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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

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

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

Name of foundation
THE HOLTHOUSE FOUNDATION FOR KIDS
C/O MICHAEL HOLTHOUSE

A Employer identification number
76-0620426

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1800 WEST LOOP SOUTH NO 1875

B Telephone number (see page 10 of the instructions)
(713) 626-5511

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

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 18,725,521

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	112,041	112,041		
	4	Dividends and interest from securities	123,641	123,641		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,001,339			
	b	Gross sales price for all assets on line 6a 6,622,491				
	7	Capital gain net income (from Part IV, line 2)		1,001,339		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,237,021	1,237,021		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages	139	0		139
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,526	0		5,526
	c	Other professional fees (attach schedule)	2,478	0		2,478
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	15,536	377		21
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	102,705	99,252		3,453
	24	**Total operating and administrative expenses.** Add lines 13 through 23	126,384	99,629		11,617
	25	Contributions, gifts, grants paid	967,463			967,463
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,093,847	99,629		979,080
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	143,174			
	b	**Net investment income** (if negative, enter -0-)		1,137,392		
	c	**Adjusted net income** (if negative, enter -0-)				

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

		Line	Description	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments		339,669	869,685	869,685
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶		72		
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		4,305	3,517	3,517
	10a	Investments—U S and state government obligations (attach schedule)		2,830,122	2,860,377	3,034,647
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶	2,162			
		Less accumulated depreciation (attach schedule) ▶	2,162			
	12	Investments—mortgage loans		1,295,619	645,731	670,969
	13	Investments—other (attach schedule)		12,804,696	13,045,220	14,146,703
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)		17,274,483	17,424,530	18,725,521
Liabilities	17	Accounts payable and accrued expenses		4,662	6,750	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		3,458	8,243	
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	**Total liabilities** (add lines 17 through 22)		8,120	14,993	
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		17,266,363	17,409,537	
	30	**Total net assets or fund balances** (see page 17 of the instructions)		17,266,363	17,409,537	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)		17,274,483	17,424,530	

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	17,266,363
2	Enter amount from Part I, line 27a	2	143,174
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	17,409,537
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,409,537

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,001,339
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	957,463	18,895,841	0 050671
2009	1,055,292	18,307,449	0 057643
2008	1,037,822	20,458,292	0 050729
2007	960,093	21,877,139	0 043886
2006	981,551	20,375,690	0 048173

2	**Total** of line 1, column (d).	2	0 251102
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 050220
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	18,980,822
5	Multiply line 4 by line 3.	5	953,217
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,374
7	Add lines 5 and 6.	7	964,591
8	Enter qualifying distributions from Part XII, line 4.	8	979,080

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	11,374
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	11,374
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	11,374
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,500		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	12,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,126
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 1,126	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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

Website address ▶HOLTHOUSEFOUNDATIONFORKIDS ORG

14 The books are in care of ▶MICHAEL H HOLTHOUSE Telephone no ▶(713) 626-5511

Located at ▶1800 W LOOP S 1875 HOUSTON TX ZIP+4 ▶77027

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 |

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

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
MICHAEL H HOLTHOUSE 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	PRESIDENT/DIRECTOR 5 00	0	0	0
RICHARD H STEIN 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	SEC/TREAS/DIRECTOR 0 25	0	0	0
COLLEEN HOLTHOUSE 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	DIRECTOR 0 25	0	0	0
LISA HOLTHOUSE 1800 WEST LOOP SOUTH STE 1875 HOUSTON,TX 77027	VICE PRESIDENT/DIRECTOR 5 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
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 NONE	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3. . . . . ▶	0

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	9,224,028
b	Average of monthly cash balances	1b	892,739
c	Fair market value of all other assets (see page 24 of the instructions)	1c	9,153,103
d	**Total** (add lines 1a, b, and c)	1d	19,269,870
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	19,269,870
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	289,048
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	18,980,822
6	**Minimum investment return.** Enter 5% of line 5	6	949,041

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	949,041
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 11,374		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b: 3,339		
c	Add lines 2a and 2b	2c	14,713
3	Distributable amount before adjustments Subtract line 2c from line 1	3	934,328
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	934,328
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	934,328

