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

OMB No 1545-0052

2011

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

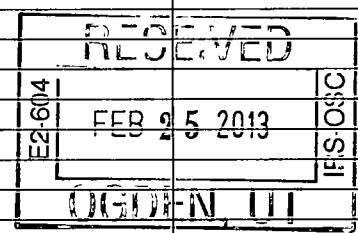
For calendar year 2011 or tax year beginning

10/01, 2011, and ending

09/30, 2012

Name of foundation BHUPAT & JYOTI MEHTA FAMILY FOUNDATION		A Employer identification number 76-0522455												
Number and street (or P O box number if mail is not delivered to street address) 20018 CHATEAU BEND DRIVE		B Telephone number (see instructions) (832) 295-8702												
City or town, state, and ZIP code KATY, TX 77450														
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/></td><td>Initial return</td></tr> <tr><td><input type="checkbox"/></td><td>Final return</td></tr> <tr><td><input checked="" type="checkbox"/></td><td>Address change</td></tr> </table> <table style="display: inline-table; vertical-align: top;"> <tr><td><input type="checkbox"/></td><td>Initial return of a former public charity</td></tr> <tr><td><input type="checkbox"/></td><td>Amended return</td></tr> <tr><td><input type="checkbox"/></td><td>Name change</td></tr> </table>		<input type="checkbox"/>	Initial return	<input type="checkbox"/>	Final return	<input checked="" type="checkbox"/>	Address change	<input type="checkbox"/>	Initial return of a former public charity	<input type="checkbox"/>	Amended return	<input type="checkbox"/>	Name change	C If exemption application is pending check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/>	Initial return													
<input type="checkbox"/>	Final return													
<input checked="" type="checkbox"/>	Address change													
<input type="checkbox"/>	Initial return of a former public charity													
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<input type="checkbox"/>	Name change													
H Check type of organization: <table style="display: inline-table; vertical-align: top;"> <tr><td><input checked="" type="checkbox"/></td><td>Section 501(c)(3) exempt private foundation</td></tr> <tr><td><input type="checkbox"/></td><td>Section 4947(a)(1) nonexempt charitable trust</td></tr> <tr><td><input type="checkbox"/></td><td>Other taxable private foundation</td></tr> </table>			<input checked="" type="checkbox"/>	Section 501(c)(3) exempt private foundation	<input type="checkbox"/>	Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/>	Other taxable private foundation						
<input checked="" type="checkbox"/>	Section 501(c)(3) exempt private foundation													
<input type="checkbox"/>	Section 4947(a)(1) nonexempt charitable trust													
<input type="checkbox"/>	Other taxable private foundation													
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 19,113,188. J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual Other (specify) _____ (Part I, column (d) must be on cash basis)														

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	177,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	542,106.	542,106.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	129,343.			
	b Gross sales price for all assets on line 6a 2,136,723.				
	7 Capital gain net income (from Part IV, line 2)		129,343.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	848,449.	671,449.		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)ATCH 2	4,150.	2,075.		2,075
	c Other professional fees (attach schedule) *	85,860.			85,860
	17 Interest				
	18 Taxes (attach schedule) (see instructions) **	15,300.	2,263.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,269.			1,269
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	15,256.	15,256.		
	24 Total operating and administrative expenses. Add lines 13 through 23	121,835.	19,594.		89,204
25 Contributions, gifts, grants paid	858,771.			858,771	
26 Total expenses and disbursements Add lines 24 and 25	980,606.	19,594.	0	947,975	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-132,157.				
b Net investment income (if negative, enter -0-)		651,855.			
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,947.	10,947.	10,947.
	2 Savings and temporary cash investments	186,389.	342,687.	342,687.
	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	3,563.		
	10 a Investments - U S and state government obligations (attach schedule) .	200,298.		
	b Investments - corporate stock (attach schedule) ATCH 6 .	17,591,491.	17,520,761.	18,604,508.
	c Investments - corporate bonds (attach schedule) ATCH 7 .	104,519.	104,519.	130,623.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments - mortgage loans				
13 Investments - other (attach schedule)				
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ ATCH 8)	31,080.	24,423.	24,423.	
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	18,128,287.	18,003,337.	19,113,188.	
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 ▶ ATCH 9)		7,205.		
23 Total liabilities (add lines 17 through 22)	0	7,205.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds . .	18,128,287.	17,996,132.	
	30 Total net assets or fund balances (see instructions)	18,128,287.	17,996,132.	
	31 Total liabilities and net assets/fund balances (see instructions)	18,128,287.	18,003,337.	

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	18,128,287.
2 Enter amount from Part I, line 27a	2	-132,157.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 10	3	2.
4 Add lines 1, 2, and 3	4	17,996,132.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,996,132.

Form 990-PF (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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					
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					
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	129,343.	
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	5,926.	

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	1,266,957.	19,110,518.	0.066296
2009	689,216.	16,562,113.	0.041614
2008	868,178.	13,987,698.	0.062067
2007	755,372.	18,007,205.	0.041948
2006	817,736.	16,037,757.	0.050988
2 Total of line 1, column (d)			2 0.262913
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 0.052583
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 18,526,594.
5 Multiply line 4 by line 3			5 974,184.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,519.
7 Add lines 5 and 6			7 980,703.
8 Enter qualifying distributions from Part XII, line 4 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			8 947,975.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	13,037.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
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	13,037.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	0
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-		5	13,037.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,832.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	5,832.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> 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	7,205.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		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)? 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		X
c Did the foundation file Form 1120-POL for this year?		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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a 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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2011)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see 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 WWW.MEHTAFAMILYFOUNDATION.ORG				
14	The books are in care of RAHUL MEHTA Telephone no 832-295-8702			
Located at 20018 CHATEAU BEND DRIVE KATY, TX ZIP + 4 77450				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year		N/A		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		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?		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2011)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

X

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

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

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

X

If "Yes" to 6b, file Form 8870

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

X

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**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
ATTACHMENT 12		0	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		0	0	0

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

Form 990-PF (2011)

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		0
		0

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (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	

Form 990-PF (2011)

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	18,532,908.
b	Average of monthly cash balances	1b	275,817.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	18,808,725.
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	
3	Subtract line 2 from line 1d	3	18,808,725.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	282,131.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,526,594.
6	Minimum investment return. Enter 5% of line 5	6	926,330.

