INTERNAL REVENUE SERVICE

Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 07/01 **, 2011, and ending** 06/30, **20**12

Name of foundation
A M PATE JR CHARITABLE TRUST

A Employer identification number
75-2510793

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
BANK OF AMERICA, N.A. P.O. BOX 831041

B Telephone number (see instructions)
(800) 357-7094

City or town, state, and ZIP code
DALLAS, TX 75283-1041

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,029,410.

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

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

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

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	17,197.	17,197.		STMT 1
	5a	Gross rents	162.	162.		
	b	Net rental income or (loss) -2,414				
	6a	Net gain or (loss) from sale of assets not on line 10	20,315.			
	b	Gross sales price for all assets on line 6a 483,195.				
	7	Capital gain net income (from Part IV, line 2)		20,315.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	14,211.	14,211.		STMT 2
	12	**Total.** Add lines 1 through 11	51,885.	51,885.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	4,713.	3,140.		1,573.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 3	1,250.	NONE	NONE	1,250.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	521.	460.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 5	3,961.	3,961.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,445.	7,561.	NONE	2,823.
	25	Contributions, gifts, grants paid	53,500.			53,500.
	26	**Total expenses and disbursements** Add lines 24 and 25	63,945.	7,561.	NONE	56,323.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-12,060.			
	b	**Net investment income** (if negative, enter -0-)		44,324.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	100,559.	68,134.	68,134.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ 160,801.			
	Less accumulated depreciation (attach schedule) ▶	160,801.	160,801.	214,609.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	662,633.	682,996.	676,702.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ STMT 7)	1.	1.	69,965.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	923,994.	911,932.	1,029,410.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	923,994.	911,932.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	923,994.	911,932.	
	31 Total liabilities and net assets/fund balances (see instructions)	923,994.	911,932.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	923,994.
2 Enter amount from Part I, line 27a	2	-12,060.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	911,934.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	2.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	911,932.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	480,673.		462,880.	17,793.
b				
c				
d				
e				

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

	(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				17,793.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	20,315.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	50,370.	1,111,001.	0.045337
2009	41,212.	1,045,694.	0.039411
2008	45,817.	1,007,892.	0.045458
2007	60,067.	968,211.	0.062039
2006	48,640.	1,283,942.	0.037883

2 **Total** of line 1, column (d)	2	0.230128
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.046026
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,052,074.
5 Multiply line 4 by line 3	5	48,423.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	443.
7 Add lines 5 and 6	7	48,866.
8 Enter qualifying distributions from Part XII, line 4	8	56,323.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	443.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	443.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	443.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 604.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	604.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	161.
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 161. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶$ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ NONE

14 The books are in care of ▶ BANK OF AMERICA, N.A. Telephone no ▶ (817)390-6028

Located at ▶ 500 W 7TH ST, FL 2, FORT WORTH, TX ZIP + 4 ▶ 76102-4700

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

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

		Line	Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☒ Yes ☐ No			
	If "Yes," list the years ▶ 2008 , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . [ ] Yes [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . [ ] Yes [X] No

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . . **5b** X (No)

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . STMT 9 . . [X] Yes [ ] No

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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . [ ] Yes [X] No

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		4,713.	-0-	-0-

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

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

Total number of other employees paid over $50,000 . . . ▶ NONE

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	770,529.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	297,566.
d	**Total** (add lines 1a, b, and c)	1d	1,068,095.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,068,095.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	16,021.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,052,074.
6	**Minimum investment return.** Enter 5% of line 5	6	52,604.

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

1	Minimum investment return from Part X, line 6			1	52,604.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	443.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	443.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	52,161.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	52,161.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	52,161.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	56,323.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	56,323.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	443.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	55,880.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				52,161.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			55,249.	
b Total for prior years 20 09 ,20____,20____		5,468.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 ...... NONE				
b From 2007 ...... NONE				
c From 2008 ...... NONE				
d From 2009 ...... NONE				
e From 2010 ...... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 56,323.				
a Applied to 2010, but not more than line 2a			55,249.	
b Applied to undistributed income of prior years (Election required - see instructions)	STMT 11	1,074.		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		4,394.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		4,394.		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				52,161.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2007 ... NONE				
b Excess from 2008 ... NONE				
c Excess from 2009 ... NONE				
d Excess from 2010 ... NONE				
e Excess from 2011 ... NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 20				
Total . . . . . . ▶ **3a**				53,500.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	17,197.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	-2,414.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	20,315.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b O&G ROYALTY INCOME			15	14,211.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				49,309.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 49,309.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Mary Frost | 11-1-12 | TRUSTEE

