



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2011Open to Public
Inspection**A For the 2011 calendar year, or tax year beginning** 05/01, 2011, and ending 04/30, 2012**B** Check if applicable:

<input type="checkbox"/>	Address change
<input type="checkbox"/>	Name change
<input type="checkbox"/>	Initial return
<input type="checkbox"/>	Terminated
<input type="checkbox"/>	Amended return
<input type="checkbox"/>	Application pending

C Name of organization

JOHN G. KENEDY, JR. CHARITABLE TRUST

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

P O BOX 2950

Room/suite

City or town, state or country, and ZIP + 4

SAN ANTONIO, TX 78299

F Name and address of principal officer

JOHN W. ROBB, FNB CO-TRUSTEE

P.O. BOX 2950 SAN ANTONIO, TX 78299

D Employer identification number

74-6334106

E Telephone number

(210) 220-4436

G Gross receipts \$ 37,170,632.**H(a)** Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** Are all affiliates included? ☐ Yes ☐ No

If "No," attach a list (see instructions)

H(c) Group exemption number ▶**I** Tax-exempt status ☒ 501(c)(3) ☐ 501(c)() (insert no) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ N/A**K** Form of organization ☐ Corporation ☒ Trust ☐ Association ☐ Other ▶**L** Year of formation 1986 **M** State of legal domicile TX**Part I Summary****1** Briefly describe the organization's mission or most significant activities

THIS TRUST WAS CREATED TO SUPPORT THE SIX ORGANIZATIONS SPECIFICALLY MENTIONED IN THE WILL OF ELENA S. KENEDY. SEE ATTACHMENT 1 FOR FURTHER DETAIL.

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets**3** Number of voting members of the governing body (Part VI, line 1a)

3 2.

4 Number of independent voting members of the governing body (Part VI, line 1b)

4 0

5 Total number of individuals employed in calendar year 2011 (Part V, line 2a)

5 1.

6 Total number of volunteers (estimate if necessary)

6 0

7a Total unrelated business revenue from Part VIII, column (C), line 12

7a 0

b Net unrelated business taxable income from Form 990-T, line 34

7b 0

		Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h)		0	0
9 Program service revenue (Part VIII, line 2g)		0	0
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		4,385,948.	6,199,589.
11 Other revenue (Part VIII, column (A), lines 5-6d, 8c, 9c, 10c, and 11e)		16,915,693.	12,383,778.
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		21,301,641.	18,583,367.
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		12,259,756.	11,007,849.
14 Benefits paid to or for members (Part IX, column (A), line 4)		0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		1,084,536.	1,036,559.
16a Professional fundraising fees (Part IX, column (A), line 11e)		0	0
b Total fundraising expenses (Part IX, column (D), line 25) ▶	0		
17 Other expenses (Part IX, column (A), lines 11a-1d, 11f-24e)		2,416,573.	1,563,218.
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)		15,760,865.	13,607,626.
19 Revenue less expenses Subtract line 18 from line 12		5,540,776.	4,975,741.
20 Total assets (Part X, line 16)		116,022,509.	120,998,251.
21 Total liabilities (Part X, line 26)		0	0
22 Net assets or fund balances Subtract line 21 from line 20		116,022,509.	120,998,251.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign
Here▶ *John W. Robb* EMP

Signature of officer

Date

▶ John W. Robb

Type or print name and title

▶ *Tablo E. Suresh*Paid
Preparer
Use Only

Print/Type preparer's name

STEWART GOODSON

Preparer's signature

Stewart Goodson, C.P.A.

Date

07/02/2012

Check ☐ if self-employed

PTIN

P00084462

Firm's name ▶ ERNST & YOUNG U.S. LLP

Firm's EIN ▶ 34-6565596

Firm's address ▶ P.O. BOX 2938 SAN ANTONIO, TX 78299-2938

Phone no 210-228-9696

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2011)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

☒ X**1** Briefly describe the organization's mission

ATTACHMENT 1

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported**4a** (Code) (Expenses \$ 1,609,011 including grants of \$ 1,609,011) (Revenue \$)

OUR LADY OF THE LAKE UNIVERSITY

4b (Code) (Expenses \$ 1,609,011 including grants of \$ 1,609,011) (Revenue \$)

SPOHN HOSPITAL

4c (Code) (Expenses \$ 2,145,348 including grants of \$ 2,145,348) (Revenue \$)

DIOCESE OF CORPUS CHRISTI

4d Other program services (Describe in Schedule O) ATTACHMENT 2

(Expenses \$ 5,644,479 including grants of \$ 5,644,479) (Revenue \$)

4e Total program service expenses ► 11,007,849.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	X	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		X
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X		X
12 a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14 a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20 a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II.</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III.</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J.</i>	X	
24 a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25.</i>		X
24 b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24 c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24 d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25 a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I.</i>		X
25 b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I.</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II.</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III.</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
28 a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
28 b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
28 c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV.</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I.</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1.</i>	X	
35 a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35 b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI.</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Form 990 (2011)

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V. ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a 10		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a 1		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		X
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		X
b If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TDF 90-22.1, Report of Foreign Bank and Financial Accounts.			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		X
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		X
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		X
d If "Yes," indicate the number of Forms 8282 filed during the year.	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8		X
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	9a		
b Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12.	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b		
11 Section 501(c)(12) organizations. Enter			
a Gross income from members or shareholders.	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.	13a		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b		
c Enter the amount of reserves on hand.	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI ☒ X

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	2	
1b Enter the number of voting members included in line 1a, above, who are independent.	0	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders?	6	X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	X
7b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	X
b Each committee with authority to act on behalf of the governing body?	8b	X
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.	9	X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.	12a	X
12a Did the organization have a written conflict of interest policy? If "No," go to line 13.	12a	X
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done.	12c	X
13 Did the organization have a written whistleblower policy?	13	X
14 Did the organization have a written document retention and destruction policy?	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a	X
b Other officers or key employees of the organization	15b	X
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization. ▶ FROST FINANCIAL MGMT GROUP P O BOX 2950 SAN ANTONIO, TX 78299 (210)220-4436

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) PABLO E. SUESS CO-TRUSTEE	40.00	X						500,264.	0	0
(2) FROST BANK, CO-TRUSTEE JOHN W. ROBB, ADMINISTRATOR	40.00		X					1,151,290.	0	0
(3)										
(4)										
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

[illegible]

3	Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3		X
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	X	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5		X

(A) Name and business address	(B) Description of services	(C) Compensation

Form **990** (2011)