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	926,330.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	13,037.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,037.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	913,293.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	913,293.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	913,293.

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	947,975.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	947,975.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	947,975.

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.

Form 990-PF (2011)

Page 9

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				913,293.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			930,619.	
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 947,975.				
a Applied to 2010, but not more than line 2a			930,619.	
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				17,356.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
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				895,937.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Form 990-PF (2011)

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

Part XV Supplementary Information (Complete this part only if the 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))

RAHUL B MEHTA AND NISHA B MEHTA

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

N/A

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

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

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

ATTACHMENT 13

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

REQUEST APPLICATION FROM ABOVE

c Any submission deadlines

JANUARY 1 THROUGH MARCH 31 OF EACH YEAR

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

ATTACHMENT 14

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 ATTACHMENT 16				858,771.
Total			▶ 3a	858,771.
b Approved for future payment				
Total			▶ 3b	

Form 990-PF (2011)

Enter gross amounts unless otherwise indicated

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

Schedule of Contributors

OMB No 1545-0047

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

2011

Name of the organization

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number

76-0522455

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

JSA

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PAGE 16

Name of organization BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number
76-0522455**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	NISHA B. MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	\$ 175,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number

76-0522455

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number

76-0522455

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number

76-0522455

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	5,926.
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	5,926.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	44,968.
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	78,449.
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	123,417.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13 Net short-term gain or (loss)	13			5,926.
14 Net long-term gain or (loss):				
a Total for year	14a			123,417.
b Unrecaptured section 1250 gain (see line 18 of the wrkst)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a	15			129,343.

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	16	()
a The loss on line 15, column (3) or		
b \$3,000		

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?	25	
<input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box		
<input type="checkbox"/> No. Enter the amount from line 23		
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same?	27	
<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31		
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22		
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 (Form 1041) 2011

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

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

2011

Name of estate or trust

Employer identification number

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

76-0522455

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

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	5,926.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

Employer identification number

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					
SEE STATEMENT A-LONG TERM	VARIOUS	VARIOUS	790,818.	746,041.	44,777.
SEE STATEMENT B-LONG TERM	VARIOUS	VARIOUS	3,624.	3,433.	191.
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					44,968.

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UBS HS 22724 INTEREST	6,500.	6,500.
MSSB 283-895365 INTEREST	6,750.	6,750.
UBS HS 19752 DIVIDENDS	92,865.	92,865.
UBS HS 22724 DIVIDENDS	31,910.	31,910.
MSSB 283-895365 DIVIDENDS	111,570.	111,570.
VANGUARD DIVIDENDS	263,457.	263,457.
TIFF 9111 DIVIDENDS	28,477.	28,477.
FROST BANK G05530 DIVIDENDS	577.	577.
TOTAL	<u>542,106.</u>	<u>542,106.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	4,150.	2,075.		2,075.
TOTALS	<u>4,150.</u>	<u>2,075.</u>		<u>2,075.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT & RECORD KEEPING	85,860.			85,860.
TOTALS	<u>85,860.</u>			<u>85,860.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAXES	2,263.	2,263.		
EXCISE TAXES	13,037.			
TOTALS	<u>15,300.</u>	<u>2,263.</u>		

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ADVISORY FEES	14,643.	14,643.		
BANK CHARGES	141.	141.		
MISCELLANEOUS EXPENSE	472.	472.		
TOTALS	15,256.	15,256.		

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT C	17,500,618.	18,586,426.
SEE STATEMENT D	20,143.	18,082.
TOTALS	<u>17,520,761.</u>	<u>18,604,508.</u>

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE STATEMENT C	104,519.	130,623.
TOTALS	<u>104,519.</u>	<u>130,623.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INTEREST FREE EDUCATION LOANS	24,423.	24,423.
TOTALS	<u>24,423.</u>	<u>24,423.</u>

ATTACHMENT 9FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
FEDERAL INCOME TAX PAYABLE	7,205.
TOTALS	<u>7,205.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ROUNDING	2.
TOTAL	<u>2.</u>

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

FORM 990-PF, PART VII-A - DISTRIBUTION TO A DONOR ADVISED FUND

RECIPIENT: GREATER HOUSTON COMMUNITY FOUNDATION
5120 WOODWAY DRIVE, STE #6000
HOUSTON, TX 77056

THE CONTRIBUTION TO THE GREATER HOUSTON COMMUNITY FOUNDATION WAS TREATED AS A QUALIFYING DISTRIBUTION. THE CONTRIBUTION ACCOMPLISHES THE PURPOSE DESCRIBED IN 170(C)(2)(B) BECAUSE THE AMOUNTS GIFTED WERE IRREVOCABLY DEDICATED TO CHARITABLE PURPOSES SUBJECT TO THE DOMINION AND CONTROL OF THE GREATER HOUSTON COMMUNITY FOUNDATION, A PUBLIC CHARITY.