Signature of officer or trustee | Date | Title

BANK OF AMERICA, N.A.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
A M PATE JR CHARITABLE TRUST	75-2510793

DESCRIPTION OF PROPERTY
TARRANT CO TEXAS 506.51 ACRES J.F HEATH

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 4 - COMMERCIAL

RENTAL INCOME	162.	
OTHER INCOME:		
TOTAL GROSS INCOME		162.
OTHER EXPENSES:		
INSURANCE	9.	
LEGAL AND OTHER PROFESSIONAL FEES	361.	
OTHER EXPENSES	2,206.	
DEPRECIATION (SHOWN BELOW)		
LESS: Beneficiary's Portion		
AMORTIZATION		
LESS: Beneficiary's Portion		
DEPLETION		
LESS: Beneficiary's Portion		
TOTAL EXPENSES		2,576.
TOTAL RENT OR ROYALTY INCOME (LOSS)		-2,414.
Less Amount to		
Rent or Royalty		
Depreciation		
Depletion		
Investment Interest Expense		
Other Expenses		
Net Income (Loss) to Others		
Net Rent or Royalty Income (Loss)		-2,414.
Deductible Rental Loss (if Applicable)		

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
Totals									

JSA
1E7000 2 000

EG7098 2680 11/01/2012 13:11:44

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE
=======================================

OTHER DEDUCTIONS

OTHER RENTAL EXPENSES	2,206.

	2,206.
	==========

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BOFA GOVERNMENT RESERVES TRUST CLASS	1.	1.
BOFA CASH RESERVES CAPITAL CLASS	25.	25.
COLUMBIA LARGE CAP VALUE FUND CLASS Z SH	463.	463.
COLUMBIA LARGE CAP INDEX FUND CLASS Z SH	2,163.	2,163.
COLUMBIA INTERNATIONAL VALUE FUND CLASS	1,924.	1,924.
COLUMBIA MID CAP INDEX FUND CLASS Z SHAR	25.	25.
COLUMBIA SMALL CAP INDEX FUND CLASS Z SH	9.	9.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	675.	675.
COLUMBIA INTERMEDIATE BOND FUND CLASS Z	7,364.	7,364.
COLUMBIA SMALL CAP VALUE I FUND CLASS Z	441.	441.
COLUMBIA US GOVT MTG FUND CL Z	128.	128.
PIMCO TOTAL RETURN FUND INSTL	1,475.	1,475.
PIMCO HIGH YIELD FUND	817.	817.
TEMPLETON GLOBAL BD FUND ADVISOR CL	129.	129.
THORNBURG INTL VALUE FUND CL I	532.	532.
VANGUARD MSCI EMERGING MKTS ETF	1,026.	1,026.
TOTAL	17,197.	17,197.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GROSS O&G ROYALTY INCOME	14,211.	14,211.
TOTALS	14,211.	14,211.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE ESTIMATES	61.	
FOREIGN TAXES ON QUALIFIED FOR	405.	405.
FOREIGN TAXES ON NONQUALIFIED	55.	55.
TOTALS	521.	460.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
RENT AND ROYALTY EXPENSES	2,576.	
RENTAL EXPENSES:		
INSURANCE		9.
RES MGMT FEES - BANA		2,206.
LEGAL FEES		361.
O&G ROYALTY:		
PRODUCTION TAXES	4.	4.
AD VALOREM TAXES	1,137.	1,137.
LEASE OPERATING	214.	214.
PROF SVCS - AVT FEE	30.	30.
TOTALS	3,961.	3,961.

