2	.245876
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	.049175
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,843,752.
5 Multiply line 4 by line 3	5	139,842.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,215.
7 Add lines 5 and 6	7	142,057.
8 Enter qualifying distributions from Part XII, line 4	8	204,650.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	2,215.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	2,215.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	2,215.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	560.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	550.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	1,110.
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	1,105.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MADDOX, THOMSON & ASSOCIATES, P.C. Telephone no. ▶ 713-783-4242

Located at ▶ 5851 SAN FELIPE, SUITE 700, HOUSTON, TX ZIP+4 ▶ 77057

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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		X
	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 instructions)?	N/A	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WAYNE H. BELLOWS 60 HARBOR COVE WAY MILL VALLEY, CA 94941	DIRECTOR 0.50	0.	0.	0.
MARILYN L. BELLOWS 809 ROCKY RIVER ROAD AUSTIN, TX 78746	DIRECTOR 0.50	0.	0.	0.
LAWRENCE E. MADDOX 5851 SAN FELIPE, SUITE 700 HOUSTON, TX 77057	DIRECTOR 0.50	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	2,846,046.
b	Average of monthly cash balances			1b	41,012.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	2,887,058.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	2,887,058.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	43,306.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	2,843,752.
6	**Minimum investment return.** Enter 5% of line 5			6	142,188.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	142,188.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,215.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,215.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	139,973.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	139,973.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	139,973.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	204,650.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	204,650.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,215.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	202,435.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					139,973.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				42,445.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006					
b From 2007					
c From 2008					
d From 2009					
e From 2010					
f **Total** of lines 3a through e		0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 204,650.					
a Applied to 2010, but not more than line 2a				42,445.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2011 distributable amount					139,973.
e Remaining amount distributed out of corpus		22,232.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		22,232.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		22,232.			
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	22,232.				

Form **990-PF** (2011)

123581
12-02-11

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

N/A

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

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 9

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				
BAYLOR COLLEGE OF MEDICINE 1 BAYLOR PLAZA, BCM 160 HOUSTON, TX 77030	NONE	PUBLIC	TO FUND PROJECTS OF DR. JAMES L. POOL	50,000.
THE NOBELITY PROJECT 2600 CUERNAVACA DRIVE AUSTIN, TX 78733	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	10,000.
CPMC FOUNDATION P.O. BOX 45902 SAN FRANCISCO, CA 94145	NONE	PUBLIC	TO FUND ATRIAL FIBRILLATION AND ARRHYTHMIA PROGRAM	50,000.
BROOKWOOD 1752 FM 1499 BROOKSHIRE , TX 77423	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	10,000.
UNIVERSITY OF ARIZONA SARVER HEART CENTER P.O. BOX 245037 TUCSON, AZ 85724	NONE	PUBLIC	TO FUND MOLECULAR CARDIOVASCULAR RESEARCH PROGRAM	50,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	200,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
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	273.	
4 Dividends and interest from securities			14	47,692.	
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			14	12,273.	
8 Gain or (loss) from sales of assets other than inventory			14	191,635.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		251,873.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 251,873.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

Signature of officer or trustee

Date 6/11/12

Title ▶ DIRECTOR

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
REBECCA MCELROY		6/8/12		P01062925

Firm's name ▶ MADDOX, THOMSON & ASSOCIATES, P.C.

Firm's EIN ▶ 76-0146530

Firm's address ▶ 5851 SAN FELIPE, SUITE 700
HOUSTON, TX 77057

Phone no. (713) 783-4242

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

Schedule of Contributors

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

OMB No 1545-0047

2011

Name of the organization
GEORGE F. & ANN HARRIS
BELLOWS FOUNDATION

Employer identification number
76-0588143

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, total 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 total 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 on line H of its Form 990-EZ or on Part I, 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)

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.** **Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization.	Employer identification number
GEORGE F. & ANN HARRIS BELLOWS FOUNDATION	76-0588143

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) Total contributions	(d) Type of contribution
1	LOIS DUBOSE BELLOWS MARITAL TRUST 60 HARBOR COVE WAY MILL VALLEY, CA 94941	$ 809,435.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
GEORGE F. & ANN HARRIS BELLOWS FOUNDATION	76-0588143

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	**Employer identification number**
GEORGE F. & ANN HARRIS BELLOWS FOUNDATION	76-0588143

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total 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) ▶ $__________

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

GEORGE F. & ANN HARRIS
BELLOWS [illegible]UNDATION 76-0588143

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAN ANGELO MUSEUM OF FINE ARTS ONE LOVE STREET SAN ANGELO, TX 76903	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	10,000.
PRISON ENTREPRENEURIAL PROJECT P.O. BOX 923274 HOUSTON, TX 77292	NONE	PUBLIC	TO FUND CHARITABLE ACTIVITIES	20,000.
Total from continuation sheets				30,000.

GEORGE F. & ANN HARRIS BELLOWS FOUNDATION

CONTINUATION FOR 990-PF, PART IV
76-0588143 PAGE 1 OF 1

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 STATEMENT A	P	VARIOUS	VARIOUS
b	SEE STATEMENT A	P	VARIOUS	VARIOUS
c	SEE STATEMENT A	D	02/16/11	06/29/11
d	SEE STATEMENT A	D	VARIOUS	VARIOUS
e	LOIS DUBOSE MARITAL TRUST - LT CAP LOSS CARRYOVER	D	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	864,631.		857,629.	7,002.
b	1,604,660.		1,391,368.	213,292.
c	28,398.		28,000.	398.
d	224,466.		228,513.	<4,047.>
e			43,744.	<43,744.>
f	18,734.			18,734.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				7,002.
b				213,292.
c				398.
d				<4,047.>
e				<43,744.>
f				18,734.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	191,635.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

123591
05-01-11

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows   Foundation (Horizon)   Acct # 613-160008
Bellows, George F and Ann H Foundation
5851 San Felipe St Ste 700
Houston, TX 77057-8010

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
3M Co	01/26/2010	01/12/2011	35 000	3,085 89	2,875 90	209 99		209 99
3M Co	01/26/2010	01/12/2011	100 000	8,818.45	8,216.87	601 58		601 58
			135 000	11,904 34	11,092 77	811 57		811 57
Accenture Ltd	01/23/2007	01/12/2011	62 000	3,060 88	2,300 81		760 07	760 07
Accenture Ltd	01/23/2007	01/12/2011	145 000	7,159 40	5,380 94		1,778 46	1,778 46
Accenture Ltd	06/04/2009	01/12/2011	55.000	2,715.63	1,657 70		1,057 93	1,057 93
			200.000	9,875 03	7,038.64		2,836 39	2,836 39
			262 000	12,935 91	9,339 45		3,596 46	3,596 46
Agilent Tech Inc	01/15/2008	01/12/2011	84.000	3,639.99	3,032.15		607.84	607 84
Agilent Tech Inc	08/01/2008	01/12/2011	75 000	3,250 00	2,657 55		592 45	592 45
Agilent Tech Inc	02/19/2009	01/12/2011	95 000	4,116 66	1,492.45		2,624 21	2,624 21
			254.000	11,006.65	7,182 15		3,824 50	3,824.50
Akzo Nobel NV ADR	03/04/2010	01/12/2011	42.000	2,553 97	2,254 59	299.38		299 38
Akzo Nobel NV ADR	03/09/2010	01/12/2011	14 000	851 32	765 80	85 52		85.52
Akzo Nobel NV ADR	03/18/2010	01/12/2011	12 000	729.71	681 48	48 23		48 23
Akzo Nobel NV ADR	04/13/2010	01/12/2011	12 000	729 71	706.80	22 91		22 91
Akzo Nobel NV ADR	10/11/2010	01/12/2011	12 000	729 71	746 40	-16.69		-16 69
			92.000	5,594 42	5,155 07	439.35		439 35
Alcatel-Lucent ADR	09/09/2009	01/12/2011	556 000	1,740.86	2,112 24		-371 38	-371 38
Alcatel-Lucent ADR	05/27/2010	01/12/2011	505 000	1,581 18	1,322.70	258 48		258 48
Alcatel-Lucent ADR	10/28/2010	01/12/2011	281.000	879 82	975 07	-95.25		-95 25

STATEMENT A

Realized Gains and Losses
Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows   Foundation (Horizon)   Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Alcatel-Lucent ADR	11/04/2010	01/12/2011	507 000	1,587.44	1,647 75	-60 31		-60 31
			1,849 000	5,789 30	6,057 76	102 92	-371 38	-268 46
American Century Small Cap	10/14/2009	01/12/2011	1,973 684	18,000 00	14,328 95		3,671.05	3,671 05
American Century Small Cap	10/14/2009	08/18/2011	494 039	3,725 05	3,586 72		138 33	138 33
American Century Small Cap	10/14/2009	08/18/2011	1,893 229	14,274 95	13,744 84		530 11	530.11
			2,387 268	18,000 00	17,331 56		668 44	668 44
American Century Small Cap	10/14/2009	12/15/2011	265.252	2,000 00	1,925 73		74.27	74 27
			4,626 204	38,000.00	33,586.24		4,413 76	4,413 76
American Express Co	03/06/2006	01/12/2011	100 000	4,546 12	5,384 00		-837 88	-837 88
American Express Co	03/06/2006	01/12/2011	130 000	5,912 56	6,999 20		-1,086 64	-1,086 64
American Express Co	03/06/2006	01/12/2011	340.000	15,453 42	18,305 60		-2,852.18	-2,852 18
American Express Co	08/17/2009	01/12/2011	59 000	2,681 62	1,795 37		886 25	886 25
American Express Co.	11/10/2010	01/12/2011	60 000	2,727.07	2,608.20	118 87		118.87
			459 000	20,862.11	22,709 17	118 87	-1,965 93	-1,847 06
			689 000	31,320 79	35,092 37	118 87	-3,890 45	-3,771 58
DONATED								
American Funds Growth Fund	07/14/2006	12/15/2011	1,611 975	45,006 34	49,439 27		-4,432 93	-4,432 93
American Funds Growth Fund	07/22/2008	12/15/2011	55 465	1,548 58	1,700 00		-151 42	-151.42
American Funds Growth Fund	01/28/2009	12/15/2011	273 904	7,647.40	5,500 00		2,147.40	2,147 40
American Funds Growth Fund	06/29/2011	12/15/2011	830 140	23,177.51	26,000 00	-2,822 49		-2,822 49
			2,771 484	77,379 83	82,639 27	-2,822.49	-2,436 95	-5,259 44