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

76-0522455

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RAHUL B MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
NISHA B MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
DHARMESH MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
JAINESH MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 13FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JANET BERTOLINO, U.S. NATIONAL BANK
2201 MARKET STREET
GALVESTON, TX 77553
409-770-7165

ATTACHMENT 14

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

US CITIZEN
RESIDENT OF STATE OF TEXAS
FULL-TIME STUDENT AT AN ACCREDITED UNIVERSITY

PART VII-B, LN 1A(3):

THE TAXPAYER RECEIVES SERVICES AND FACILITIES FREE OF CHARGE FROM DIMENSIONAL SOLUTIONS, INC., WHICH IS SUBSTANTIALLY OWNED BY NISHA B. MEHTA, WHO IS A DISQUALIFIED PERSON, IN THE FORM OF OFFICE SPACE, SUPPLIES, AND OFFICE PERSONNEL TO PERFORM ADMINISTRATIVE AND ACCOUNTING DUTIES. IN ADDITION, THE TAXPAYER RECEIVES INVESTMENT ADVISORY SERVICES FREE OF CHARGE FROM NUEDGEX, INC., WHICH IS SUBSTANTIALLY OWNED BY RAHUL B. MEHTA, WHO ALSO IS A DISQUALIFIED PERSON.

PART VII-B, LN 1A(4):

THE TAXPAYER PAYS NUEDGEX, INC., WHICH IS SUBSTANTIALLY OWNED BY RAHUL B. MEHTA, WHO IS A DISQUALIFIED PERSON, FOR THE FAIR MARKET VALUE OF MANAGEMENT AND ACCOUNTING/RECORDKEEPING SERVICES.

ATTACHMENT 15

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

76-0522455

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT				PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RECIPIENT NAME AND ADDRESS					
Greater Houston Community Foundation 5120 Woodway Drive Ste A 6000 Houston TX 77056		Unrelated 501 (c) (3)		General Donation	\$ 810,000.00
JAINA 4481 Normandy Court Long Grove IL 60047		Unrelated 501 (c) (3)		General Donation	\$ 15,000.00
Jain Vishvas Bharati (JVB) 14102 Schiller Road Houston TX 77082		Unrelated 501 (c) (3)		General Donation	\$ 11,101.00
Harris County Precinct 3 (park benches) 3535 War Memorial Drive Houston TX 77084-6103		Unrelated 501 (c) (3)		General Donation	\$ 10,000.00
Arya Samaj Greater Houston 14375 Schiller Rd Houston TX 77082		Unrelated 501 (c) (3)		General Donation	\$ 1,000.00
The Kinkaid School 201 Kinkaid School Drive Houston TX 77024		Unrelated 501 (c) (3)		General Donation	\$ 5,000.00
Be's Place 10050 Buffalo Speedway Houston TX 77054		Unrelated 501 (c) (3)		General Donation	\$ 4,423.55
The National MS Society 8111 N Stadium Dr Ste 100 Houston TX 77054		Unrelated 501 (c) (3)		General Donation	\$ 500.00
JAINA Calendar & Mini Library 13 Beebe Street Staten Island NY 10304		Unrelated 501 (c) (3)		General Donation	\$ 495.00
The International Cultural Exchange 11301 Encision Drive Houston TX 77070-1346		Unrelated 501 (c) (3)		General Donation	\$ 150.00
Nature Healing Nature 514 Byron Street Houston TX 77002		Unrelated 501 (c) (3)		General Donation	\$ 150.00
World Affairs Council of Houston PO Box 920905 Houston TX 77292-0905		Unrelated 501 (c) (3)		General Donation	\$ 250.00
City Wide Club PO Box 740589 Houston TX 77274-0589		Unrelated 501 (c) (3)		General Donation	\$ 100.00
					<u>\$ 858,770.55</u>

Realized Gains and Losses
From 10/01/2011 to 09/30/2012

MEHTA FAMILY FOUNDATION

Realized Gains and Losses

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
HS419752	General Dynamics	05/12/2008	11/08/2011	100.000	6,299.70	9,130.31		-2,830.61	-2,830.61
HN119752	General Electric	12/31/1996	11/08/2011	400.000	6,427.24	6,853.32		-425.79	-425.79
88042352754	Vanguard S.T. Invest Grade Corporate Bond	12/08/2011	01/04/2012	6,398.496	99,965.93	100,000.00	-0.01		-0.01
88042352754	Vanguard S.T. Invest Grade Corporate Bond	12/30/2011	01/04/2012	15.854	168.69	168.69	0.00		0.00
				9,414.350	100,168.68	100,168.69	-0.01		-0.01
283895365	U.S. Treasury Notes Ser F-2012 01/31/2012 4.75%	01/31/2007	01/31/2012	100.000,000	100,000.00	100,148.44		-148.44	-148.44
88042352754	Vanguard Inter-Term Investment Grade F	01/04/2012	03/09/2012	2.955	30.11	29.45	0.68		0.68
88042352754	Vanguard Inter-Term Investment Grade F	01/04/2012	03/09/2012	9.567,034	97,158.06	95,287.66	2,200.42		2,200.42
88042352754	Vanguard Inter-Term Investment Grade F	01/04/2012	03/09/2012	10,087,096	192,481.81	100,168.68	2,313.13		2,313.13
				19,627,085	209,600.99	195,485.77	4,314.23		4,314.23
HS419752	Green Akin Coffee	11/08/2011	03/17/2012	200.000	10,198.56	14,401.49	-4,205.93		-4,205.93
88042352754	Vanguard Total Stock Mkt ETF	07/18/2006	08/06/2012	2,000.000	142,696.80	121,840.00		20,856.80	20,856.80
88042352754	Vanguard Total Stock Mkt ETF	09/08/2006	08/06/2012	2,000.000	142,696.80	128,510.00		14,186.80	14,186.80
88042352754	Vanguard Total Stock Mkt ETF	10/19/2006	08/06/2012	2,000.000	142,696.81	135,040.60		7,656.81	7,656.81
				6,000.000	428,090.41	385,390.60		42,700.11	42,700.11
283895365	U.S. Treasury Notes Ser D-2012 08/15/2012 4.375%	12/09/2005	08/13/2012	100.000,000	100,000.00	100,149.10		-149.10	-149.10
88042352754	Vanguard Inter-Term Investment Grade F	01/04/2012	09/17/2012	4,288.388	44,470.58	42,712.34	1,758.24		1,758.24
88042352754	Vanguard Inter-Term Investment Grade F	01/31/2012	09/17/2012	71.830	744.83	731.25	13.65		13.65
88042352754	Vanguard Inter-Term Investment Grade F	02/20/2012	09/17/2012	75.715	785.16	773.05	12.11		12.11
88042352754	Vanguard Inter-Term Investment Grade F	06/21/2012	09/17/2012	3,925.117	40,706.57	40,000.00	706.57		706.57
88042352754	Vanguard Inter-Term Investment Grade F	08/05/2012	09/17/2012	5,314.010	55,106.29	55,000.00	106.29		106.29
				13,675.860	141,813.48	139,216.62	2,596.86		2,596.86