A M PATE JR CHARITABLE TRUST 75-2510793

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
COLUMBIA TOTAL RETURN BOND FD	C	230,366.		
COLUMBIA LARGE CAP VALUE FD	C	71,694.		
COLUMBIA SMALLCAP VALUE FUND	C	17,574.		
COLUMBIA ACORN SELECT	C	52,241.		
COLUMBIA LARGE CAP INDEX FUND	C	125,000.	110,437.	100,211.
COLUMBIA ACORN USA FUND	C	19,000.	8,646.	11,731.
COLUMBIA INTERNATIONAL VALUE	C	35,000.		
COLUMBIA SELECT LARGE CAP	C	71,248.	41,633.	46,195.
VANGUARD INTL EQUITY INDEX	C	40,510.		
CAMBIAR SMALL CAP FUND	C		12,000.	11,271.
COLUMBIA MID CAP INDEX FUND	C		32,569.	31,662.
COLUMBIA SMALL CAP INDEX FUND	C		24,787.	24,482.
COLUMBIA DIVIDEND INCOME FUND	C		50,000.	51,094.
COLUMBIA MID CAP GROWTH FUND	C		16,000.	15,593.
COLUMBIA US GOVT MTG FUND	C		20,000.	20,215.
JOHN HANCOCK FDS III DISCIPLIN	C		16,000.	15,987.
PIMCO TOTAL RETURN FUND	C		170,000.	172,442.
PIMCO HIGH YIELD FUND	C		55,000.	55,059.
TEMPLETON GLOBAL BOND FUND	C		8,000.	7,811.
THORNBURG INTL VALUE FUND	C		56,000.	53,054.
VANGUARD MSCI EMERGING MKTS	C		61,924.	59,895.
TOTALS		662,633.	682,996.	676,702.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CONTROL ASSET FOR MINERALS	1.	1.	69,965.
TOTALS	1.	1.	69,965.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
NET ROUNDING		2.
	TOTAL	2.

STATEMENT 8

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT
==

NAME:
KIMBALL ART FOUNDATION
GRANT DATE: 06/29/2012
GRANT AMOUNT .... 2,000.
SEE ATTACHMENTS

EXPENDITURE REPORT

Kimbell Art Foundation fbo Kimbell Art Museum
3333 Camp Bowie Boulevard, Fort Worth, Texas 76107-2792

NAME OF TRUST: A.M. PATE, JR. CHARITABLE TRUST
ACCOUNT #:

To Bank of America, N.A., in its capacity as Trustee:

The following constitutes the expenditure report for the Kimbell Art Foundation fbo Kimbell Art Museum for the period July 1, 2011 through June 30, 2012 for a grant award totaling $2,000 ("grant funds") received by the Kimbell Art Foundation fbo Kimbell Art Museum . We certify that the grant funds and the income earned on the grant funds (if any) have been used exclusively for the charitable purposes set forth in the grant agreement letter.

Attached is a report showing income earned on the grant funds, if any, and expenditures of the grant funds and income earned on the grant funds during the fiscal year by amount and purpose.

No part of the grant funds or interest earned on the grant funds were used for any of the following purposes:

(i) carrying on propaganda or attempting to influence legislation,
(ii) influencing the outcome of any election for public office or carrying on directly or indirectly any voter registration drive,
(iii) making grants to individuals or organizations that do not comply with sections 4945(d)(3) or (d)(4) of the Internal Revenue Code, or
(iv) for any non-charitable purpose, that is, any purpose not described in section 170(c)(2)(B) of the Internal Revenue Code.

I further certify that the Kimbell Art Foundation fbo Kimbell Art Museum has not diverted any portion of the grant funds (or the income on the grant funds) from the specified purpose of the grant and that this organization has complied with the terms of the grant. I am authorized to sign this report on behalf of the Grantee. I have examined the foregoing statements, including the attached Expenditure Responsibility Report, and they are true, correct and complete, to the best of my knowledge.

By: Susan Bane

Its Director of Finance/Admin

Telephone Number: 817 332 8451 x272

Date 11/1/12

EXPENDITURE RESPONSIBILITY REPORT
(Note that the final report must cover expenditures over the life of the grant.)