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
American Funds Growth Fund	01/12/2011	12/22/2011	7,964 399	228,076 39	247,000 00	-18,923 61		-18,923 61
Ameriprise Financial Inc	03/06/2006	01/12/2011	31.000	1,905 24	1,345.09		560.15	560 15
Ameriprise Financial Inc	03/06/2006	01/12/2011	100.000	6,146 04	4,339 00		1,807 04	1,807.04
			131 000	8,051 28	5,684 09		2,367.19	2,367 19
Anheuser-Busch Companies In	07/07/2009	01/12/2011	67 000	3,839.03	2,505 80		1,333 23	1,333 23
Antofagasta PLC ADR	08/27/2009	01/12/2011	95.000	4,656 82	2,293 30		2,363 52	2,363 52
Apple Computer Inc	09/23/2008	01/12/2011	86 000	29,500 94	11,026 88		18,474 06	18,474.06
ArcelorMittal (ADR)	08/02/2010	01/12/2011	73 000	2,627 95	2,375 35	252.60		252.60
DONATED								
Artio International Equity II A	06/19/2008	12/01/2011	1,327 531	13,341 69	20,815 69		-7,474 00	-7,474.00
Artio International Equity II A	01/28/2009	12/01/2011	426.696	4,288 29	3,900.00		388 29	388 29
Artio International Equity II A	02/18/2010	12/01/2011	125 786	1,264.15	1,400 00		-135 85	-135 85
Artio International Equity II A	02/18/2010	12/01/2011	988 320	9,932 62	11,000 00		-1,067 38	-1,067 38
Artio International Equity II A	01/12/2011	12/01/2011	7,538.091	75,757 81	94,000.00	-18,242 19		-18,242 19
Artio International Equity II A	02/16/2011	12/01/2011	804 505	8,085 28	10,000 00	-1,914 72		-1,914 72
Artio International Equity II A	06/29/2011	12/01/2011	642 055	6,452 65	8,000 00	-1,547 35		-1,547 35
			11,852 984	119,122 49	149,115.69	-21,704 26	-8,288 94	-29,993 20
Asahi Kasei Corp Adr	11/23/2010	01/12/2011	142 000	1,850 22	1,685.54	164.68		164 68
Banco Santander (Brasil) SA (A	12/14/2009	01/12/2011	53 000	700 64	717 04		-16.40	-16 40
Banco Santander (Brasil) SA (A	02/09/2010	01/12/2011	13 000	171 86	149.75	22 11		22 11
			66.000	872 50	866.79	22 11	-16.40	5.71
Banco Santander (Brasil) SA (A	02/09/2010	01/12/2011	62 000	819 62	714.18	105 44		105 44
Banco Santander (Brasil) SA (A	03/23/2010	01/12/2011	65 000	859.28	803 26	56 02		56.02

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H. Fdn Bellows Foundation (Horizon) Acct #. 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Banco Santander (Brasil) SA (A	04/27/2010	01/12/2011	73 000	965 05	816 07	148.98		148.98
			200 000	2,643 95	2,333 51	310 44		310 44
			266 000	3,516.45	3,200.30	332 55	-16 40	316.15
Bank Of China Ltd (Beijing) U	02/02/2010	01/12/2011	238 000	3,217 70	2,781.65	436 05		436 05
Bank Of China Ltd (Beijing) U	03/01/2010	01/12/2011	51 000	689.51	621 57	67.94		67.94
			289 000	3,907 21	3,403.22	503.99		503 99
Bank of New York Co Inc Mel	02/28/2007	01/12/2011	100 000	3,129 95	4,318 00		-1,188.05	-1,188.05
Bank of New York Co Inc. Mel	02/28/2007	01/12/2011	55 000	1,721 58	2,374 90		-653.32	-653.32
Bank of New York Co Inc Mel	02/28/2008	01/12/2011	32 000	1,001 65	1,479 68		-478.03	-478 03
Bank of New York Co. Inc Mel	11/19/2008	01/12/2011	125 000	3,912 68	3,377 38		535 30	535 30
Bank of New York Co Inc Mel	03/09/2009	01/12/2011	65 000	2,034 59	1,183 59		851.00	851.00
Bank of New York Co Inc Mel	12/18/2009	01/12/2011	145 000	4,538.72	3,878 61		660 11	660 11
Bank of New York Co Inc Mel	06/08/2010	01/12/2011	10.000	313 01	251 20	61 81		61 81
Bank of New York Co. Inc. Mel	10/07/2010	01/12/2011	100.000	3,130 14	2,649.80	480.34		480 34
			532 000	16,652 37	15,195 16	542 15	915 06	1,457 21
			632 000	19,782 32	19,513 16	542 15	-272 99	269 16
Baron Growth Fund	03/03/2006	01/12/2011	193 274	10,000 00	9,373 79		626 21	626 21
Baron Growth Fund	09/07/2005	08/18/2011	309 576	14,652 24	14,642 94		9 30	9 30
Baron Growth Fund	03/03/2006	08/18/2011	324.271	15,347 76	15,727 14		-379.38	-379 38
			633.847	30,000 00	30,370 08		-370 08	-370 08
			827.121	40,000 00	39,743 87		256.13	256 13
BASF SE (ADR)	02/20/2009	01/12/2011	58.000	4,388 78	1,625.74		2,763 04	2,763 04

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Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows   Foundation (Horizon)   Acct #· 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
BASF SE (ADR)	01/29/2010	01/12/2011	6 000	454 01	343 20	110 81		110.81
			64 000	4,842 79	1,968 94	110 81	2,763 04	2,873 85
Baxter International Inc	07/28/2010	01/12/2011	80.000	4,047 93	3,519.16	528 77		528 77
Becton Dickinson & Co	09/07/2006	01/12/2011	180.000	15,103.42	12,351 60		2,751.82	2,751 82
Becton Dickinson & Co	06/16/2009	01/12/2011	64 000	5,370 10	4,301 89		1,068 21	1,068 21
Becton Dickinson & Co	12/31/2009	01/12/2011	14.000	1,174 71	1,109 22		65 49	65 49
			258.000	21,648 23	17,762 71		3,885 52	3,885 52
Bed Bath & Beyond Inc	02/01/2008	01/12/2011	68 000	3,357 78	2,185.93		1,171 85	1,171 85
Bed Bath & Beyond Inc	10/26/2009	01/12/2011	32.000	1,580.13	1,160.29		419 84	419 84
			100 000	4,937 91	3,346 22		1,591.69	1,591 69
Bed Bath & Beyond Inc	10/26/2009	01/12/2011	98.000	4,841 11	3,553 38		1,287.73	1,287 73
Bed Bath & Beyond Inc	11/10/2010	01/12/2011	50 000	2,469 96	2,233 50	236 46		236 46
			148 000	7,311 07	5,786 88	236 46	1,287 73	1,524 19
			248 000	12,248 98	9,133 10	236 46	2,879 42	3,115 88
Beijing Enterprise Hldgs Spon	01/26/2010	01/12/2011	20 000	1,209 97	1,450 00	-240.03		-240 03
Berkshire Hathaway Cl B	03/06/2006	01/12/2011	224 000	17,887 49	13,104 05		4,783 44	4,783 44
Berkshire Hathaway Cl B	08/17/2009	01/12/2011	50 000	3,992.74	3,223 00		769 74	769 74
			274 000	21,880.23	16,327 05		5,553 18	5,553 18
Bg Group Adr Rep 5 Ord Gbp	01/26/2010	01/12/2011	31 000	3,195.42	2,993.05	202 37		202 37
Bg Group Adr Rep 5 Ord Gbp	04/29/2010	01/12/2011	13 000	1,340 02	1,104 74	235 28		235 28
Bg Group Adr Rep 5 Ord Gbp	11/08/2010	01/12/2011	7 000	721.55	724.50	-2.95		-2.95
			51 000	5,256.99	4,822.29	434 70		434 70