Part VIII Statement of Revenue

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f				
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f		0			
Program Service Revenue				Business Code			
	2a						
	b						
	c						
	d						
	e						
	f	All other program service revenue					
g	Total. Add lines 2a-2f		0				
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		2,916,083			2,916,083.
	4	Income from investment of tax-exempt bond proceeds		0			
	5	Royalties		10,825,094			10,825,094.
			(i) Real (ii) Personal				
	6a	Gross rents	1,396,986				
	b	Less rental expenses					
	c	Rental income or (loss)	1,396,986				
	d	Net rental income or (loss)		1,396,986			1,396,986.
			(i) Securities (ii) Other				
	7a	Gross amount from sales of assets other than inventory	21,870,770				
	b	Less cost or other basis and sales expenses	18,587,265.				
	c	Gain or (loss)	3,283,505.				
	d	Net gain or (loss)		3,283,506			3,283,506.
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
	b	Less direct expenses	b				
	c	Net income or (loss) from fundraising events		0			
	9a	Gross income from gaming activities See Part IV, line 19	a				
	b	Less direct expenses	b				
	c	Net income or (loss) from gaming activities		0			
	10a	Gross sales of inventory, less returns and allowances	a				
b	Less cost of goods sold	b					
c	Net income or (loss) from sales of inventory		0				
Miscellaneous Revenue			Business Code				
11a	SURFACE DAMAGE INCOME	211110	2,500.			2,500.	
b	NILGAI DEER MEAT INCOME	110000	150,698			150,698.	
c	OTHER RANCH INCOME	110000	8,500.			8,500.	
d	All other revenue						
e	Total. Add lines 11a-11d		161,698				
12	Total revenue. See instructions		18,583,367			18,583,367	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States See Part IV, line 21	11,007,849.	11,007,849.		
2 Grants and other assistance to individuals in the United States See Part IV, line 22	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	1,036,559.		1,036,559.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	0			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	0			
9 Other employee benefits	0			
10 Payroll taxes	0			
11 Fees for services (non-employees)				
a Management	0			
b Legal	130,577.		130,577.	
c Accounting	9,350.		9,350.	
d Lobbying	0			
e Professional fundraising services See Part IV, line 17	0			
f Investment management fees	0			
g Other	0			
12 Advertising and promotion	0			
13 Office expenses	0			
14 Information technology	0			
15 Royalties	0			
16 Occupancy	0			
17 Travel	0			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	0			
23 Insurance	0			
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a OIL AND GAS ROYALTY FEES -----	497,832.		497,832.	
b PRODUCTION TAXES -----	-142,862.		-142,862.	
c AD VALOREM TAXES -----	318,091.		318,091.	
d INTANGIBLE DRILLING COSTS -----	110,389.		110,389.	
e All other expenses -----	639,841.		639,841.	
25 Total functional expenses Add lines 1 through 24e	13,607,626.	11,007,849.	2,599,777.	
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)	0			

Part X Balance Sheet

		(A) Beginning of year		(B) End of year	
Assets	1 Cash - non-interest-bearing	0	1	0	
	2 Savings and temporary cash investments	1,217,729.	2	345,726.	
	3 Pledges and grants receivable, net	0	3	0	
	4 Accounts receivable, net	0	4	0	
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L	0	5	0	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)	0	6	0	
	7 Notes and loans receivable, net	0	7	0	
	8 Inventories for sale or use	0	8	0	
	9 Prepaid expenses and deferred charges	0	9	0	
	10 a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	22,488,988.		
	b Less accumulated depreciation	10b	22,488,988.	10c	22,488,988.
	11 Investments - publicly traded securities	92,297,686.	11	98,145,431.	
	12 Investments - other securities See Part IV, line 11	0	12	0	
	13 Investments - program-related See Part IV, line 11	0	13	0	
	14 Intangible assets	0	14	0	
	15 Other assets See Part IV, line 11	18,106.	15	18,106.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	116,022,509.	16	120,998,251.		
Liabilities	17 Accounts payable and accrued expenses	0	17	0	
	18 Grants payable	0	18	0	
	19 Deferred revenue	0	19	0	
	20 Tax-exempt bond liabilities	0	20	0	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	0	22	0	
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0	
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	0	25	0	
	26 Total liabilities. Add lines 17 through 25	0	26	0	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets		27		
	28 Temporarily restricted net assets		28		
	29 Permanently restricted net assets		29		
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds	116,022,509.	30	120,998,251.	
	31 Paid-in or capital surplus, or land, building, or equipment fund	0	31	0	
	32 Retained earnings, endowment, accumulated income, or other funds	0	32	0	
	33 Total net assets or fund balances	116,022,509.	33	120,998,251.	
	34 Total liabilities and net assets/fund balances	116,022,509.	34	120,998,251.	

Form 990 (2011)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	18,583,367.
2	Total expenses (must equal Part IX, column (A), line 25)	2	13,607,626.
3	Revenue less expenses Subtract line 2 from line 1	3	4,975,741.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	116,022,509.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	1.
6	Net assets or fund balances at end of year Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B)).	6	120,998,251.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
2b Were the organization's financial statements audited by an independent accountant?		X
2c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form **990** (2011)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization

JOHN G. KENEDY, JR. CHARITABLE TRUST

Employer identification number

74-6334106

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 ☐ An organization that normally receives (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☒ Type III - Other
- e ☒ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? ☐
- (ii) A family member of a person described in (i) above? ☐
- (iii) A 35% controlled entity of a person described in (i) or (ii) above? ☐
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		X
11g(ii)		X
11g(iii)		X

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A) ATTACHMENT 1									
(B)									
(C)									
(D)									
(E)									
Total									11,007,849.

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2011

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2010 Schedule A, Part II, line 14	15	%
16a 33 1/3 % support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 33 1/3 % support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.
If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support. (Add lines 9, 10c, 11, and 12)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%

- 19a **33 1/3 % support tests - 2011.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization ► ☐
- b **33 1/3 % support tests - 2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization ► ☐
- 20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10, Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions)

ATTACHMENT 1

SCHEDULE A, PART I - INFORMATION ABOUT SUPPORTED ORGANIZATIONS

(I) NAME OF SUPPORTED ORGANIZATION	(II) EIN	(III) TYPE OF ORGANIZATION	(IV)		(V)		(VI)		(VII) AMOUNT OF SUPPORT
			YES	NO	YES	NO	YES	NO	
OUR LADY OF THE LAKE UNIVERSITY	74-1109631	02		X	X		X		1,609,011.
SPOHN HOSPITAL	74-1109836	03		X	X		X		1,609,011.
DIOCESE OF CORPUS CHRISTI	74-1185667	01		X	X		X		2,145,348
PAX CHRISTI INSTITUTE	74-2324894	01		X	X		X		1,609,011
CONVENT ACADEMY OF THE INCARNATE WORD	74-2460683	02		X	X		X		1,609,011
MISSIONARY SOCIETY OF OBLATE FATHERS OF TX	74-1256497	01		X	X		X		2,426,457.
TOTAL AMOUNT OF SUPPORT									<u>11,007,849</u>

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service
Name of the organization

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public
Inspection

JOHN G. KENEDY, JR. CHARITABLE TRUST

Employer identification number
74-6334106

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts Complete if the organization answered "Yes" to Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply)

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶

4 Number of states where property subject to conservation easement is located ▶

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items

a Revenues included in Form 990, Part VIII, line 1 ▶ \$

b Assets included in Form 990, Part X ▶ \$

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2011

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets(continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

- a ☐ Public exhibition d ☐ Loan or exchange programs
b ☐ Scholarly research e ☐ Other _____
c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XI V and complete the following table

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XI V

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	116,022,509.	110,481,733.	107,184,684.	105,373,109.	
b Contributions					
c Net investment earnings, gains, and losses	18,583,522.	21,301,641.	16,135,119.	26,350,687.	
d Grants or scholarships	11,007,849.	12,259,756.	9,818,371.	20,187,886.	
e Other expenditures for facilities and programs	2,599,931.	3,501,109.	3,019,699.	4,351,226.	
f Administrative expenses					
g End of year balance	120,998,251.	116,022,509.	110,481,733.	107,184,684.	

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

- a Board designated or quasi-endowment ▶ _____ %
b Permanent endowment ▶ 100.0000 %
c Temporarily restricted endowment ▶ _____ %

The percentages in lines 2a, 2b, and 2c should equal 100%

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

	Yes	No
(i) unrelated organizations	3a(i)	X
(ii) related organizations	3a(ii)	X

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? ☐ Yes ☐ No

4 Describe in Part XIV the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		22,488,988.		22,488,988.
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))				22,488,988.