Date of report: November 1, 2012

Report Period: July 1, 2011 - June 30, 2012

Name and address of organization:

Kimbell Art Museum
3333 Camp Bowie Blvd
Fort Worth, Texas 76107

Amounts and dates of grants received during the period from 7/1/11 through 6/30/12:

Date	Amount
6/29/12	$ 2,000

Describe the uses of grant funds and the progress made towards the goal of the grant(attach additional pages, if needed):

See attached

Itemize all income earned on the grant funds: $ 0

Itemize all amounts spent from the grant funds and income earned on the grant funds, including salaries, travel and supplies (attach additional pages, if needed):

Date	Amount	Purpose

See attached

Amount of grant funds and income earned on the grant funds unspent as of the end of Grantee's most recent fiscal year: $ 0

|All such expenditures are treated as distributions "out of corpus" under Treas. Reg. 53.4942(a)-3(d). We understand that this means that we have, during this fiscal year, made expenditures equal to or greater than (1) the full amount of the Grant, (2) plus 5% of the value of our investment assets during our previous fiscal year. Attached is a copy of our form 990PF for the previous fiscal year.|

By: Susan Bane

Its Director of Fin/Adm.

Date: 11/1/12

Expenditure Responsibility Report
A. M. Pate Jr. Charitable Trust

Description of the uses of grant funds and the progress made toward the goal of the grant:

The Kimbell Art Museum's comprehensive film program focuses on artists' careers, major art movements, and important cultural figures that provides a rich visual and historical context that complement artworks on view. A.M. Pate Jr. Charitable Trust's $2,000 education grant underwrote 75% of the film program's budget for 2012. Films are free and open to the public. 2012 film showings included:

Sunday, January 8, 2 p.m., Film
The Dutch Masters: Rembrandt (2000, 50 min.)
Sunday, March 18, 2 p.m., Film
The Life of Emile Zola (Directed by William Dieterle, 1937, 123 min.)
Sunday, April 1, 2 p.m., Film
Scandalous Impressionists (2011, 52 min.)
Sunday, April 29, 2 p.m., Films
The Impressionists: Manet (2006, 50 min.); *The Impressionists: Degas* (2006, 50 min.)
Sunday, May 27, 2 p.m., Films
The Impressionists: Monet (2006, 50 min.); *The Impressionists: Renoir* (2006, 50 min.)
Sunday, June 3, 2 p.m., Film
Band of Outsiders (Directed by Jean-Luc Godard, 1964, 93 min.)
Sunday, July 22, 2 p.m., Films
Arcimboldo: Nature and Fantasy (2010, 30 min.); *El Greco: Christ Driving the Traders from the Temple* (1995, 25 min.)
Sunday, August 12, 2 p.m., Films
Venice: Canaletto and His Rivals (2010, 35 min.); *Stubbs and the Horse* (2005, 40 min.)
Sunday, October 14, 2:30 p.m., Film
Architect: A Chamber Opera (Lewis Spratlan, Jenny Kallick, and John Downey, 2012, 63 min.)
Sunday, October 21, 2 p.m., Film
The Complete Metropolis (Directed by Fritz Lang, 1927, 148 min.; restored, 2010)
Sunday, November 4, 2 p.m., Films
Architectures: The Vienna Savings Bank, by Otto Wagner (A film by Stan Neuman, 2003, 26 min.)
Architectures: The Casa Milà, by Antoni Gaudi (A film by F. Compain, 2004, 26 min.)
Sunday, November 18, 2 p.m., Films
Architectures: The Dessau Bauhaus, by Walter Gropius (A film by F. Compain, 2004, 26 min.)
Architectures: La Maison de Verre, by Pierre Chareau (A film by Richard Copans and Stan Neuman, 2005, 26 min.)
Architectures: The German Pavilion in Barcelona, by Mies van der Rohe (A film by Stan Neuman, 2009, 26 min.)
Sunday, December 2, 2 p.m., Films
Architectures: The Johnson Building, by Frank Lloyd Wright (A film by Frédéric Compain, 2003, 26 min.)
Architectures: The Convent of La Tourette, by Le Corbusier (A film by Richard Copans, 2004, 26 min.)
Architectures: The Municipal Centre of Säynätsalo, by Alvaar Alto (A film by Richard Copans, 2004, 26 min.)
Sunday, December 9, 2 p.m., Film
North by Northwest (Directed by Alfred Hitchcock, 1959, 136 min.)