Realized Gains and Losses
From 10/01/2011 to 01/30/2012

SHORT TERM GAINS

Realized Gains and Losses

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
88042382754	Vanguard Total Bond Mkt Index Fund	06/29/2010	09/17/2012	17,477.089	150,000.60	144,339.62		5,660.98	5,660.98
88042382754	Vanguard ST Invest Grade Corporate Bond	04/18/2012	09/20/2012	7,141.860	89,744.18	89,000.00	744.18		744.18
88042382754	Vanguard ST Invest Grade Corporate Bond	04/26/2012	09/20/2012	6,027	65,309	64,85	0.54		0.54
88042382754	Vanguard ST Invest Grade Corporate Bond	05/31/2012	09/30/2012	15,250	165,25	163.57	1.68		1.68
88042382754	Vanguard ST Invest Grade Corporate Bond	06/30/2012	09/20/2012	14,473	157,003	155.59	1.41		1.41
88042382754	Vanguard ST Invest Grade Corporate Bond	07/31/2012	09/20/2012	11,444	156,72	156.14	0.58		0.58
88042382754	Vanguard ST Invest Grade Corporate Bond	08/14/2012	09/20/2012	11,666.667	452,083.34	450,000.00	2,083.34		2,083.34
88042382754	Vanguard ST Invest Grade Corporate Bond	08/31/2012	09/20/2012	26,497	612.89	612.43	0.56		0.56
88042382754	Vanguard ST Invest Grade Corporate Bond	09/17/2012	09/20/2012	12,368.813	134,201.62	134,201.62	0.00		0.00
88042382754	Vanguard ST Invest Grade Corporate Bond	09/17/2012	09/20/2012	13,070.397	111,813.18	111,813.48	0.00		0.00
				74,654.378	510,006.00	507,167.68	2,832.32		2,832.32

Short Term Gains

5,737.47

Total Long Gains

44,776.85

Total (Sales)

5,737.47

50,514.32

TRUST BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
MEHTA, BHUPAT & JYOTI FDN 1/A (B)
TRUST YEAR ENDING 03/30/2012