Schedule D (Form 990) 2011

Part VII Investments - Other Securities. See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 12)		

Part VIII Investments - Program Related. See Form 990, Part X, line 13

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 13)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15)	

Part X Other Liabilities. See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25)	

2. FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net) Add lines 4 through 8	9	
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	10	

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9, Part III, lines 1a and 4, Part IV, lines 1b and 2b, Part V, line 4, Part X, line 2, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

Part XIV Supplemental Information (continued)

PART V, LINE 4

UNDER ITEM 16, SECTION 2 OF THE WILL OF ELENA S. KENEDY, THE TRUST WAS
CREATED TO BENEFIT THE CATHOLIC DIOCESE OF CORPUS CHRISTI, CONVENT
ACADEMY OF THE INCARNATE WORD, SPOHN HOSPITAL, OUR LADY OF THE LAKE
UNIVERSITY, PAX CHRISTI INSTITUTE, AND THE MISSIONARY SOCIETY OF OBLATE
FATHERS OF TEXAS. THE PURPOSES INCLUDE RELIGIOUS, CHARITABLE,
SCIENTIFIC, LITERARY OR EDUCATIONAL WITHIN SECTION 501(C)(3).

SCHEDULE I
(Form 990)

Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

OMB No 1545-0047

2011

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization

JOHN G. KENEDY, JR. CHARITABLE TRUST

Employer identification number

74-6334106

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Part II can be duplicated if additional space is needed ☐

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	OUR LADY OF THE LAKE UNIVERSITY 411 SW 24TH STREET SAN ANTONIO, TX 78285	74-1109631	501(C)(3)	1,609,011				CHARITABLE
(2)	SPOHN HOSPITAL P.O. BOX 3666 CORPUS CHRISTI, TX 78404	74-1109836	501(C)(3)	1,609,011				CHARITABLE
(3)	DIOCESE OF CORPUS CHRISTI P.O. BOX 2620 CORPUS CHRISTI, TX 78403-2620	74-1165667	501(C)(3)	2,145,348				CHARITABLE
(4)	PAX CHRISTI INSTITUTE 4601 CALALLEN DRIVE	74-2324894	501(C)(3)	1,609,011				CHARITABLE
(5)	CONVENT ACADEMY OF THE INCARNATE WORD 2930 S. ALAMEDA STREET	74-2460683	501(C)(3)	1,609,011				CHARITABLE
(6)	MISSIONARY SOCIETY OF ORBLATE FATHERS OF TX 7711 MADONA DRIVE SAN ANTONIO, TX 78216	74-1256497	501(C)(3)	2,426,457				CHARITABLE
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

6

3 Enter total number of other organizations listed in the line 1 table

0

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2011)

JSA

1E1288 1660 1184 7/2/2012

9:28:58 AM V 11-4.6

60230858

PAGE 22

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						
Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information						

PART I, LINE 2

THE TRUST IS REQUIRED TO DISTRIBUTE INCOME FROM THE RANCH PROPERTY TO THE

MISSIONARY SOCIETY OF OBLATE FATHERS OF TEXAS. THE REMAINING INCOME IS

DISTRIBUTED AS FOLLOWS:

CATHOLIC DIOCESE OF CORPUS CHRISTI 25%

CONVENT ACADEMY OF THE INCARNATE WORD 18.75%

SPOHN HOSPITAL 18.75%

OUR LADY OF THE LAKE UNIVERSITY 18.75%

PAX CHRISTI INSTITUTE 18.75%

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

JOHN G. KENEDY, JR. CHARITABLE TRUST

Employer identification number

74-6334106

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

☐
☐
☐
☐

First-class or charter travel
Travel for companions
Tax indemnification and gross-up payments
Discretionary spending account

☐
☐
☐
☐

Housing allowance or residence for personal use
Payments for business use of personal residence
Health or social club dues or initiation fees
Personal services (e.g., maid, chauffeur, chef)

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.

1b

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

2

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.

☐
☐
☐

Compensation committee
Independent compensation consultant
Form 990 of other organizations

☐
☐
☐

Written employment contract
Compensation survey or study
Approval by the board or compensation committee

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

4a

X

a Receive a severance payment or change-of-control payment?

4b

X

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

4c

X

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

5a

X

a The organization?

5b

X

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

6a

X

a The organization?

6b

X

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.

7

X

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.

8

X

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

9

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2011

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 PABLO E. SUESS	(i) 500,264. (ii) 0	0	0	0	0	500,264. 0	0 0
2	(i) (ii)						
3	(i) (ii)						
4	(i) (ii)						
5	(i) (ii)						
6	(i) (ii)						
7	(i) (ii)						
8	(i) (ii)						
9	(i) (ii)						
10	(i) (ii)						
11	(i) (ii)						
12	(i) (ii)						
13	(i) (ii)						
14	(i) (ii)						
15	(i) (ii)						
16	(i) (ii)						

Schedule J (Form 990) 2011

Schedule J (Form 990) 2011

Page 3

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2011

**Open to Public
Inspection**

Name of the organization

JOHN G. KENEDY, JR. CHARITABLE TRUST

Employer identification number

74-6334106

FORM 990, PART VI, SECTION B, LINE 11B

YES, THE ADMINISTRATOR FOR THE TRUST REVIEWS AND SIGNS FORM 990 AS
REQUIRED BY INTERNAL BANK POLICIES.

FORM 990, PART VI, SECTION B, LINE 12C

FROST BANK HAS A WRITTEN CONFLICT OF INTEREST POLICY. BANK POLICY
REQUIRES ALL OFFICERS AND DIRECTORS TO ANNUALLY DISCLOSE INTERESTS THAT
COULD GIVE RISE TO CONFLICTS OF INTEREST. THE BANK INTERNAL POLICIES ARE
REGULARLY AND CONSISTENTLY MONITORED FOR COMPLIANCE AND ENFORCEMENT BY
INTERNAL AND EXTERNAL AUDITORS. FROST BANK HAS A WRITTEN WHISTLEBLOWER
POLICY AND A WRITTEN DOCUMENT RETENTION AND DESTRUCTION POLICY
COMPENSATION FOR THE TRUSTEE IS EITHER SET BY THE GOVERNING DOCUMENT OR
REFLECT CHARGES THAT ARE NORMAL AND CUSTOMARY AS ESTABLISHED BY THE BANK
FOR SIMILAR ACCOUNTS.

FORM 990, PART VI, SECTION C, LINE 19

COPIES OF FORM 1023, TRUST GOVERNING DOCUMENTS, TAX RETURNS, AND
FINANCIAL REPORTS ARE AVAILABLE TO THE PUBLIC UPON WRITTEN REQUEST. A
COPY OF THE CONFLICT OF INTEREST POLICY IS ALSO AVAILABLE TO THE PUBLIC
UPON WRITTEN REQUEST.

FORM 990, PART VIII, LINE 5

DETAIL OF ROYALTY INCOME

OIL AND GAS ROYALTIES: \$8,885,959.

Name of the organization

Employer identification number

JOHN G. KENEDY, JR. CHARITABLE TRUST

74-6334106

WIND ROYALTY INCOME: \$1,939,135.

TOTAL ROYALTY INCOME \$10,825.094.

FORM 990, PART IX, LINE 24(E)

OTHER EXPENSES

RANCH/WIND ROYALTY EXPENSES \$633,053

FOREIGN TAXES PAID \$ 3,282

MISC. OIL & GAS EXPENSES \$ 2,185

OTHER EXPENSES \$ 1,320

TOTAL OTHER EXPENSES \$639,840

ATTACHMENT 1FORM 990, PART III, LINE 1 - ORGANIZATION'S MISSION

UNDER ITEM 16, SECTION 2 OF THE WILL OF ELENA S. KENEDY, THE TRUST WAS CREATED TO BENEFIT THE CATHOLIC DIOCESE OF CORPUS CHRISTI, CONVENT ACADEMY OF THE INCARNATE WORD, SPOHN HOSPITAL, OUR LADY OF THE LAKE UNIVERSITY, PAX CHRISTI INSTITUTE, AND THE MISSIONARY SOCIETY OF OBLATE FATHERS OF TEXAS. THE PURPOSES INCLUDE RELIGIOUS, CHARITABLE, SCIENTIFIC, LITERARY OR EDUCATIONAL WITHIN SECTION 501(C)(3).