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Realized Gains and Losses

Fiscal Year Endıng 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horızon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
BlackRock Inflation Protected	06/30/2009	02/16/2011	4,448.886	47,534 59	46,369 76		1,164.83	1,164 83
BlackRock US Opport Instl Cla	07/22/2008	01/12/2011	404 762	16,976 00	14,460 65		2,515.35	2,515 35
BlackRock US Opport Instl Cla	07/22/2008	12/01/2011	2,795 971	105,048.59	99,889 71		5,158.88	5,158 88
			3,200 733	122,024.59	114,350 36		7,674 23	7,674 23
DONATED								
BlackRock US Opportunities In	07/22/2008	12/01/2011	858 224	30,535.61	29,325 52		1,210.09	1,210 09
BlackRock US Opportunities In	01/28/2009	12/01/2011	128 205	4,561 53	3,000 00		1,561 53	1,561 53
			986 429	35,097 14	32,325.52		2,771 62	2,771 62
BNP Paribas Spons AD	04/29/2010	01/12/2011	45 000	1,470 57	1,554 75	-84 18		-84.18
BNP Paribas Spons AD	07/22/2010	01/12/2011	100 000	3,267.94	3,220 00	47 94		47 94
			145 000	4,738.51	4,774 75	-36 24		-36 24
Broadcom Corp	10/01/2010	01/12/2011	300.000	13,710 48	10,367 49	3,342 99		3,342.99
Bunzl PLC (ADR)	09/13/2007	01/12/2011	37 000	2,244 01	2,673 25		-429 24	-429 24
Bunzl PLC (ADR)	11/24/2008	01/12/2011	12.000	727 79	562.80		164 99	164 99
Bunzl PLC (ADR)	04/12/2010	01/12/2011	18 000	1,091 68	1,064 88	26.80		26 80
			67 000	4,063 48	4,300 93	26 80	-264 25	-237.45
Cabletron Sys Inc.	08/18/2009	01/12/2011	64.000	2,778 19	3,149 25		-371 06	-371 06
Cabletron Sys Inc	07/21/2010	01/12/2011	41 000	1,779 78	1,724 79	54 99		54 99
			105 000	4,557.97	4,874 04	54 99	-371 06	-316.07
Canadian Natl Ry Co	06/19/2009	01/12/2011	312 000	21,194 14	13,356 10		7,838 04	7,838 04
Canadian Natural Res Ltd	12/06/2007	01/12/2011	318 000	13,662 29	10,369 98		3,292 31	3,292 31
Canadian Natural Res Ltd.	08/17/2009	01/12/2011	82 000	3,522 98	2,276 32		1,246 66	1,246.66
Canadian Natural Res Ltd	04/29/2010	01/12/2011	80.000	3,437 05	3,094 76	342 29		342 29

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Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Canadian Natural Res Ltd	11/10/2010	01/12/2011	40 000	1,718 53	1,585 60	132 93		132.93
			520 000	22,340 85	17,326 66	475 22	4,538 97	5,014 19
Canon Inc	07/24/2009	01/12/2011	89 000	4,466 84	3,136.18		1,330 66	1,330 66
Canon Inc	09/02/2009	01/12/2011	4 000	200 76	150.80		49 96	49 96
			93 000	4,667 60	3,286 98		1,380 62	1,380.62
Celgene Corporation	11/25/2009	01/12/2011	185 000	10,646 57	10,281 89		364 68	364 68
Cenovus Energy Inc Com Npv	04/23/2010	01/12/2011	81.000	2,692 39	2,297 08	395.31		395 31
Cenovus Energy Inc Com Npv	05/03/2010	01/12/2011	51.000	1,695.21	1,497.31	197 90		197 90
			132 000	4,387 60	3,794 39	593.21		593.21
Chemical & Mining Co of Chil	08/22/2008	01/12/2011	57 000	3,211 89	2,150 95		1,060 94	1,060 94
Chemical & Mining Co. of Chil	09/09/2008	01/12/2011	47.000	2,648.40	1,307.45		1,340 95	1,340 95
Chemical & Mining Co of Chil	10/16/2008	01/12/2011	34 000	1,915 87	592 82		1,323 05	1,323 05
			138 000	7,776 16	4,051 22		3,724 94	3,724 94
Chicago Mercantile Exchange	04/13/2010	01/12/2011	46 000	14,396 40	14,221 50	174 90		174.90
China Information Technolog	04/06/2010	01/12/2011	100 000	494 99	681 00	-186 01		-186 01
China Information Technolog	04/06/2010	01/12/2011	100 000	495 05	681 00	-185 95		-185.95
China Information Technolog	04/06/2010	01/12/2011	239 000	1,183.99	1,627.59	-443.60		-443.60
China Information Technolog	05/07/2010	01/12/2011	103 000	510.25	629 23	-118.98		-118 98
			342 000	1,694 24	2,256 82	-562 58		-562 58
			542 000	2,684.28	3,618 82	-934.54		-934 54
China Mobile Limited	06/17/2008	01/12/2011	16 000	806 74	1,107 66		-300 92	-300 92

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horizon) Acct #· 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
China Mobile Limited	08/19/2008	01/12/2011	36.000	1,815 15	2,090 09		-274 94	-274 94
China Mobile Limited	10/06/2008	01/12/2011	16 000	806 74	741 76		64 98	64 98
China Mobile Limited	10/13/2008	01/12/2011	18 000	907.58	919 98		-12.40	-12 40
China Mobile Limited	10/21/2008	01/12/2011	10 000	504 21	442 40		61 81	61 81
China Mobile Limited	07/17/2009	01/12/2011	11.000	554.63	547 47		7 16	7.16
			107.000	5,395 05	5,849 36		-454 31	-454 31
Citrix Systems Inc	09/13/2010	01/12/2011	160 000	10,852 59	10,500.64	351 95		351 95
CNOOC Limited (ADR)	12/01/2008	01/12/2011	15 000	3,725 79	1,186 26		2,539 53	2,539 53
CNOOC Limited (ADR)	03/23/2010	01/12/2011	9.000	2,235 47	1,444 40	791.07		791 07
CNOOC Limited (ADR)	04/29/2010	01/12/2011	6 000	1,490 31	1,064 58	425 73		425 73
			30 000	7,451 57	3,695 24	1,216 80	2,539 53	3,756 33
Coca-Cola Co	02/04/2010	01/12/2011	56.000	3,516.75	3,055 81	460 94		460 94
Coca-Cola Co	03/18/2010	01/12/2011	24.000	1,507.18	1,292 40	214 78		214 78
Coca-Cola Co	05/24/2010	01/12/2011	20.000	1,255.98	1,032 36	223 62		223 62
			100 000	6,279.91	5,380 57	899 34		899 34
Coca-Cola Co	05/24/2010	01/12/2011	26 000	1,632 77	1,342 07	290 70		290 70
Coca-Cola Co	09/09/2010	01/12/2011	202 000	12,685 40	11,770 34	915 06		915 06
			228 000	14,318 17	13,112 41	1,205.76		1,205 76
			328 000	20,598 08	18,492 98	2,105 10		2,105 10
Colgate-Palmolive Co	10/03/2006	01/12/2011	205.000	15,988 90	12,736 65		3,252 25	3,252 25
Companhia Vale Do Adr	11/16/2010	01/12/2011	90 000	6,365 64	5,971 36	394 28		394 28
Corus Entertainment Inc Class	01/11/2010	01/12/2011	124 000	2,952 39	2,349 80		602 59	602 59

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Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct #. 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Corus Entertainment Inc Class	02/18/2010	01/12/2011	38 000	904.76	685 90	218 86		218 86
			162 000	3,857 15	3,035 70	218 86	602 59	821 45
Costco Wholesale Corp.	03/06/2006	01/12/2011	263 000	18,722.91	14,072.74		4,650 17	4,650 17
Costco Wholesale Corp	03/06/2006	01/12/2011	200.000	14,238.56	10,701 70		3,536 86	3,536.86
Costco Wholesale Corp	10/10/2008	01/12/2011	200 000	14,238 55	10,626 80		3,611 75	3,611 75
			400 000	28,477 11	21,328 50		7,148 61	7,148 61
			663 000	47,200 02	35,401 24		11,798 78	11,798 78
CVS Corp	03/06/2006	01/12/2011	267 000	9,481.00	8,072.00		1,409.00	1,409 00
CVS Corp	12/02/2008	01/12/2011	140 000	4,971 32	3,820 46		1,150.86	1,150 86
CVS Corp	12/24/2009	01/12/2011	70 000	2,485 66	2,251 13		234 53	234 53
CVS Corp.	01/15/2010	01/12/2011	60 000	2,130 56	2,034.54	96 02		96 02
CVS Corp	06/14/2010	01/12/2011	105 000	3,728 49	3,351 39	377 10		377 10
CVS Corp	08/19/2010	01/12/2011	70 000	2,485 66	1,995 63	490 03		490.03
			712.000	25,282.69	21,525 15	963 15	2,794 39	3,757 54
Deere & Company	03/19/2010	01/12/2011	162 000	14,105 10	9,557 71	4,547 39		4,547 39
Deutsche Boerse UNSP/ADR	02/17/2009	01/12/2011	411 000	2,872 84	1,993 35		879 49	879 49
Deutsche Boerse UNSP/ADR	02/25/2009	01/12/2011	238.000	1,663 59	1,154 30		509 29	509 29
Deutsche Boerse UNSP/ADR	03/06/2009	01/12/2011	168 000	1,174 30	668 64		505 66	505 66
Deutsche Boerse UNSP/ADR	01/22/2010	01/12/2011	90 000	629 09	641 70	-12 61		-12.61
			907.000	6,339.82	4,457.99	-12.61	1,894 44	1,881 83
Devon Energy Corp	03/06/2006	01/12/2011	250 000	20,294 01	14,515 00		5,779 01	5,779 01
Devon Energy Corp.	06/25/2010	01/12/2011	165 000	13,394 04	10,607 36	2,786.68		2,786 68
			415 000	33,688 05	25,122 36	2,786 68	5,779.01	8,565 69