TAX PREPARER 358
TRUST ADMINISTRATOR 47
INVESTMENT OFFICER 103

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	TARM	NC
6.0000 AT & T INC COM* - 00206R102 - MINOR = 42							
SOLD		05/11/2012	204.77				
ACQ	1.0750	05/06/2002	36.68	24.10	12.58	LT15	Y
	4.9250	09/30/2003	168.04	103.14	58.50	LT15	Y
7.0000 AT & T INC COM* - 00206R102 - MINOR = 42							
SOLD		06/20/2012	248.14				
ACQ	1.0000	09/30/2003	248.14	155.12	93.02	LT15	Y
5.0000 ABBOTT LABORATORIES COM* - 032824100 - MINOR = 42							
SOLD		10/19/2011	268.24				
ACQ	5.0000	01/27/2011	268.24	234.30	35.94	ST	
5.0000 ABBOTT LABORATORIES COM* - 002074100 - MINOR = 42							
SOLD		12/06/2011	270.99				
ACQ	4.0000	01/27/2011	216.79	185.84	30.95	ST	
	1.0000	08/02/2011	54.20	50.20	4.00	ST	
2.0000 ADVANCE AUTO PARTS INC COM - 00751Y106 - MINOR = 42							
SOLD		01/18/2012	144.90				
ACQ	2.0000	07/11/2011	144.90	118.08	26.82	ST	
2.0000 ADVANCE AUTO PARTS INC COM - 00751Y106 - MINOR = 42							
SOLD		02/08/2012	155.26				
ACQ	2.0000	07/11/2011	155.26	118.08	37.18	ST	
2.0000 ADVANCE AUTO PARTS INC COM - 00751Y106 - MINOR = 42							
SOLD		02/16/2012	169.10				
ACQ	1.0000	07/11/2011	84.55	59.04	25.51	ST	
	1.0000	07/15/2011	84.55	56.00	28.55	ST	
1.0000 ADVANCE AUTO PARTS INC COM - 00751Y106 - MINOR = 42							
SOLD		03/14/2012	88.95				
ACQ	1.0000	07/15/2011	88.95	56.00	32.95	ST	
1.0000 ADVANCE AUTO PARTS INC COM - 00751Y106 - MINOR = 42							
SOLD		01/27/2012	88.95				
ACQ	1.0000	07/15/2011	88.95	56.00	32.95	ST	
6.0000 AVON PRODUCTS INC COM* - 054303102 - MINOR = 42							
SOLD		04/02/2012	138.30				
ACQ	6.0000	03/01/2011	138.30	161.70	-26.10	LT15	
1.0000 BLOCK H & R INC COM* - 091671105 - MINOR = 42							
SOLD		07/18/2012	16.71				
ACQ	1.0000	12/04/2010	16.71	11.42	5.29	LT15	Y
1.0000 CARLISLE COS INC COM - 142339100 - MINOR = 42							
SOLD		10/21/2011	39.15				
ACQ	1.0000	06/27/2008	39.15	28.85	10.30	LT15	Y
7.0000 COMPUTER SCIENCES CORP COM* - 205363104 - MINOR = 42							
SOLD		01/06/2012	71.52				
ACQ	3.0000	06/27/2011	71.52	113.40	-41.88	ST	
3.0000 COMPUTER SCIENCES CORP COM* - 205363104 - MINOR = 42							
SOLD		01/05/2012	71.44				
ACQ	2.0000	06/27/2011	47.63	75.60	-27.97	ST	
	1.0000	08/09/2011	23.81	32.55	-8.74	ST	
1.0000 COMPUTER SCIENCES CORP COM* - 205363104 - MINOR = 42							
SOLD		01/10/2012	23.96				
ACQ	1.0000	08/09/2011	23.96	32.55	-8.59	ST	
2.0000 COMPUTER SCIENCES CORP COM* - 205363104 - MINOR = 42							
SOLD		01/10/2012	48.30				
ACQ	2.0000	08/09/2011	48.30	65.10	-16.80	ST	
2.0000 CONOCOPHILLIPS COM* - 20825C104 - MINOR = 42							
SOLD		08/16/2012	114.90				
ACQ	2.0000	03/32/2009	114.90	54.44	60.46	LT15	Y
6.0000 FIDELITY NATIONAL FINANCIAL INC CL A - 31620R105 - MINOR = 42							
SOLD		04/13/2012	109.20				
ACQ	6.0000	03/04/2010	109.20	86.46	22.74	LT15	Y
10.0000 FIDELITY NATIONAL FINANCIAL INC CL A - 31620R105 - MINOR = 42							
SOLD		09/20/2012	200.70				
ACQ	2.0000	07/24/2010	40.14	28.87	11.27	LT15	Y
	5.0000	03/09/2010	100.35	72.05	28.30	LT15	Y
	1.0000	06/07/2010	20.07	13.69	6.38	LT15	Y
	4.0000	01/31/2011	40.14	27.00	13.14	LT15	Y
13.0000 FIDELITY NATIONAL FINANCIAL INC CL A - 31620R105 - MINOR = 42							
SOLD		09/20/2012	260.90				
ACQ	13.0000	01/31/2011	260.90	175.50	85.40	LT15	
2.0000 GENMRAI DYNAMICS CORP COM* - 369550108 - MINOR = 42							
SOLD		08/17/2012	130.90				
ACQ	2.0000	04/21/2011	130.90	116.90	14.00	ST	
1.0000 GENMRAI FINANCIAL INC CL A COM* - 37470D106 - MINOR = 42							
SOLD		10/27/2011	6.64				
ACQ	1.0000	10/25/2007	6.64	25.85	-19.21	LT15	Y
6.0000 GENMRAI FINANCIAL INC CL A COM* - 37470D106 - MINOR = 42							
SOLD		17/02/2011	39.42				
ACQ	6.0000	10/25/2007	39.42	155.10	-115.68	LT15	Y
7.0000 HOME DEPOT INC COM* - 437076102 - MINOR = 42							
SOLD		01/17/2012	131.10				
ACQ	3.0000	05/16/2006	131.10	115.82	15.28	LT15	Y
3.0000 HOME DEPOT INC COM* - 437076102 - MINOR = 42							
SOLD		02/14/2012	138.24				
ACQ	3.0000	07/05/2006	138.24	106.92	31.32	LT15	Y
3.0000 HOME DEPOT INC COM* - 437076102 - MINOR = 42							
SOLD		04/27/2012	156.60				
ACQ	3.0000	07/05/2006	156.60	106.92	49.68	LT15	Y