ATTACHMENT 2FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES

<u>DESCRIPTION</u>	<u>GRANTS</u>	<u>EXPENSES</u>	<u>REVENUE</u>
PAX CHRISTI INSTITUTE	1,609,011.	1,609,011.	
CONVENT ACADEMY OF THE INCARNATE WORD	1,609,011.	1,609,011.	

Name of the organization

Employer identification number

JOHN G. KENEDY, JR. CHARITABLE TRUST

74-6334106

ATTACHMENT 2 (CONT'D)

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES

<u>DESCRIPTION</u>	<u>GRANTS</u>	<u>EXPENSES</u>	<u>REVENUE</u>
MISSIONARY SOCIETY OF THE OBLATE FATHERS OF	2,426,457.	2,426,457.	
TOTALS	<u>5,644,479.</u>	<u>5,644,479.</u>	

ATTACHMENT 3FORM 990, PART X - INVESTMENTS - PUBLICLY TRADED SECURITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>COST OR FMV</u>
CASH EQUIV & SHORT TERM FUNDS	8,300,369.	COST
CORPORATE BONDS	12,886,065.	COST
MUTUAL FUNDS	29,148,160.	COST
COMMON STOCK	39,434,204.	COST
GOVERNMENT OBLIGATIONS	8,376,633.	COST
TOTALS	<u>98,145,431.</u>	

SCHEDULE R
(Form 990)Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

2011Open to Public
Inspection**Related Organizations and Unrelated Partnerships**

► Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
 ► Attach to Form 990. ► See separate instructions.

Name of the organization

JOHN G. KENEDY, JR. CHARITABLE TRUST

Employer identification number

74-6334106

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

	(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1)	-----					
(2)	-----					
(3)	-----					
(4)	-----					
(5)	-----					
(6)	-----					

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year)

	(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?
						Yes	No
(1)	OUR LADY OF THE LAKE UNIVERSITY 411 SW 24TH STREET SAN ANTONIO, TX 78285 74-1109631	EDUCATION	TX	501 (C) (3)	2	N/A	X
(2)	SPOHN HOSPITAL P O BOX 3666 CORPUS CHRISTI, TX 78404 74-1109836	HEALTHCARE	TX	501 (C) (3)	3	N/A	X
(3)	DIOCESE OF CORPUS CHRISTI P O BOX 2620 CORPUS CHRISTI, TX 78403 74-1185667	RELIGION	TX	501 (C) (3)	1	N/A	X
(4)	PAX CHRISTI INSTITUTE 4601 CALLEEN DRIVE CORPUS CHRISTI, TX 78410 74-2324894	RELIGION	TX	501 (C) (3)	1	N/A	X
(5)	CONVENT ACADEMY OF THE INCARNATE WORD 2930 S ALAMEDA STREET CORPUS CHRISTI, TX 78404 74-2460683	RELIG./EDUC.	TX	501 (C) (3)	2	N/A	X
(6)	MISSIONARY SOCIETY OF OBLATE FATHERS 7711 MADONA DRIVE SAN ANTONIO, TX 78216 74-1256497	RELIGION	TX	501 (C) (3)	1	N/A	X
(7)	-----						

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2011

JSA

1E1307 1 000

63167X 1184 7/2/2012

9:28:58 AM

V 11-4.6

60230858

PAGE 31

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) _____												
(2) _____												
(3) _____												
(4) _____												
(5) _____												
(6) _____												
(7) _____												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) _____							
(2) _____							
(3) _____							
(4) _____							
(5) _____							
(6) _____							
(7) _____							

Schedule R (Form 990) 2011

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35, 35a, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)	X	
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Sale of assets to related organization(s)		X
g Purchase of assets from related organization(s)		X
h Exchange of assets with related organization(s)		X
i Lease of facilities, equipment, or other assets to related organization(s)		X
j Lease of facilities, equipment, or other assets from related organization(s)		X
k Performance of services or membership or fundraising solicitations for related organization(s)		X
l Performance of services or membership or fundraising solicitations by related organization(s)		X
m Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
n Sharing of paid employees with related organization(s)		X
o Reimbursement paid to related organization(s) for expenses		X
p Reimbursement paid by related organization(s) for expenses		X
q Other transfer of cash or property to related organization(s)		X
r Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) OUR LADY OF THE LAKE UNIVERSITY	B	1,609,011.	ACTUAL COST
(2) SPOHN HOSPITAL	B	1,609,011.	ACTUAL COST
(3) DIOCESE OF CORPUS CHRISTI	B	2,145,348.	ACTUAL COST
(4) PAX CHRISTI INSTITUTE	B	1,609,011.	ACTUAL COST
(5) CONVENT ACADEMY OF THE INCARNATE WORD	B	1,609,011.	ACTUAL COST
(6) MISSIONARY SOCIETY OF OBLATE FATHERS OF TEXAS	B	2,426,457.	ACTUAL COST

JSA

Schedule R (Form 990) 2011

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" on Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1) -----													
(2) -----													
(3) -----													
(4) -----													
(5) -----													
(6) -----													
(7) -----													
(8) -----													
(9) -----													
(10) -----													
(11) -----													
(12) -----													
(13) -----													
(14) -----													
(15) -----													
(16) -----													

Part VII

Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions)