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Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H. Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Diageo PLC	03/06/2006	01/12/2011	97 000	7,368 70	6,115 85		1,252 85	1,252.85
Diageo PLC	06/11/2009	01/12/2011	10 000	759 66	567 30		192 36	192 36
Diageo PLC	06/24/2009	01/12/2011	34.000	2,582 85	1,946 30		636 55	636 55
Diageo PLC	08/17/2009	01/12/2011	21 000	1,595 29	1,266.30		328.99	328 99
Diageo PLC	11/10/2010	01/12/2011	21 000	1,595 29	1,556 94	38 35		38 35
			183 000	13,901 79	11,452 69	38 35	2,410.75	2,449 10
Dr Pepper Snapple Group	03/10/2010	01/12/2011	323 000	11,492 79	10,926 67	566 12		566 12
Eldorado Gold Corp	03/12/2010	01/12/2011	91.000	1,633 79	1,211 21	422 58		422 58
Eldorado Gold Corp	06/22/2010	01/12/2011	101 000	1,813 32	1,828 00	-14.68		-14 68
			192.000	3,447.11	3,039.21	407 90		407 90
EMC Corp	10/02/2009	01/12/2011	678 000	16,061 95	11,409 38		4,652 57	4,652 57
EOG Resources, Inc.	03/06/2006	01/12/2011	205 000	19,926.52	13,638 65		6,287.87	6,287 87
EOG Resources, Inc	08/17/2009	01/12/2011	5.000	486 01	355.70		130 31	130 31
EOG Resources, Inc	11/10/2010	01/12/2011	42 000	4,082 51	3,874 08	208 43		208 43
			252 000	24,495 04	17,868 43	208 43	6,418 18	6,626 61
Experian Group Ltd (ADR)	09/13/2007	01/12/2011	197 000	2,405 33	2,196 55		208 78	208 78
Experian Group Ltd (ADR)	11/19/2007	01/12/2011	240 000	2,930 35	2,076.00		854 35	854.35
Experian Group Ltd (ADR)	05/14/2008	01/12/2011	79 000	964 57	639.90		324 67	324 67
Experian Group Ltd (ADR)	06/22/2009	01/12/2011	173 000	2,112 29	1,313 07		799 22	799 22
			689 000	8,412 54	6,225.52		2,187 02	2,187 02
Express Scripts Inc	02/25/2008	01/12/2011	68 000	3,856 47	2,237 81		1,618 66	1,618 66
Express Scripts Inc.	12/31/2009	01/12/2011	132.000	7,486 10	5,763.12		1,722.98	1,722 98
Express Scripts Inc	07/09/2010	01/12/2011	25 000	1,417 82	1,167 48	250 34		250 34
			225 000	12,760 39	9,168 41	250 34	3,341 64	3,591 98

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Realized Gains and Losses
Fiscal Year Ending 12/31/2011

George F and Ann H. Fdn Bellows Foundation (Horizon) Acct #: 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Exxon Mobil Corp	07/13/2010	01/12/2011	189.000	14,313.31	11,252 83	3,060 48		3,060 48
Fastenal Co	04/21/2010	01/12/2011	100 000	5,919 89	5,404 90	514.99		514.99
Fastenal Co	04/21/2010	01/12/2011	128 000	7,578 93	6,918 27	660.66		660 66
			228 000	13,498 82	12,323 17	1,175 65		1,175 65
DONATED								
Fidelity Intermediate Municipa	05/22/2008	06/29/2011	6,102 542	62,062.85	60,842.34		1,220 51	1,220.51
Fidelity Short-Intermediate Mu	05/22/2008	06/29/2011	5,061 623	54,209 98	52,590 27		1,619.71	1,619 71
ST Fidelity Short-Intermediate Mu	02/16/2011	06/29/2011	2,651 515	28,397 73	28,000 00	397.73		397.73
			7,713 138	82,607 71	80,590 27	397 73	1,619 71	2,017 44
Freeport-McMoRan Copper &	10/02/2009	01/12/2011	171 000	20,841 53	11,256 25		9,585 28	9,585 28
Fresenius Medical Care AG &	09/13/2007	01/12/2011	66.000	3,726 29	3,404 94		321 35	321 35
Fresenius Medical Care AG &	02/25/2008	01/12/2011	15 000	846 89	779 55		67 34	67 34
			81 000	4,573.18	4,184.49		388 69	388 69
Fujitsu Ltd Adr	03/15/2010	01/12/2011	75.000	2,475.70	2,331 75	143 95		143 95
Fujitsu Ltd Adr	04/28/2010	01/12/2011	21 000	693.20	730.38	-37 18		-37.18
			96 000	3,168.90	3,062 13	106 77		106 77
Gafisa Sa Adr Each Repr 2 Co	05/13/2010	01/12/2011	159 000	2,231 37	2,068 19	163 18		163 18
Gafisa Sa Adr Each Repr 2 Co	07/21/2010	01/12/2011	60 000	842 02	840 84	1 18		1 18
			219 000	3,073 39	2,909 03	164 36		164 36
Givaudan SA (ADR)	06/26/2009	01/12/2011	195 000	3,997 43	2,379 00		1,618 43	1,618 43

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Givaudan SA (ADR)	04/14/2010	01/12/2011	105 000	2,152.46	1,941 45	211 01		211 01
			300 000	6,149 89	4,320 45	211 01	1,618 43	1,829 44
GlobeTel Communications Cor	11/11/2010	01/12/2011	325 000	2,798 20	2,530.22	267 98		267 98
Google Inc	10/23/2008	01/12/2011	1.000	618.41	352 13		266 28	266 28
Google Inc	01/15/2009	01/12/2011	5 000	3,092.05	1,454 00		1,638.05	1,638 05
Google Inc	08/17/2009	01/12/2011	4 000	2,473 64	1,782.72		690 92	690 92
Google Inc	11/10/2010	01/12/2011	2 000	1,236 82	1,240 42	-3 60		-3 60
			12 000	7,420 92	4,829 27	-3 60	2,595 25	2,591 65
Grupo Televisa SA (ADR)	11/21/2008	01/12/2011	204 000	5,228 02	2,751 96		2,476.06	2,476 06
Harley-Davidson, Inc	03/06/2006	01/12/2011	220.000	7,984 55	11,330 00		-3,345 45	-3,345 45
Harley-Davidson, Inc	08/17/2009	01/12/2011	57.000	2,068 72	1,226 64		842 08	842 08
Harley-Davidson, Inc	11/10/2010	01/12/2011	30.000	1,088 80	952 50	136 30		136.30
			307 000	11,142 07	13,509 14	136 30	-2,503 37	-2,367 07
Hewlett-Packard Co	08/01/2007	01/12/2011	320.000	14,554 54	14,739 20		-184 66	-184 66
Hewlett-Packard Co	01/15/2008	01/12/2011	70 000	3,183 80	3,164 70		19 10	19 10
Hewlett-Packard Co	10/24/2008	01/12/2011	105.000	4,775.71	3,445 79		1,329 92	1,329 92
Hewlett-Packard Co	08/17/2009	01/12/2011	15.000	682.24	644 40		37 84	37 84
			510 000	23,196 29	21,994.09		1,202 20	1,202 20
HSBC Holdings PLC (ADR)	04/21/2009	01/12/2011	38.000	2,110 48	1,277 75		832.73	832 73
HSBC Holdings PLC (ADR)	05/01/2009	01/12/2011	22 000	1,221.86	787 34		434.52	434 52
			60 000	3,332 34	2,065 09		1,267 25	1,267 25
International Business Machin	05/15/2009	01/12/2011	27 000	3,994.88	2,738.53		1,256 35	1,256 35

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct #. 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
International Business Machin	05/15/2009	01/12/2011	100 000	14,795 85	10,141 00		4,654.85	4,654.85
			127 000	18,790 73	12,879 53		5,911 20	5,911 20
Intuit Inc	06/01/2010	01/12/2011	227 000	10,719 61	8,105 72	2,613.89		2,613.89
Intuitive Surgical Inc.	08/27/2010	01/12/2011	40 000	11,203.81	10,880.00	323 81		323 81
Iron Mountain Inc	03/06/2006	01/12/2011	49 000	1,213 80	1,383.11		-169 31	-169.31
Iron Mountain Inc.	03/06/2006	01/12/2011	100 000	2,477 05	2,822 66		-345 61	-345 61
Iron Mountain Inc	03/06/2006	01/12/2011	201 000	4,983 11	5,673 56		-690 45	-690 45
Iron Mountain Inc.	08/17/2009	01/12/2011	79.000	1,958.53	2,189 88		-231.35	-231 35
Iron Mountain Inc.	10/12/2010	01/12/2011	20 000	495.83	416 38	79.45		79 45
			300 000	7,437 47	8,279 82	79 45	-921 80	-842 35
			449 000	11,128.32	12,485 59	79 45	-1,436 72	-1,357.27
Janus Adviser Mid Cap Value	07/22/2008	01/12/2011	436 110	9,976 00	9,104.56		871 44	871 44
Janus Adviser Mid Cap Value	07/22/2008	12/15/2011	1,174 260	24,976 00	24,514 74		461 26	461 26
			1,610 370	34,952.00	33,619.30		1,332 70	1,332 70
Janus Short-Term Bond J	11/18/2009	08/18/2011	12,377 850	38,123 78	38,000.00		123 78	123 78
Janus Short-Term Bond J	12/02/2009	08/18/2011	3,855 916	11,876 22	11,876 22		0 00	0 00
			16,233 766	50,000 00	49,876 22		123 78	123 78
Jensen Portfolio, Inc	09/07/2005	12/22/2011	2,192 127	57,652 95	52,654 89		4,998 06	4,998 06