Account number	Post date	Invoice date	Invoice number	Vendor name	Amount	Description
	01/31/12	01/26/12	CR012612	CONSTANCE HATCHETTE	34.31	DVD REIMBURSEMENT
	01/31/12	01/13/12	CR011312	CONSTANCE HATCHETTE	134 19	FILMS FOR PUBLIC PROGRAMS
	02/29/12	02/20/12	CR022012	NANCY EDWARDS	46 31	REIMBURSEMENT FOR FILM
	02/29/12	02/14/12	CR021412	RIALTO PICTURES	250 00	FILMS
	03/31/12	03/07/12	CR030712	CONSTANCE HATCHETTE	38.91	FILMS
	03/31/12	03/07/12	CR030712	CONSTANCE HATCHETTE	99 80	SUPPLIES FOR FAMILY PROGRAMS-FILMS
	03/31/12	03/02/12	RG 1664596	SWANK MOTION PICTURES, INC	271 00	FILMS
	04/30/12	04/26/12	RG 1682667	SWANK MOTION PICTURES, INC	296 00	FILMS
	05/31/12	05/22/12	CR052212	CONSTANCE HATCHETTE	27 97	FILM FOR DOCENTS
	07/31/12	07/30/12	CR073012	NANCY EDWARDS	106 95	REIMBURSEMENT FOR FILM
	07/31/12	07/11/12	E10907	KINO INTERNATIONAL	300 00	FILMS
	08/31/12	07/31/12	7096	JANUS FILMS	85 00	FILMS
	08/31/12	07/31/12	7098	JANUS FILMS	490.00	FILMS
	08/31/12	07/30/12	11764	MICHAEL BLACKWOOD PRODUCTIONS INC	345 00	EDUCATION FILMS
	09/30/12	09/19/12	CR091912	NANCY EDWARDS	161 48	EDUCATION FILMS
	09/30/12	09/26/12	CR092612	NANCY EDWARDS	54 20	FILM FOR DOCENTS
Total					2,741.12	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
BANK OF AMERICA, N.A.
ADDRESS:
P.O. BOX 1479
FORT WORTH, TX 76101-1479
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 4,713.

OFFICER NAME:
JOYCE PATE CAPPER
ADDRESS:
P.O. BOX 1317
FORT WORTH, TX 76101-1317
TITLE:
GRANT ADVISOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

TOTAL COMPENSATION: 4,713.

990PF, PART XIII, LINE 4(b) ELECTION UNDER SEC. 53.4942(a)-3(d)(2)
==

Pursuant to IRC Section 4942(h)(2) and Reg. 53.4942(a)-3(d)(2), this foundation trust hereby elects to apply current year qualifying distributions in excess of the immediately preceding tax year's undistributed income of $1,074 to the undistributed income balance from the following tax periods:
2009 (FYE 06/30/2010) - $473
2008 (FYE 06/30/2009) - $601

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AUSTIN COLLEGE
ADDRESS:
900 N GRAND AVE, SUITE 6G
SHERMAN, TX 75090
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
GLADNEY CENTER FOR ADOPTION
ADDRESS:
6300 JOHN RYAN DR
FORT WORTH, TX 76132-4122
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
CANCER CARE SERVICES
ADDRESS:
623 S HENDERSON
FORT WORTH, TX 76104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 3,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AMON CARTER MUSEUM OF WESTERN ART
ADDRESS:
3501 CAMP BOWIE BLVD
FORT WORTH, TX 76107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
MUSEUM'S ANNUAL FUND DRIVE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
TEXAS BALLET THEATER, INC.
ADDRESS:
1540 MALL CIRCLE
FORT WORTH, TX 76116
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
PERFORMING ARTS FORT
WORTH, INC.
ADDRESS:
330 E 4TH ST, SUITE 300
FORT WORTH, TX 76102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FORT WORTH SYMPHONY
ORCHESTRA ASSOCIATION
ADDRESS:
330 E 4TH ST, SUITE 200
FORT WORTH, TX 76102-4019
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 2008-2009 SEASON
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FORT WORTH PUBLIC LIBRARY
FOUNDATION
ADDRESS:
500 W 3RD ST
FORT WORTH, TX 76102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 3,000.