ACCT L710 F0486800
FROM 05/01/2011
TO 04/30/2012

FROST NATIONAL BANK TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
KENEDY, JOHN G JR CHAR TRUST

PAGE 290

RUN 06/07/2012
04 08:37 PM

TRUST YEAR ENDING 04/30/2012

TAX PREPARER 45
TRUST ADMINISTRATOR 18
INVESTMENT OFFICER 338

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
2091 0000 AGILENT TECHNOLOGIES INC COM* - 00846U101 - MINOR = 42							
SOLD		04/05/2012	93089 45				
ACQ	1152 0000	05/26/2011	51286 01	56635 55	SUB TRUST F0486801		
	939 0000	08/12/2011	41803 44	33559 76	-5349 54	ST	
14560 0000 AGILENT TECHNOLOGIES INC COM* - 00846U101 - MINOR = 42							
SOLD		04/05/2012	648198 13				
ACQ	8228 0000	05/26/2011	366303.17	404511.52	-38208 35	ST	
	6332 0000	08/12/2011	281894 96	226305 05	55589 91	ST	
1854 0000 ALBEMARLE CORPORATION COM* - 012653101 - MINOR = 42							
SOLD		02/10/2012	120676 40				
ACQ	1854 0000	11/15/2010	120676.40	97794 43	SUB TRUST F0486801		
14706 0000 ALBEMARLE CORPORATION COM* - 012653101 - MINOR = 42							
SOLD		02/10/2012	957209 86				
ACQ	14460 0000	11/15/2010	941197 78	762733 19	178464 59	LT15	Y
	246 0000	11/18/2010	16012 08	12998 64	3013 44	LT15	Y
221 0000 ALBEMARLE CORPORATION COM* - 012653101 - MINOR = 42							
SOLD		02/13/2012	14602.25				
ACQ	221 0000	11/15/2010	14602 25	11657 26	SUB TRUST F0486801		
1754.0000 ALBEMARLE CORPORATION COM* - 012653101 - MINOR = 42							
SOLD		02/13/2012	115892 92				
ACQ	1754 0000	11/18/2010	115892 92	92681 36	23211 56	LT15	Y
1856 0000 CARNIVAL CORP PAIRED CTF 1 COM* - 143658300 - MINOR = 44							
SOLD		09/14/2011	61162 58				
ACQ	856 0000	02/24/2010	28208 60	29933 64	-1725 04	LT15	Y
	500 0000	04/22/2010	16476 99	20859 05	-4382 06	LT15	Y
	500 0000	10/05/2010	16476 99	19814 05	-3337 06	ST	Y
13093 0000 CARNIVAL CORP PAIRED CTF 1 COM* - 143658300 - MINOR = 44							
SOLD		09/14/2011	431466.28				
ACQ	9593 0000	02/24/2010	316127 40	335459 54	-19332 14	LT15	Y
	3500 0000	04/22/2010	115338.88	146015 45	-30676 57	LT15	Y
352 0000 COGNIZANT TECH. SOLUTIONS CL A* - 192446102 - MINOR = 42							
SOLD		05/24/2011	25411 45				
ACQ	352 0000	09/23/2008	25411 45	8815.84	16595 61	LT15	Y
2544 0000 COGNIZANT TECH. SOLUTIONS CL A* - 192446102 - MINOR = 42							
SOLD		05/24/2011	183655 46				
ACQ	962 0000	04/21/2008	69448 33	29879 63	39568 70	LT15	Y
	1582 0000	09/23/2008	114207 13	39621 19	74585 94	LT15	Y
1038 0000 COGNIZANT TECH. SOLUTIONS CL A* - 192446102 - MINOR = 42							
SOLD		08/22/2011	59926.01				
ACQ	1038 0000	09/23/2008	59926.01	25996 71	33929 30	LT15	Y
7421 0000 COGNIZANT TECH. SOLUTIONS CL A* - 192446102 - MINOR = 42							
SOLD		08/22/2011	428430 58				
ACQ	7421 0000	09/23/2008	428430 58	185858 95	242571 63	LT15	Y
1225 0000 CONOCOPHILLIPS COM* - 20825C104 - MINOR = 42							
SOLD		05/04/2011	89270 65	0			
ACQ	92 0000	10/04/2006	6704 41	5221 00	SUB TRUST F0486801		
	200 0000	12/06/2006	14574 80	13960 00	1483 41	LT15	Y
	600 0000	05/06/2009	43724 40	26542 00	614 80	LT15	Y
	300 0000	08/24/2009	21862 20	13569 00	17182 40	LT15	Y
	33 0000	10/02/2009	2404 84	1544.60	8293 20	LT15	Y
9960 0000 CONOCOPHILLIPS COM* - 20825C104 - MINOR = 42							
SOLD		05/04/2011	725825 04				
ACQ	334 0000	10/16/2006	24339 92	20078 18	4261 74	LT15	Y
	3500 0000	12/08/2008	255059 00	177918 00	77141 00	LT15	Y
	3000 0000	03/04/2009	218622 00	111136 60	107485 40	LT15	Y
	2000 0000	03/12/2009	145748 00	74896 80	70851 20	LT15	Y
	1126 0000	08/24/2009	82056 12	50936 41	31119 71	LT15	Y
293 0000 CUMMINS INC* - 231021106 - MINOR = 42							
SOLD		08/17/2011	27289 58				
ACQ	293 0000	06/05/2009	27289 58	10775 66	SUB TRUST F0486801		
3085 0000 CUMMINS INC* - 231021106 - MINOR = 42							
SOLD		08/17/2011	287332 30				
ACQ	3085 0000	06/05/2009	287332 30	113457 04	173875 26	LT15	Y
22990 0000 EBAY INCORPORATED COM* - 278642103 - MINOR = 42							
SOLD		05/06/2011	748788 30				
ACQ	7134 0000	04/03/2007	232355 62	242049 06	-9693 44	LT15	Y
	1363 0000	05/03/2007	44393 15	46832 54	-2439 39	LT15	Y
	9493 0000	11/28/2007	309188 66	327148 72	-17960 06	LT15	Y
	5000 0000	10/14/2009	162850 87	126349 50	36501 37	LT15	Y
917 0000 EMERSON ELECTRIC CO COM* - 291011104 - MINOR = 42							
SOLD		08/17/2011	42283 89				
ACQ	804 0000	10/09/2003	37073 33	22495.92	14577 41	LT15	Y
	113 0000	10/27/2003	5210 56	3075.01	2135 55	LT15	Y
8875 0000 EMERSON ELECTRIC CO COM* - 291011104 - MINOR = 42							
SOLD		08/17/2011	409236 14				
ACQ	4868 0000	07/07/2003	224468 90	129217 41	95251 49	LT15	Y
	4007 0000	10/03/2003	184767 24	107341 76	77425 48	LT15	Y
9993 0000 EMERSON ELECTRIC CO COM* - 291011104 - MINOR = 42							
SOLD		01/09/2012	474428 54				
ACQ	993 0000	10/03/2003	47143 75	26601 04	20542 71	LT15	Y
	4000 0000	11/03/2004	189904 35	132620 00	57284 35	LT15	Y
	5000 0000	05/06/2009	237380 44	181452 00	55928 44	LT15	Y
1437 0000 EMERSON ELECTRIC CO COM* - 291011104 - MINOR = 42							
SOLD		01/09/2012	68223 14				
ACQ	237 0000	10/27/2003	13625 64	7809 99	5815 65	LT15	Y
	330 0000	11/03/2004	14242 83	9946 50	4296 33	LT15	Y
	500 0000	05/06/2009	23738 04	18139 25	5598 79	LT15	Y