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Realized Gains and Losses
Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Jensen Portfolio, Inc.	01/12/2011	12/22/2011	1,610 154	42,347.05	44,279 24	-1,932 19		-1,932 19
			3,802 281	100,000 00	96,934 13	-1,932 19	4,998 06	3,065 87
JM Smucker Co.	12/04/2009	01/12/2011	215.000	13,745 23	12,744 96		1,000 27	1,000 27
Johnson & Johnson	10/21/2008	01/12/2011	60.000	3,744 05	3,815 28		-71 23	-71 23
Johnson & Johnson	03/05/2009	01/12/2011	19 000	1,185 62	914 27		271 35	271 35
			79 000	4,929 67	4,729 55		200 12	200 12
Johnson & Johnson	03/05/2009	01/12/2011	21 000	1,310 40	1,010 51		299 89	299 89
Johnson & Johnson	08/17/2009	01/12/2011	53 000	3,307 19	3,167 28		139 91	139.91
Johnson & Johnson	09/24/2009	01/12/2011	20 000	1,248 00	1,216 20		31 80	31 80
Johnson & Johnson	12/31/2009	01/12/2011	6 000	374 40	387 72		-13 32	-13 32
			100 000	6,239.99	5,781 71		458 28	458.28
Johnson & Johnson	12/31/2009	01/12/2011	12 000	748 93	775 44		-26 51	-26 51
Johnson & Johnson	04/27/2010	01/12/2011	24 000	1,497.86	1,553 76	-55 90		-55 90
Johnson & Johnson	06/14/2010	01/12/2011	34.000	2,121.97	1,995 97	126.00		126 00
Johnson & Johnson	11/10/2010	01/12/2011	30 000	1,872 33	1,923 00	-50 67		-50 67
			100.000	6,241 09	6,248 17	19 43	-26.51	-7 08
			279 000	17,410 75	16,759 43	19 43	631 89	651 32
Johnson Controls Inc	04/21/2010	01/12/2011	358.000	14,507 70	12,418 66	2,089 04		2,089 04
JPMorgan Chase & Co	08/18/2010	01/12/2011	227 000	10,083 16	8,650 77	1,432 39		1,432 39
Juniper Networks Inc	05/29/2009	01/12/2011	164 000	6,245 34	4,026 13		2,219 21	2,219 21
Juniper Networks Inc	05/29/2009	01/12/2011	200.000	7,616 27	4,910 00		2,706 27	2,706 27
			364 000	13,861 61	8,936 13		4,925.48	4,925 48

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Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H. Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Jupiter Telecommuns (ADR)	06/23/2009	01/12/2011	49 000	3,317.24	2,612 68		704 56	704 56
Jupiter Telecommuns (ADR)	07/02/2009	01/12/2011	32 000	2,166 36	1,644 48		521 88	521 88
Jupiter Telecommuns (ADR)	12/24/2009	01/12/2011	16 000	1,083 18	1,120 00		-36 82	-36 82
			97 000	6,566 78	5,377.16		1,189 62	1,189 62
Kao Corp SP ADR	06/15/2009	01/12/2011	94.000	2,493 77	1,983.12		510.65	510 65
KDDI Corp UNSP/ADR	06/22/2009	01/12/2011	57 000	3,352 68	2,978.25		374.43	374.43
KDDI Corp UNSP/ADR	07/01/2009	01/12/2011	14.000	823 47	745.50		77.97	77 97
KDDI Corp UNSP/ADR	07/16/2009	01/12/2011	9 000	529 37	484.11		45.26	45 26
KDDI Corp UNSP/ADR	12/01/2009	01/12/2011	10 000	588 19	547 50		40 69	40 69
KDDI Corp UNSP/ADR	12/23/2009	01/12/2011	17 000	999 92	901 00		98 92	98 92
			107 000	6,293 63	5,656 36		637 27	637 27
Koninklijke Ahold N V (ADR)	11/10/2008	01/12/2011	188.000	2,348.08	2,021 00		327.08	327 08
Koninklijke Ahold N V (ADR)	11/24/2008	01/12/2011	46 000	574.53	525 32		49 21	49 21
Koninklijke Ahold N V (ADR)	02/09/2009	01/12/2011	45 000	562 04	513 90		48.14	48 14
Koninklijke Ahold N V (ADR)	06/15/2009	01/12/2011	76 000	949 22	862 60		86 62	86 62
Koninklijke Ahold N V (ADR)	07/31/2009	01/12/2011	65.000	811 84	740.35		71 49	71 49
Koninklijke Ahold N.V (ADR)	08/21/2009	01/12/2011	68 000	849 30	824 16		25 14	25 14
			488.000	6,095 01	5,487 33		607 68	607 68
Kraft Foods Inc.	08/14/2008	01/12/2011	160.000	5,031 11	5,238 40		-207 29	-207 29
Kraft Foods Inc.	08/14/2008	01/12/2011	300 000	9,431 93	9,822 00		-390.07	-390 07
			460.000	14,463 04	15,060 40		-597 36	-597 36
Linde Ag Spon Adr Earepr 0 1	01/13/2010	01/12/2011	261 000	3,787 04	3,236 40	550 64		550 64
Linde Ag Spon Adr Earepr 0 1	01/29/2010	01/12/2011	77 000	1,117 25	857 01	260 24		260.24
			338 000	4,904 29	4,093 41	810 88		810 88

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows   Foundation (Horizon)   Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Lockheed Martin Corp	11/11/2010	01/12/2011	62 000	4,586 68	4,351.72	234 96		234 96
Loews Corporation	03/06/2006	01/12/2011	395.000	16,004 18	12,356 92		3,647.26	3,647 26
Loews Corporation	08/17/2009	01/12/2011	61 000	2,471 53	1,895 27		576 26	576 26
Loews Corporation	11/10/2010	01/12/2011	80 000	3,241 35	3,148 00	93.35		93.35
			536 000	21,717 06	17,400 19	93.35	4,223.52	4,316.87
Loomis Sayles Bond Instl	04/20/2007	06/29/2011	2,849.389	41,976 00	41,664 32		311 68	311 68
Loomis Sayles Bond Retail	04/20/2007	12/15/2011	452 359	6,192 80	6,595 39		-402 59	-402 59
Loomis Sayles Bond Retail	01/28/2009	12/15/2011	424 193	5,807 20	4,441.30		1,365 90	1,365 90
			876 552	12,000 00	11,036.69		963 31	963.31
LVMH Moet New ADR	05/10/2010	01/12/2011	71 000	2,224 39	1,608 15	616 24		616 24
MainStay ICAP Select Equity I	07/14/2006	12/15/2011	947 433	31,000 00	35,718 22		-4,718 22	-4,718 22
Makita Corp Adr-Eachcnv Into	05/06/2010	01/12/2011	73 000	2,994 45	2,209 71	784 74		784 74
Makita Corp Adr-Eachcnv Into	05/18/2010	01/12/2011	25 000	1,025 50	717 25	308.25		308 25
			98 000	4,019.95	2,926 96	1,092.99		1,092 99
McDonald's Corp.	07/10/2006	01/12/2011	140 000	10,364 45	4,702 60		5,661 85	5,661 85
Merck & Co. Inc.	11/11/2008	01/12/2011	163 447	6,047 81	2,420 50		3,627 31	3,627 31
Merck & Co. Inc	03/02/2009	01/12/2011	49.019	1,813 79	824.99		988.80	988 80
Merck & Co Inc	03/18/2009	01/12/2011	120 000	4,440.20	3,200 28		1,239 92	1,239 92
Merck & Co Inc	08/17/2009	01/12/2011	11 534	426.78	314 18		112 60	112 60
Merck & Co Inc	08/17/2009	01/12/2011	44.000	1,628.07	1,371 92		256 15	256 15
Merck & Co. Inc	12/31/2009	01/12/2011	32 000	1,184 05	1,177 28		6 77	6 77
Merck & Co. Inc	02/10/2010	01/12/2011	45 000	1,665 08	1,635 26	29 82		29 82
Merck & Co Inc.	12/01/2010	01/12/2011	90 000	3,330 15	3,133 62	196 53		196 53
			555 000	20,535 93	14,078 03	226 35	6,231 55	6,457 90