FROST BANK
STATEMENT OF CAPITAL GAINS AND LOSSES
MEHTA, BHUPAT & JYOTI FDN I/A (4)
TRUST YEAR ENDING 09/30/2012

TAX PREPARER 358
TRUST ADMINISTRATOR: 47
INVESTMENT OFFICER: 102

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

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	HC
3 0000 HOME DEPOT INC COM * - 437076102 - MINOR = 42							
SOLD		09/06/2012	171.97				
ACQ	3.0000	07/05/2006	171.97	106.91	65.06	LT15	Y
1 0000 INT'L BUSINESS MACHINES CORP COM * - 459200101 - MINOR = 42							
SOLD		10/14/2011	187.90				
ACQ	1.0000	06/07/2006	187.90	60.63	107.27	LT15	Y
1 0000 JOHNSON & JOHNSON COM * - 478160104 - MINOR = 42							
SOLD		01/18/2012	69.34				
ACQ	1.0000	02/06/2006	69.34	56.98	12.36	LT15	Y
1.0000 PFG INDUSTRIES INC COM * - 693506107 - MINOR = 42							
SOLD		07/19/2012	108.96				
ACQ	1.0000	01/09/2008	108.96	64.10	44.86	LT15	Y
1 0000 PHILLIPS 66 COM * - 718546104 - MINOR = 42							
SOLD		07/18/2012	37.10				
ACQ	1.0000	03/07/2009	37.10	17.16	19.94	LT15	Y
2 0000 PULSK ELECTRONICS CORP COM - 74586W106 - MINOR = 42							
SOLD		09/19/2012	1.40				
ACQ	2.0000	03/01/2007	1.40	47.70	-42.30	LT15	Y
10 0000 PULSK ELECTRONICS CORP COM - 74586W106 - MINOR = 42							
SOLD		09/19/2012	6.90				
ACQ	3.0000	03/01/2007	2.07	65.55	-63.48	LT15	Y
	5.0000	03/07/2007	3.45	109.25	-105.80	LT15	Y
	2.0000	05/06/2008	1.38	41.10	-39.72	LT15	Y
10.0000 PULSK ELECTRONICS CORP COM - 74586W106 - MINOR = 42							
SOLD		09/19/2012	6.90				
ACQ	2.0000	05/06/2008	1.38	41.10	-39.72	LT15	Y
	6.0000	06/26/2009	4.14	103.20	-99.06	LT15	Y
	1.0000	06/26/2009	0.69	17.20	-16.51	LT15	Y
	1.0000	06/21/2008	0.63	17.20	-16.51	LT15	Y
11.0000 PULSK ELECTRONICS CORP COM - 74586W106 - MINOR = 42							
SOLD		09/19/2012	7.72				
ACQ	5.0000	06/27/2008	3.50	86.00	-82.50	LT15	Y
	6.0000	07/07/2008	4.20	91.70	-87.00	LT15	Y
10 0000 PULSK ELECTRONICS CORP COM - 74586W106 - MINOR = 42							
SOLD		09/20/2012	6.70				
ACQ	4.0000	07/03/2008	2.68	60.80	-58.12	LT15	Y
	6.0000	07/07/2008	4.04	91.70	-87.18	LT15	Y
6.0000 PULSK ELECTRONICS CORP COM - 74586W106 - MINOR = 42							
SOLD		09/21/2012	3.80				
ACQ	4.0000	07/07/2008	2.53	60.80	-58.27	LT15	Y
	2.0000	11/16/2009	1.27	9.46	-8.19	LT15	Y
3 0000 RAYTHEON CO NEW COM * - 755111507 - MINOR = 42							
SOLD		09/06/2012	171.60				
ACQ	3.0000	12/15/2010	171.60	135.45	36.15	LT15	Y
7.0000 REGIS CORPORATION COM - 758931107 - MINOR = 42							
SOLD		01/26/2012	118.71				
ACQ	7.0000	08/08/2011	118.71	95.20	23.51	ST	
5 0000 VALERO ENERGY CORP NEW COM * - 91913Y100 - MINOR = 42							
SOLD		07/31/2012	137.25				
ACQ	5.0000	09/23/2010	137.25	83.90	53.35	LT15	Y
5.0000 VALERO ENERGY CORP NEW COM * - 91913Y100 - MINOR = 42							
SOLD		08/06/2012	140.25				
ACQ	5.0000	09/23/2010	140.25	63.90	56.35	LT15	Y
3 0000 VALERO ENERGY CORP NEW COM * - 91913Y100 - MINOR = 42							
SOLD		09/07/2012	96.15				
ACQ	3.0000	09/23/2010	96.15	50.34	45.81	LT15	Y
4 0000 VERIZON COMMUNICATIONS * - 92343V104 - MINOR = 42							
SOLD		03/07/2012	155.60				
ACQ	4.0000	10/05/2005	155.60	112.98	42.62	LT15	Y
5 0000 VERIZON COMMUNICATIONS * - 92343V104 - MINOR = 42							
SOLD		03/08/2012	117.45				
ACQ	3.0000	09/01/2009	117.45	86.50	30.95	LT15	Y
2 0000 INGRESS-SOL-RAND PLC * - 647791101 - MINOR = 44							
SOLD		05/09/2012	89.40				
ACQ	2.0000	06/26/2008	89.40	72.63	16.77	LT15	Y
2 0000 RENAISSANCE RE HOLDINGS LTD COM - 67496G101 - MINOR = 44							
SOLD		12/22/2011	146.90				
ACQ	2.0000	04/14/2005	146.90	91.10	55.80	LT15	Y
2.0000 RENAISSANCE RE HOLDINGS LTD COM - 67496G103 - MINOR = 44							
SOLD		05/01/2012	156.30				
ACQ	2.0000	04/14/2005	156.30	91.13	65.17	LT15	Y
TOTALS			5275.51	4896.31			