ACCT L710 F0486800
FROM 05/01/2011
TO 04/30/2012

FROST NATIONAL BANK TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
KENEDY, JOHN G JR CHAR TRUST

PAGE 291

RUN 06/07/2012
04 08:37 PM

TRUST YEAR ENDING 04/30/2012

TAX PREPARER 45
TRUST ADMINISTRATOR: 18
INVESTMENT OFFICER 338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
500000 0000 FEDERAL NATL MTG ASSN 1 45% 12/23/13 - 31398A7C0 - MINOR = 16	350 0000	05/08/2009	16616 63	12608 61	4008 02	LT15	Y
SOLD		06/23/2011	500000 00				
ACQ	500000 0000	12/15/2010	500000 00	500000 00	0 00	ST	Y
2177.0000 FORTINET INC COM* - 34959E109 - MINOR = 42							
SOLD		05/17/2011	101562 72				
ACQ	2177 0000	09/29/2010	101562 72	54884 79	46677 93	ST	Y
15167 0000 FORTINET INC COM* - 34959E109 - MINOR = 42							
SOLD		05/17/2011	707580 03				
ACQ	15167 0000	09/29/2010	707580 03	382378 27	325201 76	ST	Y
2223 0000 FORTINET INC COM* - 34959E109 - MINOR = 42							
SOLD		07/26/2011	45061 56				
ACQ	1206 0000	09/29/2010	24446 35	15202 35	9244 00	ST	Y
	1017 0000	10/11/2010	20615 21	12820 51	7794 70	ST	Y
16333 0000 FORTINET INC COM* - 34959E109 - MINOR = 42							
SOLD		07/26/2011	331079 87				
ACQ	8346.0000	09/29/2010	169178 51	105206 34	63972 17	ST	Y
	6000 0000	10/11/2010	121623.66	75660 00	45963 66	ST	Y
	1987 0000	10/15/2010	40277 70	26282 25	13995 45	ST	Y
3423 0000 FORTINET INC COM* - 34959E109 - MINOR = 42							
SOLD		08/03/2011	71069 35				
ACQ	423 0000	10/11/2010	8782 45	5332 42	3450 03	ST	Y
	1000 0000	10/15/2010	20762.30	13210 00	7552 30	ST	Y
	2000 0000	01/05/2011	41524 60	36769 70	4754 90	ST	
24013 0000 FORTINET INC COM* - 34959E109 - MINOR = 42							
SOLD		08/03/2011	498565 11				
ACQ	8013 0000	10/15/2010	166368 31	105988 75	60379 56	ST	Y
	6000 0000	11/09/2010	124573 80	94718 10	29855 70	ST	Y
	10000 0000	12/27/2010	207623 00	162994 00	44629 00	ST	Y
40 3900 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	40 3900	05/15/2011	40 39				
		10/27/1988	40.39	40 00	0 39	LT15	Y
40 7300 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	40 7300	06/15/2011	40 73	40 34	0 39	LT15	Y
		10/27/1988	40 73				
41.0600 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	41 0600	07/15/2011	41 06	40 66	0 40	LT15	Y
		10/27/1988	41 06				
41 4100 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	41 4100	08/15/2011	41 41	41 01	0 40	LT15	Y
		10/27/1988	41 41				
42.6900 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	42 6900	09/15/2011	42 69	42 28	0 41	LT15	Y
		10/27/1988	42 69				
42.1100 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	42 1100	10/15/2011	42 11	41 70	0 41	LT15	Y
		10/27/1988	42 11				
42 4600 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	42 4600	11/15/2011	42 46	42 05	0 41	LT15	Y
		10/27/1988	42 46				
42 8200 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	42 8200	12/15/2011	42 82	42.41	0 41	LT15	Y
		10/27/1988	42 82				
43 1700 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	43.1700	01/15/2012	43 17	42 75	0 42	LT15	Y
		10/27/1988	43.17				
43.5300 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	43 5300	02/15/2012	43 53	43 11	0 42	LT15	Y
		10/27/1988	43 53				
43 8900 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	43 8900	03/15/2012	43 89	43 46	0 43	LT15	Y
		10/27/1988	43 89				
44 2600 GNMA I POOL #209561							
SOLD		9 5% 9/15/17 - 362171WW6 - MINOR = 20					
ACQ	44 2600	04/15/2012	44 26	43 83	0 43	LT15	Y
		10/27/1988	44 26				
6235 3400 GNMA I POOL #701962							
SOLD		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
ACQ	6235 3400	05/15/2011	6235 34	6330 74	-95 40	LT15	Y
		03/09/2010	6235 34				
5071 7800 GNMA I POOL #701962							
SOLD		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
ACQ	5071 7800	06/15/2011	5071 78	5148 10	-76 32	LT15	Y
		03/09/2010	5071 78				
2833 9900 GNMA I POOL #701962							
SOLD		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
ACQ	2833 9900	07/15/2011	2833 99	2875 90	-41 91	LT15	Y
		03/09/2010	2833 99				
5113 3700 GNMA I POOL #701962							
SOLD		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
ACQ	5113 3700	08/15/2011	5113 37	5187 48	-74 11	LT15	Y
		03/09/2010	5113 37				
7797 6100 GNMA I POOL #701962							
SOLD		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
ACQ	7797 6100	09/15/2011	7797 61	7907 97	-110 36	LT15	Y
		03/09/2010	7797 61				
18984 0000 GNMA I POOL #701962							
SOLD		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
ACQ	18984 0000	10/15/2011	18984 00	19246 57	-262 57	LT15	Y
		03/09/2010	18984 00				

ACCT L710 F0486800
FROM 05/01/2011
TO 04/30/2012

FROST NATIONAL BANK TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
KENEDY, JOHN G JR CHAR TRUST

PAGE 292

RUN 06/07/2012
04 08 37 PM

TRUST YEAR ENDING 04/30/2012

TAX PREPARER 45
TRUST ADMINISTRATOR 18
INVESTMENT OFFICER 338

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
14642 8200 GNMA I POOL #701962		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
SOLD		11/15/2011	14642 82				
ACQ	14642 8200	03/09/2010	14642 82	14840 72	-197 90	LT15	Y
15138 6800 GNMA I POOL #701962		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
SOLD		12/15/2011	15138 68				
ACQ	15138 6800	03/09/2010	15138 68	15337 78	-199 10	LT15	Y
5532 7300 GNMA I POOL #701962		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
SOLD		01/15/2012	5532 73				
ACQ	5532 7300	03/09/2010	5532 73	5603 44	-70 71	LT15	Y
11303 5300 GNMA I POOL #701962		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
SOLD		02/15/2012	11303.53				
ACQ	11303 5300	03/09/2010	11303 53	11443 99	-140 46	LT15	Y
10757 8100 GNMA I POOL #701962		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
SOLD		03/15/2012	10757 81				
ACQ	10757 8100	03/09/2010	10757 81	10888 36	-130 55	LT15	Y
15454 5800 GNMA I POOL #701962		4 5% 6/15/39 - 36296UZ37 - MINOR = 20					
SOLD		04/15/2012	15454 58				
ACQ	15454 5800	03/09/2010	15454.58	15637 46	-182 88	LT15	Y
650.0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 42							
SOLD		09/01/2011	73033.96			SUB TRUST F0486801	
ACQ	80 0000	03/05/2010	8988.80	13311 19	-4322 39	LT15	Y
	120 0000	04/06/2010	13483.19	20816 27	-7333 08	LT15	Y
	200 0000	06/03/2010	22471 99	28777 84	-6305.85	LT15	Y
	250 0000	07/06/2010	28089 98	33421 22	-5331 24	LT15	Y
5000 0000 GOLDMAN SACHS GROUP INC COM - 38141G104 - MINOR = 42							
SOLD		09/01/2011	561799 70				
ACQ	1000 0000	06/03/2010	112359 94	143903 30	-31543 36	LT15	Y
	1000 0000	06/04/2010	112359 94	145509 00	-33149 06	LT15	Y
	1500 0000	07/06/2010	168539.91	200527 35	-31987 44	LT15	Y
	1500 0000	12/20/2010	168539.91	250124.85	-81584 94	ST	Y
6261 9800 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		09/20/2011	6261 98				
ACQ	6261 9800	07/29/2011	6261.98	6589.09	-327 11	ST	Y
6442 3300 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		10/20/2011	6442 33				
ACQ	6442 3300	07/29/2011	6442 33	6768 56	-326 23	ST	Y
6619 2900 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		11/20/2011	6619 29				
ACQ	6619 2900	07/29/2011	6619 29	6942 87	-323.58	ST	Y
6792 7600 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		12/20/2011	6792 76				
ACQ	6792 7600	07/29/2011	6792 76	7113 47	-320 71	ST	Y
6962 6300 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		01/20/2012	6962 63				
ACQ	6962 6300	07/29/2011	6962 63	7278 99	-316 36	ST	Y
7128 8100 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		02/20/2012	7128 81				
ACQ	7128 8100	07/29/2011	7128 81	7441 23	-312 42	ST	Y
7291 2200 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		03/20/2012	7291 22				
ACQ	7291 2200	07/29/2011	7291 22	7602 11	-310 89	ST	Y
7243 7300 GNMA REMIC 09-101 L		4% 10/20/38 - 38376JQK3 - MINOR = 21					
SOLD		04/20/2012	7243 73				
ACQ	7243 7300	07/29/2011	7243 73	7543 67	-299.94	ST	Y
1104 0000 HALLIBURTON CO COM* - 406216101 - MINOR = 42							
SOLD		05/24/2011	52137 16			SUB TRUST F0486801	
ACQ	114 0000	10/04/2007	5383 73	4517 19	866 54	LT15	Y
	795 0000	10/25/2007	37544 42	32484 89	5059 53	LT15	Y
	195 0000	11/02/2007	9209 01	7875 34	1333 67	LT15	Y
7641 0000 HALLIBURTON CO COM* - 406216101 - MINOR = 42							
SOLD		05/24/2011	360851 50				
ACQ	3044 0000	11/02/2007	143755 00	122936 15	20818 85	LT15	Y
	4597 0000	12/08/2008	217096 50	69184 85	147911 65	LT15	Y
2433 0000 HALLIBURTON CO COM* - 406216101 - MINOR = 42							
SOLD		09/23/2011	78307 52			SUB TRUST F0486801	
ACQ	333 0000	11/02/2007	10717 80	13448 67	-2730 87	LT15	Y
	500 0000	04/04/2008	16092 79	20740 00	-4647 21	LT15	Y
	1000 0000	11/04/2008	32185 58	19827 84	12357 74	LT15	Y
	600 0000	06/16/2010	19311 35	16008 00	3303 35	LT15	Y
17403 0000 HALLIBURTON CO COM* - 406216101 - MINOR = 42							
SOLD		09/23/2011	560125 65				
ACQ	2403 0000	12/08/2008	77341 95	36165 15	41176 80	LT15	Y
	7500 0000	12/10/2008	241391 85	126343 05	115048 80	LT15	Y
	7500 0000	06/16/2010	241391 85	200147 25	41244 60	LT15	Y
7488 0000 HARMAN INTL INDS INC COM* - 413086109 - MINOR = 42							
SOLD		06/06/2011	343646 92				
ACQ	7488 0000	11/04/2010	343646 92	295566 34	48080 58	ST	Y
1132 0000 HARMAN INTL INDS INC COM* - 413086109 - MINOR = 42							
SOLD		06/06/2011	51950 89			SUB TPUST F0486801	
ACQ	1132 0000	11/04/2010	51950 89	44682 30	7268 59	ST	f
2368 0000 HARMAN INTL INDS INC COM* - 413086109 - MINOR = 42							
SOLD		06/14/2011	103288 51			SUB TRUST F0486801	
ACQ	823 0000	11/04/2010	35897 99	32485 46	3412 53	ST	f
	1200 0000	11/19/2010	52342 15	47932 92	4409 23	ST	Y
	345 0000	12/01/2010	15048 37	15761 84	-713 47	ST	Y