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horizon) Acct #: 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Michelin Compagnie Adr	12/07/2010	01/12/2011	175 000	2,423 70	2,537 50	-113 80		-113 80
Microsoft Corp	03/06/2006	01/12/2011	231.000	6,502 82	6,248 20		254 62	254 62
Monsanto Co	02/05/2010	01/12/2011	39 000	2,896.09	2,969.07	-72 98		-72 98
Moody's Corp	03/06/2006	01/12/2011	165.000	4,803 69	11,177 10		-6,373 41	-6,373 41
MTN Group Ltd ADR	12/22/2009	01/12/2011	160 000	3,047 94	2,424 00		623 94	623 94
MTN Group Ltd ADR	12/23/2009	01/12/2011	42 000	800 09	650 16		149 93	149 93
MTN Group Ltd ADR	03/24/2010	01/12/2011	34 000	647.69	560.51	87 18		87.18
MTN Group Ltd ADR	04/19/2010	01/12/2011	72 000	1,371.58	1,078.56	293.02		293 02
			308 000	5,867 30	4,713.23	380 20	773.87	1,154.07
Nestle SA (ADR)	10/23/2007	01/12/2011	58 500	3,236 17	2,607 93		628 24	628 24
Nestle SA (ADR)	01/28/2008	01/12/2011	7 500	414 89	326 55		88 34	88 34
Nestle SA (ADR)	07/31/2008	01/12/2011	38 000	2,102.12	1,672.00		430 12	430 12
Nestle SA (ADR)	10/26/2010	01/12/2011	18 000	995.74	973.62	22 12		22 12
			122 000	6,748.92	5,580.10	22 12	1,146.70	1,168 82
New Gold Inc Com Npvisin #c	11/10/2010	01/12/2011	384 000	3,538.12	3,274 37	263 75		263 75
Novartis AG (ADR)	09/13/2007	01/12/2011	60 000	3,445 14	3,289 56		155 58	155 58
Novo Nordisk A/S	10/17/2008	01/12/2011	1.000	113 43	49 95		63 48	63 48
Novo Nordisk A/S	11/26/2008	01/12/2011	37 000	4,196 83	1,757.87		2,438 96	2,438 96
Novo Nordisk A/S	03/02/2009	01/12/2011	11 000	1,247 71	512 05		735.66	735 66
Novo Nordisk A/S	04/03/2009	01/12/2011	21 000	2,381 99	921 69		1,460 30	1,460 30
			70 000	7,939 96	3,241 56		4,698 40	4,698 40
Occidental Petroleum Corp	03/06/2006	01/12/2011	60 000	5,867 00	2,766 00		3,101 00	3,101 00

STATEMENT A

Realized Gains and Losses
Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Occidental Petroleum Corp	03/06/2006	01/12/2011	140.000	13,689 66	6,461 00		7,228 66	7,228.66
			200 000	19,556 66	9,227 00		10,329 66	10,329 66
Occidental Petroleum Corp	03/06/2006	01/12/2011	140.000	13,689 48	6,454 00		7,235.48	7,235 48
Occidental Petroleum Corp	08/17/2009	01/12/2011	3 000	293 35	201 99		91 36	91 36
Occidental Petroleum Corp	05/07/2010	01/12/2011	112.000	10,951.58	8,967 17	1,984.41		1,984 41
			255.000	24,934.41	15,623 16	1,984 41	7,326 84	9,311.25
			455.000	44,491 07	24,850.16	1,984 41	17,656 50	19,640 91
Omnicom Group Inc	10/21/2010	01/12/2011	244.000	11,253 84	10,445 40	808 44		808 44
Pfizer Inc.	03/05/2009	01/12/2011	171 000	3,134 39	2,113 39		1,021 00	1,021 00
Pfizer Inc	03/05/2009	01/12/2011	84 000	1,539 79	1,038.16		501.63	501 63
Pfizer Inc	08/17/2009	01/12/2011	36 000	659 91	574 56		85 35	85 35
Pfizer Inc	01/19/2010	01/12/2011	160 000	2,932 92	3,188 64	-255 72		-255 72
Pfizer Inc.	02/16/2010	01/12/2011	220 000	4,032 77	3,886 98	145 79		145 79
			500 000	9,165 39	8,688 34	-109 93	586.98	477 05
			671 000	12,299 78	10,801.73	-109 93	1,607 98	1,498 05
Philip Morris Intl Inc	03/06/2006	01/12/2011	109 000	6,127 12	1,812.86		4,314 26	4,314 26
Philip Morris Intl Inc	11/10/2010	01/12/2011	30 000	1,686 36	1,786 20	-99 84		-99 84
			139 000	7,813 48	3,599.06	-99 84	4,314 26	4,214 42
PIMCO Total Return Instl	01/12/2011	12/15/2011	1,838 235	19,976 00	19,949 79	26 21		26 21
Potash Corp of Saskatchewan,	08/19/2009	01/12/2011	23 000	3,822 30	2,161 12		1,661 18	1,661 18

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H. Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Praxair Inc	03/06/2006	01/12/2011	90 000	8,437.35	4,908 60		3,528 75	3,528 75
Praxair Inc	03/06/2006	01/12/2011	50 000	4,688.12	2,727 00		1,961.12	1,961 12
Praxair Inc	03/13/2006	01/12/2011	50 000	4,688 12	2,772 00		1,916 12	1,916 12
			100 000	9,376.24	5,499 00		3,877.24	3,877 24
			190 000	17,813 59	10,407 60		7,405 99	7,405 99
Procter & Gamble Co	05/05/2006	01/12/2011	85 000	5,457 24	4,734 50		722 74	722 74
Procter & Gamble Co	08/17/2009	01/12/2011	34 000	2,182 90	1,781 26		401 64	401 64
Procter & Gamble Co	12/31/2009	01/12/2011	11 000	706 23	671 88		34 35	34 35
			130 000	8,346.37	7,187 64		1,158 73	1,158 73
Progressive Corp	03/06/2006	01/12/2011	690 000	13,378.87	17,977 95		-4,599 08	-4,599 08
Progressive Corp	08/17/2009	01/12/2011	52 000	1,008 26	841.36		166 90	166 90
Progressive Corp	11/10/2010	01/12/2011	90 000	1,745 07	1,929 60	-184 53		-184 53
			832 000	16,132 20	20,748 91	-184 53	-4,432 18	-4,616 71
Qualcomm, Inc.	07/09/2008	01/12/2011	100 000	5,162 42	4,727 06		435 36	435 36
Qualcomm, Inc	07/09/2008	01/12/2011	220 000	11,356 20	10,399.53		956 67	956 67
			320.000	16,518 62	15,126 59		1,392 03	1,392 03
Reed Elsevier PLC (ADR)	07/09/2009	01/12/2011	72 000	2,439 35	2,167 92		271 43	271 43
Reed Elsevier PLC (ADR)	07/24/2009	01/12/2011	22 000	745 35	699 55		45 80	45 80
Reed Elsevier PLC (ADR)	11/30/2009	01/12/2011	36.000	1,219 67	1,075 68		143 99	143.99
Reed Elsevier PLC (ADR)	03/25/2010	01/12/2011	20 000	677 59	626 96	50 63		50 63
			150 000	5,081 96	4,570 11	50 63	461 22	511.85
Roche Holding Ltd (ADR)	10/20/2008	01/12/2011	54 000	1,907 79	2,135 70		-227 91	-227 91

STATEMENT A

Realized Gains and Losses
Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows   Foundation (Horizon)   Acct #· 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Roche Holding Ltd (ADR)	11/25/2008	01/12/2011	76 000	2,685 03	2,591 60		93 43	93.43
Roche Holding Ltd (ADR)	04/26/2010	01/12/2011	44 000	1,554.49	1,759.12	-204 63		-204 63
Roche Holding Ltd (ADR)	07/23/2010	01/12/2011	33 000	1,165.87	1,062.27	103 60		103.60
			207.000	7,313.18	7,548 69	-101 03	-134 48	-235.51
Rowe T Price Group Inc	08/06/2008	01/12/2011	245.000	16,103.57	15,238 76		864 81	864.81
Royal Dutch Shell A Adrf	11/02/2010	01/12/2011	51.000	3,413 88	3,435 36	-21 48		-21 48
Royce Pennsylvania Mutual In	05/15/2008	08/18/2011	1,169 591	11,976 00	12,741 21		-765 21	-765.21
Royce Pennsylvania Mutual Sv	12/27/2007	08/18/2011	369 084	3,779 42	4,000 87		-221 45	-221 45
Royce Pennsylvania Mutual Sv	06/19/2008	08/18/2011	943 253	9,658.91	10,234 30		-575 39	-575 39
Royce Pennsylvania Mutual Sv	01/28/2009	08/18/2011	361.991	3,706 79	2,400 00		1,306 79	1,306 79
			1,674 328	17,145 12	16,635 17		509 95	509 95
Sage Group PLC UNSP/ADR	12/09/2009	01/12/2011	159.000	2,811 06	2,353 20		457 86	457 86
Sage Group PLC UNSP/ADR	02/09/2010	01/12/2011	43 000	760 23	622 64	137 59		137.59
			202.000	3,571 29	2,975 84	137 59	457.86	595 45
SAP AG (ADR)	09/13/2007	01/12/2011	76 000	3,850 10	4,388 24		-538 14	-538 14
SAP AG (ADR)	10/16/2008	01/12/2011	21 000	1,063.84	730 88		332.96	332 96
			97.000	4,913 94	5,119 12		-205 18	-205 18
Schlumberger Ltd	03/06/2006	01/12/2011	25 000	2,083 46	1,481.87		601.59	601 59
Schlumberger Ltd	03/13/2006	01/12/2011	40.000	3,333 54	2,328 00		1,005 54	1,005.54
Schlumberger Ltd	03/13/2006	01/12/2011	100 000	8,333 86	5,823 75		2,510 11	2,510 11
			165 000	13,750 86	9,633 62		4,117 24	4,117.24
Schneider Electric UNSP/ADR	09/16/2009	01/12/2011	214 000	3,192.83	2,247 00		945 83	945 83
Schneider Electric UNSP/ADR	02/02/2010	01/12/2011	66 000	984 70	712 80	271 90		271 90
Schneider Electric UNSP/ADR	04/12/2010	01/12/2011	111 000	1,656.09	1,337 55	318.54		318 54