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	979,080
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	979,080
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	11,374
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	967,706

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				934,328
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			814,450	
b Total for prior years 20___ , 20___ , 20___		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 ▶ $ 979,080				
a Applied to 2010, but not more than line 2a			814,450	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				164,630
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		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 page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				769,698
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007. . . .				
b Excess from 2008. . . .				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				967,463
b *Approved for future payment*				
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 (See page 28 of the instructions)
	(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	112,041	
4 Dividends and interest from securities. . . .			14	123,641	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	1,001,339	
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		1,237,021	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 1,237,021

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

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2012-11-13	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature ERIC L SELF	Date	Check if self-employed ☐
		PTIN P00021988
Firm's name ▶ UHY ADVISORS TX LLC		Firm's EIN ▶ 76-0522558
Firm's address ▶ 12 GREENWAY PLAZA SUITE 200 HOUSTON, TX 77046		Phone no (713) 960-1706

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

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
DORCHESTER CAPITAL INTERNATIONAL LTD	P		
IONIC	P		
STG CAPITAL FUND	P		
SIO	P		
TACONIC OFFSHORE	P		
AVALON FIXED INCOME #16H80191	P		
AVALON CORE EQUITY #16H94883	P		
AVALON EQUITY INCOME #648018295	P		
CONDERA EQUITY FUNDS #784-35813	P		
DEL MAR	P		
ENERGY ALPHA	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
63,424		50,000	13,424
729,672		700,000	29,672
551,204		500,030	51,174
501,747		500,000	1,747
928,160		250,000	678,160
1,836,961		1,803,720	33,241
1,482,161		1,314,640	167,521
29,171		35,146	-5,975
249,991		217,616	32,375
150,000		150,000	0
100,000		100,000	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			13,424
			29,672
			51,174
			1,747
			678,160
			33,241
			167,521
			-5,975
			32,375
			0
			0

Form 990PF Part XV Line 1a - 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).