ACCT L710 F0486800
FROM 05/01/2011
TO 04/30/2012

FROST NATIONAL BANK TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
KENEDY, JOHN G JR CHAR TRUST

PAGE 293

RUN 06/07/2012
04 08 37 PM

TRUST YEAR ENDING 04/30/2012

TAX PREPARER- 45
TRUST ADMINISTRATOR- 18
INVESTMENT OFFICER 338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
17027 0000 HARMAN INTL INDS INC COM* - 413086109 - MINOR = 42							
SOLD		06/14/2011	742691 54				
ACQ	6127 0000	11/04/2010	267250 31	241844 94	25405 37	ST	Y
	7000 0000	11/10/2010	305329 23	279356 00	25973 23	ST	Y
	3900 0000	12/01/2010	170112 00	178933 17	-8821 17	ST	Y
1811 0000 HEWLETT PACKARD CO COM* - 428236103 - MINOR = 42							
SOLD		05/13/2011	73329 24				
ACQ	811 0000	09/26/2008	32838 22	39087 04	-6248 82	LT15	Y
	500 0000	10/28/2008	20245 51	16255 00	3990 51	LT15	Y
	500 0000	06/05/2009	20245 51	18749 25	1496 26	LT15	Y
12849 0000 HEWLETT PACKARD CO COM* - 428236103 - MINOR = 42							
SOLD		05/13/2011	520269 15				
ACQ	4849 0000	09/26/2008	196340 97	233702 89	-37361 92	LT15	Y
	2000 0000	10/29/2008	80982 04	72540 00	8442 04	LT15	Y
	3000 0000	03/12/2009	121473 07	88110 00	33363 07	LT15	Y
	3000 0000	06/05/2009	121473 07	112497.30	8975 77	LT15	Y
8588 0000 ILLINOIS TOOL WORKS INC COM* - 452308109 - MINOR = 42							
SOLD		06/06/2011	478138.02				
ACQ	8588 0000	10/08/2009	478138.02	388156 98	89981 04	LT15	Y
917.0000 ILLINOIS TOOL WORKS INC COM* - 452308109 - MINOR = 42							
SOLD		06/06/2011	51054 09				
ACQ	917 0000	10/08/2009	51054 09	41446 20	9607 89	LT15	Y
11917 0000 ILLINOIS TOOL WORKS INC COM* - 452308109 - MINOR = 42							
SOLD		07/28/2011	606965 23				
ACQ	2417 0000	10/08/2009	123104 39	109242 60	13861 79	LT15	Y
	3500 0000	10/14/2009	178264 52	158886 00	19378 52	LT15	Y
	3000 0000	10/14/2009	152798 16	135958 20	16839 96	LT15	Y
	3000 0000	12/03/2010	152798 16	151620 00	1178 16	ST	Y
1657 0000 ILLINOIS TOOL WORKS INC COM* - 452308109 - MINOR = 42							
SOLD		07/28/2011	84395 51				
ACQ	607 0000	10/08/2009	30916 16	27434 94	3481 22	LT15	Y
	500 0000	10/14/2009	25466 36	22609 45	2856 91	LT15	Y
	350 0000	02/18/2010	17826 45	16263 56	1562.89	LT15	Y
	200 0000	12/03/2010	10186.54	10108 00	78.54	ST	Y
739 0000 INT'L BUSINESS MACHINES CORP COM* - 459200101 - MINOR = 42							
SOLD		06/02/2011	122907 16				
ACQ	739 0000	06/08/2010	122907 16	91835 16	31072 00	ST	Y
3148 0000 INT'L BUSINESS MACHINES CORP COM* - 459200101 - MINOR = 42							
SOLD		06/02/2011	523114 83				
ACQ	3148 0000	06/08/2010	523114 83	391200 39	131914 44	ST	Y
92 0000 INT'L BUSINESS MACHINES CORP COM* - 459200101 - MINOR = 42							
SOLD		06/02/2011	15301 02				
ACQ	92 0000	06/08/2010	15301 02	11432 79	3868.23	ST	Y
428 0000 INT'L BUSINESS MACHINES CORP COM* - 459200101 - MINOR = 42							
SOLD		06/02/2011	71122 34				
ACQ	428 0000	06/08/2010	71122 34	53187 35	17934 99	ST	Y
355 0000 INT'L BUSINESS MACHINES CORP COM* - 459200101 - MINOR = 42							
SOLD		07/13/2011	62491 65				
ACQ	90 0000	06/08/2010	15842 95	11184 25	4658 70	LT15	Y
	160 0000	07/06/2010	28165 25	19894 40	8270 85	LT15	Y
	105 0000	09/13/2010	18483 45	13600 19	4883 26	ST	Y
2473 0000 INT'L BUSINESS MACHINES CORP COM* - 459200101 - MINOR = 42							
SOLD		07/13/2011	435329 16				
ACQ	473 0000	06/08/2010	83263 52	58779 47	24484 05	LT15	Y
	1000 0000	06/15/2010	176032 82	129581 30	46451 52	LT15	Y
	1000 0000	07/07/2010	176032 82	125320 00	50712 82	LT15	Y
5984 3900 IVY GLOBAL NATURAL RES FUND CL I* - 465899508 - MINOR = 53							
SOLD		01/18/2012	112327 01				
ACQ	1635 1080	12/08/2008	30690.98	22700 48	7990 50	LT15	Y
	2657 8070	05/08/2009	49887.04	40000 00	9887 04	LT15	Y
	1691 4750	07/16/2009	31748 99	25000 00	6748 99	LT15	Y
49780 7810 IVY GLOBAL NATURAL RES FUND CL I* - 465899508 - MINOR = 53							
SOLD		01/18/2012	934385 26				
ACQ	3621 5010	10/29/2008	67975 57	56826 41	11149 16	LT15	Y
	22747 9440	02/04/2009	426978 91	250000 00	176978 91	LT15	Y
	23411 3360	03/13/2009	439430 78	250000 00	189430 78	LT15	Y
1571 0000 NETAPP INC COM* - 64110D104 - MINOR = 42							
SOLD		12/21/2011	54602 67				
ACQ	1571 0000	02/09/2011	54602 67	94081 85	-39479 18	ST	
11185 0000 NETAPP INC COM* - 64110D104 - MINOR = 42							
SOLD		12/21/2011	388752 92				
ACQ	11185 0000	02/09/2011	388752 92	669831 62	-281078 70	ST	
3000.0000 ORACLE CORPORATION* - 68389X105 - MINOR = 42							
SOLD		02/15/2012	84689 37				
ACQ	1800 0000	05/27/2005	50813 62	23131 44	27682 18	LT15	Y
	700 0000	06/28/2005	19760 85	8932 00	10828 85	LT15	Y
	500 0000	09/12/2005	14114 90	6755 00	7359 90	LT15	Y
20010 0000 ORACLE CORPORATION* - 68389X105 - MINOR = 42							
SOLD		02/15/2012	564878 11				
ACQ	6545 0000	05/27/2005	184763 98	84108 49	100555 49	LT15	Y
	5000 0000	06/20/2005	141148 95	62250 00	78898 95	LT15	Y
	4000 0000	09/12/2005	112919 16	53600 00	59319 16	LT15	Y
	4455 0000	11/08/2005	126046 02	56705 50	69340 52	LT15	Y