Long term	3,624.29	3,433.37	190.92
Short term	1,651.22	1,462.84	188.38

**BHUPAT & JYOTI MEHTA FAMILY FOUNDATION
DETAIL OF INVESTMENTS**

76-0522455

Description	Current Value	Cost Basis
Corporate Bonds		
Eaton Corp	130,623.00	104,519.00
Stocks		
Abbott Laboratories	68,560.00	48,785.35
Air Products & Chemicals Inc	16,540.00	18,128.54
Altria Group Inc	83,475.00	47,376.88
American Express Co	45,488.00	38,739.49
American Funds American High Income Tr	144,077.67	151,117.21
Automatic Data Processing	35,196.00	27,646.32
Becton Dickinson & Co	23,568.00	20,367.94
Blackrock Inc	17,830.00	15,393.44
Caterpillar Inc	34,416.00	23,989.35
ChevronTexaco Corp.	139,872.00	53,819.10
Cisco Sys. Inc	19,095.00	33,005.35
Citigroup Inc	247,265.04	371,756.74
Coca Cola Com	140,341.00	98,800.19
ConocoPhillips	62,898.00	31,747.24
DJ Emerging Markets Consumer ETF	182,400.00	164,100.00
DoubleLine Total Return Bond	476,524.64	465,000.00
Este Lauder Cos.	49,256.00	9,374.67
Exxon Mobil Corp	274,350.00	209,135.35
Franklin Resources Inc	31,267.50	30,929.24
Freeport-McMoran Copper	39,580.00	53,097.82
General Dynamics	13,224.00	18,260.63
General Electric	59,046.00	44,741.67
Home Depot Inc.	36,222.00	24,093.35
HSBC Holdings Plc ADR	32,893.68	45,665.45
Intel Corp.	126,868.00	95,638.00
Intl Business Machines Corp	103,725.00	61,462.28
Ishares Germany ETF	45,140.00	45,322.50
Ishares Japan ETF	55,020.00	66,307.50
Ishares MSCI All Country Asia	151,902.00	164,538.00
Ishares MSCI EAFE ETF	667,800.00	903,374.70
Ishares MSCI EAFE Growth ETF	423,600.00	601,934.25
Ishares MSCI EAFE Value ETF	345,116.00	602,689.88
Ishares S&P Latin America 40	127,740.00	156,239.70
J P Morgan Chase	48,576.00	23,010.00
Johnson & Johnson	110,256.00	76,638.00
Kinder Morgan Inc	53,280.00	42,809.85
Kraft Food Inc	40,688.40	29,999.74
MAF - The Investment Fund for Foundation	2,769,558.07	2,768,937.31
McDonalds Corp.	100,925.00	40,114.06
McGraw Hill Companies	43,672.00	30,745.35
Medtronic Inc	25,872.00	28,742.19
Merck & Co Inc	54,114.00	45,074.73
Midcap SPDRS ETF	359,840.00	190,367.00
Nestle S A ADR	107,457.00	41,780.14
News Corp Cl A	78,416.00	50,290.00
Occidental Petroleum Corp	68,848.00	40,716.77
Pepsico Inc	77,847.00	46,552.50
Philip Morris Intl Inc	224,850.00	107,561.32

STATEMENT C

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION
DETAIL OF INVESTMENTS

76-0522455

Description	Current Value	Cost Basis
Phillips 66	25,503 50	10,010 46
PIMCO All Asset All Authority Inst Fund	211,142 58	200,000.00
Praxair Inc	51,940 00	28,150 30
Procter & Gamble	97,104 00	63,388.30
RBS Capital Fund Trust VII Ser G 6 080%	35,820 00	50,000 00
Rio Tinto PLC	28,056 00	48,339 53
Roche Holding	93,980.00	45,900 00
Royal Dutch Shell Plc ADR	69,410 00	53,548 25
S&P Oil & Gas Equipment & Services ETF	117,129 06	123,609 42
S&P Oil & Gas Exploration & Production ETF	139,225.00	125,225 00
SABMiller PLC ADR	30,800 00	28,895 82
Sector SPDR Consumer Staples	35,825.00	25,103.00
Sector SPDR Energy	279,053 00	248,028.00
Sector SPDR Financial	62,360 00	109,229 00
Sector SPDR Health Care	120,360 00	91,609 50
Sector SPDR Technology	61,650 00	98,005 50
SPDR S&P 500 ETF	575,880 00	518,308 50
SPDR S&P Dividend ETF	581,000 00	511,100 00
Target Corp	63,470 00	30,640 00
Texas Instruments Inc	33,066 00	38,899 95
Time Warner Cable Inc	23,765 00	17,058 99
Total SA ADR	40,080 00	44,687 64
United Technologies Corp	46,974 00	42,761.19
Vanguard Convertible Securities Fund	420,390 46	450,000 00
Vanguard Emerging Markets ETF	917,840.00	1,072,246 60
Vanguard High-Yield Corp Fund Adm	1,788,358.10	1,629,914 88
Vanguard Mid-Cap ETF	738,556 00	557,514.46
Vanguard Precious Metals and Mining Fund	172,960 86	205,917 38
Vanguard Small-Cap ETF	1,025,792 00	709,436.44
Vanguard ST Invest Grade Corporate Bond	16,705 85	16,676 31
Vanguard Total Bond Mkt Index Fund	586,840 04	560,660 38
Vanguard Total Stock Mkt ETF	441,900 00	407,880.00
Vanguard Total World ETF	970,206 00	864,032 00
Wal Mart Stores	73,800 00	47,356 25
Walgreen Co	54,660 00	73,379.35
Walt Disney Co.	31,368 00	26,094.04
Whole Foods Market Inc	38,960 00	21,096.05
	<u>18,586,426 45</u>	<u>17,500,617 58</u>
Total	<u>18,717,049 45</u>	<u>17,605,136 58</u>

STATEMENT C

MEHTA, BHUPAT & JYOTI FDN I/A (B)

PORTFOLIO HOLDINGS

SHARES OR
FACE VALUE

TAX COST/
UNIT COST

MKT VALUE/
UNIT PRICE

EST INCOME/
INC RATE(%)