MICHAEL H HOLTHOUSE
COLLEEN HOLTHOUSE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
100 BLACK MEN METROPOLITAN HOUSTONPO BOX 604 BELLAIRE,TX 77402	N/A	N/A	OPERATING SUPPORT	2,500
AFRICA FOUNDATIONPO BOX 233 FRIDAY HARBOR,WA 98250	N/A	N/A	OPERATING SUPPORT	2,500
AID TO VICTIMS OF DOMESTIC ABUSE1001 TEXAS AVE STE 600 HOUSTON,TX 77002	N/A	N/A	OPERATING SUPPORT	500
ARC OF THE CAPITAL AREA2818 SAN GABRIEL AUSTIN,TX 78705	N/A	N/A	PROGRAM SUPPORT	500
ARROW CHILD & FAMILY MINISTRIES2929 FM 2920 RD SPRING,TX 773883428	N/A	N/A	PROGRAM SUPPORT	300
AVANCE HOUSTON4281 DACOMA HOUSTON,TX 77092	N/A	N/A	OPERATING SUPPORT	2,500
BAYOU PRESERVATION ASSOCIATIONPO BOX 131563 HOUSTON,TX 77219	N/A	N/A	OPERATING SUPPORT	10,000
BOY SCOUTS OF AMERICAPO BOX 924528 HOUSTON,TX 772924528	N/A	N/A	OPERATING SUPPORT	5,100
BOYS & GIRLS CLUBS OF GREATER HOUSTON1520-A AIRLINE HOUSTON,TX 77009	N/A	N/A	PROGRAM SUPPORT	800
BOYS & GIRLS CLUBS OF GREATER HOUSTON1520-A AIRLINE HOUSTON,TX 77009	N/A	N/A	OPERATING SUPPORT	20,000
CHILDREN AT RISK2900 WESLAYAN SUITE 400 HOUSTON,TX 77027	N/A	N/A	OPERATING SUPPORT	10,000
CHILDREN'S ASSESSMENT CENTER 2500 BOLSOVER HOUSTON,TX 77005	N/A	N/A	OPERATING SUPPORT	4,825
CHILDREN'S MUSEUM OF HOUSTON1500 BINZ HOUSTON,TX 770047112	N/A	N/A	OPERATING SUPPORT	25,000
CITY WIDE CLUBPO BOX 8446 HOUSTON,TX 772888446	N/A	N/A	PROGRAM SUPPORT	1,000
CLAYTON DABNEY FOUNDATION 12335 KINGSRIDE 347 HOUSTON,TX 77024	N/A	N/A	OPERATING SUPPORT	350
COMMUNITY OF FAITH FOUNDATION INCPO BOX 31538 HOUSTON,TX 77231	N/A	N/A	PROGRAM SUPPORT	5,000
CONSORTIUM OF ENTREPRENEURSHIP EDUCATION 1601 WEST 5TH AVE 199 COLUMBUS,OH 43212	N/A	N/A	OPERATING SUPPORT	5,000
CY-FAIR ISD8877 BARKER CYPRESS CYPRESS,TX 77433	N/A	N/A	PROGRAM SUPPORT	200
DRESS FOR SUCCESS3310 EASTSIDE ST HOUSTON,TX 77098	N/A	N/A	OPERATING SUPPORT	10,000
EPISCOPAL HIGH SCHOOLPO BOX 271299 HOUSTON,TX 77277	N/A	N/A	CAPITAL SUPPORT	50,000
EPISCOPAL HIGH SCHOOLPO BOX 271299 HOUSTON,TX 77277	N/A	N/A	OPERATING SUPPORT	16,000
FIRST TEE OF GREATER HOUSTON 5810 WILSON RD STE 112 HUMBLE,TX 77396	N/A	N/A	PROGRAM SUPPORT	20,000
GENERATION ONEPO BOX 8280 HOUSTON,TX 77288	N/A	N/A	PROGRAM SUPPORT	5,000
GENESYS WORKS601 JEFFERSON AVE SUITE 3950 HOUSTON,TX 77002	N/A	N/A	OPERATING SUPPORT	10,000
HISD FOUNDATION3830 RICHMOND AVE HOUSTON,TX 770275838	N/A	N/A	PROGRAM SUPPORT	50,000
HOUSTON PBS-ACB4343 ELGIN HOUSTON,TX 772040008	N/A	N/A	PROGRAM SUPPORT	25,000
HOUSTON TECHNOLOGY CENTER 410 PIERCE ST HOUSTON,TX 77002	N/A	N/A	OPERATING SUPPORT	10,705
I AM WATERS FOUNDATION3262 WESTHEIMER RD BOX 229 HOUSTON,TX 77098	N/A	N/A	OPERATING SUPPORT	2,000
INDIANA STATE UNIVERSITY FOUNDATION102 GILLUM HALL 3RD FLOOR TERRE HAUTE,IN 47809	N/A	N/A	OPERATING SUPPORT	20,000