ACCT L710 F0486800
FROM 05/01/2011
TO 04/30/2012

FROST NATIONAL BANK TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
KENEDY, JOHN G JR CHAR TRUST

TRUST YEAR ENDING 04/30/2012

PAGE 294

RUN 06/07/2012
04 08 37 PM

TAX PREPARER 45
TRUST ADMINISTRATOR 18
INVESTMENT OFFICER 338

LEGEND. F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
7509 0000 PFIZER INC COM * - 717081103 - MINOR = 42							
SOLD		02/08/2012	156681 29				
ACQ	3759 0000	01/29/2010	78434.54				
	1000 0000	02/01/2010	20865 80	71120 28			
	600 0000	02/19/2010	12519 48	18889 90			
	1400 0000	05/04/2010	29212 12	10846 86			
	750.0000	09/13/2010	15649 35	24314 92			
				12802 50			
62633 0000 PFIZER INC COM * - 717081103 - MINOR = 42							
SOLD		02/08/2012	1306887 54				
ACQ	31133 0000	01/29/2010	649614 90	589036 36			
	5000 0000	02/01/2010	104328 99	94449 50			
	5000 0000	02/19/2010	104328.99	90399 50			
	4000 0000	05/04/2010	83463 19	69474 40			
	7500 0000	06/15/2010	156493.49	115714 50			
	5000 0000	09/10/2010	104328.99	84599 50			
	5000 0000	11/02/2010	104328.99	89055 50			
2820 0000 ST JUDE MEDICAL INC COM* - 790849103 - MINOR = 42							
SOLD		12/09/2011	98557 95				
ACQ	2420 0000	02/07/2011	84578 10	105352 28			
	400 0000	03/22/2011	13979.85	20603 36			
20000 0000 ST JUDE MEDICAL INC COM* - 790849103 - MINOR = 42							
SOLD		12/09/2011	698992 56				
ACQ	17295 0000	02/07/2011	604453 82	752920 53			
	2705 0000	02/18/2011	94538 74	130651 23			
5700 9700 SANTANDER 11-SIA C							
SOLD		05/15/2011	5700.97				
ACQ	5700 9700	02/04/2011	5700 97	5700 91			
5443 8800 SANTANDER 11-SIA C							
SOLD		06/15/2011	5443 88				
ACQ	5443 8800	02/04/2011	5443.88	5443 83			
5363 6400 SANTANDER 11-SIA C							
SOLD		07/15/2011	5363 64				
ACQ	5363.6400	02/04/2011	5363 64	5363 59			
5487.1100 SANTANDER 11-SIA C							
SOLD		08/15/2011	5487 11				
ACQ	5487 1100	02/04/2011	5487 11	5487 05			
5616.0400 SANTANDER 11-SIA C							
SOLD		09/15/2011	5616 04				
ACQ	5616 0400	02/04/2011	5616 04	5615 98			
5527.5700 SANTANDER 11-SIA C							
SOLD		10/15/2011	5527.57				
ACQ	5527 5700	02/04/2011	5527 57	5527 51			
5326 0200 SANTANDER 11-SIA C							
SOLD		11/15/2011	5326 02				
ACQ	5326 0200	02/04/2011	5326 02	5325 97			
5074 2900 SANTANDER 11-SIA C							
SOLD		12/15/2011	5074.29				
ACQ	5074 2900	02/04/2011	5074 29	5074 24			
4946 4200 SANTANDER 11-SIA C							
SOLD		01/15/2012	4946 42				
ACQ	4946 4200	02/04/2011	4946.42	4946 37			
4923 6000 SANTANDER 11-SIA C							
SOLD		02/15/2012	4923 60				
ACQ	4923 6000	02/04/2011	4923.60	4923 55			
5128 7800 SANTANDER 11-SIA C							
SOLD		03/15/2012	5128 78				
ACQ	5128 7800	02/04/2011	5128 78	5128 73			
4692 3600 SANTANDER 11-SIA C							
SOLD		04/15/2012	4692.36				
ACQ	4692 3600	02/04/2011	4692 36	4692 31			
3755 0000 SUNCOR ENERGY INC* - 867224107 - MINOR = 44							
SOLD		03/22/2012	122060 45				
ACQ	2505 0000	10/08/2010	81427 81	86344 85			
	500 0000	10/13/2010	16253 06	17678 50			
	750 0000	02/14/2011	24379 58	31522 43			
26505 0000 SUNCOR ENERGY INC* - 867224107 - MINOR = 44							
SOLD		03/22/2012	861574 55				
ACQ	17505 0000	10/08/2010	569019 52	603379 85			
	5000 0000	10/13/2010	162530 57	176798 50			
	4000 0000	12/22/2010	130024 46	151014 00			
734 0000 UNION PACIFIC CORP COM* - 907818108 - MINOR = 42							
SOLD		08/23/2011	63102 16				
ACQ	734 0000	03/25/2010	63102 16	54523 87			
5998 0000 UNION PACIFIC CORP COM* - 907818108 - MINOR = 42							
SOLD		08/23/2011	515649 55				
ACQ	5998 0000	03/25/2010	515649 55	445550 63			
26795 0000 WEATHERFORD INTERNATIONAL LTD COM* - H27013103 - MINOR = 44							
SOLD		06/02/2011	515657 16				
ACQ	26795 0000	02/17/2011	515657 16	697179 11			
3821 0000 WEATHERFORD INTERNATIONAL LTD COM* - H27013103 - MINOR = 44							
SOLD		05/02/2011	73533 34				
ACQ	3821 0000	02/17/2011	73533 34	99418 60			

ACCT L710 F0486800
FROM 05/01/2011
TO 04/30/2012

FROST NATIONAL BANK TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
KENEDY,JOHN G JR CHAR TRUST

TRUST YEAR ENDING 04/30/2012

PAGE 295

RUN 05/07/2012
04 08 37 PM

TAX PREPARER 45
TRUST ADMINISTRATOR 18
INVESTMENT OFFICER 338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
----------------------	--------	------	-------------	------------	-----------	------	----

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	867202 02	0 00	2957458 27	0 00	0 00	0 00*
COVERED FROM ABOVE	-714911 38	0 00	-7142 85	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	178655 30			0 00
	152290 64	0 00	3128970.72	0 00	0 00	0 00
STATE						
NONCOVERED FROM ABOVE	867202 02	0 00	2957458 27	0 00	0 00	0 00*
COVERED FROM ABOVE	-714911 38	0.00	-7142 85	0.00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	0 00	0.00	178655 30			0 00
	152290 64	0.00	3128970 72	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
TEXAS	N/A	N/A