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1212

Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

A For the 2012 calendar year, or tax year beginning and ending

B Check if applicable:

- ☒ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization

SAN ANTONIO AREA FOUNDATION GROUP RETURN

Doing Business As

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

303 Pearl Parkway 114

City, town or post office, state, and ZIP code

SAN ANTONIO TX 78215

F Name and address of principal officer:

JEFFREY SAUTER, CFO 303 PEARL PKWY, STE 114, SA, TX 78215

D Employer identification number

20-1110274

E Telephone number

(210) 225-2243

G Gross receipts \$

3,733,765

I Tax-exempt status:

☒ 501(c)(3) ☐ 501(c) () (Insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: WWW.SAAFDN.ORG

K Form of organization:

☐ Corporation ☐ Trust ☐ Association ☒ Other **COMMUNITY**

H(a) Is this a group return for affiliates?

☒ Yes ☐ No

H(b) Are all affiliates included?

☐ Yes ☒ No

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

H(c) Group exemption number

3910

L Year of formation:

1984

M State of legal domicile:

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities:	TO MAKE GRANTS FOR CHARITABLE PURPOSES TO COMMUNITY ORGANIZATIONS AND INDIVIDUALS FOR SCHOLARSHIPS	
	2	Check this box ☐ If the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	3	53
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	53
	5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	0
	6	Total number of volunteers (estimate if necessary)	6	267
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9	Program service revenue (Part VIII, line 2g)	1,616,045	1,657,579
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0	0
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,545,015	1,279,871
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	532,862	729,548
	12		3,693,922	3,666,998
Expenses	13	Grants and similar amounts paid (Part IX, column (A), line 3)	613,244	745,558
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0	6,838
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	224,761	254,550
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	16b	Total fundraising expenses (Part IX, column (C), line 25)	0	0
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	1,052,002	2,923,778
18	Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	1,890,007	3,930,724	
19	Revenue less expenses. Subtract line 18 from line 12	1,803,915	-263,726	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21	Total liabilities (Part X, line 26)	34,734,894	35,603,976
	22	Net assets or fund balances. Subtract line 21 from line 20	3,702,702	3,589,084
22		31,032,192	32,014,892	

Part II Signature Block

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

Sign Here

JEFFREY R. SAUTER **11/15/13**
Signature of officer Date

JEFFREY R. SAUTER **CHIEF FINANCIAL OFFICER**
Type or print name and title

Paid Preparer Use Only

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

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

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2012)

04232 86414 FEB1914 Possible Duplicate Return

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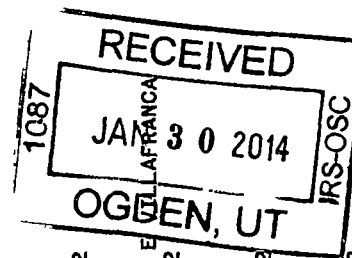
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SUBSIDIARY ORGANIZATION OF SAN ANTONIO AREA FOUNDATION
GEN NUMBER 3910

PAGE 1
CYCLE 201326

746065414	PARENT	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230	SAN ANTONIO	TX	78205-1974557	12
201110274	SUB	SAN ANTONIO AREA FOUNDATION GROUP 110 BROADWAY ST STE 230 GROUP RETURN	RETURN SAN ANTONIO	TX	78205-1974557	12
204954092	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 REAL ESTATE SERVICE 6	SAN ANTONIO	TX	% MARK MIDDLEMAN 78205-1974557	12
205560721	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 RICHMOND FAMILY FOUNDATION	SAN ANTONIO	TX	% JACK CLAY RICHMOND 78205-1974557	12
261102511	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 REAL ESTATE SERVICE 7	SAN ANTONIO	TX	% MARK MIDDLEMAN 78205-1974557	12
261103030	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 REAL ESTATE SERVICE 8	SAN ANTONIO	TX	% MARK MIDDLEMAN 78205-1974557	12
261103106	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 REAL ESTATE SERVICE 10	SAN ANTONIO	TX	% MARK MIDDLEMAN 78205-1974557	12
261103393	SUB	SAN ANTONIO AREA FOUNDATION 303 PEARL PKWY STE 114 REAL ESTATE SERVICE 11	SAN ANTONIO	TX	% MARK MIDDLEMAN 78215-0000000	12
261103518	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 REAL ESTATE SERVICE 12	SAN ANTONIO	TX	% MARK MIDDLEMAN 78205-1974557	12
261103564	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 REAL ESTATE SERVICE 9	SAN ANTONIO	TX	% MARK MIDDLEMAN 78205-1974557	12
273574052	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 RAPIER EDUCATIONAL FOUNDATION	SAN ANTONIO	TX	78205-1974557	12
274677662	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 K RAPIER KIDS	SAN ANTONIO	TX	% CHARLES E LAFRANCA 78205-1974557	12
✓ 383892964	SUB	SAN ANTONIO AREA FOUNDATION 303 PEARL PKWY STE 114 CHOOSE TO SUCCEED INC	SAN ANTONIO	TX	78215-1285399	12
741109731	SUB	SAN ANTONIO AREA FOUNDATION 110 BROADWAY ST STE 230 WARM SPRINGS FOUNDATION INC	SAN ANTONIO	TX	78205-1974557	12



Item H(b) (990) - Affiliates Included in Group Return

	Name	Street Address	City	State	ZIP code	Foreign Country	EIN
1	Real Estate #6-SA Area Foundat	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		20-4954092
2	Real Estate #7-SA Area Foundat	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		26-1102511
3	Real Estate #8-SA Area Foundat	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		26-1103030
4	Real Estate #9-SA Area Foundat	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		26-1103564
5	Real Estate #10-SA Area Founda	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		26-1103106
6	Real Estate #11-SA Area Founda	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		26-1103393
7	Real Estate #12-SA Area Founda	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		26-1103518
8	Richmond Family Foundation-SA	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		20-5560721
9	Gunn Family Foundation-SA Area	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		74-2725791
10	Rapier Educational Foundation-S	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		27-3674052
11	Warm Springs Foundation, Inc.	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		74-1109731
12	K Rapier Kids dba Kym's Kids	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		27-4677662
13	SA4Good	303 Pearl Parkway, STE 114	SAN ANTONIO	TX	78215		46-0772730