JEFFERSON AWARDS100 W 10TH ST SUITE 215 WILMINGTON,DE 19801	N/A	N/A	PROGRAM SUPPORT	25,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JEWISH COMMUNITY CENTER 5601 S BRAESWOOD HOUSTON,TX 77096	N/A	N/A	PROGRAM SUPPORT	5,000
JEWISH FEDERATION OF GREATER HOUSTON5603 S BRAESWOOD BLVD HOUSTON,TX 77096	N/A	N/A	PROGRAM SUPPORT	5,000
JOB CREATORS ALLIANCE5956 SHERRY LANE SUITE 1000 DALLAS,TX 75225	N/A	N/A	OPERATING SUPPORT	25,000
JUNIOR ACHIEVEMENT1416A W 24TH ST HOUSTON,TX 77008	N/A	N/A	PROGRAM SUPPORT	8,376
KIDS MEALS INC205 W CROSSTIMBERS ST HOUSTON,TX 77018	N/A	N/A	OPERATING SUPPORT	5,000
KIPP ACADEMY10711 KIPP WAY HOUSTON,TX 77099	N/A	N/A	OPERATING SUPPORT	26,800
LEADERSHIP EDUCATION FOUNDATIONPO BOX 9385 COLLEGE STATION,TX 77842	N/A	N/A	PROGRAM SUPPORT	10,000
MAKE-A-WISH FOUNDATION1604 BISSONNET HOUSTON,TX 77005	N/A	N/A	PROGRAM SUPPORT	5,000
MARCH OF DIMES3000 WESLAYAN STE 100 HOUSTON,TX 77027	N/A	N/A	OPERATING SUPPORT	4,750
MASQUERADE THEATER3558 EAST TC JESTER HOUSTON,TX 77018	N/A	N/A	OPERATING SUPPORT	10,000
MEMORIAL HIGH SCHOOL BOOSTER CLUB INC935 ECHO LANE HOUSTON,TX 77024	N/A	N/A	OPERATING SUPPORT	11,000
MUSEUM OF FINE ARTSPO BOX 4606 HOUSTON,TX 772109865	N/A	N/A	PROGRAM SUPPORT	595
MUSEUM OF FINE ARTSPO BOX 4606 HOUSTON,TX 772109865	N/A	N/A	OPERATING SUPPORT	10
NEHEMIAH CENTER5015 FANNIN ST HOUSTON,TX 77004	N/A	N/A	PROGRAM SUPPORT	5,000
NEUHAUS EDUCATION CENTER 4433 BISSONNET BELLAIRE,TX 77401	N/A	N/A	OPERATING SUPPORT	1,200
P4L1800 WEST LOOP SOUTH 1875 HOUSTON,TX 77027	N/A	N/A	PROGRAM SUPPORT	400,000
PATHWAYS FOR LITTLE FEET8 GREENWAY PLAZA SUITE 1000 HOUSTON,TX 77046	N/A	N/A	OPERATING SUPPORT	2,500
PHILANTHROPY ROUNDTABLE 1150 17TH ST NW SUITE 503 WASHINGTON,DC 20036	N/A	N/A	OPERATING SUPPORT	5,000
PREVENT BLINDNESS TEXAS2202 WAUGH DRIVE HOUSTON,TX 77006	N/A	N/A	PROGRAM SUPPORT	1,500
RIVER OAKS BAPTIST SCHOOL 2300 WILLOWICK HOUSTON,TX 77027	N/A	N/A	OPERATING SUPPORT	5,000
SEARCH INSTITUTE19200 SPACE CENTER BLVD 2611 HOUSTON,TX 77058	N/A	N/A	PROGRAM SUPPORT	2,202
SER-NINOS CHARTER SCHOOL 5815 ALDER DR HOUSTON,TX 77081	N/A	N/A	OPERATING SUPPORT	10,000
ST AGNE ACADEMY FOUNDATION 9000 BELLAIRE BLVD HOUSTON,TX 770364693	N/A	N/A	PROGRAM SUPPORT	1,000
STEED SOCIETY1269 PRYOR RD SW ATLANTA,GA 30315	N/A	N/A	OPERATING SUPPORT	2,000
SUSAN G KOMEN FOUNDATION 5433 WESTHEIMER RD SUITE 325 HOUSTON,TX 77056	N/A	N/A	OPERATING SUPPORT	750
TEXAS CHILDREN'S HOSPITAL 1919 S BRAESWOOD MC 4-4483 HOUSTON,TX 77030	N/A	N/A	PROGRAM SUPPORT	25,000
THE BUDDY PROGRAM INC110 EAST HALLAM ST SUITE 125 ASPEN,CO 81611	N/A	N/A	OPERATING SUPPORT	10,000
TREES OF HOPE3330 AUDLEY SUITE 1000 HOUSTON,TX 77098	N/A	N/A	PROGRAM SUPPORT	10,000
UNITED WAY OF GREATER HOUSTONPO BOX 3247 HOUSTON,TX 77253	N/A	N/A	PROGRAM SUPPORT	10,000
WOODROW WILSON CENTER1 E GREENWAY PLAZA SUITE 225 HOUSTON,TX 770460106	N/A	N/A	OPERATING SUPPORT	5,000