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Schneider Electric UNSP/ADR	09/24/2010	01/12/2011	74 000	1,104 06	939 06	165 00		165 00
			465 000	6,937 68	5,236 41	755.44	945 83	1,701 27
Sealed Air Corp	03/06/2006	01/12/2011	500 000	13,174 77	14,230 00		-1,055 23	-1,055 23
Sealed Air Corp	08/17/2009	01/12/2011	116 000	3,056 55	2,075 12		981 43	981.43
			616 000	16,231 32	16,305 12		-73 80	-73.80
Selected American Shares D	09/07/2005	12/15/2011	964 798	36,976 00	37,430 58		-454 58	-454 58
SGS SA ADR	08/18/2009	01/12/2011	259.000	4,190 54	3,146 85		1,043 69	1,043 69
SGS SA ADR	09/01/2009	01/12/2011	70 000	1,132 58	871 50		261 08	261 08
SGS SA ADR	12/15/2009	01/12/2011	48.000	776 63	607 20		169.43	169.43
			377 000	6,099 75	4,625 55		1,474 20	1,474 20
Siemens AG (ADR)	07/30/2008	01/12/2011	15.000	1,808 36	1,833 48		-25.12	-25 12
Siemens AG (ADR)	09/10/2008	01/12/2011	12 000	1,446 70	1,155 96		290.74	290 74
Siemens AG (ADR)	11/21/2008	01/12/2011	9 000	1,085 02	454 59		630 43	630 43
Siemens AG (ADR)	04/30/2009	01/12/2011	12 000	1,446.70	822 96		623 74	623.74
			48 000	5,786 78	4,266 99		1,519.79	1,519.79
Silver Wheaton Corporation	01/12/2010	01/12/2011	182 000	6,314 14	3,081 21	3,232 93		3,232 93
Silver Wheaton Corporation	03/24/2010	01/12/2011	61 000	2,116 28	927 75	1,188 53		1,188 53
			243 000	8,430.42	4,008.96	4,421 46		4,421 46
Smith & Nephew PLC	01/15/2009	01/12/2011	34 000	1,810 47	1,161 10		649 37	649 37
Smith & Nephew PLC	03/23/2009	01/12/2011	43 000	2,289 71	1,450 43		839 28	839 28
Smith & Nephew PLC	04/03/2009	01/12/2011	10 000	532 49	323 40		209 09	209 09
			87 000	4,632 67	2,934 93		1,697.74	1,697 74
Sodexo SA (ADR)	05/22/2009	01/12/2011	60 000	4,000 72	2,971.80		1,028 92	1,028.92

STATEMENT A

Realized Gains and Losses
Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct #. 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Sodexo SA (ADR)	11/12/2009	01/12/2011	20 000	1,333.58	1,178 00		155 58	155.58
			80 000	5,334 30	4,149 80		1,184 50	1,184 50
Sony Corp. ADR	10/29/2010	01/12/2011	50.000	1,808 96	1,690 45	118.51		118 51
Starbucks Corp	06/22/2010	01/12/2011	491 000	15,854 12	13,546 20	2,307.92		2,307 92
Sun Hung Kai Pptys Adr	11/10/2009	01/12/2011	143.000	2,538 21	2,160.73		377.48	377.48
Sun Hung Kai Pptys Adr	07/21/2010	01/12/2011	57.000	1,011 73	822.66	189 07		189 07
			200.000	3,549 94	2,983 39	189 07	377 48	566.55
Swedbank A B ADR	08/21/2009	01/12/2011	209 000	2,999.09	1,852.21		1,146.88	1,146 88
Teck Resources Ltd Cl Bf	11/24/2010	01/12/2011	50 000	3,219 94	2,460 95	758 99		758.99
Templeton Global Bond A	11/12/2009	06/29/2011	1,153 569	16,000.00	14,684 93		1,315 07	1,315.07
Templeton Global Bond A	11/12/2009	12/15/2011	406 504	5,000 00	5,174 80		-174 80	-174 80
			1,560 073	21,000 00	19,859 73		1,140.27	1,140.27
Tesco PLC Spons ADR	09/13/2007	01/12/2011	89 000	1,764 83	2,428 81		-663.98	-663 98
Tesco PLC Spons ADR	10/17/2008	01/12/2011	36 000	713 87	647 64		66 23	66.23
Tesco PLC Spons ADR	02/17/2009	01/12/2011	58 000	1,150 12	859 56		290 56	290 56
Tesco PLC Spons ADR	02/25/2009	01/12/2011	38 000	753 53	537 32		216 21	216 21
Tesco PLC Spons ADR	07/13/2009	01/12/2011	31.000	614 72	545 60		69 12	69 12
			252 000	4,997 07	5,018 93		-21 86	-21 86
Teva Pharmaceutical Industrie	06/18/2010	01/12/2011	55 000	2,967 77	2,928 15	39 62		39.62
Texas Instruments Inc.	05/28/2008	01/12/2011	129 000	4,312 64	4,170.46		142 18	142 18
Texas Instruments Inc.	08/06/2008	01/12/2011	70 000	2,340 19	1,724 66		615 53	615 53

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Texas Instruments Inc	11/06/2008	01/12/2011	175 000	5,850 48	3,035 95		2,814 53	2,814 53
			374 000	12,503 31	8,931 07		3,572 24	3,572 24
TJX Companies Inc	05/25/2010	01/12/2011	356 000	16,366 14	15,976 57	389 57		389 57
TNT NV (ADR)	11/21/2007	01/12/2011	90 000	2,362 45	3,456 00		-1,093 55	-1,093 55
TNT NV (ADR)	01/11/2008	01/12/2011	83 000	2,178 71	3,217 08		-1,038 37	-1,038 37
TNT NV (ADR)	01/08/2009	01/12/2011	31 000	813 74	678.90		134.84	134 84
TNT NV (ADR)	04/28/2009	01/12/2011	5 000	131 25	85 95		45.30	45.30
TNT NV (ADR)	08/27/2010	01/12/2011	2 000	52 50	51.62	0 88		0 88
			211.000	5,538 65	7,489 55	0 88	-1,951 78	-1,950 90
Transatlantic Holdings Inc	03/06/2006	01/12/2011	25 000	1,303.92	1,489 50		-185 58	-185 58
Transatlantic Holdings Inc	03/06/2006	01/12/2011	85.000	4,434 37	5,064 30		-629.93	-629 93
Transatlantic Holdings Inc	03/11/2009	01/12/2011	15 000	782 54	432 44		350.10	350 10
			100.000	5,216 91	5,496 74		-279 83	-279 83
			125 000	6,520 83	6,986 24		-465 41	-465 41
Transoceon Inc	06/07/2006	01/12/2011	55 000	4,245 37	6,195.75		-1,950 38	-1,950.38
Transoceon Inc.	12/31/2009	01/12/2011	7 000	540 32	585 20		-44 88	-44 88
			62 000	4,785 69	6,780 95		-1,995.26	-1,995 26
Turkiye Garanti Bankasi Ads E	08/03/2010	01/12/2011	568 000	2,862 67	2,982 00	-119 33		-119 33
Turner Emerging Growth Inve	07/03/2007	01/12/2011	264 901	14,000.00	16,935 13		-2,935.13	-2,935.13
Turner Emerging Growth Inve	07/03/2007	08/18/2011	557 911	25,000 00	35,667 26		-10,667 26	-10,667 26

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F. and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Turner Emerging Growth Inve	07/03/2007	12/15/2011	120 992	6,000 00	7,735 02		-1,735.02	-1,735 02
			943.804	45,000 00	60,337 41		-15,337 41	-15,337.41
Tyco International Ltd	03/06/2006	01/12/2011	77 000	3,380.63	2,779 29		601 34	601 34
Unilever NV (ADR)	06/20/2008	01/12/2011	31 000	931 35	912 92		18 43	18 43
Unilever NV (ADR)	08/27/2008	01/12/2011	23 000	691 00	637.14		53 86	53 86
			54 000	1,622 35	1,550.06		72 29	72 29
Unilever NV (ADR)	08/27/2008	01/12/2011	47.000	1,412 06	1,301.97		110.09	110.09
Unilever NV (ADR)	12/10/2008	01/12/2011	49 000	1,472 14	1,127 44		344 70	344 70
Unilever NV (ADR)	02/09/2009	01/12/2011	4 000	120 18	87 72		32 46	32 46
			100 000	3,004 38	2,517 13		487.25	487 25
Unilever NV (ADR)	02/09/2009	01/12/2011	67 000	2,012 95	1,469 24		543 71	543.71
Unilever NV (ADR)	03/24/2009	01/12/2011	33.000	991 46	651 75		339 71	339.71
			100 000	3,004 41	2,120 99		883 42	883 42
			254 000	7,631.14	6,188 18		1,442 96	1,442 96
United Parcel Service Inc	08/02/2010	01/12/2011	141 000	10,185.66	9,365 08	820 58		820 58
United Technologies Corp	03/06/2006	01/12/2011	23 000	1,833 98	1,325 26		508 72	508 72
United Technologies Corp	03/06/2006	01/12/2011	100.000	7,974 36	5,762 00		2,212 36	2,212 36
			123 000	9,808 34	7,087 26		2,721 08	2,721 08
Valeo Adr-Each Repr 0 5 Ord E	10/25/2010	01/12/2011	100 000	3,074.94	2,775.00	299 94		299 94