RECIPIENT NAME:
FORT WORTH POLICE OFFICER AWARD
FOUNDATION
ADDRESS:
P.O. BOX 17659
FORT WORTH, TX 76102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FORT WORTH MUSEUM OF SCIENCE
AND HISTORY
ADDRESS:
1600 GENDY ST
FORT WORTH, TX 76107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
HISTORIC FORT WORTH, INC.
ADDRESS:
1110 PENN ST
FORT WORTH, TX 76102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
JEWEL CHARITY BALL, INC.
ADDRESS:
5020 COLLINWOOD AVE, SUITE 400
FORT WORTH, TX 76107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
FORT WORTH MODERN ART
MUSEUM ASSOCIATION
ADDRESS:
3200 DARNELL ST
FORT WORTH, TX 76107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
PHILOSOPHICAL SOCIETY OF TEXAS
ADDRESS:
P.O. BOX 160144
AUSTIN, TX 78716-0144
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
RIDGLEA PRESBYTERIAN CHURCH
ADDRESS:
6201 CAMP BOWIE BLVD
FORT WORTH, TX 76116
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FRIENDS OF TCU LIBRARIES
ADDRESS:
TCU BOX 298400
FORT WORTH, TX 76129
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PATE-NEWCOMER COLLECTION-3,000; UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 4,000.

RECIPIENT NAME:
TEXAS WESLEYAN UNIVERSITY
ADDRESS:
1201 WESLEYAN ST
FORT WORTH, TX 76105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR THE WESLEYAN FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
KIMBELL ART FOUNDATION
ADDRESS:
301 COMMERCE ST, SUITE 2300
FORT WORTH, TX 76102-4123
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT FOR EDUCATIONAL PROGRAMS & SERVICES
FOUNDATION STATUS OF RECIPIENT:
PRIV OPER 501(C)(3)
AMOUNT OF GRANT PAID .... 2,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TARRANT COUNTY HISTORICAL SOCIETY, INC.
ADDRESS:
3637 MANDERLY PL
FORT WORTH, TX 76109-3533
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
FORT WORTH POLICE & FIREFIGHTERS MEMORIAL FUND
ADDRESS:
P.O. BOX 101537
FORT WORTH, TX 76185-1537
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
AMERICAN HEART ASSOCIATION
ADDRESS:
2630 WEST FWY, SUITE 250
FORT WORTH, TX 76102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT 'GO RED FOR WOMEN' LUNCHEON
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
FORT WORTH OPERA ASSOCIATION,
INC.
ADDRESS:
1300 GENDY ST
FORT WORTH, TX 76107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
LENA POPE HOME, INC.
ADDRESS:
3131 SANGUINET ST
FORT WORTH, TX 76107-5336
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED CONTRIBUTION
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
WOMAN'S CLUB OF FORT WORTH HISTORICAL
PRESERVATION TRUST
ADDRESS:
1316 PENNSYLVANIA AVE
FORT WORTH, TX 76104-2111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT I/M/O MARIE F PATE & SUSAN PATE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TEXAS HEALTH HARRIS METHODIST
FOUNDATION
ADDRESS:
6100 WESTERN PL, SUITE 1001
FORT WORTH, TX 76107
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT TOWARDS THE HEART CENTER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC 501(C)(3)
AMOUNT OF GRANT PAID .... 2,000.

TOTAL GRANTS PAID: 53,500.

A M PATE JR CHARITABLE TRUST 75-2510793

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
TARRANT CO TEXAS 506	162.		2,576.	-2,414.
TOTALS	162.		2,576.	-2,414.

FEDERAL FOOTNOTES

FORM 990-PF - PART VIII, LINE 1(B) - AVERAGE HOURS PER WEEK DEVOTED TO POSITION: THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: A M PATE JR CHARITABLE TRUST

Employer identification number: 75-2510793

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	91.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	91.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a	LONG-TERM CAPITAL GAIN DIVIDENDS					2,522.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	17,702.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	20,224.