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YMCA OF GREATER HOUSTON2122 EAST GOVERNORS CIRCLE HOUSTON,TX 77092	N/A	N/A	PROGRAM SUPPORT	15,000
Total . . . . ▶ **3a**				967,463

TY 2011 Accounting Fees Schedule

Name: THE HOLTHOUSE FOUNDATION FOR KIDS
C/O MICHAEL HOLTHOUSE

EIN: 76-0620426

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,526	0		5,526

TY 2011 Investments Government Obligations Schedule

Name:	THE HOLTHOUSE FOUNDATION FOR KIDS C/O MICHAEL HOLTHOUSE
EIN:	76-0620426
US Government Securities - End of Year Book Value:	1,311,710
US Government Securities - End of Year Fair Market Value:	1,392,426
State & Local Government Securities - End of Year Book Value:	1,548,667
State & Local Government Securities - End of Year Fair Market Value:	1,642,221

TY 2011 Investments - Other Schedule

Name: THE HOLTHOUSE FOUNDATION FOR KIDS
C/O MICHAEL HOLTHOUSE

EIN: 76-0620426

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DOUBLE BLACK DIAMOND LTD.	AT COST	1,464,957	1,464,957
ARDEN ENDOWMENT ADVISERS, LTD	AT COST	500,000	659,033
CONDERA ABSOLUTE RETURNS STRATEGIES	AT COST	1,200,000	1,472,002
AVALON CORE EQUITY	AT COST	721,268	864,813
AVALON EQUITY INCOME	AT COST	863,094	943,729
CONDERA VANGUARD INDEX FUNDS	AT COST	3,194,678	3,353,771
TETON CAPITAL PARTNERS	AT COST	751,223	896,100
HARVEST SMALL CAP OFFSHORE LTD	AT COST	500,000	632,717
DEL MAR INDEX OPPORTUNITIES OFFSHORE	AT COST	350,000	366,202
ENERGY ALPHA PARTNERS LP	AT COST	400,000	424,224
PELAGUS CAPITAL FUND	AT COST	600,000	636,184
ACK ASSET PARTNERS CAYMAN	AT COST	400,000	374,173
CCP QUANTITATIVE FUND	AT COST	250,000	241,288
CAPSTONE VOL OFFSHORE FUND	AT COST	350,000	360,352
FORUM GLOBAL OPPORTUNITIES FUND	AT COST	450,000	470,488
REVELATION SPECIAL SITUATIONS	AT COST	650,000	599,065
TWIN TREE CAPITAL OFFSHORE PARTNERS	AT COST	400,000	387,605

TY 2011 Other Expenses Schedule

Name: THE HOLTHOUSE FOUNDATION FOR KIDS
C/O MICHAEL HOLTHOUSE

EIN: 76-0620426

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DBD MANAGEMENT FEES	16,675	16,675		0
AVALON MANAGEMENT FEES	32,489	32,489		0
CONDERA MANAGEMENT FEES	43,820	43,820		0
DUES AND SUBSCRIPTIONS	2,195	0		2,195
INSURANCE	750	0		750
BANK SERVICE CHARGES	236	0		236
PAYROLL ADMIN FEES	272	0		272
DOUBLE BLACK DIAMOND	6,268	6,268		0

TY 2011 Other Professional Fees Schedule

Name: THE HOLTHOUSE FOUNDATION FOR KIDS
C/O MICHAEL HOLTHOUSE

EIN: 76-0620426

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL FEES	2,478	0		2,478

TY 2011 Taxes Schedule

Name: THE HOLTHOUSE FOUNDATION FOR KIDS
C/O MICHAEL HOLTHOUSE

EIN: 76-0620426

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	377	377		0
EXCISE TAXES	11,374	0		0
SECTION 511 TAX ON UBTI	3,764	0		0
PAYROLL TAXES	21	0		21

Additional Data

Software ID:	
Software Version:	
EIN:	76-0620426
Name:	THE HOLTHOUSE FOUNDATION FOR KIDS C/O MICHAEL HOLTHOUSE

Form 990PF - Special Condition Description:

Special Condition Description