EQUITIES

STOCK/OPTIONS

10.00	ALCOA INC COM*	236.53	88.55	1.20
		23.65	8.86	1.36
18.00	ALLSTATE CORP COM*	885.88	712.98	15.84
		49.22	39.61	2.22
29.00	ANNALY CAPITAL MGMT INC REIT COM*	411.27	488.36	58.00
		14.18	16.84	11.88
19.00	APPLIED MATERIALS INC COM *	234.49	212.14	6.84
		12.34	11.17	3.22
21.00	ARCHER DANIELS MIDLAND CO COM	447.04	570.78	14.70
		21.29	27.18	2.58
19.00	AT & T INC COM*	373.80	716.30	33.44
		19.67	37.70	4.67
5.00	AVON PRODUCTS INC COM*	137.25	79.75	4.60
		27.45	15.95	5.77
16.00	BAKER HUGHES INC COM*	680.94	723.68	9.60
		42.56	45.23	1.33
22.00	BANK OF AMERICA CORP COM*	884.18	194.26	0.88
		40.19	8.83	0.45
21.00	BARCLAYS PLC SPONSORED ADR*	891.16	291.27	5.30
		42.44	13.87	1.82
3.00	BECTON DICKINSON & CO COM*	217.59	235.68	5.40
		72.53	78.56	2.29

MEHTA, BHUPAT & JYOTI FDN I/A (B)

PORTFOLIO HOLDINGS

SHARES OR FACE VALUE		TAX COST/ UNIT COST	MKT VALUE/ UNIT PRICE	EST INCOME/ INC RATE(%)
EQUITIES				
29.00	BEST BUY COMPANY INC COM*	701.03	498.80	19.72
		24.17	17.20	3.95
17.00	BLACK BOX CORPORATION COM	529.30	433.82	5.44
		31.14	25.52	1.25
4.00	BLOCK H & R INC COM*	45.66	69.32	3.20
		11.42	17.33	4.62
10.00	BOEING CO COM *	485.64	695.95	17.60
		48.56	69.60	2.53
12.00	BP PLC SPONSORED ADR*	512.28	508.32	20.39
		42.69	42.36	4.01
10.00	DOVER CORP COM *	415.48	594.90	14.00
		41.55	59.49	2.35
37.00	DOW CHEMICAL CO COM *	1,341.38	1,071.34	47.36
		36.25	28.95	4.42
20.00	GANNETT CO COM*	1,237.77	355.00	16.00
		61.89	17.75	4.51
27.00	HEWLETT PACKARD CO (DEL) COM*	963.21	460.62	14.26
		35.67	17.06	3.10
3.00	HONDA MOTOR CO LTD SPONSORED ADR	94.68	92.70	1.69
		31.56	30.90	1.82
1.00	INGERSOLL-RAND PLC*	36.32	44.82	0.45
		36.32	44.82	1.00
5.00	INTL BUSINESS MACHINES CORP COM *	384.82	1,037.25	17.00
		76.96	207.45	1.64
1.00	JOHNSON & JOHNSON COM *	56.98	68.91	2.44
		56.98	68.91	3.54
3.00	LINCOLN NATIONAL CORP INDIANA COM	160.86	72.57	0.96
		53.62	24.19	1.32
25.00	MARSH & MCLENNAN COS INC COM*	825.34	848.25	23.00
		33.01	33.93	2.71
3.00	MOSAIC COMPANY COM (THE)*	140.40	172.83	3.00
		46.80	57.61	1.74
38.00	NIPPON TELEG & TEL CORP SPONS ADR	829.27	900.98	29.01
		21.82	23.71	3.22
7.00	NOVARTIS AG ADR*	317.26	428.82	16.54
		45.32	61.26	3.86
1.00	PPG INDUSTRIES INC COM *	64.10	114.84	2.36
		64.10	114.84	2.06
7.00	RAYTHEON CO NEW COM*	302.55	400.12	14.00
		43.22	57.16	3.50

MEHTA, BHUPAT & JYOTI FDN I/A (B)

PORTFOLIO HOLDINGS

SHARES OR FACE VALUE		TAX COST/ UNIT COST	MKT VALUE/ UNIT PRICE	EST INCOME/ INC RATE(%)
EQUITIES				
7.00	RIO TINTO PLC SPON ADR*	302.69	327.32	6.92
		43.24	46.76	2.11
7.00	SIEMENS A G SPONSORED ADR*	602.28	701.05	25.28
		86.04	100.15	3.61
59.00	STAPLES INC COM*	916.00	679.68	25.96
		15.53	11.52	3.82
17.00	TEVA PHARMACEUTICAL INDS LTD ADR*	729.62	703.97	15.58
		42.92	41.41	2.21
7.00	VALERO ENERGY CORP NEW COM*	134.06	221.76	4.90
		19.15	31.68	2.21
7.00	VODAFONE GROUP PLC SPON ADR*	186.90	199.50	13.75
		26.70	28.50	6.89
12.00	WAL MART STORES INC COM*	594.69	885.60	19.08
		49.56	73.80	2.15
41.00	WESTERN UNION CO COM*	693.49	747.02	16.40
		16.91	18.22	2.20
18.00	XL GROUP PLC	1,138.88	432.54	7.54
		63.27	24.03	1.74
		20,143.07	18,082.35	559.63
TOTAL EQUITIES		20,143.07	18,082.35	559.63

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					78,449.	
1,262,181.		SEE STATEMENT A-SHORT TERM 1,256,443.					VARIOUS 5,738.	VARIOUS
790,818.		SEE STATEMENT A-LONG TERM 746,041.					VARIOUS 44,777.	VARIOUS
1,651.		SEE STATEMENT B-SHORT TERM 1,463.					VARIOUS 188.	VARIOUS
3,624.		SEE STATEMENT B-LONG TERM 3,433.					VARIOUS 191.	VARIOUS
TOTAL GAIN (LOSS)							<u>129,343.</u>	