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			91.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			20,224.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			20,315.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary.*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)		17		
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18			
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19			
20	Add lines 18 and 19	20			
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21			
22	Subtract line 21 from line 20. If zero or less, enter -0-		22		
23	Subtract line 22 from line 17. If zero or less, enter -0-		23		
24	Enter the **smaller** of the amount on line 17 or $2,300		24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23		25		
26	Subtract line 25 from line 24		26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22		27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)		28		
29	Subtract line 28 from line 27		29		
30	Multiply line 29 by 15% (.15)			30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			31	
32	Add lines 30 and 31			32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)			34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2011

Name of estate or trust: A M PATE JR CHARITABLE TRUST

Employer identification number: 75-2510793

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 4.992 COLUMBIA ACORN USA F	12/07/2011	03/06/2012	148.00	137.00	11.00
24.407 COLUMBIA SMALL CAP CLASS Z SHARES	12/06/2011	03/06/2012	1,045.00	1,009.00	36.00
7.4 COLUMBIA SMALL CAP VAL CLASS Z SHARES	12/06/2011	03/06/2012	317.00	306.00	11.00
93.681 COLUMBIA SELECT LAR GROWTH FUND CLASS Z SHARES	06/23/2011	03/06/2012	1,281.00	1,248.00	33.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 91.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

A M PATE JR CHARITABLE TRUST

Employer identification number 75-2510793

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 400.481 COLUMBIA ACORN USA	08/22/2008	03/06/2012	11,846.00	10,000.00	1,846.00
17.11 COLUMBIA ACORN USA F	12/09/2009	03/06/2012	506.00	375.00	131.00
5.173 COLUMBIA ACORN SELEC Z SHARES	06/05/2007	03/06/2012	138.00	162.00	-24.00
4.75 COLUMBIA ACORN SELECT Z SHARES	06/05/2007	03/06/2012	127.00	148.00	-21.00
1652.893 COLUMBIA ACORN SE CLASS Z SHARES	05/04/2007	03/06/2012	44,182.00	50,000.00	-5,818.00
26.482 COLUMBIA ACORN SELE CLASS Z SHARES	12/11/2007	03/06/2012	708.00	758.00	-50.00
44.263 COLUMBIA ACORN SELE CLASS Z SHARES	06/11/2008	03/06/2012	1,183.00	1,173.00	10.00
361.224 COLUMBIA LARGE CAP CLASS Z SHARES	12/12/2007	03/06/2012	4,122.00	4,981.00	-859.00
3951.764 COLUMBIA LARGE CA CLASS Z SHARES	03/14/2002	03/06/2012	45,090.00	48,713.00	-3,623.00
1538.462 COLUMBIA LARGE CA CLASS Z SHARES	08/31/2004	03/06/2012	17,554.00	18,000.00	-446.00
499.424 COLUMBIA LARGE CAP CLASS Z SHARES	08/08/2007	03/06/2012	13,000.00	14,563.00	-1,563.00
3375.121 COLUMBIA INTERNAT FUND CLASS Z SHARES	04/01/2009	03/06/2012	43,472.00	35,000.00	8,472.00
2196.832 COLUMBIA INTERMED FUND CLASS Z SHARES	11/30/1993	03/06/2012	20,650.00	20,503.00	147.00
6015.516 COLUMBIA INTERMED FUND CLASS Z SHARES	12/31/1993	03/06/2012	56,546.00	55,774.00	772.00
2188.814 COLUMBIA INTERMED FUND CLASS Z SHARES	11/30/1996	03/06/2012	20,575.00	20,018.00	557.00
2575.952 COLUMBIA INTERMED FUND CLASS Z SHARES	01/31/1997	03/06/2012	24,214.00	23,071.00	1,143.00
5695.339 COLUMBIA INTERMED FUND CLASS Z SHARES	03/14/2005	03/06/2012	53,536.00	51,000.00	2,536.00
7020.822 COLUMBIA INTERMED FUND CLASS Z SHARES	10/19/1999	03/06/2012	65,996.00	60,000.00	5,996.00
1.613 COLUMBIA SMALL CAP V CLASS Z SHARES	12/07/2010	03/06/2012	69.00	74.00	-5.00
482.227 COLUMBIA SMALL CAP FUND CLASS Z SHARES	12/09/2009	03/06/2012	20,649.00	17,500.00	3,149.00
2466.67 COLUMBIA SELECT LA GROWTH FUND CLASS Z SHARES	08/22/2008	03/06/2012	33,719.00	28,367.00	5,352.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 17,702.00