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct # 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Vodafone Group PLC (ADR)	03/08/2006	01/12/2011	38.000	1,023.02	923.29		99 73	99 73
Vodafone Group PLC (ADR)	08/03/2006	01/12/2011	161 000	4,334 36	3,522 59		811.77	811 77
			199 000	5,357.38	4,445.88		911 50	911 50
Vodafone Group PLC (ADR)	08/03/2006	01/12/2011	111 000	2,988 18	2,428 61		559 57	559 57
Vodafone Group PLC (ADR)	06/17/2008	01/12/2011	30.000	807.62	894 27		-86 65	-86 65
Vodafone Group PLC (ADR)	06/30/2009	01/12/2011	59 000	1,588 32	1,147 55		440 77	440.77
			200 000	5,384 12	4,470 43		913.69	913 69
			399 000	10,741 50	8,916 31		1,825.19	1,825.19
Walt Disney Co	03/22/2010	01/12/2011	388 000	15,315 65	13,226 53	2,089 12		2,089.12
Wells Fargo & Co	03/06/2006	01/12/2011	12 000	380 28	381 48		-1 20	-1 20
Wells Fargo & Co.	03/06/2006	01/12/2011	438 000	13,880 25	13,922.93		-42 68	-42 68
Wells Fargo & Co	01/26/2009	01/12/2011	235 000	7,447 16	3,705 72		3,741 44	3,741 44
Wells Fargo & Co	03/06/2009	01/12/2011	200 000	6,338 01	1,706 00		4,632 01	4,632 01
Wells Fargo & Co	11/10/2010	01/12/2011	150 000	4,753 51	4,241 85	511.66		511 66
			1,035 000	32,799.21	23,957 98	511 66	8,329 57	8,841 23
Willis Group Holdings Ltd	09/13/2007	01/12/2011	80.000	2,819.95	3,208 00		-388 05	-388 05
Willis Group Holdings Ltd	09/13/2007	01/12/2011	20 000	705.39	802.00		-96 61	-96 61
Willis Group Holdings Ltd.	12/17/2008	01/12/2011	59 000	2,080 89	1,451 81		629 08	629 08

STATEMENT A

Realized Gains and Losses

Fiscal Year Ending 12/31/2011

George F and Ann H Fdn Bellows Foundation (Horizon) Acct #· 613-160008

Realized Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
Willis Group Holdings Ltd.	02/19/2009	01/12/2011	21 000	740.66	495 58		245.08	245.08
			100 000	3,526 94	2,749 39		777 55	777 55
			180.000	6,346.89	5,957 39		389.50	389.50
Short Term Gains				893,028 75	885,629 19	7,399.56		
Total Long Gains				1,829,126 51	1,619,881.00		209,245.51	
Total (Sales)				2,722,155 26	2,505,510 19	7,399 56	209,245 51	216,645.07

```
    PROCEEDS OF
        DONATED
      LT STOCKS
    45,006.34 +
     1,548.58 +
     7,647.40 +
    13,341.69 +
     4,288.29 +
     1,264.15 +
    35,097.14 +
    62,062.85 +
    54,209.98 +
 ---------------
   224,466.42 *
```

```
        COST OF
        DONATED
      LT STOCKS
    49,439.27 +
     1,700.00 +
     5,500.00 +
    20,815.69 +
     3,900.00 +
     1,400.00 +
    32,325.52 +
    60,842.34 +
    52,590.27 +
 ---------------
   228,513.09 *
```

```
    PROCEEDS OF
      PURCHASED
      LT STOCKS
 1,829,126.51 +
   224,466.42 -
 ---------------
 1,604,660.09 *
```

```
    PROCEEDS OF
      PURCHASED
      ST STOCKS
   893,028.75 +
    28,397.73 -
 ---------------
   864,631.02 *
```

```
        COST OF
      PURCHASED
      LT STOCKS
 1,619,881.00 +
   228,513.09 -
 ---------------
 1,391,367.91 *
```

```
        COST OF
      PURCHASED
      ST STOCKS
   885,629.19 +
    28,000.00 -
 ---------------
   857,629.19 *
```

STATEMENT A

The Bellows Foundation
Security Summary Schedule as of 12/31/2011

Description	Quantity	Cost Basis	FMV
Mutual Funds			
American Century Small Cap Value Inv	5432.474	38,854.88	42,047.35
Baron Growth Fund	887.787	41,942.18	45,286.01
Brown Advisory Grwthequity Fd Instl Cl	16661.599	205,000.00	212,268.77
Ivy Asset Strategy Cl Y	3204.707	81,000.00	71,464.97
Ivy Mid Cap Growth Cl Y	1715.266	30,000.00	29,056.61
Ivy Mid Cap Growth I	6209.825	110,000.00	106,560.60
Janus Adviser Mid Cap Value Cl I	3886.647	81,140.59	78,432.54
Janus Mid Cap Value Invst Shs	1740.993	36,756.03	35,150.65
Janus Short Term Bond Cl I	58624.104	180,000.00	178,803.52
Janus Short-Term Bond J	33116.356	102,123.78	101,004.89
Jennison Natural Resources A	1490.661	85,000.00	69,092.14
Jensen Portfolio, Inc.	8044.469	221,720.76	213,258.87
Loomis Sayles Bond Instl	6052.357	79,390.85	84,309.33
Loomis Sayles Bond Retail	2020.888	21,158.70	28,049.93
MainStay ICAP Select Equity I	8318.396	298,301.40	282,492.73
MFS International Value A	1405.617	27,448.56	33,383.40
MFS Intl Value Cl I	6357.706	162,000.00	157,098.92
Oppenheimer Developing Markets A	1537.835	42,700.00	45,089.32
Oppenheimer Equity Income Fund Cl Y	3974.556	85,000.00	88,553.11
PIMCO Total Return D	3013.483	33,000.00	32,756.56
PIMCO Total Return Instl	7099.645	77,050.21	77,173.14
Royce Pennsylvania Mutual Invt	4209.001	45,851.74	45,288.85
Selected American Shares D	6306.848	264,465.04	248,742.09
Selected American Shares S	758.080	31,542.39	29,921.42
Templeton Global Bond A	4404.351	56,140.27	54,658.00
Thornburg International Value A	1140.803	30,000.00	27,447.72
Thornburg Intl Value Instl	6526.674	182,266.66	160,425.65
Turner Emerging Growth Investor	813.386	35,359.86	41,653.50
Wells Fargo Advantage Growth I	5729.222	210,000.00	210,606.20
		2,895,213.90	2,830,076.79

STATEMENT B

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FIDELITY #613-160008	16.
LOIS DUBOSE MARITAL TRUST	257.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	273.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY #613160008	64,102.	18,734.	45,368.
FIDELITY #670-508322	130.	0.	130.
LOIS DUBOSE MARITAL TRUST	167.	0.	167.
SCHWAB #21852896	1,394.	0.	1,394.
SCHWAB #21883896	266.	0.	266.
SCHWAB #31528663	367.	0.	367.
TOTAL TO FM 990-PF, PART I, LN 4	66,426.	18,734.	47,692.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	12,171.	12,171.	
MISCELLANEOUS INCOME	102.	102.	
TOTAL TO FORM 990-PF, PART I, LINE 11	12,273.	12,273.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,300.	4,650.		4,650.
TO FORM 990-PF, PG 1, LN 16B	9,300.	4,650.		4,650.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	46.	46.		0.
AD VALOREM TAX	350.	350.		0.
SEVERANCE TAX	209.	209.		0.
OTHER TAXES	972.	972.		0.
TO FORM 990-PF, PG 1, LN 18	1,577.	1,577.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	22,330.	22,330.		0.
ROYALTY EXPENSE	3.	3.		0.
OTHER EXPENSES	1,856.	1,856.		0.
TO FORM 990-PF, PG 1, LN 23	24,189.	24,189.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT B	2,895,214.	2,830,077.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,895,214.	2,830,077.

FORM 990-PF OTHER ASSETS STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ROYALTY PAYMENTS RECEIVABLE	735.	49.	49.
TO FORM 990-PF, PART II, LINE 15	735.	49.	49.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 9
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LAWRENCE E. MADDOX, MADDOX, THOMSON & ASSOCIATES, P.C.
5851 SAN FELIPE, SUITE 700
HOUSTON, TX 77057

TELEPHONE NUMBER

713-783-4242

FORM AND CONTENT OF APPLICATIONS

WRITTEN APPLICATIONS SHOULD INCLUDE AMOUNT AND PURPOSE OF GRANT AS WELL AS GENERAL INFORMATION ON ORGANIZATION.

ANY SUBMISSION DEADLINES

APPLICATIONS ACCEPTED AT ANY TIME. NOTICE OF APPROVAL, REJECTION OR REQUEST FOR INFORMATION GENERALLY WITHIN A MONTH.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Form **8868**
(Rev. January 2012)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. GEORGE F. & ANN HARRIS BELLOWS FOUNDATION	Employer identification number (EIN) or ☒ 76-0588143
	Number, street, and room or suite no. If a P.O. box, see instructions. 5851 SAN FELIPE, NO. 700	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HOUSTON, TX 77057	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ MADDOX, THOMSON & ASSOCIATES, P.C. 5851 SAN FELIPE, SUITE 700 - HOUSTON, TX 77057

Telephone No. ▶ 713-783-4242 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ ☐. If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2011 or

▶ ☐ tax year beginning ____________, and ending ____________.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 0.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**